



Mater Misericordiae University Hospital
Board of Directors Meeting (the "Board")

DATE	TIME	VENUE
Tuesday, 12 March 2024	4pm	In person – Pillar Room and via Zoom
Chair	Mr. David Begg (Chair)	
Minute taker	Ms. Anna Broderick (Company Secretary)	
Members / Attendees		
<input checked="" type="checkbox"/> Mr. David Begg (Chair) DB		
<input checked="" type="checkbox"/> Mr. David O’Kelly (Vice-Chair) (Non-Executive Director) DOK		
<input checked="" type="checkbox"/> Ms. Brid Cosgrove (Director of Finance, Executive Director) BC		
<input checked="" type="checkbox"/> Ms. Anne Vaughan (Non-Executive Director) AV		
<input checked="" type="checkbox"/> Ms. Suzanne Dempsey (Director of Nursing and Deputy CEO) SD		
<input checked="" type="checkbox"/> Professor Jim Egan (Executive Clinical Director, Executive Director) JE (left at 6.30pm)		
<input checked="" type="checkbox"/> Mr. Pat O’Doherty (Non-Executive Director) (POD)		
<input checked="" type="checkbox"/> Professor Mary McMenamin (Non-Executive Director) MMcM (via zoom)		
<input checked="" type="checkbox"/> Dr. Nuala O’Farrell (Non-Executive Director) NOF		
<input checked="" type="checkbox"/> Dr. Brian Marsh (Chair – Medical Executive, Executive Director)		
<input checked="" type="checkbox"/> Ms. Eilis O’Brien (Non-Executive Director) EOB		
<input checked="" type="checkbox"/> Mr. Rod Ensor (Non-Executive Director) RE (joined at 4.45pm via zoom)		
<input checked="" type="checkbox"/> Ms. Anna Broderick (Company Secretary) AB		
In Attendance		
<input checked="" type="checkbox"/> Mr. Alan Sharp (Chief Executive Officer MMUH) AS		
<input checked="" type="checkbox"/> Ms. Mary Raftery (Interim Director of Nursing) MR		
<input checked="" type="checkbox"/> Mr. Seamus Priest, Head of Procurement (left at 16.30pm)		
Apologies		
<input checked="" type="checkbox"/> Professor Cecily Kelleher (Non-Executive Director) CK		

MINUTES

TOPICS		Action By	Due Date
1.0	Welcome/Apologies		
	The Chair welcomed everyone to the meeting.		
	The Chair declared that there was a quorum present and that the meeting could proceed as there was only one apology. It was acknowledged that this was a hybrid meeting and each attendee confirmed that they could see and hear each other via the video-conference platform.		
2.0	Declarations of Interest		
	The Chair asked whether any Director has any interest to declare in relation to any item on the Agenda for this meeting and, if any issue arises during the meeting, that such a declaration be made then. Nothing was declared.		
	It was noted that BC will leave the meeting during agenda item 7.2.		
	No declarations of interest were raised.		
3.0	Presentation from Procurement		
	Presentation from the Head of Procurement given to the Board on procurement operations and the hospital's procurement corporate plan. The Head of Procurement brought the Board through his presentation and answered the Board's questions. A discussion ensued on revenue, inflation impact, sustainability initiatives and compliance from an internal audit perspective.		

4.0	Minutes of the meeting dated 23 January 2024 and matters arising
	<p>The minutes of the last meeting held on 23 January 2024 were unanimously approved for signing by the Chair.</p> <p>From matters arising, it was noted that:</p> <p>-AS confirmed that he has scheduled clinical presentations to be given to the Board this year</p>
5.0	Board report including updates from the Directorates
	<p>The Board Report including the CEO's report was taken as read. AS brought the Board through his report.</p> <p>AS gave an update on capital developments on the campus.</p> <p>An update was given on the Early Phase Trials of START at the Mater.</p> <p>A discussion ensued on the recent HIQA inspection.</p> <p>An update was given on the Electronic Health Record tender together with an update of the timeline.</p> <p>JE gave an update on the Consultant working week including Saturday working. A rota of one in six has been agreed in MMUH which commenced in January. This will take time to sustain it in a meaningful way. It was agreed that a letter would be issued by the Chair to the division of unscheduled medicine to congratulate them on this initiative. It was agreed that JE would bring back the findings in 3 months' time.</p> <p>A discussion ensued on the Transplant audit report provided in advance of the meeting. The Chair said that he appreciated the report and it was noted that management are working on the recommendations.</p> <p>MR gave an update on the final staffing measures for the Rock Wing.</p>
6.0	Regional Health Authority (RHA) update
	<p>AS gave an update on the RHA. It was noted that the implementation team has been stepped down. VHF has requested an update on the RHA plan.</p> <p>BC gave an update on the HSE Service Level Arrangement workshop meetings. The Chair thanked BC for her engagement on this matter.</p>
7	MMUH Committee Updates
	The Chair noted that updates from each Committee is set out below.
7.1	Finance & General Purposes Committee
	<p>The Chair gave an update on the financial position of MMUH for 2023.</p> <p>The Chair provided an update on the following:</p> <ul style="list-style-type: none"> • A discussion ensued on the internal audit service and coverage for MMUH currently being provided. Following this update, the Board noted that the service needs to be considered and increased. • The Chair gave an update on the NTPF funding for radiology. • The HSE agreement which requires legal advice will be brought back to the board. • For future planning, there will be an update on our next strategic plan to account for the level of services required to care for the aging patient population as well as MMUH's integration with the community.
7.2	Remuneration Committee
	<p>BC left the meeting. The Board considered the Committee's recommendation to extend the Finance Director's Contract for the requested duration. This request was approved by the Board for a number of reasons including: the need to have consistency during a time of change with the RHA's and expansion of the hospital's services together with the current review of the Department of Finance's structure and associated audit recommendations.</p> <p>POD noted that the remuneration committee also considered succession planning to ensure that there is a process in place for the Executive Management Team.</p>
7.3	Quality and Patient Safety Committee
	AV gave an update of the Committee's last meeting dated 5 March 2024. The Committee will meet 6 times this year so that an update can be given to the Board. A specific update was given to the Board on challenging behaviour in the hospital.

	<p>AV gave an update on the risk management framework and next steps which includes the Deloitte review. SD brought the Board through the [REDACTED] report. A phased approach has been taken which is in line with QPS standards. Phase 1 of the desktop review has been completed.</p> <p>A final report should be completed this month. AS said that a strategy for QPS is underway and resources will be required in terms of technology etc.</p> <p>It was agreed that Nuala O'Farrell be appointed to the QPS committee which was approved by the board.</p>
7.4	MMUH Audit Committee
	<p>DOK said that MMUH did not complete its audit plan in 2023. A careful review of the 2024 Audit Plan has been carried out.</p> <p>DOK gave an overview of the clinical equipment internal audit report and a review of the corporate structure internal audit findings. It was noted that all actions have been accepted by management.</p>
8.0	Matters reserved for the Board
	<p>The Board approved the following consultant positions:</p> <ul style="list-style-type: none"> • Post 1 Consultant Physician in Infectious Diseases (new post - EWB Phase 2) - MMUH 37 hours - [REDACTED] • Post 2 Consultant Ophthalmic Surgeon - MMUH 37 hours - [REDACTED] • Post 3 Consultant Obstetrician and Gynaecologist (s.i. Gynaecological Oncology) - MMUH 30 hours / Rotunda 7 hours - [REDACTED] • Post 4 Consultant Nephrologist and General Physician - MMUH 37 hours - [REDACTED] <p>The Procurement briefing note was taken as read and the Contract was approved by the Board with standard MMUH Terms and Conditions applying:</p> <ul style="list-style-type: none"> • Extension of Medical Contract. It was agreed that the stats as provided to the Board will be given as part of the board papers.
9	Finance
	<p>The Finance Report was taken as read. BC brought the Board through her report. BC confirmed that MMUH is still waiting on the 2023 outturn which is due end of March.</p> <p>The 2024 budget allocation is not sufficient. As a result, cash-flow is a significant challenge with accelerated cash requests now required on a monthly basis.</p> <p>RE gave an update on the work being done by VHF on the deficits.</p>
10.0	Corporate Governance and Compliance
	<p>-MMUH has not yet received the HSE's SLA; the Annual Compliance Statement or an update on the HSE's external governance audit to be carried out by [REDACTED]</p> <p>- It was noted that at the next Board meeting there would be a presentation by the Chair of the Group Audit Committee and that the Board will have to consider and if appropriate approve the Financial Statements both statutory and the B1 (Annual Return), the Annual Compliance Statement and potentially the Service Level Agreement (SLA), as well as set a date for the AGM.</p> <p>-Update on TII was given to the Board and it was noted that an annual update will be provided to key managers.</p> <p>Board approval required:</p> <p>MMUH is a member of VHF and the Board received a copy of VHF's request for approval to its name change. The Board of MMUH confirmed that it approved MMUH as a member approving this special resolution for a name change and it authorised David Begg to act as MMUH's authorised representative in this matter.</p>
11.0	AOB

As there was no other business, the meeting concluded.

NEXT MEETING

Tuesday, 21 May 2024 @ 4pm

SIGNED (by Chair)

A handwritten signature in black ink, appearing to be 'J. O'Brien', written over a horizontal line.

Actions

- Medical Contract approved.
- Consultants positions approved.
- Director of Finance contract extended.
- HSE Agreement to be brought back to the Board.