

BOARD MEETING

13th January 2020, 18:00 – 20:00.

St Paul's Hammersmith, Queen Caroline St, Hammersmith, W6 9PJ

	<p>In attendance</p> <p>Trustees: Christine Vigars - Chair, Healthwatch CWL Board (CV) Layo Yusuf - Finance Committee and Treasurer HW CWL Board (LY) Tania Kerno - Healthwatch K&C Local Committee (TK) Keith Mallinson - Healthwatch K&C Local Committee (KM) Joanna Mark-Richards - Healthwatch CWL Board (Vice-Chair) (JMR) Chris Doherty - Independent Board Member (CD) Helen Cooke - Healthwatch Westminster (HC)</p> <p>HW CWL staff: Olivia Clymer - CEO, Healthwatch CWL (OC) Tsveta Todorova - Finance and Office Manager, Healthwatch CWL (TT)</p> <p>External Note Taker: Taylor Annabell (TA)</p>
	<p>Apologies for absence</p> <p>Patrick McVeigh - Healthwatch K&C Local Committee Abdul Towolawi - Healthwatch K&C Local Committee</p>
	<p>Conflict of Interest</p> <p>None recorded.</p>
1	<p>Minutes of meeting 25th November 2019</p> <p>Approved.</p>
2	<p>Matters Arising and Action Log</p> <p><i>Item 1: Update Board post meeting with new Director for NHS North Kensington (Grenfell)</i> OC added the Grenfell role to the development and investment report. OC met with the Director who welcomed the idea of a Dignity Champion's type role and holding to account the NHS North Kensington Implementation Plan, which is not published yet. OC to draft proposal in next fortnight and send to Director for comment, and create timeline.</p> <p><i>Item 2: Circulate draft volunteer policy for comment</i> OC circulated to the Board and CV asked for further development, suggesting the role of volunteer coordinator could be reinvigorated and for it to be a shorter length. JMR to send comments and OC invited other members to send feedback.</p> <p><i>Item 3: Updated reserves policy</i> To be added to the March Finance Committee Meeting agenda.</p>

	<p><i>Item 4: LY to update Board on 2nd December about Annual Accounts</i> Discussed in item 3.</p> <p><i>Item 5: Develop the cost benefit for the NHS Complaints Advocacy contract</i> On hold.</p> <p><i>Item 6: Trusted Charity – follow up with NCVO mentors</i> OC will speak with a NCVO mentor on 17th January and arrange a meeting for feedback on evidence OC has loaded. OC to update the Board by the end of February. The Board expressed a need for this to be completed by the end of March.</p> <p><i>Item 7: Recommendations to be given for possible independent examination</i> Completed.</p> <p><i>Item 8: Independent examiner to be appointed</i> Discussed in item 4.</p> <p>ACTION: OC to draft proposal for Grenfell role and send to Director for NHS North Kensington for feedback. OC to develop timeline for implementation.</p> <p>ACTION: OC to develop volunteer policy further based on feedback from CV and JMR. Board members to send OC any additional comments.</p> <p>ACTION: OC to speak with NCVO mentor on 17th January and arrange meeting with her. OC to update Board by the end of February.</p>	<p>OC</p> <p>OC, JMR, Board</p> <p>OC</p>
3	Finance Committee Report	
	<p>TT presented the Monthly Management Accounts that were not discussed at the Finance Committee Meeting. All income invoiced for has been received for three quarters of the financial year. OC has secured additional funding of £40k for PPG Hammersmith & Fulham and £20k for a research project with the National Institute of Health Research, £5k of which will be allocated for the current financial year. There was discussion on the project income figure, timing of income and whether it referred to invoiced or received income in the monthly management accounts. LY asked for it to be looked at.</p> <p>There is an underspend for staffing of £18k and overspend of overhead of £10k and legal and professional fees of £3,400 due to recruitment costs. TT reallocated contingency to legal and professional fees to increase the budget from £5k to £8k and accounting fees to £2k following LY's advice. Overspend of £2,400 in furniture, IT equipment and subscriptions is due to the Microsoft Windows 10 update. Overspend in trustee expenses is due to the notetaker.</p> <p>There was discussion about the forecast £10k surplus at the end of the financial year and how reserves were being drawn upon. LY expressed concern over the forecast. KM raised concern over the proportion of time spent at Board Meetings on finances and discussing issues covered by the Finance Committee. TK suggested that the use of reserves and questions about what figures were unrestricted or restricted reserves</p>	

	<p>impacts the business plan and strategy going forward. This was discussed also in item 5, 6 and 7.</p> <p>ACTION: LY asked for project income and forecast to be looked at.</p>	
4	External Examiners Report	
	<p>LY explained the decision to use an independent examiner over a full audit. He stated that the three findings of the report will be useful going forward and that OC had internal controls in place to address some of the recommendations.</p>	
5	Annual Accounts 2018/19	
	<p>Following the Finance Committee Meeting, OC updated the narrative, LY made agreed change of £56k and OC, TT and TK prepared an updated draft that was circulated on Friday 10th January.</p> <p>CV led the Board in a discussion of changes made between the version circulated on Friday and LY's version. Total of income from charitable activities restricted to be changed to 119 due to adding error (page 17). Percentages to be removed from analysis of supported costs (page 18) and table from LY's version to be used (page 16). TK raised concern over the formula used for allocation of costs, which was discussed by the Board. LY concluded that he and the examiner agreed on the basis of allocation and the approach allowed for consistency with the previous year. LY to send TK spreadsheet of basis of allocation. £34k to be moved into accounts receivable from debtors and prepayment (page 19) because of the accrual of the Hammersmith & Fulham grant in the fourth quarter. Misquoted figure for 2018 data on page 19 to be corrected to reflect figure on page 14. LY confirmed unrestricted and restricted funds must be presented by the borough (page 21). Add a note that Westminster PPG contract runs from December to December (page 21). HC presented amendments to narrative on reserves and planning for future years that was discussed and approved.</p> <p>The Board agreed to narrative amendments and adjustment to numbers due to typing or calculating errors. They agreed to the date for the AGM where the accounts will be signed off.</p> <p>ACTION: OC to make changes to narrative.</p> <p>ACTION: AGM to be held on 22nd January for accounts sign off.</p>	<p>OC</p> <p>Board</p>
6	HWCWL Risk Register	
	<p>OC outlined that the risk of staff turnover has improved and identified that sustaining volunteers was a gap to be focused on. CV addressed the risk of delivery with the bi-borough contributed by the unfilled engagement lead role in Kensington & Chelsea and the weak committee at Westminster. CV suggested that underspend on salaries of £18k could be used before the end of the financial year to address this. She asked whether the engagement lead was the best way forward or if it should be invested in a volunteer coordinator. Additionally, the comms role needs to be filled with Alex taking on the Young Healthwatch role. OC proposed recruiting a high-level comms consultant for 3 days a week. CV asked OC to circulate a briefing paper on short-term staffing and for a 18-month to 2-year plan to be discussed at the Strategy Meeting on</p>	

	<p>2nd March. LY asked for the reserves risk to be included on the Board Risk Register as well as the Finance Committee's.</p> <p>ACTION: OC to prepare briefing paper on short-term staffing options and circulate to Board members.</p> <p>ACTION: OC to prepare briefing paper for staffing 18-month to 2-year timeframe for Strategy Meeting on 2nd March.</p>	<p>OC</p> <p>OC</p>
7	Draft budget 2020/2021	
	<p>Draft budget with two scenarios and staffing structures: one if the Hammersmith & Fulham contract is retained or not. OC to prepare third option with alternative staffing structure based on discussion in item 6. Draft budgets do not include use of reserves. The Board thanked OC and TT for their work.</p> <p>ACTION: OC to prepare third option with alternative staffing structure.</p>	<p>OC</p>
8	Draft Terms of Reference for the Finance Committee and membership	
	<p>LY prepared a draft and asked for any comments to be emailed. HC asked for the specific names to be removed from the Terms of Reference. Revised draft to be prepared for the next Finance Committee Meeting.</p> <p>ACTION: Board to send comments on Draft Terms of Reference for the Finance Committee to LY.</p> <p>ACTION: LY to prepare revised draft for next Finance Committee Meeting.</p>	<p>Board, LY</p> <p>LY</p>
9	Update from local committees	
	<p>KM reported disquiet at the local committee meeting around tendering of another local Healthwatch for Hammersmith & Fulham because they felt strongly it should be local to the area. He asked for it to be raised with Healthwatch England. CV suggested KM write to Healthwatch England and for the issue of local Healthwatch's bidding against each at North West London Healthwatch. There was discussion about strengths of the other local Healthwatch and learnings that could be taken and implemented from their operations.</p>	
10	CEO Report	
	<p>To be presented at next Board Meeting.</p>	
11	List of Authorised Representatives	
	<p>KM asked for himself and Madeline to be included in the list. CV asked for the list to be distributed to local committees and for OC to bring it back to the next Board with further detail about areas that are currently covered and gaps.</p> <p>ACTION: OC to develop List of Authorised Representatives further with areas covered and gaps for next Board Meeting.</p>	<p>OC</p>
12	Confidential item - Development / Investment opportunities	

	<p>Submitted tender for Community Champions Harrow Road for the Westminster Council. Expect to hear the outcome end of March.</p> <p>Grant secured for National Institute of Health Research to focus on patient participation group across the 3 boroughs. It will allow HWCWL to develop a relationship with a Department of Health body and could lead to further opportunities in the future.</p>	
13	AOB	
	<p>JMR asked for a skill audit to be carried out as part of due diligence and for TT to email members with outstanding DBS checks to get them completed. JMR suggested a system of review should take place. CV proposed to have an individual conversation with each Board member in February in preparation for the 2nd March. 4 or 5 discussion points will be circulated to members prior to talking to CV.</p> <p>ACTION: Skills audit for Board members.</p> <p>ACTION: Board members to complete DBS checks</p> <p>ACTION: Board members to each speak with CV about development plans.</p> <p>HC expressed thanks to the Board for their passion and effort in discussions of annual accounts, which CV echoed. CV thanked LY and TK in particular for their hard work.</p>	<p>Board</p> <p>Board</p> <p>Board</p>

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