**NHS Business Services Authority**

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

**held at 9.30am on 14 September 2023 at Stella House, Newburn Riverside, Newcastle upon Tyne and via video conference**

**Present:**

Sue Douthwaite Chair

Michael Brodie Chief Executive

Kathy Gillatt Non-Executive Director

Mel Tomlin Non-Executive Director

Brendan Brown Chief Operating Officer (Items 23/133 to 23/153 only)

Darren Curry Chief Digital, Data & Technology Officer (Items 23/133 to 23/153 only)

Mark Dibble Executive Director of People and Corporate Services

Andy McKinlay Executive Director of Finance, Commercial and Estates (Items 23/133 to 23/153 only)

Allison Newell Executive Director of Strategy, Performance, Business Development and Growth (Items 23/133 to 23/153 only)

**In Attendance:**

Debra Bailey Associate Non-Executive Director (via Video Conference)

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

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

Chris Calise Head of Workforce Retirement Services (Items 23/142 to 23/145 only)

Gordon Coyne Director of Workforce Transformation (Items 23/140 and 23/141 only)

Melanie Crawford Performance Manager (Training/ Awareness Session only)

Alison Metcalfe Head of Professional and Clinical Services (Items 23/147 and 23/148 only)

Hasan Mubarak Performance and Benefits Lead (Items 23/140 and 23/141 only)

Clare Murdoch ESR Head of Strategic Communications & Engagement (Shadow Board Representative) (Items 23/133 to 23/153 only)

Kate Nesbit Head of Customer Operations (Item 23/145 only)

Alison O’Brien Associate Director of Operations (Workforce Services) (Items 23/133 to 23/153 only)

Ashleigh Peel-Lowes Head of Strategy, Planning and Performance (Item 23/139 only)

Libby Pink Chief Portfolio Officer (Items 23/133 to 23/153 only)

Neil Pragnell Head of Portfolio Delivery (Items 23/140 and 23/141 only)

Chris Price ESR Transformation Programme Director (Items 23/140 and 23/141 only)

Kevin Richardson Head of Business Innovation & Customer Experience (Item 23/145 only)

David Roberts Head of Service (Training/ Awareness Session only)

Lisa Stobbs Head of Workforce Recruitment Services (Training/ Awareness Session only)

Zoe Teale ESR Senior Transformation Programme Lead (Shadow Board Representative) (Items 23/133 to 23/153 only)

**23/133 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.

**23/134 Minutes of the Meetings held on 5 September 2023**

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

**23/135 Matters Arising and Outstanding Actions from Previous Meetings**

The Board discussed outstanding actions.

All other actions were complete or not yet due.

The Board **NOTED** completed actions.

**23/136 Chair's Opening Remarks**

S Douthwaite welcomed C Murdoch and Z Teale to the meeting as Shadow Board Representatives, and A O’Brien and L Pink as observers.

S Douthwaite provided the Board with an update on the appointment of Non-Executive Directors. K Gillatt had received confirmation from the Secretary of State for Health & Social Care (SoS) of her new term as a Non-Executive Director and Chair of the Audit and Risk Management Committee, from 1 October 2023 until 30 September 2026. The Board congratulated K Gillatt on her re-appointment.

S Douthwaite reminded the Board that K Seth’s tenure ended on 14 September 2023. The Board wished to thank K Seth for her service as a Non-Executive Director, member of the Remuneration and Nominations Committee and for representing the Board as a lead for key business areas including Freedom to Speak Up, Safety, Health and Environment and the ESR Transformation Programme.

The Board **NOTED** the update.

**23/137 Confirmed minutes from the Audit and Risk Management Committee meetings held on 5 July 2023**

The Board **NOTED** the minutes.

**23/138 Chief Executive’s Report**

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

* Improved KPI position.
* Freedom to Speak Up arrangements.
* NHS Long Term Workforce Plan
* DHSC sponsorship arrangements.
* NHSBSA Stakeholder Board arrangements.
* Common Conditions project.
* Baby Loss Programme.
* NHSBSA publication of National Statistics.

The Board **NOTED** the report.

**(Ashleigh Peel-Lowes joined the meeting)**

**23/139 Development of the 2024-27 Corporate Strategy Update**

A Peel-Lowes provided the Board with an update on the development of the NHSBSA Corporate Strategy, and ongoing work and engagement activity across the business.

The Board **NOTED** the update.

**(Ashleigh Peel-Lowes left the meeting)**

**(Gordon Coyne, Hasan Mubarak, Neil Pragnell and Chris Price joined the meeting)**

**23/140 Portfolio Update**

L Pink introduced the item, highlighting that she had met with the Chair and other Non-Executive Directors as part of her ongoing induction to discuss the Portfolio Team, approach to change management and reporting at Board. The Board thanked L Pink for her input and insight at those meetings and supported the ongoing evolution of the Board report.

L Pink provided an overview of the report.

The Board **NOTED** the update.

**23/141 ESR Transformation Programme Status Update – Incl: Transformation and Change Deep Dive**

G Coyne and C Price provided the Board with an update on the Programme.

C Murdoch presented the deep dive on the Enabling Readiness and Optimisation project. Z Teale presented the deep dive on the Enabling Readiness – Supporting People Digital project.

The Board **NOTED** the update.

**(Gordon Coyne, Hasan Mubarak, Neil Pragnell and Chris Price left the meeting)**

**(Melanie Crawford, David Roberts and Lisa Stobbs joined the meeting)**

**Training/ Awareness Session – NHS Jobs (delivered by: Melanie Crawford, David Roberts and Lisa Stobbs)**

**(Melanie Crawford, David Roberts and Lisa Stobbs left the meeting)**

**(Chris Calise joined the meeting)**

**23/142 Digital, Data and Technology (DDaT) Update**

D Curry presented the report highlighting key points.

The Board **NOTED** the report.

**23/143 Business Performance Update (incl: Balanced Business Scorecard July 2023; and Operational Performance Temperature Check Report 11 September 2023)**

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

The Board **NOTED** the update.

**23/144 Retirement Services Update**

A O’Brien presented the report highlighting the key activity.

The Board wished to thank Pensions Service colleagues for their ongoing hard work and dedication to improving the service for customers.

The Board **NOTED** the update.

**(Kate Nesbit and Kevin Richardson joined the meeting)**

**23/145 CX Update Report**

A Newell introduced the item, highlighting the ongoing positive collaboration across teams.

K Richardson presented the CX Update Report highlighting key points and progress against the customer goals.

The Board supported the ongoing focus on CX and the cross-team collaboration and thanked all colleagues for their ongoing focus on this important area.

The Board **NOTED** the report.

**(Chris Calise, Kate Nesbit and Kevin Richardson left the meeting)**

**23/146 Finance and Commercial Report**

A McKinlay presented the Finance Report highlighting key points.

The Board **NOTED** the report.

**(Alison Metcalfe joined the meeting)**

**23/147 Corporate Governance Framework**

D Jukes introduced the review of the NHSBSA Corporate Governance Framework and highlighted key points

The Board confirmed that they had read and would abide by the principles set out in the Code of Conduct for Board Members for Board Members of Public Bodies.

The Board **APPROVED** the Corporate Governance Framework, which included Board Terms of Reference and Matters Reserved to the Board (incorporating Standing Orders), Audit and Risk Management Committee Terms of Reference, Remuneration and Nominations Committee Terms of Reference, Shadow Board Terms of Reference and Designated Body Policies.

**23/148 Designated Body Annual Report**

D Jukes and A Metcalfe introduced the item

The Designated Body Annual Report was reviewed and **NOTED** by the Board and the statement of compliance **APPROVED** for issue to NHS England, subject to the updates requested.

**(Alison Metcalfe left the meeting)**

**23/149 Board and Chair Effectiveness Review – Update and Reflection**

S Douthwaite provide an overview of the report, highlighting that it had been six months since the Board had reviewed the 2022/23 Review results and that this paper was aimed at providing an update on the actions taken to date and allow reflection and consideration by the Board members.

The Board recognised the good progress made across a number of areas following the Review. The Board discussed the next steps and key areas of focus for the next six months highlighted in the report.

The Board **NOTED** the report.

**23/150 Any Other Business**

M Tomlin asked if the business was reviewing its estate in relation to any risks linked to Reinforced Autoclaved Aerated Concrete (RACC). A McKinlay stated that the Estates team were undertaking a review and the Board would be updated once the work was completed.

**23/151 Communications from the Meeting**

The Board wished to thank K Seth for her service as a Non-Executive Director, member of the Remuneration and Nominations Committee and for representing the Board as a lead for key business areas including Freedom to Speak Up, Safety, Health and Environment and the ESR Transformation Programme.

The Board recognised the improved KPI performance across the business during the summer and wished to thank all colleagues for achieving and maintaining this position.

The Board supported the ongoing focus on CX and the cross-team collaboration and thanked all colleagues for their ongoing focus on this important area.

**23/152 Forward Agenda**

The Board **NOTED** the forward agenda.

**23/153 Date and Venue of the Next Meeting**

The next Board meeting was planned for 12 October 2023 at Stella House.

**(Brendan Brown, Darren Curry, Andy McKinlay, Clare Murdoch, Allison Newell, Alison O’Brien, Libby Pink and Zoe Teale left the meeting)**

**23/154 Confirmed minutes from the Remuneration and Nominations Committee held on 9 March 2023**

The Board **NOTED** the minutes.

**23/155 Update from the Remuneration and Nominations Committee Meeting held on 13 July 2023**

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.

Following discussion, the Board **APPROVED** the appointment of K Gillatt as a member of the Remuneration and Nominations Committee until the new Non-Executive Directors were appointed by the SoS, to ensure the ongoing effectiveness of the Committee.

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