

CEO copy signed by Chair:



Confidential Minutes - draft

Meeting Title: Board Meeting	Date: 18 th June 2018
Attending: Heather Brewster, Carol Briggs, Nigel Brough, David Cockburn, Bee Davidson, Marta Evans, Melanie Fordham (Chair), Carol Gaskarth, Barry Knevitt (Vice Chair), Lynn Mohan, Claire Todd, Lynsey Todd, Brian Wilson Kath Ferry (Notes)	
Apologies: Angela Dinsdale	

Agenda No.	Notes/Actions	Lead	✓Completed/Completion Date																								
	<p>Chair & Board pre-meeting discussion Melanie stated that the CEO Objectives had been reviewed and shared some examples of those agreed for 2018-19.</p> <p>Melanie reminded fellow Trustees of the forthcoming events:</p> <table border="1"> <thead> <tr> <th>Date</th> <th>Time</th> <th>Event</th> <th>Venue</th> </tr> </thead> <tbody> <tr> <td>Wednesday 27th June 2018</td> <td>9:00 am – 11:00 am</td> <td>County Durham Healthwatch Annual Event</td> <td>Spennymoor Leisure Centre</td> </tr> <tr> <td>Wednesday 11th July 2018</td> <td>1:00 pm – 2:30 pm</td> <td>Trustee/SMT Charity Accounts Masterclass</td> <td>Pioneering Care Centre</td> </tr> <tr> <td>Thursday 12th July 2018</td> <td>9:30 am – 1:00 pm</td> <td>Stockton Healthwatch Annual Event</td> <td>River Tees Water Sports Centre, The Slipway, North Shore, TS18 2NL</td> </tr> <tr> <td>Saturday 14th July 2018</td> <td>10:00 am – 2:30 pm</td> <td>Family Fun Day</td> <td>Pioneering Care Centre</td> </tr> <tr> <td>Thursday 27th September 2018</td> <td>All Day</td> <td>Trustees on Tour</td> <td>To be confirmed</td> </tr> </tbody> </table>	Date	Time	Event	Venue	Wednesday 27 th June 2018	9:00 am – 11:00 am	County Durham Healthwatch Annual Event	Spennymoor Leisure Centre	Wednesday 11 th July 2018	1:00 pm – 2:30 pm	Trustee/SMT Charity Accounts Masterclass	Pioneering Care Centre	Thursday 12 th July 2018	9:30 am – 1:00 pm	Stockton Healthwatch Annual Event	River Tees Water Sports Centre, The Slipway, North Shore, TS18 2NL	Saturday 14 th July 2018	10:00 am – 2:30 pm	Family Fun Day	Pioneering Care Centre	Thursday 27 th September 2018	All Day	Trustees on Tour	To be confirmed	Melanie	
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	<p>Chief Executive & Board Carol joined the meeting and outlined the process for the forthcoming AGM, including that for dealing with those highlighted trustees who were due to retire by rotation.</p> <p>She also outlined the latest staffing changes currently being implemented.</p>																										
1	<p>Conflict of Interest Having read the Board papers in advance, members were asked to declare any potential conflicts of interest. No</p>																										

	conflicts of interest were declared.		
2	<p>Minutes of Board meeting 26.3.18 The minutes of the meeting were reviewed for accuracy and matters arising.</p> <p>a. Key Matters Arising</p> <ul style="list-style-type: none"> • Drop Box – All trustees have received the link. Any issues with access to be reported to Kath Ferry. • Business Continuity Plan – Claire informed members that the report would be initially reviewed by the Quality & Compliance Sub Committee, before being brought to the next Board meeting. Action: • Full Cost Recovery Model – Carol confirmed the proposed model will be discussed at Finance & Investment Sub Committee prior to Board approval. Action F&I Agenda • Dashboard errors – all now amended • Trustee Recruitment – It was noted that Ian Larnach has been unable to progress with his trustee application due to ill health. • Trustee survey – One return is outstanding. Survey results will be deferred to the next Board meeting. • Sub Committees – Clinical Governance Board – A change of start time for this meeting had been discussed. Claire confirmed that she had contacted Alasdair McConnell and the decision was made to continue with a 5.30 p.m. start. Claire is meeting with members of the committee to re-visit the focus and terms of reference of the group. • Income/Expenditure – At the last meeting Marta had noted that income was approximately 10% less than expenditure. Melanie said that the ideal aspiration for an organisation is to achieve income levels equal to or greater than expenditure. During 2018-19 PCP is utilising reserves as planned, some of which is income received in previous years to deliver projects and some in relation to organisational growth. • Creditors & Debtors – Claire advised that the report brought to the last meeting had a slight error. The aim is to clear creditors in 45 days, in Q4 this was 30 days and in May this has reduced to 29 days. The aim for debtors is 50 days, Claire advised that this had reduced to 31 days as old debts have been chased and recovered. • Cash Flow – The amount that should be held in the organisation's 'current' account has been briefly discussed both at Board and Finance & Investment. Carol requested that a proposal is taken to Finance & Investment outlining the minimum to take account of supplier payments, salaries and contingencies, and will then come to Board. Action: 	<p>All</p> <p>Claire</p> <p>Kath</p> <p>Carol</p> <p>Claire</p>	<p>Matters arising note</p> <p>✓</p> <p>✓</p> <p>Report - Appendix 3</p> <p>✓</p> <p>Report - Appendix 11</p>

	<p>Carol proposed that the template at Appendix 2 be adopted as the organisation's revised risk register. She explained that the draft contained categories and a list of risks taken from the Charity Commission guidance of key strategic governance risks for charities in England. Initial population has been done using their ratings around likelihood and impact merely to demonstrate the process. SMT will complete this and cross check with the existing register to ensure nothing has been missed. The populated template, with mitigations, will come to the Board for discussion each quarter after review by SMT. Carol invited questions/comments on the proposed register:-</p> <ul style="list-style-type: none"> • Melanie felt it would be useful, when introducing the new register, to also document where any risks from the original register have gone prior to signing it off, thereby ensuring nothing is lost. Action: <p>b. 2017-18 Final Dashboard – for information Carol asked for questions/comments on the final 2017-18 dashboard:- Marta noted that the quarterly average figure in 4.2 should be 23.5. Action: to be amended</p> <p>c. Trustee Feedback – item deferred (see matters arising)</p> <p>d. CIO Development – Carol has received quotes from solicitors for the drafting the governance document. The process is in its infancy and final submission of our request to the Charity Commission would take place in October/November.</p> <p>2. Quarter 4 Finance Report</p> <p>a. Income and Expenditure - Board were asked to note that the total of (£4,185) is a projected figure and may change following audit completion. Auditors have been on site and a follow up meeting is arranged. The carry forward figure is expected to be £1.6m. The audit seems to have gone well and Claire thanked the Finance team for the significant amount of preparation work needed.</p> <p>b. Creditors & Debtors – See matters arising</p> <p>c. Liquidity Ratio – No issues</p> <p>d. Investment – The investment figure for the period 31.12.17 – 31.3.18 is £226,610. The total had fallen over the period of the investment by £10k but Rathbones have advised that this is to be expected. The position is still positive and an update will be received at the next Finance & Investment Sub Committee meeting. Carol informed the new Board members that the sum initially invested in 2017 was £250k. The investment is</p>	<p>Carol</p> <p>Kath</p>	<p>Matters arising note</p> <p>✓</p> <p>Report - Appendix 3</p>
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	<p>4. Project Update It was noted that only those PCP projects with changes were included in the report.</p> <p>a. Wellbeing for Life – The project is currently being mobilised in partnership with the Foundation Trust. As part of the service, a contract variation has already been received for Joining the Dots (JTD) (from April) and we are in the process of recruiting for that service which has MacMillan and Durham County Council working in partnerships. PCP will employ 2 JTD facilitators who will work directly with people diagnosed with cancer and their families/carers.</p> <p>b. Cancer Awareness – In addition to raising awareness, this service will also identify cancer champions who can speak with employers, communities and groups.</p> <p>In response to Bee, Nigel confirmed that we are required to collate data for JTD and that the commissioner is currently working on the KPI's.</p> <p>c. DCC Better Health at Work Award – PCP has been commissioned to support DCC to progress with their Silver Better Health at Work application, this has involved seconding an employee to DCC for 6 months.</p> <p>d. Memory Cafés – Held fortnightly, the PCP café attracts 26 clients. We are currently looking at synergy with WBFL.</p> <p>e. Stockton Healthwatch and ICAS – see below:</p> <p>f. Stockton Service Navigation Project – the work PCP does in Stockton is only contracted until 30th September. Nigel is working with commissioners around future plans.</p> <p>g. Sunderland Healthwatch and Sunderland Workplace Health – The Hope Street Xchange premises are very accessible and will be viewed by Trustees as part of the tour in September.</p> <p>h. Together 21 – Nigel told trustees that the curriculum has been re-designed and he is very encouraged by amount of development planned over the next 6 months following the recruitment of a development worker.</p> <p>i. Sedgefield Primary Care Counselling Service – The existing counselling service will cease in March 2019 and then the new service model will be established. We are waiting for information from the CCG on the exact specification and tender process for the new service. .</p>	<p>Nigel</p>	<p>Report – item 1.1</p>
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There were no further questions relating to project delivery or development from trustees.

5. Centre Update

- a. **Coffee Shop** – The re-structure is now complete. Lynsey confirmed that the Centre Co-ordinator, Gail Anderson would oversee the coffee shop.

Lynsey explained that positive changes are now being seen and the team will be pushing ahead with new ideas. This vision is to offer a good service in a positive environment which will not lose money.

Lynsey confirmed that we did get new customers for the afternoon teas which were advertised and went very well, with 61 teas being sold.

- b. **Computer Suite** – The computer suite is operational and is being used by some of the BBO Road clients and tutors, Bishop Auckland College and drop in sessions for members of the public. Carol said that the facility is already making a difference. An excellent example given was a local homeless man, who is now using the facility for job search and is also engaging as a volunteer. Thanks were expressed to Lynsey and the Team

Carol then explained that David Cockburn was nominated by Liz Godfrey for a Festival of Learning Social Impact Award and achieved a “Highly Commended”. This is a national award for people who take delight in learning. Melanie presented David with the award and was congratulated from all present.

- c. **Hydrotherapy Pool** – see matters arising.
- d. **Room Hire** – We are currently reviewing occupancy statistics and are in discussion with a new provider in order to raise additional income.
- e. **Options** – Options is now part of the Customer Experience Team and managed by Lynsey Todd/Jane Buckton.
- f. **Garden** – Progress has been made in conjunction with the dedicated gardening and community allotment volunteers. Power and heating has been installed in the shed enabling courses to be offered and a longer term plan for the area will be developed.
PCP is working with a local business, “Palram”, to install an accessible, large greenhouse and they will also support general renovation.

- g. **Business Connections** – We are exploring opportunities

	<p>to move the BBO ROAD project team to the Workplace on Aycliffe Business Park. A variation to the contract was received from 1st May thereby increasing the staff. The team will have links with other business teams on the Park.</p> <p>As part of Hydrotherapy Pool fundraising campaign, Carol has met with the Chief Executive of County Durham Community Foundation (CDCF) who are trying to connect with business on the Business Park. The intention being to get them to increase recognition of their social responsibilities through the route of corporate giving. The Foundation recognises that they can use our connections to get into the Business Park and we have suggested the pool as the first beneficiary of the Fund. Carol to continue to CDCF.</p> <p>h. Marketing – as per report</p> <p>i. Customer Experience – as per report.</p> <p>There were no further questions relating to customer experience or Pioneering Care Centre developments from trustees.</p> <p>6. Funding & Development Alicia attended for Item 6 only gave an overview of the future direction of PCP’s fundraising strategy and invited questions or comments.</p> <p>Trustees agreed that the direction should be more focused on PCP’s charitable aims and Alicia was thanked for providing an update presentation. Copy embedded for information.</p>	Carol	<p>Matters arising note</p>  <p>Fundraising Presentation.</p>
4	<p>Policies for Review Carol advised that work has been done on various policies but as they all link, this is a large undertaking. The policies will be brought to Board as a collective as they all work in synergy. Two policies are to be reviewed today:-</p> <p>a. Pay Protection Policy – The policy was approved with slight grammatical and typographical amendments.</p> <p>b. Redundancy Policy – The policy was approved with slight grammatical and typographical amendments.</p> <p>Action: amendments to be made and policies circulated and uploaded as per policy document tracking.</p>	Kath	✓
5	<p>Future Board Reports Carol gave a presentation on her proposed future format of Board reports and tabled a first draft template. Carol felt that:</p> <ul style="list-style-type: none"> • reports to Board need to give trustees the right information 		 <p>Board Repo Presentation.</p>

	<p>to govern,</p> <ul style="list-style-type: none"> • information provided needs to be understandable and can be challenged, and • reports should be in line with the Charity Governance Code of Conduct as this is a practical tool providing sound advice. <p>Carol asked for any comments/thoughts on the proposed template. She stressed that, although the template had a number of sections, it would not be necessary to discuss everything in each section at every meeting. A cycle would be produced to ensure all areas were covered:-</p> <ul style="list-style-type: none"> • Barry felt that the new report is what is needed. Board has had to look at operational issues but we are now moving out of this period and this is an ideal time to shift focus. • Melanie fully approved the recommendations section in each part of the report. She felt that we also need to be clear when a decision is required, what decision is made and record in the minutes the process and preferred recommendation. <p>Carol agreed that there will be a change in tone and minutes of meetings will change.</p> <ul style="list-style-type: none"> • In response to Melanie, Carol said that the chair would not be required to prepare a paper. Anything outstanding or any challenges would need to be recorded rather than producing a paper. • Melanie felt that thought is needed on how the private and confidential part of the meeting is minuted and Bee queried whether more time is needed for the initial Chair/Trustees and Trustees/CEO section of the meetings. It was agreed that this should be more flexible. • It has also been suggested that minutes of sub committees no longer come to the Board. Carol felt that it was more appropriate and a better use of time for trustee representatives of the sub committees to provide a one page summary report. The minutes would be available in the drop box if needed. <p>The following was agreed:</p> <ul style="list-style-type: none"> • New report template to be used from the next Board meeting • Meetings to start at 9.30 from the next Board meeting • Carol to look at cycle of items to be reported • Template to be set up for sub-committee trustee report 	<p>Carol</p> <p>Kath</p> <p>Carol</p> <p>Carol</p>	 <p>2018-19 Boa Report templat</p> <p>✓</p> <p>✓</p> <p>✓</p> <p>Matters arising note</p>
6	<p>Business Planning Schedule Item deferred to next meeting.</p>		
7	<p>Any Other Business There was no further business to discuss.</p>		

Future Meeting Dates**Dates:**

20.8.18
26.11.18
25.2.19 (Finance/Budget only)
25.3.19

All standard Board meetings
commence at 9.30 a.m.