



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


DATE Tuesday, 24 October 2023	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> <ul style="list-style-type: none"><li><input checked="" type="checkbox"/> Mr. David Begg (Chair) DB</li><li><input checked="" type="checkbox"/> Mr. David O'Kelly (Vice-Chair) (Non-Executive Director) DOK</li><li><input checked="" type="checkbox"/> Ms. Brid Cosgrove (Director of Finance, Executive Director) BC</li><li><input checked="" type="checkbox"/> Ms. Anne Vaughan (Non-Executive Director) AV</li><li><input checked="" type="checkbox"/> Ms. Suzanne Dempsey (Director of Nursing and Deputy CEO) SD</li><li><input checked="" type="checkbox"/> Ms. Eilis O'Brien (Non-Executive Director) EOB (via zoom)</li><li><input checked="" type="checkbox"/> Mr. Rod Ensor (Non-Executive Director) RE (via zoom)</li><li><input checked="" type="checkbox"/> Professor Jim Egan (Executive Clinical Director, Executive Director ) JE</li><li><input checked="" type="checkbox"/> Mr. Pat O'Doherty (Non-Executive Director) (POD)</li><li><input checked="" type="checkbox"/> Professor Cecily Kelleher (Non-Executive Director) CK (via zoom)</li><li><input checked="" type="checkbox"/> Ms. Anna Broderick (Company Secretary) AB</li></ul>		
<b>In Attendance</b> <ul style="list-style-type: none"><li><input checked="" type="checkbox"/> Mr. Alan Sharp (Chief Executive Officer MMUH) AS</li><li><input checked="" type="checkbox"/> Ms. Mary Raftery (Interim Director of Nursing) MR</li></ul>		
<b>Apologies</b> <ul style="list-style-type: none"><li><input checked="" type="checkbox"/> Dr. Brian Marsh (Chair – Medical Executive, Executive Director) BM</li><li><input checked="" type="checkbox"/> Professor Mary McMenamin (Non-Executive Director) MMcM</li></ul>		

## MINUTES

TOPICS	Action By	Due Date
1.0		
<b>Welcome/Apologies</b>		
	The Chair welcomed everyone to the meeting. It was noted that Dr. Brian Marsh and Prof. Mary McMenamin had given their apologies to the Board.	
	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 Dr. Catherine McGorrian and Dr. Una Cunningham</b>		
	Dr. McGorrian, Acute Medicine, brought the Board through her presentation and the measures taken in ED to improve patient experience. She noted that following a HIQA inspection this year in ED, HIQA's report noted that the operational overview and controls by the clinical and operations teams are good.	
	Dr McGorrian brought the Board through the serious challenges and risks in ED. She then brought the Board through the initiatives taken to improve patient experiences and PET.	

	<p>Dr Cunningham gave the board an overview of the work done in Transformation since 2013 and the work it undertook with Strokelinek, Skinovate and the most recent with Care to Wait in ED. Stakeholders include Mater Foundation, Spark Innovation etc. The links with the academic universities is a huge benefit.</p> <p>For ED, Dr Cunningham explained that it is a difficult area as it requires the whole system working as one. The complexity of the patients and each discharge pathway have to all be working. Certain events impact the efficiency of ED from an increase of Covid to the winter surge.</p> <p>A discussion ensued on the winter surge. It was noted that MMUH's winter plan has been shared with the HSE. Management noted that recruitment is challenging and the issue of visas all has an impact on the patient experience.</p> <p>MR said that all avenues are being explored but nurses are leaving due to cost of living in Dublin. Over 100 nurses from overseas will be inducted in the next few weeks. The new nursing graduate nurses cannot be placed in ED until they have appropriate training. It is now challenging to get agency nurses in ED.</p> <p>AS noted that there have been no cancellations or escalations on foot of the work undertaken by the teams. MMUH is better positioned now to face the winter surge. 85% capacity is fundamental to the proper functioning of the hospital. The hospital is made up of two hospitals i.e. scheduled care is 25% and unscheduled care makes up 75% of our structures. When a surge happens the efficiencies of the whole hospital slow down so capacity is the key enabler for the hospital.</p> <p>The Board thanked both Dr. McGorrian and Dr. Cunningham for their excellent presentations.</p>
4.0	<p><b>Minutes of the meetings dated 19 September 2023 and matters arising</b></p>
	<p>The minutes of the last meetings held on 19 September 2023 were unanimously approved for signing by the Chair.</p> <p>From matters arising, the following was noted:</p> <ul style="list-style-type: none"> <li>• The cover letter was issued to the HSE re MMUH's SLA.</li> <li>• Permission granted for the Helipad planning permission application to proceed</li> <li>• CRA Annual Report filed</li> <li>• Draft MMUH's Annual Report presented to the Board</li> <li>• Paper on Matters reserved to the Board presented to the Board</li> </ul>
5.0	<p><b>Board report including updates from the Directorates</b></p>
	<p>The Board Reports including the CEO's report was taken as read.</p> <ul style="list-style-type: none"> <li>• The Rock Wing was commissioned this week with all wards handed over.</li> <li>• It is understood that the EHR is approved subject to written confirmation being received.</li> <li>• Letter received from HSE on historical deficit.</li> <li>• SD gave an update on security measures taken to protect staff especially in ED.</li> </ul> <p>The Board approved the Sustainability Strategy as it is an important initiative for the campus/hospital. PD said that it has to be operationalised and win hearts and minds to champion change. It was noted that the rose growing around a tree outside the Misericordiae wing was originally planted by the sisters and management would like to replicate this symbol across the campus. This was endorsed by the Board.</p> <p>It was noted that reported articles of underfunding by the Department of Health is a concern to the Board in relation to the capital initiatives undertaken by MMUH. AS stated that he believes Government funding will be forthcoming especially for national healthcare initiatives. The current HSE workshops on the SLA are of assistance and may mean progress next year on funding.</p> <p>For the Annual Report, the Board agreed and approved the executive finalising the annual report. Every section will have patient feedback and commentary. It was agreed that it will issue asap.</p>
6	<p><b>MMUH Committee Updates</b></p>
	<p>The Chair noted that updates from each Committee is set out below.</p>
6.1	<p><b>Finance &amp; General Purposes Committee</b></p>

	The Chair gave an update on the current financial position of MMUH and the steps taken by Finance to address funding needs with the IEHG and HSE.
<b>6.2</b>	<b>Nominations Committee</b>
	EOB noted that the priority of the hospital is to get a GP representative for MMUH. The candidate being put forward by the Committee is Dr Nuala O'Farrell. EOB brought the Board through the candidate's CV and noted that she has vast board experience as well as Mater Group experience as a local Northside GP. The Board agreed that the candidate should be proposed for approval.
<b>6.3</b>	<b>Mission Effectiveness Committee</b>
	RE gave an update of the committee meeting on 2 October 2023. He confirmed that the Mission Director presented a strategy mission paper which can be made available to the Board. There was a mission week with the theme being kindness. It is planned to hold an away day to discuss the area of mission in the hospital.
<b>6.4</b>	<b>Quality and Patient Safety Committee</b>
	AV confirmed that this Committee met on 3 October 2023. AV confirmed that the Committee reviewed current hand hygiene initiatives and the CHI report. The Committee is finalising its terms of reference which will be provided to the Board for ultimate approval.  AV confirmed that she will present to the Board in December.
<b>6.5</b>	<b>MMUH Audit Committee</b>
	DOK gave an overview of the role of Group Audit Committee. At the MMUH audit meeting, 10 audits are planned for 2023. There has been good progress but still work to do. The Health & Safety review was accepted by management and this report will be issued to the QPS Committee. The other audit was patient property which requires the draft policy to be finalised which management has committed to completing shortly.  There are two compliance items that will come back to the audit committee and to the board as follows: <ol style="list-style-type: none"> <li>1. An internal investigation into an overtime irregularity which is currently subject to an external investigation.</li> <li>2. The other area is a change in progress for research payments. In terms of financial systems and oversight, it became very difficult to track and easily identify research payments from third parties. For example, when clinicians do research and are paid by industry, the funds are not easily tracked. However following a review, there will be a new CSRO and a new payment process system to ensure governance on all such payments.</li> </ol>
<b>7.0</b>	<b>Matters reserved for the Board</b>
	The Board of MMUH unanimously approved each of the following consultant positions: <ul style="list-style-type: none"> <li>• Post 1 Consultant General Adult Psychiatry (si Liaison Psychiatry) replacement post - MMUH 23.5 hours / Rotunda 13.5 hours</li> <li>• Post 2 Consultant General Adult Psychiatry (si Liaison Psychiatry) new post - MMUH 37 hours</li> <li>• Post 3 Consultant Trauma and Orthopaedic Surgeons - MMUH</li> <li>• Post 4 Consultant Trauma and Orthopaedic Surgeons - MMUH</li> </ul>
<b>8</b>	<b>Finance</b>
	The Finance Report was taken as read. BC brought the Board through the projections for 2023.  There are two new pathways which HSE agreed can be charged under Covid expenditure specifically to address long waiters. That cost falls under Covid which was agreed. In addition, MMUH has the increased cost of the public only funded consultant contract which has to be paid by HSE.  BC reported on the performance meeting with IEHG this week.  BC gave an update on the current workshops with the HSE reviewing the SLA that MMUH has with HSE.  BC gave an update to the Board on the legal correspondence received re patient payments but the HSE has confirmed that it is addressing this matter and instructed MMUH not to respond.  The Board thanked BC for her report and her work on the SLA.

9.0	Corporate Governance and Compliance
	<p><b>Suantraí</b></p> <p>AB noted that the Board of Suantraí approved its financial statements on 19 September 2023. The Financial Statements and reports have now been presented to the MMUH board. As a single member company, Suantraí does not have to hold an AGM once MMUH pursuant to Section 175(3) of the Companies Act 2014 resolves the following. MMUH resolves that:</p> <ol style="list-style-type: none"> <li>1. It has received the Financial Statements and report from the Directors and the report of the statutory auditors;</li> <li>2. It is satisfied with the performance and management of the Company's affairs;</li> <li>3. It agreed with reappointing Deloitte as Statutory Auditors;</li> <li>4. It authorises the directors of Suantraí to fix the remuneration of the statutory auditors for the coming year.</li> </ol> <p><b>Portview Equipment DAC</b></p> <p>It was noted that the wording to approve a resolution of the Board of MMUH to make a capital contribution to Portview Equipment DAC so that the liquidation can proceed was taken as read.</p> <p>Accordingly, the Board of MMUH having regard to the decision to liquidate Portview Equipment DAC ('Portview') by way of a members' voluntary winding up, it was noted that the said liquidation would involve the return of any surplus to the shareholders. In advance of this, it was also noted that certain costs and expenses would require to be disbursed and finalised and the Board of MMUH unanimously resolved and approved a capital contribution [REDACTED] being made by MMUH to Portview.</p> <p>It was also noted that such capital contribution was considered as an equity injection of funds to Portview in the form of a non-refundable payment.</p> <ul style="list-style-type: none"> <li>• An update on the Four Masters Park was given to the Board.</li> <li>• It was noted that the Board self- assessments will be issued to the Board via survey monkey.</li> <li>• An update on VHF's response on the SLA was discussed by the Board.</li> </ul>
10.0	<p><b>AOB</b></p> <p>An update on Regional Health Authorities was given to the Board. AS confirmed that he has been appointed to the regional health authority implementation team. The Board agreed that another update will be given to it at the December board meeting.</p> <p>The Board thanked the Director of Estates for his contribution to the hospital throughout his time in MMUH and especially for all his work on sustainability.</p> <p>As there was no other business, the meeting concluded.</p>
<b>NEXT MEETING</b>	Tuesday, 5 December 2023 @4pm
<b>SIGNED (by Chair)</b>	
<b>Actions</b>	<ul style="list-style-type: none"> <li>• Confirm that the Board accepted all resolutions for Suantraí.</li> </ul>