

Healthwatch Milton Keynes (HWMK)

Board of Trustee Meeting Minutes, Wednesday 9th November 2022

Time: 9.30am – 12.00pm

Attendees in person	Carol Older (CO)- Chairperson, Paul Day (PD) – Deputy Chair, Mike Cass (MC) – Treasurer, Mirza Lalani (ML), Dorothy Pearce (DP), Jeff Maslen (JM), Jane Whild (JW), Steve Lazell (SL)
Attendees on Teams virtual software	Vaasavi Singh (VS) – joined at 10am
Other Attendees	Maxine Taffetani – Chief Executive Officer/Board Secretary
Apologies	Michaela Tait (MT)

Agenda Item No.	Agenda Item	Action/Agreements
1	<p>Opening Remarks and apologies</p> <p>The Chair opened the meeting at 9.30am and noted apologies for the meeting. The Chair welcomed the new Trustees to the Board.</p>	
2	<p>Election of the Chairperson of the Board of Trustees</p> <p>The Secretary informed the Board of the process of re-electing the Chair of the Board of Trustees at this first Board of Trustees meeting, following the Annual General meeting. Carol Older, with the support of Board members, committed two years to the role of Chair at her election in 2021 and the secretary noted that therefore, a nominations process was not undertaken this year. The Secretary proposed that Carol Older be elected as</p>	

	Chairperson. Paul Day supported the motion and Dorothy Pearce seconded the motion to elect Carol Older as the Chair of the Healthwatch Milton Keynes Board of Trustees.	
3	<p>Declarations of Interest</p> <p>Paul Day and Jane Whild submitted updates to their disclosable interests to the Secretary in advance of the meeting by email.</p>	MT to update the register of interests and circulate to Board members.
4	<p>Adoption of Agenda</p> <p>The agenda was adopted without amendment.</p>	
5	<p>Minutes of the meeting held on Wednesday 10th August 2022</p> <p>The Board approved the minutes of the meeting held on Wednesday 10th August 2022 without amendment. The Chair signed a hard copy of the minutes for publication.</p>	
6	<p>Minutes of the Annual General Meeting</p> <p>The Board noted the minutes of the Annual General meeting held on 22nd September 2022. The Secretary confirmed that the minutes will be stored and presented to the membership at the 2023 AGM for approval.</p>	
7	<p>Introduction session – new Trustees</p> <p>Trustees formally welcomed new Trustees to the Board and made a round of full introductions, discussing their interests, experience, and role on the Healthwatch Milton Keynes Board.</p>	
8	<p>Matters Arising – Action Log</p> <p>The CEO gave an update on actions completed and outstanding on the matters arising action log. No comments were raised.</p>	
9	<p>Committees of the Board review and Board Work programme.</p> <p>Trustees received a briefing in advance of the meeting setting out the proposal to dis-establish the Finance and Governance Committee and set</p>	

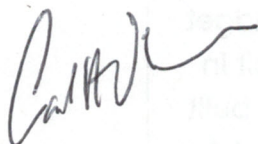
	<p>up a nominations committee. The CEO set out rationale for the recommendations and provided updated governance calendar and workplan for the Board of Trustees, finance meetings between the Treasurer and CEO and the annual trustee performance, recruitment, and election cycle.</p> <p>Jeff Maslen asked whether this was a conscious move to have the Board more involved in Governance. The CEO explained the importance and intention to strike a balance for the Board between oversight of governance, and appropriate involvement and input into the activities of Healthwatch Milton Keynes, so as to enable a valuable experience of being a Healthwatch trustee. Steve Lazell raised a question about financial governance and how the Board mitigate the risk of collusion between CEO and Treasurer without a Finance Committee. It was confirmed that financial reporting is a standing item at Board meetings.</p> <p>Trustees unanimously approved the recommendations to dis-establish the Finance and Governance Committee and set up the Nominations Committee.</p>	<p>MT to administrate the set up and membership of the Nominations Committee.</p> <p>MT to adapt current governance documents to remove reference to finance and governance committees.</p>
10	<p>Healthwatch Milton Keynes Strategy 2022-23</p> <p>Trustees received a report from the Chief Executive highlighting the recent publication of the organisation's 2022-25 strategy. The CEO outlined that the strategy will provide a framework for business plan development and provided a briefing on development work to achieve the 2022-23 'Steps we'll take' to achieve the strategic objectives set within the strategy.</p> <p>The CEO noted the three key actions being taken forward during the 2022-23 year are developments to the membership offer, the redesign of systems used to collect and report views and experiences</p>	

	<p>and prioritising a workshop with the Trustees on reviewing sustainability and growth opportunities, alongside a review of the Healthwatch Milton Keynes constitution.</p> <p>The Board expressed support for the strategy and its one-page, clear format. Trustees briefly discussed the effectiveness of the externally facilitated strategy workshop and agreed that an external facilitator was helpful in drawing out the key issues that has formed the strategic objectives.</p>	
11	<p>Chief Executive report</p> <p>Trustees received a report from the Chief Executive against staffing, evaluation of the Annual General meeting, current activities and website developments.</p> <p>The CEO highlighted her four areas of focus during quarter 3 (Oct-Dec) as the development of the membership pack, pilot of Hubspot CRM, holding the constitution workshop with trustees and an assessment of financial efficiency exercises including in-house payroll and end of year accounting.</p> <p>Trustees discussed elements of the Integrated Care System funded Inequalities project and raised points around issues such as climate anxiety and how this was being addressed with local Green Plans.</p>	
12	<p>Standing Items</p> <p>Section One – Governance:</p> <p>The Board received an update on the strategic risk register, policies in review, Information governance, IT, human resources, health and safety, performance, and communications performance.</p> <p>The CEO informed the Board that the strategic risk register will require a full review against the new strategy and this will be undertaken prior to the</p>	

	<p>February Board meeting.</p> <p>The Board reviewed 9 policies and approved the salary policy, remuneration policy for participants, code of conduct, complaints policy, conflicts of interest policy, confidentiality policy and fire safety policy.</p> <p>The Board did not approve the Equality and Diversity policy or Safeguarding policy noting that these required more updating in line with current legislation and best practice.</p> <p>Trustees discussed the organisation's ambitions to undertake Enter and view of domiciliary care, the ongoing challenges of delivering such an activity and the legislative restrictions around the use of Enter and view.</p> <p>Section 2: Finance</p> <p>The Treasurer and CEO presented the revised budget enabling the Board to view budget performance, year to date as of 30th September 2022.</p> <p>The treasurer highlighted that the 2022-23 budget was planned to end the year on a £13.9k deficit in line with strategies to reduce excess reserves built up over the Covid-19 pandemic and the underlying performance to budget is £4.4k favourable to budget. Trustees received a breakdown of accounting line variances affecting the underlying budget performance.</p> <p>The treasurer set out the revised budget position for the year ended March 2023, with a variance position of £13.3k in surplus. Trustees received a breakdown of the drivers for the variances which included additional income from projects.</p> <p>The Treasurer set out to trustees details of a</p>	<p>CEO to undertake further updates to EDI and Safeguarding Policy.</p>
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	<p>planned review of the level of fixed reserves the organisation holds, as set out within its reserves policy.</p> <p>The treasurer informed the Board that whilst the organisation has held an agreed fixed reserve of £20k for some years, the fixed level of reserve is currently insufficient to cover wind-up costs within the agreed scenario on which the organisation determines reserves levels.</p> <p>The CEO recommended an allocation of the revised budget surplus which included allocation to fixed reserves, staff training, IT and sessional staff salaries.</p> <p>Trustees approved the recommendations.</p>	
13	<p>AOB</p> <p>Steve Lazell raised the matter of branding and implementing consistent use of HW branding, fonts, and signatures in communications.</p>	<p>MT to action via the Communications Officer.</p>

Signed:



Name:

C. A. OLDEN

Position:

CHAIR

Date:

8th Feb 2023