



Agenda Item 4.0

Minutes for Board meeting

06/08/2020 | 9:32 AM – 02:19 PM - ACST

Board Room, 2nd Floor, FMC

Invitees

Board Members	SALHN Executive
Professor Chris Baggoley	Professor Susan O'Neill, Chief Executive Officer (CEO)
Mr Mark Butcher (Chair)	Ms Julie Bowman, Executive Director Governance & Risk (EDG&R)
Ms Virginia Hickey	Mr Wayne Gadd, Chief Finance Officer (CFO)
Associate Professor Tamara Mackean	Mr David Morris, Chief Operating Officer (COO)
Ms Julie Mitchell	Observers/advisors
Ms Jill Noble	Dr Diana Lawrence, Executive Director Medical Services (EDMS) for Item 7
Ms Jenny Richter	

1. Welcome/Apologies & Acknowledgement to Country

Mr Butcher welcomed Board members and all those in attendance to the meeting. Associate Professor Mackean's apology was noted.

Mr Butcher paid respect to Traditional Owners, and the continuing connection of the Kurna people to Country. Mr Butcher also acknowledged the events in Beirut over the previous 24 hours and the impact on more than 20,000 South Australian community members of Lebanese heritage.

2. Declarations of Interest

Interests were noted.

3. Starring of items

No additional items were starred for discussion.

4. Minutes of previous meeting

DECISION: The Minutes of the meeting held on 2 July 2020 were endorsed as a true and accurate record of proceedings, pending the amendment of wording in the CEO report to reflect 'additional details sought' in lieu of 'ambiguity'.

ACTION: *Minutes of 2 July 2020 to be amended as above. (Assignee(s): Julie Bowman; Due Date: 13/08/2020)*

5. Actions arising from previous meeting

'Pending' Actions arising from previous meetings were discussed at relevant Agenda items, held over until their due date, or noted as follows:

Action #	Update
#6,8,9	<p>Mr Butcher summarised the discussion points at the meetings held between the LHN Board Chairs and the CE SA Health; and the LHN Board Chairs and Minister for Health and Well-being. The Board discussed:</p> <ul style="list-style-type: none"> • The evolution of the contributing organisations to the SA Health system under the reformed governance model, and associated challenges and opportunities; • Measures of benefit of the reformed governance model on the Health system, SALHN and its' community; and • Mechanisms to communicate the alignment of SALHN's priorities with the Minister's and CE SA Health's priorities.

DECISION: **The Board noted the completed Actions.**

6. Values Moment

The CEO, Professor O'Neill, outlined recent events, a patient journey, and communication received from the CE SA Health placing a spotlight on SALHN's area of focus in providing reliable and respectful care and support for the most vulnerable in the community.

The Board discussed:

- SALHN's mission and duty of care for people with disability in all phases of care (in-hospital and community);
- The intersection of tertiary health care with supports purchased by people with disability with a NDIS plan; and
- Opportunities for improvements provided by the realisation of SALHN's Digital Strategy.

DECISION: **The Board noted the values moment and acknowledged the priority Executive have placed on exploring new options to support this vulnerable group of SALHN patients.**

ACTION: *Executive to provide a spotlight session on SALHN's evolving approach to tertiary health care provision and integration with community service sector for patients with disability (Assignee(s): Sarah Woon, Executive Director Allied Health; Due Date: 1/10/2020)*

7. Spotlight session: EDMS

The EDMS, Dr Diana Lawrence, provided an outline of the EDMS role and its foci including, but not limited to:

- Leadership, connection, culture and influence across all areas in SALHN;
- The medical professional network within and external to SALHN;
- The Quality domain under SALHN's Integrated Management System,
- Connection to research strategy, and;
- Working with the Clinical Governance Sub-committee.

Dr Lawrence spoke to goals for the next twelve months including:

- Setting SALHN up for success within a 'short notice assessment pathway' (SNAP) approach for accreditation against the NSQHS standards Version 2;
- Clinician well-being;
- Developing the Clinician Engagement Strategy with the Board and staff; and
- Leading the expansion of SALHN's culture, centred on positive patient outcomes and experience and integrity.

The Board discussed, amongst other items, the:

- Current state of clinician engagement across SALHN and its purpose;
- Key elements that enable and sustain clinician engagement;
- Avenues for how the Board can optimally contribute to clinician engagement and enable and support clinicians' priority of providing safe, quality care; and the
- Joint session with Executive planned for 10 August 2020.

DECISION: The Board acknowledged the EDMS' spotlight session and achievements over the last 12 months.

ACTION: Board and Executive to explore avenues for engagement (Assignee(s): Board and Executive; Due Date: 10 August 2020)

~ Dr Lawrence left the meeting at 11.08 am. ~

8. CEO Report

The CEO, Professor O'Neill outlined the current status of:

- SALHN's COVID 19 response including:
 - Reactivation of 'incident management status';
 - Supporting priorities of the South Australian response, including, but not limited to:
 - Provision of clinical staff for Mt Gambier District Health Services;
 - New COVID clinics including at Aldinga GP Plus, and
 - Services for haematology and oncology patients living in the south-east who are prevented from accessing usual western Victoria based services due to border restrictions.
 - Evolution of SALHN's:
 - Concierge services;
 - Access routes for staff/visitors/patients;
 - Changes to PPE and supply chain options;
 - Escalation of communication mechanisms with staff and consumers; and

- Exploration of different space options for staff and services given Flinders University's resumption of utilisation of space on the Flinders campus.
- Elective surgery in accordance with the CE SA Health's directive.

The Board discussed amongst other items:

- Evolving external and internal environmental factors at play with respect to COVID-19;
- Activity levels within ED and across the network;
- Tracking of COVID-related expenditure and DHW's engagement of KPMG to ensure consistent interpretation and application of COVID-19 expenditure business rules across the SA Health system;
- Options to enable Executive sustainability given the forecast protracted nature of COVID-19;
- Prioritisation required to further SALHN's strategic direction, concurrent with operations managed in accordance with Service Agreement and budget, while ensuring staff safety and well-being and reliable and respectful health care provision;
- Terms of the 2020-21 Service Agreement and associated performance framework;
- Development of a dashboard to track ambulance ramping, ED wait times, patient flow, unconventional space utilisation, referrals to priority care centres, and hours lost in transfer of care;
- Benefits of SALHN-specific legal counsel;
- Current status of EMR implementation planning, additional detail sought with respect to ERM budget and delegations assigned to SALHN and challenges associated with delineation of EMR benefits realisation;
- Governance arrangements with respect to SALHN's charitable partners; and
- Progress with Southern Health Expansion Plan (SHEP) implementation, SHEP performance dashboard, and communications with key stakeholders.

DECISION: **The Board noted the report.**

ACTION: ***Board Chair to liaise with Chair of Flinders Foundation regarding Memorandum of Agreement development, as one component of broader governance improvements with all SALHN charitable partners.***
(Assignee(s): Mark Butcher; Sue O'Neill; Due Date: 3 September 2020)

9. SALHN Financial Performance

The Chief Finance Officer, Mr Gadd highlighted:

- The management account's end of month position for June 2020;
- The management account's end of year position for 2019-20; and associated (draft) financial statements as discussed at the Audit and Risk Sub-committee earlier on 6 August 2020;
- SALHN's 2020-21 Budget status; and
- Details being sought from the DHW in several areas.

The Board discussed, amongst other items:

- June performance and end of year position as per management accounts;
- Matters pertaining to the principles in the DHW's performance framework and projected future budget and commissioning processes;
- Discussions to occur in the coming weeks between the Chair, Chair of the Clinical Governance Sub-Committee, CEO, CFO and CE, SA Health and deputy CE, SA Health with respect to the Service Agreement;
- Risks to financial sustainability if service activation progresses in the absence of funding confirmation in writing;
- Monthly communications planned with the DHW to ensure transparency of SALHN's understanding of expenditure parameters; and
- Quarterly meetings of Financial Governance Oversight Committee.

DECISION: The Board noted the Finance report.

DECISION: Monthly communication to occur with CE SA Health regarding SALHN's understanding of performance against budget and expenditure parameters.

DECISION: Quarterly FGOE meetings to be continued.

DECISION: Executive to prioritise:

- Safe and quality patient care;
- Staff safety; and
- Pursuit of a 'balanced budget' - acknowledging the financial envelope provided, savings expectations applied to date and impact of 2019-20 financial sustainability program; budget detail yet to be confirmed by the DHW; and associated work and expenditure in relation to the COVID response.

ACTION: Executive to develop format for monthly communication to CE SA Health including SALHN's financial performance relative to SALHN's understanding of budget and expenditure parameters. (Assignee(s): Wayne Gadd; Due Date: 03/09/2020)

ACTION: Board Chair to advise CE SA Health regarding our financial performance as at end July 2020 compared to SALHN's understanding of the 2020-21 budget and expenditure parameters. (Assignee(s): Wayne Gadd; Mark Butcher; Due Date: 03/09/2020)

ACTION: Quarterly FGOE meetings to be scheduled (Assignee(s): Wayne Gadd; Due Date: 03/09/2020)

10. Items from Sub-committees

10.1 Clinical Governance Sub-Committee

The Chair of the Sub-committee, Ms Richter outlined the:

- Discussions at the 23 July 2020 meeting, including the continued focus on provision of safe, quality and reliable care, as evidenced by performance metrics against key quality and safety measures; and
- Recommendation to the Board to approve the Board Chair to sign the ACSQHC attestation statement.

The Board discussed the:

- Culture for safe and quality care across the network;
- Evidence provided by Executive and pathways for the Board to satisfy itself of the culture moving forward;
- The benefits of the Integrated Management System in connecting 'ward to Board' and vice versa'.

DECISION: The Board noted the Sub-committee's report.

DECISION: The Board unanimously supported and authorised the Board Chair signing the ACSQHC attestation statement.

ACTION: *Board Chair to sign the Attestation statement.*
(Assignee(s): Mark Butcher; Sue O'Neill; Julie Bowman; Due Date: 30/09/2020)

10.2 Capital Projects Sub-committee

DECISION: The Board noted the Sub-committee has not met since the last Board meeting, and opportunity provided by the joint Board-Executive session on 10 August 2020 to Explore service and associated infrastructure plans and requirements.

10.3 Community Engagement Sub-committee

DECISION: The Board noted the Sub-committee has not met since the last Board meeting, and its next meeting scheduled for 13 August 2020.

10.4 Audit and Risk Sub-committee

The Chair of the Sub-committee, Ms Hickey outlined the:

- Discussions at the 27 July 2020 meeting, including the program of work with EY to 'refresh' SALHN's strategic risks, map assurance activities, develop an Internal Audit Charter and Strategy, and draft a proposed two-year Internal Audit Plan; and
- Discussions at the 6 August meeting (held immediately prior to the 6 August 2020 Board meeting) in relation to the (draft) Financial Statements, including briefings received in June 2020 from the CFO and Director, Tax and Accounting, Shared Services in relation to the (draft) statements, changes to standards applied, and the pathway to receipt of the audited statements in mid-September 2020.

The Board discussed, amongst other items:

- Wording of Strategic Risks 1, 10, 13;
- Collaborative process undertaken by EY and Executive in formulating the reports and proposed Internal Audit Plan;
- The (draft) Financial Statements including:
 - Reconciliation against monthly reports provided by Executive;
 - Historical representation of RHP-site assets on the SALHN balance sheet;
 - Assurance provided as a result of controls assessment and AGD audits in 2020; and
 - The compressed time frames for consideration of the audited statements in September.

DECISION: The Board noted the Sub-committee's report.

DECISION: The Board:

- Adopted the 'refreshed' strategic risk profile, pending the inclusion of the wording amendments as discussed;
- Endorsed the Internal Audit Charter;
- Endorsed the Internal Audit Strategy, noting Executive's work in progress to develop a proposed SALHN operating model of the strategy; and
- Endorsed the Internal Audit Plan 2020-21.

DECISION: The Board endorsed the Board Chair signing the certification of the (draft) Financial Statements and their submission to the Auditor General's Department.

ACTION: *Executive to amend the 'refreshed' strategic risk profile as discussed. (Assignee(s): Julie Bowman; Due Date: 03/09/2020)*

ACTION: *Board Chair to sign the certification of (draft) Financial statements (Assignee(s): Mark Butcher; Wayne Gadd; Due Date: 06/08/2020)*

ACTION: *(Draft) Financial statements to be submitted to the Auditor General's Department (Assignee(s): Wayne Gadd; Due Date: 06/08/2020)*

11. Archiving of Board and Sub-committee documents (Diligent)

The Executive Director Governance and Risk, Ms Bowman, outlined the recommended sequence of timing of archiving of Board and Sub-committee papers, and their location within Diligent.

The Board discussed the inclusion of the Service agreement 2020-21 and Board member letters' of appointment including terms within the Resource Centre.

DECISION: The Board endorsed the archiving schedule.

ACTION: *2019-20 documents to be archived as per the schedule. (Assignee(s): Julie Bowman; Due Date: 30/09/2020)*

12. Items for Noting

12.1 Declarations of Interest Report

DECISION: The Board noted the Interests report.

12.2 Decisions made by Circular Resolution

DECISION: The Board noted no decisions had been made by Circular Resolution since the last meeting.

12.3 Operations Report

DECISION: The Board noted the report

12.4 Media Report

DECISION: The Board noted the report.

12.5 Board evaluation

DECISION: The Board noted the update.

13. Correspondence

DECISION: The Board noted the correspondence.

13. Other Business

13.1 COVID-19 Board Response Team (CBRT)

The Board noted that the CBRT held a meeting on 4 August 2020.

DECISION: The Board noted the Team's meeting notes will be available on Diligent.

13.2 Cyber security

The Board requested an update on cyber security at the next meeting.

DECISION: The Board supported an Executive presentation regarding cyber security.

ACTION: *Executive to present an update on cyber security at the September meeting.
(Assignee(s); Wayne Gadd; David Morris; Due Date: 03/09/2020)*

14. Meeting evaluation

The Board discussed quality of Board pack, meeting efficiency and discussion spanning strategy, risk, culture, performance and governance; and duration of the meetings.

DECISION: The Board agreed that items for decision to be scheduled at the beginning of the meeting, post spotlight presentations.

ACTION: *Items for decision to be scheduled in the Board meeting agenda immediately following a spotlight presentation.
(Assignee(s): Julie Bowman; Due Date: 03/09/2020)*

15. Next Meeting

The next meeting was confirmed as 3 September 2020; 08.30am – 1.30pm.

16. Meeting Close

The meeting was formally closed at 2.19pm. The Chair thanked all in attendance for their contribution.



14/09/2020 10:38 AM

Approved as an accurate record of proceedings:

BOARD CHAIR