

## Healthwatch Milton Keynes (HWMK)

**Board of Trustee Meeting Minutes, Wednesday 16<sup>th</sup> January 2019.  
Milton Keynes Business Centre, Milton Keynes, MK14 6GD**

**Attendees:** Hilda Kirkwood (HK) (Chair), Marion Wale (MW), Anita Devi (AD), Mike Newton (MN), Alan Hancock (AH), George Assibey (GA) Maxine Taffetani (MT)

**Apologies:** Jeff Maslen (JM), Caroline Higgins (CH)

Agenda Item No.	Agenda Item	Action/Agreements
1	<p><b>Opening Remarks and apologies</b></p> <p><b>Apologies:</b> HK informed the Board that CH offered her apologies and will not be available for January.</p> <p>Opening Remarks: HK informed the Board that she and MT had an introduction meeting with Patricia Davies, Joint Accountable Officer/Chief Exec for Bedfordshire, Luton and Milton Keynes Clinical Commissioning Groups.</p>	
2	<p><b>Declaration of Interests</b></p> <p>2.1: None were disclosed.</p>	
3	<p><b>Adoption of Agenda</b></p> <p>3.1: The agenda was approved. AD noted that the content of the agenda was challenging in terms of the time set for the meeting.</p>	
4	<p><b>Adoption of Minutes of Board of Trustees Meeting of 7<sup>th</sup> November 2018.</b></p> <p>4.1: GA wished to set a clarification against Item 1 of the minutes of 7<sup>th</sup> November 2018. Due to the issues noted in the previous minutes, he did not receive the email invitation, nor the papers to the meeting.</p>	
<b>Additional Item - 4b</b>	<p><b>Matters Arising</b></p> <p><b>4b-1:</b> AD noted she was glad that the process for the change of name of the Healthwatch Advisory Panel (HAP)</p>	

	<p>had been recorded.</p> <p><b>Actions against matters arising 6.8:</b>  MT confirmed the letter to Advalorem had been sent and a confirmation letter received but as yet, no formal response to the concerns outlined in the letter. AH noted that the delay in a full response was unacceptable. Risk and Finance Committee was held and reviewed the Finance Risks in the Risk Register.</p> <p>MT to write again to seek full response and query the delay, noting unacceptability of the delay in response from Ad Valorem. Request meeting with Managing Director.</p> <p>Finance Committee to review accounting relationships/needs and establish requirement for change of Accountancy firm.</p> <p><b>Actions against matters arising 10.2:</b> The Memorandum of Understanding (MOU) with Milton Keynes Council has been reviewed and signed.</p> <p><b>Actions against CEO Report 6.2:</b> MT noted that the performance framework around Partnership Boards is being built into Business Plan key performance indicators and outcomes framework.</p> <p><b>Actions against CEO Report 6.4:</b> MT confirmed that GA had joined the Business Planning Task and Finish Group.</p> <p><b>Actions against Finance 13.1:</b> MT confirmed edits to Reserves Policy have been made.</p> <p><b>Actions against Finance 13.5:</b> Unallocated funds proposal was recirculated and approved. Recruitment took place and Enter and View Programme Coordinator starting 16.01.2018.</p> <p><b>Actions against Finance 13.6:</b> MT confirmed the 2019-20 budget was an agenda item at the Risk and Finance Committee.</p> <p><b>Actions against Governance 14.1:</b> MW informed the Board that she had found someone interested in becoming the minutes secretary for the Board.</p> <p><b>Actions against AOB 15.3:</b> Agenda setting meeting for the HAP had taken place.</p>	<p>MT to write to MD of Ad Valorem.</p> <p>Discussion to be held at next Finance Committee.</p> <p>MT to circulate MOU to Board.</p> <p>MT to re-circulate Reserves Policy</p> <p>HK and MT to liaise around meeting the volunteer/ induction.</p>
5	<p><b>Board of Trustees Chairperson Succession Planning</b></p> <p>5.1: HK briefed the Board that there had been discussions ongoing with regards to her wish not to continue as Chair of the Board of Trustees. HK noted that with the AGM</p>	

	<p>being set for July, it will be the September Board meeting where a new Chair will need to be nominated and approved by the Board. HK noted that it would be difficult for the process to be completed by the time of the AGM in July, because of tight deadlines, in which case it will have to be taken up by a later meeting of the Board, with the appointment ratified by an EGM.</p> <p>5.2: HK noted the risk that the Board currently doesn't have a deputy, or co-Chair and had discussions with AH and JM prior to the meeting about both acting as Deputy Chairpersons to the Board. HK formally proposed to the Board that they approve the motion for AH and JM to be Deputy Chairs of the Board.</p> <p>5.3: The Board discussed the proposal and agreed:</p> <ul style="list-style-type: none"> <li>• Two Deputy posts could add additional burden to transitioning arrangements of the new Chairperson</li> <li>• The Deputy posts support a risk reduction in the event of being unable to recruit a new Chairperson by July</li> <li>• There needs to be a fully managed transition, but the timeline is tight</li> </ul> <p>5.4: MN seconded the proposal.</p> <p>5.5: HK left the room to allow the remaining Trustees to have a full discussion about the succession arrangements. The Trustees agreed to set up a Task and Finish Group to review, develop and formalise the Role Description of the Chairperson role and recruitment process, with a key focus on seeking refreshed approach and organisational sustainability.</p>	<p>Jeff Maslen and Alan Hancock approved as Deputy Chairpersons of the HWMK Board of Trustees.</p> <p>TAF members: MW, AH and AD.</p>
<p><b>6</b></p>	<p><b>2019-20 Budget</b></p> <p>6.1: the draft 2019-20 budget had been made available to the Board prior to the meeting. MT noted that the Grant Manager has agreed to realign the grant to end on 31.03.2020 so a full budget and operational year can be planned.</p> <p>AD queried the budget set against recruitment, volunteers' expenses and equipment. It was agreed the Finance Committee would agree where reserves are written in policy to be allocated against unusual/unplanned expenditure i.e. recruitment and equipment.</p> <p>MT noted challenge of budgeting against areas that frequently underspend i.e. volunteer expenses as there is a culture of not claiming expenses. MT agreed that a reasonable allocation will be made for volunteer</p>	<p>Budget queries to be discussed at Finance Committee</p>

	<p>expenses.</p> <p>The Board discussed sustainability and income generation. AD noted that the Board needed to have a better understanding about sustainability and income risks as well as commissioner’s intentions with funding Healthwatch MK.</p>	
<b>7</b>	<p><b>Annual General Meeting (AGM)</b></p> <p>7.1 A briefing note was given to the Board in advance of the meeting. The proposed date of the AGM is 18<sup>th</sup> July 2019. It is anticipated that the AGM task and finish group be made up of key staff, Trustees and HAP members should convene in late February begin project planning. It was proposed that the Board approve the date, location and TAF for the AGM.</p> <p>AD expressed her apologies in advance of not being able to attend the AGM, due to a prior engagement that was in the diary a year ago.</p> <p>AH expressed interest in joining the TAF.</p> <p>7.2: AH raised the annual election procedure for the Board. This will require action in alignment with planning for the AGM. MT to set up a Governance Committee meeting to discuss and agree elections procedures for this year.</p>	<p>MT to seek further interest in joining the TAF.</p> <p>MT to set up a Governance Committee meeting.</p>
<b>8</b>	<p><b>Business Plan</b></p> <p>8.1: A briefing note and the draft 2019-20 Business Plan had been circulated to the Board in advance of the meeting. The Business Planning TAF has met twice. MT asked the Board to consider the draft and approve the format and approach.</p> <p>A further business planning TAF will be set up for 8<sup>th</sup> February. HK to be invited.</p> <p>The Board approved the format of the Business Plan, noting it required considerable development on targets and outcomes areas.</p>	<p><b>MT to set up TAF 8<sup>th</sup> February.</b></p>
<b>9</b>	<p><b>Healthwatch Advisory Panel Report</b></p> <p>AH as Deputy of the Healthwatch Advisory Panel gave a verbal update. The reformation of the group is progressing. The last meeting discussed a couple of case studies to enable members to see examples of</p>	

	activities/projects. The group agreed that Lesley Bell will join the Business Planning TAF. There is some work to do on balancing the level of reporting, as the group felt there were too many reports.	
<b>10</b>	<p><b>CEO Report</b></p> <p>10.1: The CEO report and Quarter 3 Grant Monitoring Report was circulated to the Board prior to the meeting. The CEO report outlined exceptions against activity performance for the year, other developments, partnership boards progress update, feedback and workload pressure points.</p> <p>10.2: AD queried the variation in number of recommendations in Enter and View reports and noted one report had 21 recommendations.</p> <p>MT informed the Board that the report with 21 recommendations was the visit to Wolverton Health Centre. This Enter and View visit had been promoted by concerns raised by a high number of patients. It was agreed that more detail could be given in the quarterly report to highlight these variances in future.</p> <p>10.3: AH noted that the Right to Healthcare Card project plan included a media release. AH recommended that this action is considered very carefully. MT agreed and noted that the project had developed to a point that a media release would not be a recommended action.</p>	<b>MT to share feedback with TK.</b>
<b>11</b>	<b>Comfort Break</b>	
<b>12</b>	<p><b>Standing Agenda Item Report</b></p> <p>The standing agenda item report was circulated to the Board prior to the meeting.</p> <p>12.1: IT - MT noted the timelines and activities around the development of the new Website and an update on the now finalised handover of main IT provision to Entrust IT.</p> <p>12.2: <b>Human Resources</b> - MT and MW meeting to work on the review of terms and conditions/staff handbook. MT noted that Performance Management policy suite has been updated and has been circulated to MW for review.</p> <p>12.3: <b>Information Governance</b> - Following prior Board agreement, MT sourced options for Data Protection</p>	<p><b>MT to circulate Performance Management Framework grid</b></p> <p><b>MW to review Performance Management policy suite and return comments to MT</b></p> <p><b>MT to progress DPO procurement.</b></p>

	<p>Officer service and provided information to the Board. Ceiling cost of DPO service was agreed by the Board. MT to discuss further details on service prior to undertaking a full agreement.</p> <p><b>12.4: Health and Safety</b> - MT outlined H&amp;S safety training requirements for staff and that arrangements are being made for routine H&amp;S and Fire Risk Assessments.</p> <p><b>12.5: Risk Register</b> - Finance risks have been fully reviewed but the remainder of risks hasn't had a full review since September. The Board to agreed to the Risk Committee being set up to review the Risk Register.</p> <p><b>12.6: Finance</b> - Progress had been made with Metro Bank in moving to an online account, but the new Account Manager has also gone on sick leave and is rumoured to have left. The Board requested that MT create a letter for the Board requesting compensation for the costs incurred by the organisation of the delay in supporting HWMK to move to an online banking system.</p> <p><b>12.7: Governance</b> - The Board discussed the actions from the Governance TAF meeting in December. The Board agreed the representative review will commence once the Business Plan is agreed.</p> <p>It was proposed that HK, JM and AH make up the Risk Committee. HK requested that GA takes a lead on Governance.</p> <p>It was agreed that the Policy TAF would be discussed/covered under Governance Committee.</p> <p>The Board agreed that the skills audit should be undertaken by an external person but that it be postponed until later in the year.</p>	<p><b>MT to set up Risk Committee meeting</b></p> <p><b>MT to draft letter</b></p> <p><b>HK, AH and JM approved as Risk Committee members</b></p>
<p><b>13</b></p>	<p><b>Organisation Calendar</b></p> <p>13.1: AD commented that the calendar was useful in terms of overview and background. It was agreed the calendar was functional and met the needs of trustees. MT to explore best platform to share.</p>	<p><b>MT to notify Trustees which platform the org calendar will be available on.</b></p>
<p><b>14</b></p>	<p><b>AOB</b></p> <p>14.1: AD informed the Board that she will have to leave the next Board meeting at 10.30 a.m.</p> <p>14.2: MW informed the Board she would not be at the next Board meeting.</p>	

<b>15</b>	<b>Dates and Times of Future Meetings</b> Wednesday 13 <sup>th</sup> March 2019 Wednesday 15 <sup>th</sup> May 2019 Wednesday 10 <sup>th</sup> July 2019 Wednesday 11 <sup>th</sup> September 2019 Wednesday 13 <sup>th</sup> November 2019	
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**Transcribed by:**

**Name:**

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