

WCHN GOVERNING BOARD MINUTES LOCATION: EXECUTIVE OFFICE BOARD ROOM MEETING OPENED: 11.35AM			
Item No.	Item	Discussion	Action Ref No.
2.1	Acknowledgement to Country	<i>"We would like to acknowledge this land that we meet on today is the traditional land of the Kaurna people, and that we respect their spiritual relationship with their country. We also acknowledge that the Kaurna people are the custodians of the Kaurna land and that their cultural and heritage beliefs are still important to the living Kaurna people today"</i>	
	Welcome and Apologies	The meeting commenced at 11.35am with the Chair providing an Acknowledgement to Country and welcoming all Board members and meeting attendees.	
	Attendance of members:	Jim Birch AM (Chair), Karen Glover, Ross Haslam, Dr Stephen Christley (via Video Conference), Sandy Miller, Brenda Wilson AM	
	In attendance:	Lindsey Gough (CEO), Paul Monaghan (CFO), Sarah McRae (COO), Kate Hawke (Board Secretary), Fiona Turner (Minute Taker)	
	Invited Guests:	Phil Robinson PSM (ED Corporate Services), Wendy Rowell (Director Capital Projects)	
	Apologies:	John Bastian AM, Susy Daw	
	In Camera Session	<p>The Board noted and endorsed the CEO's Performance Review.</p> <p>Action: SA Museum to be contacted to recommend an ethicist to provide advice on the way forward</p> <p>Action: The CEO to invite the Chair of the Medical Staff Society to a meeting with the CEO and Board Chair</p> <p><i>It was noted and acknowledged the excellent result from the Accreditation review that took place at WCHN during the last week of October.</i></p> <p><i>It was discussed and agreed that every 8 weeks All Staff Forums will be held (similar to Grand rounds) and the CEO will provide a general update with the Board Chair in attendance (where possible) to assist with any questions.</i></p> <p>Action: The Board Secretary to request a communique be prepared and distributed to all staff to promote the All Staff Forums on an eight weekly basis</p>	<p>1</p> <p>2</p> <p>3</p>
2.2	Confirmation of Agenda /Order of Agenda/Any Other Business	<p><i>The Chair noted confirmation of the agenda and order of the agenda.</i></p> <p><i>It was noted that all future board papers will be distributed via Diligent (secure online platform for Board papers) and the 'no printing' function will be enabled (as per instruction from the Board Chair).</i></p> <p>Action: The Board Secretary to load all previous board minutes and agendas onto Diligent in the Reference Library</p>	4

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2.3	Conflict of Interest Disclosures	The Chair asked the Directors to declare any additional conflicts of interest. The Chair noted that there were no other conflicts of interests declared at this meeting.	
2.4	Confirmation of Previous Minutes	<i>The minutes of the meeting held Thursday 5 September 2019 were endorsed by the Board.</i>	
2.5	Action List	The Chair noted the current action list and that all items due have been completed. <i>The CEO reported on action item 05.09.19 – 2 (Research Strategy) that a discussion has been held between WCHN and SAHMRI post the last board meeting in preparation for a draft strategy to be presented at the board meeting in February 2020</i>	
2.6	Correspondence	The Chair noted the correspondence that was distributed with the meeting papers and taken as read.	
4.1	Report from Chief Executive	The Chair noted the report distributed with the meeting papers and taken as read. The Chair invited the CEO to present a brief overview of the report and take questions from the Board. General discussion regarding the nWCH project <i>The Chair requested to take on notice to follow-up with DCP to ascertain whether Aboriginal workers are involved in conducting the assessments with regards to the removal of infants</i> <i>Action: The CEO to provide a copy of the documentation that is used at WCH as part of the recording of notifications of infants to Director Miller</i> <i>The Chair noted this item is to remain on the action list and collaboration with DCP on how children can be returned to their parents</i> <i>The Board noted the CEO report</i>	5
4.2	Report from Board Chair (verbal report)	<i>No report was provided at the meeting.</i>	

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4.3	Finance and Performance Report	<p>The Chair noted the report that was distributed with the meeting papers and taken as read. The Chair invited the CFO to present the report and take questions from the Board.</p> <p>Action: Cost pressures on the 19/20 forecast to be provided in detail by the CFO at the next December board meeting</p> <p>Action: The Board Secretary to upload to Diligent the report on outpatient data regarding failure to attend rates. Including the scorecard with the Aboriginal health data in this area</p> <p><i>The Board:</i></p> <ul style="list-style-type: none"> <li>Noted the current 2019/20 YTD analysis</li> <li>Noted the increased risk to the forecast from State-wide Services cost increases and increased inpatient activity</li> <li>Noted their support for the brief to be forwarded to the Minister for Health and Wellbeing</li> </ul>	6 7
4.4	Performance Report (Service Agreement)	<p>The Chair noted the report that was distributed with the meeting papers and taken as read. The Chair invited the COO to present the report and take questions from the Board.</p> <p><i>The Board:</i></p> <ul style="list-style-type: none"> <li>Noted the performance against KPIs and actions being taken to address areas of sub-optimal performance as outlined in the briefing.</li> </ul>	
4.5	3 Month Review of Board and Committee functioning	<p>The Chair noted the report that was distributed with the meeting papers and taken as read. The Chair invited the Board Secretary and CEO to present the report and take questions from the Board.</p> <p><i>The Board:</i></p> <ul style="list-style-type: none"> <li>Discussed observations and feedback received from Board members, Committee members and the secretariat, in relation to the functioning of the WCHN Governing Board ("the Board) and its Committees</li> <li>Approved the updated Terms of Reference for the four committees of the Board with the noted changes</li> <li>Were asked to provide any feedback regarding the proposed meeting calendar schedule to the Board Secretary before wider circulation</li> </ul>	

Item No.	Item	Discussion	Action Ref No.
5.1	Transfer of functions from DHW to LHNs	<p>The Chair noted the report that was distributed with the meeting papers and taken as read. The Chair invited the CEO and CFO to present the report and take questions from the Board.</p> <p><i>The Board:</i></p> <ul style="list-style-type: none"> <li>Noted the update relating to the transfer of functions from the Department for Health and Wellbeing (DHW) to Women's and Children's Health Network (WCHN)</li> <li>Noted that the WCHN CFO will develop a joint paper with the Director State-wide Services in relation the State-wide Services Pricing Model.</li> </ul>	
5.2	Update on Policy Compliance	<p>The Chair noted the report that was distributed with the meeting papers and taken as read. It was reported that good progress is being made and will be further reviewed post the recent accreditation.</p> <p><i>The Board:</i></p> <ul style="list-style-type: none"> <li>Noted the update on WCHN's compliance with legislation and policy directives.</li> </ul>	
5.3	Update on nWCH and Sustainment	<p>The Chair welcomed Phil Robinson and Wendy Rowell to the meeting to present an update on the nWCH and WCH sustainment works.</p> <p>Action: A discussion to be held on responsibility of the WCHN Governing Board in relation to the Governance and Reporting Line Structure for nWCH Project</p> <p>Phil Robinson and Wendy Rowell left the meeting</p>	8
5.4	Public Disclosure Guidelines	<p>The Chair noted the report that was distributed with the meeting papers and taken as read.</p> <p><i>The Board:</i></p> <ul style="list-style-type: none"> <li>Noted the contents of the new Public Interest Disclosure Act 2018 (SA) ("PID Act") which came into effect 1 July 2019, repealing the Whistleblowers Protection Act 1993 (SA).</li> <li>Noted that in keeping with the Public Interest Disclosure Regulations 2018, WCHN Responsible Officers have completed the necessary training.</li> </ul>	
6.1	Audit & Risk Committee	<p>The Chair noted the next meeting is scheduled for 18 November 2019 and no minutes are currently available.</p>	

Item No.	Item	Discussion	Action Ref No.
6.2	Finance & Performance Committee	The Chair noted the meeting minutes that were distributed with the papers and taken as read. The Chair invited the Committee Chair to provide any comment on the recent meeting.  <i>The Board noted the minutes of the meeting held on 24 October 2019</i>	
6.3	Consumer & Community Engagement Committee	The Chair noted the meeting minutes that were distributed with the papers and taken as read. The Chair invited the Committee Chair to provide any comment on the recent meeting.  <i>The Board noted the minutes of the meeting held on Wednesday 16 October 2019</i>	
6.4	Clinical Governance Committee	The Chair noted the meeting minutes that were distributed with the papers and taken as read. The Chair invited the Committee Chair to provide any comment on the recent meeting  <i>The Board noted the minutes of the meeting held on Tuesday 17 September 2019</i>	
7.1	Other Business	The Chair requested any other items of business for discussion: <ul style="list-style-type: none"> <li>Annual Public Meeting (APM) – The CEO discussed the proposed agenda for the APM to be held prior to the board meeting on Thursday 5 December 2019 and sought feedback from the Board</li> <li>The CEO advised of the opportunity for an overview session for all Board and Executive team members to attend on Thursday 28 November with Dr Mark Britnell, KPMG Global Chairman for Healthcare, Government and Infrastructure.</li> </ul> <i>Action: Invitations to be forwarded to Board members to attend the session with Dr Mark Britnell</i>	9
8.1	Meeting Evaluation	The Board held a verbal discussion in evaluating today's board meeting	
8.2	Next Meeting:	Thursday 5 December 2019	

**MEETING CLOSE: 2.45PM**

**SIGNED:**   
**JIM BIRCH, WCHN GOVERNING BOARD CHAIR**