

**DRAFT MINUTES**

<b>Attendees:</b>	<p><b><u>Directors</u></b> Owen McGartoll, Chair Gearóid Brennan, South East Frances Neilan, Mid West Valerie Joy, Dublin Kildare Helena Moore, Nursing Committee Stephen Eustace, Dublin North Diarmuid Ó'Dálaigh, South Robert Fagan, Dublin Wicklow Keith Robinson, North East</p> <p>Tadhg Daly, CEO/Company Secretary Emma Morley, Minute Taker</p> <p><b><u>Members</u></b> Altadore Nursing Home Ailesbury / Ashbury Nursing Home Áras Cois Fharraig Ashlawn Nursing Home Baileys Nursing Home Beaumont Residential Care Beechfield Nursing Home Group Beechlodge Care Facility Brookhaven Healthcare Carrigoran House Castleturvin Nursing Home Chair NHI South Region Claremount Nursing Home Clover Lodge Nursing Home Fingal House</p>	<p><b><u>Members</u></b> Gowran Abbey Nursing Home Greenpark Nursing Home Highfield Hospital Hillview Nursing Home Holy Family Residence Innis Ree Lodge Kilbrew Nursing Home La Verna Nursing Home Lisheen Nursing Home Lough Corrib Nursing Home Marymount Care Centre Mooncoin Nursing Home Newtownpark House Oaklodge Nursing Home Orwell House Rochestown Nursing Home Rushmore Nursing Home Ryevale Nursing Home Shalom Nursing Home St. Mary's Residential Care Centre Stella Maris Nursing Home Tara Winthrop Nursing Home TLC Care Centre Trinity Care Willowbrook Lodge</p> <p><b><u>NHI Staff</u></b> Michael McGlynn, NHI Sinéad Morrissey, NHI Paula Lumsden, NHI</p>
<b>Apologies:</b>	<p><b><u>Directors</u></b> David Corboy, Midlands Denis Fitzpatrick, North West</p> <p><b><u>Members</u></b> Abbeybreaffy Nursing Home Abbeyhaven Nursing Home Bethany House</p>	<p>Deerpark Nursing Home Esker Lodge Larchfield Park Nursing Home Rosenalee Care Centre St. Eunan's Nursing &amp; Convalescent Home St. Luke's Nursing Home Woodlands House Nursing Home</p>

<b>Item</b>
Meeting commenced at 14.35

### Opening of AGM

The Chairman Owen McGartoll opened the meeting and welcomed all members. Chairman acknowledged the presence of regional Directors.

### Draft Minutes agreed and adopted of AGM 2013:

**Proposed:** Aidan McGrath (Áras Cois Fharraige)

**Seconded:** Geraldine Joy (Lisheen Nursing Home)

### Adoption of Directors Report and Audited Accounts

Stephen Eustace, Director Dublin North region & member of the Audit Committee addressed the meeting in the absence of the Chair of the committee David Corboy. It was reported that the Audit Committee met with John Lyons, Lyons & Calzo who have audited the financial statements of Independent Nursing Home Ireland Limited for the year ended 31<sup>st</sup> December 2013. It was confirmed that the accounts give a true and fair view of the company's affairs.

The following points were noted:

- Board agreed to 2013 budget on a cost neutral basis
- Surplus of €81,310 for 2013, reducing year on year from €236,955 in 2011 and €91,657 in 2012
- Budget for 2014 again prepared on breakeven basis
- €5,000 regional education bursaries for each region introduced in 2013 not fully used due to the late commencement of the bursary scheme. Bursaries for 2014 expected to be fully used.
- Increased Nursing Committee spend due to increased activity in education/training
- Organisation in financially secure situation with members funds of €937,477
- Funds on deposit due to mature on various dates
- Organisation has commenced investigations into the purchase of new premises for head office as agreed at 2013 AGM
- Increased membership & non-member income
- Membership fees have not increased since 2008 and have reduced by 23% in last number of years
- Travelling & subsistence has increased substantially. 2012 figures artificially low due to write back of previous provisions for unclaimed expenses.
- Members elected to Board subcommittees are to be provided with travel expenses
- Legal fees have reduced significantly

SE advised that Auditors Lyons & Calzo have indicated their willingness to continue in office in accordance with the provisions of Section 160 (2) of the Companies Act, 1963.

SE expressed thanks to John Lyons – Auditor, Tadhg Daly – NHI CEO, Zowie Farrell (NHI Accounts Administrator) & all staff in NHI. Particular thanks were expressed to Gearóid Brennan and David Corboy for their assistance on the Audit Committee.

### Matters Arising

Motion to Adopt Directors Report and Audited Accounts

**Proposed:** Keith Robinson (Trinity Care)

**Seconded:** James O'Reilly (Altadore Nursing Home)

**Motion Carried**

### **Authorise Directors to fix Auditors remuneration / Appoint Auditors**

**Proposed:** Geraldine Joy (Lisheen Nursing Home)

**Seconded:** Peter Jones (Orwell House)

**Motion Carried**

### **Resolution to amend the Memorandum & Articles of Association**

CEO outlined the proposed amendments to the Memorandum & Articles of Association of the Company and advised that the main amendments being the new protocol re Board subcommittees and the period of office of the Chairman.

**Proposed:** Valerie Joy (Lisheen Nursing Home)

**Seconded:** Cora McNamara (Greenpark Nursing Home)

**MOTION CARRIED**

### **Ratification of 3 regional Directors retiring under rotation & re-elected by respective regions**

As per the Memorandum and Articles of Association, at each annual general meeting of the Company,  $\frac{1}{3}$  of the Regional Directors for the time being, or if their number is not three or a multiple of three, then the number nearest but not exceeding one third, shall retire from office.

Stephen Eustace (DN Region) as longest serving director automatically retires under this provision. At Board of Directors meeting in January, the 2 other directors drawn by lot to retire were David Corboy (MD region) and Denis Fitzpatrick (NW region).

All 3 Directors having been eligible for re-election, have all been re-elected by their respective regions.

Midlands region – David Corboy – Bethany House

**Proposed:** Marie Carey (Ashlawn Nursing Home)

**Seconded:** Gearoid Brennan (Brookhaven Healthcare)

Dublin North region - Stephen Eustace – Highfield Healthcare

**Proposed:** Peter Jones (Orwell House)

**Seconded:** Conor McNulty (Marymount Care Centre)

North West region – Denis Fitzpatrick – St. Eunan's Nursing & Convalescent Home

**Proposed:** Richard O'Brien (Rochestown Nursing Home)

**Seconded:** Helena Moore (Kilbrew Nursing Home)

**Motion Carried**

### **Motions for Debate**

The motions received were discussed and debated with contributions from the floor:

#### **Motion Submitted by South East (presented by Seamus Killeen – Willowbrook Lodge)**

**Motion 1:** Given the widespread concern over the difficulties being experienced by members in recruiting nurses, as well as the delays in receiving An Bord Altranais Pin numbers and adaptation programmes for

overseas nurses, that NHI will immediately establish an effective nurse recruitment and retention programme.

**MOTION CARRIED UNANIMOUSLY**

**Motions Submitted by Midlands Region (presented by James Speedy – Cloverlodge Nursing Home)**

Motion 2: NHI engages with HIQA to ensure that HIQA are consistent and fair in their considerations on compliance of Standard 25; Physical Environment for both Public and Private/Voluntary nursing homes. Implementation and application of Regulatory Notice RN 001/2013 must be applied consistently by HIQA for all providers.

**MOTION CARRIED UNANIMOUSLY**

Motion 3: NHI work with stakeholders to develop a template for standardised communication tool between acute settings and residential settings to enable care givers to ensure a continuum of care that is consistent with the residents needs.

**MOTION CARRIED UNANIMOUSLY**

Motion 4: NHI promotes the re-establishment of the HIQA providers panel and requests HIQA to re-establish Providers Panels which in turn will provide for regulator and provider to mutually go forward with the goals of continuous improvement.

**MOTION CARRIED UNANIMOUSLY**

**Motions Submitted by Midwest Region (presented by Marie Carey – Ashlawn Nursing Home)**

Motion 5: Members note with concern the number of reported Grade 2 pressure sores on NF03 forms notified to HIQA has increased over the past year due to residents being discharged to nursing homes from the acute hospitals with G2 pressure sores. Nursing home residents that are transferred to the A&E for assessment may remain on trolleys for long periods causing the pressure sores. The members wish this matter to be brought to the attention of HIQA and HSE.

**MOTION CARRIED UNANIMOUSLY**

Motion 6: Members note with concern that residents escorted by a carer from the nursing home via emergency ambulance to the acute hospitals that the carer is expected by the HSE to stay in the A&E and care for the resident. The question is 'who is responsible for the care of the patients once they leave the nursing home in an ambulance and when they are in A&E?'

**MOTION CARRIED UNANIMOUSLY**

**Motions Submitted by North West Region (presented by Tadhg Daly – CEO)**

Motion 7: That NHI facilitates discussion with Dept of Health/HIQA and NTPF to develop achievable goals with our sector.

**MOTION CARRIED UNANIMOUSLY**

Motion 8: Fair Deal fees in the North West Region are well below the national average Fair Deal fee of €888. We propose that NHI seek on our behalf to establish a fee structure representative of our costs.

**MOTION CARRIED UNANIMOUSLY**

**Motions Submitted by North East Region (presented by Keith Robinson – Trinity Care)**

Motion 9: We acknowledge subcommittee recently formed to review conference & care awards venue and presenters for 2014/2015. The region proposes that the new subcommittee facilitates dialogue with members in relation to this topic to elicit views from membership before finalising

**MOTION CARRIED UNANIMOUSLY**

Motion 10: That NHI should develop and distribute to members a strategic plan for the next 3-5 years, which sets out comprehensively and in a cohesive fashion, the key policies of the organisation and building on those they key strategic goals which the organisation will pursue on behalf of members and what the measurable targets in respect of such goals are.

**MOTION CARRIED UNANIMOUSLY**

**Motions Submitted by South Region (presented by Tom Murray – Chair NHI South)**

Motion 11: NHI should carry out a Cost of Care analysis in 2014, undertake and publish a Cost of Care report and update it regularly thereafter.

**MOTION CARRIED UNANIMOUSLY**

Motion 12: NHI should revisit and again undertake the Annual Nursing Homes Survey report; this should be undertaken this year and published going forward.

**MOTION CARRIED UNANIMOUSLY**

Motion 13: NHI should develop an easy guide on how the NTPF forms should be filled out and put it on website. Instructions provided by NTPF are inadequate resulting in potential errors that are held against members in subsequent negotiations.

**MOTION CARRIED UNANIMOUSLY**

**Motion Submitted by Dublin Kildare Region (presented by Geraldine Joy – Lisheen Nursing Home)**

Motion 14: That NHI aim to proactively change the negative bias in the media towards Nursing Homes

**MOTION CARRIED UNANIMOUSLY**

**Motion Submitted by Dublin Wicklow Region (presented by James O'Reilly – Altadore Nursing Home)**

Motion 15: Thematic inspections should be one at a time i.e. now and 2<sup>nd</sup> in 6 months time. Members agree that there are positive outcomes for the residents being involved in the self-assessments and thematic inspections. Members are under huge pressure to complete 2 self assessments concurrently and all the other work that is required to achieve compliance.

**MOTION DEFEATED UNANIMOUSLY**

**Motions Submitted by Dublin North Region (presented by Stephen Eustace – Highfield Healthcare)**

Motion 16: NHI acknowledges that HIQA have developed a new Complaints Procedure. The Regulatory Affairs subcommittee will again review and critique to ensure that the HIQA complaints policy is fair, transparent and consistently applied to all complainants. Regulatory Affairs to also address with HIQA the treatment of concerns and anonymous complaints.

**MOTION CARRIED UNANIMOUSLY**

**AOB**

**From the Floor**

- Marie Carey (Ashlawn NH) queried the reason that Ecclesiastical Insurance exited the Nursing Home sector market. CEO advised that both Ecclesiastical Insurance and RSA Insurance have now exited the sector. CEO advised that that First Choice Purchasing will be investigating the possibility of introducing new underwriters through the Group Procurement Scheme.
- Maureen McNulty (Marymount Care Centre) extended thanks to all Directors and the Nursing Committee for their work throughout the year in particular around adaptation.
- Geraldine Joy (Lisheen Nursing Home) suggested that a dinner be introduced on the evening before the AGM 2015 with a key note speaker.

**Chairman closed the meeting at 16.10 and thanked all Directors and members of Board subcommittees for their work throughout the year.**

DRAFT