

**Minutes of the Blended General Board Meeting of  
Thursday 4<sup>th</sup> May 2023 5:00 pm**

**Present**

Prof. Tom Matthews, Chairman

Dr Maria Wilson-Browne

Mr Barry Holmes

Cllr Darcy Lonergan via zoom

Mr. Cedric Christie via zoom

Professor Fred Falkiner

Prof. Fergal Malone

Ms Niamh Gallagher

Dr. Jimmy Gardiner

Prof. Sam Coulter Smith

Ms. Jennifer Cullinane

Mr Denis Reardon

Dr David Abrahamson

Mr Ian Roberts

Mr Stuart Switzer via zoom

Ms Lucinda Woods

Dr James Gardiner

Ms Margaret Philbin via zoom

**Apologies**

The Lord Mayor of Dublin

Mr. David Browne

Mr. Richard Nesbitt

Mr. John Diviney

Prof. Mike Geary

**In Attendance**

Prof. Sean Daly, Master

Mr. Jim Hussey, Secretary/General Manager

Ms. Fiona Hanrahan, Director of Midwifery/Nursing

Mr. Peter Foran, Head of Finance and Procurement

Claire Murphy, Minute Taker

**Non-Attendance**

Rev. Michael Jackson

Rev. William Wright Morton

**1 Opening Items**

**1.1 Welcome**

The Chairman welcomed everyone to the blended meeting noting Governors in attendance via zoom.

**1.2 Apologies**

Apologies received were noted.

**1.3 Conflicts of Interest Declaration**

The Chairman asked if there were any conflicts of interest with any of the items listed on today's Agenda; there were no conflicts.

#### **1.4 Draft Minutes of the Board Meeting of 2<sup>nd</sup> February 2023**

Prof. Matthews asked if there were any amendments to the Draft Minutes previously circulated and uploaded to decision time for review. The Minutes were agreed as an accurate reflection of the meeting and will be signed by the Chairman.

#### **1.5 Matters Arising from the December Board**

Matters arising from the February Board were reviewed and actioned or listed on today's Agenda for further discussion.

#### **Bank Mandate Amendment**

Revised to incorporate signature of the incoming Clinical Director, Dr. Jennifer Donnelly.

#### **Vice Chair to the Board's Sub Committees Recommendation for Approval**

Quality Safety Risk Committee: Professor Fergal Malone

Governance Committee: Mr. Barry Holmes

Finance & Audit Committee: Ms. Jennifer Cullinane.

The Chairman/Board were in agreement with these nominations.

## **2. Quality Safety & Risk**

### **2.1 CEO's Report**

The Master took his report as read and updated on the following matters -

#### **Quality & Safety Performance Indicators**

#### **Serious Reportable Events (SREs)**

An update on each of the 3 cases including the 1<sup>st</sup> reported HIE case for 2023.

No care issues were identified.

Questions were taken

*The HIE case was queried.*

The Master updated on the case which was unpreventable with therapeutic hypothermia contraindicated.

#### **Patient Feedback Report**

Increase in positive comments YTD 2023 provide assurances to the Board on the standard of care given to patients.

#### **Medication Safety**

The go-live date for the National Pharmacy Software System is 21<sup>st</sup> August; with the Rotunda the first site to have robotic integration.

A new app for the management of neonatal monographs was reported.

#### **Quality Walk Rounds**

HIQA priority areas walk rounds by Department Leads were outlined. Medication Safety and Facilities actions identified are being progressed.

(see QSR Report for Board Quality Walk Rounds)

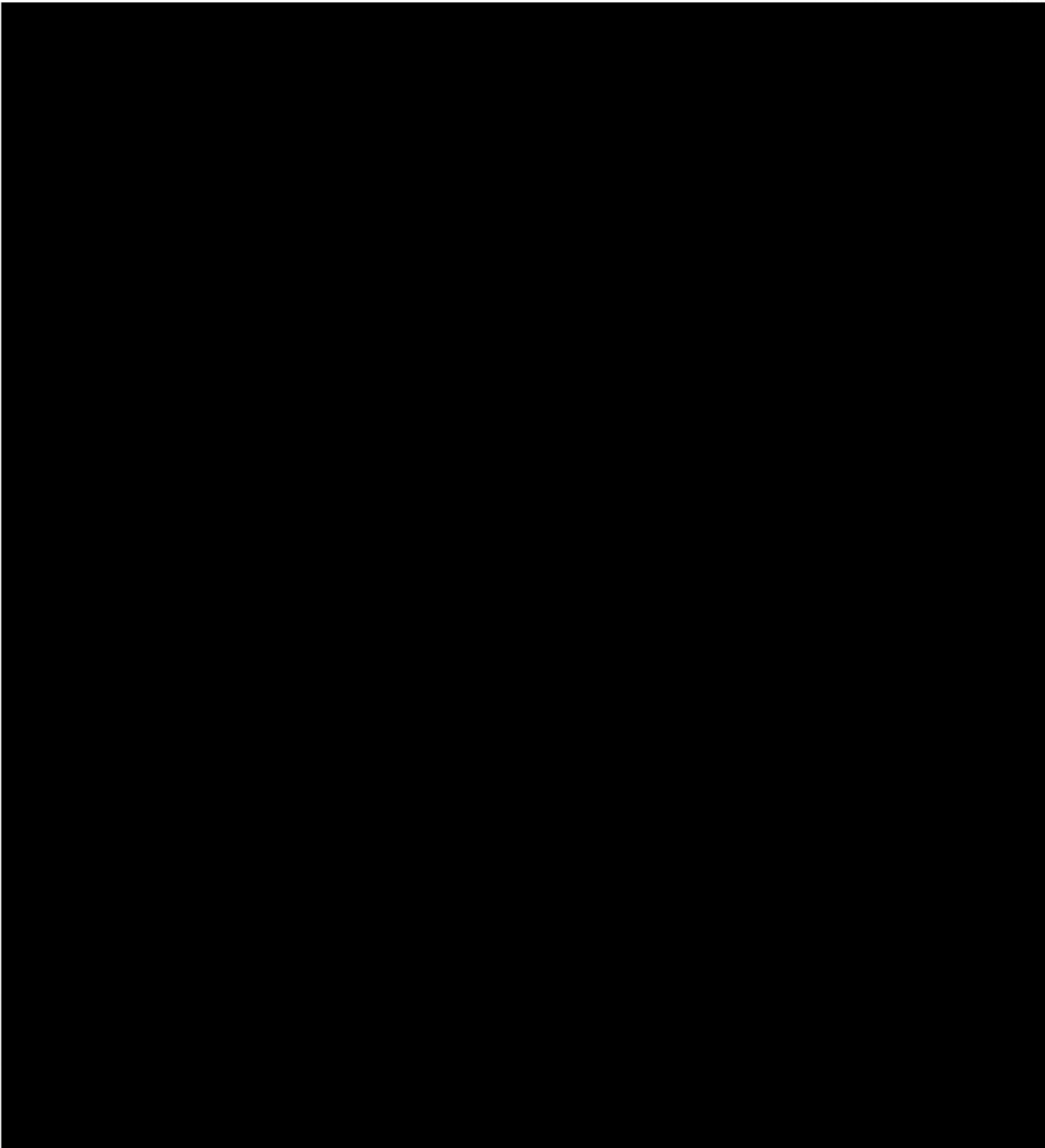
#### **Patient Referrals**

The increase of obstetric referrals in March to 772 was noted with 87 urgent and 685 routine cases.

The significant increase in gynecology referrals in March to 933 was also referred to. Waiting time > 12 months were down to 5 in April from 127 for the same period 2022; with no patients waiting 12 months or longer.

The Chair queried the gynecology referrals at March '23 which has almost doubled since February.

The Master reported on the Rotunda proposal to be a benign gynecology Hub and increase of patients from outside the catchment area. New consultant appointments will help address delays.



### **3. For Decision**

#### **Consultant Interview Panel / Recommendations**

##### **3.1 Consultant Histopathologist**

Interview Panel: 16.03.23, Chaired by Prof. Coulter Smith

The Master reported the successful Candidate was Dr. Danielle Costigan

Proposed: Dr. Wilson Browne

Seconded: Prof. Coulter Smith

The Board was in agreement with this decision.

##### **3.2 Consultant Obstetrician Gynaecologist s.i. Paediatric & Adolescent Gynaecology**

Interview Panel: 04.05.23, Chaired by Prof. Tom Matthews

The Master reported the successful Candidate was Dr. Emer O'Malley

Proposed: Dr. Wilson Browne

Seconded: Prof. Coulter Smith

The Board was in agreement with this decision

##### **3.3 Draft Audited Financial Statements 2022 for approval/sign-off (Mr. Reardon)**

Mr. Reardon reported on the Draft Audited Financial Statements 2022 and letters of representation uploaded to Decision Time for the Board to review.

- Draft Rotunda Hospital FS YE 2022- Issued to the HSE with Annual Compliance Statement
- Draft Rotunda Consolidated FS YE 2022 & Governors' Report - issued to the Charity Regulator
- Draft Rotunda Ancillary Fund FS 2022

The 3 sets of Financial Statements and Deloitte's final audit report were reviewed by the Finance and Audit Committee. A clean/unqualified audit for all accounts was given.

- The Rotunda Hospital accounts are prepared under DoHC Voluntary Hospital Standards and relate to HSE funded activities of the hospital.
- Consolidated Financial Statements incorporate the Hospital and Ancillary Funds.
- Ancillary Financial Statements relate to Ancillary Funds only.

Mr. Foran and the Finance Team were thanked for an excellent outcome particularly in view of tight timelines involved. Mr. Reardon on behalf of the Finance and Audit Committee recommended signing of the 3 sets of Financial Statements 2022 to the Board.

The Chairman asked if there were any questions or observations on the Financial Statements; there were none.

The 3 sets of Financial Statements 2022 were –

Proposed by: Prof. Coulter Smith

Seconded by: Prof. Falkiner

The Board was in agreement with this decision.

**Action:** Financial Statements 2022 and letters of representation will be signed by the Chair of the Finance and Audit Committee, Master and Chairman of the Board respectively.

### 3.4 ACS 2022 (Dr. Abrahamson)

#### Annual Compliance Statement

Dr. Abrahamson, reported on the ACS which ensures compliance with core governance standards and is a mandatory requirement for the Board. The ACS is signed-off by the Chairman of the Board. A change from last year is the addition of *'The Governance Code – A code of practice for good governance of community, voluntary and charitable organisations in Ireland'*, which is already in place in the Rotunda.

### 4 Strategic matter for discussion

#### 4.1 Strategic Plan 2022-2026

##### Progress Report January 2023-Completed Initiatives 2022

The Master provided an overview of completed initiatives for Strategic Plan 20017-2022 uploaded to Decision Time post February Board for review. The huge number of quality improvements across the 5 strategic pillars (including the strategic enabler) is a great representation of the continuous work across all disciplines and Departments of the Hospital.

Examples were given across the 5 strategic pillars on-

*Community/midwifery*

*Gynaecology services*

*Operating Theatres*

*Infection Prevention & Control*

*Ultrasound & Fetal Medicine*

*Pharmacy*

*Information Technology*

*Delivery Suits / Operating Theatres*

*Health & Safety*

*Catering*

Examples were given on the strategic enabler-developing infrastructure –

*Laboratory, Pharmacy, Patient Services, Catering and Technical Services.*

The Employee Health & Wellbeing Schedule for 2023 was noted.

Mr. Hussey said 351 initiatives/projects were identified for 2023; divided into strategic (148) and operational (203) outlining growth on 2022.

The Chairman thanked the Master and commended the excellent strategic initiatives.

### 5. For Consideration

#### 5.1 Quality Safety Risk Committee Report 24.04.23

Ms. Philbin reported on behalf of the QSR Committee outlining the main areas of focus and discussion –

- **Draft Minutes** 23<sup>rd</sup> January 2023-were agreed
- **QSR Vice-Chair** – Prof. Fergal Malone was the Committee’s nomination.
- **CEO’s Report** – reviewed in detail with all matters appraised -
- **Board Quality Walk Rounds**-the following Governors have agreed to participate in the QWR Prof. Matthews, Mr. Holmes, Dr. Wilson Browne, Cllr. Loneragan, Dr. Gardiner, Mr. Roberts, Mr. Christie and Mr. Browne. Ms. Philbin will also be in attendance.
- **QIP 2023 Report**-a presentation from Ms. Sheila Breen, Head of Quality & Patient Safety provided a detailed update on progression of strategic initiatives for 2023.
- **Risk Management**-Corporate Risk Register Summary Report, Risk mitigations and additional controls were all reviewed. A paper on High Risks (>25 score) and evaluation in the context of considerable improvements, mitigations was discussed.  
Mr. Hussey gave examples of progress on additional controls and mitigating measures currently in place. The paper will revert back to the ERG (executive risk group) for further evaluation and reduction of high risks scores where warranted.
- **Clinical Audit Reports** - a presentation from Dr. Sharon Cooley, Head Clinical Audit Department reported on completed Clinical Audits for the period 2020-2023, proposed re-audits and the Clinical Audit Schedule for Forum2023.
- **Ms. Annette Howlett RIP**-a member of Private Clinic staff for 15 years with the book of condolences signed on behalf of Ms. Philbin and the Chairman of the Board.
- **Dates for the diary** were noted.

Questions were taken.

There were no questions on the QSR Report.

The Chairman thanked Ms. Philbin for her report.

## 5.2 Governance Committee Report 25.04.23

Dr. Abrahamson reported on behalf of the Governance Committee as follows -

- **Draft Minutes of 24<sup>th</sup> January 2023**-agreed for signing.
- **Vice-Chair**-Mr. Barry Holmes was the Committee’s nomination.
- **Draft Code of Governance V10**-was reviewed with a recommendation to the Board for approval.  
**Action:** The Board approved V10 of the Code of Governance.
- **Staff Forum** (as outlined on Page 8 of the Code of Governance)  
Presented to staff at the March Town Hall with TOR in place. The Forum will be Chaired by the Head of Human Resources and will create a space for better engagement with staff. The Forum will develop staff engagement strategies in line with strategic principle 4.  
Two Board nominees were requested to participate in the Staff Forum.  
Dr. Wilson Browne and Mr. Holmes agreed to join the Forum with the Board in agreement and both will be issued the TOR.  
**Action:** The HR Manager to be advised.
- **Crowe Advisory Presentation on the Draft IA Plan 2023-2025**  
Highlighted principle risks, audit universe with 5 reviews to be undertaken annually; 2 financial and 3 non-financial with consideration of a Clinical Risk area for inclusion in IA plan.  
Areas for audit in 2023, 2024 and 2025 were outlined.  
Financial audits will report to the F+A Committee.  
Non-Financial audits will report to the Governance Committee.  
If a clinical IA is undertaken it will report to QSR Committee.
- **SLA 2023**- has not been received.

### Discussion Paper on New Public Only Consultant Contract

An update was provided by the Master including major issues, challenges, adverse outcomes, unintended consequences, financial losses and impact to the Ancillary Fund for the Rotunda as a voluntary hospital. There is no option for private obstetric care outside the publicly funded maternity hospitals.

The new public contract is to be offered to all consultants from March 8<sup>th</sup> 2023 and is now the only contract available to Consultants. Ultimately a decision will be required by the Board as the employer on the provision of private and semi-private care.

- **Mastership Criteria**  
As outlined in the CEO's Report under 2.1.3
- **HR Issue**-outlined with mediation in progress.

Questions were taken.

There were no questions on the Governance Report.

The Chairman thanked Dr. Abrahamson for his report.

### **5.3 Finance and Audit Report (27.04.23)**

Mr. Reardon reported on the April meeting outlining the following -

- **Draft Minutes January 2023**-agreed for signed-off.
- **Revised Bank Mandate**-updated to include Dr. Jennifer Donnelly, new Clinical Director.  
**Vice Chair Nominee**-Ms. Jennifer Cullinane was the Committee's nomination.
- **Deloitte Final Audit Report 2022/** Draft Hospital FS, Draft CFS FS & Governors Report & Draft Ancillary Fund FS were reviewed and agreed for recommendation to the Board.
- **Hospital Final Outturn 2022**-breakeven position achieved with no accumulated deficits.



- **Master's Paper on New Public Only Consultants Contract**

The Public only Consultant's Contract was discussed. Private care will be removed from public hospitals. Major issues, risks, unintended consequences and losses to the hospital funds were discussed. The Committee recommended this matter be brought to the Board for discussion.

- **Draft IA Plan 2023-2025 Financial Risks**-presentation from Crowe Advisory.  
2 Financial reviews will be undertaken yearly commencing in 2023 with IA of Internal Financial Controls/Review of Overtime and Procurement & Contract Management

Questions were taken.

There were no questions on the Governance Report.

The Chairman thanked Mr. Reardon for his report.

## **6. For Information**

### **6.1 VHF: Membership / VHF Update**

Dr. Wilson Browne reported she had not attended the latest meeting.

Mr. Hussey advised that Governors other than the Chairman can become a nominee to a VHF Sub Committee.

### **Draft VHF CEO Forum Meeting 21.04.23**

Mr. Hussey provided a high level update on the issues raised -establishment of Regional Health Areas, HSE Pension processing, Cyber Security, SLA and IFMS etc.

Minutes from the February and March meetings have been uploaded to Decision Time for information.

### **Letter to Mr. Liam Dowdall, Chair VHF re Voluntary Hospitals' Outturn 2022**

Uploaded for information concerns the appropriate funding of voluntary hospital deficits.

### **6.2 Induction Session Brief Update 03.01.23**

The Chairman spoke on the very comprehensive induction session for new Governors, Sub Committee Externs and those wishing to attend and thanked all concerned for a very successful day.

### **6.3 Application notice by Transport Infrastructure Ireland (TII) re Metro Link Railway Order**

Mr. Hussey referred to the submission as advised previously and reported there was no decision from An Bord Pleanála to date.



### **6.5 Research Ethics Committee**

The Master sought 2 Governors to populate the Hospital's Research Ethics Committee.

**Action:** Time commitment/overview of Committee to be circulated to the Board.

## **7. Closing Items Any Other Business**

### **7.1 Paper on New Public Only Consultant Contract (Master)**

Due to time constraints the Chairman asked that this significant matter be added to the Board Away/Education Day for discussion.



**Action:** The Master to draft a paper for consideration at the Board's Away/Education Day on 19<sup>th</sup> May.

**7.2 Dr. Moira Woods RIP 27<sup>th</sup> March 2023**

The Irish Times Obituary was noted.

**7.3 Bartholomew Mosse – Harpurs Lane Roundabout**

Prof. Matthews referred to an excerpt from the Laois Nationalist which outlined Harpur's Lane Roundabout would be named after our esteemed Founder Bartholomew Mosse.

**7.4 Draft Agenda Board Away/Education Day**

The Chairman reminded Governors of the Annual Away Day for the Board scheduled for Friday 19<sup>th</sup> May in the Radisson Blu, Stillorgan commencing at 9.30am sharp.  
The updated Agenda will be circulated to the Board.

**7.5 Dates for the Diary**

**Rotunda Golf Classic** – Thursday 1<sup>st</sup> June Milltown Golf Club.

**Rotunda Foundation Charity Lunch** – Friday 20<sup>th</sup> October

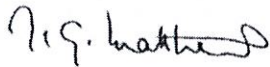
The Rotunda Autumn Charity Lunch, a fundraising event for Women's Mental Health will be held in The Round Room, Mansion House.

**7.6 Schedule of Board Meetings 2023**

Attached for information.

**7.5 Date of Next Meeting –**

The next General Board Meeting is scheduled for Thursday 6<sup>th</sup> July 2023 at 5.00pm.



4<sup>th</sup> May 2023

Signed \_\_\_\_\_

Date \_\_\_\_\_