

CONFIRMED MINUTES OF THE MEETING OF THE CHARITY COMMITTEE HELD ON 9 OCTOBER 2023 VIA TEAMS

MEMBERS:

Ceri Jackson	Non-Executive Director (Committee Chair)
Kevin Davies	Non-Executive Director
Bethan Evans	Non-Executive Director
Hannah Rowan	Non-Executive Director (left during item 51/23)

IN ATTENDANCE:

Julie Boalch	Head of Risk/Deputy Board Secretary (left during item 57/23)
Lee Brooks	Executive Director of Operations
Gavin Davies	HART Locality Manager (attended for item 46/23 only)
Colin Dennis	Trust Chair (left during item 57/23)
Jill Gill	Head of Financial Accounting
Estelle Hitchon	Director of Partnerships and Engagement
Caroline Jones	Corporate Governance Officer
Navin Kalia	Deputy Director of Finance and Corporate Resources
Olaide Kazeem	Financial Services Project Accountant
Jo Kelso	Head of Workforce Education and Development
Trish Mills	Board Secretary
Hugh Parry	Trade Union Partner (left during item 55/23)
Alex Payne	Corporate Governance Manager
Liz Rogers	Assistant Director of People and Culture
Andy Swinburn	Director of Paramedicine (left during item 55/23)
Damon Turner	Trade Union Partner
Marcus Viggers	Trade Union Partner

APOLOGIES:

Chris Turley	Executive Director of Finance and Corporate Resources
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42/23 WELCOME AND APOLOGIES

Ceri Jackson, Committee Chair, welcomed everyone to the meeting and noted that Colin Dennis was attending the meeting today for a short time.

Apologies were noted from the Chris Turley.

43/23 DECLARATIONS OF INTEREST

There were no additional declarations to those already recorded on the Trust register.

RESOLVED: That no new declarations were received.

44/23 MINUTES OF PREVIOUS MEETING

The Minutes of the meeting held on 5 July 2023 were approved as a correct record.

RESOLVED: That the minutes of the meeting held on the 05 July 2023 were approved as a correct record.

45/23 ACTION LOG

The action log was considered, reviewed, and updated.

Actions 15/23, 30/23, 31/23, 31/23, 32/23, 33/23a and 33/23b were closed.

Actions 28/23 and 35/23 required further consideration and remain open.

RESOLVED: That action log was reviewed and updated as set out above.

46/23 BIDS PANEL LIVED EXPERIENCE –

Julie Boalch introduced Gavin Davies, a member of the Hazardous Area Response Team (HART) who shared a presentation with members on the vision for the HART welfare/remembrance garden.

An excellent application had been submitted for funds, from which it was clear that staff had already invested their own time to start the project to create their own green space.

All the staff on station were supportive of the idea and were keen to be involved, with one member of each team forming a group to develop the concept.

It had been identified that there was a considerable amount of horticultural knowledge within the team and two staff allotment groups had offered to provide some plants for the project.

The neighbouring business was also consulted and was fully supportive of the project with no objections to the use of the joint fence.

There had been a delay in finding a suitable contractor to undertake some ground works; however, this had been resolved with confirmation of a start date to be confirmed shortly.

Members liked the proposal and felt that this project would provide benefits to all the staff at HART all year round and especially liked the idea of a discussion box. Members were keen for Gavin and his team to be invited to a future meeting to share the completed project and the difference it was making for staff.

RESOLVED: That the project was well received, and members were keen for Gavin and the Team to provide a further update once the project was completed.

47/23 UPDATED POSITION ON STRATEGIC REVIEW OF THE CHARITY AND RESOURCING

This Committee and the Corporate Trustees had previously agreed that the Charity would become a strategic enabler following the review and recommendations from Tarnside.

The Committee discussed further the future management arrangements of the Trust Charity to enable it to further increase its fundraising capability. This includes the establishment and appointment of a Head of Charity and a Fundraising Officer. The intention is that this model will provide additional support to the Trust's employees and volunteers, while also having the potential to deliver additional discretionary services to provide better care for our service users.

In July 2023 the Committee supported a proposal that the Trust would underwrite the cost of an initial appointment (1x8a Head of Charity) with 1 x B6 (Fundraising Officer) being funded by the Charity for a defined period. That proposal was not supported by Trustees on 27 July and a further proposal, benchmarked to other NHS Wales charity employees was received at this meeting.

An indication from other NHS bodies across Wales was that staff were employed by the Health Board with the costs in whole or in part being recharged back to the charity. Estelle Hitchon, in collaboration with Jason Killens and others, suggested the possibility of a three- year phased approach to funding. It was clear that the way in which funds were currently held that the charity's National Fund could not alone support the funding of these posts, as currently expenditure for things such as the staff awards and Christmas hampers and dinners would deplete the funds significantly.

The revised resourcing proposal over three years was as follows:

Year 1

- 1st six months – employ B8a Head of Charity post – funded 70% Charity – 30% Trust
- 2nd six months – further employ a cB6 fundraising post – funded as above (70/30 split)

Year 2

- Continue with both posts, with tapering Trust support so now funded 85% Charity- 15% Trust
- Posts will need to demonstrate significant delivery on objectives, including income generation

Year 3 and beyond

- If decision to continue, posts would need to be 100% charity funded, at the very least cost neutral or in reality turning a profit for the Charity.

The Trust currently funds the Finance Assistant Charitable Funds post and there were no immediate plans for those costs to be transferred to the Charity to fund.

The on costs for the posts is c£123k per year, however recruitment would allow the Charity to do more for its staff and patients in line with the Corporate Trustees decision for the Charity to become a strategic enabler.

The Committee were reminded of the journey that had already been undertaken to date and the maturing ambition of the Charity.

Kevin Davies felt that should staff be appointed to the roles, the staff should be NHS Employees to avoid any conflict outside Agenda for Change.

Hannah Rowan, expressed her views on how much risk was the charity willing to take, nonetheless, appreciated the need to take risks to grow to avoid the status quo. She felt that some protections should be in place to assess progress, in order to avoid waiting until year three to decide on whether the posts were self-funding. She also raised the issue of the staff potentially losing funds donated for their benefit should the dedicated post fail to raise sufficient income. She was not unsupportive of the proposal, but expressed discomfort that the staff voice may not be represented at the table and was conscious of how this action could be perceived. Ceri Jackson noted that with the members and Trade Union Partners in attendance at the meeting that staff were represented.

Lee Brooks felt that the matter that had been outstanding from the Corporate Trustee meeting had been covered by the presentation. Whilst he felt that the banding of the post at B8a may be too high, he recognised the importance of making progress and recognised the potential to be doing more than we were currently. Members agreed that the Trust did not have the expertise required internally to offer the post as a secondment and that thought needed to be given to the wording of the advert at the time. Lee Brooks went on to say he felt

the Charity should pay for the posts in their entirety for, at least, the initial fixed term period.

Bethan Evans stated that she was supportive in principle of taking actions to become a strategic enabler, however, would give different answers as a Non-Executive of the Trust to that of the Corporate Trustee, due to the roles and risks being different, noting she had also voiced concerns about the Trust funding these posts in the July Corporate Trustee meeting. The current financial climate had dictated efficiency decisions to be made by the Trust and would impact on the future operational decisions. Bethan was concerned that affordability was a factor and perception was a reality. She suggested that a starting point may be to consider the initial post on a part time basis funded by the Charity, with a view to increasing to full time as the income grows, recognising that the benefit was to do more for our staff and patients ensuring that core Trust functions were not supported by the Charity. The percentage of recharging to the charity would be more diluted as the Finance Assistant - Charitable Funds is paid for by the Trust thereby potentially putting us out of step with peer organisations.

Members discussed and noted the risks associated with the posts not achieving the income to cover the costs but felt that a certain level of risk was required to take the charity forward as had been agreed by the Corporate Trustees.

Hugh Parry confirmed that he initially expressed his view that the Charity should aim high and supported it being a strategic enabler however that was prior to the information before the Committee on the source of funding for the posts. Hugh Parry shared his nervousness in utilising money in this way. He recalled the history of how the funds had started and how each station had previously held their own funds.

Hugh Parry had looked at other charities and felt that other charities were struggling, except those with a number of years' experience behind them and were more advanced than the Trust. Not all stations had the capacity to have wellbeing areas and were grateful for the smaller things like televisions that they could have. He felt that the risk was too great at this time in the current climate and hoped that in future there would be an opportunity to aim higher.

Damon Turner also shared his nervousness in utilising regional charitable funds in this way and felt that the initial funds donated historically should remain for this purpose, with funding streams identified for people to donate to the strategic direction should they wish to. He felt that the process was becoming disjointed, whilst wanting the Charity to grow, he felt that the funds should be separate so the public would know what their donation would be used for. Estelle Hitchon agreed with the individual funding streams but stressed that an infrastructure was needed to allow work to proceed on how people donate and

what purpose it is donated for, with separate streams for people to donate to, under the charity umbrella.

Damon Turner queried where the strategic direction was whilst being supportive of moving forward to enhance the opportunities available. He confirmed that an NHS organisation would be viewed and funded differently to others such as St John who have a corporate and voluntary arm.

It was agreed that there was not unanimity today and essentially two decisions needed to be made, one by the Trust on the extent to which they felt able to support the charity in this financial climate and then the Corporate Trustees would need to consider the financial risk based on the funding agreed by the Trust.

It was agreed that a decision needed to be made in regard to the next steps for the charity. Recognising that the charity was able to apply for resources the Trust would not have access to.

It was proposed that a paper be developed for the Corporate Trustee meeting.

RESOLVED: That

A paper for the Corporate Trustees meeting on 16th November 2023 be prepared, including the concerns shared whilst recognising the support for the strategic enabler.

48/23 FINANCE UPDATE

Navin Kalia updated members on the key points within the report which included the probability that the national funds would be spent by the end of the financial year and a sizeable legacy that was being gifted, with a restriction to be spent on Colwyn Bay Ambulance Station.

A decision at this time was not to sell any units of the Charity Investment Fund (COIF) as the legacy would bring the charity fund below the internal policy target of the long-term investments not exceeding 50%.

The appendix to the report provided information on the ethical assurance or fund practices in the management of the charity's investments.

Members discussed the possibility of shaping the way to encourage people to donate in a way that was beneficial to the charity in the future. Currently, the Trust was only made aware of legacies once a solicitor had contacted the Trust.

RESOLVED: That the contents of the report were noted.

49/23 INDEPENDENT EXAMINATION OF CHARITY ACCOUNTS

Navin Kalia explained that the report set out the approach to reverting to an independent examination of the Trust's charity accounts for the 2022/23 financial year. The Trust is not obliged to carry out a full audit and it was recognised as not being value for money in relation to the size of the charity.

It had also been confirmed that the auditors had allocated time to conduct an independent audit for the 2022/23 year accounts.

The Committee noted that it did not have the authority to approve the independent examination and would seek that approval from the Corporate Trustees by way of a Chair's Action by circulation.

RESOLVED: That a Chair's Action be circulated to seek approval from the Corporate Trustees for the approach of independent examination of the 2022/23 charity accounts as opposed to a full audit.

50/23 CHARITY PERFORMANCE

Estelle Hitchon confirmed that a stage three grant from NHS Charities together had been applied for to fund activities such as the Mind over Mountains walks and sports teams, had been approved.

Additionally, there was a £315k grant for community support roles and the process was currently underway to advertise for the roles funded by that grant.

RESOLVED: That the Committee noted the update and welcomed a report at its next meeting.

51/23 COMMUNITY FIRST RESPONDER (CFR) GOVERNANCE AND FUNDRAISING UPDATE

Lee Brooks updated members on the risk relating to CFR fundraising and confirmed that it had been drafted and was due to be progressed and finalised in the coming week, with the Risk Officer.

CFR co-ordinators had been asked to engage with the Trust to establish three key facts:

- 1) Who is fund-raising?
- 2) How are the funds being raised?
- 3) How are they banked?

The initial responses were low and a further letter was sent, to which a greater number of responses were received. There was hesitancy to share the details with

the Trust however at a recent conference in the North this was raised and discussed, with reasons for engaging made clear. It would also be discussed at the upcoming Swansea conference.

The topic would also feature at the Volunteer Steering Group which would hopefully offer assurance to the teams that the Trust did not plan to remove their funds. If engagement was still an issue then the formality of the communications to the CFRs would need to be increased.

Lee Brooks requested until the end of the calendar year to complete the task with a further update being provided to the next meeting.

It was recognised that the absence of a fund-raising framework made it difficult to hold co-ordinators to account.

Kevin Davies expressed his disappointment that more progress hadn't been made whilst appreciating the challenges presented and felt that there was a risk in CFRs wearing a Welsh Ambulance Service uniform and fundraising for a charity that was not the Welsh Ambulance Service Charity. From a charity commission point of view, it would be difficult to justify.

Kevin Davies recalled the previous discussions around the central accounting of CFR income to ensure that appropriate governance was in place and that the Trust had oversight, which had not come to fruition and presented a risk.

RESOLVED: That

- 1) The Committee were assured by the update given; and**
- 2) an update report be brought to the next meeting of the Committee.**

52/23 RISK MANAGEMENT REPORT

A report was provided for Members on the work undertaken relating to the risks aligned to the charity to date. The risk discussed earlier in this meeting relating to volunteer fundraising would also be considered.

Much work had been done around the charity governance risk and the charity accounts reputational risk, both of which had been articulated.

Other risks identified for inclusion on the charity risk register include:

- a. Resource and capacity to manage the Charity.
- b. Trustees – skills, roles and responsibilities and training.
- c. Compliance with legal and regulatory framework.
- d. Grants – administration, meeting conditions and evidence
- e. Governance and management of funds
- f. Community First Responder fundraising

RESOLVED: That the ongoing work around Charity risks was noted.

53/23 CHARITABLE FUNDS TASK & FINISH GROUP CLOSEOUT REPORT

Trish Mills confirmed that the report was more a formality as the highlight report from the last committee meeting set out the progress made by the group and the closeout meeting was held shortly after.

Ceri Jackson thanked those involved in a large, but important piece of work.

RESOLVED: The closeout report from the Charitable Funds Task & Finish Group was noted.

54/23 CHARITY GOVERNANCE REPORT

Trish Mills confirmed that the report was aimed to set out the charity governance framework and bring a number of elements together relating to the annual return and assurance for the Corporate Trustees. The report set out the governing documents of the charity; its objectives, trustees' duties and would be presented to the Corporate Trustees in November.

Paragraph ten of the report was highlighted to provide assurance on the ways Trustee duties were being discharged, noting that legal advice around indemnities for trustees was awaited.

The charitable objects for the charity are wide, and our guidelines show that funds are principally used to purchase amenities for the benefit of staff and to provide additional training resources.

It was suggested that two meetings be scheduled for the Corporate Trustees as standard within the calendar of meetings. Effectiveness reviews and the highlight reports can also be presented.

A task & finish group was agreed to be set up to steer the development of the annual report and the annual return, which due to timeliness of the next Committee meeting, would be circulated via email in early December.

RESOLVED: That the Committee

(a) noted the update regarding the charity governance framework and Trustee duties and confirmed that a similar paper should be presented to the Corporate Trustees at its next meeting.

(b) received assurance on the review of Trustee duties, noting that a full review against all elements of these duties and legislative and regulatory compliance should be undertaken when the charity is resourced with an operational lead.

(c) noted the establishment of a task and finish group to manage the development of the annual report and annual return, and its circulation in draft to members ahead of its approval in January 2024.

55/23 BIDS PANEL HIGHLIGHT REPORT

Julie Boalch confirmed that the report was from the September meeting to discuss four, time sensitive applications.

Attention was drawn to the Christmas hampers and dinners of which the panel were extremely supportive and discussed value for money together with achieving the best experience for staff. A poll was put out to staff which was overwhelmingly in favour of a Christmas dinner rather than an alternative suggestion. A further meeting was held, and the bid was approved.

The detail of the other applications were contained within the report.

Lee Brooks challenged the purpose of the Bids Panel and expressed his confusion around some of the decisions made whilst appreciating that there was no other route for this elsewhere in the Trust. Julie Boalch confirmed that while good conversations were had at the Panel meetings, she appreciated the urgency to update the guidance. Additionally, it was noted that there was a considerable amount of work to do to understand how to enable to charity to work more effectively and efficiently.

Trish Mills confirmed the pressure on the Chair of the Panel due to the guidance being vague however confirmed that having someone dedicated to the Charity that could develop the guidance would be beneficial.

It was suggested that the Committee could approve applications whilst the guidance was being developed as the Corporate Governance Team could not take on another piece of work on behalf of the Bids Panel currently. Ceri Jackson however felt the separation between the Bids Panel and the Charity Committee could be helpful.

RESOLVED: That the highlight report from the Bids Panel was noted.

56/23 BURSARY PANEL HIGHLIGHT REPORT

The item was removed from the agenda post publication due to the alignment of the Bursary Panel meetings and Committee meetings.

57/23 COMMITTEE PRIORITIES & CYCLE OF BUSINESS MONITORING REPORT AND MEMBERSHIP UPDATE

The report set out the priorities that were set by the Committee and which are on track. The cycle of business was also reported on track.

A change to the membership of the Committee was proposed in the report however, the Lee Brooks advised that he would continue to be a member of the Committee subject to review within the annual Committee effectiveness process

RESOLVED: That the update be noted.

58/23 CHARITY COMMITTEE REPORT TO BOARD [JULY 2023]

The Committee received the Highlight Report to the Board from its meeting in July 2023. There were no comments raised from this report.

59/23 BIDS PANEL MINUTES [JUNE 2023]

The Committee received the minutes of the meeting of the Bids Panel from the meeting held on the 29 June 2023.

60/23 REFLECTION:- SUMMARY OF DECISIONS AND ACTIONS

Recommended that the key decisions for Board be amended to key messages for Board and key messages for trustees.

The Bids Panel experience was well received.

61/23 KEY MESSAGES FOR BOARD

Ceri Jackson summarised the key messages for Board members.

62/23 ANY OTHER BUSINESS

None raised.

63/23 DATE OF NEXT MEETING

The next meeting of the Committee is scheduled for the 11 January 2024.