

**DERBYSHIRE HEALTHCARE NHS FOUNDATION TRUST**

**MINUTES OF A MEETING OF THE BOARD OF DIRECTORS**

**Held in the Boardroom, Trust Headquarters, Bramble House, Kingsway, Derby, DE22 3LZ**

**On Wednesday, 29<sup>th</sup> February 2012**

**MEETING HELD IN PUBLIC**

Opened: 2.05 pm Closed: 2.50 pm

**PRESENT:**

Alan Baines	Chairman
Kathryn Blackshaw	Deputy Chief Executive/Executive Director of Business Strategy
Graham Foster	Non-Executive Director
Paul Lumsdon	Executive Director of Nursing and Quality
Ifti Majid	Executive Director of Operations, Performance and IM&T
Mick Martin	Deputy Chairman/Senior Independent Director
Mike Shewan	Chief Executive
Tony Smith	Non-Executive Director
John Sykes	Executive Medical Director
Lesley Thompson	Non-Executive Director
Tim Woods	Executive Director of Finance

Graham Gillham Director of Corporate and Legal Affairs

**IN ATTENDANCE**

Alison Baker (minute taker)	Personal Assistant/Office Manager
Timothy Proctor (member of the public)	

**APOLOGIES:**

Maura Teager	Non-Executive Director
Helen Marks (formerly Issitt)	Director of Workforce & Organisational Development

<b>DHCFT 2012/15</b>	<b><u>OPENING REMARKS</u></b>  The Chairman welcomed those present to the meeting. There were no interests to be declared.
<b>DHCFT 2012/16</b>	<b><u>MINUTES OF THE MEETING OF DERBYSHIRE HEALTHCARE NHS FOUNDATION TRUST, HELD ON 25<sup>TH</sup> JANUARY 2012</u></b>  The minutes from the meeting of Derbyshire Healthcare NHS Foundation Trust, held on 25 <sup>th</sup> January 2012, were approved.
<b>DHCFT 2012/17</b>	<b><u>MATTERS ARISING – ACTIONS MATRIX</u></b>  The Board of Directors noted that all actions were either items for future meetings or completed actions.  <u>Review of Register of Directors' Interests/Disclosures in Annual Report and Accounts 2011/12</u>  Graham Gillham referred to the annual requirement from each Board member to make certain disclosures for the purposes of the annual accounts and annual report. Each Board member had signed a declaration in relation to: any interests, relevant and material, to their directorship of the Foundation Trust; compliance with the NHS Codes of Conduct and Accountability; the 'Nolan Seven Principles of Public Life'; and to confirm that there was no relevant audit information of which the Trust's

auditors were unaware. Amendments to the Register of Directors' Interests/ Disclosures as at end March 2012 are shown below:

<b>NAME</b>	<b>INTEREST DISCLOSED (if any)</b>
Alan Baines	Director - Sir Alex Ferguson Testimonial Year Ltd Non Executive Director - Critical Pharmaceuticals Ltd Chairman of CIPFA Business Limited Non Executive Director - British Veterinary Association Trustee of Changing Faces Charity Chairman of Audit Committee, Changing Faces Charity
Paul Lumsdon	Member - Mental Health and Learning Disability Nurse Directors and Leads Forum and Steering Group Visiting Fellow of University of Derby
Mick Martin	Director of Sophist Limited (private company) Director of SCSCC Ltd (private company) Data Advance Ltd
Anthony Smith	Panel Member for the Judicial Appointments Commission (from 26 <sup>th</sup> March 2012 to 31 <sup>st</sup> March 2015)
Maura Teager	Director - Limited Company "Maura Teager Consultancy Services Ltd". Derbys, Rutland and Leicestershire Air Ambulance (DRLAA) - volunteer capacity only. Non-Executive Director on the board of RIPPLEZ, Social Enterprise for the Family Nurse Partnership
Lesley Thompson	Director – Beyond Coaching and Consulting Ltd Director – Beyond Coaching and Consulting Ltd Director – Beyond Coaching and Consulting Ltd Associate Consultant – Penna PLC Associate Consultant – RSM Tenon Consulting
Tim Woods	Non-Executive Board member of NHS Elect.

**DHCFT  
2012/18**

**CHIEF EXECUTIVE'S OVERVIEW AND UPDATE – MIKE SHEWAN**

Mike Shewan referred to an article that had been written by the Health Service Journal and Derby Evening Telegraph, following the publication of the Integrated Quality Governance Report the previous month. An extract from the report had been included in the article, in relation to the staffing position for health visitors and junior doctors. The extract used was not in context with the remainder of the report and therefore gave a misleading representation. Paul Lumsdon provided the Board of Directors with an update in relation to the national shortage of health visitors and junior doctors. Funding had now been secured by Kathryn Blackshaw and Ifti Majid, during contracting discussions, which reduced the risk from 'red' to 'moderate'. Board members acknowledged the need for further consideration to be given to the way in which reports were written to avoid misinterpretations.

	<p>Mike referred to the recruitment drive underway for substantive consultant psychiatrists, in order to move away from the use of locum consultants. Earlier in the week, a high calibre of consultants had been interviewed and more interviews were scheduled for 8<sup>th</sup> March 2012.</p> <p>The Trust's regulator, Monitor, had circulated a letter to all Foundation Trust Chairs and Chief Executives, requesting participation in an audit exercise. This was to audit senior public appointments in order to determine the extent of remuneration arrangements where the tax position either is, or may perceived to be, minimised; for example, by payments being made to a personal service company. The Trust would fully participate in the audit review but it was not anticipated that any such cases would be identified.</p> <p>Lastly, the Board of Directors were invited to attend the National Children and Young People's Improving Access to Psychological Therapies (IAPT) Project Launch, on Friday, 2<sup>nd</sup> March at Pride Park, Derby. Further details would be circulated.</p>
<p><b>DHCFT 2012/19</b></p>	<p><b><u>QUALITY OVERVIEW AND UPDATE – MAURA TEAGER</u></b></p> <p>In the absence of Maura Teager, this item was deferred to the March meeting.</p>
<p><b>DHCFT 2012/20</b></p>	<p><b><u>FOUNDATION TRUST CONSULTATION: PROPOSED AMENDMENT – GOVERNORS' EXPENSES – GRAHAM GILLHAM</u></b></p> <p>Graham Gillham explained that, in line with the constitution, the Trust was required to reimburse travelling expenses to Governors at the prevalent NHS public transport rate. The current rate of 24 pence per mile was considered inadequate to cover the reasonable motoring expenses of Governors and was not in keeping with other Foundation Trusts. It was therefore recommended that the rate be increased to the prevalent Inland Revenue rate of 45 pence per mile. Subject to the support of the Board of Directors, the Council of Governors would be asked to formally approve an amendment to the constitution at its meeting on 6<sup>th</sup> March 2012, prior to seeking formal approval from Monitor.</p> <p><b>RESOLVED:</b></p> <ul style="list-style-type: none"> <li>➤ <b>To support the proposed amendment to the Trust Constitution in respect of the payment of Governors expenses.</b></li> </ul>
<p><b>DHCFT 2012/21</b></p>	<p><b><u>BOARD OF TRUSTEES</u></b></p> <p><b><u>DERBYSHIRE HEALTHCARE NHS FOUNDATION TRUST CHARITABLE FUNDS, FORMERLY DERBYSHIRE MENTAL HEALTH SERVICES NHS TRUST GENERAL CHARITY (REGISTRATION 1054903) AUDIT OF ADOPTION OF ACCOUNTS 2010/11 – TIM WOODS</u></b></p> <p>Tim Woods advised that the audit of the Charitable Funds Accounts for 2010/11 had not yet taken place, due to complications arising from the transfer of Trusteeship of the charitable funds to Derbyshire Community Health Services NHS Trust on 1<sup>st</sup> August 2011, together with the transfers between respective community health bodies. Clarity on how to account for the separate fund transfers had now been obtained from the Charity Commission, and this in turn had been reported to the Audit Committee, with the auditor present, on 13<sup>th</sup> February 2012. In their capacity as Corporate Trustees of the general charity, the Board of Directors were asked to consider and approve the actions required to complete the audit and subsequent adoption of the general charity accounts up to 31<sup>st</sup> March 2011.</p> <p><b>RESOLVED:</b></p> <ul style="list-style-type: none"> <li>➤ <b>To obtain dispensation from the Charity Commission in relation to the appointment of auditor (which is required before the audit can</b></li> </ul>

	<p>commence).</p> <ul style="list-style-type: none"> <li>➤ To confirm to the Charity Commission that the Trustees have elected for an independent examination rather than a full audit (due to the gross income threshold of £500,000 not being exceeded).</li> <li>➤ To advise the Charity Commission that the audit of accounts has been delayed for technical reasons.</li> <li>➤ To advise the Charity Commission of the revised date of submission following liaison with the auditor.</li> </ul>
DHCFT 2012/22	<p><b><u>INTEGRATED PERFORMANCE&amp; ACTIVITY REPORT, INCLUDING FINANCIAL DAHSBOARD – IFTI MAJID/TIM WOODS</u></b></p> <p>Ifti Majid highlighted the key themes from the integrated performance and activity summary and reported the Trust was compliant with all Monitors key performance indicators, maintaining the organisation’s status as a high performing Trust. An explanation was provided in relation to Return to Work Interview completion and Induction Attendance forms, both of which were now “green”. A slight increase in sickness absence was noted, but this was largely staff on long-term sickness absence, rather than a short term trend. When compared to previous years, the Trust’s sickness absence rates had decreased and the increase shown during the current month had been managed locally by teams with no related increase in bank staff usage.</p> <p>The continued drive towards the achievement of 100% of patients being clustered was progressing well. The recent appointment of the Head of Operational PbR had made a positive impact with current performance at 95%.</p> <p>In response to Mick Martin and Lesley Thompson, Ifti Majid was pleased to report that the Trust was significantly outperforming its regulatory requirements. Kathryn Blackshaw confirmed that a press release would be made regarding the organisation’s achievement figures.</p> <p>Turning to financial performance, Tim Woods was pleased to report that the Trust was forecasting it would exceed its planned surplus. This would result in a Financial Risk Rating of 3.6, which would normally be rounded to 4. Clarification on this point would be sought from Monitor. The year-end accounts were being prepared and it was anticipated, would be ready in draft form by 23<sup>rd</sup> April 2012.</p> <p><b>RESOLVED:</b></p> <ul style="list-style-type: none"> <li>➤ To note the performance to date.</li> </ul>
	<p><i>The Chairman requested, in accordance with the Trust’s Standing Orders, that representatives of the press and members of the public be excluded from the remainder of the meeting having regard to the confidential nature of the business to be transacted, the publicity on which would be prejudicial to the public interest. A five minute adjournment was therefore called.</i></p>

**Date and time of next meeting**

**Date of next scheduled meeting**

**Wednesday, 28<sup>th</sup> March 2012 at 2.00 pm**

**Boardroom, Trust Headquarters, Bramble House, Kingsway Site, Kingsway, Derby, DE22 3LZ**