

Board of Governors Meeting

Minutes from a meeting held on Thursday 14th February 2008
at 2pm, in the Lecture Theatre

Present

Dr Robin Anderson, Public: Rest of London
Ms Alison Armstrong, Specialist Commissioning
Dr David Bell, Staff: Clinical, Academic, Senior
Jennie Bird, Public: Camden
Mr Robin Bonner, Staff: Trades' Unionists
Mr John Carrier, Primary Care Trusts
Ms Stephanie Cooper, Public: Rest of London
Councillor Roger Freeman, Local Authorities
Mrs Amanda Hawke, Staff: Administrative & Technical
Lou James, Public: Camden
Angela Kenny, Public: Rest of London
Dr Caroline Lindsey, Public: Rest of London
Dr Aulay Mackenzie, University of Essex
Dr Claudine Strickland, Public: Rest of London
Mr Michael Whiteley, Public: Camden
Mr John Wilkes, Public: Rest of London

In attendance

Dr Nick Temple, Chief Executive
Dr Matthew Patrick, Trust Director
Mr Simon Young, Director of Finance
Ms Julia Smith, Director of Performance
Namdi Ngoka, Assistant Director of Human Resources
Mr Jonathan McKee, Trust Secretary

Observers

There were two observers.

Part 1

1. Chairman's opening remarks

The Chairman welcomed everyone to the meeting.

2. Apologies for absence

Ms Caroline Garland, Public: Camden
Ms Simone Hensby, Non-Statutory Sector (late)
Chrissie Kimmons; Rest of England & Wales

Professor Susan Price, University of East London

3. Minutes of the last meeting

These were accepted.

4. Matters arising

a) 5. Chairman's Report

Nick Temple reported that following the Governors' suggestion, the Board of Directors had changed the name of the Investment Committee to the Business Development and Investment Committee. Nick added that the first meeting of this Committee had recently been held and the Committee would be meeting again in March to discuss further business.

b) 11. LINKs

There will be an opportunity to discuss LINKs in Part Two of the meeting under Item 14c(ii)

c) 13. Our future as an NHS Foundation Trust

A draft Annual Plan will be circulated to Governors in early April.

5. Chairman's Report

The Chairman reminded Governors that they were most welcome to attend the farewell party for Nick Temple, the retiring Chief Executive, which will be held on 14th March.

All ➤ Governors to RSVP to Louise Carney

The Chairman referred to two letters he had sent to Governors bringing them up to date on progress on various items, adding that Governors were welcome to contact him directly on any matters.

The Board of Directors

The Chairman reported the following:

1. The December financial results were sufficient to achieve a Financial Risk Rating of 3;

2. The Board of Directors had discussed the performance of the training department in some detail;
3. The Trust was compliant with the Information Governance requirement of the national IT programme;
4. The Board of Directors had recently revised the Trust's Standing Financial Instructions and Scheme of Delegation of Power;
5. A statement on the division of responsibility between the Chairman and the Chief Executive had been agreed (attached as a paper for information);
6. In Part Two, the Board of Directors had had some detailed discussions about the performance and viability of both the Day Unit and of the Tavistock Consultancy Service.

The Board of Governors noted the following:

1. The costs of the Day Unit had been reduced without compromising quality of patient services;
2. in the long term the market for this service remains uncertain and the overall position of the Unit will be reviewed at the June meeting of the Board of Directors;
3. The Day Unit had recently received a good report from Ofsted;
4. The Day Unit received a mixture of health and education funding;
5. The majority of referrers to the Day Unit were educational psychologists, although this route was administered by a multi-professional team within the London Borough of Camden.

6. Chief Executive's Report

The Chief Executive presented his regular report to the Board of Governors and highlighted the following:

1. Over his term as Chief Executive, the Trust had achieved a great deal, and there was much more to do to face the changing NHS environment;
2. The Trust had been informed by Monitor that it had returned to a Financial Risk Rating of 3;

3. The Trust joined UCLH (the two local foundation trusts) to give evidence to the Camden Health Scrutiny Committee. The Scrutiny Committee had expressed particular interest in the governance arrangements of the Trust, and the ethnic minority representation of both Boards;
4. A Green Group had been started to examine the Trust's performance in relation to environmental issues;
5. The Trust had carefully reviewed information governance as part of an NHS-wide review. The results of this review and an action plan will be reported to Monitor;
6. The Trust was required to develop a gender equality scheme and that Julia Smith, Director of Performance (and Chair of the Equalities Committee) will be leading on this work. Governors are invited to attend an event on 6th March at 4.30pm;
 - Julia Smith to circulate invitations
7. Governors felt that understanding and addressing gender differences was often more useful than simply addressing equality in isolation.

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7. Finance Directors' Report

Simon Young presented his regular report to the Board of Governors and highlighted the following:

1. The Trust had done well in the past few months;
2. Accumulative deficit was down;
3. Return on assets now stood at 3%;
4. He was confident about the Trust's performance in the remainder of the year;
5. The Trust had identified all necessary cost savings for 2007/08 and was completing cost savings for future years in readiness for the Annual Plan and accompanying financial model. Directors had contributed significantly to this target.

The Board of Governors noted the following:

1. Not all assets are amortised, e.g. buildings are re-valued periodically;
2. Cost savings are in effect cuts in resources, but staff had a

realistic view of the need for savings and had complied with the cost saving programme;

3. Some staff will stop having to do things that they are currently doing.

8. Consideration of recommendation from the Audit Committee: Appointment of External Auditors

Simon Young introduced a paper that had been presented by the Chair of the Audit Committee, Mr Richard Strang (who was not available).

Simon noted that the Audit Committee had been expecting to re-appoint PKF as Trust auditors due to the good job they had done in recent years. However, PKF did not have other foundation trust clients and the proposed auditors, KPMG, did seem to bring a new perspective and experience to the role.

The Board of Governors accepted the recommendation to appoint KPMG as the Trust's auditors from 2008/09.

9. Healthcare Commission Statement

Julia Smith introduced a paper, explaining that there were twenty-four standards that were grouped in seven domains. Julia pointed out that it was the Board of Directors job to assess compliance, and this process was robust; the Board of Governors was not being asked to duplicate this work.

The Board of Governors was being asked either to give a general comment on the Trust's overall performance, or to choose specific standards on which to focus a more detailed review. After some discussion, it was agreed that the Board of Governors would like to give a more general response. Stephanie Cooper kindly agreed to lead the collation of a suitable statement on behalf of the Board of Governors

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- Stephanie Cooper to work with Julia Smith and circulate a statement in due course

10. Appointment process for Non-Executive Directors 2008

Susan Thomas, Director of Human Resources was on annual leave so Namdi Ngoka, Deputy Director of Human Resources, proposed a

paper outlining a process that was based on the Board of Governors existing process, and this was accepted.

11. Committee Membership

a) Membership and Governors Review Committee

It was agreed that Lou James would join this Committee and would bring a perspective on representing minority groups and diversity more generally to the Committee.

b) Committees of the Board of Directors

Clinical Governance Committee

Stephanie Cooper will join this Committee.

Patient & Public Involvement Committee

Claudine Strickland and Michael Whiteley will join this Committee.

c) Trust Equalities Committee

John Carrier will join this Committee.

The Board of Governors agreed that these roles would evolve over time and this was something that will be kept under review.

12. Any other business

The Chairman and the Board of Governors gave thanks to Nick Temple for all his hard and effective work over recent years and expressed thanks and gratitude to him.

13. Notice of future meetings

David Bell expressed his unhappiness at the dates for the meetings having been rearranged subsequent to the decision to hold all meetings on Tuesdays. The Chairman explained that he had chosen Tuesdays and Thursdays as a compromise for the two members of the Board of Governors who could not do one or the other day. Caroline Lindsey proposed that the Board of Governors revert to its original decision of holding all meetings on Thursdays; a vote was

held and this was agreed.

Papers for Information

A. Division of responsibilities between the Chair and the Chief Executive

Outstanding Action

Due Date	Agenda Item	Action Required	Director / Manager	Originating meeting & notes
ASAP	5. Chairman's Report	Governors to RSVP to Louise Carney for Nick Temple's farewell party	All	14 th February 2008
ASAP	6. Chief Executive's Report	Julia Smith to circulate invitations to event on 6 th March	Julia Smith	14 th February 2008
March 2008	9. Healthcare Commission Statement	Stephanie Cooper to work with Julia Smith and circulate a statement in due course	Stephanie Cooper Julia Smith	14 th February 2008