

Healthwatch Milton Keynes (HWMK)

Board of Trustee Meeting Minutes, Wednesday 8th February
2023

Time: 9.30am – 12.00pm

Attendees in person	Carol Older (CO)- Chairperson, Mirza Lalani (ML), Steve Lazell (SL) Michaela Tait (MT)
Attendees on Teams virtual software	Paul Day (PD) – Deputy Chairperson, Vaasavi Singh (VS), Mike Cass (MC) – Treasurer
Other Attendees	Maxine Taffetani – Chief Executive Officer (CEO)/Board Secretary
Apologies	Dorothy Pearce (DP), Jeff Maslen (JM), Jane Whild (JW)

Agenda Item No.	Agenda Item	Action/Agreements
1	Opening Remarks and apologies The Chair opened the meeting at 9.30am and noted apologies for the meeting.	
2	Declarations of Interest Paul Day declared a new interest; from 1 st January 2023 – Trustee of the Pharmacist Support Charity (formerly the Pharmacists' Benevolent Fund). Mike Cass declared two interests; Membership of the Conservative Party and Member Nominated Director of AB Inbev UK Ltd Pension Plan	The Secretary to update the Register of Interests.
3	Adoption of Agenda The agenda was adopted without amendment.	

4	<p>Minutes of the meeting held on Wednesday 9th November 2022</p> <p>The Board approved the minutes of the meeting held on Wednesday 9th November 2022 without amendment. The Chair signed a hard copy of the minutes for publication.</p>	<p>The Secretary to publish the minutes of the meeting to the Healthwatch Milton Keynes Website</p>
5	<p>Matters Arising – Action Log</p> <p>The CEO gave an update on actions completed, in progress and outstanding on the matters arising action log. The Secretary informed Trustees that the Register of Interests had been updated and the Nominations Committee has been established – subject to approvals set within the meeting agenda. Trustees were informed that the Equality and Diversity and Safeguarding policies remained in review and will be presented at the May Board for approval. The CEO informed Trustees that the Communications Officer is working on an exercise to support staff and Trustees to use Healthwatch brand guidelines across email systems.</p> <p>No comments were raised.</p>	
6	<p>Trustees Election Cycle</p> <p>Trustees received a briefing on the annual Trustee election cycle. The Secretary informed the Board that 3 Trustees are required to put themselves forward for retirement. The Secretary noted that Jane Whild, the longest serving member of the Board had circulated and email in advance of the Board meeting confirming her retirement from the Board.</p> <p>Paul Day – Deputy Chair, proposed that he retire, and would seek re-application to the Board. Carol Older – Chairperson, agreed to take up the Chair of the Nominations Committee for 2023.</p>	

	<p>The Board were unable to agree a third Trustee willing to retire at the meeting. Trustees agreed that the Secretary would seek a resolution by email, and if none could be reached, a lot be drawn at the Nominations Committee, or May Board meeting – as determined by the Board of Trustees.</p> <p>The CEO provided an update to Trustees on the set-up of the Nominations Committee and circulated the draft Terms of Reference in the papers. Trustees approved the proposed membership of the Nominations Committee: Carol Older (Chair), Michaela Tait and Steve Lazell. The first meeting of the Nominations Committee on Friday 17th February.</p>	<p>The Secretary to email Trustees to confirm third Trustee nomination to retire at the AGM 2023.</p>
7	<p>Review of Healthwatch Milton Keynes Constitution</p> <p>The CEO provided Trustees with a paper outlining areas of the Healthwatch Milton Keynes CIO constitution under review. Areas identified for review are the Objects, Membership, Member's Decisions, Appointment of Charity Trustees and the name of the organisation and the limitations of sustainability and growth through the organisational name being directly associated with the licence for Healthwatch Milton Keynes.</p> <p>With regards to the Objects of the organisation, Trustees agreed that the objects should be expanded to include advocacy, strengthen scope around preventative health and care, widen the audience for the delivery of training and consider clarifying the remit of the provision of advice.</p> <p>With regards to membership Trustees held a discussion about the benefits, the limitations and the resource implications of the organisation having a wider membership beyond the Trustees. This included discussion about the views of the membership, should the membership model be changed. It was agreed that the involvement of the</p>	

	<p>public in decision making, and accountability of Healthwatch Milton Keynes to the public would not be affected by the change of membership model.</p> <p>Trustees agreed that the organisation explore the changes to the CIO model, with a view to seek approval at the Annual General meeting.</p> <p>Trustees requested that the CEO undertake a research exercise of other CIO constitutions and a data cleansing exercise of the current membership.</p> <p>Regarding the Appointment of Trustees, the Board were supportive of finding a balance between the term length and election cycle of Trustees within the available resources of the organisation to undertake administrative exercises and support good quality induction and training for Trustees. Trustees supported a framework of a 3 year term and retirement cycle, with a maximum of 2 terms served.</p> <p>Regarding the name of the organisation, Trustees agreed and supported the principle of changing the organisation's name as to separate and define the organisation outside of it's role delivering the Healthwatch Milton Keynes service, and open up business sustainability and growth opportunities and remove barriers to bidding for advocacy services.</p>	<p>CEO to undertake data cleanse of membership.</p> <p>The CEO to discuss constitutional change with the Charity Commission and Milton Keynes Community Foundation.</p> <p>CEO to seek ideas from Trustees and staff regarding organisation name.</p>
8	<p>Chief Executive report</p> <p>Trustees received a report from the Chief Executive against funding, key activities, publications and business development and income opportunities.</p> <p>The CEO updated Trustees on progress against the review of the Healthwatch grant and a</p>	

	<p>funding/modelling proposal submitted to the Local Authority in December.</p> <p>The CEO highlighted successes of recent activities including the Patient Experience Day and the Big GP Survey and informed Trustees about how the insight gathered through activities will be reported back to members, and the public.</p> <p>The CEO highlighted an approach by the Integrated Care Board's Co-production lead, requesting that Healthwatch MK host remunerated volunteers who would act as community connectors and representatives for people and communities on the Boards and Workstreams of the Integrated Care Board. Steve Lazell gave some information about the governance and technicalities of hosting arrangements for community connectors. Trustees had concerns about potential conflicts of interests, as well as the resource capacity of Healthwatch Milton Keynes.</p>	
9	<p>Standing Items Section One – Governance:</p> <p>The CEO provided the Board with the Strategic Risk Register and sought comments on the risk register, following a full review of all strategic risks. Trustees were satisfied that all areas of risks were covered, and reflected short-term strategic risks and challenges and were assured that the risk treatments set out by the CEO were adequate to mitigate or avoid known strategic risks.</p> <p>The CEO highlighted Healthwatch Milton Keynes' achievement of Healthy Workplace Bronze awards for Absence Management and Health and Safety.</p> <p>The CEO briefed the Board on issues and actions with regards to Information Governance, which includes a large ongoing exercise to resolve issues of governance under the General Data Protection</p>	<p>CEO to brief the SIRO on further developments with</p>

<p>Regulations. A recent policy change by Healthwatch England has altered their approach to the lawful basis for collecting data from the public. This change has been communicated to local Healthwatch, with advice that local Healthwatch can use 'public task' as the lawful basis for collecting public feedback. The Healthwatch Milton Keynes Data Protection Officer (DPO) does not agree that public task is an appropriate lawful basis for local Healthwatch. The CEO is seeking resolution and notified Trustees that HWE's direction could impact the Data Sharing Agreement (DSA) with Healthwatch England and the use of Smart Survey.</p> <p>Section 2: Finance</p> <p>The CEO confirmed that reserves had been increased to the level recommended and approved at the November Board meeting.</p> <p>The CEO presented a forecast view of the end of year financial position of £3,477.08 in surplus.</p> <p>The Treasurer briefed Trustees on pre-payment made for insurance and a query raised with the accountant regarding a £700 overspend on accountancy and audit as a result of the accrual records not including VAT.</p> <p>The Board discussed the uncertainty of the decisions regarding the Grant and the position in which this leaves the organisation. The CEO has received conflicting information from the Local Authority on the likelihood of receiving the requested uplift to the grant. The lack of information and decision on funding from April 1st 2023 means that the CEO cannot produce a budget or business plan. It was agreed that the Chair will write to the Local Authority to set out the Board's concerns. The CEO will seek information about when and how the decision on grant funding</p>	<p>regards to the DSA.</p> <p>Chair to write to Grant funders regarding timeline for funding agreements from 01.04.2023</p> <p>CEO to determine when decision on funding is to be made by Local Authority</p>
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	<p>will be made.</p> <p>The Board approved a recommendation by the Secretary to hold an extra-ordinary meeting of the Board of Trustees in March/April when a decision has been received on the grant and the budget and business plan have been fully developed.</p>	<p>Secretary to schedule March/April Board meeting.</p>
13	<p>AOB</p> <p>Mirza Lalani recommended that Trustees allocate time to strategic discussions about diversifying income streams. It was agreed that the May Board meeting would be utilised for a full discussion.</p>	<p>Secretary to schedule longer private section of the May Board meeting.</p>

Signed:



Name:

C. A. OLDER

Position:

CHAIR