

**MINUTES OF THE BOARD MEETING OF
THE HEALTH INFORMATION AND QUALITY AUTHORITY (The Authority)**

**18 March 2015
Head Office, City Gate 11am – 4.30pm**

Present:

Name	Details	Initials
Brian McEnery	Chairperson	BMcE
Sam McConkey	Board Member	SMcC
Grainne Tuke	Board Member	GT
Sheila O'Malley	Board Member	SOM
David Molony	Board Member	DM
Cillian Twomey	Board Member	CT
Mary Fennessy	Board Member	MF
Philip Caffrey	Board Member	PC
Una Geary	Board Member	UG
Anne Carrigy	Board Member	AC
Judith Foley	Board Member	JF

In Attendance:

Phelim Quinn	CEO	PQ
Kathleen Lombard	Board Secretary & Chief Risk Officer	KL
Sean Angland	Head of Corporate Services	SA
Marie Kehoe O'Sullivan	Director of Safety and Quality Improvement	MKOS
Mary Dunnion	Acting Director of Regulation	MD
Rachel Flynn	Acting Director of Health Information	RF
Marty Whelan	Head of Communications	MW

Apologies:

Barbara O'Neill	Board Member	BON
Mairin Ryan	Director of HTA	MR

1. Quorum

It was noted that a quorum was present and the Board meeting was duly convened.

The Chair updated the meeting on discussions that took place during the Board only session and advised that:

- The CEO provided an update to the Board on the investigation report on services at MRH Portlaoise. A meeting with the DOH and the HSE is due to take place on 19 03 2015 in relation to the report and the CEO will update the Chairperson following this meeting.
- The CEO also advised the Board that the Authority's engagement with a recent centre is being reviewed to determine if there are any lessons for future monitoring activity.
- The CEO updated the Board on HR related issues.
- The Board discussed progress on the governance review.

2. Conflict of Interest

UG advised that during the Annual report item, if there was specific focus on the HTA section of the report, she would absent herself as she has an interest in one of the HTA items included in the report.

3. Minutes of the Board meeting of 28 January 2015

The minutes of the 28 January 2015 were reviewed by the Board and it was agreed that they were an accurate reflection of the meeting. AC proposed approval of the minutes and GT seconded the proposal; **accordingly it was resolved that the minutes of 28 January 2015 be approved by the Board.**

4. Review of Actions

All actions were noted as complete or on the agenda.

5. Matters arising

There were no matters arising.

6. Investigation report into MRH Portlaoise

The CEO updated the Board during the Board only session. It was noted that a meeting is due to take place with the HSE and members of the Department of Health on the 19th March, following which a special purpose meeting of the Board will be arranged to discuss the final report.

7. Application of the Authority's seal to contract document

KL advised that a contract of employment for the CEO had been provided by the Department of Health. This document requires the application of the Authority's seal. In accordance with procedures for using the seal, Board approval is sought for the application of the seal to the contract document. SMcC proposed approval for the application of the seal to the contract and SOM seconded the proposal; **accordingly it was resolved that the application of the seal to the CEO's contract be approved by the Board.**

It was deemed by the Board that a document relating to the disposal of the lease at Sandyford did not require the seal to be applied to it.

8. Approval for delegation to the CEO, the power to designate an inspector of Social Services to perform the functions of the Chief Inspector

A request for the approval of the delegation to the CEO, the power to designate an Inspector of Social Services to perform the functions of the Chief Inspector, when the Chief Inspector is absent or the position of the Chief Inspector is vacant. PC proposed approval of the delegation and SOM seconded the proposal; **accordingly it was resolved by the Board that the power to designate an Inspector of Social Services to perform the functions of the Chief Inspector, when the Chief Inspector is absent or the position of the Chief Inspector is vacant, be delegated to the CEO.**

9. Policies reserved for Board approval

SA advised the Board that in line with good governance practice, the Authority's policies are subject to ongoing review. In this instance three core HR policies have been reviewed which including external legal review. No substantial changes have been made to the updated policies. The Board considered each of the policies and made a number of observations. Subject to these observations being reflected in the final documents, it was agreed that the three policies be approved. AC proposed approval of the policies and SOM seconded the proposal; **accordingly it was resolved by the Board that the following policies be approved:**

- **Grievance procedure**
- **Disciplinary procedure and**
- **Employment Equality and Dignity and Respect in the Workplace.**

10. Governance review – action plan

This was discussed during the Board only session and it was noted that the CEO will revert to the authors of the report on points of factual accuracy. GT made a number of observations relating to the cover page of the document. The final report and an updated action plan will be presented at the next Board meeting.

11. CEO performance review 2014 and plan for 2015

This was discussed during the Board only session and approved subject to amendments agreed by the Board and the CEO. GT, as Chair of the RNC will forward these amendments to the CEO and the Board Secretary for recording as the final papers.

12. Annual report 2014

The Draft annual report was presented to the Board for approval. The Board commented on the quality of the presentation and content of the report acknowledging that a lot of work had been delivered during 2014. A number of observations were made to the Executive which will be reflected where appropriate.

AC proposed approval of the Annual Report 2014 and SMcC seconded the proposal; **accordingly it was resolved by the Board that the annual report for 2014 be approved and submitted to the Minister for Health** in accordance with the Health Act 2007.

13 Annual accounts 2014

SA introduced the draft annual accounts for 2014 and explained that under the Health Act 2007, the accounts of the Authority are to be approved by the Board and submitted to the Comptroller and Auditor General not later than 3 months after the end of the financial year. SA clarified that the C&AG audit is currently ongoing. The Board were requested to confirm that the notes that referred to their membership and attendance were up to date and correct. The Board asked that a number of additional notes be made to financial statements to clarify areas of expenditure relating to consultancy costs and bad debts. Subject to these additions, the Board agreed to approve the annual accounts. AC proposed approval of the 2014 Draft annual accounts for 2014 and SOM approved the proposal; **accordingly it was resolved that the draft accounts for 2014 be approved by the Board.**

14. CEO report

PQ outlined to the Board key developments from a strategic and operational perspective since the last formal Board meeting. In addition, PQ advised the Board that he had reported to the RNC Committee on 12th February on an internal process for the management of key senior management vacancies within the Authority.

15. Corporate Performance - end February 2015

KL advised the Board that the corporate performance report shows that at this point in the year, all objectives are currently on target. Therefore there are no objectives that require exception reporting.

16. Corporate Performance - status of unachieved objectives

KL advised that at the January Board meeting the Board asked that a further report on the unachieved 2014 objectives be provided indicating whether they are carried forward to 2015 or otherwise. It was noted that many of those that had been unachieved at 31 December 2014 were now complete. KL agreed to provide a one page summary on the unachieved objectives.

17. Corporate Risk report

KL introduced the corporate risk register which had been reviewed in detail at a recent meeting of the Executive Management Team. As a result a number of changes were made to the registers which were highlighted in the introduction to the register. The Board considered each risk in turn and queried the Executive on aspects of the management of the risks. The following was noted:

- MD will present an overview of the action plan relating to Risk 14-002 at a future meeting of the Board

- External risks to be considered in the context of upcoming strategy sessions.

18. Progress Report on Disability Registration

MD updated the Board on the current status of registration activity in the disability sector. While currently behind target, a number of developments are underway which it is anticipated will accelerate progress including the introduction of new management strategies which are included in the 2015 Business Plan.

19. HR report

SA briefed the Board on the main developments within the HR function including a full report on recruitment to a number of key roles. The report also included a list of HR related projects currently underway. PQ provided a report to the Board during the Board only session on ER/IR related issues.

20. Finance Report

SA provided an update to the Board on 2015 spend to date. It was noted that the cash collection rate has deteriorated slightly and there will be a refocus on active debt collection of annual fees.

21. Chairperson's Report

The Chairperson's report was noted. The Chairperson added that he had also met with Minister Kathleen Lynch.

22. Report from the Committees

A brief report on the meetings of the Board Committees was included with the Board papers. The following is a brief summary of items covered:

- ACGC (10 February 2015)
 - Capita Consulting, new internal auditor, had met with the Committee and discussed a draft audit plan. The audit plan will be discussed again by the Executive management team and will come back to the ACGC for final approval.
 - Capita presented the results of their first audit which focussed on the Authority's financial controls. No significant findings were reported.
 - The draft statutory accounts for 2014 were reviewed by the Committee and referred to the Board meeting of the 18th March for approval.
- Remunerations and Nominations Committee (12 February 2015)
 - There was a review of the performance and delivery of the CEO's 2014 priorities.
 - The 2015 priorities were agreed and referred to the 18th March Board meeting for approval.
 - An update on the governance review was provided and discussed.
 - An internal process for the management of key senior vacancies within the Authority was outlined to the Committee.

23. Correspondence

The letter received from the Minister relating to the submission of the Authority's Business Plan for 2015 was noted. The Authority will be liaising with the DoH to progress the finalisation of the Plan.

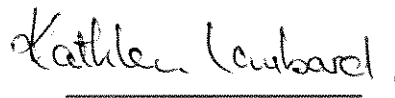
24. Any other Business

A number of other items were noted:

- Board members were encouraged to submit their Board and Committee evaluations forms.
- Progress on establishing an E-Board pack system and Board members will be contacted in the near future for training purposes. It is anticipated that the first meeting for the roll out of the system will be in May 2015.
- The Strategy session will take place as scheduled on the 25th March.
- The advertising for renewal of Board membership is underway on stateboards.ie. Board members who wish to be considered for a further term should apply using this process.
- Communication of the rationale underpinning announced/unannounced inspections should be clarified for the benefit of the public.

Signed:


Brian McEnery
Chairperson


Kathleen Lombard
Board Secretary

Actions arising from the Board meeting on 18 March 2015

No	Action	Person Responsible	Timeframe
1	Further summary report to be circulated on unachieved objectives	KL	April 2015
2	overview of the action plan relating to Risk 14-002 to be outlined at a future meeting of the Board	MD	May 2015
3	External risks to be considered in the context of upcoming strategy sessions	PQ/KL	According to project plan for development of corporate plan
4	GT, as Chair of the RNC will forward amendments to the CEO and the Board Secretary for recording as the final papers.	GT	March 2015

Carried forward actions

1	Report on the review of organisation/governance to be finalised	PQ/GT/SOM	underway
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Recurrent actions

1	A progress chart for disability registration to be included on all Board agendas	PQ	All Board meetings
2	HR reports are provided at each Board meeting and contain a report on any IR issues, meetings with unions or any claims of bullying and harassment	SA	All Board meetings

