



With all of us in mind

Minutes of Trust Board meeting held on 30 June 2009

Present:	Joyce Catterick Peter Aspinall Ian Black Anne Gregory Jan Wilson Steven Michael Alan Davis Hazel O'Hara John Scampion Noreen Young	Chair Non-Executive Director Non-Executive Director Non-Executive Director (from agenda item 10) Deputy Chair Chief Executive Director of Human Resources and Workforce Development Chief Operating Officer Interim Director of Finance Director of Nursing, Compliance and Innovation
In attendance:	Terry Dutchburn Ruth Unwin Bernie Cherriman-Sykes	Director of Business Development and Planning Director of Corporate Development and Constitutional Affairs Board Secretary (author)
Apologies:	Bernard Fee Nisreen Booya	Non-Executive Director Medical Director

TB/09/53 Welcome, introduction and apologies (agenda item 1)

The Chair (JC) welcomed everyone to the first public meeting as a Foundation Trust Board. The apologies, as above, were noted. The Chair of the Clinical Governance and Clinical Safety Committee and Medical Director were attending a conference on mental health care for the elderly on behalf of the Trust.

TB/09/54 Declarations of interest (agenda item 2)

There were no declarations of interest made over and above those previously declared.

TB/09/55 Minutes of and Matters Arising from Trust Board meetings held on 31 March 2009, 20 April 2009, 28 April 2009 and 19 May 2009 (agenda item 3)

Subject to a minor amendment on Page 7 of the minutes from 31 March 2009 to read "will enable", it was **RESOLVED to APPROVE the minutes of the Trust Board meetings held on 31 March 2009, 20 April 2009, 28 April 2009 and 19 May 2009 as a true and accurate record of these meetings.**

There were two matters arising.

31 March 2009 TB/09/17d Sustainability Plan (Page 9) Terry Dutchburn (TD) undertook to bring a progress report to Trust Board in September 2009 as part of the development of the revised Integrated Business Plan. Sustainability will form an integral part of planning guidance for 2010/11.

28 April 2009 TB/09/30b Human Resources and Workforce Development (Page 3) Initial feedback from the Wellbeing survey and the staff survey action plan will be included in the quarterly HR and Workforce Development report in July 2009.

TB/09/56 Trust Board assurance from Committee meetings (agenda item 4)

4.1 Remuneration and Terms of Service Committee 25 March 2009

There were no issues raised from this meeting.

4.2 Audit Committee 7 April 2009

The main item on the Committee's agenda for this meeting was the action plan arising from KPMG report on procurement policies and procedures, which Trust Board had tasked the Committee with responsibility for monitoring. The Committee was able to assure Trust Board that action or planned action was in place against each recommendation. The Committee will monitor progress at its meeting in July.

4.3 Clinical Governance and Clinical Safety Committee 7 April 2009

The Committee received substantial reports on quality improvement and compliance and assurance on arrangements in place to address an area of risk in the system relating to the Trust's Infection Prevention and Control arrangements, the Trust's performance with regard to the Care Programme Approach and the quarterly incidents report.

4.4 Clinical Governance and Clinical Safety Committee 2 June 2009

With regard to the concern expressed by the Chair about the Public Health Trust-wide Action Group, the Chief Executive (SM) agreed to raise this with the Medical Director as part of his quarterly reviews with Executive Directors.

4.5 Audit Committee 3 June 2009

The Committee considered the Trust's annual accounts and charitable funds accounts for the year ending 31 March 2009. Assurance for Trust Board is provided through item 8 of this meeting. It was also noted that the Audit Committee undertook a review of the performance of internal and external audit and a confidential note has been made of this review.

It was RESOLVED to RECEIVE the minutes from Trust Board Committees.

TB/09/57 Audit Committee revised terms of reference (agenda item 5)

It was RESOLVED to APPROVE inclusion of the following points in the Audit Committee terms of reference:

- to carry out a market testing exercise for the appointment of an external auditor at least every five years;
- advise the Members' Council with regard to the removal or appointment of auditors.

TB/09/58 Chair's report from the Members' Council (agenda item 6)

JC reported that the first formal meeting of the Members' Council had been held on 20 May 2009. This was a well attended meeting both in terms of Council Members and Trust Board. The main agenda items covered the formalities of becoming a Foundation Trust, such as formally appointing the Chair and Non-Executive Directors. A substantial item, which resulted in a lengthy debate, was the Members' Council sub-group's recommendations relating to the remuneration of the Chair and Non-Executive Directors, which were approved. Council Members also reported on the work of sub-groups on Members' Council development, recruiting young people as a way of tackling stigma, and communications. Council Members also worked in

mixed groups to consider future workstreams and these will be discussed further at the next meeting.

The Chair will report to Trust Board following every Members' Council meeting.

It was RESOLVED to NOTE the report from the Chair on the first formal Members' Council meeting.

TB/09/59 Chief Executive's Report (item 7)

SM provided Trust Board with the strategic context for this meeting, highlighting:

- determining an optimum strategy for the Trust post-Authorisation and maximising the opportunities offered as a Foundation Trust;
- the leadership challenge associated with this;
- the importance of quality improvement;
- stakeholder engagement and associated communications, stressing the importance of partnership.

JC commented that she had chaired a Non-Executive Director training day for the Appointments Commission where there was a strong message reinforcing the role of unitary boards to ensure such a situation as Mid-Staffordshire does not happen again. Trust Board needs to be responsive and pro-active in leading the organisation and setting strategic direction.

Trust Board also congratulated Alan Davis (AGD) who was runner up in the HRM Awards HR Director of the Year.

It was RESOLVED to RECEIVE the Chief Executive's report.

TB/09/60 Annual accounts and annual report 2008/09 (item 8)

The accounts were considered and approved by the Audit Committee at its meeting on 3 June 2009. Ian Black (IB), as Chair of the Audit Committee, commended the amount and quality of work to complete the accounts in advance of very tough timescales by all involved. In response to a comment from Hazel O'Hara (HOH), it was agreed that Ruth Unwin (RU) would ensure that the process for sharing action from the annual audit was clear.

It was RESOLVED to:

- **NOTE that the Trust's external auditor, Grant Thornton, issued an unqualified opinion on the accounts and an unqualified conclusion on the Trust's arrangements for ensuring value for money in the use of its resources;**
- **NOTE that the Head of Internal Audit offered significant assurance on the system of internal control, designed to meet the organisation's objectives, and that controls are generally being applied consistently;**
- **NOTE that the Audit Committee resolved to adopt the Annual Accounts for the Trust and the Annual Accounts for Charitable Funds for the year ending 31 March 2009 and that these were formally signed;**

- **NOTE the narrative content of the annual report, which has been reviewed by external audit;**
- **NOTE the Trust's annual report (incorporating summary financial statements) will be published in August and distributed at least two weeks in advance of the Trust's scheduled Annual General Meeting.**

TB/09/61 Appointment of Director of Finance (agenda item 9)

SM reported the successful appointment to the Director of Finance post of Alex Farrell, who is currently Director of Finance at NHS Calderdale. He thanked everyone involved in the process. Ms. Farrell takes up post on 1 September 2009. He went on to assure Trust Board that processes are in place to ensure a smooth handover from the Interim Director of Finance.

Anne Gregory joined the meeting.

TB/09/62 Integrated Business Plan: a framework for strategic development (agenda item 10)

SM explained that the paper outlined a different approach to how the Trust designs and delivers services based on activity-based information and using Integrated Packages of Care to re-define services to reflect what service users and carers want, improve quality, reduce costs and increase efficiency, whilst maximising the freedoms and flexibilities offered as a Foundation Trust. He stressed the importance of Trust Board engagement and responsiveness over the coming months to develop a revised IBP for submission to Monitor in September and the need for all members of Trust Board to understand the application of the financial model recommended by Monitor linked to activity profiling and market analysis.

The Chair commented that Trust Board has a good understanding of the Foundation Trust model and what this means for the Trust and its aspirations. She asked how far this understanding spread across the organisation.

- Foundation Trust status represents a huge cultural change whilst maintaining a focus on delivering high quality services to local communities.
- The Middleground programme offered all staff in a supervisory or leadership role the opportunity to understand the impact of Foundation Trust status, the implications for the organisation and the expectations of staff. A similar process will be put in place for the development of the IBP.
- The strengthening of the marketing role will offer a different perspective for services.
- Development of the IBP and Foundation Trust processes has enabled integration of workforce, service and finance functions, including strengthening of the HR business partner role.
- Development of a revised service strategy will engage facilities in a different, more effective way.
- The changing costing model based on 21 clusters of InPAC and use of this to plan for the future demonstrates a shift in thinking about delivery of services throughout the organisation.

IB commented that, to benefit from Foundation Trust status, the Trust needs to build on work done in terms of the financial model to achieve authorisation, particularly the move away from 'salami slicing', how new developments affect the Trust's sustainability and resources, and recognising the differences between clinical, nursing and support service staff.

Anne Gregory (AG) reminded Trust Board that Foundation Trust is a stage on the Trust's developmental journey and is part of a process of change. As the Trust is a publicly-funded organisation for the benefit of the communities it serves, she also urged caution on the use of commercial language. Peter Aspinall (PA) stressed the importance of a common message for service users and carers, staff and the public.

It was RESOLVED to APPROVE the framework for strategy development as the means of supporting the update of the IBP.

TB/09/63 Developing Business Delivery Units (BDUs) (agenda item 11)

AGD explained that this item was presented as a discussion paper, taking the Monitor model for Service Line Management and tailoring it to suit Trust needs. It forms part of a journey and is not seen as a wholesale leadership and management re-structure. JC confirmed the view of Non-Executives that the development of the IBP will shape what the Trust delivers and that how the Trust achieves this should be considered when the IBP is finalised rather than taking structural decisions at this stage.

PA asked whether the proposal could be cost neutral as it involves devolving functions from the Executive Management Team to Care Group Directors. AGD responded that the proposal is cost neutral in terms of the overall envelope of resources and does not represent an increase in management costs. However, AGD commented that there may be a 'pump priming' issues in terms of operating two systems at one time during the transition.

It was stressed that there will be no further devolvement of functions at this stage and delegated powers will remain within the existing Standing Orders, Standing Financial Instructions and Scheme of Delegation. He went on to say that, if BDUs were taken forward, appropriate governance arrangements would be approved by Trust Board..

Trust Board stressed that clinical leadership is integral to the progress of the organisation and **RESOLVED to NOTE the update report and CONFIRM that any structural change will follow on from further development of the IBP.**

TB/09/64 Month 2 reports 2009/10 (agenda item 12)

TB/09/64a Section 1 – Integrated performance report: strategic overview (agenda item 12.1)

HOH asked Trust Board to note that the report included new Key Performance Indicators approved by Trust Board with an update on progress of the remaining indicators to report later in the year.

Key issues raised from the integrated performance report.

- PA asked why there had been an under-performance on CIPs after only two months. HOH responded that this was mainly due to the non-delivery of the CIP in Calderdale for Services for People with Learning Disabilities. A detailed options paper will be presented to EMT and brought back to Trust Board. The slippage in realisation of the Newhaven income CIP was also noted.
- IB commented on performance against the 18-week target and **it was RESOLVED to RECEIVE a further report in July 2009.**
- JC asked whether there was any correlation between achievement of PCT targets and SUIs. **It was RESOLVED to RECEIVE a more detailed report on both Crisis Resolution and Home-based Treatment Services and Assertive Outreach in July 2009** due to the complex issues faced by the Trust in both services.

TB/09/64b Section 2 – Finance report month 2 2009/10 (agenda item 12.2)

John Scampion (JS) alerted Trust Board to two areas of concern.

- Achievement of the CIP in PLD services in Calderdale where a 3% CIP of £50,000 is forecast with an expected outturn of £14,000.
- Realisation of the income CIP for Newhaven will start later than anticipated.

Alternative measures are in place to mitigate both during the year.

PA commented on the shortfall in CIPs for support Directorates to which JS responded that one-off savings are in place to meet the gap, for example, by holding vacancies.

The report also included information on the impact on Whole Time Equivalents of recurrent cost savings. AGD commented that service developments in 2008/09 did actually lead to an overall increase in the numbers of staff and, in response to a question, that these developments did bring income into the organisation.

IB suggested that Trust Board receives a more detailed, separate paper on CIPs and in-year cost savings to enable Trust Board to fully assess and understand the impact on service delivery and it was agreed that this should be presented to Trust Board as part of the annual planning process.

JC commented that she was disappointed that Newhaven is delayed. TD clarified that the delivery of the new unit will actually be in advance of previous plans on 7 December 2009 with a view to moving the service by the end of this calendar year. The reported shortfall relates to delivery of additional income at the financial year-end rather than the end of the calendar year. All efforts are being made to bring this forward and lessons have been learned from the Bretton Centre development, particularly in terms of staff recruitment.

TB/09/64c Section 3 – Exception reporting and action plans – Research and Development update (agenda item 12.3(i))

SM introduced this paper on behalf of Nisreen Booya.

It was RESOLVED to NOTE that, following an options appraisal, an informed and considered decision was taken for the provision of the Trust's research management and governance function in partnership with Leeds Partnerships NHS Foundation Trust.

TB/09/64d Section 3 – Exception reporting and action plans – Quality Framework and accounts (agenda item 12.3(ii))

NY welcomed Trust Board comments on the draft report and it was also suggested that the Members' Council be invited to comment on the content of future Quality Accounts reports.

It was RESOLVED to:

- **NOTE the developmental processes associated with the production of the Quality Framework, Quality Accounts 2009/10 and Quality Report 2008/09;**
- **APPROVE the broad content of the draft Quality Report 2008/09 bearing in mind the comments made by Trust Board on format, language and accessibility.**

TB/09/64e Section 3 – Exception reporting and action plans – Care Quality Commission declaration process (agenda item 12.3(iii))

For 2009/10, the Trust is required to make a declaration against core standards in November 2009 on performance from April to September 2009 as well in May 2010 for the full year. It was proposed that the same process should be adopted as for previous full year declarations.

JC asked NY to ensure that lessons from Mid-Staffordshire are taken into consideration when undertaking the assurance process.

It was RESOLVED to APPROVE the assurance process for the core standards declaration in 2009/10.

TB/09/65 Date and time of next meeting (agenda item 13)

The next public meeting of Trust Board will take place on Tuesday 29 September 2009 at Fieldhead in Wakefield.

TB/09/66 Resolution to Exclude the Public and Press

It was RESOLVED that representatives of the press and other members of the public be excluded from the remainder of this meeting having regard to the confidential nature of the business to be transacted, publicity on which would be prejudicial to the public interest. Section 1 (2) Public Bodies (Admission to Meetings) Act 1960

Signed **Date**