

**Minutes of the 253rd Meeting of the Board of Trustees
of the Cheshire Foundation in Ireland**

Wednesday 21 May 2008 at 12.30 – 14.30

Block 4, Bracken Business Park, Bracken Road, Sandyford Ind. Estate, Dublin 18

Present: Justice Ronan Keane, Chair
Laurence Crowley
Dr. Mark Delargy
John Guinan
Ed Merbis
Tom O'Connor
John O'Kane
Eoin O'Morain

Apologies: Bill Durkan
Rosaleen McDonagh
Maeve Nolan
Dr. Patricia O'Brien

In Attendance: Mark Blake-Knox, Chief Executive
Maggie Thomas, Head of Development
Joe Campbell, Head of Finance

Minutes: Genevieve McNally

1. Minutes

The Minutes of the 252nd Meeting of the Board of Trustees, held on Wednesday 2 April 2008, were taken as read, agreed as a fair record, and signed.

2. Matters Arising

The Chairman reported that two members, Tom O'Connor, and Laurence Crowley, had informed him of their decision to retire for personal and other commitment reasons from the Board at the AGM in June.

The Chairman said that the Board would like to acknowledge its great debt of gratitude to both Tom O'Connor and Laurence Crowley for their very valuable contribution to the Board.

The CEO also said that he would like to acknowledge the significant commitment and support of both over the years.

The Chairman referred to the Greystones development and asked whether the situation had moved on in recent weeks. The CEO said that two couples who required relatively little support have now moved into their houses in Greystones. Unfortunately, as no additional revenue funding is available from the HSE other people cannot move into their new homes.

Ardeen Cheshire

Following the Board meeting of 2 April, Sheil Kinnear, Accountants were contacted to check if there were any outstanding tax issues relating to Coollatin Properties Ltd. It is the CEO's understanding that there is little or no tax liability, but this will be confirmed at the earliest opportunity.

3. Draft 2007 Financial Statements

Laurence Crowley, Chairman of the Finance & Audit Committee, said that a revised Director's Report and Financial Statements for the year ended 31 December 2007 will be circulated before the A.G.M. on 18 June. Some minor changes to the text have to be made by PwC.

The Finance & Audit Committee met with PwC on 7 May 2008 to review the 2007 Draft Financial Statements and the Audit Finding Report. Laurence Crowley said that he was pleased to report that the Audit Findings Report noted that there had been a significant improvement in the completeness of the books and records, and the level of preparation for the audit. The Report identified a small number of key areas that need improvement and investment in the coming year.

The report recommended the implementation of an integrated I.T. system within the organisation. A proposal to upgrade I.T. systems will be presented to the Board at its September 2008 meeting.

Laurence Crowley, on behalf of the Finance & Audit Committee, recommended the approval of the Director's Report and Financial Statements for the year ended 31 December 2007 subject to the adjustments to text.

It was proposed by Eoin O'Morain and seconded by Ronan Keane to adopt the 2007 Director's Report and Financial Statement. This was agreed.

The CEO acknowledged Maggie Thomas's work on the 2007 Accounts and the significant improvement that had been achieved.

4. Reports from sub-committees

Finance & Audit Committee meeting

Laurence Crowley, Chairman of the Finance & Audit Committee reported on the First Quarter Accounts. These showed an overall surplus of income over expenditure of €57,914 – though some individual centres had incurred deficits. Actions will be taken to eradicate these over the coming months.

Joe Campbell, Head of Finance, said that rostering systems being used throughout the organisation need closer investigation to ensure that staff are being used at times that best suit the needs of service users while also ensuring that the organisation is getting best value.

Nomination & Governance Committee

Laurence Crowley, Chairman of the Nomination & Governance Committee reported that there are currently five vacancies on the Board.

He said the Committee had discussed a number of people who would be sounded out about becoming Board members over the coming months. Two, Michael O'Mahony and Owen Collumb have expressed a willingness to serve on the Board.

Laurence Crowley proposed both Owen Collumb and Michael O'Mahony be nominated to the Board. Tom O'Connor seconded this proposal.

5. CEO Report

The CEO highlighted the following points from his report.

Redesign of services at Barrett Cheshire House

The aim of the project will be that the residents moving out of the Barrett will get the same level of support as they currently receive. Only the location of where they receive their support will change.

21 Herbert St.

The CEO said that Savill's have been instructed to contact Triton Investments with a view to starting negotiations with Jones LangLaSalle. The Chairman said that he is reasonably optimistic that these negotiations will have a positive outcome for both parties.

Meeting with NRH

The CEO spoke about the meeting Maggie Thomas and he had with Dr. Mark Delargy and Derek Greene, CEO of the NRH on 13 May.

Caroline Whelan, Head of HR in Cheshire is to contact Ann O'Loughlin, Senior Social Worker, NRH to continue discussions between Cheshire and the NRH.

Action: CW

It was also agreed that the CEO would organise a follow up meeting with Dr. Delargy in regard to a possible application under the Enhancing Disability Services funding scheme.

Service Level Agreements (SLA's)

The CEO reported that he had attended a meeting, as part of a group representing the Not for Profit Business Association, with personnel from the HSE in regard to Service Level Agreements. A template that has been produced by the HSE over the last 18 to 24 months was handed out at the meeting. The Comptroller & Auditor General's Report on the HSE funding of Nonprofit Organisations was the catalyst for this piece of work.

Subsequent to the meeting, Cheshire had sent the Not for Profit group a comprehensive response to the document raising a broad range of concerns. The Not for Profit group is in on-going discussions with the other umbrella organisations putting together a response to the draft SLA's. The CEO said that he would not recommend signing the SLA's as currently drafted.

HSE 1% cuts in revenue funding

The cuts in funding proposed by the HSE were discussed. The CEO said that the Not for Profit group are trying to fight the cuts. John O'Kane spoke about how important he saw communication between Senior Management, Service Managers, staff and residents in regard to any potential cuts in expenditure. He said people living in Cheshire centres need to be kept informed of changes with the service they receive as a result of reductions in HSE funding.

Hydrotherapy Pool

A proposal to the Board was circulated prior to the meeting relating to the proposed Hydrotherapy Pool at Rathfredagh.

A discussion took place on the feasibility of funding the staff for the pool. The capital costs of building the pool are available. Maggie Thomas said that staffing costs of the pool, so that it would get viable and safe use, would amount to €73,000 per annum. She said there would also be an additional cost of €9,400 for maintenance of the pool annually.

The CEO said that given the fact that Rathfredagh had incurred a deficit of close to €30,000 in the first quarter and given the very uncertain HSE funding environment, he could not recommend to the Board that the pool should go ahead.

After discussion, it was agreed that the CEO would try to contact representatives of JP McManus to convey this decision to him. Other prospective uses of the funds, if still available to Cheshire, would be considered in advance of such a meeting.

Action:CEO

HR Issues

The CEO said that Dr. Caroline Whelan will head up an enhanced HR Team from 26 May in Central Office. Dr. Whelan will lead on the introduction of the Performance Management and supervision framework across the organisation.

St. Laurence Apartment Development

The CEO said that the St. Laurence apartment development had finally received approval for CAS funding.

Tullamore

Maggie Thomas explained that the decision by Tullamore Town Council to refuse planning permission for the development in Tullamore can be appealed. Maggie Thomas said that management are waiting for the local HSE office to inform them if they want Cheshire to continue with this project.

6. Any other issues

The Board approved the following:

1. Documents for signing and sealing – Leases for the 5 apartments at Navan
2. Change to the AIB mandate for the Barrett Cheshire
3. Opening a new Bank of Ireland Account for the new Cara Cheshire CE Scheme
4. Change to the Bank of Ireland mandate for Ardeen CE Scheme
5. Change to the AIB Mandate for Rathfredagh CE Scheme.

Signed: _____ **Dated:** _____

Date of next meeting: 18th June 2008