

Board of Trustees Meeting

MINUTES

24 February 2025, 6 – 8pm

Via Teams

Present:

Andrew Brabban (Chair) (AB)
Theresa Pass (TP)
Sam Ruck (SR)
Lisa Cormack (LC)
Barry Brennan (BB)
Sharon Conlon (SC)
Jonathan Clay (JC)
Adrian Dean (AD)
Helen Butters (HB)
Nathan Chrobok (NC)
Vicky Rutherford (VR) - minutes

Apologies:

Sidra Ali (SA)

Absent:

Mentioned in minutes:

Service Effectiveness Group (SEG)
Financial Sustainability Group (FSG)
Internal Governance Group (IGG)
Integrated Care Board (ICB)
Linda De Sa (LdS)

1: Introductions, Apologies & Conflicts of Interest:

Apologies from SA
No conflicts raised.
As part of the introduction, AB welcomed NC to the Board.

2: Minutes & Action Log from previous meeting:

Minutes 25.11.24 - The minutes of the Trustee Meeting of 25 November 2024 were checked for accuracy. No comments or adjustments, all agreed that the minutes were accurate. AB did comment on the formatting.

Action: Send over to AB for signing off.

Action log 25.11.24

Actions were discussed and progress updated.

Action: Review tools to support the wider governance process

VR went through the options she had researched but all came at a cost ranging from £7k to £3k per year + VAT. Admin Control did have a pricing structure to support charities and their solution, which would provide access to board papers on line and offline, notify of meeting invitations and new documents and provide the facility to annotate documents and add notes,

would cost £1500 per year. There was a discussion around the problem that was being fixed and it was agreed that AB sending nudges to personal accounts was very useful. VR took an action to circulate the high level specification of what Admin Control offered in advance of the next meeting.

Action: Send minutes to AB for sign off
Completed

Action: Add in funding for laptops in to the draft budget
Completed and VR noted that LdS has successfully acquired funding for 7 laptops which are too old to upgrade to Windows 11

Action: TP to circulate the Fundraising report
Completed

Action: AB to send round the declarations to the board
Completed – just waiting one response from AD

Action: LC to send VR the wording from Alison on the obligation of values or loyalty
This has been superseded as the wording is now in the declaration

Action: AB to talk through the options with the potential trustee and report back to the board
Completed and NC has been on-boarded

Action: AB to write a note re attendance and how this is managed going forwards
Completed

Action: Develop Legal Requests Policy – ongoing. Check for update in November.
Completed and the policy is in the pack for approval

Action: Develop Media Communications Policy/statement
This has been done and the IGG have sent through comments which are with the author for review

Action: Review skills map to identify gaps in trustee experience.
Ongoing - Skills matrix to be circulated to trustees

Action: FSG/IGG and Safeguarding Group to make review of Risk Register a standing item on agendas
Completed for all committees

Action: Forward email re: contract approval delegation to DP
Completed

Action: Meet to chase the strategic letter sent to ICB.
TP explained that the individuals who were written to are no longer in position. It was agreed that we should continue to pursue this due to the nature of the concerns raised. SC would try to identify who the new individuals we should write to are or we send to the original people and see if they can redirect our concerns. It was confirmed the letter was in response to concerns that were already logged on the risk register and the risk register should be updated with these mitigating actions.

Action: Review Statutory Funder Relationship risk on register.
It was agreed to close this as it is under review

Action: Review property risk on register.
Completed

Action: Review Business Continuity Plan
Ongoing – this was being reviewed by the IGG who would report on progress

3: Safeguarding:

SR confirmed there was nothing exceptional to report.

4. Chief Executive's Summary Report:

AB asked about the comment on the difficulties of recruiting self-employed people – at the last meeting, we had 10/12 applications and we were comfortable with the salary we were offering. SR explained that when interviewed, the candidates weren't experienced enough and we had been in line with JDI's rates but they hadn't recruited for some time and those they had were established in role. It is in the last year that salaries have become more of an issue.

AB asked about the death of the young person in Congleton and acknowledged they were not known to Visyon but asked if there had been any discussion around whether this highlighted the need to promote Visyon's services. SR explained we were doing this through the HYM projects, including schools' workshops and promotions via social media. SR explained the challenge is where the family is not aware that the young person is struggling. SR explained that we have been in to Congleton High School for a drop in service and we offered this and lunch time sessions for half a term to Congleton High and Eaton Bank but Eaton Bank haven't taken us up. SR also confirmed that sickness absences in January were not related.

BB said he knows the father and some of the circumstances and asked whether he should have shared some of this. SR said that it wasn't BB's role to communicate this; it should have been done more effectively so we didn't find out from our young people. SR explained that this case didn't follow the normal procedure as the person involved was over 18 and it was dealt with by the British Transport police.

BB noted that absenteeism had been discussed at the FSG and its impact on services and he had asked for a better understanding of triggers to should alert the Board to any concerns or trends.

HB asked about the impact of absence on contracts. TP talked through the meeting she had had with the ICB and that we are not going to be held account on numbers so we are as reassured as we can be.

When asked if we quantify how many appointments are missed SR explained we do look at waiting list data and at individual cancellation rates and appointments delivered. SR also explained that where we have had failed relationships, that young person has been passed to somebody solid and has led to very positive feedback.

AB noted that absenteeism and the impact on staff would be covered later in the agenda on salary proposals but the concern around staffing levels and impact on contracts and on staff was noted.

TP was asked about her point on mergers and shared services. TP was asked about her point on shared services. TP explained that this was highly topical across the sector as companies were thinking outside the box to survive. TP is considering options for collaborating with other local charities. JC added that it is important that we set out the very clear reasons and mentioned cultural alignment, and noted the potential impact of the realignment of local authority services.

Action – TP to report back following her discussions on shared services

Therapeutic Services Report

AB asked for a sense of how HYM was going. SR explained that she meets quarterly and they are aware they ask for a lot and they seem pleased with how it is going and pleased we are working closely with JDI.

AB asked whether the ICB and Cheshire East were at the Northwest Safeguarding conference as it sounded like it covered the kind of multi-agency message which we have fed back to the ICB. SR explained that Beverley attended so wasn't sure but would have expected them to have been there. The 99 causes of concern from 107 referrals was raised and whether that was normal – SR explained that this figure related to the ICT and was about standard.

Finance & Business Support

AB noted the surplus and said this was good to see as at the last board meeting he questioned the deficit we had each month. AB thanked everyone involved in achieving this and noted the caveat that this has been achieved through savings on staff costs. He also said it was great news about the water leak result.

The budget variance for trust income was flagged and TP explained how we had been unsuccessful in some grant applications either because the funder had changed their criteria or was inundated. LC mentioned the discussion at the FSG and this was sector wide. You are being told you submitted a faultless application but the funding is being split in many different ways, and long standing relationships which were relied on, no longer can be. It was noted that Garfield Weston was one of these and this, along with the grant we had put in the budget from Edward Gostling, amounted to £90k. In this next year's budget there is less reliance on a few larger grants. TP also mentioned that we are finding some success with funders who want to build relationships with us, for example, Leathersellers and now Steve Morgan. It was also noted that social pressure from a couple of charities has diverted funds too.

Fundraising & Marketing

There were no further questions on funding but TP mentioned the Fire Walk on 15 March, and there were some quizzes coming up and she would ask LdS to send round the details.

Action: LdS to circulate details of upcoming quizzes

5: Chair's Report

AB provided the following updates.

1. AB thanked everyone for signing the declaration
2. AB welcomed NC to the Board
3. AB and TP were representing Visyon at the invitation of the High Sheriff of Cheshire to a celebration of the sector and would be promoting Visyon
4. He had interviewed for another trustee and he thought it went very positively and they could offer professional challenge and an additional dimension and AB would like to recommend her to the Board. This was met with no objections. AB explained there would then be a full Board in place.

Action: AB to talk to the new trustee and start her onboarding

6: Service Development and Safeguarding Group update:

HB praised the team for doing a really good job and congratulated them on constantly looking to improve services.

7: FSG update:

JC thanked VR for her support and for the support from the FSG. JC said a lot of care had been taken over the reforecasting and this has been at the forefront of the FSG's mind since he joined. He noted that it would be difficult without the salary savings and we cannot sustain delivery with the savings we are making through salaries.

BB highlighted the challenge of fundraising and that irrespective of the salary costs, there is also a lot of good work being done in terms of other costs being reduced and controlled. Without this, we would be in a more precarious position.

NC asked about the interest rate having worked out the rate based on the amount being held. VR explained the restrictions in our Investment and Reserves policy and the 35-day Account. She also explained she was looking at new accounts for Edward Gostling Deed of Gift. NC also asked about the mobile phone costs so VR said she would send the details to NC.

Action: VR to send the details of the mobile phones to NC

8. IGG update:

No questions were asked.

AD confirmed the main point is the Business Continuity Plan

AB asked about the Fellowship House Lease. BB has spoken to a Counsellor who has given 3 names of counsellors who cover Fellowship House and who may have an interest in Visyon, and who could be a good conduit. It was agreed a letter should be drafted asking for support in how to approach this. It was agreed the action sat with the IGG.

Action: IGG to draft a letter to the counsellors identified by BB re the lease on Fellowship House

9. Management Accounts & Budgets:

AB why we were over budget on rent and VR explained this was due to the annual service charge which hadn't been known about when the budget was drafted. AB also asked if we ended with a deficit would that be taken from the surplus or from the Edward Gostling. TP explained we would see what our auditors recommended. It

Was noted we didn't have a short term problem but there is a question about ongoing viability.

There were no questions on the two reforecasts. VR gave an overview of the draft budget; explaining there was a separate budget done for Crewe and Congleton and then an overarching budget. Costs have been increased by 10% as we are seeing increases above this in some areas, for example, water rates, IT costs, waste collection and DBS checks. The draft budget shows a deficit of £33k but we are still working with LdS to identify different funding opportunities. It was agreed it was difficult to confirm how realistic the grant totals were but it was noted that the wider spread of grants gave more confidence.

It was agreed that the FSG would review the final budget and then circulate to the rest of the Board.

NC asked how the spread of funding compares to other charities and TP explained we have commissioned services which not all charities have but some charities do have commercial services which Visyon doesn't currently.

Action: FSG to review the final budget and then circulate to the Board.

10. Salary Proposals:

AB introduced the salary proposals and reiterated the difficulties recruiting staff and the staff well-being. VR clarified that the staffing costs in the draft budget were £732k. VR also explained that vacancies had been removed to help fund the increases proposed. TP and SR highlighted the challenges they were facing with recruitment and the benchmarking of salaries with similar organisations.

It was agreed across the Board that Visyon succeeds because of its people and the people doing the work should be respected. The difference in the budget figures and the highest proposal was £13k and the view was that this amount wasn't the risk to Visyon; the larger risk was not delivering on our contracts, or not been successful in our funding requests. It was agreed that once the figures were firmed up, they should be scrutinised by the FSG and the Board would be comfortable with increasing the deficit by around £13k – understanding this won't be the final exact number. If something significantly different was proposed, then that might be an issue for the Board.

Action: Salary proposal to be finalised and scrutinised by the FSG

11. Policies:

The PSIRF policy and procedure were for information as these were currently with the ICB for comment. The Client Reports and Legal Requests policy and the Safeguarding Adults at Risk policies were approved. At the IGG there had been a question raised on the latter regarding the delay in the LPS being enforced and Beverley has confirmed she is keeping this under review

AOB: None

Date of next meeting: 2 June 2025

All meetings 6.00pm unless otherwise stated.
Venue: via Teams

Signed: 
Andrew Brabban

Position: Chair of Trustees

Date: 17th July 2025