

Healthwatch Milton Keynes (HWMK)

Board of Trustee Meeting Minutes, Wednesday 29th November
 2023 – Held on Teams

Attendees on Teams virtual software	Carol Older – Chairperson, Paul Day – Deputy Chair, Michaela Tait, Vaasavi Singh, Mike Cass – treasurer, Steve Lazell
Other Attendees	Maxine Taffetani– Chief Executive Officer (CEO)/Board Secretary
Apologies	Jeff Maslen, Mirza Lalani

Agenda Item No.	Agenda Item	Action/Agreements
1	<p>Opening Remarks and apologies</p> <p>The Chair opened the meeting at 9.30am. Jeff Maslen and Mirza Lalani submitted apologies.</p>	
2	<p>Appointments to the Board of Trustees</p> <p>The secretary informed trustees that following the Annual General Meeting, trustees are required to approve annual appointments for the role of Chairperson, Deputy Chairperson and Treasurer.</p> <p>Nominations included Carol Older for Chairperson, Paul Day for Deputy Chairperson and Mike Cass for Treasurer. Micheala Tait proposed the motion to approve nominations and Vaasavi Singh seconded the proposal.</p> <p>The Secretary informed trustees that due to the</p>	<p>The CEO to include</p>

	<p>retirement of Dorothy Pearce from the Board of Trustees at the AGM, trustees are required to appoint a new Senior Information Risk Owner to the Board of Trustees. The Secretary sought nominations. Michaela Tait put forward her nomination. All Trustees present approved the nomination.</p>	<p>the SIRO in the routine meetings with the Data Protection Officer.</p>
3	<p>Declarations of Interest Paul Day and Stave Lazell provided verbal updates to their interests.</p> <p>Steve Lazell: Local Link Partner Buckinghamshire & Milton Keynes - Health Innovation Oxford & Thames Valley, Secretary - Milton Keynes Neighbourhood Watch Association, Multi Scheme Administrator - Thames Valley Police/ Neighbourhood Watch Alumni - Open University, Committee Member - Passmore Residents Association, Retiree - BBC, commercial television</p> <p>Paul Day: Trustee of Pharmacist Support, formerly the "Pharmacists benevolent fund", Director of Unions 2 which is a trade union body, removal of relative as member of Coeliac UK.</p>	<p>Secretary to update register of interests.</p>
4	<p>Adoption of Agenda The agenda was adopted without amendment.</p>	
5	<p>Minutes of the meeting held on Wednesday 9th August 2023 The Board approved the minutes of the meeting held on Wednesday 9th August 2023 without amendment.</p>	<p>The Secretary to arrange a copy to be signed by the Chair, as the meeting was held on Teams.</p>
6	<p>Matters Arising – Action Log The CEO gave an update on actions completed, in progress and outstanding on the matters arising action log. It was noted by the CEO that the grant manager was supportive of the organisation's approach to the transfer from an Association</p>	

	<p>Model to Foundation model constitution and that further discussion on future constitutional changes would need to be considered in advance of action to make further amendments.</p>	
7	<p>Minutes of the Annual General Meeting</p> <p>The secretary presented the minutes of the Annual General Meeting held on 29th September 2023 and requested that trustees note the contents for accuracy. Trustees confirmed that the draft minutes of the Annual General Meeting were an accurate record of the meeting.</p>	<p>The secretary to make corrections to typos noted following the meeting via email and schedule the minute for approval at the 2024 AGM.</p>
8	<p>Healthwatch MK CIO Constitutional Change</p> <p>Trustees received in advance of the meeting a draft of the Foundation Model Constitution, prepared by the Secretary.</p> <p>The secretary noted that queries raised with the Charity Commission had been received and that both the process for requesting the transfer of model constitution, and which trustees needed to be named on the constitution had been clarified.</p> <p>It was noted that the formatting of the document was challenging and would be improved in future constitutional amendment activities.</p> <p>Trustees approved the foundation model constitution.</p>	<p>The secretary to conduct the application process for transfer of constitutional model to the Charity Commission.</p>
9	<p>Integrated Care Board</p> <p>Trustees received a paper prepared by the CEO providing an update on the relationship between Healthwatch Milton Keynes and the Bedfordshire, Luton and Milton Keynes Integrated Care Board.</p> <p>Trustees considered the paper, alongside a verbal update from the CEO including risks, opportunities and ongoing strategic approach towards strategic</p>	

	<p>partnership with the ICB and the complexities of both partnership arrangements, maintaining independence and influencing funding for infrastructure funding to support the aims, objectives and activities of the Integrated Care System.</p>	
10	<p>EDI Briefing</p> <p>Trustees received a verbal briefing from Steve Lazell on a recent Equality, Diversity and Inclusion session run locally for Trustees that he attended. Steve stressed that he had been attending a number of Healthwatch England sessions for Trustees and that those sessions were more valuable.</p>	<p>CEO to add HWE trustee slides shared by Steve Lazel to the Board sharepoint.</p>
11	<p>Chief Executive Report</p> <p>The CEO presented her report, providing the Board with an update with regards to income, activities and impact.</p> <p>The CEO provided information about an official signing event between the BLMK Healthwatch Collaborative and the Integrated Care Board in October and an update on activity proposals against the Denny Review health inequalities funding, as well as the risks to the funding.</p> <p>The CEO provided an update on corporate incidents related to a response from the BLMK ICB with regard to the HWMK GP Access report and strategic partnership arrangements with MKCC's Quality Team with regard to Enter and view activities.</p> <p>The CEO also provided an update on changes to reporting of the Healthwatch Milton Keynes Annual Report to MKCC's Health and Adult Social Care Scrutiny Committee.</p>	

12	<p>Standing Items Section One – Governance:</p> <p>The CEO provided the Board with the updated organisational Strategic Risk Register. Updates provided included a summary progress report of risk treatment plans against the strategic risk register to date, and a full strategic risk review and revised treatment plans against identified risks. Trustees approved risk treatment plans and agreed that the CEO and Treasurer would undertake a further review of strategic financial risks in the Finance meetings.</p> <p>The CEO confirmed that there were six policies scheduled for review. The expenses policy was approved, dependent on a further amendment to the carrying of passengers. The Record Keeping and Retention policy, and Finance and Reserves policy were approved. The Chair gave advice on how she allocated staffing costs against projects in her previous role. The CEO noted that the staff handbook had been updated in May 23, and was removed from the update schedule.</p> <p>The CEO informed the Board that she had requested the HR retained service to review both the Disciplinary and Dismissal policy, and EDI policy and those updates had only just been received. The CEO noted that she will review amendments and circulate to Trustees for approval via email.</p> <p>The CEO requested that the Health and Safety policy be prepared for the February Board meeting, as it required a more extensive review. Trustees approved the request.</p> <p>The CEO provided an update to trustees regarding a phishing attack on her email in October and detailed the communications and steps taken to establish security of the account, incident</p>	<p>Finance meetings to be used to undertake checks of financial risk and report back to the Board.</p> <p>CEO to review and circulate EDI and D&D policy for approval via email.</p> <p>H&S policy to come to the February Board meeting.</p>
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investigation, and establishing whether the incident required reporting to the Information Commissioners Office (ICO). The CEO explained that she had liaised with the IT support service, Data Protection Officer (DPO) and the ICO Helpline to undertake a full review of the incident. The CEO determined, with advice from the ICO and DPO, as well as the ICO online reporting tool that the incident would not be reported. The CEO explained that documentation regarding the incident and her actions will be recorded. Trustees asked for clarity regarding reducing future risk of phishing attacks. The CEO detailed that IT support was unable to identify the root cause of the breach but following a detailed discussion advised that the CEO consider purchasing a work mobile phone to separate the apps required for work, and passing security to desktop sites such as Xero, Metrobank and the Microsoft Authenticator app.

The CEO provided trustees with a verbal report about personnel matters, including staff absence, resignations and recruitment.

The CEO highlighted the 'Committed to Quality' mark recently issued to local Healthwatch which have undertaken the Quality Assessment Framework (QAF). The CEO noted that the QAF had been due for review in November but due to its extensive nature, it was agreed with the Healthwatch Regional Lead to assess and submit by mid-February 2024.

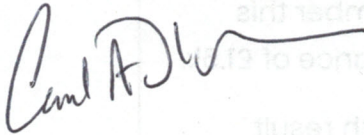
The CEO provided trustees with the Quarter 2 Grant report in advance of the meeting and noted that the Grant Manager had left MKCC, with recruitment being undertaken.

Section 2: Finance

The Treasurer presented the financial report to the

	<p>trustees and briefed the Board on the details within the report. He explained that the budget presented was the original budget before taking account of 6% staff pay rise with effect from the 1st August 2023 and for the two months to end September this should have created an adverse variance of £1.5k.</p>	<p>AOB</p> <p>The Chair wished to close the meeting</p>
	<p>The treasurer noted that the six-month result against the core is a favourable variance to budget of £0.7k being increased wages and printing offset by savings and that total results, including projects income and expenditure shows a positive result for 6 months of £18.3k compared to budget of £13.1k – with the favourable variance of £5.2k mainly generated from Projects.</p>	<p>signed</p> <p>name:</p> <p>position:</p>
	<p>The treasurer presented trustees with the revised budget, with detailed background. Trustees approved the revised budget.</p>	<p>CEO to upload revised budget into Xero</p>
	<p>The treasurer detailed the exercises being undertaken to review moving to an alternative accountancy service and explained to trustees the detail, and difference between bookkeeping, annual accounts preparation and independent examinations. Trustees were supportive of the approach and approved delegation of the final decision of service provider to be taken between the Chair and Treasurer, with the CEO's input.</p>	
	<p>The treasurer also provided an update to the Board on the status of applying to Co-op bank for a second account.</p>	
	<p>Trustees and the CEO discussed the risks and opportunities around external resourcing of bookkeeping and agreed that good governance and business continuity were key considerations in any forward decision-making.</p>	

13	AOB The Chair wished trustees a happy Christmas and closed the meeting.
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Signed: 

Name: CAROL OLDEN

Position: CHAIR

CEO to upload revised budget into Xero