

(MioCare Group CIC, Oldham Care and Support Ltd,
MioCare Services Ltd)

Minutes of the Board of Directors' Meeting

23rd October 2019

Public Minutes

Present:	Board Members Cllr Steven Bashforth (Cllr SB) - Chair Peter White – Deputy Chair, Non-Executive Board Member (PW) – Chair Jeff Jones – Non-Executive Board Member (JJ) Cathy Butterworth – Non-Executive Board Member (CB) Cllr Louie Hamblett (Cllr LH) Karl Dean – Managing Director (KD)	In attendance Valerie Perrins – Associate Director QPC (VP) June Rainford – Associate Director OPS & COoH (JR) Diane Taylor – Associate Director LD & MH (DT) Mark Warren – Shareholder’s Advisor & DASS (MW) Paul Wilkinson – Finance Manager (PWi) Karen Wilson – Business Support Manager (Minutes)
Apologies:	Cllr Zahid Chauhan (Cllr ZC)	Rick Vogan – Director of Care

No	Agenda Item	Action
1	In Confidence Section There were no items to discuss.	
2	Welcome, Introduction, attendees and apologies KD offered that Cllr ZC had sent apologies but everyone else was expected and that Cllr SB would arrive shortly. KD asked PW to Chair the meeting pending Cllr SB arrival. PW welcomed all attendees.	
3	Declaration of Interest MW is the MD of the Community Health and Adult Social Care Service (CHASC), Shareholder’s Advisor & DASS for Oldham.	
For Information		
4	Minutes of Last Meeting a) The confidential minutes of the last Board meeting held on 8 th July 2019 were agreed as a true and accurate record. b) The public minutes of the last Board meeting held on 8 th July 2019 were agreed as a true and accurate record. c) The Board action log was discussed and updated accordingly. d) The minutes of the last Operations Committee held on 10 th July 2019 were agreed as a true and accurate record. e) The minutes of the last Finance, Audit and Risk (FAR) Committee held on 30 th August 2019 were agreed as a true and accurate record.	

	<p>f) Board Away Day notes 18th September 2019</p> <p>JJ enquired if an external auditor had been appointed.</p> <p>KD informed members that the Council are planning a mini competition for the audit tender for MioCare, Unity, Housing Benefit and Schools. Unfortunately, the competition will not be completed for the MioCare financial year and Grant Thornton will be appointed again.</p> <p>KD also advised that MioCare Group's financial year will change from April 2021 to align MioCare with the Council and the most common business year.</p>	
5	<p>MioCare Group Calendar Cllr LH joined the meeting.</p> <p>VP informed the members that the calendar had been produced as a forward work plan for the Board and provided a brief explanation of its format. It was proposed the calendar would be reported this way in future. VP presented a programme of events across the group and invited members to attend.</p> <p>JJ questioned when the 2020 budget will be shown on the calendar and if it will be a 15-month budget due to the proposed change in the financial year.</p> <p>JJ stated that the Board needs to see a financial model of next year's budget at January's meeting and all pay more attention to see its impact on the balance sheet.</p> <p>PW informed there is one Operations Committee date in 2020 that he cannot attend and KD agreed to rearrange outside of the meeting.</p> <p>Actions: KD to advise auditors of change in financial year and seek advice on the transition. KW to liaise with PW to rearrange Operations Committee</p>	<p>KD KW</p>
For Discussion		
6	<p>Committee Updates Cllr SB joined the meeting.</p> <p>PW began with an update of the Operations Committee meeting and advised the meeting was reflected well in the paper. At the next meeting more information around the response to the levels of staff absence will be explored and also how Board members can have a better view of service user feedback and complaints. A discussion was held around service user matrix and a service user panel and PW offered his opinion whilst there is lots of data on performance the data sets are not as robust as he would like. PW offered that the group needs to learn from any complaints, near misses and safeguarding reporting.</p> <p>JJ provided an update of the FAR Committee meeting and began with the risks associated with the repatriation of a service user to the family home. The repatriation had gone as well as could be expected. JJ also advised that digitalisation is something required to progress and protect everyone associated with MioCare and that better recording will be a fit and proper defence should it ever need to be demonstrated. CB enquired of the timescale when a digitisation business case would be available to members for review.</p> <p>KD advised that there was now real momentum in the Council that will only assist MioCare's aim to introduce digital care planning and RV will present a business case to</p>	

	<p>Board in January. An application will be made to the Council's capital budget to fund the project.</p> <p>PW queried if the system will speak to the NHS. KD offered that all the systems MioCare have reviewed to date are NHS compliant.</p> <p>CllrLH enquired if IT systems and updates would become a standing item on the agenda. KD concluded a paper will be brought to January's Board meeting and regular updates provided in the MD report if required.</p>	
7	<p>Strategic Plan Update</p> <p>KD reminded members of the strategic plan discussion at the recent Board Away Day and updated members of the 5 key areas that were focused on and that SLT recently had developed further into objectives. These were:</p> <ul style="list-style-type: none"> • Customers • Workforce • Stakeholders • Finance and Resources • Quality <p>KD closed the discussion by saying that despite the change in funding arrangements in 2019, on the whole the company is in good health and aspirations remain high. In January the strategic plan will be presented to the Board when all stakeholders have had the opportunity to contribute. It will be a 3-year plan, but the detailed focus will be on the next 12 months. Members were invited to work with KD and get involved and CB and JJ volunteered to contribute.</p>	
8	<p>Performance and Assurance Report</p> <p>VP informed members that this was the first time this report had been presented and the aim was to provide assurance on key areas of performance and compliance. This consolidates and summarises the data presented to committees and allows all members to be sighted on assurance matters. It also includes the corporate dashboard and the risk register as appendices rather than stand alone items. There is an issue around the timings of the data, but it will be more aligned from January 2020 onwards. VP asked members to consider the new report and provide feedback on the content, format and purpose and feedback was provided.</p> <p>Actions:</p> <p>PW and VP to meet to discuss the paper's content ahead of January's meeting.</p>	VP
9	<p>MD Update</p> <p>KD gave an update in the following areas:</p> <ul style="list-style-type: none"> – The transfer of the Community Health contract from PCFT to NCA has gone as well as could be expected. – The Oldham Locality Plan is currently being rewritten to reflect the plans going forward for the Health and Social Care system. – MioCare has partnered with AgeUK in a tender to provide consultancy and expertise in care and integrated working for 1 day per month. – The Getting in the Know staff events that took place in September were a great success. – MW and KD will be meeting regarding the proposed governance changes from the Council (shareholder) and how they manage it. There is likely to be a shareholder committee similar to what currently exists at Unity for reserved matters. JJ offered that the Council should take advice as members of the 	

	<p>shareholder's committee may become de facto Board members of the MioCare Group. MW noted this and said that he would feed this back. A paper will be presented to the Board in January</p> <ul style="list-style-type: none"> – The repatriation of a service user to his family home has been successful. MW added he would like to thank DT and the team, who have worked exceptionally well. This has been an opportunity for lots of learning. – There are further delays with the handover of Holly Bank and the expectation is that the handover will be early November. MW requested he be kept updated. <p>Actions: DT to update MW on the problems regarding the delays Holly Bank. The Council as shareholder to provide a paper for January's Board meeting in respect of the governance changes it requires.</p>	DT KD/MW
10	<p>Management Accounts Period 9</p> <p>PW advised that at period 9 across the Group on a turnover of £10.8 million there is a deficit of £93k against a budget deficit of £45k. The split between companies shows MioCare Group has a deficit of £14k, OCS has a deficit of £84k and MioCare Services has a surplus of £5k. The latest forecast for the year is a deficit of £181k against a £135k budget, a variance of £46k on an expected turnover of £14.5 million.</p> <p>PW enquired if any areas of opportunity had been identified to reduce the deficit. PWi advised extensive work has been carried out, looking at rotas, hours worked and identifying the small items that make the difference between surplus and deficit. KD advised that during the last quarter some work has been completed with managers that should show dividends next quarter but the real issue was the shortfall in the funding of the OCS pay rise and the challenge to close a large funding gap in year in order to deliver the budget.</p> <p>JJ suggested a balance sheet be visible for members to understand the cash flow over the next 15-month budget and the impact on the cash reserves. VP advised she will look into the information around finances being included on the dashboard.</p> <p>Action: VP to consider how cash flow/balances can be represented on the dashboard.</p>	VP
11	<p>Enablement Update</p> <p>KD gave a presentation on Enablement and the vision, objectives and benefits and outcomes were explained to members. KD advised that the co-location of ORCAT and Whitney Court has provided the opportunity to share resources, knowledge and intelligence that has allowed the teams to respond together and deliver better outcomes to people.</p> <p>The clinical triage system for the bed base was proving to be very effective and improving safer admissions.</p> <p>KD stated that Phase 2 will see the service move to a truly integrated service with one front door (SPOC) with clinical triage and service offers. An integrated crisis response service is needed.</p>	
12	<p>AOB and Close</p> <p>CB asked for some investment and development around the role of NED's.</p> <p>Action: Chair to consider how this can be progressed.</p>	SB
	<p>Next Meeting Thursday 23rd January 4pm – 6pm Ena Hughes Resource Centre</p>	