



**MINUTES OF BHA BOARD MEETING HELD ON  
Thursday 18<sup>th</sup> Sept 2008  
@ 464 Chester Road  
4pm – 7pm**

**Present:**

**Board members:** Simon Blake (SB – Chair), Richard Turvey (RT - Treasurer), Mansoor Shah(MS), Maureen Ndlovu(MN)

**Staff:** Priscilla Nkwenti (PN), Nik Barstow (NB), Qurab Ahmed (QA), Marcella Turner (MT – Minutes) Mark Claydon(MC)

**Observer: Karen Gabay (KG)**

NO	ITEM	DISCUSSION	ACTION
<b>SECTION 1: Standard Business</b>			
1a	<b>Welcome / Apologies</b>	<p>SB welcomed all to the meeting.</p> <p>Apologies received from: Claudette Webster (CW – Chair) Tony Durrant (TD, Trustee) Ekaete Assiak (EA, Trustee)</p> <p>SB welcomed all to the meeting and also welcomed Karen Gabay, who attended the meeting on a observatory basis, as a potential trustee.</p> <p>SB requested that the Trustees introduce themselves and provide information as to their background to KG.</p> <p>KG gave a brief outline as to her background, which included presenter and producer for BBC Manchester, television and radio.</p>	
1b	<b>Minutes of meeting held on 23<sup>rd</sup> April 2008</b>	<p>SB asked the meeting to go through the Minutes of 23<sup>rd</sup> April for accuracy.</p> <p>The minutes were confirmed as true and accurate record.</p>	
1c	<b>Matters arising from the meeting held on 23<sup>rd</sup> April 2008</b>	<p><u>Trustees visit to Arise Service</u> MT reminded the Trustees that the service users of the Arise project remain keen to have visits from Trustees at their weekly drop-in which takes place every Monday, 12.30pm – 3.30pm at the Zion Health Community Centre at 339 Stretford Road.</p> <p><b>Action: MT to send out an email to Trustees giving details of the Arise Drop In</b></p> <p>MS joined the meeting at this point.</p>	<b>MT</b>

		<p><u>Routes Article for The Guardian / Mtg with CW, PN &amp; NB</u>  MT confirmed that the 'Out of the Lion's Mouth' report produced by Routes did not benefit from any media coverage from The Guardian. However PN has made initial contact with Boni Soames – a freelance writer - in relation to her doing an article about BHA as a profile raising exercise.  <b>Action: PN/MT to re-establish contact with Boni Sones and take forward</b></p> <p><u>YBP Contract – clarification of BME exclusivity</u>  NB confirmed that only the Camelot contract specifies that the funding provided is for working with young black men. This is the only one of the three YBP funding contracts that targets this group. SB commented that if there is no threat to the contract and it can be said there is a specific issue relating to the group you are working with, then this should not pose a problem.</p> <p><u>BHA Health Event Report &amp; Press Release</u>  NB handed out the report that came out of the health event hosted by BHA back in March 2008. NB has been in conversation with CC+ and the Equality Foundation with regards to the distribution of the report.</p> <p><u>Social Responsibility Policy Update</u>  NB reported that the matter of a social responsibility policy came out of many contracts we engage with requesting a statement from BHA about the organisation's stand on environmental issues, training and equal access to employment.</p> <p>NB proposes to adopt Manchester City Council's policy around social responsibility. If Board is happy, it is something that can be developed and implemented. The trustees expressed no concern as regards taking this forward.</p>	PN/MT
<b>SECTION 2: Strategy and Decision Making</b>			
<b>2a</b>	<b>Treasurer's update</b>	RT asked that QA provide the update.	
<b>2b</b>	<b>Finance Report update</b>	<p><u>Report to Board</u>  This document is included in the Board papers</p> <p><u>Management Accounts</u>  QA directed the meeting to the accounts and made the following comments:</p> <ul style="list-style-type: none"> <li>▪ Apologies that figures are missing for the audit and final accounts, as they were only received this morning</li> <li>▪ Trustees' approval of the accounts will be requested at this board meeting</li> <li>▪ Accounts are looking good. We had set ourselves a target in the Strategic Framework to achieve a figure of £2.5m – this has almost been exceeded.</li> <li>▪ Increase of 24% from last year</li> </ul>	

		<p>QA directing the meeting to page 17 of the accounts.</p> <ul style="list-style-type: none"> <li>▪ Surplus: £237,655</li> <li>▪ Reserves: £486.055</li> <li>▪ Unrestricted reserve: £346,751</li> </ul> <p>RT commented that whilst the organisation's finance position is improving, caution must be taken so that the financial position does not become too strong, therefore affecting the success rate of securing funding. Need to ensure that balance sheet does not look too healthy. RT felt the figures can be relied on and wanted it noted that the accounts reflected the excellent work of QA and her team.</p> <p>QA continued with her update as follows:-</p> <ul style="list-style-type: none"> <li>▪ The lease on Chester Road office runs out in August 2009 therefore looking to move in July 2009. Financial investment will be required in order to fit out new premises</li> <li>▪ Recent recruitment of part-time Senior Finance Officer, full time Operations Manager and recruiting Quality Assurance Officer.</li> </ul> <p>SB queried whether the designated funds of £165k in the accounts had been agreed at a previous Board meeting, recorded in the minutes, and had the auditors had sight of the minutes by way of proof that the correct procedure had been followed. QA confirmed that this had not been done due to the Board scheduled in July being cancelled. Following a brief discussion, it was agreed to do the following:-</p> <ul style="list-style-type: none"> <li>▪ Add the matter of the designated funds onto today's agenda and then agree the designated funds of £165k figure</li> <li>▪ Approve the accounts</li> </ul> <p>Trustees agreed that they wanted the £165,000 designated.</p> <p>QA continued with her update as follows:- A few issues raised within the Audit Report,:-</p> <ul style="list-style-type: none"> <li>▪ Governance – attendance at board meetings is quite low, need to improve in this area.</li> <li>▪ No Conflict of Interest policy. BHA do have one, albeit outdated.</li> <li>▪ Company Secretary – since Joel Richman's death, we have not replaced him. Need to appoint someone.</li> </ul> <p>SB commented that the attendance at recent board meetings has been unsatisfactory. There was also poor attendance at the recent awayday. Trustees need to either take responsibility to commit or to say they are unable to continue.</p> <p>MN responded that the timing of board meetings</p>	
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	<p>has been difficult for her, however would like it noted that she is reconfirming her commitment to being a BHA Trustee.</p> <p>MS commented that when the Board meetings are scheduled so far apart it is easy to lose sight and become involved in other areas.</p> <p>There followed a discussion in which the following points/suggestions were made:-</p> <ul style="list-style-type: none"> <li>▪ Change frequency to bi-monthly</li> <li>▪ Change timing of meeting – perhaps a full day, to take place on a quarterly basis</li> </ul> <p><b>Action: SB to present a proposal to CW to review the frequency and timing of board meetings for increased effectiveness</b></p> <p>RT commented that the HR and Finance sub committee were facing similar difficulties around commitment and proposed a change in its membership. RT also suggested that the next HR&amp;FSC meeting should include:-</p> <ul style="list-style-type: none"> <li>▪ Agreeing Terms of Reference</li> <li>▪ Definition and review of ‘reserve policy’</li> <li>▪ Pick up financial risk from awayday</li> <li>▪ use committee to plan ahead re: the securing of new premises</li> <li>▪ discussion around salaries</li> </ul> <p>Suggested membership: RT, QA, MC, KMc, plus one other trustee.</p> <p>RT prepared to put whole day in diary for this to happen.</p> <p>RT requested that the Board agree today to the purchase of a HR System and that it would be in place by end October. SB agreed funding for HR system and this was seconded by MS.</p> <p>SB agreed on behalf of CW the revised membership of the HR &amp; Finance sub committee</p> <p>QA reminded the Trustees that the role of ‘Secretary’ was still vacant. MS appointed as Secretary in the interim until the AGM.</p> <p>QA requested that the Board agree to the new bank signatories, as the bank had mislaid the original mandate. The board agreed the following signatories:- Chair, Vice Chair, Treasurer, secretary, PN and QA</p> <p>RT proposed that the accounts are agreed. This was seconded by MS and MN.</p> <p><b>Action: QA to bring the relevant documents to the AGM for the purpose of adoption</b>  <b>Action: Finance and HR sub committee to agree to suggested changes at next meeting</b></p> <p>QA reported the problems that have been experienced in sending petty cash to staff in Leeds</p>	<p><b>SB</b></p> <p><b>QA</b> <b>QA/RT</b></p>
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		<p>and Lancashire – particularly Leeds. QA suggested the opening of separate bank accounts, to replace the current process of sending a cheque, transferring money into relevant account and the necessity of the two signatories being available in order to access the cash. Access to separate account would be a safer and more efficient option. The accounts would be controlled from Core office. Projects would receive no income into the account, only funding requested would be placed in account as and when requested.</p> <p>Leeds do a lot of prevention and support activities – drop in sessions where providing small items of food, travel costs, individual service users is necessary. They do have access to a hardship fund, but additionally money is required for the activities they deliver.</p> <p>SB expressed his unease at the proposal of additional accounts and suggested setting up accounts with taxi firms etc. He was not concerned about additional bank accounts, rather about the amount of money placed within them.</p> <p>MC commented that he felt the issue to be an operational one and it is ultimately about Leeds being able to access funding when needed.</p> <p>PN requested that the board agree to the proposal of additional bank accounts.</p> <p>RT queried how many additional accounts would there be.</p> <p>QA – confirmed 4 – with Leeds having the most money in, around £1000. Other accounts £200 maximum. Services would still be expected to reconcile their petty cash.</p> <p>Trustees agreed to open the additional accounts.  <b>Action: PN and QA to speak about where hardship funding goes and confirm with Board</b></p> <p><u>New Financial Control 2008</u>  This document included in the postponed July Board meeting.</p> <p><u>Delivery of Training to Managers/coordinators re: New Financial Control System</u>  QA confirmed the relevant training had been delivered.</p>	<p>PN/QA</p>
<p>2c</p>	<p><b>BHA Structure</b></p>	<p><u>Recruitment Update</u>  PN welcomed MC – the recently appointed Operations Manager. MC to take responsibility for all services, apart from LINKs.</p> <p>There is a now a Senior Management Team consisting of QA/NB/PN/MC. The SMT will meet weekly to take forward actions that come out of the Board and Management Team mtgs. MC will do the TOR.</p>	

	<p>MC commented that his first couple of months with BHA interesting. Attended Quarterly team mtg yesterday, a chance to meet everyone and gave him the opportunity to get message across of what he is trying to achieve. He is in the process of developing an Action Plan.</p> <p><b>Action: MC to complete Organisation Structure diagram and send to MT for inclusion with the Minutes.</b></p> <p>PN directed the meeting to the Strategic Review 06/09 document, to the recent Review dated 2008 and to the subsequent Action Plan.</p> <p>The three main areas identified in the review are:</p> <p><u>Evaluation</u></p> <ul style="list-style-type: none"> <li>▪ Consultant identified pockets of very good practice – other areas very little happening if anything at all.</li> <li>▪ Barriers around not being effective</li> <li>▪ Now have additional capacity – looking at tools, templates,</li> <li>▪ No baseline from which to measure – looking at how to create baseline for looking at projects</li> <li>▪ Looking at how we integrate all the systems – information easily accessible.</li> </ul> <p><u>Profiling</u></p> <ul style="list-style-type: none"> <li>▪ Information officer in post</li> <li>▪ Profiling BHA to include communication, corporate image/brand</li> <li>▪ BE working around media training and working closely with KMc to identify other key training areas.</li> <li>▪ Services producing and presenting shows in conjunction with ALL FM</li> <li>▪ At local level profiling is happening, but need to look at regional and national levels.</li> <li>▪ Looking at central pot of money to expand this area</li> <li>▪ National event: Feb 09 – put together event group to plan ahead</li> <li>▪ New BHA website scheduled to go live in November 2008</li> </ul> <p><u>BHA Policies</u></p> <ul style="list-style-type: none"> <li>▪ Need to improve staff involvement with the development of policies</li> <li>▪ Improvement required in adhering to policies</li> </ul> <p>Due to not having the correct system, some of the procedures within HR are experiencing problems. Staff need to take responsibility and the SMT need to look at how to manage the process of review.</p> <p>The target to address the above is set at March 09 and the SMT will constantly evaluate the processes in place</p>	<p><b>MC</b></p>
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		<p>Looking to recruit Quality Assurance Officer by mid November</p> <p>Other areas that require attention are:-  <u>Training</u>  KMc is working on the development of a training strategy</p> <p>PN asked the board to feedback any comments to her in relation to the Strategic Review Action Plan as she is still working on the document.</p> <p>RT wanted it noted that he was encouraged by PN's Action Plan and thanked her for producing it.</p> <p>SB commented that in order to produce the business plan – the SFR is part of this and needs to be the bedrock of the business plan and it is important to get it right. A timetable is required in order to establish what the objectives are and to start the process.</p> <p>SB also expressed his gratitude to PN for pulling together and requested that PN prepare a process around the strategic planning which set the high objectives for the development of the business plan, to include a resources strategy.</p> <p>RT suggested an awayday to take forward the production of the Business Plan</p> <p><b>Action: Trustees to feedback any comments on the Action Plan</b>  <b>Action: BE to email Trustees the link for the new website again</b>  <b>Action: SMT to discuss timetable and production of business plan</b>  <b>Action: PN to complete Action Plan present at next Board meeting</b>  <b>Action: SMT to bring draft business plan with actions that came out of SFR built into it.</b>  <b>Action: MC to provide template for business plan</b></p>	<p>Trustees</p> <p>BE</p> <p>SMT</p> <p>PN</p> <p>SMT</p> <p>MC</p>
2d	<b>Risk Management and Funding Strategy Awayday update</b>	<p>Following the RM&amp;FSA QA and PN pulled together a report, which will be used as a checklist when producing the Business Plan</p> <p><b>Action: QA/PN to distribute Report</b></p>	<p>QA/PN</p>
2e	<b>Recruitment of Trustees Karen Gabay Roy Jones</b>	<p>Karen Gabay – PN requested that the Trustees proposed to co-op KG onto the Board.</p> <p>SB proposed the co-option of KG. This was seconded by MS, RT and MN.</p> <p>There followed a short discussion around the recruitment of additional Trustees, preferably with the skills that are currently missing. There is a new requirement of the Charities Commission that Trustees should have job descriptions relevant to the position they hold on the Board.</p> <p>PN reported that a recent audit of the current</p>	

		Trustees was undertaken and CW is working on job descriptions. <b>Action: PN to provide background paper, to include how many trustees, what is required, skills required etc</b>	PN
<b>SECTION 3: Reports and Updates for Information</b>			
3a	<b>Chair / Vice Chair update</b>	As CW was not present, there as no update from the Chair. SB felt that most matters had been discussed and had noting further to add.	
3b	<b>Chief Executive Report</b>	PN provided the following update:- <ul style="list-style-type: none"> <li>▪ Negotiating with funders around the various areas of work. Drafting SLA's.</li> <li>▪ Involved in number of consultations</li> <li>▪ Invited by DoH looking at S64 – a funding bid has been submitted to them</li> <li>▪ BHA invited by Strategic Health Authority to look at how they engage BME communities in the 'Big Drink' debate. BHA will probably be lead agency – but will not take on if project is too big.</li> </ul>	
3c	<b>Personnel &amp; Finance Committee update / Salary Review MT</b>	NB reported on the new pay structure for the LINKS team, which has increased capacity – 16 people. Pay increases were linked to where staff were in terms of grading etc. NB suggested that the pay structure may act as a model that can be used in other services within BHA.  HR & Finance sub committee to look into existing BHA salary review process and put forward a draft policy to the Trustees to agree  SB commented that due to BHA's size, it may be beneficial to have an external consultant conduct the review <b>Action: HR &amp; Finance sub committee to identify the steps to be taken in relation to the salary review process</b>	HR & Finance sub
3d	<b>Project Reports</b>  <b>Operations Manager Report to Board</b>	Trustees were directed to the Reports to the Board for July and September 2008.  ARISE – MS queried whether the recruitment process had commenced to replace JM.  MC provided the following update:- SN pushing Dept of Health to reach a decision re: the renewal of contracts Team not currently being utilised to the full – looking at providing BME sexual health helpline  PN reported that she met with Kay Orton and Robert Goodwin who indicated that Arise and AAH's contracts would be renewed.  SB reported that he thought that all sexual health helplines i.e. THT, Sexual Health Direct, Brook, along with AAH - were going out to tender <b>Action: SB to look into the position and feedback to PN</b>	SB

		RT commented that he would like to see 'Project Reports' higher up on the agenda in order that a full discussion can be held in relation to queries raised within reports	
<b>SECTION 4: Any Other Business</b>			
4a	<b>BHA AGM</b>	<u>Annual General Meeting</u> Date: Weds 22 <sup>nd</sup> October 2008 Time: 3.30pm – 5.30pm Venue: Windrush Millennium Centre	
	<b>BHA EVENT</b>	<u>BHA Event</u> Date: Thurs 13 <sup>th</sup> November 2008 Time: 7.30pm – 1.00am Venue: The Place Hotel, Piccadilly, Mcr <b>Action: MT to send invitation to Trustees</b>	<b>MT</b>
	<b>MCR LINK Launch</b>	<u>MCR LINKs 'The Big Tent' Launch Event</u> Date: Tues 7 <sup>th</sup> October 2008 Time: 11am – 4pm Venue: Albert Square (Outside Town Hall)	
		<u>Commonwealth Fellowship</u> This is BHA's fourth year participating in the Commonwealth Fellowship Programme. This year BHA will be hosting a fellow from Jamaica, Michaela Cameron. Michaela works with the Jamaica Red Cross as coordinator for the HIV/AIDS and Youth Programme.	
		<u>Service Users' Board Representation</u> Trustees felt this to be a good idea, but stressed that the service user appointed must receive training and support prior to sitting on the Board <b>Action: SB to ascertain Brook's process for recruiting service users onto the Board and feedback at next meeting</b>	<b>SB</b>
<b>DATE OF NEXT MEETING: tbc</b>			