

**MINUTES OF THE BOARD OF GOVERNORS  
HELD ON THURSDAY 5<sup>TH</sup> SEPTEMBER 2013  
AT 4PM – 4.50 PM  
OLYMPIA HOUSE**

**PRESENT:**

Mike Briggs	Independent Chair
Joe Warner	Managing Director
Aaron Harney	Employee Governor
Maria Page	Employee Governor
Christine Foreman	Community Appointee
Helen Kenyon	CCG Governor
Katherine Grady	Employee Governor
Christine Wallis	Carer Appointee
Sarah Middleton	Employee Governor
Vicky Lee	Employee Governor

**APOLOGIES:**

Bev Compton	Local Authority
Christine Jackson	Leadership Representative
Maria Page	Employee Governor

**IN ATTENDANCE:**

Sharon Pearson	Board Secretary
Jacqui Smythe	Admin Support
Laura Whitton	CCG

Action

- 1 Apologies**  
Noted as above.

The Chair welcomed all Governors to this the first formal meeting of focus.

The Governors were supplied with forms AP01 to sign to register with Companies House.

- 2 Minutes of the Previous Meeting**  
The Minutes of the previous meeting held on 25 July 2013 were agreed to be a true and accurate record.

- 3 Matters Arising**  
It was reported that Community Care Magazine have published an article on focus which can now be viewed. It was suggested that this be put out on the Comms Link. Agreed. Kat Grady

- 4 Conflicts of Interest**  
Joe Warner advised he is a Director of another company. This information will be declared to Companies House.

**5 Articles of Association.**

The Articles of Association were presented at the last Communications Event and the principles were discussed there and at the Members Forum. No amendments or comments were suggested at either meeting. The Board approved the Articles of Association.

**6 Partnership Agreement/Memorandum of Understanding (including Appendices)**

The Board were advised there is still work to be done with both documents. The Board agreed they were happy with the documents to date.

**7 Business Transfer Agreement**

The Board agreed this document which has now been signed.

**8 Service Specification**

To be completed by 15<sup>th</sup> September. The Board were advised there are some minor amendments to be made but it is expected to be completed on time. Elements of the document were discussed for clarification on a couple of points.

It was highlighted that pages 5 and 19 of the document do not mention CRAG. It had been intended this would be included therefore it was agreed the document would be amended appropriately.

Sharon Pearson

**9 Policies**

The Chair asked if any clarification was required on any of the policies which had previously been approved. It was confirmed there were still more policies which would be required.

No further queries were raised. All Policies brought to the table were therefore agreed.

**10 Pension Approach – pending work on new terms and conditions**

It was explained that those staff that are already in the NHS pension scheme can transfer their pension under TUPE arrangements. However, new staff cannot bring their existing pension with them and transfer into organisation. We have a new pension available with Pension Trust which offers a reasonable set of arrangements. Anyone in the workforce now without their own pension can join this scheme which should be ready by the end of October. New starters joining in the next couple of months will transfer on same terms and conditions that we enjoy with the exception of the NHS pension. By April next year legislation will have caught up and they will be able to transfer their NHS pension with them. The Board was advised we are waiting for legislation to go through.

**11 Risk Strategy and Matrix**

The Chair referred to an exercise the Board undertook a few meetings ago where the Board members ranked risks from which risk matrix has been completed. It was agreed that this would be tabled to the next meeting.

It was suggested that risk management is kept under active review to ensure focus is on what is active to control size of list. The Board agreed.

The Board were advised there may be CCG risks which may impact on focus

and should perhaps be recorded somewhere going forward. It was agreed this needed to be looked at on a case by case basis but that if it was something that affected focus funding, it would already be on focus risk register.

**12 Financial Regulations**

The document was explained briefly and the Board were advised these regulations appertain only to focus' ledger and staff. No queries were raised and the document was agreed.

The Board were asked what training was being given to focus staff on this subject. It was confirmed that no training was yet in place but would be undertaken.

**13 AOB**

It was suggested that perhaps holding Board meetings monthly was too frequent to allow time for actions to be completed. Suggested they be held quarterly after Christmas. This was discussed but it was agreed this be revisited in January 2014.

It was suggested that in future some items be put up on the large screen for the benefit of those who do not bring laptops to the meeting.

The Board were asked if it was their intention to recruit another service user to the Board. This was discussed.

It was agreed that a number of people who had been put forward would be approached and invited to apply to join the Board.

It was agreed that any items that needed to be added to future agendas would be sent to the Board Secretary for inclusion in advance.

Helen Kenyon advised she would not be at the next meeting due to annual leave.

















There being no other business, the meeting closed at 4.50 pm.

The date of the next meeting will be Wednesday 9th October 2013.

These minutes are accepted as a true and accurate record.....

*Chairman*

Date: .....

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|---|--|---|--|---|---|
| <br>Confidentiality<br>(Board 5 9 13).doc    | <br>2013-09-05<br>Agenda.doc              | <br>Data protection<br>(Board 5 9 13).doc  | <br>Information<br>Governance (Board 5            | <br>Information security<br>(Board 5 9 13).doc | <br>Records<br>management and dat        |
| <br>RISK Management<br>strategy policy (Boar | <br>SWP business<br>continuity august 201 | <br>focus Decision<br>limits.docx          | <br>focus Draft Scheme<br>of Del & Fin Limits.xls | <br>focus Financial<br>Regulations.docx        | <br>NELCCG SWP<br>Specification Draft 03 |
| <br>SWP CCG Draft<br>BTA(20th Aug).docx      | <br>MoU CCG SWP<br>v3.docx                | <br>SWP Partnership<br>Agreement ( 29 Aug) |  |   |   |
| <br>2013-07-25 Board<br>Minutes.doc          |  |   |  |   |   |



<b>From Meeting 25 July 2013</b>			
<b>Action</b>	<b>By Whom</b>	<b>By When</b>	<b>Completed</b>
5. Performance wheel – decision on organisational spend to be brought back to a future meeting.	M Wilson	October 2013	
<b>From Meeting 27 June 2013</b>			
<b>Action</b>	<b>By Whom</b>	<b>By When</b>	<b>Completed</b>
5:1 List of documents and procedures which need to be in place by the 01/09/2013 e.g. Board Assurance Framework.	Helen Kenyon	25/07/2013	Tabled to 9 <sup>th</sup> October 2013.
<b>From Meeting 02 May 2013</b>			
<b>Action</b>	<b>By Whom</b>	<b>By When</b>	<b>Completed</b>
4:0 Workforce Development progress report brought to board in September	G Lake	September 2013	Tabled to 9 <sup>th</sup> October 2013.
5:1 Supervision and Appraisal Policies – progress update to the board in September.	S Barnsley/S Middleton	September 2013	Tabled to 9 <sup>th</sup> October 2013.
7:1 Agile - New polices to be brought back to the board for endorsement prior to September 2013.	K Cook/N Mekkaoui	August 2013	Tabled to 9 <sup>th</sup> October 2013.