

**Minutes of Visyon Ltd Trustee Meeting,
held on Monday 18th May 2020 via Zoom**

+Item No.	Item
18.05.01	<p>Introductions, Apologies & Conflicts of Interest</p> <p>Present: Chrissie Cooke (CC) (Chair) Andrew Brabban (AB) Rob Lilley (RL) Rob Morton (RM) Helen Butters (HB) Jonathon Clay (JC) Andrew Leahy (AL) – part of meeting Liz Johnson (LJ)</p> <p>Apologies: Andrew Leahy – re: late arrival</p> <p>In Attendance: Theresa Pass (TP) Laura Whitaker (LW) Pat Walsh (PW) Minute taking</p> <p>Mentioned in minutes: Service Effectiveness Group (SEG) Financial Sustainability Group (FSG) Internal Governance Group (IGG)</p> <p>AB opened the meeting.</p> <p>RL recorded a potential conflict of interest as he supplies IT services to Visyon. In this meeting there are no items on the agenda where there may be a potential conflict of interest.</p> <p>No other conflicts were recorded with any of the business on this meeting’s agenda.</p>
18.05.02	<p>Minutes and Action Log:</p> <p>The minutes of the Trustee Meeting of 24th February 2020 were accepted as a true record of the meeting.</p> <p>EP joined the meeting.</p> <p>Action Log</p> <p>17.08.03 Audit process to be reviewed – Plan and timescales to be discussed at next IGG meeting To be carried over to August meeting. TP to email an update to trustees before end of June.</p> <p>29.04.02 Staff newsletter to include a link to Trustee Meeting Minutes – Completed – Closed.</p> <p>29.04.05 Staff survey to be carried out – TP explained that the volunteer has not taken up work with Visyon. This is being carried out by managers in supervision and 1:1 sessions with staff. A health survey is now planned prior</p>

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	<p>to Covid 19 return to return to work in offices planning and this will now take precedence. Closed.</p> <p>16.09.01 IT Services – Work is ongoing in preparation for moving to the cloud. RL is planning to start with moving data from the server to the cloud and with staff personal storage areas. LW is preparing a matrix in respect of current drives and data stored. This is a mammoth task. A plan and report to be made available at the next meeting in August.</p> <p>CC joined the meeting.</p> <p>24.02.02 HR system – Included in Business Support Report – Closed.</p> <p>24.02.07 and 24.02.17 SEG meeting notes – completed – Closed FSG notes have been added to trustee FSG share point.</p> <p>Action: RL to provide access to share point for trustees, SMT and PW</p> <p>24.02.08 Budget 2020 – 21 first draft – Closed</p> <p>24.02.09 IGG dates – Completed – Closed.</p> <p>24.02.18 Appointment of Auditors – Completed. CC reminded of need to save copies of emails for audit trail. Closed</p> <p>24.02.12 Two factor authentication – RL confirmed that this is almost completed.</p> <p>All will be completed by next meeting date. Update for next meeting.</p> <p>Agreed: Trustees and SMT to use Visyon email from now on for business purposes.</p> <p>24.02.13 Operational Plans – These will be reviewed next week. TP to send an update separately. Update at next meeting.</p>
<p>18.05.03</p>	<p>Risk register: Risk register received and noted.</p> <p>New risks O7 and CV1 added following the last meeting were highlighted. In respect of O7 CC said that the identity of staff who have sole or a significant amount of knowledge in a specific area e.g. finance, HR, safeguarding. More detail concerning the risk should be added to the Business Continuity Plan (BCP). TP said that this could be also added to the Covid 19 Emergency Chain of Command document. However, the BCP may need some updating.</p>

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	<p>CC stated that it will be necessary to have written information in respect of what is needed in each area for the organisation to continue e.g. payroll, accounts, fundraising, and service delivery. Discussion took place about how best to gather the relevant information and update the plan. AD suggested that the starting point be to review what is included in the current BCP, then allocate the necessary areas / tasks to appropriate teams, and review the plan every year.</p> <p>Action: The BCP to be included in the Risk Register. Sub groups to be responsible for the appropriate areas e.g. FSG – financial management, SEG – service delivery. The IGG to review progress.</p> <p>Full planning will also require testing and communication of the plan.</p> <p>Further review of the Risk Register to take place at the Away Day following this meeting.</p>
<p>18.05.04</p>	<p>Safeguarding: Details are included in the Therapeutic Services Report. TP said there has been some increase in the number of cases but this was thought to be a returning to more usual numbers following a reduction at the onset of the Covid pandemic. LW commented that there are some more complex cases where follow up was necessary and there have been difficulties in making contact with the clients.</p>
<p>18.05.05</p>	<p>CEO's report: CC said that it is assumed that reports have been read and asked if there were any questions on the content of the reports.</p> <p>AB noted the increase in insurance excess and asked whether this has been added to the Risk Register.</p> <p>Action: TP to add risk re: increased insurance excess to Risk Register</p> <p>Discussion took place about the measures that need to be in place to reduce the risk to staff and clients and also to reduce the risk of a legal claim by a member of staff when offices are re-opened following the Covid 19 lockdown. CC said that an understanding of how the illness is contracted is needed and reasonable steps to reduce the risks need to be in place. However responsibility for health and safety also rests with each adult individual for example in respect of maintaining social distancing and safe use of equipment. AD added that due diligence must be evidenced to show that all reasonable measures have been put in place including evidence of regular cleaning, social distancing and prohibiting of hot desking. Of particular concern at the Congleton office are the narrow corridors and small offices. Plans for re-opening of the Congleton and Crewe offices, to staff and clients, will be considered in further detail at this afternoon's meeting.</p> <p>AB recognised the effort of the SMT during this time. CC agreed and added that the trustees had also worked together well to address issues around fundraising, finance and Covid.</p>

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	<p>Business Support Report In respect of the GDPR Subject Access Request (SAR) CC commented on the large amount of work involved in responding to the requested. Staff should be reminded about deleting data that is no longer relevant. Data that needs to be kept should be added to the appropriate file e.g. personnel files. CC said guidance about deleting data no longer relevant could be included in the GDPR policy or procedure.</p> <p>Service Delivery Report AB asked if all staff moves are reflected in the budget. LW in response said that they are not as these were not finalised at the time of writing. There will be more clarity going forward but there will be no risk to the budget. CC asked if there are concerns about the drop in social media views. LW said that website views are down but social media views have increased. Generally views to the website are more likely to be by those looking for specific information e.g. contact details for making a referral whereas social media views may be related to a search for general information. LW added that a campaign to increase social media presence and following is being looked at. CC asked if there is anything more that can be done as this is key to fundraising. LW confirmed that focus is on this and a broader report will be available for the next trustee meeting. The recent 2.6 challenge has been a very successful event with in excess of raised.</p> <p>Therapeutic Services Report AB raised questions in respect of the VCSE project key performance measures target / revised target numbers and the how well these are being met. Additionally clarification was requested in respect of a breakdown of numbers for each of Visyon and JDI in respect of the joint work. Action: SR to email responses to above queries.</p> <p>Wayfinder LW explained that this is being offered to Visyon, without charge, as a mutually beneficial arrangement to assist in the development of the product. Wayfinder is also being offered to CAMHS, Notts, as an opportunity to understand use by other organisations beyond universities where the programme has previously been used. Use will be focussed on Parent Empower Hour (PEH) to support wellbeing in the family home. The process will involve coming to Open Access initially and agreeing to come to PEH. The programme will enhance support for families and will be moderated by staff.</p> <p>A contract or alternatively a memorandum of understanding should be put in place. AB offered assistance to draft this. LW said that further reports on use of Wayfinder will be provided through the SEG.</p>
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<p>18.05.06</p>	<p>Chair’s report: CC spoke of having regular contact with TP over recent weeks. CC and TP had the final meeting with Pilotlight mentors to discuss progress against strategic objectives and plans. Good progress has been made and of the five objectives only one is not fully completed. CC will send out notes from the meeting. It was agreed that there would be a follow up call with Pilotlight in October. The process has been helpful in having external people reflecting back areas of strength and posing useful challenges. TP agreed and was grateful for the ‘critical friend’. TP has identified a person who can take on the ‘critical friend’ role for her going forward. Further discussion will take place with the trustees about how this will be structured.</p>
<p>18.05.07</p>	<p>SEG Chair’s update: Minutes from the most recent SEG meeting have been distributed and received. TP commented that referral numbers have gone down over recent weeks. The team have started to contact GPs and schools to let them know we are still offering services. TP had a meeting with Congleton MATS about how Visyon could support them. There is some thinking outside the box taking place.</p>
<p>18.05.08</p>	<p>FSG Chair’s update: AB reported that the FSG has been busy and have had three meetings recently. The budget has been a challenge. In respect of the management accounts there an outstanding question which is almost resolved. The position is very good in comparison with the beginning of the year with a surplus expected. AB added that there is now a more detailed understanding and more checks and balances have been added to the accounting system. TP said that understanding was now shared across TP, LW, the FSG and the accountants whereas a year ago the knowledge was held by one person. This has significantly reduced the risk associated with key person dependency in this area. RL said that the need to further automate the system should not be lost track of. AB confirmed that the FSG had previously identified longer term actions and those outstanding will be focussed on following the completion of the management accounts and budget. In respect of the budget for this year AB said there had been much discussion. The deferred income is still being looked at.</p> <p>This is a very difficult time for fundraising although short term fundraising has been good. Lottery funding is due for renewal in July but this is not now likely to be awarded until December so there will be a significant gap in funding. There is great uncertainty around income. The assumption is that grants will continue to come in and the deficit will be short term. The FSG will be reviewing the deficit and surplus regularly and carefully. CC commented that in previous years the budget was forecast to run out in September with the potential of redundancies then. This year the approach is different and there is a year to make up the deficit. There is commitment</p>

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	<p>from the Board and FSG to support the continuation of services and that reserves will be drawn on.</p> <p>AB said that a date for the next FSG meeting and target date for finalising of the budget has not yet been agreed. TP added that March accounts need to be finalised, April accounts looked at and audit date arranged. AB proposed that a date be agreed and the recommendation for approval of the budget takes place off line. If necessary an extra ordinary meeting could be called. This was agreed.</p>
18.05.09	<p>IGG Chair's update:</p> <p>AD confirmed that the Health and Safety Policy, Equality and Diversity Policy have been reviewed and are recommended for signing off at today's meeting. A Safe System of Work – Homeworking was sent to all staff at the start of the current lockdown. It is now a legal requirement for risk assessments to be carried out before start return to working in the office. These will also help to evidence due diligence and show all reasonable measures have been put in place to reduce risk.</p> <p>AD indicated that approximately 20 – 25% of the action plan has been completed. AD will update the action plan log and add to the trustee folder.</p>
18.05.10	<p>Management Accounts:</p> <p>Discussed in FSG report.</p>
18.05.11	<p>Health & Safety:</p> <p>Details included in the reports.</p>
18.05.12	<p>Policies and Procedures:</p> <p>Health and Safety Policy was recommended for approval. AD added that this then needs to be added to the system and displayed in the office. Agreed: Health and Safety Policy approved.</p> <p>GDPR Policy was recommended for approval. JC suggested that a Data Protection Officer (DPO) mailbox be set up rather than using the DPO's personal email address. There then needs to be agreement as to who has access to this in the DPO's absence.</p> <p>Action: RL to set up DPO mailbox and discuss access with the DPO</p> <p>AL asked about access to PPE and in response TP said there are no plans at the moment. TP understands that the CVS are talking to the local authority about supplies when needed. However there is no confirmation that supplies will be available. EP offered assistance with this if needed.</p> <p>Equality and Diversity Policy was presented and recommended for approval. Various suggested amendments were available.</p> <p>Agreed: GDPR Policy and Equality and Diversity Policy to be updated with amendments and sent to CC for signing off.</p>

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18.05.13	<p>Strategy / Development and Objectives: TP told the meeting that the operational plans are still being reviewed and will include any changes as a consequence of Covid. The SMT will complete the update and TP will then distribute the review to trustees.</p>
18.05.14	<p>Risk Register: To be reviewed following the Away Day meeting later today. .</p>
	<p>A.O.B.: None</p>
	<p>Dates of next meetings All meetings 6pm for discussion before 6.30pm business meeting, unless otherwise stated. Venue: Fellowship House, Park Road, Congleton <ul style="list-style-type: none"> • 17th August 2020, Board Meeting </p>

Signed:



Position: Chair

Date: 17.08.20