**Board of Directors Meeting**

Wednesday 7th October 2015, 10am to 12pm,

Granfers Community Centre, Oakhill Road, Sutton

**MINUTES**

PRESENT;

Chair – David Williams (DW)

Vice Chair - Barbara McIntosh (BM)

Treasurer -Adrian Attard (AA)

Minutes - Pete Flavell (PF)

Susanna Bennett (SB)

Shri Mehrotra (SM)

Adrian Bonner (ABo)

Tony Ward (TW)

Derek Yeo (DY)

APOLOGIES;

Nicky Davies (ND) - SCILL

Tom Segurola (TS) - CAB

Annette Brown (ABr)

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| **Item** |  |
|  | **Welcome and Apologies**  **DW** welcomed everyone and apologies were noted.  **Notification of Any Other Business**  None  **Declaration of Interest**  **DW** – DW is no longer Trustee of SCVS Payroll or Merton and Sutton Mediation, however remains the Chair of the PRG. |
|  | **Minutes of previous meeting**  Some Board members had found accessing the embedded documents in the agenda and papers difficult or had printing issues. ***IT WAS AGREED*** that at future meeting papers would printed for everyone by SCVS for the meeting and that all embedded documents would be made available as a ‘normal’ attachment when papers were sent out  **ACTION ST TO PRINT PAPER FOR EVERYONE ATTENDING BOARD MEETINGS ON THE DAY AND INCLUDE ALL EMBEDDED PAPERS AS SEPARATE EMAIL ATTACHMENTS.**  **Action points from the previous meeting**  All action points of the previous meeting were marked as ***COMPLETE*** apart from  *The following roles were agreed at the previous Board meeting.*  *Finance/Treasurer, Community Engagement/Volunteers/Membership, Equality & Diversity.* ***IT WAS AGREED*** that Board members would contact **PF** to let him know if they were interested in any of the role. No contact received for these roles.  **ACTION PF TO CONTACT BOARD MEMBERS TO ASK IF THEY ARE INTERESTED IN THE STRATEGIC ROLES.**  The minutes from the previous meeting (March 16th 2015) were ***APPROVED.*** |
|  | **Matters arising**  **Trustee Application**  **DW** confirmed that **PF** and **DW** had met with the Trustee applicant Adrian Bonner (**ABo**) and felt that **ABo**’s skills and knowledge would complement the existing Board. Two references have been received that recommended **ABo** for the role. A summary of **ABo**’s application was shared with the Board.***IT WAS AGREED*** that Adrian would be co-opted to the Board as a Trustee until formal appointment at next year’s AGM.  **ACTION ST TO MAKE ALL NECESSARY CHANGES TO THE CHARITY AND COMPANY REGISTRATION.**  **Number of Directors**  **DY** and **BM** had discussed the role of a Trustee with a potential new Director. The Board discussed whether the organisation feels that it currently has sufficient Directors or would welcome more applications. There was agreement that the current Board mix did not reflect the diversity of local people. Gender, age and some skills were all highlighted as areas that could be improved. It was suggested that the potential applicant was approached as this person would address some of these gaps.  **ACTION DY TO CONFIRM THE ONGOING INTEREST OF THE NEW POTENTIAL DIRECTOR AND PASS ON THEIR CONTACT DETAILS TO PF SO THAT A PRELIMINARY MEETING COULD BE ARRANGED.**  Further discussion highlighted the need to carry out an assessment of the skills, experience and interest of the existing Board members to enable future recruitment to the Board to be focussed on missing areas.  **ACTION ST TO REQUEST BOARD ASSESSMENT TOOL FROM RAZIA SATTAR. ST TO DISTRIBUTE TO BOARD MEMBERS AND PF TO COLLATE RESPONSES**  Further conversation concerning the number of Board members established that the optimal number of Board members would be 10 and most agreed that any more than this number would make discussion and decision making more difficult.  **Urgent Care Working Group ‘task force’ – Flu Pandemic**  **DW** advised that as part of this group there had been detailed discussion and planning around the practicalities of dealing with a major incident including a pandemic. **DW** had advised that group that Healthwatch Sutton would be very willing to be used as mechanism to support the sharing of key messages if this situation arose and would also be willing to look at any support that the Trustees, volunteers and staff may be able to offer. |
|  | **Re-tender of HWS Contract**  **DW** advised that the current contract was subject to the retendering process as the current contract expires at the end of March 2016. **PF**, **SB** and **DW** attending the Market Testing event that was held in September. There were a variety of organisations represented at the meeting. LBS have advised that the specification will be very similar to that used for the original contract. LBS have also advised that they will continue to use the full grant passed from the Department of Health to deliver the contract. **PF** advised that both SCILL and CABx have formally advised that they would like to continue to deliver their elements of the Healthwatch service as part of the retender. The tendering process will be carried out in two parts. A Pre-qualifying questionnaire will need to be submitted in late November/early December. This will be followed by an invitation to tender that will be sent out in late December/early January. There will then be a 2 week period to submit the tender. |
|  | **New Charity Commission Guidance – Safeguarding – DBS Checks for Directors and Volunteers**  **PF** advised that the paper produced for the meeting had now been superseded by events. In the planning stages for the Outpatient Project, Epsom and St Helier Hospitals had advised that any Healthwatch Sutton volunteers, visiting the hospital must have received a DBS check within the last 3 years. In order to minimise the delays that this may have on the project, the decision was made to progress DBS checks with all individuals who had signed up to the Outpatient Project. The staff team have signed up to be able to verify the documents for the DBS process and assist with form completion. SCILL will check and submit the forms which would ordinarily incur a charge of £10. SCILL have agreed to waive this charge for Healthwatch volunteers. In light of these developments and the planned inpatient project. All ‘authorised volunteers’ are being asked give details of checks that have been carried out in the last 3 years and ideally are all resubmitting a DBS check in order that they can be signed up to the update service. The update service allow any organisation that works with the volunteer to carry out an on-line check that will highlight if anything has changed since the last check. This system means that it should not be necessary to carry out regular full DBS checks.  **PF** also advised that recent guidance from the Charity Commission has advised that all Trustees should be able to demonstrate that they do not have a criminal record.  In light of this, ***ALL BOARD MEMBERS AGREED*** that all relevant volunteers and Trustees should undergo a DBS check.  **ACTION – ST/PF/PH TO ORGANISE DBS CHECKS FOR ALL TRUSTEES AND RELEVANT VOLUNTEERS.** |
|  | **Responding to Feedback paper (including Away Day Report & Draft Action Plan) *- for discussion & agreement***  **PF** ran through each elements of the paper that required a decision  **Proposal to hold Director Support and Development meetings** as outlined in the paper.  ***ALL BOARD MEMBERS AGREED*** that these meeting should be established. Only simple notes capturing agreements and decisions would be kept. The Board discussed the regularity of these meetings at length and it was agreed by 4-3 that there should be 3 of these meeting annually that coincide with every other Board meeting (with an additional Away Day annually), as opposed to 6 meetings a year. If was agreed that this would be trialled for one year and if a need for more regular meetings was established then the regularity would be reassessed.  **ACTION ST TO SET DATES FOR MEETINGS AND BOOK VENUE (GRANFERS SMALL HALL TO START WITH)**  **Create a database of Directors Areas of Interest** in order that the most appropriate/interested parties are involved in activities that relate their areas of interest. ***ALL BOARD MEMBERS AGREED*** that this should be established. SB advised that this information is collected as part of the Board Skills Assessment audit agreed under item 3 on the agenda.  **An addition project, selected by the Board, to be part of the 2016-17 Work Plan**  ***ALL BOARD MEMBERS AGREED*** that they would select a project/piece of work in addition to those chosen using WMTY data.  **Reassess promotional activity and update communications and engagement plan**  In was agreed that the Communications and Engagement team should be reconvened to tackle this issue. In order to be able to make the relevant decisions, the potential budget should be calculated. **AA** is in the process of assessing the mid-year finances and could advise after November Board meeting.  **ACTION AA TO ASSESS FINANCES AND ESTABLISH POTENTIAL MARKETING BUDGET TO YEAR END. ST TO ARRANGE COMMS/ENGAGEMENT MEETING AFTER NOV BOARD.**  **Long-term business planning required (3 year)**  **SB** advised that this would be needed as part of the retender process. This can be drafted by SCVS for consultation with the Board. |
|  | **Headline report/ Performance Management**  **PF** advised that the last performance management meeting had gone well and that in general LBS are satisfied with the work being carried out. **PF** & **DW** have discussed potential changes to the reporting with LBS who have agreed a simpler process. |
|  | **SCILL - Update**  Update submitted in advance by **ND** as apologies sent. |
|  | **CAB - Update**  Update submitted in advance by **TS** as apologies sent. |
|  | **Finance**  **AA** advised that he will be covering the first 6 months accounts at the November meeting. **AA** advised that HWS has roughly spent half its annual income in the first six months meaning that spending is on track to break even for the year. **PF** advised that **AA** had spotted some budgetary underspends and overspends that might need addressing in the budgeting for next year.  **ACTION AA TO REPORT HALF YEAR FINANCES AT NOVEMEBER BOARD.** |
|  | **Feedback from Strategic Meetings**  **HWBB**  **PF/DW** are reporting the Annual Report and GP Report at HWBB on 12 October. The ‘Body Image’ film will be shown at the following HWBB as the CCG are already showing their film at the October meeting.  **Scrutiny**  Scrutiny chair has asked for a report on the Jubilee Health Centre project actions at the next Scrutiny meeting.  **Safeguarding Adults Board**  **BM** advised that she shared covering the SSAB with **ABr**. **ABr** had attended a meeting the previous day and an extra-ordinary meeting. BM advised that she had been involved in a confidential session that looked a deaths through drugs and alcohol, however, this could not be shared outside the SSAB at the moment.  **Sutton CCG**  SCCG considering taking on full Primary Care commissioning, subject to due diligence.  **SWLCC**  **AA** advised that the PMS contract is potentially up for reassessment and change only 2 years after the last changes to the dissatisfaction of a number of GP representative.  **One Sutton Commissioning Collaborative**  **PF** advised that the ‘Super Saturday’ work that endeavoured to improve discharge numbers from hospital on a Saturday had not been a success as they had not been able to increase the number of discharges. DW advised that they are going to run this test again by putting together a multi-disciplinary team on a Sunday (‘Super Sunday’) to see if anything can be improved on a second attempt.  **Sutton Transformation Programme Board**  Nothing to report |
|  | **Any Other Business**  None |
|  | **Date of next and future meetings**  ***(Granfers Community Centre, Sutton)***   * **16th November – 2pm to 4pm** |