

Action against Medical Accidents

Minutes of the board meeting

held on **Thursday 26 September 2024** at 13:00

at 3 Paper Buildings, Temple, London EC4Y 7EU

Present	Mike Andersson (MA) joined during item 4 , Caroline Browne (CB), Jocelyn Cornwell (JC) (Chair), Carol Jones (CJ), Amrat Khorana (AK), Bill Kilvington (BK), Farrah Pradhan (FP) (associate trustee), Michele Salter (MS) (Treasurer)
In attendance	Nathan Bacon (NB) (Director of Operations), Lisa O'Dwyer (LOD) (Director Medico-legal Services), Nicky Rushden (NR) (Finance Manager), Paul Whiteing (PWh) (CEO), Rachel Wright (minutes)

1. Apologies of absence

Apologies for absence were received and accepted from Janine Collier and Ed Maycock.

2. Declarations of interest

There were no declarations of interest.

3. Minutes of board meeting on 25th June 2024

The chair presented the minutes of a board meeting on 25th June 2024 for approval whereupon they were unanimously approved as a true and accurate record of the meeting.

Matters arising: Before a full list of projects could be kept alongside the risk register (action 160 on the action log) a discussion on committee structures around projects was required, said the CEO.

The chair reported on a conversation she and FP had had about offering associate trustees a structured programme of support and mentoring. FP, BK and AK would firm up a proposal as to what that offer might look like and bring it to December's board meeting.

The chair expressed her appreciation for the work the AvMA team had completed over the summer, which included the sale of Freedman House and the appointment of a director of fundraising, marketing and communications.

C0183: FP, BK and AK to draw up a proposal for a structured support/mentoring programme for associate trustees and bring it to December's board meeting.

4. CEO report

The CEO's report to trustees had been circulated with the meeting's papers.

There had been an encouraging response to the Harmed Patient Pathway (HPP) consultation. Of the 27 replies received in the first two weeks of its launch, 26 had been from patients (many not previously known to AvMA). The response to the in-person presentation about the HPP to the Patient Safety Commissioner management team had also been positive. NHS Resolution's board would consider giving public endorsement of the HPP.

Of the three charities in talks about establishing an all-party-parliamentary group (APPG) on patient safety, AvMA was the largest. Early discussion had focused on trying to raise funding for a secretariat; this resource would almost certainly sit with AvMA. In response to a trustee question about widening the partnership, the CEO felt there were no other charities as aligned with AvMA as the two charities already onboard. MS suggested the secretariat could extend non-standing invitations to other charities/relevant bodies to participate in the APPG on a topic basis. The CEO would talk further with MS about her experience of APPGs.

AvMA would draft a response to Royal Cornwall NHS Trust regarding the Dr Iuliu Stan scandal, calling for an independent investigation in the first instance.

MA joined the meeting.

At the board's request, the CEO talked about why the incoming director of fundraising, marketing and communications had been the best candidate for the job.

Trustees' skills audit 2024

The findings of the trustees' annual skills audit had been circulated with the meeting's papers. Following an in-depth discussion, the consensus was: i) to look to recruit four new trustees (at least one of which would be an associate) with a view to having a full complement of 12 board members; ii) to recruit new trustees via a staggered process that allowed for flexibility and opportunism and that factored in overlap between experienced and new trustees; and iii) to think creatively about how to reach out to more people including those not necessarily looking for a trusteeship, the under 40s, non-professionals and under-represented communities. Recruitment to start in Autumn 2024.

One trustee suggested compiling a profile of each board member to attract different types of applicants. Another recommended reducing a trustee's term of office from 9 years to 6 and calculating the amount of time the board needed/expected a trustee to commit. A third advised checking whether the board's membership reflected the people AvMA served. Trustees were reminded that one option was to co-opt people on to trustee committees who had expertise not found on the board.

It was agreed that the following professionals/expertise were needed to plug the main skills gaps on the board: i) medical and/or nursing; ii) finance expertise; iii) communications and marketing; iv) fundraising; v) public affairs and campaigning; vi) IT and AI; and vii) engaging people from under-represented communities.

The chair endorsed the following recommendations from MA: i) to set up a trustee-only meeting once a year, perhaps before December board meetings; ii) to circulate a feedback questionnaire after every board meeting; and iii) to plan a draft 12-month agenda for the board each year.

C0184: PWh to talk with MS about her experience of APPGs.

C0185: PWh to invite trustees to December's board meeting half an hour early for a trustee-only meeting; to circulate a feedback questionnaire after every board meeting; and to plan a draft 12-month agenda for the board each year.

5. Five-year financial plan

The draft five-year financial plan had been circulated with the meeting's papers. The CEO gave a high-level summary of the plan, explaining the assumptions on which it had been built. Trustees noted and approved the plan as a basis for supporting AvMA's long-range planning and strategy on the basis that it was a forecast, not a budget.

6. Freedman House proceeds of sale

The CEO gave a high-level summary of the recommendations, circulated with the meeting's papers, for using the proceeds from the sale of Freedman House.

After a lengthy discussion, it was agreed the capital from the sale would be ring-fenced (and not added to from any other reserves) for approximately two years until AvMA had better evidence of the impact of: i) the uncertainties to its income arising from fixed recoverable costs; and ii) the arrival of the new director of fundraising, marketing and comms.

It was also agreed that the interest on the net proceeds of the sale (aka legacy interest) would be used, in the short-term, to fund a resource around policy and campaigning: a longer-term plan for the use of this money would be considered and implemented once income generation was on a sounder footing. Trustees noted that spending the legacy interest would erode the value of the capital from the sale given the impact of inflation.

Regarding messaging, trustees agreed that there would need to be a lot of cross-communication between the incoming director of fundraising, marketing and comms and the medico-legal department to ensure everyone was happy with the way in which AvMA presented itself to donors and others. The CEO would speak with the incoming director on 30th September to get her views on starting to spend the legacy interest before she officially took up her post.

In response to a trustee querying whether investing the legacy interest on the money market alone rather than in a range of investments was the best investment strategy, the CEO and finance manager would discuss this offline once Castlefield had produced their annual review for AvMA based on the charity's predicted five-year plan.

The board and executive were reminded that oversight of campaigning work should rest with QOC.

C0186: PWh to get AD's views on starting to spend the legacy interest before she officially takes up her new post.

C0187: PWh & NR to consider investing the legacy interest from the sale of FH in a range of investments such as shares & bonds and discuss with MS.

7. Year-one plan update

An update on progress with year-one priorities and outstanding items from the 2019-2024 five-year plan had been circulated with the meeting's papers.

The CEO was commended for making good progress across four of the plan's strategic objectives. Trustees thought the five core pillars, under which the chosen KPIs would be grouped, were a great start. They briefly discussed how best to measure AvMA's delivery regarding the first pillar "Those we seek to support". They recommended renaming the second pillar "Finance" as "Financial efficiency" could be read as shorthand for "cuts." Obtaining stakeholder feedback as a benchmark was also recommended, as was adding a pillar around policy influence, campaigning, reputation, and another around governance that could be merged with "Compliance." Acknowledging that benchmarking in some instances would not be easy, it was agreed to start with some of the pillars and refine them

going along. The CEO and MA would discuss offline measures for evaluating delivery under “Governance.”

Trustees once again repeated their request for progress charts/visual representations showing how the strategy and projects were progressing. The CEO would action this.

The CEO flagged his and LOD’s thinking regarding facilitating remedies for complainants who did not meet the bar for litigation.

In response to a trustee question, the CEO would talk to the chair about the scope and timing of a review of AvMA’s services to ensure they were as effective as possible.

At trustees’ request, the CEO would subsume the crossovers from the previous operational plan into the current strategy and action plan.

C0188: PWh to contact MA to discuss benchmarking board governance.

C0189: PWh to send trustees progress charts/visual representations showing how the strategy’s KPIs and other projects are progressing.

C0190: PWh to talk with JC about the scope and timing of a review of AvMA’s services to ensure they are as effective as possible.

C0191: PWh to subsume the crossovers from the previous operational plan into the current strategy and action plan.

8. Revising committee structures

A proposal to revise the structure of trustee committees and working groups to better align them with AvMA’s strategy had been circulated with the meeting’s papers. (Proposed timing of the implementation of the new structure: start of the new financial year.)

There was a comprehensive and helpful discussion about the proposal that elicited different points of view. MA felt that before putting a new committee structure in place the board needed to look at the broader way in which it operated and needed to consider how it dealt with projects, adding that non-executive scrutiny on big strategic projects was needed. Other trustees were broadly supportive of the proposal; however, there was general concern that the scope of each new committee was too broad, not least the finance, investments, HR, IT, compliance, and risk committee: there were too many big topics for this committee to properly attend to in the time available. Also, bringing HR into finance was a concern from a messaging point of view – the optics might be better if HR sat possibly within service delivery. Each committee would need subject expertise for all topics on its agenda, it was said.

Regarding project boards for trustees, as suggested by MA who had flagged the backlog of projects that had not been actioned and of which trustees had no oversight, e.g., new staff handbook, staff remuneration review, new website, establishment of an oversight group for organisational change, it was agreed that keeping a list of projects was essential and reporting to trustees on projects needed to be improved. The register of projects could include the committee/board body responsible for oversight of that project. The general feeling was that oversight of project work could be incorporated into a committee structure (but perhaps not the structure proposed) so long as there was a reliable reporting mechanism back to the board that projects had taken place, and committees’ terms of reference stipulated cross-communication with each other. It was also agreed that the board had to be clearer about the difference between strategic and operational projects, with trustees only needing oversight of strategic projects. The CEO would reconsider the scope of the new committees and the timing of the implementation of the new structure by December’s board meeting. He would also organise a governance-and-strategy-review awayday for trustees in 2025, possibly in the spring/summer.

The chair was pleased to say she thought AvMA had an effective, engaged and active board.

C0192: PWh to reconsider the scope of the new committees and the timing of the implementation of the new structure by December's board meeting.

C0193: PWh to organise a governance-and-strategy-review awayday for trustees in 2025, possibly in the spring/summer.

9. CRM business case

Following a brief discussion, during which NB answered trustee questions, the business case for an increase of £57,567.50 to the CRM budget was agreed. The board would review the implementation of the CRM in one year's time to consider the lessons that had been learned.

The chair was pleased to note from Ed Maycock's report that the events department had started using the CRM to enter bookings for panel meetings and conferences.

C0194: PWh to add review of implementation of the CRM to a 2025 board meeting agenda.

10. Draft annual accounts 2023/24

Trustees were asked to note, and offer any comments on, drafts of the annual report and statutory accounts 23/24 prior to their presentation at the AGM. JC would send her comments on the report to the CEO separately.

The board agreed and confirmed that it had every reason to believe that AVMA would be a going concern until at least December 2025.

At the finance manager's request, trustees would let her know at the end of the meeting whether they or a related party (i.e., family members or any organisations that they or their family controlled/had a significant (25%+) interest in) had had any financial transaction with AvMA from April 2023 onwards.

C0195: JC to send her comment on the draft annual report 23/24 to PWh.

C0196: Trustees to let NR know of any financial transactions they or related parties had had with AvMA since April 2023.

11. Risk register review

The latest version of the risk register had been circulated with the meeting's papers.

In response to trustee observations and requests, the CEO would: i) remove risk 11 from the register as this was now an issue that needed managing rather than a risk; ii) change "2024" to "2025" in risk 17; iii) include fundraising and income generation as mitigation in risk 13; iv) remove risk 19; v) add a code to explain the direction of the risk-lessening/risk-increasing arrows.

MA would email NB about numbering risks consequentially.

C0197: PWh to amend the risk register as agreed.

C0198: MA to email NB about numbering risks consequentially.

12. Finance and investment committee report

Draft minutes of the meeting on 3rd September 2024, the Management Accounts report and the latest management accounts had been circulated prior to the meeting for information.

Trustees agreed to adopt Castlefield's recommendation that two signatories be increased to three, one of which would need to be a trustee. NR would email trustees asking for their confirmation of this in writing.

C0199: NR to email trustees for their confirmation of an increase in signatories from two to three.

13. Quality and outcome committee report

Draft minutes of the meeting on 24th September 2024 had been circulated shortly before the meeting to members of the committee for information. There were no questions.

14. IT and digital steering group report

Draft notes of the meeting on 5th September 2024 had been circulated with the meeting's papers for information. Staff were congratulated on obtaining cyber security essential certification for AvMA. In response to a trustee's concern about the use of the word "circumvent" on the final page of the circulated draft minutes, NB assured the board that AvMA had only explored legitimate ways of obtaining cyber security essential accreditation.

15. Income generation working group report

Draft notes of the meeting on 27th June 2024 had been circulated with the meeting's papers for information.

The chair explained why a re-think of AvMA's patrons was needed.

16. Short-life working group on expanding AvMA's reach

Draft notes of the meeting on 8th July 2024 had been circulated with the meeting's papers for information.

17. Managers' departmental reports

The managers' reports had been circulated with the meeting's papers for information.

LOD gave a high-level summary of her report. Trustees were pleased to note how far some of the significant work she had done had moved AvMA along. At the chair's request, LOD would drill down further into the EDI data to find out if socio-economic groups 1-10 were equitable.

If/when needed, the CEO would take up CJ's offer to supply data on how many clinical negligence cases failed in terms of there not being an opportunity to litigate.

In response to a trustee asking whether there was causality between TOIL hours and staff sickness hours (ref: People Report), NB was confident there was no link.

C0200: LOD to drill down further into the EDI data re socio-economic groups 1-10 as per JC's request.

18. AOB

In the new year, the CEO would arrange a post-Christmas trustee/staff get-together.

Next meeting: 12th December including the AGM.

There being no other business to discuss, the meeting ended at 16:50.

C0201: CEO to arrange a trustee/staff post-Christmas get-together.

19. Dates of 2025 meetings

18th March, 24th June, 23rd September, 9th December (includes AGM)