

The Shrewsbury and Telford Hospital NHS Trust

SPECIAL TRUST BOARD MEETING
Held on Thursday 7 June 2012 at 5 pm
Seminar Room 1, Shropshire Education & Conference Centre,
Royal Shrewsbury Hospital

PUBLIC SESSION MINUTES

Present:	Dr J Davies Mr M Beardwell Mr D Jones Dr S Walford Mrs V Morris Mr N Nisbet Dr A Fraser	Chair Vice-Chair/Non Executive Director (NED) Non Executive Director (NED) Non Executive Director (NED) Chief Nurse/Director of Quality & Safety (DQS) Finance Director (FD) Medical Director (MD)
	Mrs J Clarke	Company Secretary (DCRM)
In attendance	Mr S Peak Mr A Osborne Mrs B Graham	Director of Transformation Communications Director Committee Secretary
Apologies:	Mr B Simms Dr P Vernon Mr A Cairns Mrs D Vogler	Non Executive Director (NED) Non Executive Director (NED) Chief Executive (CEO) Director of Business and Enterprise

2012.1/65.1 WELCOME

The Chairman welcomed everyone to this Special Board meeting held to approve the Annual Report and Annual Accounts for 2011/12.

2012.1/65.2 DECLARATION OF INTEREST by members in relation to any matters on the agenda: None.

2012.1/65.3 MINUTES OF THE MEETING HELD IN PUBLIC on 31 May 2012 will be taken to the next Trust Board meeting on 28 June 2012.

2012.1/66.1 ANNUAL REPORT 2011/12

The Annual Report was presented to the Board in accordance with guidance set out in the NHS Finance Manual: Manual for Accounts, and additionally reflects guidance for NHS Foundation Trusts. It had been previously reviewed by the Audit Committee on 7 June 2012 and External Auditors.

The Annual Report has been prepared to incorporate FT requirements and, as compared with previous years, includes additional information on staff survey results, staff profile, enhanced information about corporate governance and attendance at committees.

The Communications Director advised that there were a couple of specific revisions to be made to the Annual Report relating to year end staffing and staff diversity and the number of employees receiving remuneration in excess of highest paid Director.

.....
Chairman
28 June 2012

ANNUAL REPORT (Continued)

- Dr Walford (NED) queried the requirement to attend three-quarters of all meetings. The DCRM said that attendance is set in the specific Terms of Reference as a requirement of the NHSLA. It was therefore agreed that this should be stated in the Annual Report. **Action: DCRM/CD.**
- Mr Jones (NED) asked if the acronyms could be clarified. **Action: CD.**

The Communications Director said that the Trust has prepared the Annual Report in the format required, however, work is underway to produce a shorter version, as the Annual Review, which will contain key messages on the financial results and headlines, and will be available at the AGM and for distribution to FT members and local communities.

The Board **APPROVED** the Annual Report subject to editorial and minor amendments.

2012.1/66.2 QUALITY REPORT

The Quality Report is mandatory for the NHS Foundation Trusts at the point of approval of the Annual Report and Annual Accounts. This however is not mandatory for NHS Trusts. The Quality Report mirrors the statutory Quality Account but the latter document is additionally subject to review and scrutiny by key partners and approval by the Board before the end of June 2012. As part of the Trust's transition to NHS Foundation Trust:

- this year the Quality Account will be approved at the 28 June Trust Board and included as an Appendix in the bound and published Annual Report and Annual Accounts at the Trust Annual General Meeting on 13 September 2012. **Action: DQS/CD.**
- next year the Quality Report will be included at the point of approval of the Annual Report and Annual Accounts 2012/13.

2012.1/66.3 ANNUAL GOVERNANCE STATEMENT (Appendix 5, Page 3 to 11)

The Director of Compliance & Risk Management (DCRM) advised that the Annual Governance Statement had been presented to the Audit Committee at their earlier meeting on 7 June 2012 and that the External Auditors had required certain amendments to be made. None of these amendments, as detailed below, altered the sense of the statement.

- **Page 4 & 14 Reworded sections :**
The Trust had a financial plan to achieve a balanced position at year end but delivered a small surplus following transitional support of £6.5m from the SHA which was non-repayable.
- **Page 8 Reworded Section :**
Finnamore's 'PAS Change Management Support Outpatients' Report' – Follow up on actions – RED opinion. Internal Audit followed up the actions from this report and identified a lack of evidence relating to the mapping of the Finnamore actions to the project plan of the group charged with delivering the improvements.
- **Page 9 Reworded section :**
The Quality Governance Framework assesses the combination of structures and processes in place, both at and below board level, which enable a trust board to assure the quality of care it provides. The Trust has undertaken a self-assessment against the ten core quality questions.

The Board **APPROVED** the Annual Governance Statement subject to the above amendments.

2012.1/66.4 ADOPTION OF THE DRAFT ANNUAL ACCOUNTS AND APPROVAL OF THE MANAGEMENT REPRESENTATION LETTER

The Finance Director (FD) introduced this report and advised that the Draft Annual Accounts had been reviewed by the Special Audit Committee meeting held on 10 May 2012 and by External Audit. The Board is asked to approve the Annual Accounts and, subject to this the Directors' signatures and independent auditors' statement, will be included in the printed document for presentation to the Annual General Meeting in September 2012.

The FD said there were no issues to bring to the Board's attention. As reported previously the Trust had a small surplus of £59k in the year arising as a result of receiving transitional support from the SHA of £6.5 million. The Trust achieved all of its statutory financial duties during 2011/12.

Mr Jones (NED) wished to commend to the Board the Finance Director, Chris Benham and the Finance Team for the clarity, timeliness and the delivery of an increasingly complex set of statements, within a short timescale. The fact that the auditors had required no significant amendments was a tribute to the quality of the work of the Finance Team. Mr Jones (NED) noted that within the balance sheet the current liabilities remain unchanged from a year ago as it is a structural issue that has been present from the creation of the Trust.

The Board **NOTED** the oral report on the final review of the Annual Report and Annual Accounts 2011/12 including by the External Audit, and the presentation of the Management Representation letter, and subject to this **APPROVED** the Annual Report and Annual Accounts 2011/12 including the Annual Governance Statement.

2012.1/67 ANNUAL PLAN 2012/13

The Chairman introduced the Annual Plan 2012/13 and said that the Board had considered this in previously Discussion took place on the content when the following points were noted :

- Section 6.4 Key Risks, 2nd line should read "revised Board Assurance Framework, which was finalised in May."
- Financial section front part is still using year end forecast numbers rather than actuals. The FD said that this section had been effectively written as a part of the IBP so all projections had been based on the forecast year end position from 2011/12. Following discussion it was **AGREED** that a footnote should be inserted to explain this inconsistency but that the financials should not be reworked at the present time.
Action: FD/DT.
- The CD explained that the SHA had required the Annual Plan to be produced by end of March for aspirant FTs as compared with end of May for FTs. The Trust had complied with this obligation.
- Page 41 – Governance Risk Rating – Red.

The Board **APPROVED** the Annual Plan 2012/13 subject to editorial/typographical amendments plus the insertion of a footnote as described above. The Board noted that this continues to be a developing document and will be updated to include the financial plan. Members were asked to send any further comments for consideration to the Director of Transformation before 22 June 2012. **Action: ALL.**

2012.1/68 QUESTIONS FROM THE FLOOR

Comment

Mr Jones, PALS Volunteer, thanked the Board and especially praised the Finance Director for doing an excellent job. He said that the general public can, at times, be quite critical of the Board but the simple solution would be for them to attend these meetings held in public and to see for themselves what a good job they do.

Response

The Chairman thanked Mr Jones for his comment and noted that the Trust has made massive strides forward over the last year in terms of financial results and in quality and safety performance. On behalf of the Board he thanked the Finance Director and Chief Nurse for driving through these improvements.

2012.1/69 DATES OF NEXT MEETING : Thursday 28 June 2012 at 9.30 am in Lecture Theatre, Education Centre, Princess Royal Hospital.

UNRESOLVED ITEMS FROM THE SPECIAL TRUST BOARD HELD 7 JUNE 2011

Item	Issue	Action	Priority
2012.1/66.1	<p>Annual Report 2011/12</p> <ul style="list-style-type: none"> ▪ Attendance at meetings: It was agreed that the requirement to attend three-quarters of all meetings should be stated in the Annual Report. ▪ Acronyms to be checked. ▪ Approved the Annual Report subject to editorial and minor amendments. 	<p align="center">DCRM</p> <p align="center">CD CD/DCRM</p>	<p align="center">ASAP</p> <p align="center">ASAP ASAP</p>
2012.1/66.2	<p>Quality Report</p> <ul style="list-style-type: none"> ▪ Quality Account will be approved at the 28 June Board and included as an Appendix in the bound and published Annual Report and Annual Accounts at the AGM. 	<p align="center">DQS/CD</p> <p align="center">DQS/CD</p>	<p align="center">28 June 2012</p> <p align="center">13 Sept 2012</p>
2012.1/67	<p>Annual Plan 2012/13</p> <ul style="list-style-type: none"> ▪ The Board approved Annual Plan subject to editorial/typographical amendments plus insertion of a foot note to explain the inconsistency but all the financial should not be reworked at the present time. ▪ Members were asked to send any further comments to the DT before 22 June. 	<p align="center">DT/FD</p> <p align="center">ALL</p>	<p align="center">ASAP</p> <p align="center">Before 22 June.</p>