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| Board Meeting: | Open Session | | |
| Venue: | GoToMeeting | | |
| Date: | 26 th November 2020 | | |
| Time: | 10.30am | | |
| Attendees: | Apologies: | Date of Next Meeting: | |
| Steve Hawkins – (SH) <i>Chairman</i> Mary Ryan (MR) - <i>CEO</i> Heledd Cooper (HC) - <i>Director of Finance</i> Paul Cummins (PC) - <i>NED</i> Kathryn Foreman (KF) - <i>NED</i> Paula Grey (PG) - <i>NED</i> Paul Kavanagh-Fields (PKF) – <i>Director of Nursing</i> Sandra Oelbaum (SO) – <i>Medical Director</i> Susan Westbury (SW) – <i>Director of People</i> In attendance: Margaret Swinson (MS) – <i>Company Secretary</i> Tracey Harrington (TH) - <i>Deputy Company Secretary</i> Christine Day - <i>Minutes</i> | Jay Carr (JC) – <i>Director of Service Delivery</i> | 28th January 2021 | |

| Item | | Action |
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| 1. | Chair’s Welcome, apologies for absence and opening comments SH welcomed all to the meeting. Apologies had been received from JC who was on leave. | |
| 2. | New declarations of interest There were no new Declarations of Interest to record. | |
| 3. | Minutes of the meetings held on 24th September 2020 The minutes of the Board meeting held on 24 th September 2020 were agreed after receiving amendments from KF. | |
| 4. | Matters arising, action list progress and Corporate Risk Register Matters arising: There were no matters arising. Risk Registers: A discussion on the BAF would take place later in the meeting and it was noted some of the risks on the CRR would move to the BAF as part of full BAF implementation from 1 April 2021. | |
| 5. | 5.1 Chairman and Non-Executives’ Report SH shared his personal reflections on the Chancellor’s recent report, in particular the impact of the economic tsunami which had adverse effects across society and would have impacted some PC24 staff. He noted that the coming 18 months would be a challenge economically for many. | |

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| | <p>SH asked whether PC24 would be taking part in the vaccine roll out. Nothing had been agreed at this stage but PKF and MR had discussed the possibility and would, if asked, engage all suitably qualified staff to contribute.</p> <p>MR reported that the NHS Trusts had issued staff with lateral flow testing kits for daily testing.</p> <p>The Board:</p> <ul style="list-style-type: none"> Noted SH's comments. | |
| <p>6.</p> | <p>6.1 Chief Executive's Report</p> <p>MR's report had been circulated in advance. Comments and questions were invited by exception. The following were noted:</p> <ul style="list-style-type: none"> The CQC Transitional Assessment telephone call for Litherland & Seaforth had taken place and a call in respect of Maghull was scheduled. These calls do not generate a rating but, if not satisfactory, could trigger a full inspection. The planned organisational change that would take place as part of the mobilisation of the new OOH contract with its move to an 'area based' model for service delivery organisation was due for presentation to the Board. However, some of the changes were not yet confirmed. The report would now be presented at January's Board meeting. PC24 was providing clinical advice service for Warrington (NHS 111 First pilot). This had now been mobilised for Liverpool, Halton and Knowsley. HC explained the funding for the service. The CCG had provided initial funding of £300k and PC24 would contribute up to £150k of the £450k expected cost from the underspend arising from the suspension of some services due to Covid. Costs would be monitored and if necessary further funds from the underspend deployed. PC24 had received the Sefton Clinical Workforce report undertaken by Camburg. The recommendations had now been incorporated into the Sefton Transformation Programme for action. The report was available upon request. The executive pay review had been shared with the Board Nomination & Remuneration Committee and had been considered at a meeting prior to the Board meeting. The PC24 contract to provide the Liverpool Extended Access service had been extended for 6 months to 30 September 2021. Although not yet confirmed, it was likely St Helens would agree a similar extension. The new payroll provider (MHR) had taken over for the November payroll. MR thanked the HR and Finance teams for their sterling help in implementing the new system. <p>The Board</p> <ul style="list-style-type: none"> Noted the update and thanked MR. | |
| <p>7.</p> | <p>Performance</p> <p>7.1 Integrated Performance Report</p> <p>SH asked for the report to be taken by exception.</p> <p>Operational Performance: MR noted the continued strong performance across all services operationally and that some services remained suspended but with the income protected. Performance had been scrutinised in detail at the Finance & Performance</p> | |

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| | <p>Committee meeting. SH felt assured by the excellent work of the Committees in scrutinising the detailed reports, this was echoed by PC.</p> <p>PKF explained that the organisation had experienced higher than average sickness levels across both Primary Care and IUC but had maintained services. He suggested that an email to the wider staff group recognising their commitment and flexibility in maintaining services would be much appreciated.</p> <p>Workforce: SW highlighted that sickness reported in the IPR was 6.25% but levels had increased in November due to the extremely vulnerable shielding and increased levels of self-isolation.</p> <p>Finance: HC reported on the positive financial position and drew attention to the following:</p> <ul style="list-style-type: none"> • Although there was a £1.1m underspend year to date, planned spend increases during the winter months. Further spending increases were expected due to additional resources to support mobilisation of the OOH contract the Sefton programme of work. • PC24 had informally advised the CCG the surplus attributable to the suspension of services during Covid would be ring fenced for pressures throughout the year. • The Charity Commission had responded to the PC24 application for registration with some additional questions relating to independence of the Charity from PC24. <p>The Board was advised of the resignation of the Sefton Clinical Lead. Cover was being provided by other Clinical leads but a process would be taking place to provide proper interim cover.</p> <p>The Board:</p> <ul style="list-style-type: none"> • Noted performance for September and October 2020 • Was assured that action was being taken where required. | |
| 8. | <p>Strategy</p> <p>8.1 Board Assurance Framework Risks</p> <p>MS provided the Board with background in relation to the interrelation of the Corporate Risk Register and the BAF risks which would clearly align to the agreed strategic objectives. Some of the CRR risks would risks were strategic level and are relevant to the BAF, others would sit under the BAF risks.</p> <p>MS had issued a first draft of the BAF risks and had cross referenced these to the 6 agreed strategic objectives. She introduced these risks and noted that the IT infrastructure risk was more appropriately a corporate risk.</p> <p>One area not included was progress towards achievement of environmental sustainability which is something PC24 was planning to develop which was not a risk but was a secondary objective.</p> <p>In preparation for the full implementation of the BAF, ownership of both the objectives and the risks would be discussed and agreed by the Executive Team.</p> <p>KF, as Chair of the Audit Committee, noted the progress towards having a working BAF which linked the various areas of the organisation together and was reflected in the Executive Team's objectives.</p> <p>The Board:</p> <ul style="list-style-type: none"> • Thanked MS for the effort she had put into creating the BAF risks. • Looked forward to receiving the final version for discussion and consideration. | |

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| <p>9.</p> | <p>Governance</p> <p>9.1 Financial Statements</p> <p>HC introduced the accounts which had been prepared in house for the first time. As a result there had been full separation of duties between the preparation of the accounts and their audit. The audit had been undertaken by Haines Watts working remotely due to the pandemic. The PC24 Finance Team had met, virtually, with Haines Watts to work through the management letter points raised and agreed how these would be progressed.</p> <p>The Board was advised that the donation to the PC24 Charity would not be eligible for tax relief until the charity was registered and the donation was physically made. The audit had also raised the lack of audit trail for changes to employment contracts. This would be rectified through the implementation of the new payroll system.</p> <p>The accounts had been presented at Audit Committee where there was scrutiny from the members and a review of the variances from the draft accounts to the final accounts.</p> <p>SH questioned the reduction in the spending on Staff Welfare between 2019 and 2020.</p> <p>The Board thanked HC and the finance team on the accounts preparation and the back office systems work which had also been taken forward.</p> <p>The Board:</p> <ul style="list-style-type: none"> • Agreed the accounts, as recommended by the Audit Committee. | |
| <p>10.</p> | <p>Committee Reports</p> <p>10.1 Quality & Workforce 18th November 2020</p> <p>PG presented the report noting that most of the matters raised had been discussed during the meeting with the exception of the implementation of the rebuilt Datix system. PG emphasised that this would have a positive impact on the management of complaints, incidents and compliments and expressed gratitude to the staff in the organisation who had been leading on the project.</p> <p>The Committee had also discussed the people strategy and the progress in relation to organisational development in spite of the challenges experienced during the year.</p> <p>The Board:</p> <ul style="list-style-type: none"> • Was assured that the Committee was giving due scrutiny to the information presented to it • Noted the main issues from the meeting. <p>10.2 Finance & Performance 18th November 2020</p> <p>PC presented the report which had been circulated to the Board in advance of the meeting. He noted that the items had been discussed during the meeting.</p> <p>The Board:</p> <ul style="list-style-type: none"> • Took assurance that the Committee was giving due scrutiny to the information presented to it • Noted the main issues from the meeting. <p>SH thanked all involved in the work of the Committees.</p> <p>10.3 Audit Committee 9th November</p> <p>KF presented the report which had been circulated to the Board in advance of the meeting. She noted the positive relationship with MIAA and reminded the Board that the audit plan could be flexed according to the organisational risk and priority.</p> | |

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| | <p>With regard to the External auditors, KF explained that the Committee recommended reappointment for one further year. Although the initial contract term was coming to its end, under PC24's SFI's re-procurement was not yet required and the Audit Committee considered it would be preferable to wait until there was the opportunity for face to face engagement as part of that process. .</p> <p>The Board:</p> <ul style="list-style-type: none"> • Took assurance that the Committee was giving due scrutiny to the information presented to it. • Noted the main issues from the meeting. <p>SH thanked all involved in the work of the Committees.</p> | |
| 11. | <p>Any Other Business</p> <p>There being no other business, the meeting moved to the confidential section.</p> | |

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