

**Minutes of Visyon Ltd Trustee Meeting,
held on Monday 18th November 2019 at Visyon, Fellowship House, Congleton**

Item No.	Item
18.11.01	<p>Introductions, Apologies & Conflicts of Interest</p> <p>Present: Chrissie Cooke (CC) (Chair) Rob Lilley (RL) Adi Dean (AD) Rob Morton (RM)</p> <p>Apologies: Andrew Leahy (AL) Andrew Brabban (AB) Liz Johnson (LJ)</p> <p>In Attendance: Theresa Pass (TP) Sam Ruck (SR) Pat Walsh (PW) Minute taking</p> <p>Mentioned in minutes: Service Effectiveness Group (SEG) Financial Sustainability Group (FSG) Internal Governance Group (IGG)</p> <p>CC opened the meeting and confirmed that there was a quorum for the meeting. CC welcomed RM to his first trustee meeting and confirmed that RM will need to be officially voted in at the next AGM. CC asked about the pre-employment checks in respect of two other prospective trustees. PW provided an update.</p> <p>Action: CC to follow up with one applicant (HB).</p> <p>RL recorded a potential conflict of interest as he supplies IT services to Visyon. It was agreed that these conflicts do not affect any of the business on this meeting's agenda. No other conflicts were recorded with any of the business on this meeting's agenda.</p>
18.11.02	<p>Minutes and Action Log: The minutes of the Trustee Meeting of 16th September 2019 were accepted as a true record of the meeting.</p> <p>Action Log 16.12.07 HR processes audit has been completed. LJ is to arrange a date to meet with TP to discuss the findings from the audit. A date to be arranged at the IGG on 26.11.19. TP to update CC.</p> <p>18.08.02 Alignment of annual accounts and management accounts – RL to be discuss further with the Finance Manager – carried over to November 2019 meeting. RL to provide an update at the FSG prior to next trustee meeting.</p>

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	<p>29.04.02 Staff newsletter to include a link to Trustee Meeting Minutes – TP to arrange this next week. Trustees to be added to the mailing list. Action to be reviewed at Feb meeting.</p> <p>29.04.05 Staff survey to be carried out – TP has questions for survey – not yet sent out. Update required for Feb meeting.</p> <p>01.07.04 – Safeguarding – regular meetings to be set up – SH to have clinical supervision with AL. This to be set up and taking place in January and February. Update required for Feb meeting.</p> <p>16.09.01 – IT services – TP to work on the development of a new IT services specification and bring an options appraisal to the Board. Update required for Feb meeting.</p>
18.11.03	<p>Risk register: Risk register received and noted. Discussion took place around the following: F3 – An increase to RAG rating The adding of an additional financial risk (F4) To be reviewed at the end of the meeting (see 18.11.14)</p>
18.11.04	<p>Safeguarding: SR gave a verbal update to the meeting. The reviewed Safeguarding Policy and Procedures were distributed with other papers prior to the meeting. However following comments by AL and CC some minor amendments had been made shortly before the meeting today. The amendments were discussed. The documents were approved and signed.</p> <p>SR spoke of a specific case and the learning for the organisation from the issue raised. An additional flagging system is now to be introduced and there are to be some changes to the referral process. SR confirmed that the revisions to the process have been discussed at the SEG. TP commented that Visyon's systems had worked.</p> <p>CC spoke of the need to consider a serious incident policy and what should be reported to the Charity Commission. AD commented that a 'near miss' should be reported and investigated as thoroughly as an incident. RM added that the Charity Commission has guidance on line and can also be contacted with queries by telephone.</p> <p>Action: TP to discuss at IGG</p>
18.11.05	<p>CEO's report: TP provided an update to the meeting in respect of a recent disciplinary case. TP is due to meet with Mitten Clarke tomorrow to discuss payroll services and is also looking at other providers of this service. The resignation of Mitten Clarke as auditors has been discussed at the FSG.</p>

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	<p>RL commented on HR services and the latest date to give notice to SAS being 06.12.19. TP spoke of confirmation being given that the organisation has legal advice included as part of the employer's indemnity insurance cover in place. Additionally free legal advice is also available for 12 months from DLP following the recent successful bid.</p> <p>RL asked about the comparative cost of difference systems viewed. In respect of HR systems TP spoke of Iris being a good system and known to her. There is also Breathe HR and TP will look at this system with PW.</p> <p>Business Support Report: RL asked about referral numbers and it was confirmed that annual numbers for referrals have remained fairly steady. CC asked about the longest waiting times and whether this was due to client's availability. SR confirmed that this was the case. CC asked that this be explained in the report. In response to a question from RL it was explained that records are not kept of enquiries not leading to referrals for GDPR compliance reasons. Additionally when enquiries are made on behalf of a client often it is time consuming for staff to follow up and the client may not wish to engage with our services.</p> <p>Discussion took place about the repair work to the roof and the potential cost of a new roof. PW indicated that a quote has been requested for information purposes.</p> <p>Service Development and Social Media Reports: CC commented that these reports indicate that positive progress is being made. RM added that the reports, especially the WMHD report, were very impressive. RL said that the fundraising information in the Service Development Report was first class. CC thanked LW and SR for the good quality information in the reports.</p> <p>Therapeutic Services Report: SR spoke of the challenges in respect of referrals for the VCSE contract. However SR is speaking with the Commissioners and they are aware of the difficulties in having appropriate referrals sent through to Visyon.</p> <p>Discussion took place about the amount information now being provided to trustees in the reports for the meetings. SR indicated that it would be helpful to have a volunteer to assist with data analysis. RL commented that the issue is not the amount of information but it would be preferable to have all the information in a fixed place so that all trustees can view this without the need for distribution. RL went on to say that the plan is to have trustee information stored in a sharepoint. Information can then be viewed by trustees at a time convenient to them. Two factor authentication will be required. This will be trialled for the next trustee meeting.</p>
18.11.06	<p>Chair's report: Dealt with elsewhere in the meeting.</p>
18.11.07	<p>SEG Chair's update:</p>

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	<p>TP confirmed that at last SEG meeting a safeguarding case was discussed – as mentioned in the Therapeutic Services Report. AL made recommendations.</p> <p>SR spoke of preparation for a CCG audit and the link to Prevent and Capacity.</p> <p>Basic Safeguarding and GDPR training for trustees was discussed. This training will be arranged so as to include new trustees.</p> <p>Action: SR to arrange an additional 'away day' for trustees to include safeguarding and GDPR training.</p>
18.11.08	<p>FSG Chair's update:</p> <p>RL reported that the FSG had considered a possible method of reviewing the performance of fundraising including charting the value and number of bids prepared. The new Fundraising Officer has had a significant impact on the value of bids compiled. The next stage is to show when funding from successful bids is due to be received. TP added that Salesforce, when operational, will provide this information.</p> <p>The next FSG meeting is scheduled for 19.12.19, which is also AP's last working day. TP commented that the Finance and Data Officer is now preparing budgets and AP's work has been disseminated around the team in the short term. AP may be asked to complete the MI pack in January and possibly February. RL added that new banking arrangements will be operational in the near future. Focus needs to be on budgets for next year and AP is already planning this.</p> <p>CC offered thanks to AP for all her work and efforts.</p>
18.11.09	<p>IGG Chair's update:</p> <p>AD told the meeting that LJ is going to prepare a report following the HR audit.</p> <p>AD is to prepare a report following the lone working audit and the draft will be sent to TP and LJ. The lone working policy needs to be reviewed so that it is more appropriate for Visyon staff. Risk assessments have been reviewed. Training also needs to be looked at. Use by staff of Lookout Call needs to be scrutinised and audited by managers following training. There is also a need to ensure incident / 'near miss' reporting and investigation procedures are in place.</p> <p>AD commented that as the HR and lone working policies are higher risk they have been audited as priorities. The audit action plan in respect of other policies and procedures will be updated following the next IGG meeting on 26.11.19.</p> <p>TP mentioned the corporate governance manual and CC confirmed that the manual needs to be brought back to the trustees for signing off.</p> <p>Action: TP and AD to update the trustees on all actions for the IGG in December.</p>
18.11.10	<p>Management Accounts:</p> <p>Discussion took place around the accounts.</p>

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	Action: RL to discuss with AP and TP how the budget is accounted for (page 7), and email the response to the trustees.
18.11.11	Health & Safety: AD confirmed that he had met with PW and an audit of Lone Working policy and practice was carried out. Risk assessments have been reviewed and the H & S policy is due for review. There have been no H & S incidents.
18.11.12	Policies and Procedures: The Safeguarding and Child Protection Policy, and Procedures, as reviewed, were approved and signed.
18.11.13	Strategy / Development and Objectives: TP said Q & A sessions in respect of the Visyon Strategy and Operation Model have been delivered to staff over past weeks. The Strategy has now been added to the website and will be included in the forthcoming newsletter. Draft operational plans are due to be prepared by the operational managers and sent to TP this week for review. The next Pilotlight meeting is due on 06.12.19 with CC and TP to attend.
18.11.14	Risk Register: F3 Agreed that the probability and RAG rating be increased (amber to red) An additional finance risk to be added to the risk register. Action: RM to ask FSG to consider adding an additional finance risk (F4) and prepare a proposal. Update required for Feb 2020 meeting No other changes.
	A.O.B.: TP mentioned the Open Day on Friday 22.11.19, between 12.00 – 6.00pm. The event is being hosted by EP and BD, and Visyon's marketing team, and has been organised to celebrate Visyon's 25 th anniversary. All staff, volunteers and contacts have been invited to drop in to the event. Fundraising opportunities for the organisation with the Co-op and Amazon Smile were mentioned and all are encouraged to sign up.
	Dates of next meetings All meetings 6pm for discussion before 6.30pm business meeting, unless otherwise stated. Venue: Fellowship House, Park Road, Congleton Monday 18 th November 2019 <ul style="list-style-type: none"> • Friday 20th December 2019, 12.00pm onwards Christmas Social • Monday 17th February 2020 • Monday 18th May 2020, Trustee Meeting followed by Trustees and Managers Away Day – further details TBC

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	<ul style="list-style-type: none">• Monday 17th August 2020• Monday 16th November 2020
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Signed.....*[Signature]*.....

Position.....*Chair*.....

Date.....*24/02/2020*.....