**NHS Business Services Authority**

**Summary of confirmed Minutes of the NHSBSA Board Meeting**

**held at 9.30am on 16 March 2023 at Stella House, Newburn Riverside, Newcastle upon Tyne and via video conference**

**Present:**

Sue Douthwaite Chair

Michael Brodie Chief Executive

Debra Bailey Non-Executive Director (Stepped out of meeting for Item 23/39)

Kathy Gillatt Non-Executive Director

Mel Tomlin Non-Executive Director (Stepped out of meeting for Item 23/39)

Brendan Brown Chief Operating Officer (Stepped out of meeting for items 23/43 and 23/44)

Darren Curry Chief Digital, Data & Technology Officer (Stepped out of meeting for items 23/43 and 23/44)

Mark Dibble Executive Director of People and Corporate Services

Andy McKinlay Executive Director of Finance, Commercial and Estates (Stepped out of meeting for items 23/43 and 23/44)

Allison Newell Executive Director of Strategy, Performance, Business Development and Growth (via Video Conference) (Stepped out of meeting for items 23/43 and 23/44)

**In Attendance:**

Nigel Zaman Senior Programme Manager, Department of Health and Social Care (DHSC)

David Jukes Head of Governance and Corporate Secretary (Secretary to the Board)

Caitlin Affleck-Brodie Market Research and Business Intelligence Analyst (via Video Conference) (Item 23/30 only)

Michael Costello Head of Strategic Finance (Item 23/30 only)

Gordon Coyne Director of Workforce Transformation (Items 23/28 and 23/29 only)

John Douglas NHS Pension Scheme Finance Manager (via Video Conference) (Items 23/33 only)

Martin Kelsall Director of Primary Care Services/ Interim Chief Portfolio Officer (Items 23/28 and 23/29 only)

Georgia MacWhirter Head of Financial Strategy & Planning (Item 23/30 only)

Melanie Maughan Wellbeing Manager (Item 23/32 only)

Jane Miller Head pf Wellbeing & Inclusion (Item 23/32 only)

Ada Okoli Programme Manager (Workforce Services Directorate) (Women’s Network Co-Chair) (Shadow Board Representative) (Stepped out of meeting for items 23/43 and 23/44)

Ashleigh Peel-Lowes Head of Strategy, Planning & Performance (via Video Conference) (Item 23/30 only)

Neil Pragnell Head of Portfolio Delivery (Items 23/28 and 23/29 only)

Chris Price ESR Transformation Programme Director (Items 23/28 and 23/29 only)

Graham Smith Head of Internal Audit, GIAA (Item 23/31 only)

Katie Wilkie Head of HR (Shadow Board Representative)

**23/23 Apologies for Absence and Declarations of Interest**

Apologies were received from Karen Seth. There were no declarations of interest declared in relation to Board meeting agenda.

**23/24 Minutes of the Meetings held on 9 February 2023**

The minutes of the previous meetings were **AGREED** as an accurate record.

**23/25 Matters Arising and Outstanding Actions from Previous Meetings**

The Board discussed outstanding actions. All actions were complete or not yet due.

The Board **NOTED** completed actions.

**23/26 Chair's Opening Remarks**

S Douthwaite welcomed A Okoli and K Wilkie to the meeting as Shadow Board Representatives.

S Douthwaite highlighted current events including ongoing national industrial action in a number of sectors, and the failure of Silicon Valley Bank and the national and global impact of such events.

S Douthwaite updated the Board on the meeting she had attended with M Brodie and A McKinlay on 15 March 2023 with Lord Markham in relation to the DHSC Efficiency and Reform Programme. M Brodie would give a further update as part of his Chief Executive’s Report item.

The Board **NOTED** the update.

**23/27 Chief Executive’s Report**

M Brodie presented the Chief Executive’s Report, highlighting the key points, including:

* M Brodie provided an update on the cross-ALB workstreams work.
* M Brodie assured the Board that the business was continuing its engagement with NHS Shared Business Services (NHS SBS) to manage the transfer of the government shareholding from DHSC to NHSBSA. Work continued in line with an anticipated transfer date of 31 March 2023.
* M Brodie provided an update on progress to finalise the ALB Review/ Public Bodies Review Programme report.
* M Brodie stated that HRT Pre-Payment Certificate remained on track for live operations in April 2023. M Brodie provided an overview of Pregnancy Loss Certificate.
* The Board discussed the Voice of the Customer section of the report.
* M Brodie highlighted to the Board that Best Companies had announced their engagement scores lists for Quarter 1 2023. The NHSBSA’s engagement scores had placed the business at the top of the list as the Best Not For Profit/Public Sector organisation to work for in the UK, 4th Best Big Business and high placements in each of the regional lists. The Board agreed that this was wonderful recognition for all of the teams and what they do to support the NHS and wished to congratulate all colleagues on this achievement.
* M Brodie provided an update on the Infected Blood Inquiry and the proposed timelines in relation to report publication.
* The Board were updated on the recruitment of a new Chief Portfolio Officer.
* M Brodie provided an overview of the meeting that he, S Douthwaite and A McKinlay had attended on 15 March 2023 with Lord Markham in relation to the DHSC Efficiency and Reform Programme.
* The Board wished to congratulate the business and colleagues who had been announced on the shortlist for the CCA 2023 Excellence Awards.

The Board **NOTED** the report.

**(Gordon Coyne, Martin Kelsall, Neil Pragnell and Chris Price joined the meeting)**

**23/28 Portfolio Update**

N Pragnell provided an overview of the report, including an overview of the current portfolio, financial forecast for 2022/23 and planned benefits.

N Pragnell updated the Board on the continuing development work in the Portfolio Team to align practices with Government Project Management Standards and Functional Standards.

The Board **NOTED** the update.

**23/29 ESR Transformation Programme Status Update**

G Coyne introduced the item. C Price provided an overview of key points.

The Board **NOTED** the update.

**(Gordon Coyne, Martin Kelsall, Neil Pragnell and Chris Price left the meeting)**

**(Caitlin Affleck-Brodie, Michael Costello, Georgia MacWhirter and Ashleigh Peel-Lowes joined the meeting)**

**23/30 NHSBSA Strategy 2023-26, Business Plan 2023/24 and Annual Budget 2023/24**

S Douthwaite welcomed colleagues to the meeting. M Brodie, A McKinlay and A Newell introduced the item.

A Peel-Lowes provided an overview of the draft Strategy and Business Plan. G MacWhirter provided an overview of the draft NHSBSA Budget 2023/24

The Board thanked all colleagues involved in the development of the Strategy, Business Plan and Budget.

The Board **APPROVED** the NHSBSA Strategy 2023-26. The Board **APPROVED** the Business Plan 2023/24. The Board **APPROVED** the proposed revenue and capital budgets for 2023/24, **NOTED** the other funding requested from DHSC and other funders for 2023/24, and **NOTED** the financial risks associated with the budget 2023/24

**(Caitlin Affleck-Brodie, Michael Costello, Georgia MacWhirter and Ashleigh Peel-Lowes left the meeting)**

**(Graham Smith joined the meeting)**

**23/31 Board and Chair Effectiveness Review 2022/23**

S Douthwaite welcomed G Smith to the meeting and introduced the NHSBSA Board and Chair Effectiveness Review report. G Smith reminded the Board of the approach taken and thanked all members for their input.

The Board reviewed the results, discussing key points. Overall, the review highlighted that the requirements of the Code of Good Practice for Corporate Governance and FRC Guidance on Board / Chair Effectiveness where relevant for NHSBSA as an ALB were being met. All required responsibilities were being suitably discharged with members consistently expressing positive affirmations against all key areas covered.

In the spirit of continuous improvement GIAA had identified a few opportunities to further enhance the effectiveness of arrangements, which could help move the operation of the Board “from good to great”.

The Board agreed to continue to reflect on the findings and the ongoing evolution of the Board at upcoming meetings.

The Board accepted the results of the review and thanked G Smith facilitating the review.

The Board **NOTED** the report.

**(G Smith left the meeting)**

**(Melanie Maughan and Jane Miller joined the meeting)**

**23/32 People – Wellbeing Offer Update**

J Miller introduced M Maughan and presented key points from the Wellbeing Offer Update report. The Board discussed the positive impact on colleague attraction and retention.

K Wilkie highlighted that the Shadow Board had been presented with a Deep-Dive item at the Shadow Board meeting, and members had recognised the focus on wellbeing and the positive impact for colleagues in their teams.

The Board thanked all colleagues involved in the development and delivery of the wellbeing initiatives.

The Board **NOTED** the update.

**(Melanie Maughan and Jane Miller left the meeting)**

**(John Doulas joined the meeting)**

**23/33 NHS Pension Scheme Finance – Office for Budget Responsibility (OBR) Spring 2023 Cash Flow Return**

J Douglas provided an overview of the Pension Scheme’s Spring medium term cash flow forecast, required by the Office for Budgetary Responsibility (OBR) and HM Treasury.

The Board **NOTED** the report.

**(John Douglas left the meeting)**

**23/34 Finance and Commercial Report**

A McKinlay presented the Finance and Commercial Report highlighting key points.

The Board **NOTED** the report.

**23/35 Contact Centre Services Platform Contract**

A McKinlay presented the Contact Centre Services Platform Contract paper. Following discussion, the Board **APPROVED** the award of a contract to Capita Business Services Ltd via the Crown Commercial Services (CCS), Network Services 2 Framework (Lot 13 Contact Centre Services) with a forecasted value of £5.09m for a period of 4 years commencing 1 April 2023 with two 12-month options to extend, and granted delegated authority to the Chief Executive Officer to execute the contract.

**23/36 COVID-Pass Delivery Partner Contract Extension**

A McKinlay presented the COVID-Pass Delivery Contract Extension paper. The Board **NOTED** the extension of the Covid-Pass Delivery Partner contract (C50516) made between The Secretary of State for Health and Social Care (subsequently novated to the NHS Business Services Authority) and NetCompany UK Limited dated 31 March 2022 for a period of 12 months with effect from 1 April 2023, with an estimated value of £2,006,400; and the issuing of a letter of commitment from the NHSBSA to UKHSA in respect of the UKHSA contract for Call Centre Solutions with HGS, with an estimated value of £1,561,975 for the financial year 2023/24.

**23/37 NHS Jobs Digital Capability Contract Extension**

A McKinlay presented the NHS Jobs Digital Capability Contract Extension paper. Following discussion, the Board **APPROVED** the extension of the TPX Impact Ltd (operating as Difrent Ltd) contract, prior to its current end date on 31 May 2023. for 6 months, and the increase of contract value of £1 million (increasing value from £3m to £4m) and granted delegated authority to the Chief Executive Officer to execute the extension.

**23/38 NHS Forms, Print, Exemptions, Cards and EHIC (FPECE) Contract – Price Increase**

A McKinlay presented the FPECE Contract – Price Increase paper. Following discussion, the Board **APPROVED** the change to the FPECE contract with Xerox UK Ltd to permit a contractually allowed paper price increase of 26.43% to be applied with effect from 01 April 2023.

**(Debra Bailey and Mel Tomlin stepped out of the meeting for Item 23/39)**

**23/39 Value Release Proposition – Postal Optimisation**

A McKinlay presented the Value Release Proposition – Postal Optimisation paper. Following discussion, the Board **APPROVED** the moving of Citizen Services’ postage spend relating to EHIC/GHIC and exemptions from the Royal Mail Postage Services contract to the Xerox FPECE contract and granted delegated authority to the Chief Executive Officer to execute the contract change. This would support the NHSBSA in achieving an efficiency saving of £84,633 over a period of 16 months.

**(Debra Bailey and Mel Tomlin rejoined the meeting)**

**23/40 Digital, Data and Technology (DDaT) Update**

D Curry presented the report highlighting key points.

The Board **NOTED** the update.

**23/41 NHSBSA Risk Review**

D Jukes introduced the item, stating that the paper included an overview of the NHSBSA’s arrangements, the current NHSBSA Strategic Risk Register and a draft Risk Appetite Statement for consideration and agreement by the Board for 2023/24.

D Jukes provided an overview of the draft NHSBSA Risk Appetite Statement for 2023/24 including the updates made. The Board recognised and agreed with the levels of risk appetite related to the areas highlighted. The Board provided feedback on some areas of wording to help improve clarity for the reader. D Jukes agreed to review the wording to help ensure clarity and circulate to Board for agreement.

The Board **NOTED** the arrangements in place for risk management – and the ongoing review and oversight provided by the Audit and Risk Management Committee. The Board discussed and **NOTED** the current Strategic Risk Register.

The Board **NOTED** the report.

**23/42 Business Performance Update (incl: Balanced Business Scorecard January 2023; and Operational Performance Temperature Check Report March 2023)**

The Board reviewed performance using the BBS. A Newell highlighted key points from the January 2023 BBS. The Board reviewed current performance using the Temperature Check Report. B Brown highlighted key points.

The Board **NOTED** the update.

**(Brendan Brown, Darren Curry, Andy McKinlay, Allison Newell and Ada Okoli left the meeting for Items 23/43 and 23/ 44)**

**23/43 Confirmed minutes from the Remuneration and Nominations Committee held on 12 October 2022**

The Board **NOTED** the minutes.

**23/44 Update from the Remuneration and Nominations Committee Meeting held on 9 March 2023 – Alert, Advise, Assurance (AAA) Report**

M Tomlin gave an update on the work of the Remuneration and Nominations Committee – this was summarised in an Alert / Advise / Assurance Report issued to the Board.

The Board **NOTED** the update – and the alerts, advice and assurance provided.

**(Brendan Brown, Darren Curry, Andy McKinlay, Allison Newell and Ada Okoli rejoined the meeting)**

**23/45 Confirmed minutes from the Audit and Risk Management Committee held on 16 November 2023**

The Board **NOTED** the minutes.

**23/46 Update from the Audit and Risk Management Committee Meetings held on 16 February 2023 – Alert, Advise, Assurance (AAA) Report (Incl: Audit Management Letter 2020/21)**

K Gillatt gave an update on the work of the Audit and Risk Management Committee – this was summarised in an Alert / Advise / Assurance Report issued to the Board.

The Board **NOTED** the update – and the alerts, advice and assurance provided.

The Board **ACKNOWLEDGED** receipt of the final NAO Annual Management Letter 2020/21.

**23/47 Any Other Business**

The Board discussed receiving an update on the work of Colleague Networks. M Dibble would propose an approach.

**23/48 Communications from the Meeting**

The Board wished to congratulate all colleagues for the high placings achieved in the Best Companies listings. The Board wished to congratulate the business and colleagues who had been announced on the shortlist for the CCA 2023 Excellence Awards. The Board thanked all colleagues involved in the development of the Strategy, Business Plan and Budget. The Board thanked all colleagues involved in the development and delivery of the NHSBSA’s wellbeing offer.

**23/49 Forward Agenda**

The Board **NOTED** the forward agenda.

**23/50 Date and Venue of the Next Meeting**

The next Board meeting was planned for 13 April 2023 at Stella House.