

Healthwatch Milton Keynes (HWMK)

Board of Trustee Meeting Minutes, Wednesday 12th May 2021

Via Zoom video conferencing facility 9.30am - 11.30am

Attendees: Mary Legge (ML) - Chair, Alan Hancock (AH) - Deputy Chair, Mike Newton, Jane Whild (JW), Paul Egerton (PE) - Treasurer Maxine Taffetani (MT) - CEO,

Apologies: George Assibey (GA), Ama Bimpong (AB)

Minute Taker: Maxine Taffetani

Agenda Item No.	Agenda Item	Action/Agreements
1	<p>Opening Remarks and apologies</p> <p>MT recorded apologies for George Assibey and Ama Bimpong.</p> <p>ML opened the meeting acknowledging that the CEO had faced challenges returning from Maternity leave in getting up to speed, picking up several outstanding matters and preparing papers for committees and the Board.</p>	
2	<p>Declarations of Interest</p> <p>No trustees declared any conflicts of interest.</p>	
3	<p>Adoption of Agenda</p> <p>Trustees approved the agenda items tabled for discussion at the meeting.</p>	
4	<p>Minutes and Actions Arising</p> <p>Trustees were asked to approve, and the Chair to sign as a correct record, the Minutes of the meeting of the Board held on Wednesday 11 November 2020. PE proposed the minutes be adopted as a correct and accurate record. AH seconded the proposal.</p>	

	<p>Trustees were asked to approve, and the Chair to sign as a correct record, the Minutes of the meeting of the Board held on Wednesday 10th February 2021. One grammatical correction was noted. AH proposed the minutes be adopted as a correct and accurate record. ML seconded the proposal.</p>	<p>MT to make agreed corrections to minutes and send to ML for electronic signature.</p>
<p>5</p>	<p>HWMK Strategy and Quality Framework</p> <p>The Board considered the paper presented by the CEO and the recommendations from the Governance Committee on the timelines for undertaking the Quality Framework assessment and developing HWMK’s next strategy.</p> <p>The Board of Trustees approved the recommendation from the Governance Committee that the Board prioritise the assessment and completion of the Quality Framework and extend the current strategy for a further 12 months, until December 2022. ML offered reassurance to Trustee that the governance committee felt relaxed that the current strategy would remain relevant.</p> <p>The Board of Trustees delegated authority to the CEO to arrange a Theory of Change briefing session for the Board in September under the proviso that it be an opportunity for discussion and not an overtly instructional session. MT will work with Jon Turner to ensure the session, held in September, would meet the Board’s expectations and needs. JW noted that the Board would like to know what is underpinning HWE approach to the Theory of Change.</p> <p>The Board agreed the approach they would like to take in planning the Quality Framework activities. In the first instance MT will email Trustees outside the meeting to set up a task and finish (TAF) group. MT explained that she had agreed with the Healthwatch England Regional Lead, a tentative deadline of 30th September for the assessment to be completed.</p> <p>The Board noted that the decision to further extend the strategy would require the draft business plan to be amended to replace the business plan area of the strategy with one on the Quality Framework and acknowledged this may delay the roll out of the business plan to staff.</p>	<p>MT to arrange session with Jon Turner and provide further information to the Board on the approach/format of the session.</p> <p>MT to set up TAF with Trustees.</p> <p>MT to amend business plan and recirculate to Trustees.</p>

<p>6</p>	<p>Standing Agenda Items Report</p> <p>Business Continuity</p> <p>Trustees acknowledge that the CEO will undertake an exercise to develop and extend the business continuity plan, as Healthwatch Milton Keynes moves out from the covid restrictions to encompass other risks. PE asked the CEO how the organisation is covered for the risk of unexpected absence of the Admin and Finance Officer. MT agreed to ensure that the eventuality of A&F Officer absence in the current business continuity plan has a clear narrative regarding cover/support available from Mercer & Hole. PE also asked whether the anticipated turnover in Trustees leaves the organisation with an adequate number of signatories. MN raised concern that although he is unable to see the accounts, he can still login into the Metro Bank. AH noted his concern about the number of attendances new signatories might need to make to the Bank to confirm identification and stated that he would not be in a position to visit the Bank before late June 2021.</p> <p>IT</p> <p>MT explained that the current credit card application process has stalled. Metro bank approved the application of a company credit card but has not progressed due to Covid restricting access to the bank.</p> <p>Human Resources</p> <p>MT confirmed Christmas service closure days. MT explained that she is currently updating the Phased Return to Work Planning documentation in line with the current government position and has received testing and vaccination template policies from HRi to develop.</p> <p>MT informed the Board that a staff member had submitted a flexible working request concerning usual place of work arrangements. Trustees acknowledged the timeframes required to respond and had a full discussion about the factors to be considered when responding to flexible working requests. The Board established a prudent way forward was to engage HR support.</p> <p>Information Governance</p> <p>MT outlined that when Mike Newton steps down from the Board of Trustees in July 2021, the organisation will require a new Data Protection Officer. MT highlighted that the draft budget has been amended to include an estimated cost. MT</p>	<p>MT to follow up with Metro bank and ensure MN account is closed.</p> <p>MT will email Metro about application requirements and email JW, AH and AB.</p> <p>CEO to pick up with signatories, their access preferences to the bank.</p> <p>MT to contact HR Initiatives for further support and advice.</p>
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<p>presented three procurement options. Trustees favoured the DPO supplier that provides services across HW Central Bedfordshire, HW Peterborough & Cambridgeshire and HW Suffolk.</p> <p>Trustees did not feel sufficiently informed on defined costs of the service by the example agreement provided by the DPO service.</p> <p>Finance</p> <p>MT briefed the Board of Trustees on amendments to current draft budget headings and options for using the end of year surplus incurred from reduced expenditure during Covid-19.</p> <p>The Board acknowledged the end of year position and commented on their assurance that appropriate plans are in place with the budget planning to reduce the Covid surplus in 2021-22, noting that further disruption from the pandemic outside of that planned may affect expenditure in year.</p> <p>JW queried the budget allocation for Advertising. MT explained that the £1,000 was a test allocated sum, which acknowledged a new Communications Officer. The Comms Officer will be tasked with allocating the budget against the business plan and if it is identified that there is a requirement for further allocation, this will be addressed with the Treasurer and Finance Committee, as appropriate.</p> <p>The Board of Trustees approved the 2021-22 budget subject to the following further changes:</p> <ul style="list-style-type: none"> • Removal of costs budgeted for external strategy facilitation. • Adjustment to the final cost of procuring the Data Protection Officer • Adjustment to the Professionals fees - HR once the cost of the HR policy exercise has been agreed. • Final cost adjustments in relations to salary and on costs for the recruitment of an outreach worker. <p>The Board to confirmed that the CEO will hold responsibility to include the Treasurer, and Board where required, in work to adjust other areas of expenditure to ensure the budget stays on plan.</p> <p>The Board supported the CEO's recommendation to recruit a 37.5-hour outreach post, or two 18.75 posts subject to plan within budget. PE proposed approval. AH seconded the approval.</p>	<p>MT to contact the DPO provider for formal agreement to be drafted with definitive costs. Recirculate to Trustees for approval.</p> <p>MT to action final amendments to the budget, circulate and post on Xero.</p> <p>MT to recruit Outreach worker(s)</p>
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	<p>The Board adopted the following approaches to reserves policy: Allocate budget expenditure as a priority, establishing what can be placed into reserves to the £3,000 recommended limit once all final adjustments in-budget have been made. PE recommended it would be prudent to review the reserves at the September 2021 reforecast. ML thanked the CEO for the information within the papers that helped the Board make decisions on the budget.</p> <p>Performance</p> <p>The Board acknowledged receipt of the January-March 2021 grant report to Milton Keynes Council.</p> <p>MT presented the draft Business Plan for 2021-22. The Board approved the Business Plan, subject to the amendment required to replace the business plan area concerned with strategy development with the Quality Framework.</p> <p>Governance</p> <p>MT provided the Board with an updated policy review cycle and noted that policy development and review remains a challenge, but it is anticipated HRi will support with the review of HR policies.</p> <p>The Board reviewed MT’s suggested amendments to the Memorandum of Understanding with Milton Keynes Council’s Social Care Directorate and approved the changes to be submitted to the grant manager for comment.</p> <p>Health and Safety</p> <p>The Board noted MT’s development work on phased return to work planning, vaccination, and testing procedures.</p> <p>Risk</p> <p>The Board approved the changes to levels of risk, as recommended by the Governance and Finance Committees.</p> <p>MN and JW noted that risk reviews and levels appeared reasonable. ML highlighted that setting risk targets was put on hold during the pandemic and queried whether these should be reviewed. MT concurred that as the organisation is in a recovery position, setting risk targets could benefit how the organisation sets its risk appetites and can better measure progress toward risk reduction.</p> <p>JW noted that she had not been involved in target setting and highlighted that setting the right target is important, supports measuring the organisation’s effectiveness at managing risk</p>	<p>MT to add reserves policy to August Finance Committee agenda.</p> <p>MT to amend business plan.</p> <p>MT to send MOU to Mick Hancock.</p>
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	<p>and communicates the value of the work to reduce risk levels. Effectiveness, what value is the work reducing the risk. MN highlighted that the risk targets could be subjective but can support the Board to decide what level of risk appetite we have. Trustees requested that the governance committee includes a narrative on risk level movement, to give the Board a clearer picture of the rationale for risk levels and the important actions required to reduce risks.</p>	<p>MT to add risk targets and narratives to Governance Committee agenda in August.</p>
<p>7</p>	<p>Trustee Recruitment and Selection</p> <p>ML gave an overview of the ‘Meet the Trustees’ session held on Monday 10th May. 7 potential trustees attended. Three complete applications have been received to date.</p> <p>The Board of Trustees reviewed the recent skills audit undertaken by the Board but acknowledged that the information was limited, as one Trustee did not complete the audit and ML’s contribution was eliminated following her decision to also step down from the Board in July.</p> <p>Trustees agreed with the Red, Amber and Green rating that the CEO had allocated to the separate skills and decided to focus on those areas when shortlisting new Trustees.</p> <p>It was agreed that there is a need to retrieve the interview questions for previous recruitment cycles and/or develop some more from the findings of the audit. ML noted that whilst she was happy to be on a recruitment panel, she suggested that those Trustees continuing after the AGM may wish to form the panel. AH confirmed that he would like to be involved in the panel and agreed that the remaining trustees should participate in the panel.</p> <p>The Board discussed interim Chair arrangements. JW confirmed she would be unable to commit to be Chair due to work and other commitments. PE confirmed his role of Treasurer does not allow for further commitment. AB had submitted her apologies to the meeting. AH had emailed the Chair and CEO in advance of the meeting indicating he could act as an interim Chair until the first meeting of the new Board if no other Trustee were able to commit. ML and AH agreed to work on a handover procedure following the meeting. ML impressed on Trustees that the recruitment process should acknowledge the time commitment required and the difficulty experienced in delivering the Chair role when working remotely.</p> <p>AH supported ML on the need to add the time commitment and availability of applicants as a key shortlisting area.</p>	

	Trustees approved the Governance Committee's recommendation to limit numbers recruited to the Board this year and focus on selecting new Trustees based on needs and skill sets. ML emphasised the need for a string set of scoring criteria so that the recruitment and selection process can stand up to challenge.	
8	Chief Executive's Report The Chief Executive provided a briefing to the Board on key activities the organisation is currently delivering including the planning of a CQC funded project, Enter and view activity, a paper proposing changes to the Voice affiliated Board within the MK Together Partnership and integrated care system workstreams. MT also provided the Board with a timeline for the development and publishing of the 2020-21 Annual Report and an analysis of Facebook activity.	
9	AOB AH highlighted that this meeting was the last meeting before the Annual General Meeting and asked whether MT had anything to raise or inform the Board about. MT assured the Board that the AGM plan will be mapped out and that prior decisions by the Board on the format and agenda of the meeting will allow for a straightforward, low resource event. ML wanted to acknowledge that this was Mike Newton's last meeting and wanted to extend her thanks, and the thanks of the Board to Mike for his eight years of service to Healthwatch Milton Keynes. AH wished to second ML's statement and emphasised that Mike was a founding signatory of Healthwatch Milton Keynes CIO. All present wanted to thank Mike and assure him that his presence at the Board would be missed. The Board also noted that it was Mary Legge's last meeting and thanked her for her support to the Board.	MT will circulate briefing on AGM to Board in the coming few weeks.
10	Dates and times of Future meetings Wednesday 11 th August 2021 Wednesday 10 th November 2021	

Signed: 

Name: Alan Hancock

Date: 11th August 2021