

Mental Health Commission Meeting
Minutes of Meeting held on Thursday 25 and Friday 26 January 2018
Held in Killashee House Hotel, Naas, County Kildare

Commission Members	Initials
John Saunders	JS
Patrick Lynch	PL
Catherine O'Rorke	COR
Nicola Byrne	NB
Jim Lucey	JL
Rowena Mulcahy	RM
Ned Kelly	NK
Michael Drumm	MD
Margo Wrigley	MW
Niamh Cahill	NC
Aaron Galbraith	AG
Colette Nolan	CN
Xavier Flanagan	XF

Apologies	Initials
Jim Lucey – Day One Not in Attendance	JL
Xavier Flanagan – Day Two Not in Attendance	XF

Executive in Attendance	Initials
Patricia Gilheaney, CE	PG
Orla Keane, Secretary to the Commission and Head of Legal	OK
Rosemary Smyth, Director of Standards and Quality – In attendance for Item 1 - PM Day One	RS

Agenda Item No	
DAY ONE – 25 JANUARY 2018	
1	<p>Declarations of Interests - Signed and Returned to the Secretary</p> <p>The Secretary also reminded everyone about the returns in relation to the Ethics in Public Offices Acts which are to be made by 31.1.18.</p>
2	<p>Minutes of Meeting on 1.12.17</p> <p>PL requested one amendment to be made to the Minutes of the Meeting – Item 7 / Committees / ARC – this was agreed.</p> <p>Decision 1 of 2018</p> <p>NB proposed approval of the Minutes and NK seconded same.</p>

	<p>Minutes of Meeting on 13.12.17 The Chair noted that one amendment would be made to the Minutes to reflect the fact the RM did not receive notification by email of the meeting due to an IT issue by the MHC and she would have been free to attend the meeting if she had received the email. Decision 2 of 2018 PL proposed approval of the Minutes and AG seconded same.</p> <p><u>Matters Arising</u> OK went through each of the 8 items in the Action Log from the meeting on 1.12.17 and updated the Members. PG noted the Action Items from the meeting on 13.12.17 - specifically the Financial Statements went to the DOH and will be put before the Houses of the Oireachtas in due course.</p>
3	<p>Chair's Business</p> <p>The Chair noted that the Business was as per the Two Day meeting Agenda.</p> <p>He said that an additional item arose relating to the recent resignation of the CE. The Chair asked PG/ OK to leave while the Members met in private to discuss the matter. Following a preliminary discussion, OK/PG were asked to return to the meeting. The Chair noted that it was agreed that the Chair would approach RS to act as Interim CE until such time as a new CE is appointed (this is subject to the DOH). The Chair said that the Members would continue their discussion in private as part of the final session of the day.</p> <p>The Chair also referred to the Report of the Joint Committee on the Future of Mental Health Care and the fact that there was no reference to or consultation with the MHC. He wrote to Committee and they replied on 19.1.18 stating that they would arrange to meet with the MHC. The Chair said he might ask the Legislation Committee to become involved with this matter. There then followed a discussion about the specific issues which the Commission wished to address. It was noted that the MHC could be asked to attend the meeting at short notice and therefore a position paper should be prepared in anticipation of same. As regards topics for consideration, it was noted that issues from the Inspector's Report should be considered along with the Recommendations of the Report of the Expert Group on the 2001 Act.</p> <p>The Chair said that he would like the Chairs of both Committees and another Member to attend the meeting. It was noted that if the MHC is asked to attend the Committee, it will be allowed to make an opening statement. It was agreed by all that needed to be a very strong statement that the MHC is the authority on mental health in Ireland and should be part of this process. NB noted that the next sitting of the Committee is on 3.3.18.</p> <p>The Chair noted that he with PG would prepare a first draft.</p>
4	<p>Executive Reports</p> <p>It was noted that the <u>Reports from each of the Director of the DSS, the Inspector and the Director of Standards & Quality</u> were read only and there would be no presentations made in relation to same. PG noted that there were some issues relating to the DSS which she would be addressing as part of her report.</p> <p>PG then proceeded to present the <u>HR Report</u> from the Acting Director of HR. She noted that the recruitment of staff would take up a lot of resources over the next two months in terms of shortlisting and interviews. Following this a general discussion ensued as to whether the MHC is getting equal treatment to other organisations, why are there such delays in getting sanction or re sanction for posts,</p>

why does the MHC have to seek re sanction for approved posts when someone resigns and in particular why is this required in relation to clerical officers. It was queried if this should be addressed in the Annual Report. It was also queried what was the DOH's rationale / legal basis for this approach. The Chair also referred the Members to the meetings that were held last year with the DOH and the new Junior Minister both of which failed to progress matters.

PG noted that there has been a lot of communication with the DOH in relation to various issues on recruitment in recent times. In particular, she referred to the request to upgrade the post of the Director of Corporate Services which was refused. PG noted that similar posts in other organisations had been advertised at higher grades and this had been highlighted to the DOH.

PG noted that she had requested an extraordinary meeting (EGM) with the DOH on resources and that she hoped to have same in the next couple of weeks. It would be a one item agenda.

It was proposed and agreed that the Executive would have the EGM with the DOH as soon as is possible and if that meeting is not successful then Members of the Commission would seek a meeting with the DOH and/ or Junior Minister and /or Senior Minister. The Chair requested that PL, RM and perhaps MW would attend that meeting with him. It was agreed that the risk issues to the organisation should be highlighted at these meetings.

Legal Report and Other Matters

OK referred to a few specific items in her Report, updated the Members on same and responded to a number of specific questions from the Members.

OK then referred the Members to the one item for discussion and decision – GDPR and the legal advice sought in relation to the Heads of Bill and the communications with the DOH. After detailed discussion, it was agreed that the MHC would send suggested amendments on the Heads of Bills re GDPR to the DOH. The amendments would seek to address some of the issues raised by the MHC's legal advisors. The amendments would be appended to a cover letter summarising the communications to date, the issues raised and the MHC's view as to what still requires to be addressed. OK agreed to circulate the final letter with proposed amendments to the Members when issued.

CE's Report

PG noted that the MHC allocation from the DOH for 2018 is outstanding and therefore, the draft Budget and draft Business Plan cannot be reviewed. PG also referred to a recent Parliamentary Question (PQ) and the reply issued which PG had set out in her report. The Members queried the basis for the PQ and whether same arose from a review of the Minutes of the Commission meetings.

PG then proceeded to present the Monthly Management Accounts. The notes requested by the ARC have been inserted and the 2018 Accounts when presented will reflected the further changes requested. There was a general discussion in relation to the items that were significantly over budget in 2017 and the reasons for same were outlined by PG.

PL noted that where items exceeded or were about to exceed budget, such items should be notified to the Commission / ARC as soon as is possible. It was agreed that a formal note should be presented to the Commission / ARC setting out the overspend, the reason for the overspend and what actions have been taken to address the issue.

Decision 3 of 2018

PL proposed approval of the Accounts and MW seconded same.

	<p>PG noted that there were two additional items to her Report –</p> <ol style="list-style-type: none"> 1. The C&AG had contacted the MHC to confirm that the Audit of 2017 accounts would be outsourced further to a tender process. 2. A revised Bank Mandate reflecting the change in Finance Officer was being presented to the Commission for agreement. PL requested a formal note on same which PG produced later in the day for review by the Members. <p>Decision 4 of 2018 PL proposed approval of the Bank Mandate and MD seconded same.</p>
5	<p>Risk Management</p> <p>OK presented the draft documents and noted that the ARC at its meeting on 27.11.18 had recommended that the drafts and the revised Risk Register should be presented to the Commission meeting for discussion & comment and thereafter agreement.</p> <p>In reply to questions from the Members, OK noted that Risk is a standing item on every Meeting of the SMT, MHC and the ARC.</p> <p>There was a discussion on the drafts and a number of comments were made to include –</p> <ol style="list-style-type: none"> 1. What happens when a Risk materialises – how / where is this addressed in the Risk documents as presented? NB noted that she could give some suggestions on same to OK. 2. Resources: PL queried could the various risks be amalgamated into one Risk setting out all actions items together. OK noted that this would be considered but there was both a global issue on resources and there were are also specific resource risks. 3. NC noted that the revised draft Risk Policy needed to insert timelines as and when certain actions occur and referred the Members to specific sections of the draft. NC also noted that draft Process Map should be amended to reflect same. 4. Reference was made to the specific Risk Escalation Process and that needed to be clearly outlined. 5. There was also a detailed discussion on the Risk Appetite. It was generally agreed that for some issues it was zero but for others it would low, so that overall it was low. 6. Discussion was had as how to often the Risk Register should be reviewed. OK noted that we had been guided by what both the HSE and HIQA have done. <p>JS proposed that the Members would provide their comments on the drafts to OK who would produce revised drafts for the next meeting.</p>
6	<p>Committees</p> <p>ARC – PL confirmed that a verbal update was provided at the last meeting (based on draft Minutes) and there has been no meeting in the interim.</p> <p>Legislation Committee – RM noted that the new Committee met for the first time on 18.12.17. She noted that JS had chaired that meeting. She provided a summary of what was discussed. She specifically referred to the revised Terms of Reference for the Committee and the amendments made to same. After a brief discussion the TOR were agreed.</p> <p>Decision 5 of 2018 JS proposed approval of the TOR and NC seconded same.</p>
<p>BREAK FOR LUNCH</p>	

1	<p>Quality Improvements</p> <p>The Director of S&QA represented a Report. There then followed a detailed discussion by the Members of the issues which they considered should be addressed by the MHC. JS requested that a summary note of the issues raised would be prepared and circulated to the Members for the next meeting at which time a decision could be made as to what issues should be pursued.</p>
2	<p>Strategic Plan (SP)</p> <p>JS noted that the current SP was provided to Members and the purpose of the discussion was to look at-</p> <ul style="list-style-type: none"> • what has been addressed? • what has not been addressed? • what requires to be addressed in the next plan? • how long should the next plan be for? <p>PG noted that the Business Plan (BP) for each year is linked to the SP and she had provided the Members with a Note of the issues addressed and not addressed in the BP for 2017. PG agreed to provide the Members with a Note on the issues in the SP not addressed to date and what may be addressed before year end.</p> <p>JS noted that the next SP can be presented however the Members think appropriate. They do not need to adhere to the format of the previous SPs save for where it requires to comply with the relevant Codes. JS and others suggested that the KPI approach previously adopted would be appropriate and could be used again.</p> <p>It was noted that one major change will be the inclusion of the 2015 Act, which require a lot of work.</p> <p>It was agreed that due to current resources, that external assistance would be required and the MHC will have to go to tender for same. OK noted that she would look into this and revert at the next meeting.</p> <p>It was also suggested that there should be engagement with Service Users and relevant stakeholders but the timeline for same needs to be considered now if the Plan is to signed off on by year end (noting that the SP has to go to the DOH for sign).</p> <p>JS suggested and PG agreed to provide a timeline for the work to be done on the next SP given the December 2018 deadline.</p> <p>After discussion the following plan was agreed –</p> <ol style="list-style-type: none"> 1. Process for SP to formally commence at the February meeting. 2. Logistics of how the next SP is to be carried out to be considered at that meeting. 3. The SP should be five (5) years with a midterm review. 4. There should be an ability to track issues during the five years. 5. Focus on service users. 6. Consider including reference to preparation of Position Papers. 7. Address statutory requirements 8. Approval from Minister of Health required for SP before December Deadline.
3	<p>Members met in Private Session to discuss the resignation of the CE.</p> <p>The Chair set out the actions taken on receipt of the CEO's letter of resignation -</p> <ol style="list-style-type: none"> 1. 19/01/2018: A letter and Business Case seeking sanction for an Interim CE and a substantive CE post was issued to Mental Health Unit, Department of Health.

	<p>2.19/01/2018: A reply was received re-affirming that the Business Case will be examined as a matter of urgency and Department will revert as appropriate.</p> <p>3. Candidate Information Booklet: Draft v.1 prepared for the consideration of Members. Additional information regarding the standard public sector rules regarding eligibility to compete, psychometric testing and certain restrictions on eligibility will also need to be included in the final booklet. Members were advised to submit any suggestions for amendment ASAP.</p> <p>Following discussion at the meeting the following decisions were made -</p> <ol style="list-style-type: none"> 1. The Board agreed that the post of Interim CEO be offered to The Director of Quality and Regulatory Affairs. The Chair is to confirm same with post holder. 2. Agreement to partner with the Public Appointments Service (PAS) to commence the recruitment process for a new CEO. 3. It was agreed that the competencies for the Post be expanded as per the Public Service requirements for the Grade. Additionally, it was agreed that advertisement would include GB and NI and USA, Canada, Australia and New Zealand using Digital Platforms. The Chair is to discuss with the PAS. <p>Decision 6 of 2018 JS proposed approval of RS as Interim CE and PL seconded same.</p>
DAY TWO – 25 JANUARY 2018	
1	<p>Communications</p> <p>The MHC’s Communications Provider had prepared a written presentation which was circulated to the Members prior to the Meeting.</p> <p>They gave their presentation during which there was some discussion with the Members and after they left the meeting there was further discussion.</p> <p>It was agreed that a note of the issues raised would be prepared and circulated to the Members.</p> <p>After the detailed discussion the following was agreed –</p> <ol style="list-style-type: none"> 1. A Communications Plan is required. 2. The Plan should be linked into the Strategic Plan (current and future), the yearly Business Plans and the Budget for this year. 3. Consider value for money – look at what is being provided for the monthly fee to date. 4. Look at how MHC can use internal and external resources more effectively. 5. Look at how MHC can use the information it has more effectively. 6. The MHC require a dedicated internal media resource. 7. Pursue the Digital forums eg twitter / LinkedIn and consider the cost, policies and implementation at the next meetings. 8. NC and AG were nominated by the Chair as a Working Group to consult with the Executive and to assist with moving this Plan forward.
2.	<p>Review of Self-Assessment Forms (SAFs)</p> <p>JS noted that 8 Members (with one late entry) had replied to the SAFs. A composite document of all the replies was produced and sent to the Members in soft copy (with a hard copy produced at the meeting). He noted that the current Commission was only appointed last April and some of the Members were not appointed until late last year.</p>

	<p>There was a general discussion on some issues and in reply to queries raised it was confirmed that the Members were not subject to the Companies Acts but that they had some duties and responsibilities similar to that of a Board Director. The Members were referred to the Code of Governance 2016 as updated in 2017. Copies of which they were provided with and the 2016 Code formed part of the Induction programme.</p> <p>It was noted that a number of the comments (eg reserved functions / delegations / duties and responsibilities*) related to the Corporate Governance Manual, which was the next item on the Agenda and would be dealt with as part of that item.</p> <p>It was also noted that while improvements had been made to the presentation of Board papers some further improvements could be made – items for information, discussion and decision. This had been done but further clarity is required.</p> <p>JS noted that the Board had completed the task required and in terms of learning that will only be apparent next year.</p> <p>In reply to specific queries it was noted –</p> <ol style="list-style-type: none"> 1. A list of issues from the Composite Reply is to be prepared. 2. Confirmation of Location of certain documents provided – eg Oversight Agreement with DOH. OK noted that they were working on one Governance Folder for Members 3. Competencies of the Members – OK noted that this is usually addressed at Induction but not all Members were appointed together. The Members discussed other methods of addressing this issue and were to consider what is best. 4. Should the SAF be tailored to MH? PG said she was advised this was not to be done. If matter not relevant the reply should state that. <p>It was agreed the composite document would be finalised and a list of items arising would be prepared.</p> <p>(*OK informed members that when she was appointed in May 2017 she raised the issue of Directors’ and Officers’ Liability Insurance and same was obtained shortly thereafter.)</p>
3	<p>Corporate Governance Manual</p> <p>There was a detailed discussion on the document with various comments provided. It was noted that the document should be restricted to issues relating to governance and that other items might best be dealt with in the SP.</p> <p>There was a specific discussion on what the reserved functions of the Board might include. It was agreed that templates from other organisations might be provided to the Members for consideration.</p> <p>It was agreed that a draft document with all the suggested changes should be provided to the Members for review and further discussion. It was noted that due to the workload of the Executive this draft document would not be produced until April/ May 2018.</p>
4	<p>Annual Report</p> <p>PG referred to the draft Plan circulated to Members.</p>

	<p>JS noted that the launch of the Annual Report would be done differently this year and this should be addressed as part of the Communications Plan. PG to speak to Provider about this and the Working Group is to link in with Executive on ideas about the launch.</p> <p>JS also asked the Members to look at the Annual Reports for 2015 and 2016 and decide on the approach they thought should be used. It was noted that the use of graphics in the 2016 report was more attractive. It was also noted that Report and its content needs to be communicated to Service Users.</p> <p>PG noted that the Inspector's Report is included as part of the Annual Report. She will also review what is required in relation to the DSS given that it is not yet operational.</p> <p>Finally, it was noted that assistance has been and will be sought from external designers. This will again have to be the subject of a tender process. OK noted that this will be progressed immediately.</p>
5	<p>Draft Business Plan / Draft Budget</p> <p>It was noted that since the MHC had not received its allocation for 2018 it could not proceed with these two items.</p>

ACTION LOG		
1	Returns for Ethics in Public Office	Members / OK
2	Amend Minutes of 1.12.17	OK
3	Chair to approach RS re her acting as Interim CE when PG departs – Chair	Chair
4	Prep for Meeting with Joint Oireachtas Committee on Mental Health	Chair / PG
5	CE (plus other members of the Executive) to meet with DOH by way of an EGM re HR / Resources in the next two weeks. If that meeting is not productive JS to seek and meeting and PL, RM and MW to attend that meeting with him.	PG/RS
6	GDPR – A composite letter be sent to the DOH setting out the advices to the MHC, the advice received by the DoH, the differences, the view of the Commission and proposed amendments to draft Heads of Bill (as seen). Copy of that letter to be given to Commission Members.	OK
7	Update on Legal RFT to be provided.	OK
8	Ensure that all spends of €60K, which go over budget are formally referred to and addressed at Commission Meetings setting out reason why the issue arose and how it is being addressed	Executive
9	Risk Register and Risk Documents – Comments be provided by the Members / the documents to be updated / the updated documents posted for review and / or sign off at the next meeting. (Depending on comments the Commission reserve the right to seek external input on the document.)	Members / OK

10	Updated Bank Mandate approved and Finance to activate	OK/PG
11	Summary note on QI to be done	OK/ Chair
12	Summary Note on what items in the Strategic Plan for 2016 to 2018 have and have not been addressed to be done Timeline for next Strategic Plan to be done	PG Chair / PG
13	Tender Process for Strategic Plan – what might be required?	OK/MD
14	Communications Revert to Providers as outlined Working Group appointed. They are to meet and revert with Draft Note of Issues.	PG NC / AG
15	A list of issues arising from the composite Self-Assessment document to be produced and issues to be addressed by Members and Executive during 2018.	OK
16	Corporate Governance Manual to be updated Revised draft to be circulated April / May 2018	OK/ Executive
17	Tender for Annual Report to be progressed	OK
18	Pursue Allocations from DOH	Executive

Dated: 15 February 2018

Signed:



By the Chair

