

**Meeting of the Oxford Health NHS Foundation Trust**

 **Charity Committee**

**BOD 104/2018**

(agenda item: 17(c))

 Minutes of a meeting held on

 12 June 2018 at 13:00

in the Ascot Room, Littlemore Mental Health Centre,

Sandford Road, Oxford, OX4 4XN

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| **Present:** |  |
| Chris HurstAlex Davis Helen GreenShafik Nassar | Non-Executive Director (**CH**) (Chair)Head of Service, Children's Community Nursing (**AD**)Director of Education and Development (**HG**)Operational Manager, Older People (**SN**) |
| **In attendance:** Julie PinkPaul DoddOlga Senior Willem De Villiers-Corrigan | Community Involvement Manager (**JP**) (Minutes)Financial Controller (**PD**)External Attendee (**OS**)Head of Accounts, Oxford Health Charity (**KS**) |

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| **1.**ab | **Apologies for Absence** Apologies for absence were received from Martin Howell, Ros Alstead (HG attending in her absence), Lucia Winrow (SN attending in her absence), Kerry Rogers, Sara Wadey, Sue Dopson and Laura Smith.It was acknowledged that the meeting was not quorate and that all decisions would be recommendations only. | **Action** |
| **2.** a | **Declarations of interest/related party transactions**  No declarations made. |  |
| **3.** abc | **Minutes of the Meeting on 20 February 2018 and Matters Arising** The minutes of the previous meetings were approved as an accurate record of the meeting. The following actions were recommended to be closed:From 15 November 2016 – 11cFrom 14 June 2017 – 6cFrom 17 July 2017 – 10aFrom 20 November 2017 – 5c, 7d, 7f, 8d, 13a and 15bFrom 20 February 2018 – 9a, 9d, 10c, 11b, 11c, 11d, 12d, 12e, 14b, 15c***Matters Arising***CH suggested that a fundraising strategy is developed as we move forward to highlight the direction of the charity and encourage increased involvement. |  |
| **4.** abcde | **Funding Request: Lucy’s Room**Paper has not been received from Estates in time for the meeting.CH confirmed the importance of progressing the funding request and approval outside the meeting due to the sensitivity of the situation surrounding the request and the requested timescales to have the building in place over the summer.**JP to send a short brief on the request to CH for discussion with Mike McEnaney.****PD to follow up with Claire Dalley to identify the reasons for the delayed paper.****Paper to be circulated for agreement as soon as received.** | JPPDLS |
| **5.** abc | **Update on Investment Portfolio** The paper was received and noted. The Committee particularly noted the disappointing performance over the last quarter and the current market uncertainties that impacted on this.CH noted that as the Trust’s requirements are for investments to be focused on ethical and safe instruments that provide long term returns, there is little benefit to the Trust paying a premium for an active portfolio management service.He also commented that, as property is recognised to offer good long term capital growth over the medium term, that he was surprised to see the fund was invested more heavily in other monetary instruments. This would be something to discuss with the new fund managers. |  |
| **6.** abcd | **Distribution of Investment Incomes and Gains/ Losses and Appointment of Administration Charges**Paper to be circulated with the minutes, KS provided an oral update.Due to the increased charges that should be allocated to ROSY, it was recommended that a discussion be held with ROSY to agree. **KS to discuss the ROSY charges with KR.****KR to agree outcome with ROSY and brief committee at the next meeting on outcome.** | KSKR |

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| **7.**abcdefghi | **Investment Portfolio Tender**Papers outlining the proposal for the tender process and the timeline received and noted.It was noted that there is no NHS framework for this sort of tender and therefore it will be an open tender. While this is a longer process, it is a requirement given the risk – both financial and reputational.It was also noted that Cazenove should be made aware ahead of the tender going live and that this does not reflect any negative views of their service to date. It is a result of reviews taking place within the Charity and the acknowledgement that this service had not been out to tender for at least 10 years.It was recommended that the tender process was started as per the timeline provided with the following alterations:* Timeline be altered to enable approval of final decision by the Charity Committee and Trust Board in September/October 2018 (moving the existing timeline back by 1 week).
* Need to include Trustees in the decision making process
* Alteration of weighting on quality questions to be reviewed - OS felt weighting could be increased for Q5 and reduced for Q3.
* AD asked for a consideration to be given to adding a word limit for each quality question.

Approval for process to be sought by quorate following the meeting.**PD and JP to following with Peter Smith following the meeting to update the process as requested.****JP to request approval out of session.****JP to contact Cazenove to confirm the process being undertaken and reassure them regarding their current performance**.***Update: Timeline altered, panel suggested to include CH, RA/KR, JP and PD with KS as advisors, weighting altered, word limit not implemented due to potential administrative impact but additional wording around succinct answers added. Cazenove have been made aware and will be seeking to apply when the tender opens.*** | PD/JPJPJP |
| **8.**abcde | **Performance and Compliance (Slow Moving Funds)**KS provided an oral update on these funds.The same funds continue to be slow moving (11 funds)It was requested that the fund advisors of those funds are made aware and that a summary of slow moving funds is sent to OMT to prompt spend and engage more people in their use.SN and AD noted that it is very important that key information on what can and cannot be spent from those funds is provided in plain English.**KS to send current list of balances to JP and JP to draft a report and circulate.** | KS/JP |
| **9.** a | **Income Reports for the Charity**  Report received and noted. |  |
| **10.** a | **Legacies Reports for the Charity** Report received and noted.  |  |
| **11.**ab | **Payments/Expenditure Reports for the Charity** Report received and noted.OS queried the line showing OUH costs from Jan to March 2018 – KS confirmed that this has been mis-labelled and should have shown as KS costs for this period. |  |
| **12.** ab | **Management Accounts for the Charity**Report received and noted. KS noted that the report should have finished on page 5 and subsequent pages should be removed. |  |
| **13.**abcd | **Annual Reporting**Audit dates from the new auditors, Grant Thornton, are being confirmed by KS and are likely to fall in September.The meeting to sign these off which usually falls in July will not be required but a date in late September/ early October is proposed – OS suggested 9 October 2018.The audit schedule is as follows:

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| 31 Julie 2018 | Provide audit file and sage backup to Grant Thornton | Willem de Villiers |
| 1 August 2018 | Drafting Trustee annual report | Kerry Rogers, Julie Pink and Willem de Villiers |
| 3 September 2018 | Provide draft financial accounts to Oxford NHS Trust assistant financial director for review | Willem de VilliersPaul Dodd |
| 10-14 September 2018 | Audit work, St Albans KSAM offices | Grant Thornton & KSAM |
| 17 – 28 September 2018 | Finalise audit and financial accounts | Grant Thornton & KSAM |
| October 2018 | Present final account to Charity committee for approval | Willem de Villiers |
| October 2018 | Final accounts to be signed by Board | Laura Smith |
| November 2018 | File final signed financial accounts with Charity Commission (Deadline for filing 31 January 2019) | Willem de Villiers |

**LS to cancel July meeting and circulate date of September/October meeting – with a preference for 9 October noted.** | LS |
| **14.** ab | **Charity Legal, Regulatory and Policy update** Report received and noted.Annual report will be worked on between KS, KR and JP, CH stated that the document should be viewed as a marketing tool as well as a financial report and that case studies demonstrating fundraising and spend should be included to encourage increased engagement. |  |
| **15.** abcdefgh | **Charity Terms of Reference**The ToR review is part of the regular Trust annual processes and also reflects recommendations in the Charity Code of Governance.The draft was noted and a number of suggestions for additional changes or changes in implementation were recommended (as shown below). Further discussion and updates needed prior to Terms of Reference agreement.**CH to ask Martin Howell to raise charitable funds and fundraising at Board, utilising the annual report as a focus, noted in point 7.3 of the ToR.**CH suggested that there should be further consideration of the membership of the Committee, with involvement of Governors as a potential option as the Governors are ambassadors for the Trust in the local communityOS raised concerns about the fact that this is the second non-quorate meeting and therefore the terms of reference are not being adhered to in terms of non-executive director attendance and chairing of the group. CH suggested the potential to broaden the membership, as above, may help to address this. AD noted that the change of Trust operational structure will impact on attendance and coverage of all directorates and this will need to be reflected in the ToR to future-proof it.PD suggested that the Directors/ Non-Exec Directors are shown as named posts within 2.1.**JP to update the ToR and circulate for discussion.** | CHJP |
| **16.**ab | **Community Involvement Manager Report**Report received and noted.CH noted the importance of the branding for the charity profile and thanked JP for the wide-ranging work undertaken and shown in the report. |  |
| **17.**abcdefghi | **Charity Branding**Branding guidelines were provided as hard copy to the meeting due to the size of the electronic file.The branding has been worked on and approved out of session by Martin Howell, Kerry Rogers and Julie Pink alongside Monchu. The final product has now been received for the Committee to view.The branding was well received by the attendees and the good use of colour and monochrome as well as the simple design were noted. It was stated that it felt professional and was a great improvement on the current situation where there is no logo or branding.SN stated that this should be able to be shown alongside the NHS logo where appropriate.Use of the new branding should start as soon as possible but a paper should be sent to Trust Board for their awareness. **CH to confirm what is required to gain Board approval for the new branding with Martin Howell.** JP confirmed that the new website will now be able to be started on and a strategy day for this has been booked with the developers on 17th July. All members of the committee were invited to have an input into the strategy ahead of this and the link to do this will be provided.OS stated that all papers for the charity meetings as well as general charity documents should show the new logo as soon as possible.**Link for website strategy inputs -** [**https://tinyurl.com/y92r9qbv**](https://tinyurl.com/y92r9qbv) **- all members encouraged to take part in the process which should take approximately 30 minutes.** | CHAll |
| **18.**abcdefgh | **Guidance for requests and approvals of Charitable Funds**OS introduced the draft guidance and confirmed that this was the result of a request by the committee to support those struggling to identify clear guidance on the use and approach of the charity.It was noted that this is a very important document and that the use of flowcharts and boxes to highlight key information was very useful. The following changes were requested:* A fourth key statement is added to the introduction around the governance of expenditure.
* More information be added around the community hospital funds being also able to fund community activities in those local vicinities.
* Update of HG’s title
* Add in financial reporting process to show what information fund advisors receive and how regularly.
* Clarity on what the general fund can support to assist those who do not have named funds identify where they may make a bid.
* Update the flowchart to move Step 4 regarding cash payments to Step 6 so that it falls after the approval process.
* Add Medical Devices form into appendices
* Add expected timelines and dates of charity committee.

Decisions on funds to be closed – for example, CCG fund, to be made.It was noted that the application form still needs to be updated and this will include the key questions once they are agreed so that the committee have a really clear set of evidence and approvals for any bid made.CH requested that the document be launched as soon as possible but that it is made clear that it is a working document and feedback will be actioned as it is received. Ideally a link should show on the front page of the intranet using the new logo and with a banner headline to launch the guidance. Links will also need to be shown from procurement, finance, wellbeing etc pages.**JP to circulate for comments to existing fund advisors, OMT and Finance following above changes being made.****Final version to be circulated to the committee for approval prior to launch in August.** | JPJP |
| **19.** abcd | **ROSY Fund Update**Report received and noted.AD highlighted that the staff involvement in fundraising is very positive, specifically around the nurses involvement in the ROSY Walk and this should be reflected in the annual report.The most concerning issues for ROSY relate to the resilience of the fundraising structure and they are seeking to address these through the introduction of a paid administrator. **JP, KR and AD to meet outside of the meeting to agree the next step for the ROSY administration position.** | JP/KR/AD |
| **20.** abcd | **Any Other Business** Date of Next Meeting to be moved– 17 July to be cancelled, LS to confirm meeting date in October.Cazenove Charity Trustee Training - 3 July – to register follow <http://www.cazenovecapital.com/uk/charities/events/trustee-training/trustee-training-oxford/>Lucy’s Room fundraising – afternoon tea taking place on 24 June at Bignell Park and a prize draw is taking place on the same day. For more information, contact JP.SN, on behalf of Lucia Winrow, raised a query regarding retrospective payments and payment timelines – these queries have been resolved out of session. |  |
|  | The meeting was closed at: **1525****Date of Next Meeting: TBC** |  |

**Funding Requests**

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| **Funding request** | **Approved?** | **Amount** | **Fund/s** |
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