

BOARD OF GOVERNORS

Minutes of a Meeting of the
University Hospitals Birmingham NHS Foundation Trust
Board of Governors held on 17 March 2009
Trust Headquarters Meeting Rooms 1 & 2 QEMC

- Present: Sir Albert Bore (Trust Chairman)
Kadeer Arif
Caroline Badley
Alan Bailey
Rita Bayley
John Buckels
Margaret Burdett
Paul Darby, Valerie Jones Hazel Flinn
Brian Hanson
Gwyneth Harbun
Ruth Harker
Cllr James Hutchings
Bridget Pearce
Rosanna Penn
David Spilsbury
Martin StrakerWelds
Barbara Tassa
Joan Walker
- In attendance: Julie Moore (Chief Executive)
Mike Sexton (Director of Finance)
Tim Jones (Executive Director of Delivery)
Kay Fawcett (Chief Nurse)
Kevin Bolger (Chief Operating Officer, Acting)
Morag Jackson (New Hospitals Project Director)
Fiona Alexander (Director of Communications)
David Burbridge (Director of Corporate Affairs & Foundation Secretary)

G09/01 Welcome and Apologies for Absence

The Chairman welcomed everyone present to the meeting. Apologies for absence were received from Geoffrey Oates, Lt Gen Louis Lillywhite, Paul Brettle, Norman Cave, Professor David Cox, The Most Revd Vincent Nichols, Edward Peck, Erica Perkins, David Ward, Anne Waller and Shazad Zaman.

G09/02 Quorum

The Chairman noted that a quorum was present and accordingly the meeting could proceed to business.

G09/03 Minutes of the previous meeting of the Board of Governors

The Minutes of the meeting of the Board of Governors of 5 December 2008 were accepted as an accurate record.

G09/04 Matters Arising

G08/58 – The Chief Executive reported that the Healthcare Commission report in to the Birmingham Children's Hospital was expected soon. In the meantime, the Trust was working with BCH on up skilling their staff and provision of further capacity. The Chairman, Chief Executive and Medical Director, will be meeting with Monitor soon to discuss these issues. There may well be further publicity, but nothing more is expected until the publication of the Healthcare Commission report.

G09/05 Declarations of Interest

Brian Hanson declared an interest as a Trustee of UHB Charities.

G09/06 Chairman's Report

The Chairman updated the meeting with regard to certain matters covered in his written report on the activities of the Board of Directors. In addition to those matters set out in the written report, he informed the Board of the following:

Disappointingly, the Trust had not been successful in its bid to be designated as an Academic Health Science Centre. However, it was not considered that this would have any effect on the Trust's future plans with regard to research and joint working with the University of Birmingham. The Trust is progressing its bid in connection with the Health Education Innovation Centres programme.

The introduction of International Financial Reporting Standards will impact on the Trust's accounts and the finance director will address this issue later in the agenda.

The Chairman commended the results of the GP Survey to the Governors.

The Chairman asked Brian Hanson, Vice Chairman, to report on the recent meeting of the Board of Governors Remuneration to Non-Executive Directors Committee. Mr Hanson reported that the Committee had received a report from the Chairman regarding the appraisals that he carried out for the non-executive directors. The Chairman had been satisfied with the performance of each of the non-executive directors and had now agreed some objectives with each one of them for the forthcoming year. Additionally, the Committee had received a report from the Senior Independent Director, Clare Robinson, summarising the

outcome of her appraisal with the Chairman. Again, a number of objectives have been agreed with the Chairman for the coming year.

Mr Hanson further reported that the Committee had considered a report regarding the remuneration for the chairman and the non-executive directors. The remuneration of the Chairman and non-executive directors had not been increased in line with inflation since 2007 and the Trust had not carried out a substantial review since November 2005. The committee had benchmarked the current salary levels against those in other foundation trusts of a similar size and had noted that the Trust's salary levels were below average. Accordingly, the committee had agreed to recommend to the Board of Governors that the remuneration of the Chairman and the non-executive is to be increased to take account of inflation and is to bring the remuneration levels in line with those of the Trust's peers. It was noted that a further inflationary pay rise may be proposed during the current financial year.

The governors discussed the recommendations of the remuneration committee and **RESOLVED THAT:**

The remuneration of the Chairman be increased to £52,000 per annum;

the remuneration of each of the non-executive directors be increased to £13,700 per annum; and

the remuneration for the senior independent director and that the vice chair of the Board of Directors be set at £15,700 per annum,

All with effect from 1 April 2009.

The Chairman reported that he had, with regret, written to one of the governors, Ann Griffin, regarding her attendance at meetings. Ms Griffin has not attended any meetings since her election as governor for Hodge Hill and the Chairman proposed to the meeting that in accordance with the Trust's constitution, Ms Griffin's appointment as governor, be terminated with immediate effect. The meeting discussed the Chairman's proposal and agreed that a more rigorous approach to be taken to the attendance of governors.

IT WAS RESOLVED THAT: Ms Ann Griffin's appointment as Governor be terminated with immediate effect.

G09/07 Governor Elections 2009

The governors considered the report presented by the Director of Corporate Affairs discussed whether the appointments of elected public and patient Governors should all be for a term of three years or whether some should be two and others three, so as to ensure a degree of

continuity at each subsequent election.

IT WAS RESOLVED that:

The timetable for the elections as set out in the report be approved; and

The terms of the newly elected Patient and Public Governors should be either for two or three years, determined as follows:

Constituency Area	2 year term	3 year term
Northfield	One governor	One governor (highest no. of votes, or, if uncontested/drawn, by drawing lots)
Selly Oak	One governor	One governor (highest no. of votes, or, if uncontested/drawn, by drawing lots)
Hall Green	One governor	One governor (highest no. of votes, or, if uncontested/drawn, by drawing lots)
Edgbaston	One governor	One governor (highest no. of votes, or, if uncontested/drawn, by drawing lots)
Ladywood	One governor	
Yardley		One governor
Perry Barr/Sutton Coldfield	One governor	
Erdington/ Hodge Hill		One governor
Patient	Two governors	Two governors (highest and second highest no. of votes, or, if uncontested/drawn, by drawing lots)

G09/08 BNHP Progress Report

The Board considered the report by the New Hospitals Project Director. In addition to the matters contained within the report, she reported that a visit for the Board of Governors to the new hospital was being arranged on the 24th of April and that the Trust was working to accelerate the early release of the land needed to build the link road. It was understood that the second part of the bypass road will be put in by Birmingham City Council by 2010. The Trust had now received propositions regarding a number of bus routes that would serve the new hospital and progress on this front

was promising. It was agreed that James Hutchings and the NHPD would discuss the impact of the proposed bus routes on the local community outside of this meeting.

There was discussion regarding the need to manage patients turning up at Selly Oak once the accident emergency department at the new hospital had opened. The NHPD confirmed that the Trust would run both departments for a while, tailing off major work and then minor work at Selly Oak. Discussions were being held with the ambulance service regarding the stationing of a permanent crew at Selly Oak to deal with any emergencies that turned up there after that department had closed.

With regard to the new helipad, it was noted that it had not been possible to provide a covered walkway. However, accident and emergency staff have tried out the route and the lifts from the helipad to the A&E department and were content with the arrangements.

During discussion about the future use of the buildings at Selly Oak and the existing Queen Elizabeth Hospital estate, it was noted that an audit of art and artefacts was to be undertaken and that these would probably be integrated into the way finding system for the new hospital. It was also confirmed that the provision of land for a Maggie's Centre would be considered in the next stage of site development.

In response to a question regarding the TUPE transfer of the estates staff to Balfour Beatty, the NHPD confirmed that the Trust was not aware of any major issues regarding this transfer, although it understood that certain staff may not wish to transfer and therefore the Trust may lose the services of these people. The Trust was dealing with the issue sensitively and giving the workforce regular updates.

Resolved: To accept the reported progress.

G09/09 Quarterly Infection Control Report

The Board considered a report presented by the Chief Nurse. The Trust continued to perform below its trajectories for both MRSA and Clostridium Difficile. The Trust's trajectory for MRSA bacteraemia for the next year is to achieve less than 30 and for C. difficile is 29 or less for each month. Additional measures being taken in relation to C. difficile included the undertaking of root cause analysis for each C. difficile case.

The decontamination unit at Selly Oak was working very well and initial feedback from the Trust's PEAT inspection was that both sites were very clean.

The work undertaken by the Trust in relation to deep cleaning clinical

practice and the environment was clearly having an impact and the governors agreed that the Trust staff should be complimented on the achievements in this area.

Resolved: To accept the reported progress.

G09/10 Quarterly Performance Indicators Report

The Board considered a report presented by the Executive Director of Delivery. He confirmed that the achievement of the accident and emergency target had come under a lot of pressure. The Trust had failed to achieve the target in November December and January as a result of a combination of norovirus outbreaks, case-mix, winter flu and the cold weather. The Trust had taken additional measures to keep beds open, had hit the target for February and was on target for March, which would mean that the Trust would achieve the target for the year overall. This was in the context of a warning from Monitor that up to 50% of foundation trusts were likely not to hit the target for the year.

Other risks that the Trust was alerting Monitor to were:

the thrombolysis target -- as previously discussed the Trust is making much better use of PPCI now and therefore the small number of thrombolysis cases presents a risk to the target; and

18 weeks - the Trust has achieved the target for this year but need to maintain this level of performance.

Resolved: To accept the report.

G09/11 Quarterly Finance & Activity Report

The Board considered a report presented by the Director of Finance. The meeting noted the strong performance of the Trust and the forecast surplus of £19.5 million, £750,000 above target.

The Trust now had a Monitor financial risk rating of 5.

The current interest rates meant that the Trust was not receiving as much interest as it had predicted. Additionally, the Trust's CNST premium had increased by £2 million. The Trust had successfully completed its negotiations with South Birmingham PCT over its acute contract and had managed to negotiate a way through the difficulties caused by the new Department of Health tariff.

Due to the introduction of International Financial Reporting Standards, the Trust would need to make an adjustment to its accounts relating to the land at the Queen Elizabeth site. Because this land is leased from the City Council on a long (999 year) lease, it now has to be classed as an

operating lease and not a capital asset as was previously the case. Additionally the new hospital will come back on to the Trust's books at cost and will then need to be revalued at the equivalent market value which is likely to be between 70 and 75% of the cost of the build. This will need to be made clear in any publicity surrounding the issue.

There was discussion regarding debtors and it was noted that those debtors in excess of 90 days were mainly NHS, the Ministry of Defence and other such bodies where the risk of non-payment was considered to be low.

Resolved: To receive the contents of the report.

G09/12 Annual Healthcheck Declaration

The Governors considered the report presented by the Director of Corporate Affairs. There was a discussion regarding the process for agreeing the comment from the Board of Governors and

IT WAS REOLVED that authority be delegated to a task and finish group chaired by Brian Hanson and consisting of him, Margaret Burdett, Alan Bailey, Bridget Pearce and Ruth Harker, to agree a statement on behalf of the Board of Governors.

G09/13 NHS Constitution Update

The meeting considered the paper presented by the Director of Corporate Affairs.

Resolved: To receive the contents of the report.

G09/14 Update on UHB Charities

Mike Hammond, the newly appointed Chief Executive of UHB Charities, introduced himself to the Governors and outlined the charity's future plans. Whilst UHB charities remained independent of the Trust, there was much impetus between the two organisations to align their objectives. Charity was proposing to change its name to Queen Elizabeth Hospital Birmingham charity and would use the same visual graphics as used by the Trust. Mr Hammond outlined the asset structure of the charity and said he would be happy to brief the Board of Governors on developments at a future meeting.

G09/15 Governors' Feedback

None.

G09/16 Annual Plan

The Governors considered the report presented by the Director of Delivery.

Resolved: to approve the timetable for the annual plan as set out in the report.

G09/17 Any Other Business

There was a discussion regarding the Department of Health's IT programme and in particular, the electronic patient record. The Director of Delivery reported that the Trust was developing its own paperless system to ensure that an operational system was available to the Trust in time for the outpatient opening in the new hospital.

G09/18 Date of Next Meeting

Friday 19 June 2009

(pre meeting at 9.30am - 10.00 am). Main meeting 10.00am - 12.00noon
Meeting Rooms 1 & 2 Trust Headquarters