

Minutes of Healthwatch Cornwall Board Meeting
Tuesday, 25 April 2023, 10 am
The Alverton Hotel

Present:

Directors: Anna Pascoe (AP) – Chair; Christine Hunter (CH), Deryth Stevens (DS), Tracey Camps (TC)

In Attendance: Anne Oliver (AO), Jody Wilson (JW), Natalie Swann (NS), Zoe Skyrme (ZS)

Part 1: In public agenda

1. Welcome and introductions

1.1 AP welcomed all to the meeting and thanked the Board and the Management Team for their commitment and actions during the past few months.

2. Apologies

2.1 Julia Wildfire–Roberts and Roger Sinden were unable to attend the meeting and sent their apologies.

3. Questions and comments from the public

3.1 No formal questions or comments have been received.

4. Declarations of interest

4.1 No declarations of interest or comments.

5. Minutes of the last meeting: 24 January 2023

5.1 Subject to minor amendments in para 10.5 amended sentence regarding Sage and Thyme prompt cards and para 15.3 regarding an update to the Have Your Say form regarding economic information. The minutes were agreed upon and ratified as a true record after being proposed by AP, seconded by DS and approved by all.

6. Matters arising

- 6.1 AP requested comments regarding items on the agenda and if there are any items not on the current agenda. There were no other comments.
- 6.2 AP mentioned that the current action log is comprehensive and is pleased with the embedded and recurring task updates. We need to make sure that there is a procedure for these tasks ongoing for the next quarter. AO suggested that we may need to add a recurring log. Building on this DS mentioned that it might be beneficial to implement a triage system, so the board can demonstrate oversight that the system has been embedded into operational procedures then the action can be removed from the log. All agreed.
- 6.3 AP reminded Directors and colleagues to send de-briefs to the Board, Management Team and relevant departments when attending external meetings so the organisation is updated about matters.
- 6.4 AP enquired about dates regarding the environmental and diversity policy as they would like to set an endpoint and identify what we are doing well and what we need to improve on with a baseline to modern standards. AO mentioned that it is the same individuals in a working group covering both policies and a date has been set to look at them, on the 2023rd of May.
- 6.5 No other matters arising.

7. Governance

- 7.1 AP thanked the Directors for completing the skills audit and ZS for the summary of findings. AP opened the floor for Directors to review the experience.
- 7.2 TC described the experience as easier than expected because they have completed one before but found it to be beneficial as it focused on understanding future development. Also, regarding some of the

suggestions for Directors, TC has spoken to several members of staff to shadow, but due to time scales, cancellations and rescheduling issues, they have struggled.

- 7.3 DS thought it was a good opportunity to identify gaps but had a hard time distinguishing which past experiences were helpful and which were not. For example, they had finance forensic knowledge and experience but were unsure if this would be beneficial for the organisation. DS mentioned that they are looking forward to the Royal Cornwall Show to experience some engagement activities.
- 7.4 CH mentioned that before they were a director, they were a volunteer for HC, so they understood some of the processes, but found the process helpful but felt they needed to be more critical about themselves.
- 7.5 AP followed mentioning that the next stage will be developing the previous activities and current board members. AP is conscious that we need to grow as a Board as with only 6 members we are small. We need to contain more voices and a greater draw to have strength for the future.
- 7.6 DS mentioned that we need more skills to fill the identified gaps within the current Board and suggested 2 or 3 more Directors.
- 7.7 TC agreed and felt convinced that when writing a CV and going through the process allows the Board to identify skills when recruiting new Board members and will allow current Board members to step back when matters arise. TC also suggested that the Board review the process every 12 months and review it within the triage system. All agreed.
- 7.8 AP mentioned that they will add the CV to the recruitment process and add the Board skill audit as a yearly process to see skills grow and any developing gaps.
- 7.9 AP mentioned that Board recruitment will need to be added to the diversity and inclusion process as well as ways of flexibility for new Board members.

- 7.10 TC suggested that in the future, depending on new board members we might want to look at changing times such as evening and weekend board meetings. All agreed.
- 7.11 AP mentioned that the governance log has a lot of actions created from recent meetings. AP would like to make sure that all these actions have been logged correctly.
- 7.12 AO went through the action log:
- 7.12.1 Following ODAG it was highlighted that it wasn't a formal subcommittee regarding declarations of interest and we didn't take up the work plan, which was implemented for the Finance Committee, that was found to be beneficial because it was on Teams because it makes sure that the important things are completed.
 - 7.12.2 There are already two themes for the next ODAG which are the volunteer survey following the Royal Cornwall Show and the staff survey for 2023 as well as the yearly look at reviewing Mentor documents.
- 7.13 AP agreed and liked the way it was written because it didn't scare away the layperson as it could be understood by an internal or an external individual with short quarterly themes to underline quarterly themes, on a yearly basis.
- 7.14 AO mentioned a Vice-chair and organigram, which is currently a circle and will be updated for a hierarchical structure and completed at the end of the month.
- 7.15 The director one-to-one didn't arise at ODAG, but AO asked TC if they have any ideas regarding the form, as the Directors didn't have one previously. AP would like to update the form to capture details and updates from the Directors of skill development.
- 7.16 DS would like the director one-to-one form to align with the updated staff one-to-one forms for formality processes. AP mentioned that the Directors have legal implications if the company fails. All agreed.
- 7.17 AO mentioned the succession planning matrix. AP requested a table to be created with all current directors and employees to include

contract start and end/renewal dates to meet legislation. Also, the director's retirement and renewal dates are already an action as was reviewing the articles of association from previous board meetings governance recommendations.

- 7.18 AP mentioned that we are going to carry out a legal review along with other director-related policies so that the Directors don't have a conflict of interest and all is above board.
- 7.19 AO mentioned that we had set up a workshop with financial support but due to personal circumstances, this has been withdrawn. AO will contact HC finance and Xero provider for support. AO has spoken with AP to see how to achieve and agree to budgets as well as create a reserve policy.
- 7.20 AP mentioned that the external support to complement the finance committee is a number one priority, as it was previously agreed at a Board meeting.
- 7.21 AP spoke through the governance paper regarding the 5 recommendations of professional observations of what HC has been doing but not documenting fully along with the benefits for the organisation.
 - 7.21.1 Succession planning matrix for staff, which has based on development and business continuity because we cannot tender beyond April 2024. Currently, we work on the basis of current roles and plan weeks and months in advance. AP has sent an email to staff to ask about their current role, hours and where would they like to increase/decrease hours or change roles/hybrid between roles. This will be reviewed and identify gaps to see if we can be responsive and measured so we can see what HC will look like beyond April 2023. AP has had conversations with the Management Team to send an email to leavers (in the past 5 years) if they would like to work on an ad-hoc basis and are open to returning, if on a temporary basis. Our first priority is current staff for additional work, then leavers, then external recruitment or agency if required.

- 7.21.1.1 JW mentioned that we need to be clear if the Management Team will be involved in the discussions. This is because the Management Team has had some conversations with current staff during one-to-ones and would like to discuss the findings and areas of responsibility, as they would like a route map, but hopefully, this will be picked up by the CEO.
- 7.21.1.2 AP mentioned that as a team we will need to look forwards and backwards because it was instructed previously but was identified in the Autumn of 2022 that it wasn't actioned by the previous CEO. The board is conscious that long-term current staff don't have a letter of conversation to follow in April 2024, which the email was based on. Also, there isn't a strong understanding of the board's actions and board, CEO, Management Team and staff flow because there isn't clarity of strategic flow. HC has received various requests from potential partners to lead future projects as well as contracting with Cornwall Council, the Board may take a directional approach rather than the suggestion or consultative approach, until HC has a complementary product.
- 7.21.1.3 JW mentioned that they had a meeting with NS and Lucy Tuson from the ICB regarding contract work, but the Management Team would like to know where they stand and do they have to consult with the Board before they carry out contract work?
- 7.21.1.4 AP responded that the board would need to be involved before additional work was accepted and the recruitment of a new CEO will help reduce conflicting demands.
- 7.21.1.5 AP would like the Management Team to dedicate 1 day per week to not attending meetings and spend time together with the board and colleagues to discuss plans and timelines.
- 7.21.1.6 DS identified that the Management Team, for a long time, has been firefighting and it is appreciated that they have little time. All agreed.

- 7.21.2 AP identified that the DBS checks for Directors have not been completed and the renewal of DBS checks for long-standing staff has not been processed.
- 7.21.2.1 AO confirmed that the DBS refresh for existing staff is to be completed by the end of May and ZS mentioned that the NHS run DBS checks on a 3-year rotatory basis. All agreed.
- 7.21.3 AP mentioned that the workshop training for accounting processes was nearly organised from last year and completed in a forward direction of travel. This is because it was previously identified that we have not had external training, but once completed we will need a workshop to answer any questions. The finance appendix sets out what it will aim to cover.
- 7.21.4 AP also thought it might be beneficial to have governance and probity training for the Board. This is because everyone has been bringing lots of skills and discussions, which have been beneficial. However, all the Board members haven't had external training. Anna Jay, who is an independent consultant, was on the VSF panel and has been a trustee in various roles. Will be contacted by AO.
- 7.21.5 AP mentioned that to complement the training session and ask the training provider to help with policy and procedures for the Board, so that, there is a clear procedure.
- 7.22 AP mentioned that they have carried forward the training schedule up to March and on pages 4 and 5, are the main priorities from May to September. AP is looking to make organisational and operational priorities. So, the Board can appropriately set objectives for the Management Team and then set objectives for staff. The annual review will occur in August 2023, with the Management Team and Board will introduce changes with a formal process for development and would like comments on anything that isn't on there, that should be.
- 7.23 DS suggest that the appraisal of the Chair can be achieved by 360 processes. AP agreed and would like to add the process for the

development of the Board. TC would not like to ask the CEO but external providers could be asked. All Agreed to follow TC research into an appropriate process.

- 7.24 AP mentioned that the Your Say with Sarah Price was good and received a good insight from the report on how people feel about the way they are led and managed.

8. Appointment of Vice-chair

- 8.1 AO mentioned that this was not mentioned at ODAG.
- 8.2 AP mentioned that appointing a Vice-chair was a recommendation following the January governance paper. AP is conscious that having a vice chair is best practice and would like a job description to be written as soon as possible. Following the approval of a job description, we need to astatine with current directors and other colleagues for the role as well as time and payment of work.

9. Management report

- 9.1 The management report was circulated prior to the meeting. JW asked for a 5-minute break to re-review before continuing. This was agreed.
- 9.2 Following the break, JW mentioned that as a Management Team, they keep hearing a recurring phrase throughout the organisation as staff are 'feeling like we are in limbo'. JW described that this isn't 100% correct as we are working hard, but it is regarding no CEO and our contract renewal.
- 9.3 JW is proud of the Engagement Team who are, targeting population groups and aiming to cover the whole of Cornwall. They are currently attending support groups rather than hospitals, which are picking up general conversations rather than specific individual stories. By working with the Research Team, they are capturing the information successfully.
- 9.4 NS mentioned that they would like to introduce the date into the next quarterly report as the data is currently being captured and held elsewhere to the 'normal' data. The support groups are a great alternative to hospitals, as since COVID due to infection and control,

they are still unhappy with our return, but our relationships are there and we will be able to return slowly.

- 9.5 JW mentioned that the good awareness activities and user experiences with Sarah Jones, Engagement Project Officer, have been phenomenal alongside Rhiannon Pring, Volunteer Development Officer, who has increased their hours and blended their role to support and recruit new volunteers which has been fantastic. Plus, Jenny Salmon, Project Officer, has joined the Research Team for quick research dives. HC is now more responsive and equipped for short projects like the Cost of Living survey. Additionally, the team plans to spend 12 hours in A&E to showcase their impact.
- 9.6 DS asked the Management team how they feel about showing impact, do the larger projects have a greater impact than small projects? HWE has been supportive with webinars and seminars such as the theory of change and how to show impact and hope to achieve.
- 9.7 NS mentioned that the volunteers and Engagement Team are keen to carry out easy quick projects, but the larger projects can be hard to claim changes, but during some meetings we have attended our work is being presented and implemented. The team wants to feel the immediate feeling of success, but they have learnt quickly to understand the process with the Cost of Living survey. This helps to ensure and develop the skills and planning of projects to help with impact. Following this, the Research Team have reviewed all the feedback in the past 12 months and is currently thinking about future pieces of work alongside the priorities of Cornwall's health and social care. This has helped with thinking, evaluating and preplanning about demographic data such as Fresher's Fairs, so that, we capture the whole of Cornwall alongside local and national demographic data.
- 9.8 JW mentioned that the Management Team have found it difficult to prioritise work as they would rather look at data, build connections and work with the team so we can demonstrate more impact. The

Mental Health Suicide and Prevention (MHSP) report has had a great impact because it has led to the development of the funding of the Volunteer sector and commitment from Cornwall VSF and public health monitoring the service. Michelle has been keeping an eye on the developments even in their new role at Public Health. The ZS has picked up the social media and website since the Communications Officer left.

- 9.9 AO mentioned they have recently attended the Population Health Improvement Group, where the ICB document is due in June and has asked the improvement group to help with priorities. The work HC has done about carers, dementia and MHSP has fed into areas of importance and change. We have also been asked to provide data on population groups but people cross over, so demographic data is important. Also, we need to figure out how our information with local priorities is used so we can be more proactive as an organisation and show impact.
- 9.10 JW updated the Board on Lucy Tuson and the ICB plans, another meeting is booked for Friday, 28th April, and how HC can connect information and further talks about funding opportunities. This is because it is about aligning priorities, where there are many opportunities. However, at the moment the ICB is restructuring to reduce numbers, so we are operating in a changing environment.
- 9.11 NS revealed that the latest Citizen Advisory Panel (CAP) has created a paper to ask 'if they should contact HC' so we had to pull out of the meeting. All directors appreciated the updates.
- 9.12 AP expressed that when we are super busy, we generally don't have time to stop and reflect and expressed that we are moving towards the horizon. AP also suggest that the Management Team say no to meetings and that it is ok to not attend if required and the Board is there to help prioritise and support well-being.
- 9.13 Finally, NS communicated that since the development of the ICBs and ICAs etc., where there has been a huge ask from all sides. It was noted that they still feel they are firefighting.

10. Finance report

- 10.1 All the finance papers have been previously circulated to Directors prior to the meeting and AP understands that two directors other than themselves were at the committee.
- 10.2 The current accounts for the year end have been presented differently than previous years to show an overview and a detailed review. AO presented two views:
 - 10.2.1 The overview shows that there has been a greater underspend than previously predicted which was mainly due to staff shortages. JW has spoken with the Partnership Boards and aims to enhance the commitment in the coming year. Also, KMVP and KPJ both have a known LMNS, which has been included in current plans going forward.
 - 10.2.2 The detail section; AO mentioned that they are satisfied with the final figures. However, the reserves measured from the previous year we are unsure on the core summary, as it requires further separation. They are moving and asking for approval, waiting on the reserves investigation which will be brought to the Board once completed.
 - 10.2.3 AP mentioned that the Board will be unable to approve the finance report until the reserves have been separated with external support. This is because previously the accounts were run by CRCC and were brought in-house last year. So, we are unsure where the reserves have come from, but as a CIC we need to try and achieve a neutral budget and spend the reserves once the separation has been completed.
- 10.3 For the budget for 2023 to 2024, AO is currently working on spending the reserves. This means that, the core budget will have an overspend by using the reserves for projects and important expenses. In the budget presented, we are relying on core income and using the reserves, but it would still lead us to an underspend. The budget was formed with current staff and salaries with realistic expectations by taking into account genuine staff and

volunteer expenses with increasing engagement activities since COVID.

- 10.4 AP commented that the Board cannot realistically approve until the reserves have been investigated and last year's finance has been approved. This is because as an organisation we need to move towards a neutral budget and this year's good budget should be in a deficit because it shows we are actively reducing our monetary reserves.

11. Risk register

- 11.1 The risk register was previously circulated to directors prior to the meeting and AO mentioned that it has been updated to try and show, changes such as the contract renewal in April 2024, reduced risks and measure impact due to mitigation activities.
- 11.2 NS suggested that we need to introduce a process to constantly review the risk register so the wording aligns.
- 11.3 AP understood that and would like to introduce a risk workshop, to comprehensively review the risk register at the first workshop once the new CEO was in post with the Management Team and would like staff to inform it.
- 11.4 TC highlighted that this would then link to one-to-one meetings to manage risk mitigation. All agreed.
- 11.5 AO mentioned that there is a new risk surrounding Finance to highlight sufficient income concerning current staff levels which are based on the current format with the knowledge of improvement following a Risk Workshop.
- 11.6 AP acknowledged and would reconvene and so suggested and complete the Report from ODAG (item 12) and rescheduling for an Extraordinary Board Meeting to complete the rest of the items and schedule part 2 items. All agreed.

12. Report from ODAG

- 12.1 TC presented the report from ODAG and mentioned that the one-to-one staff forms and staff survey regarding it was being completed

during a challenging and not in a normal time for the organisation.

The experience made the one-to-ones so much more important. So it was agreed that we run a workshop for Board members and Management Team so that, they can understand how to run a one-to-one and what staff might expect from a one-to-one. ODAG also discussed formalising payment procedures to reward stepping up, which just formalises what HC is currently doing.

- 12.2 AO mentioned that since ODAG Mentor has responded with clarification on items and how to implement changes as well as the quality framework. Also, the action plan does align with the Business plan and ODAG has taken on board the guidance on how HC can move forward.
- 12.3 TC presented that ODAF agreed to talk about the work action plan and how HC is going to prioritise it with the Board and Management team. ODAG was also happy with the recommendations regarding HR documentation. TC proposed, CH seconded, all in favour.

13. Date, time and location of next board meeting

- 13.1 AP has looked at dates to reschedule for an extraordinary board meeting to complete items 13 to 16.
- 13.2 Next board meeting, Tuesday, 25th July at 10 am to 12:30 pm at Truro Library.

Acronyms

CEO – Chief Executive Officer
GP – General Practitioner
HC – Healthwatch Cornwall
HR – Human Resources
ICA – Integrated Care Area
ICB – Integrated Care Board
ICP – Integrated Care Partnership
ICS – Integrated Care System
IoS – Isles of Scilly
KMVP – Kernow Maternity Voices Project
KPJ – Kernow Parenting Journey
ODAG – Organisation Development Advisory Group
PB – Partnership Boards
PPG – Patient Participation Group
PCN – Primary Care Network
RCHT – Royal Cornwall Hospitals Trust

Action logs:

April 2023 meeting actions:

Action	Responsible	Status	Target date
Introduce a triage system for actions	AO		July 2023
Directors to shadow staff at up and coming events	TC		July 2023
Directors to look at changing times of day of board meetings	Board		July 2023
Review director one-to-one forms with added areas for any concerns	TC		July 2023
Contact current finance and Xero provider to find financial support for the finance committee.	AO		July 2023
Run DBS checks for exiting staff over 3 years since the previous DBS check and Directors	BST		July 2023
Contact Anna Jay regarding governance and probity Board training	AO		July 2023
Research and report back a potential Chair appraisal process	TC		July 2023
Write a draft job description for a Vice-Chair with the latest ODAG amendments	TC		July 2023

October 2022 meeting actions:

Action	Responsible	Status	Target date
Publish to the website "A Day in the Life" as a recruitment incentive	AO	Ongoing	April 2023
Amend Representation List as per Board guidance	AO	Ongoing	April 2023
Revise Inclusion Statement to reflect current and target operations	AO	Ongoing	April 2023
Revise Environmental Policy to reflect current and target operations	AO	Ongoing	April 2023
Governance actions:			
Directors to receive invites to team meetings	AO	Complete	Nov 22
Directors to receive diary dates for engagement events to support where appropriate	SJ	Complete	Nov 22
Directors to circulate an electronic debrief from outside panels/committees where they are the nominated Healthwatch Cornwall representative to Board and staff colleagues	Directors	Complete	Jan 2023
All directors to receive a copy of papers for the formal groups of the Board, namely the Organisational Development Action Group (ODAG) and the Finance and General Purposes Sub-Committee (FGPSC).	BST	Complete	Jan 2023
Training opportunities for staff to be made available to directors where relevant and appropriate and vice versa	ALL	Complete	Jan 2023

Action	Responsible	Status	Target date
A rolling 12-month calendar of Full Board and formal Board group meeting dates to be made available with the opportunity for any director to attend a Board group to gain further insight if they wish	BST	Complete	Jan 2023
The formal groups of the Board (ODAG and FGPSC) to set out their workplans at the beginning of each year so that any director or staff member may contribute to themed discussions as well as standard business, with these workplans and their quarterly progress updates being received by Full Board	ODAG/FGPSC	Ongoing	April 2023
A role profile to be drawn up for the position of Vice-Chair and circulated to directors with a view to installing a Vice-Chair at a subsequent Board meeting	Chair	Ongoing	April 2023

January 2023 meeting actions:

Action	Responsible	Status	Target date
Minutes published to the website within 4 weeks of meeting.	AO	Ongoing	24/02/2023
Ask staff, Board Members and volunteers to identify 2 or 3 underrepresented areas within Cornwall.	AO	Ongoing	April 2023
Review how to approach certain demographics.	Directors	Ongoing	April 2023

Action	Responsible	Status	Target date
Provide an updated board development plan and provide a skills audit.	AP/BST	Ongoing	April 2023
Update board on staff training	AO	Ongoing	End Feb 2023
Talk to other Healthwatch through the network about feedback about Healthwatch England website have your says.	NS/JW	Ongoing	April 2023
Send the CEO job description and person specification to directors for review.	AO	Complete	End Jan 2023
Governance actions:			
Organigram to be updated to include new staff roles and team/Board relationship	BST	Ongoing	April 2023
A director one-to-one form to be developed by ODAG	ODAG	Ongoing	April 2023
A succession planning matrix to be developed, displaying directors' terms and due dates for renewal/retirement and that our Articles of Association are reviewed, as we prepare for the new service design offer and re-contracting bid process	MT/AP	Ongoing	April 2023
A workshop to be organised to further enhance the organisation approach to risk management, including	AP/AO	Ongoing	March 2023

Action	Responsible	Status	Target date
Assurance Framework/Lines of Defence; business continuity planning, risk appetite and risk register structural review			