

**Salford Primary Care Together  
Board Meeting**

**Friday 19<sup>th</sup> November 2011  
9:00am – 3:30pm  
SPCT Willow Tree**

**MINUTES**

**Present:**

Liz Cross (LC)	Chair of the Board
Lance Gardner (LG)	CEO
Dawood Anwar (DA)	CCO
Peta Stross (PS)	COO
Helena Leyden (HL)	Non-Executive Director
Ian Marchant (IM)	Non-Executive Director

**Apologies:**

Dr Pete Budden (PB)	Clinical Lead, Eccles & Irlam PCN
Dr Brian Hope (BH)	Non-Executive Director

**In Attendance:**

Jane Ashworth	Minute Taker
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No.	Agenda Item	
1	<p><b>Welcome Introductions and Apologies for Absence</b></p> <p>Apologies were received from Dr Brian Hope and Dr Pete Budden.</p> <p>The Chair welcomed all and thanked everyone for attending the meeting which was held at SPCT Willow Tree practice.</p>	
<b>Agenda Items</b>		
2	<p><b>Draft Minutes of the previous meeting held on 15/10/21 and any matters arising</b></p> <ul style="list-style-type: none"> <li>- The minutes were accepted as a true and accurate record of the meeting. All approved Board minutes are available on the SPCT Website.</li> <li>- There were no matters arising.</li> </ul>	
3	<p><b>Action Log</b></p> <p><b>See action log for all updates.</b></p>	
4	<p><b>Finance Update</b> <b>Julie Parr, Finance Manager</b></p> <p><b>The Board noted the Management Accounts</b></p> <p><b>Key Messages:</b></p>	

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	<ul style="list-style-type: none"> <li>• Half year management accounts reporting an 11k profit for month (September)</li> <li>• Year to date, showing loss of £107k – against a forecasted profit of £136k JP explained that a number of factors have impacted on profits: <ul style="list-style-type: none"> <li>- QOF and Salford Standards achievement in practices is not quite where we would expect it to be at this stage, and income has been reduced accordingly</li> <li>- Also included is 3% uplift for AfC – if this is backdated to April the cost will be approximately £45k</li> <li>- An unexpected electricity bill, as it has transpired that our meters have been read incorrectly for several years. The impact of this is approximately £31k. However, this is under review and nothing has been agreed with the suppliers. We are also looking into the terms of the lease to establish what that covers</li> <li>- On a more positive note, the CCG agreed to return the 15% uplift and back date it. However, JP pointed out that the Board’s decision to absorb the overhead costs from Covid and contribute £90k cash from its reserves to Covid, has affected the impact on profit</li> </ul> </li> </ul> <p><b>Balance Sheet</b> The Board noted the balance sheet, no concerns were raised</p> <ul style="list-style-type: none"> <li>• Cash flow remains strong</li> <li>• Working with SRFT to put in place a process to speed up payments for EPIC <ul style="list-style-type: none"> <li>- The Board was assured that this was being dealt with at a senior level. It was agreed that the solution sought should be for upfront payment and reconciliation on a half yearly basis.</li> </ul> </li> <li>• Current reserves - £177k</li> <li>• JP highlighted to Board that it is becoming apparent that for some of the services SPCT provide a less than cost i.e. vaccine service, LH Health Centre, 50% reduction in fees for PCNs, there is no contribution towards our overheads from and this impacts our bottom line.</li> </ul> <p><b>Requests from the Board:</b></p> <ol style="list-style-type: none"> <li>1. <b>Remuneration strategy</b> - 3% uplift for AfC – Board asked for phase 2 of the remuneration review to be initiated soon, noting that this will help us take a 3 year view as a Board about the planned costs related to workforce issues.</li> <li>2. <b>The estates strategy</b> - last reviewed 2-2.5 years ago. In the long term, and taking into account how Covid has changed the way we work and live, the Board asked the exec to think about the accommodation requirements and impact on our costs.</li> <li>3. <b>Social investment/pro-bono work</b> – recognising the work undertaken for by the exec team and other central resources to deliver Salford’s Covid response was not recovered in terms of costs/opportunity costs, the Board asked for the exec team to ensure all activities – whether funded or not can be accounted for looking back and going forward. This could help us understand areas where we are subsidising investing and to explore impact on beneficiaries, shareholders and other stakeholders.</li> </ol>	

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	<p>The Board thanked JP for her time, and recognised that capacity around JP has not been where it needs to be. The Board noted their confidence in the numbers produced.</p> <p>A discussion followed:</p> <ul style="list-style-type: none"> <li>• PS queried why provision was not made for the £90k contribution from its reserves to Covid?</li> </ul> <p>The Board stated that it had made the best decision in light of the available information at the time. In light of new information, it was agreed that this was not the most prudent decision.</p> <p>The Board was pleased that finances are looking stable and for the first time SPCT is financially self-sufficient, reaffirming our policy in this situation is that any surplus over target is shared out – 1/3 goes back into the resilience and strengthening business, 1/3 goes back into developing and growing the capability of workforce and 1/3 goes back into investing in the community.</p> <p>It was acknowledged that this should form part of our social reporting. LC reminded the Board of the offer for a national expert in this field to help the organisation in its understanding of social auditing, social impact and social on a pro bono basis. PS confirmed she is in the process of arranging a workshop.</p> <p>LC also suggested it would be most valuable and worthwhile to do a social impact report just about the Covid experience - a social account of what we did in Covid. To demonstrate what we have contributed to the system.</p> <p><b>ACTION 143 – Exec team to:</b></p> <p>143.1- schedule the phase 2 remuneration review for completion before the end of the financial year</p> <p>143.2- schedule a review of the estates strategy in light of the changing needs for office based accommodation</p> <p>143.3-put in place a mechanism to capture the value/cost of work undertaken that is unremunerated or where costs are not recovered</p> <p>143.4- to schedule the teaching on social accounting, audit, verification, value and impact</p>	
5	<p><b>AMS Medical Accountants Proposal</b> <b>Dawood Anwar, CCO</b></p> <p>DA outlined the case for the organisation to access specialist medical accountancy advice. EPIC is now a large part of the organisation, and there is a real need to review the operating model, financial model and risks. Many of the staff are sessional, with the majority being locums- which enables us to be truly agile in meeting unplanned care but has cost and risk implications.</p> <p>DA highlighted the two aspects to the proposal:</p> <ol style="list-style-type: none"> <li>1. AMS acknowledged the good work done and the position JP has managed to get us in, but they also acknowledged there are some gaps. Proposing to</li> </ol>	

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	<p>evaluate where we are now, discuss the current team and processes and look at efficiencies. This reflects the Board request to review capacity and capability following the redundancy of the CFO role and the Board’s wish to ensure we have a robust /risk assessed service in place</p> <p>2. The second part of the proposal covers what they can offer us in terms of accounting. Produce management accounts and use these to inform decisions going forward. To cover PCN, EPIC and Primary Care Practice accounts – producing 3 different sets but bringing them into one report.</p> <ul style="list-style-type: none"> <li>- It was noted that if AMS felt that our processes had improved and their input wasn’t needed as much they would step back and stressed that they are not looking to take over but to step in and help.</li> <li>- Initial insights have lead AMS to suggest that the finance team would benefit greatly from a good book keeper.</li> </ul> <p>The Board welcomed the presentation and acknowledged the work of the Executive to identify expertise that can both conduct end to end review and make recommendations as well as bringing additional capacity and capability to strengthen our existing resources.</p> <p>However, concern was raised around SSP which is given as a reference by AMS, given there have been work concerns around SSP which are in the public domain.</p> <p>HL pointed out that if the organisation is looking to change accountants (or any other Board level advisor) at least 3 quotes should be obtained. The Board agreed and asked the Executive to plan for either the 4<sup>th</sup> quarter of this financial year or 1<sup>st</sup> quarter of the next financial year to do a proper review and secure at least 3 proposals for delivering accountancy and/or audit services .</p> <p><b>ACTION 144: Executive to present to Board 3 organisations which would provide specialist accountancy services given the nature of our business.</b></p> <p>The Board approved the appointment of AMS to provide</p> <ul style="list-style-type: none"> <li>• an end to end review, to identify what is required, and make recommendations around the proper staffing structure and systems required</li> <li>• capacity and capability immediately that strengthens our current resources and allows the business to take stock of what is required</li> </ul> <p><b>Action 144</b> - Exec to:</p> <p>144.1- appoint AMS and to bring back their recommendations for our medium to longer term requirements.</p> <p>144.2- Exec to undertake a review of the market and bring forward 3 options for changing our accountants and auditors</p>	
6	<p><b>COO/CCO Board Update</b></p> <p><b>The Board noted the presentation by Peta Stross, COO and Dawood Anwar CCO.</b></p> <p>PS emphasised the focus of the presentation was to provide the Board with assurance that we are sighted on key risks of the business.</p>	

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	<p><b>Highlights:</b></p> <p><b>Business Model and Strategy</b></p> <ul style="list-style-type: none"> <li>• Winter Access Fund – looking likely that SPCT will provide support to Eccles &amp; Irlam and Broughton PCNs. LC suggested producing a product sheet outlining the offer, price point, benefits to customers and potential customers</li> <li>• Dashboards – noted the BI team is producing dashboards which are helpful in managing the business. The Board were keen to contribute to the thinking of what it needs by way of dashboards and agreed that a single purpose meeting would be scheduled for HL/IM and DA/PS to develop options to come back to Board for us all to test</li> </ul> <p><b>ACTION 145: SPM to develop data/dashboards suitable to Board to come back to the full Board to test</b></p> <ul style="list-style-type: none"> <li>• The Quality and Governance Lead role has been filled (James Dickinson appointed)</li> <li>• HL pointed out that comments/questions left on the practice website had not all been answered. PS confirmed that one of the objectives of the Q&amp;G lead is the implementation of Ulysses and closing down actions taken to remedy incidents/comments raised by patients and service users. The Board stated it would like assurance that the practices that we are accountable for directly are as good as, if not offering some best practice that other practices may want to trial. DA – patient and service user engagement are large markers of where we are and further work will be done to track and improve both</li> <li>• PS informed Board that there is a plan in place for the practices</li> </ul> <p><b>Workforce</b></p> <ul style="list-style-type: none"> <li>• HR function to be reviewed</li> <li>• Pay Strategy – draft proposal received from JB/GH, noted that this does not address reward and recognition.</li> </ul> <p><b>ACTION 146: LG to take the lead on continuing with Phase 2 of the remuneration review following up with either of the two firms that responded to our phase 1 request for partners. LG to share both proposals with the full exec team</b></p> <ul style="list-style-type: none"> <li>• HR Reporting – awareness that PeopleHR does not have the right data in it, and the need for finance and HR systems. PS informed Board that she is talking to other potential partners with regards to HR</li> </ul> <p><b>Culture</b></p> <ul style="list-style-type: none"> <li>• Clarity of roles and responsibilities and who is accountable for what – is a work in progress. Currently working with the clinical leads to provide them with more clarity of their roles. The job role has now changed name to ‘GP with additional responsibilities’ with each GP leading on a particular area of interest/expertise.</li> <li>• Trauma informed care – noted that the Inclusion team is solution focussed, resilient, innovative and supportive. It was felt that lessons could be learned from this service and shared across the organisation.</li> </ul> <p><b>Operating Environment</b></p>	

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	<ul style="list-style-type: none"> <li>Recognised that staff members are tired and stressed, looking at ways to help staff become more resilient. Looking at targeted recruitment and identifying what the need is.</li> <li>Noted there has been an offer of support from the CCG for struggling practices</li> </ul> <p><b>Human Resources</b></p> <ul style="list-style-type: none"> <li>Exit strategy in place for HR Manager</li> <li>PS talking to other HR advisors</li> </ul> <p>The Board was</p> <ul style="list-style-type: none"> <li>satisfied that a thorough review on finance and HR was in progress.</li> <li>assured that all of these things are on the 'to do list' and thanked PS and DA for an extremely informative update which had given assurance related insight and information, and strategic insight information.</li> </ul>	
7	<p><b>CEO Update</b></p> <p><b>The Board noted the presentation by Lance Gardner, CEO</b></p> <ul style="list-style-type: none"> <li>The Board noted the list of Board advisors and asked for the date of appointment and date of review to be added.</li> </ul> <p><b>ACTION 147: Board Advisors - date of appointment and date of review to be included</b></p> <ul style="list-style-type: none"> <li>To note - Board felt Hempsons should be informed that, as governance advisors to date, we had now moved this work to another provider in response to a member led change to our Articles. We should thank them for their support to date and inform them that will review in the next 3 years and would be happy to include them on the list of those we invited to respond.</li> </ul> <p>The Board approved the list as our Board advisors and requested that any proposed changes to the agreed list would need to come back to Board for decision.</p> <p><b>Contract Dashboard</b></p> <ul style="list-style-type: none"> <li>The RAG rating on the dashboard reflects the time left on the contract and the likeliness of retaining the contract. *To remove corporate/legacy – no longer applicable.</li> </ul> <p><b>Provider &amp; Collaborative Purpose</b></p> <p>LG provided the Board with an update around all things ICS related. Board considered the suggestion to <i>'Convert the Locality Board strategic intent into co-designed and coordinated delivery in line with Salford Locality Plan priorities'</i> and recognised the value in this approach. The Board suggested however, it was not a vision statement – from which all could infer outcome measures to which we contribute. LG asked to continue to seek to influence this if possible</p> <p><b>ACTION 148</b> LG to seek to influence the Locality Board's development to support</p>	

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	<p>the development of a clear purpose/vision statement and outcomes</p> <p>Further updates included:</p> <ul style="list-style-type: none"> <li>• Chair of GM ICB - Sir Richard Leece.</li> <li>• Interviewed for CEO, did not appoint. Gone out to advert for the rest of the Executive Team without a CEO.</li> <li>• Locality still trying to sort out own governance.</li> <li>• 3 governance approaches being discussed.               <ul style="list-style-type: none"> <li>a. Provider Leadership Board Model</li> <li>b. Lead Provider Model</li> <li>c. Shared Leadership Model</li> </ul> </li> </ul> <p><b>Membership Considerations</b></p> <ul style="list-style-type: none"> <li>• LG was asked to bring to SPCT Board specific questions for comment:               <ul style="list-style-type: none"> <li>a. How many representatives should each organisation have on the board?</li> <li>b. What level of seniority/authority should representatives hold</li> <li>c. Should there be specialist representation? (eg. Medical, nursing)</li> </ul> </li> </ul> <p>Following discussion the Board asked LG to take the following comments/response back to Provider Board for consideration:  <i>'The questions cannot be answered out of context. The focus on defining its purpose will enable all to identify the skills, competencies, experience, and diversity necessary to ensure that purpose can be delivered through all that exist to deliver the outcomes and impacts individually and collectively..</i></p> <p><i>Whoever is on the Board must have the ability to influence and to take those people they need to influence with them, build trust and to commit parts of the system that will deliver. As the Board serves the people of Salford it must be configured in a way that enables it to deliver the purpose'</i></p> <p><b>Chairing Options</b></p> <ul style="list-style-type: none"> <li>• The Board felt that the Purpose Statement needs to be challenged; to focus on outcomes and impacts.</li> <li>• Consensus was that the position should be remunerated as this makes people more accountable and enables people to dedicate the time required.</li> <li>• Co-Chairing would be the favoured option - depending on the purpose the skills, competencies, diversity and experience, and on a 3 year rotation.</li> <li>• Voting structure had been agreed at Transition Board</li> </ul> <p><b>Social Value/Community Purpose</b></p> <p>Highlights:</p> <ul style="list-style-type: none"> <li>• Salford Covid team won 'Inclusion Champion' at the Greater Manchester Health and Care Champion Awards for services to vaccinating People with Learning Disabilities. LG pointed out that the SRFT LD team are outstanding and a joy to work with. It was this team that put the bid in.</li> <li>• DA shortlisted by SRFT for research, Innovation and Education category for</li> </ul>	

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	<p>Pre-ED Streaming Service. DA informed Board that it was decided that the streamers would attend the awards as they have been at the forefront of the service.</p>	
8	<p><b>Governance</b></p> <p><b>The Board noted the presentation by Lance Gardner, CEO</b></p> <p>There was a discussion about the potential future direction of SPCT to address the needs of the members/stakeholders and our ability to deliver our objects. Board agreed this needs further development.</p> <p>It was confirmed that:</p> <ul style="list-style-type: none"> <li>• AGM and SGM should be disaggregated due to the need to file accounts at Companies House before Christmas and the complexity of the discussions and decisions that the SGM will consider that is best done face to face. Explanation and a save the date for SGM will go out with AMM notice and papers. There is also a reminder from the Board and Exec team that we are happy to meet with people/practices at any time.</li> <li>• AMM will take place on 15/12 – 7:30pm via ZOOM</li> <li>• SGM will take place on 26/01/22 – 6:30pm face to face notice and papers to go out no later than 05/01/22.</li> </ul>	
<b>Any Other Business and Review of the meeting</b>		
9	<p><b>Any Other Business</b></p> <p>None</p> <p><b>Review of the Meeting</b></p> <ul style="list-style-type: none"> <li>• Good presentations from the Executive Team, starting to see infrastructure and focus</li> <li>• Good strategic Board level overview</li> <li>• Acknowledgement that the presentations were far more meaningful when talked through.</li> <li>• All agreed that this was one of best meetings, if not the best meeting this Board has held</li> <li>• BAF and serious discussion – was all inclusive</li> <li>• ‘Power with not power over’ was evident in all we saw and discussed</li> <li>• There was a sense of purpose and direction, working as a team, hearing diverse views and coming to same conclusions - coming at it with one voice.</li> <li>• Appreciation of the efforts of everybody to get to where we are today. Acknowledgment that the past few weeks have been very stressful emotionally taxing.</li> <li>• Good energy in the room, good discussion and very constructive. Good to be able to challenge – it’s been a Board of equals.</li> <li>• Recognition that it’s ‘not great’ out there at the moment, lots of stress, anxiety and unpleasantness</li> </ul>	



No.	Agenda Item	
	<p>LC echoed the above comments and felt the Board is better focussed on the things that matter most. Noting that there is still work is ongoing with the infrastructure.</p> <p>There was much appreciation for the work done in preparing for the Board meeting, and acknowledgment that it's tough out there. The Board recognised the need to keep focused on ensuring on the right things that make the biggest difference to the people we serve. The Board is united and share good thought processes.</p> <p>LC thanked everyone for their time and constructive contributions.</p> <p style="text-align: center;">Meeting closed at 16:05</p>	
10	<p><b>Dates and time of next meeting:</b></p> <p style="text-align: center;"><b>Thursday 16<sup>th</sup> December</b>  <b>9am-12:30pm</b>  <b>Boardroom</b>  <b>2 City Approach</b>  <b>*don't forget your Christmas Jumper 😊</b></p>	
<b>Close</b>		

**Record of Members' attendance**

<b>Attended:</b>		<b>Apologies Received:</b>		<b>Non-Attendance:</b>		<b>Cancelled</b>	<b>X</b>
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Name	15/07/21	17/09/21	15/10/21	19/11/21	16/12/21						
Liz Cross											
Lance Gardner											
Alan Kershaw											
Brian Hope											
Helena Leyden											
Peta Stross											
Ian Marchant											
Pete Budden											

Name	15/05/20	18/06/20	16/07/20	18/09/20	16/10/20	13/11/20	16/12/20	19/02/21	12/03/21	16/04/21	14/05/21
Liz Cross											
Lance Gardner											
Alan Kershaw											
Brian Hope											
Helena Leyden											
Ray Harding											
Peta Stross											
Pete Budden											

Name	22/01/19	27/03/19	12/06/19	14/08/19	19/09/19	09/10/19	20/11/19	18/12/19	14/02/20	13/03/20	17/04/20
Liz Cross											
Lance Gardner											
Alan Kershaw											
Brian Hope											
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