

DERBYSHIRE MENTAL HEALTH SERVICES NHS TRUST

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS

**Held in The Robert Robinson Room, Derbyshire County PCT Headquarters, Scarsdale,
Nightingale Close, Off Newbold Road, Chesterfield, Derbyshire, S41 7PF**

On Wednesday 4th March 2009

MEETING HELD IN PUBLIC

Opened: 2.10 pm

Adjourned: 2.50 pm

<u>PRESENT:</u>	Alan Baines	Chairman
	Kathryn Blackshaw	Executive Director of Business Strategy
	Graham Foster	Non-Executive Director
	Paul Lumsdon	Executive Director of Nursing and Governance
	Ifti Majid	Executive Director of Service Delivery and IM&T
	Veronica Marsden	Non-Executive Director
	Michael Martin	Non-Executive Director
	Mike Shewan	Chief Executive
	John Sykes	Executive Medical Director
	Lesley Thompson	Non-Executive Director
	Tim Woods	Executive Director of Finance
	Graham Gillham	Director of Corporate and Legal Affairs
	Alison Baker	Executive Business Assistant (Minute Taker)

IN ATTENDANCE: Dave Waldram

APOLOGIES: Alan Barclay Non-Executive Director

INTRODUCTORY COMMENTS

The Chairman opened the meeting and welcomed those present to the first of several meetings that would be held throughout the County in 2009.

Alison Baker was thanked for the excellent job she did in accurately recording the minutes of the Board's discussions. In order to assist the process further, the Chairman asked for agreement from Board members for future meetings to be sound recorded. Board members agreed to sign a declaration for all future meetings to be recorded. Ifti Majid advised that the Resource Procurement Hub were already piloting sound recording in parts of the Trust, which could be explored.

An intensive one-day induction programme for the new Non-Executive Directors had been held on 16th February 2009 and the Chairman expressed his thanks to the members of the Executive Team for the material presented.

Graham Foster had attended his first Audit Committee meeting and would take on the role of Chair for future meetings. Veronica Marsden and Lesley Thompson would continue to remain as full members of the Committee and Mick Martin and Alan Barclay were invited to attend as observers where possible.

In between Board meetings, the Board members were continuing with their intensive

development sessions around strategic issues.

The Chairman confirmed that he continued to visit facilities at a number of sites around the Trust. Meetings had also taken place with the Chairs of both the City and County Overview and Scrutiny Committees and meetings had been scheduled with local Members of Parliament and leaders from the City and County Councils.

Meetings had commenced for prospective new Associate Hospital Managers in line with the review of the Mental Health Act Committee. The Chairman had also met with the external audit team. Over the next four weeks Non-Executive Directors and Executive Directors would be paired to aid induction and cross-learning. It was also noted to pair Non-Executive Directors with their counter-parts on both the City and County PCTs.

Tim Woods was welcomed to the Board as Director of Finance and Tika Khan was thanked for his valuable contribution as Acting Director of Finance.

**DMHT
09/23**

**MINUTES OF MEETING OF THE TRUST BOARD HELD IN PUBLIC ON
WEDNESDAY 4th FEBRUARY 2009**

The minutes of the meeting held on 4th February 2009 were accepted and approved with one minor amendment:

DMHT 09/16 Measuring for Quality Improvement

Final paragraph to read "Graham Foster asked where the quality **agenda** fitted into the Board structure".....

**DMHT
09/24**

**MATTERS ARISING FROM MINUTES OF THE MEETING OF THE TRUST BOARD
HELD IN PUBLIC ON 4th FEBRUARY 2009 AND ACTIONS MATRIX**

DMHT 08/90 Strategic Scan

Mike Shewan confirmed that the facilitation proposal received from East Midlands Procurement Hub was being revised and a diagnostic workshop would be set up.

DMHT 08/103 Governance

Paul Lumsdon advised that the Governance Strategy would be brought to the April Trust Board and the Integrated Risk and Governance Report would be brought to the May Trust Board, together with the first review of the Governance Structure.

DMHT 09/13 Operating Framework for NHS in England 2009/10

The Chairman explained that the City and County PCTs had requested a Board to Board with the Trust which was to be organised. Kathryn Blackshaw confirmed that an agreement with Derbyshire County PCT had been reached on 27th February 2009 for the contract for 2009/11. The contract had not yet been signed as schedules were awaited but the principles had been agreed. Part of the agreement was for all inpatient services, except specialist inpatient facilities, to be delivered on a cost and volume basis. An occupancy level of 90% would be agreed and the risk to both parties had been capped at £400k. Tika Khan was in the process of finalising the unit cost work. The Trust had agreed to adopt the CQUIN framework a year in advance. In response to Veronica Marsden, Kathryn Blackshaw confirmed that all NHS contracts were agreed through Derbyshire County PCT. Non-NHS contracts did not have the same time constraints for sign-off but the Trust would be ahead of the national timeframe for the sign-off of contracts.

DMHT 09/14 Transforming Community Services

The Chairman confirmed that he had written to both the City and County PCTs to

suggest ways to open the channels for communication between the respective Non-Executive Directors.

DMHT 09/17 Integrated Performance Report

Paul Lumsdon reiterated his earlier comment in relation to DMHT 08/103 that the review had been completed and the first draft of the Integrated Performance Report would be brought to the May Board.

**DMHT
09/25**

INTEGRATED PERFORMANCE REPORT INCORPORATING FINANCIAL PERFORMANCE – JANUARY 2009 (MONTH 10)

Paul Lumsdon presented the new condensed version of the Executive Summary. The key achievements were outlined: performance within Early Interventions had improved and the target for January 2009 had been exceeded. The targets for Assertive Outreach, Crisis Home Treatments and Crisis Gatekeeping continued to be achieved and there had been a reduction in the delayed discharges in Older Peoples Services. The position with IPR completion as at 4th March 2009 was that 59% had been completed with a target of 90% to be achieved.

The Board welcomed the revised report following the discussions at the previous month's meeting. Mick Martin asked for narrative to explain the figures and Paul Lumsdon agreed to discuss this with him outside the meeting. Mike Shewan highlighted that section 2 of the report gave additional information and suggested that the Executive Summary should remain a brief overview with key points highlighted.

Tim Woods confirmed that the Trust was forecasting to achieve £1.0m surplus, as agreed with the Strategic Health Authority, and was forecasting to meet all its financial targets. The position with regard to CIP (Cost Improvement Programme) showed an achievement of £2.7m (82%) against a plan of £3.3m. There was an EBITDA (Earnings Before Interest, Tax, Depreciation and Amortisation) surplus of £5,141k and an I&E (Income and Expenditure) surplus of £1,803k at the end of January. These exceeded planned targets for the period but would reduce over the remaining months of the year.

Ifti Majid suggested that the achievement of CIPs should not continue to be a red risk for the Trust, due to the programme being on target and requested a narrative to explain the actual position.

RESOLVED:

- **To acknowledge the financial position and take account of the risks highlighted in the report.**
- **To agree to continue a further detailed discussion within the confidential session of the Trust Board.**

**DMHT
09/26**

CORPORATE GOVERNANCE FRAMEWORK: CODES OF CONDUCT – DECLARATION OF DIRECTORS' INTERESTS 2008/2009

Graham Gillham advised the Board of the requirement for the Chairman, Board members and Board-level Directors who had regularly attended the Board during 2008/2009 to declare any conflict of interest that could arise in the course of conducting NHS business. The Chairman and Board members should declare any business interests, position of authority in a charity or voluntary body in the field of health and social care, and any connection with a voluntary or other body contracting for NHS services. These should be formally recorded in the minutes of the Board, and entered into a register which is available to the public. Directorships and other significant interests held by NHS Board members would be declared on appointment,

kept up to date and set out in the annual report. The Register of Interests was subject to annual review, and would be published with the Annual Accounts 2008/09.

When reviewing their disclosures, each Board member had personally reaffirmed in writing their agreement to comply with the NHS Codes of Conduct and Accountability and the Seven Principles of Public Life (Nolan), and to state whether there was any relevant audit information of which the Trust's Auditors were unaware.

Mick Martin advised that he did not have any interests to disclose, and Graham Gillham agreed to include the disclosure in the Register:-

Name	Interest	Area of Interest
Baines, Alan (from 01/10/08)	European Capital Solutions Ltd, Dovedale Capital Growth Ltd, Sir Alex Ferguson Testimonial Year Ltd Non-Executive Director of Critical Pharmaceuticals Ltd, Piezotag Ltd, Treadcheck Ltd, Davenport Cabinetworks Ltd Trustee of Changing Faces Charity	(a) (a) (d)
Barclay, Alan (from 01/02/09)	Non-Executive Chairman of Vasanta Group Ltd Chairman of British Office Services & Supplies Minority Shareholder in Vasanta Group Ltd, including a subsidiary company Supplies Team Ltd, which regular submits tenders for NHS Business, usually at a national level. Chairman of Rutland House School for Parents	(a) (a) (b), (e) (d)
Blackshaw, Kathryn (from 01/01/09)	Nil	
Cecchini, Danielle (to 30/11/08)	Nil	
Fairs, Martin (to 31/01/09)	Spouse is an employee of Derbyshire County PCT	(e)
Forrest, Judith (to 30/09/08)	Secretary – Derbyshire Dales Careline Derbyshire Dales Careline (supported by grant from NHS body) Independent member of Council of University of Derby Husband is a Non Executive Director, Derbyshire County PCT	(d) (e) (e) (e)
Foster, Graham (from 01/02/09)	Nil	
Gillham, Graham	Nil	
Hall, Annie (to 30/09/08)	Director Pickup Holdings Ltd Director Salford Marina Ltd Director AP Metalising Ltd Husband, Deputy Chairman and Non Executive Director – Chesterfield Royal Foundation Trust	(a) (a) (a) (e)
Hambly, Marilyn (to 31/10/08)	Employee of Derby City Council	(e)
Khan, Tika (from 01/01/09 to 27/02/09)	Nil	
Lumsdon, Paul	Visiting fellow at Bournemouth University Member of steering group for MH and LD Nurse Directors and Leads Forum Visiting fellow for University of Derby	(d) (d) (d)
Majid, Ifti	Nil	
Marsden, Veronica	Self Employed Hypnotherapist, and Personal and Executive Coaching Practice	(b)
Martin, Michael (from 01/02/09)	Nil	
Pitt, David (to 30/09/08)	Nil	
Shewan, Mike	Nil	
Sykes, John	Nil	
Thompson, Lesley	Director Beyond Coaching & Consulting Ltd Non Executive Director, 'Skill Force' Trustee ICAN until Sept 2008 Right Management – Associate Consultant RSM Bentley Jennison Consultancy – Associate Consultant	(a), (b), (c) (d) (d) (e) (e)
Woods, Tim (from 02/03/09)	Nil	

RESOLVED:

- **To note and approve the declarations of interests as disclosed above.**
- **To note that all Board members had signed as to compliance with the NHS Codes of Conduct and Accountability and Nolan Principles.**
- **To note that no relevant audit matters had been declared.**

**DMHT
09/27**

STANDING ORDERS, INCLUDING STANDING FINANCIAL INSTRUCTIONS AND SCHEME OF DELEGATION

Graham Gillham confirmed that the annual review of Standing Orders, Standing Financial Instructions and Scheme of Delegation had been completed. The revised version was based on the NHS Corporate Governance Framework Model for NHS Trusts. A full draft set of documents was available separately for formal approval by the Board, having been reviewed by the Audit Committee, and personally by Martin Fairs, prior to his departure.

Key points to note included the tighter controls in place for waiving the Trust's Standing Orders, which were now entered on a register upon approval; tendering procedures had been reviewed and the provision of pre-tender estimates had improved; previous temporary restrictions on the authorisation of non-stock purchase requisitions had been eased; the Scheme of Delegation mirrored the model scheme guidelines; provision was retained for the appointment of Risk and Governance Committees or Sub-Committees, left open for Board to determine, if required; and the Budgetary Control policy had been revised in support of the Standing Financial Instructions.

Graham Gillham stressed the need for the Board to understand the key points included in the document and agreed to circulate a full copy to all members.

RESOLVED:

- **To formally approve the revised Standing Orders, Standing Financial Instructions and Scheme of Delegation.**
- **To receive a full copy of the document individually.**

**DMHT
09/28**

ANNUAL HEALTH CHECK PROCESS

Paul Lumsdon explained the annual performance assessment process which would commence in early March 2009 when the declaration form for Trust Boards to use to submit their statement on the extent to which they were meeting the Standards for Better Health (DoH July 2004) would be made available by the Healthcare Commission. Paul Lumsdon was confident that the Trust performance would be "green" in all areas and requested devolved power to be given to the Chief Executive to sign off the final declaration.

RESOLVED:

- **To agree to delegate devolved power to the Chief Executive to sign off the final declaration.**
- **To receive a copy of the draft declaration form to the Trust Board on 1st April 2009.**

**DMHT
09/29**

RATIFIED MINUTES FROM GOVERNANCE COMMITTEE HELD ON 8TH JANUARY 2009, TOGETHER WITH ACTIONS MATRIX

The minutes from the Governance Committee, held on 8th January 2009, together with
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the actions matrix, were provided for information.

**DMHT
09/30**

**RATIFIED MINUTES FROM RISK MANAGEMENT COMMITTEE HELD ON 13TH
JANUARY 2009, TOGETHER WITH ACTIONS MATRIX**

The minutes from the Risk Management Committee, held on 13th January 2009, together with the actions matrix, were provided for information.

Lesley Thompson drew the Board's attention to the detailed review of the top red risks in the Trust that was underway within the Risk Management Committee.

Date and time of the next meeting

Wednesday, 1st April 2009 commencing at 2:00pm in the Boardroom, Trust Headquarters, Kingsway Hospital, Bramble House, Kingsway, Derby, DE22 3LZ