



**Minutes of the Trust Board Meeting
held in public on Wednesday 31 July 2013 in the Boardroom**

Present:

Dr Bryan Jackson, Chairman (Chair)
Mr Graham Bragg, Acting Chief Executive
Mrs Lindsey Webb, Deputy CEO & Director of Nursing, Governance & Strategy
Mr Paul Athey, Director of Finance
Mr Andrew Pearson, Medical Director
Mrs Amanda Markall, Director of Operations
Mr Robert Millinship, Non-Executive Director
Mrs Frances Kirkham, Non-Executive Director
Mr Tim Pile, Non-Executive Director
Mr Andrew Meehan, Non-Executive Director
Ms Elizabeth Mountford, Non-Executive Director

In attendance:

Ms Joy Street, Company Secretary
Mrs Anne Cholmondeley, Director of Workforce & Organisational Development
Mr Roger Tillman, Interim Deputy Medical Director
Mr Mel Grainger, Clinical Director for Spinal Surgery (agenda item 07/13/1446)
Mr Edward Davies, Clinical Director for Research & Development (agenda item 07/13/1447)

ACTION

07/13/1433 Apologies and welcomes

Apologies were received from Professor Tauny Southwood, Non-Executive Director and HH Frances Kirkham, Non-Executive Director.

07/13/1434 Introductions & Welcome

None

07/13/1435 Declarations of Interest

No other Declarations of Interest than those registered previously.

07/13/1436 Minutes of the Trust Board meeting held on 26th June 2013

The minutes were approved as a correct record subject to the following amendments:

07/13/1437 Action Points

The action notes were updated (see separate sheet).

07/13/1438 Chairman's & Chief Executive's Update

- The Chairman reported the retirement on ill health grounds of the trust's CEO Donal, O'Donoghue. It was noted that a low-key presentation had been made by a small group of staff at the end of June. All Board members wished him well in these difficult times.
- The Chairman formally reported the resignation of Lindsey Webb as Director of Nursing, Strategy and Governance and confirmed that the Board Nominations and remuneration committee would meet after the Board meeting to finalise interim and recruitment arrangements. This meeting would also finalise arrangements for CEO recruitment.

07/13/1439 Medical Director's Report

AP presented the Medical Director's Report.

The Board noted the update.

07/13/1440 Medical Staff Committee Update Report

GB presented the Medical Staff Committee (MSC) report following the MSC meeting held on the 26 July 2013.

Issues raised included:

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The Board noted the update from MSC.

07/13/1441 Nursing Staff Report

The Board noted the first report from nursing staff.

**07/13/1442 Strategy and Organisation Development
Francis Report**

07/13/1443 Board Committees

JS introduced the report which had draft terms of reference for Board Committees following a recent review. The biggest

difference was the change from Integrated Governance to Clinical Governance and this had been discussed in principle with the chairs of both audit and IGC and was felt to be the right solution.

Board Terms of Reference had also been included and these were based on recommended best practice from the Foundation trust Network.

Committees were asked to review their terms of reference and make amendments ready for formal adoption in September (on the proviso that such amendments maintained the integrity of purpose outlines in the illustrative diagram contained within the report.)

07/13/1444 Council of Governors' Constitution

JS gave a verbal update to confirm that the paper which had been circulated to board members for consideration was for comment by the end of August. It was planned to take forward ideas agreed by Board members by having discussions with the trust's legal advisors in order to pull together a comprehensive proposal for consideration by the Council of Governors in the autumn. This would ensure that the trust was able to change the constitution in the way it proposed rather than suggest something to governors which might then prove impossible to enact. FK supported this approach and confirmed that she was entirely comfortable with the changes being proposed.

07/13/1445 Board Assurance Framework

LW presented proposed high level risks for consideration by the Board.

Spinal Deformity Presentation

07/13/1446 MG attended the meeting and gave a presentation on issues facing the spinal deformity service.

07/13/1447 Proposal for Option Appraisal Commercial Tissue Requests

ED attended the meeting to present the option appraisal for consideration of the Trust supporting surplus unused tissue requests for use by commercial companies and for financial gain from the trust. The trust was given details on ethical assurance and precedent as part of the discussion.

Performance Management/Assurance Reports

07/13/1448 Corporate Performance Report & PMO

PT introduced the June 2013 Corporate Performance Report.

The Board noted the report.

07/13/1449 Quarter One Workforce Report

AC presented the Quarter One Workforce Report

07/13/1450 Patient Safety Workforce Report

LW introduced the Patient Safety Report and highlighted the following:

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The Board noted the Patient Safety Report

07/13/1451 Integrated Governance Committee Report – 26 July 2013

EM presented the report prepared by TS following the Integrated Governance Committee meeting held on the 26 July 2013.

The Board noted the update.

07/13/1452 Audit Committee Report – 16 July 2013

ADM provided an update following the Audit Committee meeting held on the 16 July 2013.

The Board noted the update.

07/13/1453 Trust Board Risks

BJ proposed that the Board's risk around capability be maintained at its current risk rating.

07/13/1454 Quarter One Governance Quarterly Declaration Report

GB introduced the declaration and asked the Board to support the declaration of compliance with targets.

The Board approved the Q1 Declaration.

**07/13/1455 Board Committees & ad-hoc Groups not covered elsewhere
Remuneration Committee – 10 June 2013**

BJ reported that the committee had focused on arrangements for the termination of the CEO, which had now taken place.

07/13/1456 Items for Executive Question Time/CEO Briefing

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07/13/1457 Any Other Business

07/13/1458 Date and Time of Next Trust Board Meeting

No meeting in August

Trust Board meeting Wednesday 25 September 2013 at 8.30 am in the Board Room, AGM to be held late afternoon/early evening (time tbc)

The Board resolved that representatives of the press and other members of the public be excluded from the remainder of the meeting having regard to the confidential nature of the business to be transacted, publicity on which would be prejudicial to the public interest.