

**MINUTES OF THE OPEN SESSION OF THE CORPORATE BOARD OF TRUSTEES
 OF THE WELSH AMBULANCE SERVICES TRUST NHS CHARITY
 HELD ON 27 JULY 2023 IN CARDIFF AMBULANCE STATION AND VIA TEAMS**

Meeting started at 14:18

MEMBERS PRESENT:

Colin Dennis	Chair of Trust Board
Jason Killens	Chief Executive
Lee Brooks	Executive Director of Operations
Kevin Davies	Vice-Chair of Trust Board
Bethan Evans	Non-Executive Director
Paul Hollard	Non-Executive Director
Ceri Jackson	Non-Executive Director (Via Teams)
Brendan Lloyd	Executive Medical Director
Rachel Marsh	Executive Director of Strategy, Planning & Performance
Chris Turley	Executive Director of Finance & Corporate Resources
Hannah Rowan	Non-Executive Director (Via Teams)
Joga Singh	Non-Executive Director
Martin Turner	Non-Executive Director
Liam Williams	Executive Director of Quality & Nursing

IN ATTENDANCE:

Estelle Hitchon	Director of Partnerships & Engagement
Navin Kalia	Deputy Director of Finance & Corporate Resources
Angela Lewis	Director of Workforce & Organisational Development
Trish Mills	Board Secretary
Steve Owen	Corporate Governance Officer (Via Teams)
Hugh Parry	Trade Union Partner
Alex Payne	Corporate Governance Manager
Leanne Smith	Interim Director of Digital Services
Andy Swinburn	Director of Paramedicine
Damon Turner	Trade Union Partner

08/23 Welcome and Apologies and Minutes

- 08.1 No apologies were recorded. The Chair noted that a minimum quorum of five voting members of the Trust Board were required for Corporate Board of Trustees to achieve quorum, and that there were sufficient members in attendance.
- 08.2 The Chair noted this meeting was held in public. The minutes of the meeting held on 16 February 2023 had been agreed earlier in the year and were presented today as a formal record.

RESOLVED: The minutes of the meeting held on 16 February 2023 were presented as a formal record.

09/23 Declarations of Interest

- 09.1 There were no declarations of interest above those already recorded in the Register of Interests for the members of the Trust Board for the Welsh Ambulance Services NHS Trust.

10/23 Proposal for the Future Management Arrangements for the Welsh Ambulance Services NHS Trust Charity

- 10.1 As background information, Jason Killens explained that the future management arrangements for the Welsh Ambulance Services NHS Trust Charity were discussed at a recent Board of Trustees Development Day on 27 April 2023 following receipt of an independent strategic review of the charity, which was undertaken by Tarnside Consulting
- 10.2 He presented the report which set out to propose that the Trust appoint a Head of charity on pay band 8a. Once established this person would recruit a fundraising officer, potentially on band 6.
- 10.3 The costs for these posts to include employers on costs and the proposed 5% pay award for this financial year were £65k per annum for the band 8a post, and £45k per annum for the band 6 post. The 8a post would be recruited on a permanent basis with the band 6 on a fixed term contract, initially for two years.
- 10.4 Subject to a successful funding request to the Charity Committee, it was proposed that the Fundraising Officer be funded from charitable funds. A decision on extending the appointment of the Head of charity and the Fundraising Officer beyond the initial two-year period will be subject to the review on strategy, fundraising and return on investment, but with the intention that, in future, both posts would be funded via the charity.

- 10.5 Chris Turley expressed his concern that should the charity funds money not be available for any reason to pay the salaries of the new posts, it could be an issue going forward. Estelle Hitchon added that the funding of the 8a post through the charities fund would potentially deplete a significant amount of that fund.
- 10.6 The Chair of the Charity Committee raised the point that the right support must be in place across the Trust to ensure the success of the charity, which should enable it to break-even going forward.
- 10.7 The Trustees discussed whether funding for the posts should either start to be funded from the charity funds or from the Trust's revenue funding. Given the changing financial situation they further discussed whether it would be prudent to initially fund these posts from charity funds and review the situation after 12 months. It was further considered whether the costs could be split equally on a 50/50 basis. Estelle Hitchon noted that the cost of the 8a post was held in the Communications Directorate budget against a higher post of an 8c. It was also considered whether funding for staff awards and ceremonies as an example, could be used from the charity funds. The Trustees were mixed in their opinion as to how the posts should be funded and discussed other financial options to facilitate the recruitment.
- 10.8 Jason Killens stressed that this was a meeting of the Board of Trustees of the Welsh Ambulance NHS Trust Charity and not a meeting of the Trust Board. Colleagues should therefore be mindful of their responsibilities to the charity as the Corporate Trustee. Since the original draft of the report there have been several changes in terms of context and circumstances. Should the Trustees believe the charity has the potential to succeed then it should, notwithstanding the potential risks involved, agree to facilitate recruitment of the posts.
- 10.9 Trish Mills pointed out that it would in the best interests to have a charity as some money was received in that way; therefore, the charity would need a person to work through all the governance issues involved. Chris Turley added that this meeting and previous discussions had given rise to several issues and valid points. He reiterated the point raised by Jason Killens that if the Trustees had the confidence the charity would work then the risk of using charitable funds to fund the posts should be taken. He outlined the current position of the charity funds, advising there was sufficient monies to fund the band 8a post. He added there will always be a charity as donations were received on a frequent basis.

10.10 Jason Killens summarised that the majority view was that there was an appetite to invest from the charity to recruit the posts as described, which were necessary to grow income for the charity. The phasing of these posts would be prudent to minimise financial exposure for the charity. The Trustees felt it was not appropriate to fund these posts from Trust revenue. On balance it was felt that the charity was more likely than not to give a return on investment and was therefore worth the risk. Joga Singh added that the position must be made very clear regarding the employment terms of conditions of the posts.

10.11 The Chair surmised that the submitted report was rejected and that a revised paper would be forthcoming to clarify the several issues discussed and points raised. The Chair concluded that it was not possible to approve the report as presented. In response to the views of the Trustees he asked that further work be undertaken to consider the risks involved with funding the posts from charitable funds, and that the report be brought back to the Board of Trustees at the earliest opportunity. The likely objectives of the Head of charity should be considered within this review. Ceri Jackson, Chair of the Charity Committee, stressed the importance of properly resourcing the posts.

RESOLVED: The Board of Trustees agreed that the report would be revised to include the issues discussed and clarify the points raised and be re-presented to the Board of Trustees at the earliest opportunity.

11/23 Charity Committee AAA – 5 July 2023

11.1 The report was presented as read.

RESOLVED: The report was received and noted.

12/23 Charity Committee Minutes

12.1 The Minutes of the Charity Committee dated 16 February 2023 and 5 April 2023 were received for information.

RESOLVED: The Minutes of the Charity Committee dated 16 February 2023 and 5 April 2023 were received.

13/23 Any Other Business

13.1 There was no other business to discuss.

14/23 Date & Time of the Next Meeting

14.1 The Chair noted that the date and time of this meeting is to be confirmed.

Meeting closed at: 15:20