



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

DATE	Tuesday, 23 January 2024	TIME	4pm	VENUE	In person – Pillar Room and via Zoom
Chair	Mr. David Begg (Chair)				
Minute taker	Ms. Anna Broderick (Company Secretary)				
<b>Members / Attendees</b>					
<input checked="" type="checkbox"/> Mr. David Begg (Chair) DB					
<input checked="" type="checkbox"/> Mr. David O'Kelly (Vice-Chair) (Non-Executive Director) DOK joined at 16.17pm					
<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 Cecily Kelleher (Non-Executive Director) CK (via zoom) (left at 6.30pm)					
<input checked="" type="checkbox"/> Professor Mary McMenamin (Non-Executive Director) MMcM (via zoom)					
<input checked="" type="checkbox"/> Ms. Anna Broderick (Company Secretary) AB					
<b>In Attendance</b>					
<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"/> Ms. Jennifer Brown, Head of Pharmacy (left at 16.30pm)					
<input checked="" type="checkbox"/> Ms. Tara Loughheed, HR Director (arrived for agenda item 6)					
<b>Apologies</b>					
<input checked="" type="checkbox"/> Mr. Rod Ensor (Non-Executive Director) RE					
<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					

## MINUTES

TOPICS	Action By	Due Date
1.0	<b>Welcome/Apologies</b>	
	The Chair welcomed everyone to the meeting. Apologies from RE, BM, NOF and EOB were noted.	
	The Chair declared that there was a quorum present and that the meeting could proceed. 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	<b>Declarations of Interest</b>	
	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.	
	No declarations of interest were raised.	
3.0	<b>Presentation from Pharmacy</b>	
	Presentation from Ms Jennifer Brown on pharmacy operations with a focus on cancer services for MMUH patients. Ms Brown brought the Board through her presentation and answered Board questions.	
4.0	<b>Minutes of the meeting dated 5 December 2023 and matters arising</b>	

	<p>The minutes of the last meeting held on 5 December 2023 were unanimously approved for signing by the Chair.</p> <p>From matters arising, it was noted that</p> <ul style="list-style-type: none"> <li>- The final HIQA report was provided to the Board.</li> <li>- Governance of the Mental Health Unit – it was noted that an update is provided at agenda item 8.</li> <li>- CDO to give a presentation to the Board in 2024 including the director of estates.</li> <li>- New research account and associated report is attached at agenda item 9.</li> <li>- Review of self-assessment evaluation form will be addressed at agenda item 10.</li> </ul>
<b>5.0</b>	<b>Regional Health Authority (RHA) update</b>
	<p>The Chair gave an overview of the current interim RCSI reporting structure and the proposal on the new RHA structure.</p> <p>AS brought the Board through his slide presentation. AS confirmed that he sits on the implementation group. AS noted the structure options.</p> <p>The Chair noted that there has been a level of discussion between the VHF and the dialogue forum. There was a meeting with the HSE in December but further information is required.</p> <p>A discussion ensued on communication to date.</p> <p>BC gave an update on the SLA HSE workshops. It was agreed that a number of factors will have to be included in the Service Level Arrangement (SLA).</p> <p>It was agreed that RHA will remain on the agenda.</p>
<b>6.0</b>	<b>Board report including updates from the Directorates</b>
	<p>The Board Report including the CEO's report was taken as read.</p> <p>A discussion ensued on KPIs for 2024.</p> <p>TL gave a presentation on recruitment, EORC function and status to date in light of the HSE embargo. It was noted that for medical staff there is now discussion for a 24/7 day rota.</p> <p>The updated garda vetting approach was approved by the Board on condition that a letter is sent from TL to the GNIB noting the hospital's position with the newly advised approach.</p> <p>SD gave an update on the subsidiaries with a focus on developments in St Paul's Child and Family Centre.</p> <p><b>Strategic Plan review</b></p> <p>A discussion ensued on the update to the Strategic Plan 2022 to 2025. It was noted that a number of objectives are completed or well advanced. The Board agreed it would be useful to see if there are any potential challenges with completion of the remaining objectives.</p> <p><b>HIQA report</b></p> <p>The board reviewed the HIQA report and the Chair and Board complimented the MMUH staff on the report. All agreed that more work is to be done for patients.</p>
<b>7</b>	<b>MMUH Committee Updates</b>
	<p>The Chair noted that updates from each Committee is set out below.</p>
<b>7.1</b>	<b>Finance &amp; General Purposes Committee</b>
	<p>The Chair gave an update on the financial position of MMUH for 2023, the proposed allocation for 2024 and the steps taken by the Finance Team in MMUH to address funding needs with the IEHG/RCSI and the HSE.</p>
<b>7.2</b>	<b>MMUH Audit Committee</b>
	<p>DOK said that the committee met in December and the audit plan for 2023 will not be completed. Internal audit understand that this is not acceptable. An additional meeting has been scheduled to finalise the remaining reports subject to the work pressures on the EMT.</p>

	<p>The audit plan for 2024 has been approved subject to minor conditions. There is a co-sourcing arrangement with [REDACTED] which will assist to achieve this plan. The appropriate audit universe has to be covered.</p> <p>DOK brought the board through the recent audit report findings.</p> <p>The main area of focus for the external auditors is going concern which is the single biggest issue. There was an overtime issue raised and management have taken on board [REDACTED] recommendations.</p>
8.0	<b>Matters reserved for the Board</b>
	<p>Board approved the following consultant position:</p> <ul style="list-style-type: none"> <li>Post 1 Consultant Physician in Endocrinology and Diabetes Mellitus - MMUH 18.5 hours / CHO DNCC ICPCDM 18.5 hours - [REDACTED]</li> </ul> <p>The following Procurement Contracts were approved by the Board with standard MMUH Terms and Conditions applying:</p> <ul style="list-style-type: none"> <li>Contract for a spinal navigation solution</li> <li>Contract for Electrophysiology consumables</li> <li>Contract for water infrastructure maintenance</li> </ul> <p><b>Capital Works</b></p> <ul style="list-style-type: none"> <li>It was agreed that the Campus Development Office (CDO) paper was taken as read. It was agreed that a presentation will be given by the Director of Estate and CDO lead later in the year.</li> <li>For the proposed [REDACTED] on the campus, AS brought the Board through the design paper. Following a board discussion, the Board approved the proposed design development to proceed for planning permission for two levels subject to parent company approval.</li> <li>A discussion ensued on the governance structure of the proposed new unit for the [REDACTED]. The paper was accepted by the Board. AS explained the current structure. Under the new structure all employees would be employed by the HSE. However, patient pathways have to be agreed.</li> </ul>
9	<b>Finance</b>
	<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. The initial 2024 budget allocation has been received. MMUH has issued its severe concerns with the initial 2024 budget to RCSI Group.</p> <p>A discussion ensued on the research paper provided. It was agreed that the Board would receive a further update later in the year.</p>
10.0	<b>Corporate Governance and Compliance</b>
	<ul style="list-style-type: none"> <li>Review and consideration of the Self-Assessment Evaluation Form, comments and 2023 Board attendance was discussed by the Board. It was agreed that AS will provide presentation options from clinical leads to be considered by the Board in 2024. It was agreed that the Board will consider an away day for 2024. Agreed that the compliance manager will provide quarterly reports to the Board.</li> <li>It was noted that Directors' attendance rate in 2023 was acceptable and in line with MMUH's constitution.</li> <li>Annual work planner for 2024 was approved by the Board.</li> </ul> <p>AB gave an update on TII heads of terms letter concerning the Metrolink and next steps.</p>
10.0	<b>AOB</b>
	As there was no other business, the meeting concluded.
<b>NEXT MEETING</b>	Tuesday, 24 January 2024 @ 4pm
<b>SIGNED (by Chair)</b>	
<b>Actions</b>	<ul style="list-style-type: none"> <li>-AS to provide presentation options to the Board from clinical leads.</li> <li>-Update on the research paper from finance to be provided later in the year.</li> <li>-Further update on the governance structure for the AMHIU to be provided.</li> <li>-CDO presentation later in the year to be given to the Board.</li> <li>-Update on completion of strategic plan objectives to be provided to the Board.</li> </ul>