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SALHN GOVERNING BOARD

Confidential Minutes of the meeting

4 February 2021

8:34 am – 11:59 am (ACST)

Board room, Level 2, FMC

INVITEES:	
Board Members	SALHN Executive
	Professor Susan O'Neill, Chief Executive Officer
Mr Mark Butcher (Chair)	Mr David Morris, Chief Operating Officer
Ms Virginia Hickey	Mr Wayne Gadd, Chief Finance Officer
Associate Professor Tamara Mackean	Ms Sarah Woon, I/Executive Director, Governance and Risk
Ms Julie Mitchell	Mr Michael Francese, Chief Workforce Officer
Ms Jill Noble	IN ATTENDANCE:
Ms Jenny Richter	Dr Jacqui Beall, Director, Child Protection Service – Item 6
	Dr Michael Nance, Clinical Director Mental Health – Item 7
	Ms Karen Mugford, A/Board Secretariat

Items are recorded in order of discussion.

1. Welcome/Apologies & Acknowledgement to Country

Mr Butcher welcomed Board members and all those in attendance to the meeting.

Mr Butcher provided apologies from Professor O'Neill. Mr Morris, Acting Chief Executive Officer and Ms Woon, Interim Executive Director, Governance and Risk were acknowledged.

Mr Butcher paid respect to Traditional Owners and the continuing connection of the Kurna people to Country.

2. Values Moment – Child Protection Services

Dr Beall, Director, Child Protection Service (CPS), provided an overview of:

- Statistics of number of children coming to the attention of the CPS;
- the role and functions of the CPS;
- skill base required of staff working in CPS; and
- program areas to assist individuals and families at high risk.

The Board discussed, amongst other items:

- interagency governance arrangements;
- funding arrangements for the service;
- overrepresentation of Aboriginal children in the service and capacity and capability to support cultural and spiritual determinants;
- provision of materials in language;

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- areas of opportunity in early intervention with high-risk groups; and
- SALHN's potential to impact the social determinants of health in the community.

DECISION: The Board noted the Values Moment, thanked Dr Beall for the presentation, and acknowledged the vital work of the service in assisting the most vulnerable in the community

ACTION: Mr Butcher to send on behalf of the Board a thank you note to Dr Beall
(Assignees: Mr Butcher and Ms Woon; Due Date: 12 February 2021)

~ Dr Beall left at 9:43 am, and Dr Nance entered the meeting ~

3. Spotlight – Repat Neuro-Behavioural Unit (RNBU)

Dr Nance, Clinical Director, Mental Health Services, outlined:

- the purpose of the RNBU in serving the community;
- the fit for purpose infrastructure built on the Repat Precinct;
- anticipated referral pathways to the RNBU;
- the successful recruitment strategy implemented;
- the model of care developed from extensive consultation with carers, mental health services, Department of Health and Wellbeing (DHW) and other stakeholders; and
- embedding research from the time of establishment.

The Board discussed, amongst other items:

- the recruitment strategy implemented in relation to sustained cultural alignment;
- delineation of the models of care between RNBU and Specialised Advanced Dementia Unit (SADU);
- relationships with providers to support an exit from the service;
- expected expenditure to provide the model of care is the first Tier 7 service in Australia; and
- legislative arrangements under which the service operates to support the model of care.

DECISION: The Board noted the Spotlight, thanked Dr Nance for the presentation, and wished Dr Nance well in launching the service to provide specialised care for patients with severe behavioural and psychological symptoms of dementia

ACTION: Dr Nance to provide an update to the Board in 6 months (September 2021 Board meeting), providing the outcomes against the desired intent of the unit
(Assignees: Dr Nance; Due Date: 01 August 2021)

~ Dr Nance left the meeting at 10:10 am. The meeting adjourned ~

~ The meeting resumed at 10.20 am, returning to Agenda Item 1 ~

4. In introductory remarks, Mr Butcher explained the process in place to recruit a Board Secretariat. Declarations of Interest

Interests were noted.

The Board clarified that declarations in relation to research be made early, with the minimum requirement being an interest is declared after funding is approved for research.

DECISION: The Board sought to review interests declared

ACTION: Ms Woon to write to Board members seeking their confirmation of interests declared
(Assignees: Ms Woon; Due Date: 19 February 2021)

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5. Starring of items

Mr Butcher highlighted key items for discussion and advised that all items will be taken as read.

ACTION: Ms Woon to amend agenda format to enable open discussion on meeting evaluation with a quarterly formal meeting evaluation rotated amongst Board members
(Assignees: Ms Woon; Due Date: 19 February 2021)

6. Minutes of the previous meeting

DECISION: The minutes of the meeting held on 3 December 2020 were endorsed as a true and accurate record of proceedings

7. Actions arising from the previous meeting

Actions arising from previous meetings were noted as either completed, on track for delivery by the due date, or addressed for discussion in agenda Items.

DECISION: The Board noted the completed actions and items for discussion as per the agenda

ACTION: Mr Gadd and Mr Morris to provide a report on Digital controls and treatments to improve business performance monitoring and predictive scenarios, post activation of EMR
(Assignees: Mr Butcher, Mr Gadd, and Mr Morris; Due Date: June 2021 Board meeting)

8. People Strategy, Culture and Workforce Report

The Chief Workforce Officer, Mr Francese, outlined the:

- Engagement strategy to consult on principles within the People Plan; and
- Current significant issues and risks concerning workforce safety.

The Board discussed, amongst other items:

- Timing and execution of the next phase of the engagement and development of the People Plan;
- Causative analysis of areas of staff safety risks;
- The positive position of SALHN's culture from leadership;
- Expectations to realise performance review and development target; and
- Board member attendance at deliberate touchpoints to observe the effectiveness of system controls.

The Board thanked Mr Francese for the depth of response to the deliberations of the Board.

DECISION: The Board noted the report

ACTION: Mr Francese to liaise with Board members in the next phase of developing the People Plan
(Assignee: Mr Francese; Due date: 26 February 2021)

ACTION: Ms Hickey to provide a package of information on leadership culture for circulation out of session
(Assignee: Ms Hickey and Ms Woon; Due date: 26 February 2021)

ACTION: The Executive to identify treatments to improve the rate of Performance Review and Development completion immediately
(Assignee: Mr Francese; Due Date: March 2021 Board meeting)

ACTION: Ms Woon to develop and circulate a schedule of key touchpoints for Board members to attend, as convenient, to observe and monitor system controls
(Assignee: Ms Woon; Due date: March 2021 Board meeting)

ACTION: Mr Francese to include a traffic light at the top of the report to identify performance to Board tolerance against indicators
(Assignee: Mr Francese; Due Date: March 2021 Board meeting)

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9. Chief Executive Officer Report

The Acting Chief Executive Officer, Mr Morris, highlighted:

- COVID-19 response;
- Current significant issues and risks;
- Capital planning; and
- Communication strategies and framing of key messages to a range of stakeholders.

The Board discussed, amongst other items:

- Emergency Department rebuild and communication to the DHW of expected flow;
- Engagement with the SA Ambulance Service;
- Out of Hospital strategy planning and Priority Care Centres;
- Latest Government information issued concerning COVID-19 vaccination strategies;
- The benefit of a structured communication strategy for consistent messaging from Executive and Board as to locally initiated achievements, delivery of CE SA Health and Ministerial objectives, and cases for change to deliver quality, safe and reliable services in the future; and
- Ministerial announcement relating to the rebranding of SA Health agencies.

DECISION: The Board noted the report

ACTION: Ms Woon to add a standing item to the agenda for 'key messages' for discussions at the completion of each Board meeting
(Assignee: Ms Woon; Due Date: 19 February 2021)

10. SALHN Financial Performance

The Chief Finance Officer, Mr Gadd, highlighted:

- The management account's end of month position for December 2020;
- The management account's end of year forecast position for 2020-21;
- Financial risks, such as COVID response impact, elective surgery, colonoscopy and extended care activity.

The Board discussed, amongst other items:

- December's performance and end of year forecast position as per the management accounts;
- Elective surgery strategy;
- Reconciliation project of leave entitlements;
- Timelines for budget process 2021-22; and
- Themes of bilateral budget bids 2021-22 and risks to delivery of the Strategic Directions Map.

DECISION: The Board noted the financial performance report to 31 December 2020.

11. Items from Sub-committees**11.1 Clinical Governance Sub-Committee**

The Chair of the Sub-Committee, Ms Richter, outlined the decisions, discussions and actions from the meeting held on 03 February 2021, including:

- Clinical risks;
- Colonoscopy review; and
- Terms of Reference review.

The Chair further commented on:

- Discussions with the Chair, Community Engagement Sub-committee to align deliverables in both Sub-Committee's Terms of Reference.

DECISION: The Board noted the update from the Sub-committee

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DECISION: The Board approved that all Terms of Reference to reflect Chair tenure of 3 years, with prior review with the Board Chair

DECISION: The Board approved the Clinical Governance Sub-committee Terms of Reference, subject to the inclusion of Chair tenure

ACTION: Ms Woon to revise the Clinical Governance Sub-Committee inclusive of Chair tenure and coordinate signature out of session
(Assignee: Ms Woon; Due Date: 19 February 2021)

11.2 Capital Projects Sub-committee

The Chair of the Sub-Committee, Mr Butcher, discussed:

- Outcomes for the Executive and Board February 2021 Collaborative Session on capital projects; and
- Mechanisms to further proposed capital infrastructure projects.

The Board discussed, amongst other items:

- The preferred process to be undertaken to select a provider of advice to further proposed capital projects;
- DHW procurement requirements which provide assurance of transparency;
- Pro-active narrative to a range of stakeholders on the urgency and scale of infrastructure needs;
- Engagement of clinicians and the community; and
- Timeframes for Government budget processes and election cycles.

DECISION: The Board noted the update

ACTION: Executive to commence the procurement process for a provider to help develop capital planning
(Assignees: Mr Morris, Mr Gadd and Mr Butcher; Due Date: 12 February 2021)

11.3 Audit and Risk Sub-committee

The Chair of the Sub-Committee, Ms Hickey, summarised the:

- Next steps arising from the February 2021 Collaborative Session on Risk Appetite;
- The recruitment process for SALHN Internal Audit Lead; and
- A revision of the Terms of Reference inclusive of the relationship with the Clinical Governance Sub-Committee about clinical risk oversight.

DECISION: The Board noted the update

DECISION: The Board approved the Risk and Audit Sub-committee Terms of Reference, subject to inclusion of the Chair tenure

ACTION: Ms Woon to revise the Audit and Risk Sub-Committee with Chair tenure and coordinate signature out of session
(Assignee: Ms Woon; Due Date: 19 February 2021)

11.4 Community Engagement Sub-committee

The Chair of the Sub-Committee, Ms Mitchell, outlined the:

- Progress with the Community and Consumer Engagement Strategy development and expectation that the document will be provided to the April Board meeting for approval;
- Inclusion in the Strategy of key messaging;

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- Connection with Clinician Engagement Strategy;
- Intention for Terms of Reference to be revised at the next Sub-committee meeting; and
- Discussion at the last meeting which reflected on the excellent sense of 'team' in the Executive;

DECISION: The Board noted the update

11.5 COVID-19 Board Response Team (CBRT)

DECISION: The Board noted the CBRT report

11.6 Nominations and Remuneration Committee

The Chair of the Sub-Committee, Mr Butcher, outlined the:

- Proposed membership; and
- Recommended the Terms of Reference for approval.

DECISION: The Board approved the Nomination and Remuneration Sub-committee Terms of Reference, subject to inclusion that the Chair must be the Board Chair

ACTION: Ms Woon to revise the Nomination and Remuneration Sub-Committee with Chair selection and coordinate signature out of session
(Assignee: Ms Woon; Due Date: 19 February 2021)

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 the decisions made by circular resolution

12.3 Media Report

DECISION: The Board noted the Media Report

13. Correspondence

DECISION: The Board noted the Correspondence Report

14. Other Business

14.1 Disclosures

Mr Butcher and Ms Hickey discussed declarations of recent appointments.

DECISION: The Board noted the declarations made by Mr Butcher and Ms Hickey and deemed there to be no conflict at this time

ACTION: Ms Woon to update the Declaration of Interest Register with Mr Butcher and Ms Hickey's declarations
(Assignee: Ms Woon; Due Date 9 February 2021)

15. Meeting evaluation

The Board commented on the quality and conciseness of the Board pack enabling in-depth discussion.

16. Next Meeting

The next meeting was confirmed as 18 March 2021 | 08.30 am – 1.30 pm, at FMC.

Mr Butcher advised that the September 2021 meeting requires rescheduling.

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ACTION: Ms Woon to coordinate rescheduling of September 2021 to a week later, if convenient to the Board
(Assignee: Ms Woon; Due Date: 19 February 2021)

17. Meeting Close

The meeting was formally closed at 12:50 am.

The Chair thanked all in attendance for their contribution.



Approved as an accurate record of proceedings
BOARD CHAIR

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