

## Minutes of the meeting of Action against Medical Accidents

**Held on 29<sup>th</sup> March 2022**

Present: Jocelyn Cornwell (JC) Chair, Janine Collier (JCol), Bill Kilvington (BK), Amrat Khorana (AK), Nigel Holland (NH), Caroline Browne (CB)

In attendance: Peter Walsh (PW), Nicky Rushden (NR), Nathan Bacon (NB)

Attended via Teams: Mike Andersson (MA), Maggie Davies (MD)

Apologies received: Mary Smith (MS)

### 1. Minutes of Council meeting held 7<sup>th</sup> December 2021

The minutes were agreed as an accurate record. The actions schedule was reviewed and noted. PW confirmed in relation to action 23 that the letter apologising to staff for the handling of the working at home issue had been very well received by staff.

### 2. Chair's Update and CEO report

The CEO's report was noted. The fixed recoverable costs consultation was discussed. JCol reported that her firm estimated that claims under £25,000 damages amounted to around 30% of its cases and 10% of its income from clinical negligence. Many firms would not be able to represent clients with these claims if the proposals go ahead as they stand. It was noted that discussion at board level re fixed costs had concentrated on the financial consequences on AvMA and there should be more focus on the consequences for our beneficiaries. It was AGREED to put fixed costs on the agenda for the next meeting.

#### **Action CO24: JC**

JC reported that she had attended the Annual Clinical Negligence Conference in Leeds and had been very impressed. The Council recorded its congratulations to Ed Maycock and everyone involved.

There was a discussion about the list of external meetings attended by the CEO. It was suggested that marking/labelling these by themes would be helpful, as well as including meetings attended by other staff, it was AGREED that PW and JC would discuss this at their next meeting.

#### **Action: CO25: PW/JC**

### 3. Governance

The paper presented by PW and JC was discussed. This had also been discussed by JC with individual trustees, the following changes were agreed in principle:

- **Terminology:** to use the term 'Board' rather than 'Council'
- **Size/composition of Board:** not to undertake recruitment of additional trustees at the moment but return to this after recruitment of the new CEO. It was felt that business experience/familiarity with dealing with financial matters was more important than recruiting another trustee with a financial background
- **Individual trustee roles on the board:** not to appoint a Vice-Chair and instead to appoint a trustee to carry out the role of Senior Independent Director (SID). The SID would appraise the Chair and be a point of contact for Board members should they have concerns about the Chair. As this needed to be an experienced trustee JC would discuss with MA and CB about one of them taking on the role. It was AGREED to appoint AK as the Whistleblowing Trustee.
- **Terms of office of trustees:** to change the constitution so that trustees are appointed for a 3 year term with the option to be appointed for a further 3 years. In exceptional circumstances to have the option of appointing a trustee for a further 3 years. To have the table of trustees appointment date available at each meeting of the board.

- **Evaluation of Board and individual trustees:** the Chair to meet individual trustees each year and the SID to meet with the Chair. A group evaluation of the Board to be conducted each year. A mini evaluation of each Board meeting to be conducted. The Chair to invite feedback after each meeting by email. Chairs of the sub-committees to consider doing likewise. For example, “How did we perform today as a team?”.
- **Reporting to the Board:** the departmental reports were felt to be a useful way of trustees being kept in touch with operations. Trustees felt that the reports should be kept short (a side and a half max); focus on what is going particularly well and what is challenging/worrying; and use graphics where appropriate. In addition, managers (and staff) would be invited to present to the Board periodically about their department’s work.
- **Sub-Committees:** to include audit and remuneration in the terms of reference of the Finance Committee rather than set up another committee. To cease to have an Executive Committee but to review its terms of reference to see if anything had to be picked up in another way. To look at the whole remuneration package for staff strategically as part of the new strategic plan in 2023. To set up a Teams group for trustees to facilitate discussion/sharing of ideas between meetings.
- **Staff Involvement:** as well as presentations by department heads/teams (above), NB would be a regular attendee as well as the CEO and Finance Manager. Staff would be invited to observe if they wanted to.

**Action CO26: PW to draft special resolution for necessary changes to the constitution**

**Action CO27: JC to identify candidate to be the SID**

**Action CO28: PW to discuss Departmental Reports with managers**

**Action CO29: NB to set up a Teams group for trustees**

#### 4. Chief Executive succession

It was AGREED that the selection panel would be: JC/JCoI/CB and a beneficiary from the advisory committee, Dorit Braun ideally. NB would be an advisory member.

**Action CO30: PW to invite Dorit Braun**

Shortlisted candidates would be required to make a presentation. Consideration would also be given to psychometric tests.

**Action CO31: NB to investigate psychometric tests**

The job description and person specification and recruitment process were discussed. Trustees were invited to send in suggestions by 14<sup>th</sup> April for the panel to consider.

**Action: CO32: All trustees**

#### 5. Working Groups reports/feedback

- Income Generation WG: it was noted that progress had been made with meeting income targets and other avenues were being explored.
- Mergers WG: the group was congratulated for the work done, which would be a useful resource/framework should the board wish to consider potential merges in the future.
- IT & Digital: the CRM project was going well. Consideration needed to be given to the timing re Iplc finance software.

#### 6. Finance

- Cost of Living Increase: the item was discussed at length before it was AGREED to award a 3.4% increase for 2022/23
- 2022/23 Budget: the budget was agreed as presented
- Management Accounts: these were noted
- Investment Policy: the updated investment policy was agreed
- Signatories: Castlefield: the Board agreed FIC’s recommendation that signatories should be all FIC trustees (Nigel Holland, Bill Kilvington and Mary Smith), the CEO (Peter Walsh) and

finance manager (Nicky Rushden). We will require two signatures, at least one of whom must be a trustee.

Skipton: FIC recommended that Nicky and Peter should continue to be able to sign off withdrawals together, and that all FIC trustees should be additional signatories. However, the application form states that we may only have four signatories. As Mary was not present at this meeting and so was not able to sign the application form or have her identification documents certified, for the sake of practicality it was agreed that we should use the other two FIC trustees. The Board thus agreed that the signatories should be any two of Peter Walsh, Nicky Rushden, Nigel Holland and Bill Kilvington.

**Action CO38 : Nicky to advise Mary re signatories**

NH agreed to ask Castlefield whether their Environmental Social and Governance (ESG) approach took account of the war in Ukraine?

**Action CO33: NH**

- 10 Year Financial Plan: it was agreed in principle that the timeframe for the plan would be extended, and a new plan will be put to the September board meeting, which will take account of the potential to release capital from the building also.

**Action CO34: PW/NR/FIC to work on revised 10 year plan and present to board in September**

## 7. Sub-Committees

- FIC: the minutes were noted
- QOC: minutes unavailable. CB reported orally that it had been decided not to seek to appoint an engagement facilitator but instead to seek beneficiary involvement in specific pieces of work

## 8. Operational Plan 2022-23

The plan was AGREED.

## 9. Risk Register

The board approved of the new-look register. MA had some further suggested improvements.

**Action CO35: MA/PW to discuss further improvements**

The risks were reviewed. It was noted under risk 8 that planning will take place soon re replacing Liz Thomas when she retires, plus the risk of losing staff when the CEO changes needs to be considered.

**Action CO36: PW to update register**

## 10. Date of Next Meeting

BK and JCoI gave apologies for 28<sup>th</sup> June in advance. It was agreed to ask VN to try to find a suitable date close to that via a poll.

**Action CO37: VN**

Currently scheduled dates for 2022:

- 28<sup>th</sup> June 2022
- 27<sup>th</sup> September 2022
- 13<sup>th</sup> December 2022 (includes AGM)

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## Council Meeting Actions Schedule

	Date Agreed	Agenda Item #	Issue	Description	Person responsible	Date for completion	Progress/Completed
C001	29.9.20	10	AvMA Website	Proceed with procurement work and develop a financial business case to Board for approval before entering into website development contract.	JS/NB	Spring 2022	Delayed until CRM project advanced
C021	7.12.21	9	Risk Management	Discuss with consultant whether Equality Diversity & Inclusion should be seen as a risk	PW/AK	March 2022 – Now August 2022	
CO24	29.3.22	2	Board Agenda	Put Fixed Costs on agenda for next meeting	JC	June/July 22	complete
CO25	29.3.22	2	Meetings	Discuss possible amendments to list of meetings	PW/JC	June 22	
CO26	29.3.22	3	Governance	Draft special resolution for changes to constitution	PW	November '22	
CO27	29.3.22	3	Governance	Identify candidate to take up post of SID	JC	June '22	
CO28	29.3.22	3	Governance	Discuss Departmental Reports with managers	PW		complete
CO29	29.3.22	3	Governance	Set up Teams group for trustees	NB		complete
CO30	29.3.22	4	CEO Succession	Invite Dorit Braun to join CEO selection panel	PW		complete
CO31	29.3.22	4	CEO Succession	Investigate psychometric tests	NB		complete
CO32	29.3.22	4	CEO Succession	Send in suggestions for CEO job spec & person spec	ALL Trustees	14 April	complete
CO33	29.3.22	6	Finance	Ask Castlefield if their Environmental, Social & Governance approach takes account of war in Ukraine	NH		complete
CO34	29.3.22	6	Finance	Work on revised 10 year plan and present to board	PW/NR/FIC	September 2022	
CO35	29.3.22	9	Risk Register	Discuss possible future improvements to register	MA/PW	June/July 2022	
CO36	29.3.22	9	Risk Register	Update risk 8 on register and risk of disruption due to change of ceo	PW		complete
CO37	29.3.22	10	Meeting Dates	Send poll to find an alternative date for June/July meeting	VN	Mid-April 22	Complete
CO38	29.3.22	6	Finance	Advise Mary Smith re signatories decision	NR	Mid April	complete