

## **Healthwatch Milton Keynes**

Board of Trustee Meeting Minutes, 9<sup>th</sup> January 2018. Milton Keynes Business Centre, Milton Keynes, MK14 6GD

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

Apologies: None

Agenda Item No.	Agenda Item	Action
1	Opening Remarks and apologies	
	HK noted that there was a large agenda, with many	
	decisions to make, as a Board. Agreed the Board would conduct the meeting in a decision focused way, and	
	thanked MT for putting the papers together so quickly after the Christmas period/	
2	Declaration of Interests	
3	Adoption of Agenda	
4	Adoption of Minutes of Board of Trustees Meeting of 14 <sup>th</sup> November 2017.	
	Date inaccuracy noted on Page 1 - corrected to 4 <sup>th</sup> September 2017. MN sought clarity on point ii. on Page 3. MT to edit wording. The board adopted the public meeting minutes.	
5	Matters Arising from Meeting 14 <sup>th</sup> November 2017.	
	At Jan Board meeting agree what elements of the Part 2 meeting should be available in the public domain. (All Board): Discussion about what information should be held to private meetings. MT requested clarification on the Board decision to make Board meetings public. JM clarified that the board felt that, due to the nature of Healthwatch MK's work, everything we discuss should be as transparent as possible.	

MN noted issues of commercial sensitivity, such as procurement, disputes with commissioners, and staff matters would require some privacy.

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The board agreed that the key areas noted by MN would be relevant for private board meetings.

The Board discussed the need to put in place a deputy Chair for the Board of Trustees. HK noted that she felt it was important to have an official deputy. All agreed it was important for succession/loose succession planning and that it was important for structuring the Health and Social Care Committee (HSCC).

JM stated that deputy functions are needed at both levels, to build capacity into the organisation. MN gave examples of when deputising roles have supported the organisation's capacity in the past.

The Board agreed that they require a Deputy Chair.

MW noted that she would not be prepared to stand for Deputy Chairperson, but thanked AD for her previous nomination.

The board discussed reserves policies. MN noted that in the previous treasurers budget planning, he had laid out a three year planned for the accumulation of reserves that would provide for 3 months operating costs.

AD noted the discussion from the previous meeting, that the board had agreed on a procedure to ringfence salaries, and apply for flexibility on other payments. MN stated that a high proportion of the budget is on fixed Direct Debits and there is little room for flexible payments. MT agreed that this is the case.

JM noted that a meeting is needed on 2018/19 budget. MT confirmed that she is meeting to look at the early budget planning stages with Tracy Fenton, and will be setting up a special finance meeting to draft the full budget. Budget will be presented to the Board at the March meeting, for sign off.

All other actions against the minutes of 14.11.2017 were completed.

MT to put an email out to seek Board Member nominations.

MT to set up Finance meeting.

MT to circulate notes of the previous Finance sub-group meeting.

## 6 Draft Strategy 2018-21

MT presented the draft strategy with the papers, collated from the work completed at the Board's Strategy Planning Day on 18<sup>th</sup> December 2017.

JM commented that the strategy looks good but is concerned that strategic objective 1 and 2 are demanding.

The board and CEO discussed how the HSCC is going to be involved. MT discussed the timeline. There will potentially need to be a special HSCC meeting in February to discuss and build the business plan. MT noted that the HSCC will need guidance from the CEO to building the plan.

There was a general discussion about realistic timeframes for producing the business plan/workplans.

JM suggested that the draft strategy is presented to the HSCC in February, the business plan completed and agreed at HSCC in April, with a special meeting of the Board of Trsutees in May to sign off the business plan. The business plan will then be signed off by the Board of Trustees. The Board and CEO agreed to this timeline.

MN requested that the HSCC review the current workplan and what will be carried over into the new workplan.

AD noted that this was an opportunity to take a new direction, slightly longer term, by setting a 2-year work plan. The Board and CEO agreed.

MT noted that the strategic objectives are focused on our identified weaknesses.

MN asked for the Board and CEO to consider, when approaching the HSCC, identifying what is in our new strategic plan that dictates a change in direction.

JM felt that what HWMK needs to do is to better engage and understand our communities. Dentistry project is a good example of our response to input from the public.

AD noted that HWMK must focus on collating data on impact and how we best capture evidence of impact/measure that impact. She stated there must be a shift in mindset toward gathering evidence and reporting impact. Measuring impact is slower and suggested the Board should be prepared for doing less, for more impact.

MN stated that the strategy is in fairly high-level language, which will be a challenge to some people.

HK asked for suggestions from the Board on the message from the Chair and Chief Executive.

AD liked the values section, but felt they were too long. She suggested revision, and recommended something like 'we listen, we reflect, we act'.

MT to set timelines and book special meeting of HSCC in May

MT to explore easy read version.

JM and MT will look at values.

	Further minor corrections were discussed and agreed.  The Board agreed they would like a small version (A5) with Mission, Values and strategic objectives for a quick handout. MT noted	MT to update and circulate revised version of Strategy, for Board to reconsider. Comments needed by 30 <sup>th</sup> January.
		MT to create A5 version of final strategy.
7	HSCC Standing Procedures	
	MT presented the HSCC Standing Procedures to the Board for consideration. As the HSCC had struggled to agree these, due to confusion about co-options and elections, MT has revised the whole document.  Some revisions were considered and MT will recirculate.	MT to revise and recirculate for agreement by the Board.
8	CEO Operations Report	
	MT briefly updated the Board on projects, presenting the GAANT chart demonstrating timelines and progress.	
	MT presented some financial accounts. It was agreed by the board that reports in Xero are problematic to understand. MT agreed, and explained that management accounts were being created outside of Xero, which would be available shortly. If that format supports the board, MT will work with Ad Valorem to build the report framework in to Xero.	MT to circulate management accounts when ready.
	HR. MT and MW noted the increase to pensions contributions from April. These will be embedded in to next year's budget.	
9	No further risks were noted. The Board accepted the changes to the Risk Register, as discussed at the previous board meeting.	
10	Break	
11	MT presented the Schedule of Delegation. The Board agreed to adopt the Schedule of Delegation.  MT presented a revised version of the Board of Trustees Terms of Reference, with edits to role of Treasurer. Terms of Reference revisions were adopted by the Board.	
12	Elections  MT outlined the elections for the Board and the HSCC in 2018. This requires two members of the Board to step down, with both eligible to reapply.	

	An elections sub-group committee was held on 3 <sup>rd</sup> January, with action for MT to draft an Elections procedure. This will be circulated for the Board to agree.	MT to circulate Elections Procedure for adoption by Board.
	Mike Newton and Marion Wale noted that they would resign their posts as Trustees, and would wait until the process is started before stating any desire to reapply, as a decision is not required immediately.	
13	Treasurer Recruitment	
	The Board agreed the Role Description and a process for going out to recruit a Treasurer.	MT to post vacancy out to membership in next e-alert.
14	None	
15	Dates and Times of Future meetings	
	Tuesday 6 <sup>th</sup> March 2018, 9.30am, Room: Mars, Milton Keynes Business Centre	