

**Minutes of the Board of Trustees meeting held at the Lancaster Hall Hotel on
Tuesday 30th November 2021 at 15.15hrs**

PRESENT

George Kempton, Chairman
Chris Kitchin, Vice Chairman
Mark Bagnall
Janine Brooks
John Mosley

Suzy Brain England via Zoom
Cynthia Matthews via Zoom
David Paterson via Zoom

IN ATTENDANCE

John Rostill OBE, Chief Executive
Debbie Arnold, Fellowship Administrator
Ros Lobo

Action

0224 1.WELCOME AND APOLOGIES FOR ABSENCE

The Chair welcomed those attending face to face and those attending via Zoom. The Hon. Treasurer Paul Farenden, Danny Mortimer and Clare Panniker sent their apologies.

Margaret Moffat was not informed of the time change to the meeting nor given the option to join the meeting by Zoom, and arrived at the original time just as the meeting was ending. She was therefore, not involved with either the discussions or any decisions made.

Ros Lobo, who is a member of the Future Group and was involved in a meeting immediately prior to the Trustees' meeting, was invited to stay and observe the proceedings.

0225 FUTURE GROUP - TO DELEGATE RESPONSIBILITY FOR THE FINAL APPROVAL OF THE DOCUMENTS PREVIOUSLY DISTRIBUTED, TO THE FUTURE GROUP

The Vice Chair reported that the Future Group had endorsed the documents previously distributed to the Trustees for recommendation to the Board. Final amendments to the 11 documents will be delegated to the Chief Executive upon acceptance of the recommendation.

The Chair proposed the formal adoption of the papers and Mark Bagnell seconded the proposal. The Trustees unanimously accepted this.

0226 2. TO SIGN OFF THE COSTINGS FOR THE P60 CAMPAIGN

The Chair explained that the proposals for the management of the campaign had been circulated in advance (10.11.21) to Trustees. The Chair also said that it was his view that without the P60 recruitment campaign, membership numbers will continue to decline, and the Fellowship will eventually become non-viable.

The Board of Trustees was asked to sign off the proposed costings for the project.

David Paterson had identified several concerns in an email in advance of the meeting. He believed the process and indicative costs should have been introduced earlier and that a budget should then have been prepared. 3 quotes should then have been obtained for consideration. As the project planning is now too far advanced for changes to be made, the Hon. Treasurer is required to confirm funding, assuming receipt of £100,000 from NHS England. He suggested that alternative response options should also have been considered. As he believed that P60's were likely to be received towards the end of April, then May could be considered as a start date as expressions of interest would be minimal before this. A cost saving would therefore be achieved by doing this.

The Chair reported that he had spoken with the Hon. Treasurer prior to the meeting and he had confirmed that whilst recognising the high cost, he recognised the importance of the campaign in ensuring the future of the Fellowship.

Suzy Brain England asked for more information regarding the governance process for project pricing.

The Chief Executive explained that in scoping the project, Fellowship administrator Sherry Smith had approached a number of companies but none could provide more than a call centre service. This campaign required a company which could manage all aspects of communication. A company (Connect Assist) with whom the Fellowship had a previous relationship and which offered a full service, was then identified and approached for a quote. The Chief Executive negotiated price reductions in a number of areas and agreed amendments to some of the proposals made by Connect Assist, including reducing the Phase 1 'dedicated team' stage to 2 months, and using a 'pay as you go' team for Phase 2.

He agreed that the planning had not left time for competitive tendering but was happy for the project process to be audited.

If the campaign recruited 0.5% of recipients (5250 new members) then the breakeven point would be achieved at 13 months and if 1% (10,500 new members) was achieved then this point would be 7 months.

It is anticipated that between 280 and 1400 calls per day could be generated and such call volumes could therefore not be handled by the existing Central Office team.

NHS Business Services have informed the Chief Executive that the P60's will be posted at a rate of upto 50,000 per day from early April 2022.

Suzy Brain England informed the meeting that direct mail campaigns normally work on a 2% response rate for return on investment, so the projected break even points of 1% or 0.5% appeared very positive.

John Mosley proposed that the P60 campaign costings should be accepted, and Mark Bagnall seconded this.

The Vice Chair asked that the meeting should note that under the Scheme of Delegation, 3 competitive tenders would normally be required. Suzy Brain England and the Chief Executive indicated that this can be waived in certain circumstances and the Chief Executive agreed to provide a statement confirming the process employed for audit purposes.

The Trustees then voted on the proposal with a majority of 7 in favour.

John Mosley asked what checks would be made to confirm the Fellowship leaflets were distributed with the P60's. The Chief Executive explained that the

Trustees who received NHS pensions would all receive a P60 and would therefore be able to confirm receipt of the leaflet, and he would, in addition, be asking members if they had seen it via his regular letters to all members. He reminded the meeting that some recipients would not necessarily recall receiving the leaflet as the pension details would receive most attention and other contents of the envelope are often discarded.

Chief
Exec.

The issue of P60's distributed electronically was raised by Suzy Brain England and the Chief Executive agreed to investigate if this method was used.

0227 3. TO REFLECT ON MATTERS ARISING FROM THE AGM AND TO DISCUSS THE QUESTION OF DIVERSITY

David Paterson commented that the Conference and AGM was well organised and that the venue was good.

The issue of the diversity of the Board was raised by members during questions from the floor and it was agreed that this should be addressed.

Danny Mortimer produced a paper addressing the issue which was circulated prior to the meeting.

This paper recommended the following steps for approval by the Board:

1. Improving the visible diversity of the board should be agreed as an objective for the Chair, Vice-Chair and Sub-Committee Chairs and would be discussed at least annually by the Board
2. That independent Trustees are in future appointed following the placement of an external advert identifying the opportunity to become a Trustee of NHSRF
3. For future appointments of Trustees, no longlist of candidates is accepted which does not include a mix of genders and ethnic origin
4. A new job description and person specification for Trustees is prepared and approved by the Board

Suzy Brain England suggested that the Board could invite relevant members to work with the Trustees for a period of 6 months or a year, with a view to helping them understand the role of a Trustee and to give them the skills, knowledge and confidence to apply.

She had shared information regarding the Governance Forum and their Effective Board Member Programme with the Chief Executive. Subsequently he has held discussions with Karl George, who is a partner in the organisation, and he will be taking part in a webinar regarding Racial Equality on 1st December 2021. He agreed to share the link with other Trustees if they would like to take part.

Chief
Exec.

The Chair confirmed that the Board will work hard to ensure that advertising, selection and approval of trustees demonstrates diversity and inclusion and reflects the diversity of the Fellowship membership. John Mosley stated that he was pleased that the Fellowship was proceeding in this manner.

Suzy Brain England commented that there are 9 protected characteristics including race, disability and gender however the general principles of diversity and inclusion are the most important factor.

There are currently 2 vacancies for Trustees – 1 for a member trustee and 1 for a co-opted trustee

The three named individuals who conducted previous interviews will continue to interview candidates for these vacancies unless Margaret Moffat wishes to

stand down. Cynthia Matthews agreed that she would join the panel if requested.

0228 ANY OTHER BUSINESS

- The Chair asked that the recently appointed Trustees should be made aware of the recommended changes to the Constitution. The Chief Executive agreed to send them the briefing paper used at the Board meeting on 26th May 2021 together with a link to the latest version of the Constitution.
- John Mosley suggested that the Fellowship should, in future, be connecting with large healthcare practices as well as hospitals as a source of members.
- Suzy Brain England enquired about a previous plan to hold an EGM in April 2022, to vote on the changes proposed by the Future Group. The Chief Executive confirmed that this meeting will not take place as the timescales were too short.

Chief
Exec.

The Chair thanked the participants of the meeting and also thanked Janine Brooks for setting up the Zoom meeting which enabled several Trustees to take part remotely. He offered his apologies to Margaret Moffat regarding the lack of communication of the revised start time or the option of connecting remotely.

0229 NEXT MEETING

The date of the next Board meeting is currently scheduled for **Tuesday 8th March 2022 at the Civil Service Club at 12 midday**

The meeting closed at 4.15pm

Debbie Arnold
1st December 2021