

**Charter Board Meeting of Friday 8th November 2024
at 12 Midday the Boardroom, Rotunda Hospital**

Present

Prof Tom Matthews, Chairman
Dr Maria Wilson Browne
Prof Mike Geary
Professor Fred Falkiner via zoom
Mr Denis Reardon
Dr David Abrahamson
Mr Ian Roberts
Ms Lucinda Woods
Ms Kate Webb
Ms Dolores Sullivan
Mr Greg Power
Prof Fergal Malone
Dr. Jimmy Gardiner
Ms Margaret Philbin via zoom
Prof. Sam Coulter Smith
Mr. Barry Holmes via zoom
Mr Stuart Switzer
Ms Michelle McGarry

Apologies

Lord Mayor of Dublin, James Geoghegan,
Ms. Jennifer Cullinane
Mr. David Browne
Mr. Cedric Christie
Mr. John Diviney
Cllr. Janet Horner
Mr. Richard Nesbitt

In Attendance

Prof. Sean Daly, Master
Mr Jim Hussey, Secretary/General Manager
Ms Fiona Hanrahan, Director of Midwifery/Nursing
Prof. Jennifer Donnelly, Clinical Director
Mr Peter Foran, Head of Finance and Procurement
Ms Claire Murphy, Minute Taker via zoom

Non-Attendance

Rev. Michael Jackson
Rev. William Wright Morton

1 Opening Items

1.1 Welcome

The Chairman welcomed everyone to the Charter Board including Governors via zoom. Prof. Matthews acknowledged and thanked Governors for their attendance at the earlier Charter Events, Meet & Greet Staff, quality poster presentations, prize giving and town hall

update from the Executive Management. Apologies were noted.

1.2 Conflict of Interest Declaration

The Chairman asked if there were any conflicts of interest with any of the items listed on today's Agenda. Ms. Philbin noted Agenda item 5.5 referred to the Rotunda Foundation of which she is a Director. The Chairman said there was no conflict. No conflicts were reported.

1.3 Draft Minutes of the General Board Meeting of 5th September 2024

Prof. Matthews asked if there were any amendments to the Draft Minutes previously circulated. The September Minutes were agreed as an accurate reflection of the meeting and will be signed by the Chairman subject to the following amendment–
Page 6, Point 5.3.2

1.4 Matters arising from the September Board

Matters arising from the September meeting were reviewed and in order or listed on today's Agenda for further discussion.

SREs (serious reportable events)

An update on the 3 SREs which included 2 stillbirths and 1 therapeutic hypothermia was given.

Questions were taken on the Master's Report.

Dr. Wilson Browne queried compliance with mandatory training.

An update on the extensive requirements for mandatory training for all staff was provided including timeframes for compliance. Reporting of this requirement was also outlined and the challenges in achieving high compliance percentage. This is an ongoing body of work, which receives extensive focus from EMT and is reported externally through Performance meetings with Group and IHAs going forward.

Mr. Reardon queried the internal audit review of Human Resources and asked for an update.

Mr. Hussey reported that the Governance Committee reviewed the Final Report from the Internal Auditors with a presentation from the Head of HR on management responses and actions. This was subsequently reported to the Board through the Governance report.

Ms. Woods requested this report be issued to the Board.

2.2 KPIs September 2024 – Full & Summary Reports

The Master took the Full Report and Summary Report of key performance indicators as read and reported –

Deliveries were up 1.75%. Activity continues to remain considerably higher than the other Dublin Maternity Hospitals. The substantial differences in activity both obstetrics and gynaecology were outlined. An outline was also provided on funding variation, which is not reflective of activity.

The current projected shortfall in funding and method of budget allocation was discussed. The Master has formally written to the IHA Manager for Dublin North East & West reiterating the significance and impact of this underfunding on 2025.

Activity across the board has increased i.e. inpatients, day cases and outpatients, which is affecting staff. High activity on systems can have an effect on patient safety and care and is not sustainable. The Executive find this unacceptable and are considering ways to contain activity. The Chairman spoke on the demand led service noting funding does not follow the patient/activity. Mr. Foran reported a projected shortfall of €6m at year end. Access funding previously agreed has been rescinded.

Prof Malone said the Rotunda had 43% first time mothers and more social and higher acuity patients.

Action: The Master to provide further information to the December Board.

2.3 Gynaecology Waiting List Update

Only three patients are waiting longer than 12 months to be seen this is despite a 30% increase in referrals on same period last year. These women were given appointments but cancelled.

2.4 Quality Showcase Prize Giving Charter Poster Winners Update

In concluding his report, the Master referenced the excellent Quality Initiative Poster presentations across all disciplines of the Hospital. The full listing of the 34 poster presentations was uploaded for Board Information.

Charter Poster 2024 Prize Winners:

No. 2. Safe Sleep Initiative

No. 4. Implementation of a novel protocolized approach to gestational diabetes: A case-control analysis of perinatal outcome

No. 12. Birth Interventions and the Early Breastfeeding Experience

No. 22. Contraception counselling within a secondary care abortion service in the Republic of Ireland.

No. 32. Perinatal outcome in pregnancies complicated by a prenatal diagnosis of critical congenital heart disease.

The Chairman commended all involved.

3 For Decision

3.1 Consultant Appointment: Interview Panel / Recommendation

Post: Consultant Neonatologist

Interview Panel 01.05.24: Chaired by Prof Michael Boyle, Consultant Neonatologist.

The Master gave an overview of the successful Candidate, Dr Aisling Smith and Locum Consultant Neonatologist. Prof Malone queried if this was a locum post and why a member of the Board did not Chair the panel. The Master said this was an administrative error. The candidate commenced in this fulltime Rotunda position on 16th September 2024.

Proposed: Master

Seconded: Mr. Roberts

The Board was in agreement with this decision.

3.2 Board Nominees / Sub Committee Extern (s) for approval/ratification

Dr Abrahamson referred to the September Board and his request for potential new external appointee referrals, no recommendations have been received to date. The recent Governance Committee further reviewed succession planning for the Board and its Sub Committees including skill set requirements and gender balance. A paper uploaded on new appointee's skill sets and timeframe requirements was reviewed.

Nominees for Board Ratification

None.

Extern Sub Committee Member (s) for Ratification

Nil.

3.3 Draft Officer Board Listing

Election of Officers and Sub Committees/Working Groups of the Board

The Chairman asked Governors if they had any queries or comments on the Draft Officer Board Listing before ratification commenced; there were none. The Draft Listing including the Sub Committees was taken as read.

Election of President (His Excellency Michael D. Higgins)

Election of Vice Presidents:

Prof Tom Matthew

Dr Maria Wilson Browne

Mr. Ian Roberts

Ms. Margaret Philbin

Dr Jimmy Gardiner

Chairperson of the Board

Prof Tom Matthews

Honorary Secretary

Vacant

Honorary Treasurer

Mr. Denis Reardon

Master, Professor Sean Daly
Secretary/General Manager, Mr. Jim Hussey
Director of Midwifery/Nursing, Ms. Fiona Hanrahan
Clinical Director, Prof Jennifer Donnelly

Church Chaplains: Ms. Ann Charlton, Lay Chaplain (Roman Catholic) (Rotunda employee)
& Reverend Canon Paul Arbuthnot (Church of Ireland)

Proposed: Dr. Wilson Browne

Seconded: Prof. Malone

The Board was in agreement with this decision.

The List of Consultant Obstetricians & Gynaecologists -

Clinical Director

Assistant Masters

Clinical Leads

Consultant Anaesthetists

List of various Consultants – were taken as read

Proposed: Prof Coulter Smith

Seconded: Dr Abrahamson

The Board was in agreement with this decision

Sub Committees / Working Groups of the Board – were taken as read

Quality Safety Risk Committee

Ms. Margaret Philbin (Chair)

Prof Fergal Malone (Vice Chair)

Dr Maria Wilson Browne

Prof Fred Falkiner

Ms. Kate Webb

Proposed: Dr Wilson Browne

Seconded: Mr. Switzer

Governance Committee

Dr David Abrahamson (Chair)

Mr. Barry Holmes (Vice Chair)

Mr. Cedric Christie

Mr. Richard Nesbitt

Ms. Dolores Sullivan

Ms. Ger Doherty (extern)

Proposed: Prof Malone

Seconded: Mr. Roberts

Finance and Audit Committee

Mr. Stuart Switzer (Chair)

Ms. Jennifer Cullinane (Vice Chair)

Prof Sam Coulter Smith
Mr. John Diviney
Ms. Lucinda Woods
Mr. Bill Collins (extern)
Proposed: Dr Wilson Browne
Seconded: Ms. Webb

Estates and Campus Development Committee of the Board

Mr. Greg Power (Chair)
Mr. David Brown (Vice Chair)
Mr. Ian Roberts
Prof Mike Geary
Ms. Michele McGarry
Cllr. Darcy Lonergan (extern)
Mr. Brendan Memery (extern)
Proposed: Dr Abrahamson
Seconded: Ms. McGarry

The Board was in agreement with these decisions.

Quality Walk-Round Working Group – reporting to the QSR/Board

Ms. Margaret Philbin (Chair)
Prof Tom Matthews
Dr David Abrahamson
Dr Maria Wilson Browne
Prof Fred Falkiner
Dr Jimmy Gardiner
Ms. Kate Webb
Ms. Dolores Sullivan
Mr. Cedric Christie
Mr. Barry Holmes
Mr. Ian Roberts
Mr. David Browne
Proposed: Dr Wilson Browne
Seconded: Mr. Switzer

Performance & Remuneration Working Group of the Board

Mr. Denis Reardon (Chair)
Prof Tom Matthews
Dr Maria Wilson Browne
Proposed: Mr. Roberts
Seconded: Prof Geary

For noting -

Retirement(s) from the Board 2024

Ms. Niamh Gallagher with immediate effect.
The Chairman updated on a letter of resignation from Ms. Gallagher.

New Appointments to the Board 2024

Nil

New Extern (s) Sub Committee 2024

Ms. Ger Doherty – appointed April 2024

For Information -

Members of Rotunda Research Ethics Committee

Dr Sharon Cooley (Chairman)

Professor David Corcoran (Chairman)

Dr Aoife Corcoran

Dr Richard Duffy

Professor Michael Geary

Ms. Fiona Hanrahan

Dr Graham King

Mr. Colin Kirkham

Professor Fergal Malone

Ms. Zara Molphy- RCSI

Ms. Jessica Owolawi (DPO)

Dr Liezl Weinand

Ms. Mary Whelan

Ms. Margaret Woods

Rotunda Foundation Inter-Board Liaison Committee

Prof Tom Matthews RB (Chair)

Prof Mike Geary RB via zoom

Mr. Stuart Switzer, RB

Dr Mary Holohan, Chair RFB

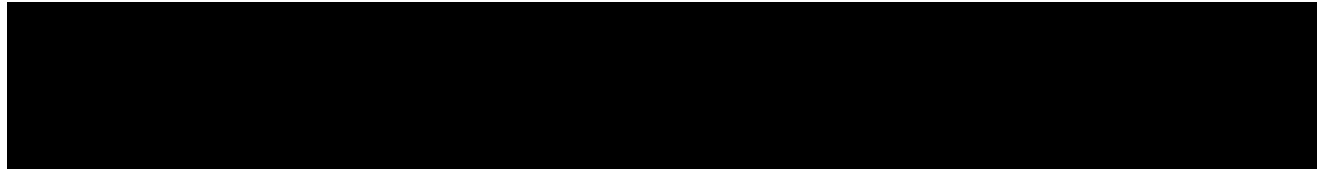
Ms. Marie Malone, RFB

Ms. Jo Daly, RFB

Dr Geraldine Connolly RFB

Ms. Margaret Philbin, RB & RFB

Prof John Sheehan, RFB



4 Strategic Matters for discussion

Nil.

5 For Consideration

5.1 Critical Care Wing-Proposal Façade Design (Prof Malone, Chair, Project Board)

Prof Malone presented on the proposed Design principles including Façade Design for the Critical Care Wing outlining scheme design over five floors including basement.

Various 3-D views of Parnell Square West were shown. Existing, proposed and lightwell West elevations were shown; North and East elevations are a work in progress. An email from Mr. Browne, Rotunda Board member of the Project Board which endorsed the current masterplan and the plan layouts, elevations and contemporary insertion into the Georgian landscape of Parnell Square West was noted.

5.2 Governance Committee Summary Report 24.10.24/Draft Minutes (Dr Abrahamson)

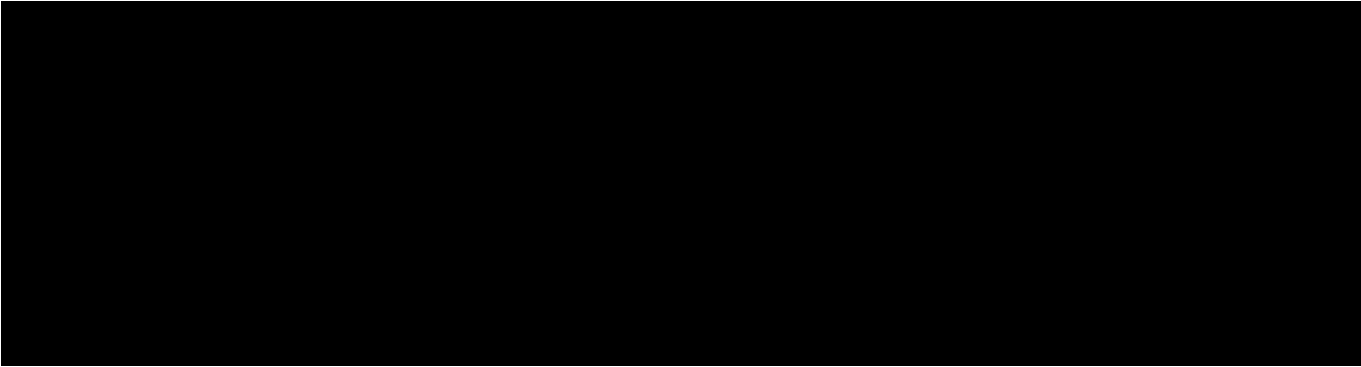
Dr. Abrahamson said his Summary Report and Draft Minutes were uploaded for information/review and reported on the following matters –

- Revised Draft Minutes of the October Governance Committee meeting with clarification on employee/executive exclusion practice from Board meetings outlined.
- Service Level Agreement 2024 – received in June and returned to the RCSI HG for completion is still outstanding. Hospital Groups have been decommissioned, replaced with Regional Health Authorities.
- Board Governance, Timelines, Composition, Diversity, Gender Balance, Board & Sub Committees Quora, Skill Sets and Succession Planning were all reviewed. All governance documentation was uploaded for information/review. A skill set deficiency in Finance, Legal, Risk and IT was highlighted. One Governor has retired in 2024 with three Governors due to retire in 2025 and a further Governor to retire in 2026. Dr. Abrahamson asked Governors to forward any recommendations to him for consideration with cc to hospsec@rotunda.ie
- Consolidated Financial Statements 2023-previously signed off by the Board were returned to the Charity Regulator with submission SR126193 uploaded for information/review.
- IPA Presentation on Governance to Voluntary Healthcare Agencies Risk Management Forum
This presentation presented to the VHARMF of which the Rotunda is a member was uploaded and circulated for information. Attention was brought to 'What are Conflicts of Interest' as outlined on pages 10 and 11.



5.4 Performance & Remuneration Committee 30.10.24 Update (Mr. Reardon)

Mr. Reardon reported on a very satisfactory and reassuring meeting and review with the Master.



6 Any Other Business

6.1 Draft Schedule of Meetings 2025

The Draft Schedule for 2025 was reviewed and agreed.

6.2 Autumn Dates for the Diary

Were noted.

6.3 Commemorative Plaque Ceremony

The Master reported on the erection of the plaque to mark the location of the First-Lying-In Hospital (1745) at No. 60 South Great Georges Street in conjunction with DCC. The plaque was unveiled by the Lord Mayor.

Plaque Unveiling

The Chairman unveiled the portrait of former Master Prof. Fergal Malone.

6.4 Annual Report 2023

The Master updated on the Annual Report 2023 with copies available for review and hard copies available on request.

7 Date of Next Meeting

The next and final General Board for 2024 is scheduled for Thursday 5th December at 5.00 p.m.in the Boardroom.

5th December 2024

Signed _____

Date _____