



Healthwatch Milton Keynes (HWMK)

Board of Trustee Meeting Minutes, Wednesday 8th May 2024

Held at Milton Keynes Business Centre

Attendees	Paul Day (PD)– Deputy Chair, Mike Cass (MC)– Treasurer, Steve Lazell (SL), Jeff Maslen (JM)
Other Attendees	Maxine Taffetani (MT)– Chief Executive Officer (CEO)/Board Secretary, Tracy Keech (TK) – Deputy CEO
Apologies	Mirza Lalani (ML), Michaela Tait (MTT), Vaasavi Singh (VS), Carol Older (CO) – Chairperson

Agenda Item No.	Agenda Item	Action/Agreements
1	Opening Remarks and apologies The Deputy Chair, Paul Day, opened the meeting at 9.40am. Mirza Lalani, Micheala Tait, Vaasavi Singh and Carol Older submitted apologies.	
2	Declarations of Interest No conflicts of interest were declared.	
3	Adoption of Agenda The agenda was adopted without amendment.	
4	Minutes of the meeting held on Wednesday 6th March 2024 The Board approved the minutes of the meeting held on Wednesday 6 th March 2024 without amendment. As the meeting was chaired by online attendance by Paul Day, Deputy Chair, the Deputy Chair delegated approval to Steve Lazell to sign a hard	Maxine Taffetani to upload signed copies to HWMK website.

	copy of the meeting minutes of the meeting held on Wednesday 6 th March 2024.	
5	<p>Matters Arising – Action Log</p> <p>MT gave an update on actions completed, in progress and outstanding on the matters arising action log.</p> <p>Action no 1: It was noted that the application for the change of model association was submitted to the Charity Commission on 5th December 2023 and has since been fully uploaded to the HWMK CIO page on the commission website.</p> <p>Action No 2: With regards to the strategic development work planned, MT explained that she, and CO had met to discuss pressures and challenges to running an effective process and agreed to pause external facilitator and prioritise Trustee recruitment. Trustees were supportive of the decision and sought to discuss further under agenda item 7.</p> <p>Action No 3: It was agreed that finance meetings would be utilised to undertake checks of financial risk detailed on the strategic risk register and report back to the Board. It was found that the strategic risks within the risk register against finance were sound. There is good oversight of the risks, namely that the core grant will be in deficit by 31.03.2026 and insufficient to support the service at current levels and that risk treatment plans to build reserves to support the March 26 core deficit position were being maximised and operating to plan. Actions which include strategic development and securing infrastructure funding from Bedfordshire, Luton and</p>	

	<p>Milton Keynes ICB are active, and a bid writer recruited to support Chief Executive capacity against actions.</p> <p>Action 4: Providing Trustees with draft and final copies of the 2024-25 Business Plan were noted as completed.</p> <p>Action 5: It was noted that the action to include the Deputy CEO, Tracy Keech, as an ex-officio member of the Board had been actioned.</p> <p>Action 6: Ensuring that the May Board presented the findings of the Trustee skills audit and discussed the formation of the nominations committee was noted as actioned.</p> <p>Action 7: MT was advised to research Community Development funding options from: MKCF and Awards4all and it was noted this action has been delegated to the Bid Writer.</p> <p>Action 8: It was confirmed that policies highlighted for trustee approval at the May board meeting were included in the papers under agenda item 10.</p> <p>Action 9: MT noted that she had not been able to complete the Quality Assessment Framework review in time for the May Board meeting and it remained partially completed. MT confirmed the hard deadline for the assessment is November, after which the organisation would have no right to use the Healthwatch England quality mark. JM challenged the value of undertaking the extensive exercise and MT advised on the evidence the</p>	
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	<p>assessment could give to commissioners and to HWE.</p> <p>Action 10: MT confirmed that the action to upload all budgets for 2024-25 to Xero had been completed.</p> <p>Action 11: It has been agreed with the Treasurer that advice on VAT registration requirements will be actioned following the end of year accounts process, anticipated to complete toward the end of May.</p>	
6	<p>HWMK Business Plan 2024-25</p> <p>MT provided a briefing on the approved Business Plan for 2024-25 and requested that Trustees note the final published plan and highlight any specific areas of strategic risk which should be considered for escalation, address and/ or routinely reported against to the Board.</p> <p>Trustees noted the plan. JM noted that the priority of Primary Care is key, where our stakeholders are most affected and concerned and our visible impact in this area important.</p>	<p>Tracy Keech to highlight active impact on Primary Care to future Board meetings.</p>
7	<p>Board Skills Audit and 2024 Governance Report</p> <p>MT introduced the paper and reminded trustees that the following matters required actions and decisions by the Board:</p> <p><i>1) Agree a date for the 2024 Annual General Meeting</i></p> <p>Trustees queried annual general meeting arrangements under the organisation's new constitution. MT informed the Board of new arrangements, and that the AGM must be held by</p>	

	<p>22nd January 2025. On advice from MT, Trustees agreed that the Annual General Meeting would be called on 13th November 2024 and the Board of Trustees meeting would follow the closure of the AGM.</p> <p><i>2) Each Trustee to make it known to the Board intentions to step down from the Board at the 2024 AGM</i></p> <p>MT informed the Board of Trustees that the new constitution reset all Trustees terms, as the current Board are recorded as the 'first trustees' and therefore there was no requirement for any trustees to retire from the Board this year. However, MT noted that there are four spaces vacant on the Board, that a number of Trustees have discussed struggling with the time commitment Mirza Lalani has notified the Chair of her intention to step down and the Chair also intends to step down, and potentially retire from the Board. MT explained that in the context of the strategic development work it was important to understand what position the Board will be in at the AGM, so a pre-recruitment activity can take place.</p> <p>MT confirmed that Mirza Lalani will retire at the AGM and Carol Older intends to step-down as Chairperson and is considering retirement.</p> <p>JM explained the personal challenges to attendance but expressed that he wished to remain on the Board. JM explained that he would have more information about his commitments within the next couple of months.</p>	
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	<p>Paul Day, Steve Lazell and Mike Cass confirmed their intention to remain on the Board. Mike Cass noted that he was keen to ensure a succession plan for the Treasurer post was considered in the recruitment of new Trustees.</p> <p>MT noted she had received no information prior to the meeting of the intentions of Vaasavi Singh, nor Micheala Tait.</p> <p><i>3) Each Trustee to make it known whether they are willing/or not to succeed the role of Chair at the 2024 AGM</i></p> <p>PD stated that he was likely to be continuing his Mayorship and would not have capacity to be Chair. JM noted that subject to more knowledge about his family commitments he would be open to being the Chair. SL stated that he had a number of commitments that would make it challenging to commit to a Chair role.</p> <p>MT explained that the trustees would need a named Chair but could operate a revolving chair for Board meetings and that could be something to explore.</p> <p>Trustees agreed that a phased term cycle for 'first trustees' would be agreed at the AGM.</p> <p><i>4) Agree the membership to the nominations committee who will be leading Trustee recruitment activities up to the 2024 AGM</i></p>	<p>Maxine Taffetani undertake tasks to reinstate the nominations committee and activate recruitment drive.</p>
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	<p>Paul Day, Steve Lazell and Mike Cass all agreed to stand forward as the Nominations Committee members.</p> <p>5) Note and comment against the Trustee skills audit report</p> <p>MT presented a paper containing detail of the findings of the Trustee skills audit Trustees noted the findings of the trustee skills audit. Trustees skills were self- assessed as 377 out of a possible maximum score of 588. MT explained that Highest scoring areas were leadership, people finance and strategy, and lowest scoring areas were safeguarding, knowledge of AIS standards, wider issues affecting our specific sector and fundraising, bids and negotiations.</p> <p>MT presented a skills strengths and gaps analysis against areas of leadership, governance, skills, and knowledge of field, engagement and commitment. Trustees present concurred with the findings and analysis. JM noted that there was constructive input from trustees and that the results were unsurprising. JM advised that bringing in trustees with perspectives from different industries could be valuable.</p> <p>MC recommended that trustees be assigned roles or organisational areas to 'champion' which could encourage greater engagement and involvement from Trustees.</p>	<p>MT will develop an action plan based on the findings report for the nominations committee to reference.</p>
8	<p>Chief Executive Report</p> <p>MT presented her report, providing the Board with an update with regards to income, activities, impact and strategic relationships.</p>	

	<p>MT highlighted two projects: Improving System Flow Patient Evaluation (ISF2) and a Research Engagement Network Event (REN2) which had been anticipated in the Business Plan as horizon projects but are now moving at pace, with agreements and invoices for work in process.</p> <p>MT provided trustees with an FTE for staffing against 2024-25 core, and projects as a whole noting an increase from 3.81 FTE to 6.31 FTE in staffing. SL queried the reporting difference between the disclosed Allocation Average FTE and Total FTE for 2024-25. MT explained the additional 1.17 FTE was budgetary and currently includes management hours built into projects and some ISF reserves from 2023-24. MC sought confirmation that the FTE total was included matched the budget approved at the March Board. MT confirmed that the financial allocations matched. MT explained that the difference between the allocation and the total was the capacity gap between what capacity has been budgeted for, against what resource we have to deliver it, with much of this being additional project management time.</p> <p>MT highlighted a recent briefing from Healthwatch England on the sustainability of the Healthwatch network. Healthwatch England are holding a number of sessions to seek local Healthwatch Boards feedback into some of the working proposals for future commissioning arrangements of local Healthwatch, with a key proposal that Healthwatch England move toward becoming the direct commissioner of local Healthwatch grants and contracts. Trustees discussed the advantages and risks associated with the details of the briefing, including how it would affect local relationships, influence, give Healthwatch England greater power over the agenda of local Healthwatch over and above the views and needs of residents, and</p>	
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	possibly funding levels. The CEO encouraged Trustees to sign up and feed into the webinars.	
9	<p>Activities and Performance Report</p> <p>TK presented a report on care and projects activities and performance, providing detail against the progress of Enter and view ambitions with domiciliary care, and the stubborn barriers that persist and the opportunities that the Enter and view coordinator is currently pursuing. TK noted that she expected some dom care activity to take place within the next quarter and will report back to the Board in August.</p> <p>TK added that the Information sharing agreements being developed with Milton Keynes University Hospital will pave the way for secure data sharing with providers to access patient contact details for dom care.</p>	
10	<p>Standing Items</p> <p>Section One – Governance:</p> <p>The CEO presented the Strategic Risk Register and provided information on the status of treatment plans and expected timescales for delivery of risk treatment plans.</p> <p>MT provided additional verbal updates on constitutional changes and strategic planning, covered elsewhere in the meeting.</p> <p>MT asked for Trustees to approve ten policies and noted that the staff handbook update had been released from HR, reviewed by MT and was back with HR for final amendments. SL noted that the review date for the compliments and complaints policy should be reduced from 4 years, requested a further review of the language around the Board responsibilities within the volunteering policy and requested more detail about how DBS checks are monitored in the organisation.</p>	TK to present assurance of DBS monitoring to next Board meeting

	<p>Trustees approved all policies, subject to correction of typos, and further recommendations noted by SL which he agreed to supply to the CEO via email following the meeting.</p> <p>MT noted that all HR policies were due for review and approval at the August Board and that she will work with HR Initiatives to undertake the review.</p> <p>MT provided a verbal update on exceptional matters in relation to Information Governance, Information Technology, Human Resources, Health and Safety and the Quality Assessment Framework.</p> <p>Trustees provided with a copy of the quarter four Communications Report and answered queries from trustees regarding average engagement rates and engagement rates with the e-bulletin.</p> <p>Section 2: Finance</p> <p>The Treasurer presented the financial report to the trustees for the year ended 31.03.2024 noting that the surplus position for the year was £47,410 which represented a surplus on the core grant of £2,932 and the balance of £44,478 on other projects and grants, with explanations detailed in the Board papers.</p> <p>MC presented the draft unaudited Balance Sheet at 31.03.2024 noting reserves were anticipated to be £78,796. The treasurer reminded trustees that the level of reserves reflects the plan to build up reserves to provide provision for any wind up of HWMK and considers that the CORE MKC grant is not inflated for its last 2 years to 31/3/26 and we will make a loss on this grant which needs to be financed. He also highlighted that some of the project spends have been delayed and will occur in</p>	<p>MT to action trustee recommendations</p>
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	<p>24/25. For information, he explained that the Board approved budget for 24/25 is a net loss of £11.1k reflecting these issues.</p> <p>MC provided trustees with the draft 2023-24 Trustees Reports to the 2023-24 Accounts and sought advice on the addition of notes to clarify the reserves position, inflationary pressures and risk of solvency due to no increases in grant funding. Trustees supported a transparent process which explained our use of public funds.</p> <p>MC set out the cash balance as of 30th April 2025 and discussed the risks and needs regarding opening a second bank account to ensure funds are covered, taking into consideration ongoing risk of solvency of Metrobank.</p> <p>MC presented the results of the Financial Controls Audit undertaken in April 2024.</p> <p>Trustees noted the content of the Treasurers report and approved the content of the Trustees report for submission, subject to additional comments by the Treasurer as agreed.</p>	<p>Maxine Taffetani agreed to allocate some time to sourcing new banking.</p>
13	<p>AOB</p> <p>SL raised a follow-up query about decision making on the boundaries of Milton Keynes' Fuller Neighbourhoods, with concerns about how this could affect the residents of Passmore. MT noted that she had observed a backtracking of resident engagement on neighbourhoods' development, with the narrative being provided that neighbourhood boundaries are arbitrary and would not affect residents, with the boundaries supporting professional 'teams within teams' development. MT noted that the personalisation resident focused element of the Fuller neighbourhoods seemed to be</p>	

	a challenge for the ICB Primary Care Directorate. MT informed trustees that she had strongly advised place leads to offer a specific session to the Passmore residents association to discuss their concerns.	
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Signed: 

Name: Carol Older

Position: 7th August 2024