

Minutes from Members' Council meeting 24th January 2023

Lancaster Hall Hotel, 35 Craven Terrace, Paddington, London W2 3EL at 12 noon

Present:

Lorraine Taylor, Chair Ros Lobo, Vice Chair
Michael Bennett, Jenny King, Pat Oliver, Kath Gibson, Sue Williams, Loreen Smith, Judith McMurray, Barbara Kolator, Jenniffer Sharp
George Kempton, NHSRF Chair
Andrew Moss

In attendance:

Mike Seaton, Chief Executive
Debbie Arnold, notes

Apologies : Suzanne Taylor, Sharon Slack, Barbara Ham

Action

		Action
0001	The Chair, Lorraine Taylor welcomed Members, George Kempton, Chair of Board of Trustees and Andrew Moss, editor of the Fellowship Newsletter, as an observer	
0002	The Chair extended a welcome to Postal Member Representatives Barbara Kolator and Jennifer Sharp who were elected w/c 15 th January 2023	
0003	<u>Apologies</u> Apologies were received from Suzanne Taylor and Sharon Slack	
0004	<u>Welcome to new Chief Executive Mike Seaton</u> After the Chair welcomed the new Chief Executive to the meeting, he introduced himself and gave a brief summary of his background. This has included working in the charity sector and within social care and has involved a period as a youth and community worker and employment with the Methodist Church. His aims are to engage and energise members, reach out to those on the fringes of the Fellowship and improve contact and communication, particularly with postal members. He will work with the Board of Trustees and Members' Council to establish objectives and priorities with a view to developing a strategic plan.	
0005	<u>History of National Council</u> The Chair provided a brief history of the National Council from the formation of the Fellowship in 1978. Until 2015 the members of National Council were also Trustees, but as the requirements of the Charity Commission became more stringent, it was decided that there should be two distinct independent bodies the membership of which is totally separate. When the Future Group was established in 2018, one of its remits was to look at the structure of the Fellowship. One of its recommendations was to give the members a more influential role in the organisation with a council which elected its own Chair and Vice Chair, and which also included two Postal Member Representatives. The Members' Council was formed following a change in the Constitution at the AGM in November 2022. It is the advisory body to the Board of Trustees and this is the inaugural meeting. The Chair or Vice Chair of the Board of Trustees will attend Council meetings but will not be entitled to vote on any items. More details are included in the NHS RF Guide for Trustees and Staff and Debbie Arnold will distribute a copy to all Council members after the meeting	DA
0006	<u>Role of Members' Council</u> The Chair indicated that Members' Council should voice its opinions and challenge thinking whilst representing the views of members. The Chair or Vice Chair will attend Board of Trustee meetings and will be eligible to speak and raise issues, but will not be entitled to vote on any motions. The Chair asked that notification of any items and issues which Regional Member	

	<p>Representatives would like to raise at Board meetings should be notified to her in advance of those meetings.</p> <p>The Vice Chair emphasised that the role of Members' Council is more influential than National Council because of the direct involvement with the Board. This gives the Board members more opportunity to engage with members through the Council. It was recognised that regions differ from each other in terms of needs, branch sizes and practicalities, this therefore means that the role of the Member Representative differs from region to region. It was however, also agreed that all Representatives had members and branches at the heart of their activities. The Vice Chair asked that the role of the Regional Member Representative should be discussed at the Board meeting on 7th February 2023.</p> <p>The Chair of the Board emphasised that the role of the Members' Council is to be 'inward focussed' on current members and branches, whilst the role of the Development Officer is to be 'outward focussed' and to engage with NHS trusts with a view to developing branches.</p> <p>4 key aspects were identified:</p> <ul style="list-style-type: none"> • Supporting and encouraging branches to ensure they are sustainable • Representing the members – be the voice of the members • Working with the Development Officers • Advising Trustees <p>The Chair of the Board also congratulated the 2 Postal Member Representatives on their appointment as this represented a significant step forward in improving communication with the 2500 postal members.</p> <p>A number of vacancies exist for Regional Member Representatives (Devon and Cornwall, Wessex, South East Thames, North East, South Wales) meaning that there is no representation for these Regions on Members' Council. Every effort should be made to fill these vacancies.</p> <p>Discussion then covered topics including suggestions for a survey of members to discover their needs, regional configuration (the Chair of the Board reminded the meeting of the vote at the 2022 AGM where the proposal to change the structure to one based on counties was rejected), and using the appointment of the new Chief Executive to publicise the Fellowship.</p> <p>The Chair of the Board responded to a query relating to the makeup of the Board of Trustees. There are 14 members, consisting of the Chair, Vice Chair and Honorary Treasurer, 6 member Trustees and 5 external Trustees. There are currently 4 vacancies - for 2 member Trustees and 2 external Trustees. These will be advertised but the Member Representatives were encouraged to promote the Member Trustee vacancies amongst members, to identify possible applicants</p>	<p>All</p> <p>Chief Exec/MC Chair</p> <p>All</p>
<p>0007</p>	<p><u>Presentation of Financial Position – Chair of Board of Trustees, George Kempton</u></p> <p>The Fellowship has traditionally been financed by funds from two sources, namely</p> <ul style="list-style-type: none"> • capitation fees • grants from NHS England and from the Scottish and Welsh Health Boards. <p>In recent years, Fellowship membership has been declining, reaching a level of around 6000 early in 2022. The loss of members results in a corresponding loss of income.</p> <p>In addition, NHS England and the Scottish and Welsh Health Boards have advised that grants are now unlikely to be available. This means that the Fellowship needs to become self funding in order to make it sustainable.</p> <p>Capitation fees for the year 2022-23 have been received during January 2023 and these funds, together with the receipt of a grant of £50,000 from NHS England in January 2023, mean that the Fellowship will remain solvent until the end of the current financial year. This may be the final time of receiving such a grant.</p> <p>In order to continue as a solvent organisation, however, measures need to be taken.</p> <p>The P60 recruitment campaign increased membership to just over 9000.</p> <p>Current running costs are £240,000 and with no grants, the current level of membership will generate £180,000 in capitation fees for the next financial year which will therefore result in a significant shortfall.</p> <p>The Board is implementing several cost saving strategies including replacing the Fellowship Newsletter with bi-monthly letters from the Chief Executive and replacing face to face meetings with virtual meetings wherever possible. In answer to a question regarding regional meetings held by the Member Representatives, it was recognised that such meetings are of major importance but that attempts should be made to reduce costs. The cost of travel to branches was raised by the Vice Chair. The importance of this for communication with members was recognised, and the Chair of the Board will discuss the topic with the Treasurer in order to identify if such costs were included in the budget. Funding in Scotland is provided by a previous grant from the Scottish Health Board and ring fenced for Scottish use only but going forward this will not be available.</p>	<p>Chair of Board of Trustees</p>

	<p>The Chair will raise the topic of funding Regional Meetings and visits to branches at the Board meeting on 7th February. Regional Member Representatives will inform the Chief Executive of the dates of their regional meetings, and he will endeavour to attend some of these.</p> <p>The Chair of the Board continued, that although expenses have been reduced considerably by these measures, there would still be a shortfall going forward. The Board are resolute that the Fellowship should not close and therefore, reluctantly they have decided that the capitation fee for 2023-24 will be increased to £30 and that capitation fees should be paid to Central Office by June 2023. The Chair of Trustees confirmed that this decision did not require a vote by the members at an AGM but that the Board would appreciate the endorsement of the Members' Council.</p> <p>All agreed that this increase would result in a loss of members and branches and the Chair of the Board indicated that a loss of 1000 members has been built in as part the 2023-24 budget. It was recognised that collecting capitation fees in June rather than January of the following year would cause some complications within branches and issues relating to members joining after June were highlighted. Information relating to the collection and payment of capitation fees will be issued in due course.</p> <p>The Chief Executive will write to all branches and postal members in the next week to inform them of the new arrangements, together with the background to the changes. Until the letter is circulated, this information should be treated as confidential.</p> <p>Further discussion covered suggestions regarding: a smaller increase (this would not raise enough funds); payment of fees by monthly direct debit (current systems would not be capable of handling this and administration costs would increase); the possibility of wealthier branches subsidising member subscriptions (this is acceptable and happens currently in some cases).</p> <p>The Members' Council reluctantly endorsed the capitation fee increase together with the changes to Central Office payment dates but noted that there will be a subsequent loss of branches and members.</p> <p>A query regarding the reporting of the accounts at the AGM was raised. Simplification of the details was requested, together with an explanation of the change in the reporting of branch funds which are unavailable for use by the charity as a whole.</p>	<p>Chair</p> <p>All / Chief Exec.</p> <p>Central Office/Chief Exec.</p> <p>Chief Exec.</p> <p>Chair of Board / Hon Treasurer</p>
0008	<p><u>Future Plans</u></p> <p>The Future Group, chaired by the Vice Chair of the Board, and of which, the Vice Chair of the Members' Council is a member, was set up in 2018 to take the Fellowship forward. This group reports to the Board of Trustees and the activities and proposals will be reported onwards to the Council via the Chair or Vice Chair.</p> <p>The importance of engaging with Postal members was highlighted, together with possible use of the Facebook page to publicise activities and to encourage people to join the Fellowship. Sponsorship of projects and activities should also be considered.</p> <p>The Chief Executive informed the meeting that his priorities included communications, systems, the website and sponsorship / grants for development projects.</p>	
0009	<p><u>NHS75/RF45 Celebrations</u></p> <p>A paper prepared by Head of Comms, Lucia Hiden was received by the Members' Council. Lucia is part of the NHS national group organising publicity for the anniversary, and she was congratulated by the Vice Chair for representing the Fellowship. She is also part of the Fellowship group chaired by Trustee, Mabel Saw. This was formed to co-ordinate activities within the Fellowship and to collect case studies for the national group. The Council Vice Chair, Sue Williams, Midland Regional Member Representative, and Jenniffer Sharp, Postal Member Representative, are also part of the Fellowship group. Suggestions for activities are welcomed.</p> <p>Celebrations at regional meetings are planned by several of the Representatives and a number of branches are also planning cakes and tea parties.</p>	All
0010	<p><u>Development Officers' Report</u></p> <p>The report from the Development Officers was received. There is no information relating to the Midlands region as it does not currently have a Development Officer. Sue Williams requested that her area in Section 3 of the report should be called Midlands and that 'West' should be removed.</p>	Lucia Hiden/ DA

	<p>Hilary Robb, Development Officer for Scotland, will be retiring in March 2023 and the Chair of the Board of Trustees encouraged the Scottish Member Representatives to consider if they knew of anyone who would be able and willing to take this position.</p> <p>The report highlights the problems of filling branch committee roles. The Vice Chair informed the meeting that Trustees Janine Brooks and Mark Bagnall, both members of the Future Group, were currently involved in simplifying descriptions of branch roles which may help with this. The Chair added that encouraging members to perform 'assistant' roles helps to relieve the workload and also prepares individuals take over roles at a later date.</p>	
0011	<p><u>Regional Member Representatives Report</u></p> <p>A number of branches were highlighted as being vulnerable and likely to close: Pontefract/ Wakefield (Kath Gibson), Hampstead (Michael Bennett), Highland/ Fife (Judith McMurray). Members of the Hampstead branch will be encouraged to join another London branch, however, distance and lack of convenient alternative branches makes this unlikely for the other branches at risk of closing.</p> <p>Barbara Kolator commented that reasons for joining the Fellowship e.g. connection with the NHS but no requirement to attend branch meetings, fellowship / friendship to relieve loneliness, should be better understood and activities developed to satisfy needs outside of branch meetings e.g. virtual coffee groups.</p> <p>Pat Oliver suggested that more cross attendance of branches and encouragement of postal members to join in occasional branch activities could be considered. A system of fee payment would need to be agreed if this was to be encouraged</p>	
0012	<p><u>NHS RF National Holiday 2023</u></p> <p>The Chair is attempting to organise a 2023 Fellowship holiday, possibly to Malta, and has presented Newmarket Holidays and Hayes Travel with the criteria which need to be satisfied. She will continue to pursue this and update Central Office and members accordingly so that publicity can be arranged.</p>	
0013	<p><u>Comments on Conference / AGM 2022</u></p> <p>The Chair of Trustees informed the Council that an annual AGM is mandatory and that including a conference alongside this meeting, was enjoyed by members. In the current financial climate, costs and suitability of venues were key and John Rostill, the previous Chief Executive had asked IOW Tours to present some options. These are awaited.</p> <p>Requests have been made by members to avoid holding the AGM on a Sunday as travel to the 2022 meeting was very difficult for some delegates.</p> <p>The inclusion of break out groups was suggested, if time allowed.</p>	
0014	<p><u>Any Other Business identified in advance</u></p> <ul style="list-style-type: none"> • Judith McMurray, Sue Williams, and Pat Oliver reported that a number of branches are receiving saplings in March, to plant as part of the Queen's Jubilee Green Canopy project. • Other upcoming celebrations by branches will include the Coronation, and branch 25th and 10th anniversary celebrations. • Andrew Moss informed the meeting that the upcoming edition of the Newsletter would be his last and he thanked members for their co-operation and courtesy with which they dealt with his requests for information. The Chair wished him well and thanked Andrew for his much appreciated dedication to this role. • Judith McMurray proposed a vote of thanks to the Chair for a successful first Members' Council meeting. 	
	<p>Date of next meeting 25th April, 2023 via Zoom</p>	

The meeting closed at 14.25

Debbie Arnold
25.01.23