

The Religious Sisters of Charity (RSC) are transferring their shares in St. Vincent's Healthcare Group (SVHG). Who are they transferring these shares to?

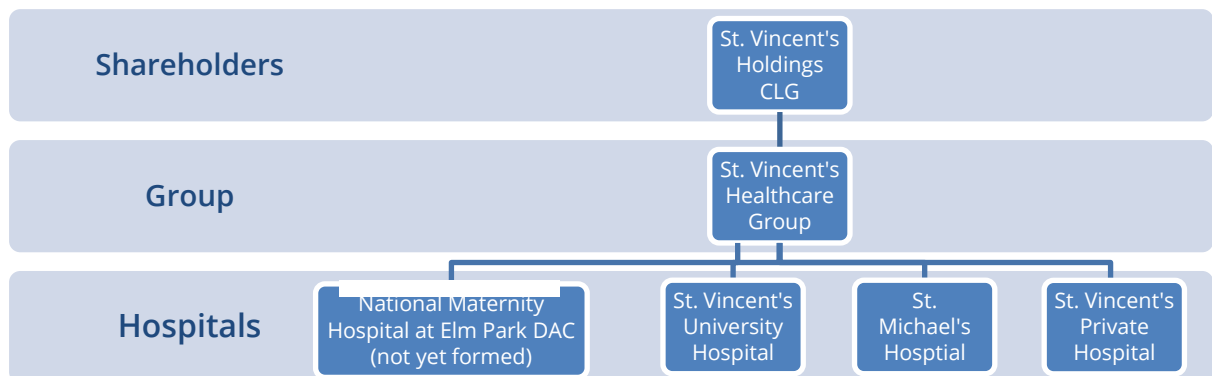
The RSC have transferred their shares in St. Vincent's Healthcare Group to St. Vincent's Holdings CLG (SVH CLG). The SVHG is a secular organisation. It is not a public juridic body and the RSC have no rights or influence over the appointment of Directors to SVHG or the running of the hospitals within the Group as they are no longer the shareholders of SVHG. There is no vehicle in the constitutions of SVHG or SVH CLG by which any religious authority or control can be exerted.

Who is St. Vincent's Holdings CLG and what is its role?

St. Vincent's Holdings CLG is a not for profit with charitable status company which is governed by Irish Company Law.

As a holding company, the oversight role of St. Vincent's Holdings CLG includes:

- To be a valuable part of an Irish healthcare system that achieves best outcomes for patients and their families regardless of race, ethnicity, religion, gender or personal means
- To advance healthcare in Ireland, a purpose of benefit to the community, by promoting medical education, medical research and patient care in all areas of medicine through St. Vincent's Healthcare Group and its hospitals and to reflect compliance with national and international best practice guidelines on medical ethics and the laws of Ireland.



Who owns St. Vincent's Holdings CLG?

Individual directors of St. Vincent's Holdings CLG hold the shares in SVH Holdings, which in turn owns the shares in SVHG. These independent directors are restricted in what they can do and they are legally required to act in the best interests of the Group.

Who are the Directors?

The directors are Professor Michael Keane, Ms. Sharen McCabe and Dr. David Brophy.

How are Directors appointed?

As is standard practice, a nominations committee of the Board nominated directors with the required skill sets in law, finance, healthcare and social care. These nominations were ratified by

an independent committee comprising of representatives of legal, educational, medical and financial bodies. This additional safeguard in the SVH CLG Constitution ensures that competent, appropriate individuals are appointed to the Board. The RSC and the Vatican have no say in the appointment of Directors or anything to do in the operations of the Group.

Will the State have a role in St. Vincent's Holding CLG?

St. Vincent's Holding CLG is an Irish incorporated not for profit with charitable status company which is governed by Irish company law. The State is not involved in SVH CLG but continues to have an important relationship with SVHG and its public hospitals through the annual HSE service level agreement contracts for the delivery of healthcare services.

Who is the National Maternity Hospital at Elm Park DAC (NMH at Elm Park)?

The NMH at Elm Park is a special purpose company which will be set up in the future to run the new national maternity hospital. The NMH at Elm Park DAC will provide world class maternity healthcare facilities to women and babies in Ireland.

What is the composition of the Board of the NMH at Elm Park?

Three members of the SVHG Board will sit on the board of the maternity hospital. Three directors will be nominated by the National Maternity Chartered Trust and three independent representatives will be nominated by the Minister for Health.

Who owns the NMH?

The new NMH DAC will be part of St Vincent's Healthcare Group.

The hospital building will be owned by the Irish State and will be operated by the new NMH DAC under an operating licence agreement from the HSE.

The land is owned by SVHG and is leased for 299 years to the Irish State. This is not unusual and many state institutions are on lands not owned by the government.

How will the new NMH at Elm Park be run?

A legal agreement has been finalised with the HSE/Department of Health for an operating licence for the new hospital.

Who owns the land where the NMH at Elm Park facility will be built?

The land is owned by St. Vincent's Healthcare Group, which is a legal person in its own right and owns the assets on its balance sheet. It is not owned by the Religious Sisters of Charity. It will be leased to the State for a period of 299 years at an annual rent of €10.

Is St Vincent's Holdings a "Vatican approved" body?

No. The RSC sought approval from the Vatican to transfer their shareholding in the Group to a new charitable company. The Vatican had no say or influence in the establishment of St Vincent's Holdings, the appointment of its Directors or how it will operate. St Vincent's Holdings CLG is an Irish incorporated not for profit company with charitable status. The Companies Registration Office and the Charities Regulator, in approving the establishment of the company

had to satisfy themselves that there was no conditionality attached to the shares being transferred and no impediment to the company undertaking its stated purpose of:

- being a valuable part of an Irish healthcare system that achieves best outcomes for patients and their families regardless of race, ethnicity, religion, gender or personal means
- to advance healthcare in Ireland, a purpose of benefit to the community, by promoting medical education, medical research and patient care in all areas of medicine through St. Vincent's Healthcare Group and its hospitals and to reflect compliance with national and international best practice guidelines on medical ethics and the laws of Ireland.

No negotiations took place between SVHG, the Catholic Church or the Vatican and no instructions (hidden; implied or otherwise) were conveyed to the SVHG Board in relation to SVH CLG, nor would they have been countenanced.

Relocating maternity activities from Holles Street to Elm Park will further sever a link with the Catholic church and its influence on the delivery of maternity services in Ireland. NMH at Elm Park DAC will be part of a secular healthcare group and the current role of Chair in the NMH Trust which is reserved for the Archbishop of Dublin - active or otherwise, will be removed.

What role does the Vatican have in the St Vincent's Healthcare Group?

None. The Group is a secular organisation, with a Board of 11 lay people.

What is the religious ethos of the hospital?

The hospital has no religious ethos. Services are delivered according to the laws of the land to people of all faiths and none. There is no vehicle in the constitutions of SVHG or SVH CLG by which any religious authority or control can be exerted. SVHG's founding values are dignity, compassion, justice, equality and advocacy - values found in many institutions across the world and which cannot be interpreted as any attempt to directly or indirectly impose catholic ethos.

The Mulvey agreement of 2016 which sets out the heads of agreement between the State, the NMH and SVHG, mandated that the provision of any patient care in the new hospital would be without religious control. The legal documents which give effect to the Mulvey Agreement, including the operating licence for the new NMH DAC, all ensure that there is no mechanism to impose religious ethos.

Why is the NMH owned/run by St Vincent's?

The new NMH at Elm Park DAC will be a subsidiary of the St Vincent's Healthcare Group. The hospital will be run by its management team which will be overseen by its own board, NMH DAC to ensure that the hospital is run in accordance with its constitution.

Bespoke governance arrangements ensure special powers in its Constitution reserved to the Board of the NMH DAC protects the clinical, operational and financial independence of the new maternity hospital which will have its own separate service arrangement with the HSE.

The Minister has reserved powers and will hold a golden share to guarantee independence of governance.

Maternity and neonatal care is among the branches of medicine of highest risk. Annually, several hundred pregnant women at NMH require diagnostic, medical or surgical intervention not available on the current NMH site and require transfer to St. Vincent's University Hospital as inpatients or outpatients some of whom require critical intensive care services not available in NMH. Women are transferred from St Vincent's University Hospital to NMH to access maternity and gynaecological care. This fragmentation of care between two sites distorts care in some of the highest risk clinical cases in the State. The new hospital will provide women with direct access to a wide range of medical, surgical and diagnostic services and facilities. It will facilitate a Campus approach to healthcare where a range of medical specialties operate in close proximity to increase the breadth and depth of services concentrated together with close alignment of clinicians.

NMH and SVHG have worked together for decades and approximately 40% of consultant staff at NMH (pathologists, radiologists, anaesthetists, surgeons and physicians work together in both hospitals) are employed by and work between the two hospitals at present creating the ideal platform to achieve the clinical ideals of colocation.

Will all clinical procedures be available?

Yes. All clinical procedures permissible under Irish law are and will be available in the new NMH and in SVHG hospitals. St Vincent's University Hospital is an acute hospital and its theatres are used for complex procedures. To keep these theatres available, consultants in SVUH refer less complex procedures, to the NMH and the NMH refers difficult, life threatening surgical procedures to SVUH. For example, tubal ligations are carried out in SVUH but generally, to reserve theatres for more serious procedures, the system in place is that they are carried out in NMH, while the patient remains under the care of their SVUH consultant. IVF is currently offered only in hospitals with a maternity unit and consultants in SVUH refer patients to those hospitals offering IVF. IVF services available in NMH will continue to be available in the new NMH @ Elm Park DAC.

Ends.