

Minutes Directors Meeting Amber Valley Health 6/8/18

Attendees: Justine, Kaysia, Anne, Nic, Marion

1. Review action points from last meeting:
 - a. See (2) for update on Articles of association and director role
 - b. No update to Nic about pathology code. Marion has heard that discussion has been held with partners and currently not agreeing to the supply of a pathology code. Discussion around the possibility of different approach for the patients but agree this would be putting the burden on AVH clinicians and not allowing them to ensure best patient care. Agree further discussion needed and with no pathology code, it would not be safe for patients to be seen in this setting. **Nic to email to offer further discussion.**
 - c. Justine has a provisional spec for the dressings clinic nurse and HCA roles. Aim to add this service in on November rota which will probably be coming out around mid September. **Justine to circulate spec to other directors for approval**
 - d. Kaysia has discussed Marion's ongoing role with SMC and partners there are happy for her to remain on payroll to allow AVH mechanism to pay Marion.
 - e. Discussions with Cheryl/Marion, and Marion's input have helped show the directors some of the difficulty in their dual roles. Aware that we are fully supportive in their input and agree sensible to "cc" in the directors to any decision making emails to allow us to show support as needed.
2. Directors' scope of practice/director funding:
 - a. Taking viewpoint of shareholders from email correspondence, all in agreement that the ability to set and change own remuneration without the need to inform or seek assent from the shareholders feels uncomfortable. No concerns with the current remuneration set, although some discussion about whether other "ordinary duties" of directors should be included rather than hourly rate – e.g. directors meetings. Agree that since currently these are ad hoc – to remain on hours spent. Within articles is a mechanism for the directors to make a statement to shareholders that further decisions will be brought to a shareholders meeting. **See action point below.**
 - b. Some discussion around the delivery of the information to the operational group and the mixture of: operational group, directors and shareholders that need to be informed at different levels. Agree an email to the shareholders and operational group is necessary to clarify roles. **Nic to draft email to share with others before sending**
3. SLA:

- a. Awaiting Rob Hill's review of this. All agree with SLA as stands and directors happy to sign. **Marion to check with Rob Hill if any recommended adjustments and then liaise with Jessops to arrange.**
4. Insurance and management liability:
 - a. Management liability insurance invoice is back and need to accept, no concerns raised. **Marion to email MPRS to accept and pay invoice.**
 - b. Awaiting further correspondence from underwriters about the company indemnity policy. **Marion to email MPRS to chase, to "cc" in directors to reply if needed.**
5. Monitoring Clinicians in hub:
 - a. Discussion around the need to perform some audits both on individual clinician level (for indemnity purposes) and at a service level to check for safety. Some discussion around how frequently to perform and clarifying purpose of the auditing/review. **Anne to create proforma and look into this.**
6. PPG Presentation:
 - a. This went well and patient groups showing a desire to be involved and informed. They had some interesting feedback and viewpoint on e.g. patient survey. All agree this is a positive thing, but no clear mechanism on how to get them involved. They suggested attending Operational group meetings, which seems a reasonable request although may need some adjustment to the meeting to keep the discussions appropriate. Agree that a larger area forum would allow us to interact with this larger PPG group and this is necessary first. **Marion to email round to PPG chairs to organise an "AVH PPG meeting"**
7. Resilience Money:
 - a. Need to complete form, taking into account emails from larger group. To try to keep specifics to a minimum allowing further discussion on direction taken with this funding. **Nic to complete form to submit to CCG.**
8. IT Update:
 - a. Meeting due 7th August with IT/CCG to discuss needs and position. Agree complex GDPR and information governance concerns will be raised if all AVH staff are able to access all 9 practice clinical systems. **Marion/Nic to update group after meeting**
9. CQC:
 - a. Kasyia has had a discussion with CQC over the phone, they do not think our format requires registration, they recommended a change in the statement of purpose for each of the 9 involved practices to reflect the change in service provided. **Kasyia to email to CQC to get this in writing and create a statement and instructions for practices so this can be added.**

10. Financial update:

- a. Review of current financial position. Including now agreed 30p set up monies and additional month September money there is currently a surplus of around 200,000 in the financial forecast. Aware that this does not allow for certain costs e.g. managerial and directors hours costs, indemnity, possible 2nd hub in future.
- b. Discussion around the bank set up, Marion due conversation with Natwest on 7th August. SMC still able to act and complete invoices on behalf of company, this will be much more complex when service starts but anticipating company bank account prior to this. **Marion to update any necessary steps following discussion with Natwest.**
- c. Marion asking whether directors should be invoicing for monthly remuneration. Agree no, and this will be paid automatically. **Marion to add to finance information.**

11. AOB:

- a. None raised.

Proposed date for next meeting: Monday 20th August

Actions:

Who	What	When
Nic	Discuss pathology code and extended access appointments	Initial email 10 th August, to aim for outcome by next meeting (20 th).
Justine	Circulate dressings clinic HCA/nurse specifications to directors	Before 1 st September
Nic	Form email to explain discussion around directors remuneration to shareholders. Share with directors for comments.	8 th August
All	To comment on above email to allow circulation to the operations group	10 th August (to allow email to be completed and for discussion at OG Meeting)
Marion	To ensure SLA reviewed by Rob Hill and act on comments as necessary	Before 10 th August – to pass to Cheryl if needed.
Marion	Email MPRS, update on indemnity	8 th August

Anne	To look further into clinician review format, and service review format. Produce plan of action by next meeting.	Available for review prior to 20 th August
Marion	Email PPG chairs and set up PPG AVH group	1 st September
Nic	Complete resilience money proforma for CCG and return to Carol Foster	8 th August
Nic/Marion	IT update to group	8 th August
Kaysia	Email CQC to get advice in writing if possible.	1 st September
Kaysia	Construct and email out addition to statement of purpose and instructions to AVH practices (and Ripley Medical)	20 th August
Marion	Complete bank set up with Natwest	1 st September