

Healthwatch Milton Keynes

Board of Trustee Meeting Minutes, Thursday 12th September 2018.
Milton Keynes Business Centre, Milton Keynes, MK14 6GD

Attendees: Hilda Kirkwood (HK) (Chair), Marion Wale (MW), George Assibey (GA), Maxine Taffetani (MT), Anita Devi (AD) and Mike Newton (MN), Jeff Maslen (JM)

Apologies:

Agenda Item No.	Agenda Item	Action/Agreements
1	Trustee applicant Interview with Alan Hancock. Notes stored on record by MT.	
2	Trustee applicant Interview with Caroline Higgins. Notes stored on record by MT	
3	<p>Opening Remarks and apologies</p> <p>Apologies: No apologies</p> <p>3.1: Hilda Kirkwood noted that the Board, prior to the meeting had met with the two applicants to the Board of Trustees Alan Hancock and Caroline Higgins. Hilda asked the Trustees present if they were happy to accept the applicants to the Board, pending ratification at the Annual General Meeting (AGM). All Trustees agreed. Hilda requested that it is Caroline Higgins first Trustee appointment and that she will need a full and supportive induction period. Hilda also noted that Caroline might benefit from the trustees offering mentoring support during induction. The induction of both Trustees will include meetings with each of the Trustees.</p> <p>3.2: Mike Newton asked the Board at which point will the Board reviews the roles of each Trustee, to ensure all areas of Governance are covered. It was agreed that this will form part of the governance self-assessment program and the skills audit the Board will undertake.</p> <p>3.3: Hilda Kirkwood proposed that Marion Wale be co-opted back on to the Board until a suitable Trustee with</p>	<p>All Trustees agreed to accept both Trustee applicants to the Board.</p> <p>MT to arrange induction meetings with Trustees.</p> <p>MT to add skills audit discussion to Governance assessment agenda item at October Board meeting.</p> <p>Trustees approved motion to co-opt Marion</p>

	Human Resources experience be found. All Trustees approved this motion.	Wale on to the Board of Trustees.
4	<p>Declaration of Interests</p> <p>4.1: None. Hilda Kirkwood noted that new Trustees will need to complete Declaration of Interest forms.</p>	MT to include in Trustee induction pack
5	<p>Adoption of Agenda</p> <p>5.1: The agenda was approved.</p>	
6	<p>Adoption of Minutes of Board of Trustees Meeting of 8th May 2018.</p> <p>6.1: Mike Newton requested in Item 14, para 5: “spurned” be corrected to “prompted”.</p>	Mt to record change.
7	<p>Matters Arising from Meeting 12th July 2018.</p> <p>Maxine Taffetani had circulated notes on matters arising prior to the meeting.</p> <p>7.1: Banking - MT recommended Co-op Bank as proposed new banking provider. Following a move to apply with Co-op bank which required all Trustees to disclose their personal information even if they were not going to be a signatory, some Trustees raised concerns and objections. The banking options have been reviewed and MT recommended that HSBC bank were a suitable alternative which only requires Trustee details of those who are signatories.</p> <p>7.2: MT to arrange Partnership Board TAF with AD, MW and TK. Meeting went ahead. AD and MW noted that there were some actions agreed with the Deputy CEO that AD and MW have not been updated on. They requested that Tracy plan in 3.5 days. AD and MW noted they felt they had to push Tracy to commit to informing them of a planning a timeline and structure and requested that the TAF reconvene. Hilda Kirkwood noted that poor performance on Partnership Board would impact on the reputation of Healthwatch Milton Keynes and that the Board will maintain an interest until the Partnership Boards had “bedded in”. All agreed that positive leadership and robust terms of reference was essential.</p> <p>7.3: GDPR - The Board agreed to review the DPO role on an ongoing basis. MT stated that requirements for specialist Trustees have been discussed with Community Action:MK (CAMK) as part of the governance self-assessment. MT recommended that the work to recruit specialist trustees is actioned following the appointment of</p>	<p>All Trustees approved to apply for HSBC bank. MT to action.</p> <p>MT to follow-up with TK on progress.</p>

	<p>the incoming Trustees and the outcome of the skills audit. All agreed. AD suggested Alan Hancock may be able to support GDPR governance.</p> <p>7.4: Annual Report. MT has been requested to send a PDF version of the Annual Report to Trustees. Trustees confirmed that they had received this. Hilda Kirkwood asked how the presentation of the Annual Report was received by the Health and Wellbeing Board. MT informed the board that the Chair of the HWBB had thanked Healthwatch Milton Keynes for presenting the report, that it was a much-changed organisation and to thank the CEO.</p> <p>7.5: Governance. The Board of Trustees agreed to meet to review the Governance self-assessment MT had submitted to CAMK. The meeting took place and comments were sent to MT for consideration and response.</p> <p>7.6: Elections: Actions outstanding at previous meeting included MT to arrange a letter from the Chairperson to Trustee applicants notifying them of the informal meetings, circulating the interview questions to the Board and delegating Health and Social Care Committee applicant interviews to Jeff Maslen and Tracy Keech, Deputy CEO. All actions had been completed.</p> <p>7.7: Future meetings. MT was to ensure 2019 Board meetings were booked. This had been actioned.</p>	
8	<p>2017/18 Annual Accounts</p> <p>8.1: MT gave background to the accounts and noted the unexpected surplus. MT recommended this required addressing at the same time as current work on the reserves policy taking place. MT confirmed the cash bank balance and commented that the additional surplus is being investigated and is likely to rest with the accruals the previous treasurer inputted into the system. MT noted that Advalorem had confirmed the accruals had been rectified but there are concerns this has not been amended correctly. MT recommended a meeting with Ad Valorem to take place after AGM to investigate and outline our expectations of future support. MT noted support from the accounts has been poor and a recent response from the accountant indicated they have capacity issues with specialist charity support staff.</p> <p>8.2: AD noted that her title needed to change to Ms.</p>	<p>MT to arrange meeting after AGM.</p> <p>The Board of Trustees approved the Annual Accounts for 2017-18 pending the change of AD's title.</p>

<p>13</p>	<p>Finance</p> <p><i>This agenda item was moved forward to prioritise, as JM noted that needed to leave the meeting early.</i></p> <p>13.1 MT informed the board of the appointment of the new Administration Officer. The new post-holder does not have the same level of financial expertise that previous post-holders have had. The Board agreed that beyond a successful probation, some Xero training for the post-holder.</p> <p>13.2The Board noted that they require a paper on the current position now that it has been confirmed by the accounts that the expected surplus in line with plan is much larger. MT noted that she has compiled almost all of the figures to establish the cost of what we need for a ‘winding-up’ of the organisation as a baseline for reserves but Ad Valorem have yet to provide accountancy costs. The Trustees agree that MT provide this paper for an agenda item at the special Board of Trustees meeting on 10th October 2018 to discuss surplus. The Reserves Policy was approved.</p> <p>This is to record that Jeff Maslen left the meeting at 11.28.</p>	
<p>9</p>	<p>Performance Report</p> <p>MT presented the performance report to the Board. MT noted that the only Red area Autism activity is stalling due to a staff change but that other activities such as Wolverton Health Centre had emerged from the public.</p> <p>MT noted that due to the anticipated gap in the Communications and Engagement post-holder much of the planned activity against workplans was planned to begin from Q2. The further unexpected delay in recruitment of the Communications and Engagement lead due to agreements regarding the Partnership Boards will mean planned workloads will run red in Q2 and the workplan activity will require review.</p>	<p>MT to review workplans</p>
<p>10</p>	<p>AGM update</p> <p>MT gave an update of preparations for the AGM. The Board discussed the members section agenda, how to present the summary of accounts and surplus amount and explain the issue that the first quarter of the next financial year is visible in the accounts.</p> <p>Hilda Kirkwood agreed to present the accounts.</p>	<p>MT to provide a couple of printed copies of</p>

		Annual Accounts for the members to refer to.
11	Comfort Break	
12	Governance MT noted she had forwarded suggestions for an action plan against the comments of the self-assessment the Board had undertaken. Most Trustees had not been able to consider it fully. Trustees agreed to postpone agreeing any action plans and re-present the report at the October Board meeting.	
14	Risk Register MT presented the Risk Register in a new format. The Trustees felt this was clearer but noted some inaccuracies.	MT to review risk register and check for inaccuracies/ inconsistencies
15	CEO's Operational Report MT gave a brief verbal update on new Communications and Engagement Lead, new Administration Officer. MT briefed the Board about ongoing handover to new IT provider.	
16	AOB	
16	Dates and Times of Future Meetings Wednesday 7 th November 2018 Wednesday 9 th January 2019 Wednesday 13 th March 2019 Wednesday 15 th May 2019 Wednesday 10 th July 2019 Wednesday 11 th September 2019 Wednesday 13 th November 2019	MT to ask Lisa Gibbons to book meetings for 2019.
	The meeting was closed at 12.15pm and Maxine Taffetani left the meeting. The Trustees continue a private meeting of the Trustees until 1pm.	

