**NHS Business Services Authority**

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

**held at 9.30am on 6 July 2023 via video conference.**

**Present:**

Sue Douthwaite Chair

Michael Brodie Chief Executive

Kathy Gillatt Non-Executive Director

Karen Seth Non-Executive Director

Mel Tomlin Non-Executive Director

Brendan Brown Chief Operating Officer

Darren Curry Chief Digital, Data & Technology Officer

Mark Dibble Executive Director of People and Corporate Services

Andy McKinlay Executive Director of Finance, Commercial and Estates

Allison Newell Executive Director of Strategy, Performance, Business Development and Growth

**In Attendance:**

Debra Bailey Associate Non-Executive Director

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

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

Neale Blevins Safety, Health & Environment Manager (Training Session and Item 23/109 only)

Dan Britton Associate Director of Operations (Citizen Services) (Items 23/112 to 23/113 only)

Tony Burgess Head of Cyber Security & Infrastructure Services (Item 23/106 only)

Chris Calise Head of Workforce Retirement Services (Item 23/111 only)

Marc Compton Head of Security & Information Governance (Item 23/106 only)

Michael Costello Head of Financial, Strategy, Management & Reporting (Items 23/101 to 23/105 only)

James Hardy Senior Service Delivery Manager (Item 23/113 only)

Ellen Lynch Business Relationship Manager (Item 23/114 only)

Kirsty Nixon Performance Lead (Item 23/110 only)

Alison O’Brien Associate Director of Operations (Workforce Services (Item 23/111 only)

Jayne Ogle Environment Manager (Training Session and Item 23/109 only)

Libby Pink Chief Portfolio Officer (Observer)

Samantha Schofield Environment Coordinator (Training Session and Item 23/109 only)

Danielle Sharples Head of Talent & OD (Items 23/108 only)

Graham Smith Head of Internal Audit – 2022/23 (Items 23/97 to 23/103 only)

Miranda Sykes Head of Communications & Marketing (Items 23/108 only)

David Walton Head of Financial Accounting & Reporting (Items 23/101 to 23/105 only)

Tony Webb Optimisation Implementation Lead – Workforce Services (Shadow Board Representative)

Katie Wilkie Head of HR (Shadow Board Representative)

Stephen Wright Head of Internal Audit – 2023/24 (Items 23/97 to 23/103 only)

**23/97 Apologies for Absence and Declarations of Interest**

There were no apologies received. There were no declarations of interest declared in relation to Board meeting agenda.

**23/98 Minutes of the Meetings held on 8 June 2023**

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

**23/99 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.

**23/100 Chair's Opening Remarks**

S Douthwaite welcomed T Webb and K Wilkie to the meeting as Shadow Board Representatives, and L Pink as an observer who had joined the NHSBSA in the role of Chief Portfolio Officer.

S Douthwaite highlighted the events taking place across the business as part of the NHS75 celebrations. S Douthwaite and M Brodie thanked all colleagues involved in the organisation of the celebrations, and colleagues who had attended and taken part in events.

The Board **NOTED** the update.

**(M Costello and D Walton joined the meeting)**

**23/101 Confirmed minutes from the Audit and Risk Management Committee meetings held on 7 June 2023**

The Board **NOTED** the minutes.

**23/102 Update from the Audit and Risk Management Committee Meetings held on 5 July 2023 – Alert, Advise, Assurance (AAA) Report**

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

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

**23/103 Head of Internal Audit Update – Annual Opinion 2022/23**

G Smith presented the report, highlighting key points and themes. G Smith stated that he was providing a ‘Moderate’ opinion on the adequacy of the framework of governance, risk management and control within NHSBSA for the reporting year 2022/23. This was consistent with that provided in 2021/22.

There was evidence of an effective framework of governance, risk management and control in operation within the organisation, and it was notable that there had been no adverse (‘Limited’ or ‘Unsatisfactory’) audit opinions provided through the work programme during 2022/23. There had been elements of individual reports where GIAA had highlighted opportunities to improve the control environment and management had accepted these and there were plans in place to address any weaknesses identified.

G Smith highlighted the positive approach from management during audits and to tracking and closing audit recommendation actions and this was to be commended.

The Board thanked G Smith for his approach to working with the NHSBSA during his time as Head of Internal Audit and wished him every success in his new role. G Smith thanked Board members and management for how they had worked so professionally and proactively with him during his time in the role. The Board welcomed S Wright as the new NHSBSA Head of Internal Audit.

The Board **NOTED** the report and **ACKNOWLEDGED** receipt of the Head of Internal Audit Annual Report and Opinion 2022/23.

**(Graham Smith and Stephen Wright left the meeting).**

**23/104 Annual Report of the Audit and Risk Management Committee**

K Gillatt presented the Annual Report – providing an overview of the work undertaken by the Audit and Risk Management Committee during 2022/23.

K Gillatt stated that the Committee concluded that, other than the matter of the Annual Accounts completion and audit timetable, the Committee had met its Terms of Reference through 2022/23 and could give adequate assurance on the internal control and governance framework.

The Board considered the Annual Report of the Committee. This provided members with a summary of the Committee’s activity over the last year and provided assurance that it had complied with its terms of reference.

The Board **RECEIVED** and **ADOPTED** the report.

**23/105 NHSBSA Annual Report and Accounts 2021/22**

A McKinlay provided an overview of the Audit Completion Report. A McKinlay thanked the Azets and NAO teams and NHSBSA team for their work on completing the accounts preparation and audit. The Board recognised the team’s efforts.

The Board **ACKNOWLEDGED** receipt of the Audit Completion Report, Audit Certificate and Letter of Representation. The Board **RECEIVED** and discussed the draft report and accounts and, with the recommendation from the Audit and Risk Management Committee, **APPROVED** and **ADOPTED** the NHSBSA Annual Report and Accounts 2021/22.

**(M Costello and D Walton left the meeting)**

**(Tony Burgess and Marc Compton joined the meeting)**

**23/106 SIRO Annual Report 2022/23**

M Dibble introduced the SIRO Annual Report 2022/23 and reminded the Board that the Audit and Risk Management Committee had also reviewed a more detailed version on 27 April 2023.

T Burgess and M Compton provided an overview of key areas of work.

The Board recognised the good progress being made in this area and thanked the teams for their hard work and commitment.

The Board **NOTED** the report.

**(Tony Burgess and Marc Compton left the meeting)**

**23/107 Annual Report of the Shadow Board 2022/23**

S Douthwaite introduced the Annual Report which provided an overview of the work undertaken by the Shadow Board during 2022/23.

The Board considered the Annual Report of the Shadow Board. The Board recognised the continued success of the Shadow Board during its third year of operation, and thanked members for their input and enthusiasm.

The Board **RECEIVED** and **ADOPTED** the report.

**(Danielle Sharples and Miranda Sykes joined the meeting)**

**23/108 People Update – Employee Engagement Survey Update**

M Dibble introduced D Sharples to the Board who had recently joined the NHSBSA as the new Head of Talent & OD. The Board welcomed D Sharples to the NHSBSA.

M Dibble introduced the item reminding the Board that they had requested an update on the ongoing activity undertaken since the results of the employee engagement survey were presented at Board in February 2023.

M Sykes reminded the Board of the 2022 survey results, including that the NHSBSA had retained its Two Star status for ‘outstanding’ engagement with its people in the survey results and the movement under each survey engagement factor. M Sykes provided an overview of the activity undertaken by the Leadership Team and within teams in response to the results and themes identified.

The Board **NOTED** the update.

**(Danielle Sharples and Miranda Sykes left the meeting)**

**(Neale Blevins, Jayne Ogle and Samantha Schofield joined the meeting)**

**Training/ Awareness Session – Environmental Sustainability Overview (Delivered by: Jayne Ogle and Samantha Schofield)**

**23/109 Safety, Health and Environment (SHE) Annual Report 2022/23, Health and Safety Strategy and Action Plan 2023/24, Environment Action Plan 2023/24 and Environment Strategy 2022-25**

M Dibble introduced the agenda item and provided an overview of the SHE Team, and the background to the documents. K Seth provided assurance to the Board in her role as Non-Executive SHE Champion following a meeting with the SHE Team to review performance, resources and future plans. K Seth highlighted the professionalism and dedication of the SHE Team and good performance in this area.

J Ogle provided an overview of environment performance in 2022/23 and plans for achieving the stated targets over the coming years.

N Blevins provided an overview of Health & Safety performance, highlighting the low level of accidents and incidents, and zero RIDDOR reportable events during 2022/23, and the work of the team to ensure the health and wellbeing of colleagues and focus on the evolving ways of working. The Board recognised the ongoing good performance and proactive approach to evolving health and safety policies and practices.

The Board **NOTED** the report and **ENDORSED** the Safety, Health and Environment Annual Report 2022/23, Health and Safety Strategy and Action Plan 2023/24, Environment and Resource Efficiency Strategy and Action Plan 2023/24 and Environment Strategy 2022-25.

The Board wished to thank all colleagues involved in delivery of the SHE agenda.

**(Neale Blevins, Jayne Ogle and Samantha Schofield left the meeting)**

**(Kirsty Nixon joined the meeting)**

**23/110 End of Year Performance Report 2022/23**

A Newell introduced the report and introduced K Nixon (Performance Lead). K Nixon provided an overview of performance and key points from the report.

The Board thanked all colleagues involved in the delivery of the NHSBSA’s services during the year and colleagues who had produced the report.

The Board **NOTED** the report.

**(Kirsty Nixon left the meeting)**

**(Chris Calise and Alison O’Brien joined the meeting)**

**23/111 Workforce Retirement Services Update**

B Brown introduced the Update. A O’Brien provided the Board with an overview of the Report highlighting key points – including the service status and challenges and update on service development (completed activity, in progress activity and in planning/ under consideration activity).

The Board supported the approach being taken in the service and acknowledged the challenging environment.

The Board **NOTED** the update.

**(Chris Calise and Alison O’Brien left the meeting)**

**(Dan Britton joined the meeting)**

**23/112 Draft Contact Centre Services (CCS) Strategy Update**

D Britton provided an overview of the draft Strategy including an explanation of each of the proposed strategic aims – Customer; Our People, and Value & Efficiency.

The Board **NOTED** the update and supported the ongoing development and implementation of the Strategy.

**(James Hardy joined the meeting)**

**23/113 Infected Blood Inquiry Update**

D Britton provided an overview of the paper.

The Board **NOTED** the update.

**(Dan Britton and James Hardy left the meeting)**

**(Ellen Lynch joined the meeting)**

**23/114 National Institute of Health and Care Research (NIHR) Business Case**

D Curry provided an overview of the paper highlighting key points.

The Board **APPROVED** proceeding with the model and associated funding as agreed between NHSBSA, NIHR and DHSC SRE, and **APPROVED** proceeding with the development of the MoU with DHSC SRE for NHSBSA Board Approval in September 2023.

**(Ellen Lynch left the meeting)**

**23/115 Legal Services (Commercial and Property) Contract**

A McKinlay presented the Legal Services Contract paper. The proposal was for the NHSBSA to enter into a four year call off order under the North of England Commercial Procurement Collaborative Legal Services Framework. The value of the call off order was estimated to be £2,500,000.00 (ex VAT). Following discussion, the Board **APPROVED** the delegation of authority to Chief Executive to award the contract once the procurement and evaluation outcome had been completed and granted delegated authority to the Chief Executive Officer to execute the framework agreement.

**23/116 Healthy Start Vitamins – Children’s Drops Contract**

A McKinlay presented the Children’s Drops Contract paper. Following discussion, the Board **APPROVED** the award of a Framework Agreement to Cuttlefish Limited for the manufacture and supply of Healthy Start Vitamins (HSV) children’s drops and granted delegated authority to the Chief Executive Officer to execute the framework agreement.

The Framework Agreement was to commence on 23 April 2024 for a period of 4 years ending on 22 April 2028.

The total forecasted spend over the four-year duration was £2.85m (ex VAT) however this spend was between SCCL (Supply Chain Coordination Limited) and the supplier and not the NHSBSA. The Framework Agreement was owned and managed by the NHSBSA however the vitamins were purchased, paid for, and distributed by SCCL.

**23/117 Healthy Start Vitamins – Women’s Tablets Contract**

A McKinlay presented the Women’s Tablets Contract paper. Following discussion, the Board **APPROVED** the award of a Framework Agreement to IVC Brunel Healthcare Manufacturing Ltd for the manufacture and supply of Healthy Start Vitamins (HSV) women’s tablets and granted delegated authority to the Chief Executive Officer to execute the framework agreement.

The Framework Agreement was to commence on 23 April 2024 for a period of 4 years ending on 22 April 2028.

The total forecasted spend over the four-year duration was £1.02m (ex VAT) however this spend was between SCCL and the supplier and not the NHSBSA. The Framework Agreement was owned and managed by the NHSBSA however the vitamins were purchased, paid for and distributed by SCCL.

**23/118 Prescriptions, Cards and Print Contract**

A McKinlay presented the Prescriptions, Cards and Print Contract paper. Following discussion, the Board **APPROVED:**

* the award of a framework agreement to the selected supplier, Xerox, for a period of 4 years commencing 1 July 2024 with the option to extend for a further 2 years, with a value up to £125,846,418 (ex. VAT);
* the award of a call off order under the above framework for the NHSBSA for a period of 4 years commencing 1 July 2024 with the option to extend for a further 2 years, with a value of £3,658,102 (ex. VAT); and
* granted delegated authority for the Chief Executive Officer to execute both contracts.

**23/119 ESR Technical Evaluation Support Service Contract**

A McKinlay presented the ESR Technical Evaluation Support Service Contract paper. Following discussion, the Board **APPROVED** the delegation of authority to the Chief Executive Officer to approve the award of the contract in between the July and September Board meetings and granted delegated authority to the Chief Executive Officer to execute the contract.

The proposal was for the NHSBSA to enter into a call off order under the CCS Technology Services 3 Framework. The value of the call off order was estimated to be £2,000,000.00 (ex. VAT). The proposed start date was 31 July 2023 for an initial 12 months, with two possible extensions of 6 months each.

**23/120 Any Other Business**

There were no items of any other business.

**23/121 Communications from the Meeting**

The Board wished to thank all colleagues involved in the production and audit of the NHSBSA Annual Report and Accounts 2021/22. The Board recognised the ongoing progress on Information Security and wished to thank all colleagues involved. The Board wished to thank all colleagues for their ongoing commitment to driving and further improving employee engagement. The Board wished to thank the Safety, Health and Environment (SHE) team and all colleagues for their support of the SHE agenda. The Board recognised and wished to thank colleagues for delivering the performance results highlighted in the End of Year Report. The Board wished to thank all colleagues for their ongoing hard work and commitment in Workforce Retirement Services and Contact Centre Services.

**23/122 Forward Agenda**

The Board **NOTED** the forward agenda, including the potential need for an extra meeting during September for the approval of the NHS Pension Scheme Accounts 2022/23.

**23/123 Date and Venue of the Next Meeting**

The next Board meeting was planned for 14 September 2023.