

**Minutes of Visyon Ltd trustee meeting,
held on Monday 17th July 2018 at Fellowship House, Park Road, Congleton**

Item No.	Item
18.07.01	<p>Introductions, Apologies & Conflicts of Interest</p> <p>Present: Chrissie Cooke (CC) (Chair) Andrew Leahy (AL) Liz Johnson (LJ) Rob Lilley (RL) Louise Dooks (LD) Andrew Brabban (AB) Adi Dean (AD)</p> <p>Apologies: Jenny Hawkes (JH)</p> <p>In Attendance: Laura Whitaker (LW) CEO Interim Pat Walsh (PW) Minute-taking Sandi Marshall (SM) Minute-taking</p> <p>Mentioned in minutes: Service Effectiveness Group (SEG) Financial Sustainability Group (FSG) Senior Management Team (SMT)</p> <p>CC opened the meeting.</p> <p>RL recorded a potential conflict of interest as he supplies IT services to Visyon. LD recorded a potential conflict of interest as she works for National MIND; Staffordshire MIND have contacted Visyon as a potential partner.</p> <p>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>
18.07.02	<p>Minutes and Action Log</p> <p>Minutes of the meeting of 18th June 2018, chaired by AL, were accepted as a true record and it was agreed they should be made public with the suggested redactions.</p> <p>Action Log:</p> <p>16.12.05 – data quality audit – Civi updates are still required in respect of changing processes and data collected. CC commented that the trustees would like to identify where the data is coming from and that it is recorded accurately. AB commented that change is ongoing and it would be helpful to look at the process as it is now. CC added that it is important that the trustees understand the risks and are aware of the need for any additional resources –to be carried over to October meeting, with new CEO to be included and report to be provided.</p> <p>16.12.05 – fundraising practice audit – LD and LW have met and agreed that what is needed is: a fundraising policy (to include a decision-to-bid tool); a</p>

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	<p>fundraising strategy; fundraising processes description. 8 big bids are planned for this year, and the future plans focus heavily on grant-funding, which is a great deal of pressure on SM. SM must be allowed the space to focus on this work. SM to explore how to report fundraising to Trustees, potentially as part of the MI pack. LD to submit short audit report to September meeting. CC will look at reporting with the incoming CEO and at the away day in October. To be finalised after this.</p> <p>17.06.05 – Deputy Chair job description to be discussed with new CEO – CC and AL to discuss arrangements for the next two weeks in CC’s absence – to be postponed to October meeting</p> <p>17.08.03 – Audit process to be reviewed – to be postponed to October meeting</p> <p>18.06.14 – Paper on priorities and transition to new CEO to be prepared – a written report prepared by LW was presented for the meeting – agreed to close</p> <p>18.06.08 - SEG and FSG objectives and KPIs to be discussed and set – postponed to October meeting</p> <p>18.06.14 - Strategy, development and objectives to be discussed and set – postponed to October meeting</p>
<p>18.07.03</p>	<p>Risk Register The trustees were aware of the main risk at present: <i>F2 Loss of statutory and trust funding due to economic or political climate</i> It was agreed that the risk should remain registered as high.</p>
<p>18.07.04</p>	<p>Safeguarding LW reported that the safeguarding levels are currently relatively stable at around twenty cases. There has been some increase which is likely to be connected to the time of year. LW confirmed that AL is providing safeguarding support to the senior managers as required. LW and AL to arrange a meeting date.</p>
<p>18.07.05</p>	<p>Chair’s Report CC reported that she had met with LW and PW last week. CC also met with the incoming CEO to discuss priorities, history, headlines about future plans in respect of fundraising, budget for next year, internal governance and policies and procedures. The business plan and board reporting process were requested by the incoming CEO and the SMT may be asked for further information prior to the new CEO commencing in post. CC added that the management accounts have also been given to the new CEO. AB asked whether or not the new CEO has signed a contract of employment yet. LW clarified that it is usual procedure for this to be signed on the first day of employment. CC stated that a letter of acceptance of the offer of employment has been received. CC to email the new CEO concerning the confidentiality of documents and information provided.</p>

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	<p>CC reported that the trustees held an away day on 23rd June. The trustees discussed what had gone well over the past three or four years at this meeting.</p> <p>CC stated that an away day for trustees, all the SMT, and the new CEO is planned for October. The business plan will be discussed at this meeting. Suggested dates were considered and it was agreed that the away day should take place on Friday 19th October 2018, off-site. AB indicated that he will not be available. LW to email confirmation in respect of members of the SMT.</p> <p>LD asked if the difficulties in recruiting to the Family Wellbeing Worker positions may jeopardise the contract. In response LW said that two applicants have now been recruited. Another round of recruitment may be needed but LW expressed confidence that although staffing will be tight initially, the recruitment is sufficient. LW reported that there is also due to be an update in respect of payment for the contract.</p>
<p>18.07.06</p>	<p>Chief Executive's Summary Report</p> <p>The trustees confirmed that they had read the report prepared by LW. There were no questions.</p> <p>LW added that in respect of the Biddulph Schools, confirmation has now been received that four schools do wish to continue with Visyon's services next year. The contract with one school will not be continuing as they wanted to split the service with another school i.e. one half day per fortnight and this was not considered to be appropriate. However the Meadows School, Leek, has been taken on for next year.</p> <p>LW reported that she had met with the Congleton schools yesterday and there will be changes to the service Visyon is asked to provide in these schools. There will be a reduction in the service requested. LW will work on the costs involved and report back at the next meeting. Two schools have withdrawn from the Congleton Education Partnership. Three schools are considering employing a 1:1 counselling service for their schools. It may be that Swans will be asked to provide this service as the schools have been working very closely with this organisation. LW added that it has been challenging to deliver a service in these schools and additionally staff turnover has been high.</p> <p>RL reported that a letter had been received from Screwfix informing Visyon that they have experienced a data breach. On the surface of it, it doesn't appear alarming. Letter to be passed to Data Protection Officer, who will compile a register and decide any action.</p> <p>LD has sent information to LW on required policies and procedures. LW to add any additional required policies into the spreadsheet.</p> <p>LW queried whether we should get legal advice on contracts and SLAs. All agreed this was unnecessary in the first instance. LJ will review contracts and SLAs and seek professional advice is necessary.</p> <p>LW reported that Civi developments should move forward now that the full admin team were back from annual leave.</p> <p>The AGM date was set for 19th September, in the evening.</p> <p>LD queried whether anything had happened with regards to Visyon being a membership organisation, as it was announced at the last AGM that Trustees would be reviewing this during the year. CC stated that there wasn't time before the AGM, but the incoming CEO could pick this up.</p>
<p>18.07.07</p>	<p>Service Effectiveness Group Chair's Update</p>

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	SEG have not met but LD will arrange a meeting in September.
18.07.08	Financial Sustainability Group Chair's Update FSG have not met but RL will arrange a meeting in September.
18.07.09	Management Accounts and Budgets AB clarified that Emotionally Healthy Schools and Tools for Schools relate to the same project in the budget, as Emotionally Healthy Schools is the overarching project, and Tools for Schools is the element of the project that is delivered by Visyon. There was discussion of whether the café should be included in the budget as it is a small amount and not essential. It was agreed that it should be included so that it can be monitored. The trustees recorded their thanks to the Finance Manager.
18.07.10	Health & Safety An inspection took place at the Crewe base earlier on the 17 th July. AD reported that there are some matters requiring further attention. Risk assessments are being completed. There are questions for CWA concerning the servicing and testing of the fire alarm, emergency lighting, and electrical hard wiring. Visyon has no control over this and assurances are needed that the appropriate testing and servicing is being completed as required. There is a damp problem in some rooms on the ground floor and this needs to be monitored. LW added that an email has been sent to CWA concerning the damp in the building. AD spoke about the door at the top of the stairs. This is a fire door and should be shut. However there is potentially a higher risk of someone falling down stairs or being caught by the door being opened as they go up the stairs if the door is kept closed. In the circumstances it is advised that the door be kept open when the building is in use. However the fire action plan will include the direction that should the fire alarm sound the last person descending the stairs must release the catch on the door so that it closes. There were no health and safety incidents to report.
18.07.11	Risk Register No changes made.
18.07.12	Strategy / Development and Objectives To be discussed at the Trustee away day. To be carried over to the next meeting.
18.07.13	Policies and Procedures Carried over to the next meeting.
	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"> • Monday 20th August 2018 – to review accounts and essential business only • Wednesday 19th September 2018 – 5-6.30pm – for a full trustee meeting • Wednesday 19th September 2018 – 6.30pm – AGM • Monday 15th October 2018 – cancelled • Friday 19th October 2018 – away day with incoming CEO and SMT – times and venue TBC • Monday 17th December 2018

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	<ul style="list-style-type: none">• Monday 18th February 2019• Monday 22nd April 2019
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Signed.....

Position.....

Date.....