



A lifetime of specialist care

Minutes of the part two meeting, in private, of the Board of Directors
held via teleconference on Tuesday 28th July 2020

Present: Baroness Morgan of Huyton, Chair
Mr Robert Bell, Chief Executive
Mr Luc Bardin, Non-Executive Director
Mr Mark Batten, Non-Executive Director
Mr Robert Craig, Director of Development & Partnerships
Mr Simon Friend, Non-Executive Director & Deputy Chair
Ms Janet Hogben, Non-Executive Director
Professor Bernard Keavney, Non-Executive Director
Ms Joy Godden, Director of Nursing & Clinical Governance
Mr Richard Guest, Chief Financial Officer
Mr Nicholas Hunt, Director of Service Development
Professor Peter Hutton, Non-Executive Director
Dr Javed Khan, Non-Executive Director
Dr Mark Mason, Medical Director
Ms Jan McGuinness, Chief Operating Officer
Mr Ian Playford, Non-Executive Director

Apologies: There were no apologies.

In Attendance: Mr Sam Armstrong, Trust Secretary (minutes)
Ms Lis Allen, Director of Human Resources
Dr Rishi Das-Gupta, Chief Innovation & Technology Officer
Dr Richard Grocott-Mason, Managing Director, KHP / RB&H partnership
Mr Piers McCleery, Director of Strategy & Corporate Affairs
Mr David Shrimpton, Private Patients – Managing Director
Ms Jo Thomas, Director of Communications
Mr Ed Matthews, Teneo (item 2)
Ms Klaudia Vas, Teneo (item 2)

1. Welcome and Minutes

The Chair opened the meeting at 1.05pm and welcomed all present and attending.

The minutes of the meeting held on 25th February 2020 were approved as a correct record.

2. RB&H Initial Operating Model with GSTT

The Chief Financial Officer introduced Mr Ed Matthews and Ms Klaudia Vas from Teneo and their proposed governance structure of Royal Brompton & Harefield hospitals (RB&H) post-merger.

It was proposed that after the merger, RBHT would be structured as a strategic business unit (SBU) of Guy's and St Thomas' NHS Foundation Trust (GST), and it was recognised that RB&H SBU would be the most advanced and autonomous SBU within GSTT.

The Board noted the proposed governance structure and provided feedback. It was added that the initial governance arrangements would evolve over time, and the model presented would be a commencement point for the RB&H SBU.

In response to questions, the Board was informed that a more detailed plan for governance and clinical services would be presented as part of the business case, which was planned for presentation, review and decision by both RBHT and GSTT boards in September 2020.

The Board discussed wider issues related to the merger, which included the following points for noting:

- some Trust services may be relocated and reconfigured, however any such developments would take considerable time after the merger to achieve and would be subject to consultation;
- GSTT would be reorganising its cardiology services to facilitate integration in due course with the RB&H SBU and create a new centre for heart disease;
- it was suggested that the benefits of the merger needed greater clarity;
- there was a need for clarity on how future decisions regarding the RB&H SBU would be made to ensure that important aspects such as its expertise and culture were preserved;
- in response to a question, it was confirmed that, after the merger, the GSTT Board would be ultimately responsible for the RB&H services, however, the merger provided the best opportunity of sustainability and autonomy for RB&H services; and
- it was suggested that the Trust would need to recognise the quality of its staff and how it could continue to attract quality staff in the future, as an SBU.

There was concern that the RBHT and GSTT boards had not yet been able to meet, however it was understood that the Covid-19 pandemic had made such activities challenging. In response the Board was reassured that the chairs and chief executives of both trusts were to soon discuss ways the two boards could engage. It was acknowledged that there was a degree of good faith needed to go forward with a merger, and to ensure confidence that a future RB&H SBU would retain the appropriate level of autonomy within GSTT.

Action: it was agreed that the Chief Financial Officer would write to the Board advising how the work of Teneo would be used in the business case.

The Board reiterated its support for merging with GSTT. It noted that meetings with GSTT would be planned.

3. ICS Governance

The paper was taken as read and noted.

4. Any Other Business

There was no other business.

5. Close

The Chair closed the meeting at 2.35pm.