**NHS Business Services Authority**

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

**held at 9.30am on 8 June 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

Karen Seth Non-Executive Director (via Video Conference) (Items 23/74 to 23/85 only)

Mel Tomlin Non-Executive Director

Brendan Brown Chief Operating Officer (via Video Conference) (From item 23/83)

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 (via Video Conference)

**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)

Chris Calise Head of Workforce Retirement Services (via Video Conference) (Items 23/86 only)

Gordon Coyne Director of Workforce Transformation (Item 23/84 only)

Taylor Ferguson Managing Director, Public Services Advisory (Grant Thornton) (Item 23/84 only)

Paul Green Head of Estates (Items 23/82 only)

Lisa Healey Benefits Lead (via Video Conference) (Item 23/83 only)

Martin Kelsall Director of Primary Care Services/ Interim Chief Portfolio Officer (Item 23/83 only)

Melanie Maughan Wellbeing Manager (Training/ Awareness Session only)

Will McWilliams Managing Partner, Public Services Advisory (Grant Thornton) (Item 23/84 only)

Jane Miller Head of Wellbeing & Inclusion (Training/ Awareness Session only)

Julie Murphy Client Engagement and Compliance Manager (via Video Conference) (Items 23/86 only)

Neil Pragnell Head of Portfolio Delivery (Item 23/83 only)

Chris Price ESR Transformation Programme Director (Item 23/84 only)

Zoe Teale ESR Senior Transformation Programme Lead (Shadow Board Representative) (Items 23/74 to 23/95 only)

Samuel Ubanatu Senior Data & Insight Analyst (Shadow Board Representative) (Items 23/74 to 23/95 only)

**23/74 Apologies for Absence and Declarations of Interest (Register of Interests – Formal Review)**

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

The Board confirmed that they had read and understood the NHSBSA Conflicts of Interest Policy and Procedure, and any required updates would be added to the Register of Interests in ESR and updated on the published register.

Interests declared by members of the NHS Business Services Authority Board were as follows:

**Non- Executive Directors**

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| Sue Douthwaite  Chair | * Non-Executive Director (Audit & Compliance Committee, Risk Committee and Remuneration & Nominations Committee member), Melton Building Society * Chair, Nexa Finance Ltd * Non-Executive Director, British Business Investments Ltd * Director, Apricus Consultancy Ltd * Chair of International Advisory Board, Queens University Belfast Management School * Banco Santander SA, shareholder * Virgin Money, shareholder | |
| Kathryn Gillatt | | * Non-Executive Director, Rotherham, Doncaster and   South Humber NHS Foundation Trust   * Independent Chair of Audit and Risk Committee,   Nottingham CityCare Partnership CIC Ltd.   * Pavegen, shareholder * Severn Trent, shareholder * Saga, shareholder | |
| Karen Seth | | * People Director, Canal and River Trust * Trustee, Reuben’s Retreat * Trustee, Charlesworth WI | |

|  |  |
| --- | --- |
| Mel Tomlin | * Director and Consultant, North Star Products and Services Ltd * Trustee, Rowland Hill Fund * Royal Mail, shareholder |

**Executive Directors / Officer Members**

|  |  |
| --- | --- |
| Michael Brodie  Chief Executive | * Member of Council, Chartered Institute of Public Finance and Accountancy (CIPFA) * Chair of Sustainability Forum, Chartered Institute of Public Finance and Accountancy (CIPFA) * Member of Oversight Board and Chair of Audit and Risk Committee, National Infrastructure Commission * Trustee, Community Foundation (Tyne and Wear and Northumberland) |

|  |  |  |
| --- | --- | --- |
| Mark Dibble  Executive Director of People and Corporate Services (Corporate Secretary) | * Director, Personal Development Academy Ltd * Vice Chair, Blue Cabin | |
| Andy McKinlay  Executive Director of Finance &  Commercial | | * Parent Governor, Allerton Grange High School * Trustee, Shadwell Recreation Centre |

|  |  |
| --- | --- |
| Allison Newell  Executive Director of Strategy, Performance, Business Development & Growth | * Nothing Declared |

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| --- | --- |
| Brendan Brown  Chief Operating Officer | * Independent Monitoring Board Member, HMP Kirklevington Grange |
| Darren Curry  Chief Digital, Data and Technology Officer | * Co-opted Member of Audit Committee, Gateshead College |

**Associate Non- Executive Directors (Non-Board member)**

|  |  |
| --- | --- |
| Debra Bailey | * Chief Information Officer, Royal Mail * Telefonica, shareholder * BT, shareholder * Barclays Bank, shareholder |

The Board reviewed the Register of Interests and **NOTED** the report.

**23/75 Minutes of the Meetings held on 13 April 2023**

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

**23/76 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.

**23/77 Chair's Opening Remarks**

S Douthwaite welcomed Z Teale and S Ubanatu to the meeting as Shadow Board Representatives.

S Douthwaite highlighted that Graham Smith (GIAA, NHSBSA Head of Internal Audit) would be leaving GIAA to take up a new role. Stephen Wright (GIAA) would be taking over as NHSBSA Head of Internal Audit. The Board wished to thank Graham Smith and wished him good luck in his new role.

S Douthwaite reflected on the ongoing changes across the health and care system, including at NHS England (NHSE) and DHSC, and highlighted the focus on ensuring relationships are maintained with key stakeholders, sponsors and commissioners during this period.

S Douthwaite highlighted to the Board that she continued to work with the DHSC on the appointment of Non-Executive Directors, with planned short-listing in June and interviewing in July, and would keep the Board up to date on progress over the coming weeks.

S Douthwaite thanked K Gillatt and D Jukes for reviewing the Board paper cover sheet. The Board agreed it helped with understanding key risks/issues, the link to the NHSBSA Strategy and compliance/ regulatory requirements.

The Board **NOTED** the update.

**23/78 Confirmed minutes from the Audit and Risk Management Committee meetings held on 16 February 2023 and 27 April 2023**

The Board **NOTED** the minutes.

**23/79 Update from the Audit and Risk Management Committee Meetings held on 27 April 2023 and 7 June 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.

**23/80 Chief Executive’s Report**

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

* DHSC/ NHSBSA Accountability Review meeting on 6 June 2023.
* HRT Prepayment Certificate (PPC) service.
* Discussions with DHSC on Baby Loss Certificates (PLC).
* The business’s success at the Inspiring Workplace Awards on 11 May 2023, with the NHSBSA being listed in the Top 50 Inspiring Workplaces and number one in the Government and Not for Profit category. The Board wished to congratulate all colleagues on this award, and recognised the positive impact on attraction, recruitment and retention of colleagues.
* Newburn estate project.

The Board **NOTED** the report.

**23/81 ALB Review – Recommendations Update**

A Newell presented the report highlighting key points, including a summary of key actions, key risks/ issues, timeline for implementation and the structure of the team coordinating the response alongside relevant colleagues and teams across the business.

The Board supported the approach being taken by the business.

The Board **NOTED** the update.

**(Paul Green joined the meeting)**

**23/82 Estates Strategy and Delivery Plan Update**

A McKinlay introduced the item reminding the Board that they had previously been presented with the Estates Strategic Goals and Strategy Principles, and that this report provided assurance that these principles continued to be embedded. The report also provided a more detailed overview of the actions and benefits realised to date, property overview and benchmarking information, estate timeline and opportunities and next steps.

P Green provided an overview of the work undertaken to date, and the proposed next steps, recognising the ongoing evolution of business needs linked to new services, evolving working practices etc. However, underlining that the core goals – Cost Effective; Connected; Sustainable, and Inclusive & Healthy – would continue to be delivered. Also, that the strategy continued to align with the Government Property Principles. P Green also highlighted the alignment with planned business Technology events.

The Board supported the approach and looked forward to further updates.

The Board **NOTED** the update.

**(Paul Green left the meeting)**

**(Brendan Brown, Lisa Healy, Martin Kelsall and Neil Pragnell joined the meeting)**

**23/83 Portfolio Update**

M Kelsall introduced the item. N Pragnell provided an overview of the report, including current portfolio health and delivery confidence update on Zone 1 projects, strategic alignment and Benefits Realisation Position and analysis for 2022/23.

The Board thanked M Kelsall for his work in the role of interim Chief Portfolio Officer.

The Board **NOTED** the update.

**(Lisa Healy, Martin Kelsall and Neil Pragnell left the meeting)**

**(Gordon Coyne, Taylor Ferguson, Chris Price and Will McWilliams joined the meeting)**

**23/84 ESR Transformation Programme Status Update**

G Coyne introduced the item and introduced T Ferguson and W McWilliams from Grant Thornton.

C Price, T Ferguson and W McWilliams provided an overview of key points. K Seth provided the Board with assurance re the Programme Board and approach being taken, in relation to her role as NED Representative on the Programme.

The Board thanked Grant Thornton colleagues for their update and the assurance that this had provided to members on the programme.

The Board **NOTED** the update.

**(Gordon Coyne, Taylor Ferguson, Chris Price and Will McWilliams left the meeting)**

**23/85 Digital, Data and Technology (DDaT) Update**

D Curry presented the report highlighting key points.

The Board **NOTED** the report.

**(K Seth left the meeting)**

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

**Training/ Awareness Session – Wellbeing and Inclusion Network Overview (delivered by: Melanie Maughan and Jane Miller)**

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

**(Chris Calise and Julie Murphy joined the meeting)**

**23/86 NHS Pension Scheme – Pensions Board Update (Annual Work Plan and Risk Register)**

C Calise introduced the item and introduced Julie Murphy. J Murphy presented the report highlighting the key activity of NHS Pension Board.

The Board highlighted the ongoing assurance that the Pension Board updates provided to them, and thanked C Calise and J Murphy for the update.

The Board **NOTED** the update.

**(Chris Calise and Julie Murphy left the meeting)**

**23/87 Business Performance Update (incl: Balanced Business Scorecard April 2023; and Operational Performance Temperature Check Report 5 June 2023)**

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

The Board **NOTED** the update.

**23/88 Finance and Commercial Report**

A McKinlay presented the Finance Report highlighting key points.

The Board **NOTED** the report.

**23/89 Transforming Dental Systems Contract**

A McKinlay presented the Transforming Dental Systems Contract paper. Following discussion, the Board **APPROVED** the contract award to Accenture (UK) Ltd for the provision of a System Integrator (SI) to deliver the Transforming Dental Systems (TDS) project and granted delegated authority to the Chief Executive Officer to execute the contract. The estimated total contract value including extensions was £18,010,000 (ex VAT). The contract would also be subject to external approvals (DHSC Commercial Assurance Board).

The proposed contract length was an initial period of 6.5 years commencing July 2023 (made up of the Discovery and Design Phases, Implementation Phase and live Support and Maintenance), plus the option to extend by 2 x 12-month periods. The Board would be updated on programme progress as part of regular Portfolio updates.

**23/90 Expanding Digital Capacity Contract Extension**

A McKinlay presented the Expanding Digital Capacity Contract Extension paper. Following discussion, the Board **APPROVED** the extension of the existing contract with Mastek UK Limited for the proposed period of 6 months from 1 December 2023 to the 31 May 2024., the increase of £1 million giving a new capped total of £5 million and granted delegated authority to the Chief Executive Officer to execute the extension.

**23/91 MOU – HR Shared Services NHS England**

A McKinlay presented the HR Shared Services MOU with NHS England paper. Following discussion, the Board **APPROVED** the MOU with NHS England for recruitment services, and granted delegated authority to the Chief Executive Officer to execute the MOU.

**23/92 Any Other Business**

M Dibble would contact Board members to coordinate support for NHS75.

**23/93 Communications from the Meeting**

The Board recognised the ongoing success of the new HRT PPC service following launch and thanked all involved. The Board wished to congratulate all colleagues on the recent success at the Inspiring Workplace Awards. The Board wished to thank all colleagues who continued to be involved in the success of the colleague networks.

**23/94 Forward Agenda**

The Board **NOTED** the forward agenda, including the approval of the NHSBSA Annual Report and Accounts 2021/22 at the meeting on 6 July 2023. Also, that the Board would be kept up to date on progress with the NHS Pension Scheme Accounts 2022/23 and when they would be presented at Board for approval.

**23/95 Date and Venue of the Next Meeting**

The next Board meeting was planned for 6 July 2023 via video conference.

**(Zoe Teale and Samuel Ubanatu left the meeting)**

**23/96 People Update – Succession Plan**

M Dibble introduced the item highlighting key points.

The Board **NOTED** the update and plan.