

# Healthwatch Milton Keynes (HWMK)

**Board of Trustee Meeting Minutes, Wednesday 9<sup>th</sup> February 2022**

**Time: 9.30am – 12.00pm**

<b>Attendees in person</b>	Carol Older (CO)- Chairperson, Michaela Tait (MTAi), Paul Egerton (PE)-Treasurer, Jeff Maslen (JM) Dorothy Pearce (DP), Jane Whild (JW)
<b>Attendees on Teams virtual software</b>	Alan Hancock (AH) – Deputy Chair, Ama Bimpong (AB) Deputy Chair, Paul Day, Mirza Lalani
<b>Other Attendees</b>	Maxine Taffetani – Chief Executive Officer/Board Secretary
<b>Apologies</b>	None

<b>Agenda Item No.</b>	<b>Agenda Item</b>	<b>Action/Agreements</b>
1	<p><b>Opening Remarks and apologies</b></p> <p>The meeting was opened by Alan Hancock who Chaired the meeting until Carol Older, Chairperson arrived at 10.00am.</p> <p>PE informed the Board he would need to leave at 11.45am.</p>	
2	<p><b>Declarations of Interest</b></p> <p>JW informed the Board of Trustees that she had taken on a volunteer role as Coordinator for the Voices of Women Partnership (VOW).</p> <p>After it was noted that the register of interests was</p>	Secretary to add JW's update to the Register of Interests

	<p>missing some information the Secretary reminded Trustees to check the register and email her with any missing information.</p>	
3	<p><b>Adoption of Agenda</b> The agenda was adopted without amendment.</p>	
4	<p><b>Minutes of the Meeting held on 10<sup>th</sup> November 2022</b> The minutes of the Board meeting held on 10<sup>th</sup> November 2022 were approved as an accurate record of the meeting.</p>	
5	<p><b>Matters Arising – Action Log</b> No comments were raised in relation to the Matters Arising action log.</p>	
6	<p><b>Election of Deputy Chairperson</b> The Secretary briefed the Board on the process undertaken to seek expressions of interest from Trustees to the appointment of Deputy Chairperson of the Board. It was confirmed that no Trustees had expressed an interest via the email request.</p> <p>Subsequently, Paul Day offered to nominate himself as Deputy Chairperson at the meeting. A majority support of Trustees was established. Dorothy Pearce approved the motion to approve Paul Day as Healthwatch Milton Keynes Deputy Chair of the Board of Trustees. Jane Whild seconded the motion to approve.</p>	
7	<p><b>Trustee Recruitment Cycle</b> Trustees discussed the briefing paper to the Board on the 2022 Trustee recruitment cycle. Trustees were informed that as per the Healthwatch Milton Keynes CIO constitution one third (3) of the Trustees will be required to step down at the 2022 AGM and all trustees were eligible to reapply for another term.</p> <p>AB, AH and PE all confirmed their intention to step down from the Board and confirmed that all three did not intend to reapply for a further term. The</p>	

	<p>Board noted that this will bring members down to seven (7) from the AGM.</p> <p>Trustees approved the recommendations of the Governance Committee, which met on 27<sup>th</sup> January 2022, which were to 1) postpone the Trustee recruitment exercise and prioritise the development of the organisational strategy; 2) Undertake a simple skills audit in March/April with existing Trustees continuing on the Board following the AGM; 3) Compare skills audit results against the developed strategic objectives to identify experience and specific skills in future Trustees and; 4) undertake trustee recruitment at a later date, fitting the process in before the AGM if timescales allow, or co-opt Trustees until the following AGM.</p> <p>The Secretary confirmed that the Treasurer recruitment exercise was being undertaken separately, with two external adverts and a targeted search with support by MK Community Foundation.</p> <p>Trustees commented on potential risks of delaying recruitment, the challenges of attracting the right people for the gaps identified, how the organisation could reach out to local businesses who might provide schemes for their employees to take on Trustee roles and what different thinking may be required to attract more a diverse range of Trustees e.g. young people</p>	<p>MT to arrange simple skills audit with Trustees in March/April</p>
8	<p><b>Strategy Review and Development</b></p> <p>Trustees received a paper setting out engagement proposals from two external facilitators to support the development of the strategy and a set of considerations for discussion.</p> <p>Trustees discussed views on the involvement of trustees stepping down in September in the strategy development phase. Trustee views were</p>	

	<p>largely in favour of having insight and expertise of outgoing trustees feeding into the new strategy but were in favour of leaving involvement to personal choice. MT noted that the Treasurer's involvement would be important. Trustees discussed how much the organisation would expect the strategic objectives to evolve from the current objectives</p> <p>Trustees agreed that the constitution may require review following the development of the strategy, to ensure that it is fit for purpose and acts as enabler to achieve the organisation's strategic objectives.</p> <p>Trustees were in favour of strategy development workshops being face-to-face activities and gave the CEO a steer to engage NCVO for external facilitation including support to write up the results, subject to updated costs of service, models of SWOT, PESTLE and strategic foresight models used and provision of face-to-face workshops.</p> <p>Trustees were informed that the ringfenced funds for the strategy may not cover the full cost of external facilitation. Trustees approved using reserves if required to cover costs and delegated authority to the CEO and Treasurer to agree reserves top-up plan if reserves are allocated to cover costs.</p>	<p>MT to engage NCVO and determine uplift on original proposal and delivery model</p>
9	<p><b>Business Plan 2022-23</b></p> <p>Trustees received the draft of the 2022-23 Business Plan and a supporting paper outlining the rationale for five priority areas including monitoring the provision of care in care homes and residential settings, research into use of primary, community and emergency services, inequalities in health and care, mental health transformation, the integrated care system and engagement activities.</p> <p>Trustees explored the achievability of the activities and outcomes set out in the plan with the CEO.</p>	<p>Further drafts will be made available to the Board prior to final approval.</p>

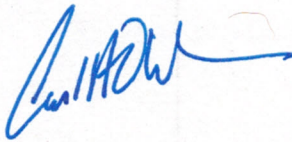
	<p>Trustees gave a strategic steer for the CEO to consider in further developments of the business plan including the ICS focus on the elective recovery plan, place level priorities, womens health strategy, digital transformation and resourcing Healthwatch to perform the role set out in ICS guidance.</p> <p>Trustees were keen to ensure resources were focused on local priorities set out against the Long Term Plan and cautiously approach the larger ICS priorities.</p> <p>The Board approved the direction and objectives of the current draft, with their comments given consideration.</p>	
10	<p><b>Budget 2022-23</b></p> <p>The Board of Trustees received the second draft of the 2022-23 budget for approval.</p> <p>Trustees approved the allocation of 3% annual pay increase for staff, noted the current budget surplus as £833 and the inclusion of the social care levy increasing national insurance contributions for employees and the organisation.</p> <p>The Board approve the budget planning position, noting that some further adjustments would be likely, and that final approval of budget reallocations will be sought and cleared prior to the budget being finalised in March.</p>	Trustees to receive final budget allocations for approval in March by email.
11	<p><b>Chief Executive Officers Report</b></p> <p>The Chief Executive gave the Board a summary highlight of key activities of the organisation against the business plan and an update on the formation of the Integrated Care system including the development of the Integrated Care Board, local Healthwatch collaborative, Integrated Care Partnership and Milton Keynes 'place' partnership Board.</p>	

	<p>Trustees explored the proposal model being developed for the Milton Keynes Health Board and emphasised the need for Healthwatch Milton Keynes to monitor the public visibility and transparency of decision-making of any delegated commissioning functions and activities locally.</p>	
12	<p><b>Standing Items</b></p> <p>Trustees received in advance of the meeting a report on standing items covered within the agendas of the Governance Committee meeting on 27<sup>th</sup> January 2022 and the Finance Committee on 20<sup>th</sup> January 2022.</p> <p>The Board of Trustees approved the standing items which included:</p> <ol style="list-style-type: none"> <li>1) Approval of the reviewed risk levels in the strategic risk register, as recommended by the governance committee</li> <li>2) Approval of the timelines and process for the review of the Finance and Governance Committee Terms of Reference</li> <li>3) Approval of the governance committee's recommended changes to the schedule of delegation</li> <li>4) the final version of the Business continuity plan</li> <li>5) Approval of the Quality Framework action plan</li> <li>6) Approval of the reviews to the risk management, volunteering and Enter and view policies</li> <li>7) Approval of the Decision Making policy</li> <li>8) Approval for the development of a salary policy for the organisation</li> <li>9) Approval for developing changes to annual leave and occupational sick pay entitlements</li> </ol> <p>The Board of Trustees approved the resolution to alter the Healthwatch Milton Keynes CIO</p>	

	<p>Community Bank Account with Metrobank from a two signatory to a single signatory account, on the basis that the set up was no longer fit for purpose. The Trustees were assured by the Treasurer and CEO that appropriate financial controls were in place/be developed and ensure the Schedule of Delegation with regards to spending limits is followed.</p> <p>The board approve that the number of signatories on the account will be six (6): Maxine Taffetani, Tracy Keech, Carol Older, Jane Whild, Dee Prior and Paul Egerton.</p> <p>The Board approved Maxine Taffetani to have permission to be issued a debit card for the account, which will be used to make online payments and access petty cash.</p> <p>The Board approved Carol Older, as the Chair of the Board of Trustees to certify the following resolution:</p> <p><b>Resolution:</b></p> <p>It was resolved that two current signatories are authorised to:</p> <ul style="list-style-type: none"> <li>• Complete and sign the Metro Bank PLC Mandate to move the Healthwatch Milton Keynes bank account from a two signatory to a single signatory framework, and those with single signatory permissions are Maxine Taffetani, Tracy Keech, Carol Older, Jane Whild, Dee Prior and Paul Egerton.</li> <li>• Remove Alan Hancock as a signatory to the account.</li> <li>• Add Carol Older as a signatory on the account.</li> </ul> <p>The Board of Trustees approved the proposals.</p> <p>Trustees outlined to the CEO the need to ensure</p>	<p>Handwritten notes and signatures in the right margin, including a signature that appears to be 'Carol Older' and some illegible text.</p>
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	adequate training is in place for staff to recognise phishing emails and other online fraud techniques.	
13	<b>AOB</b>  Trustees discussed the high workload and pressures on the CEO. It was noted that whilst relevant, matters brought to the Board were largely bureaucratic in nature. The CEO noted that some review of how the flow of work through the committees to the Board could reduce duplication of matters arising at the Board. The Chairperson informed the Board that the CEO's appraisal would take place in the next two weeks and that workload pressures would be explored.	

Signed:



Name:

CAROL A. O'DEA

Position:

CHAIR.