



[MioCare Group CIC, Oldham Care and Support Ltd, MioCare Services Ltd]

**Minutes of the Board of Directors' Meeting  
17<sup>th</sup> September 2018  
Public Minutes**

<b>Present:</b>	<b>Board Members</b> Cllr Fida Hussain (Cllr FH) - Chair Cllr Zahid Chauhan –Elected Member (Cllr ZC) Cllr Derek Heffernan – Elected Member (Cllr DH) Cathy Butterworth – Non Executive Board Member (CB) Karl Dean – Managing Director (KD)	<b>In attendance</b> June Rainford – Associate Director OPS & COoH (JR) Valerie Perrins – Associate Director QPC (VP) Mark Warren – Shareholder’s Advisor & DASS (MW) Paul Wilkinson – Finance Manager (PW) Karen Wilson – Business Support Manager (Minutes)
<b>Apologies:</b>	Peter White – Deputy Chair, Non-Executive Board Member (PW) Jeff Jones – Non Executive Board Member (JJ) Cllr Marie Bashforth (MB)	Diane Taylor – Associate Director LD & MH (DT)

<b>No</b>	<b>Agenda Item</b>	<b>Action</b>
<b>1</b>	<b>In Confidence Section</b>  Members discussed one confidential item.	
<b>2</b>	<b>Welcome, Introduction, attendees and apologies</b>  Officers joined the meeting. Chair welcomed the Board members. Apologies were noted from PW, JJ, MB and DT. PW and JJ provided written feedback on the papers and KD presented these at the appropriate time throughout the meeting.	
<b>3</b>	<b>Declaration of Interest</b>	

	<p>Cllr Chauhan is the Co-Chair of the Joint Commissioning Board of Oldham.  Cllr Heffernan is a customer of a local care provider.  MW is the DASS for Oldham and the MD for Community Health and Social Care Service.</p>	
<b>For Information</b>		
<b>4</b>	<p><b>Minutes of Last Meeting</b></p> <p>a) The confidential minutes of the last Board meeting held on 9<sup>th</sup> July 2018 were agreed as a true and accurate record.</p> <p>b) The public minutes of the last Board meeting held on 9<sup>th</sup> July 2018 were agreed as a true and accurate record.</p> <p>c) The Board action list was discussed and updated accordingly with acknowledgement of the actions yet to be completed.</p> <p>KD advised that ZC met with UNISON in relation to the request to recognise UNISON in MioCare Services and another meeting was planned.</p> <p>d) The Finance, Audit &amp; Risk Committee minutes were reviewed. PW asked for an update on item 6, Internal Audit for Governance findings.</p> <p>KD informed the members that the outcome of the Internal Audit for Governance will go to the FAR Committee in October and then brought to the Board in November.</p> <p><b>Action: Chair and Deputy Chair to discuss the appraisals of Board members</b></p>	<b>Chair/ PW</b>
<b>5</b>	<p><b>Governance Action Plan</b></p> <p>The governance action plan was discussed and updated accordingly.</p>	
<b>6</b>	<p><b>MioCare Group Calendar</b></p> <p>VP advised of additions to the group calendar that provide an opportunity for the Board members to participate:</p> <p>21<sup>st</sup> and 28<sup>th</sup> November are the 'Getting in the Know' staff engagement events and 19<sup>th</sup> December the Christmas ring round to clients.</p> <p>KD informed the members an Oldham Care staff event will be taking place on 28<sup>th</sup> November. The 'Getting in the Know' staff engagement event planned on the same day may need re-visiting.</p> <p>CB informed the members she sends her apologies for the October Operations Committee.</p> <p>VP advised she would send details of service user events to the members.</p> <p><b>Action: VP to send service user event dates and details to the members.</b></p>	<b>VP</b>

<b>For Discussion</b>	
<b>7</b>	<p><b>MD Update</b></p> <p>KD gave an update on the following areas:</p> <ul style="list-style-type: none"> <li>- The MioCare Group financial performance is better than expected and continues to be ahead of budget.</li> <li>- An update in relation to MioCare’s involvement in the Oldham Cares alliance.</li> <li>- Board Member tour of services. The feedback received from the members was very positive and all agreed it was a valuable day and the dedication of the staff shone through.</li> <li>- Oldham Council has announced that a tendering process will commence in September 2018 to appoint 1 provider for all 6 Extra Care schemes. The contract delivery start date will be 1<sup>st</sup> April 2019. Currently MioCare deliver 4 of the 6 Extra Care contracts.</li> <li>- Funding has been secured from CCG for Pennine Care to provide a Pharmacy Technician at Medlock Court. This is in recognition of the challenges and high risks surrounding the discharge of service users, especially at the weekend.</li> </ul> <p>Chair thanked KD for an informative paper.</p>
<b>8</b>	<p><b>Management Accounts</b></p> <p>PWi gave an update on the financial performance of the group which was a positive position year to date for all three companies.</p> <p>Chair thanked PWi for the update on the finances.</p>
<b>9</b>	<p><b>Risk Report</b></p> <p>KD presented the risk paper to the Board members and asked the Board to approve the changes proposed and recommended in the report. The recommendations include the member’s review all risks of 12 and above, the members approve the new risks that have been added and the risks that have been reduced.</p> <p><b>Decision - Board members agreed to the recommendations.</b></p>
<b>For Decision</b>	
<b>10</b>	<p><b>Board Committee Membership</b></p> <p>KD advised after meeting the new Board members and reviewing their backgrounds, skills and interests he proposed memberships to the Operations Committee, Far Committee and the Remuneration Committee and asked Board members to agree to the proposals.</p> <p><b>Decision: There was agreement to the recommendations.</b></p>

<p><b>11</b></p>	<p><b>Holiday Pay</b></p> <p>KD asked the members to make a provision available of £22k to ensure MioCare CIC is compliant across the group with recent case law to safeguard levels of remuneration when employees take their holidays as per the European Working Time Regulations, regulation 13.</p> <p><b>Decision: There was agreement to the recommendations.</b></p>	
<p><b>12</b></p>	<p><b>AOB and Close</b></p> <p>KD informed the members that a paper covering the financial performance is required for the next Council PVFM Committee which takes place in early October 2018.</p>	
<p><b>13</b></p>	<p><b>Date and Time of next meeting</b></p> <p>Monday 12<sup>th</sup> November 2018, 9.30 – 11.30am at Ena Hughes Resource Centre, Failsworth</p>	