**NHS Business Services Authority**

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

**held at 10.00am on 16 June 2022 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

Mark Ellerby Non-Executive Director

Kathryn Gillatt Non-Executive Director

Mel Tomlin Non-Executive Director

Mark Dibble Executive Director of People and Corporate Services

Andy McKinlay Executive Director of Finance and Commercial Services (Items 22/83 to 22/91 and 22/93 to 22/106 only)

Allison Newell Executive Director of Strategy, Performance, Business Development and Growth (via video conference) (Items 22/83 to 22/91 and 22/93 to 22/106 only)

**In Attendance:**

Melinda Johnson Department of Health and Social Care (DHSC)

Nigel Zaman Department of Health and Social Care (DHSC) (Items 22/83 to 22/91 and 22/93 to 22/106 only)

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

Dan Britton Associate Director of Operations (Citizen Services) (Items 22/83 to 22/91 only)

Brendan Brown Chief Operating Officer (Items 22/83 to 22/91 only)

Chris Calise Head of NHS Workforce Retirement Services (via video conference) (item 22/94 only)

Gordon Coyne Director of Workforce Transformation (Items 22/83 to 22/91 only)

Darren Curry Chief Digital, Data and Technology Officer (Items 22/83 to 22/91 only)

John Douglas NHS Pension Scheme Finance Manager (via video conference) (item 22/94 only)

Lisa Healey Performance & Benefits Lead (items 22/88 and 22/89 only)

Hassan Kajee Head of Learning and Organisational Development (Shadow Board Representative) (Items 22/83 to 22/91 and 22/93 to 22/106 only)

Martin Kelsall Director of Primary Care Services (via video conference) (Items 22/83 to 22/91 only)

Alison Metcalfe Head of Professional and Clinical Services (via video conference) (Items 22/83 to 22/91 only)

Alison O’Brien Associate Director of Operations (Workforce Services) (Items 22/83 to 22/91 only)

Nick O’Reilly Chief Portfolio and Prioritisation Officer (Items 22/83 to 22/91 only)

David Roberts Head of Service – NHS Jobs (Shadow Board Representative) (Items 22/83 to 22/91 and 22/93 to 22/106 only)

Miranda Sykes Head of Communications & Marketing (Items 22/83 to 22/91 only)

**22/83 Apologies for Absence and Declarations of Interest (Register of Interests – Formal Review)**

Apologies were received from Karen Seth. 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 are as follows:

**Non- Executive Directors**

|  |  |
| --- | --- |
| 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 * Board Advisor, Physio Medics Ltd * Board Advisor, Medtech * Director, Apricus Consultancy Ltd * Chair of International Advisory Board, Queens University Belfast Management School * Member of International Advisory Board, Sheffield University Management School |
|  |  |
| Silla Maizey  Chair | * Director, Saffron Solutions Ltd |
| (tenure ended 31 March 2022) | * Non-Executive Director, John Menzies plc * Non-Executive Director, Network Rail * IAG, shareholder * Easyjet, shareholder * John Menzies, shareholder * Royal Mail, shareholder * Whitbread, shareholder * Iberdrola, shareholder * BT, shareholder * FirstGroup, shareholder * National Grid, shareholder * Severn Trent, shareholder * Stagecoach, shareholder |

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

|  |  |
| --- | --- |
| Mark Ellerby | * Syncona, shareholder * Unilever, shareholder * Vodaphone, shareholder * Lloyds Bank, shareholder |

|  |  |
| --- | --- |
| Kathryn Gillatt | * Pavegen, shareholder * Severn Trent, shareholder * Saga, shareholder * Associate Non-Executive Director, University Hospitals Leicester NHS Trust (until 31 January 2022) * Non-Executive Director (and Vice Chair), Trust Group Holdings Ltd (until 31 January 2022) |
| 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**

|  |  |
| --- | --- |
| 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 * Trustee, 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 |

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

**22/84 Minutes of the Meeting held on 21 April 2022 and Annual Public Meeting held on 24 May 2022**

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

**22/85 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.

**22/86 Chair's Opening Remarks**

S Douthwaite welcomed M Johnson (DHSC) to the meeting. S Douthwite welcomed H Kajee and D Roberts to the meeting as Shadow Board Representatives, and updated the Board on the appointment of Leigh Chapman, Tony Neal, Tony Webb and Katie Wilkie to the Shadow Board.

S Douthwaite highlighted key activity since the last Board meeting including confirmation of DHSC funding for 2022/23, ongoing work with DHSC on the NHSBSA’s participation in the Public Bodies Review Programme and the ongoing transition to the new Leadership Team structure.

S Douthwaite updated the Board on her ongoing induction, and thanked all colleagues involved for their warm welcome and openness.

S Douthwaite, on behalf of the Board, congratulated M Brodie on being awarded a CBE for services to health in the Queen’s Birthday Honours list 2022. M Brodie wished to thank all colleagues for their support, particularly during the pandemic.

The Board **NOTED** the update.

**22/87 Chief Executive’s Report**

M Brodie wished to thank the Leadership Team and their teams for their ongoing hard work and commitment, recognising the increasing workload and challenges faced by colleagues across all areas of the business.

M Brodie introduced the report highlighting key points, including:

* Vaccine Damage Payment Scheme (VDPS).
* Public Bodies Review Programme.

The Board **NOTED** the report.

**Lisa Healey joined the meeting.**

**22/88 Customer Operations – Capacity and Performance Update**

B Brown and D Britton provided an overview of currently capacity and performance challenges in Customer Operations, and an update on mitigation actions and impact.

The Board **NOTED** the report.

**22/89 Balanced Business Scorecard (BBS)**

S Douthwaite recognised the efforts of the team in redesigning and improving the BBS following collection of a broad range of feedback.

The Board reviewed business performance using the Balanced Business Scorecard (BBS).

The Board **NOTED** the report.

**Lisa Healey left the meeting.**

**22/90 Digital, Data and Technology (DDaT) Update**

D Curry presented the report highlighting key points.

The Board **NOTED** the update.

**22/91 Change Portfolio Update**

N O’Reilly presented the report, providing an overview of the NHSBSA’s approach to portfolio management and the Portfolio and Prioritisation Directorate.

The Board **NOTED** the update.

**Dan Britton, Brendan Brown, Gordon Coyne, Darren Curry, Hassan Kajee, Alison Metcalfe, Alison O’Brien, Nick O’Reilly, David Roberts and Miranda Sykes left the meeting.**

**Training/ Awareness Session – Taxpayer Value Programme Overview (Delivered by: A McKinlay and A Newell)**

**Andy McKinlay, Allison Newell and Nigel Zaman left the meeting for Item 22/92**

**22/92 People Update: Succession Plan Update**

M Brodie provided the Board with an overview of Succession Planning outlining the work undertaken to date and the further actions planned.

The Board supported the approach being taken and **NOTED** the update.

**Hassan Kajee, Andy McKinlay, Allison Newell, David Roberts and Nigel Zaman re-joined the meeting.**

**22/93 Finance and Commercial Report**

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

The Board **NOTED** the report.

**Chris Calise and John Douglas joined the meeting.**

**22/94 NHS Pension Scheme – Pensions Board Update**

J Douglas provided an overview of the activities of the Pensions Board and their current Risk Register and Forward Plan for 2022-23.

The Board **NOTED** the update.

**Chis Calise and John Douglas left the meeting.**

**22/95 Health and Social Care System Update**

A Newell presented the Health and Social Care System Update paper, providing the Board with a summary of recent activity across the health and care system.

The Board **NOTED** the update.

**22/96 Commercial Board Approvals/ Briefings**

1. **Travel Management Services Contract**

A McKinlay presented the Travel Management Services Contract paper. Following discussion, the Board **APPROVED** the award of a four-year contract in excess of £1m (value over the four-year period proposed was estimated at £1,788,000 exc. VAT) to Clarity Travel Limited for the provision of travel management services, and granted delegated authority to the Chief Executive Officer to execute the contract.

1. **ICT Hardware Contract**

A McKinlay presented the ICT Hardware Contract paper. Following discussion, the Board **APPROVED** the award of a three-year contract, with two one-year extension options, to Computacenter UK Ltd for the provision of IT hardware to be called off up to a maximum total contract value of £7.79m (exc. VAT), and granted delegated authority to the Chief Executive Officer to execute the contract.

1. **Debt Recovery Services - Contract Extension**

A McKinlay presented the Debt Recovery Services Contract Extension paper. Following discussion, the Board **APPROVED** the award of a two-year contract extension to Indesser for the provision of debt recovery services (value £5m over the 2-year extension period) and granted delegated authority to the Chief Executive Officer to execute the contract extension.

1. **Robotic Process Automation (RPA) Contract**

A McKinlay presented the RPA Contract paper. Following discussion, the Board **APPROVED** the award of a three-year contract for RPA SaaS services with a value in excess of £1m (total cost of £1,085,175, plus flexibility to buy additional licences), and delegated authority to the Chief Executive to sign the contract variation for the addition of these services into the Managed Infrastructure Services contract with Agilisys.

1. **Occupationnal Health Services Contract**

A McKinlay presented the Occupational Health Services Contract paper. Following discussion, the Board **APPROVED** the award of a four-year contract in excess of £1m (proposed contract value over the four-year term was £1,183,009) to Duradiamond Healthcare (Trading as Health Partners OH limited), and granted delegated authority to the Chief Executive Officer to execute the contract extension.

1. **Contact Centre Resourcing Contract**

A McKinlay presented the Contact Centre Resourcing Contract paper. Following discussion, the Board **RATIFIED** the **APPROVAL** granted by the NHSBSA Chair for the NHSBSA to sign a Letter of Commitment with UK Health Security Agency (UKHSA), in excess of £1m, to vary their contract with Serco for Contact Centre Resources to include the NHSBSA’s requirements for a period of 3months.

**22/97 Annual Report of the Audit and Risk Management Committee 2021/22**

K Gillatt presented the Annual Report – providing an overview of the work undertaken by the Audit and Risk Management Committee during 2021/22.

K Gillatt stated that the Committee concluded that, other than the matter of the 2020/21 and 2021/22 Annual Accounts completion and audit timetable, the Committee had met its Terms of Reference through 2021/22 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.

**22/98 Confirmed minutes from the Audit and Risk Management Committee held on 2 March 2022, 31 March 2022 and 27 April 2022.**

The Board **NOTED** the minutes.

**22/99 Update from the Audit and Risk Management Committee Meetings held on 27 April 2022 and 8 June 2022 – Alert, Advise, Assurance (AAA) Report**

K Gillatt reminded the Board that they had received the Alert / Advise / Assurance Report from the meeting on 27 April 2022 between meetings and that this was included in the Board papers. The Board confirmed that they had received and **NOTED** this report.

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.

**22/100 Confirmed minutes from the Remuneration and Nominations Committee held on 15 March 2022**

The Board **NOTED** the minutes.

**22/101 Update from the Remuneration and Nominations Committee Meeting held on 6 June 2022**

M Ellerby gave an update on the work of the Remuneration and Nominations Committee.

The Board **NOTED** the update.

**22/102 Annual Report of the Shadow Board 2021/22**

S Douthwaite presented the Annual Report – providing an overview of the work undertaken by the Shadow Board during 2021/22, reminding the Board that Silla Maziey had chaired the Board during 2021/22.

S Douthwaite stated that the Shadow Board had met its remit as outlined in its Terms of Reference and had operated effectively during 2021/22.

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

The Board recognised the continued success of the Shadow Board during its second year of operation, and thanked members for their input and enthusiasm – recognising the challenges presented by the pandemic and being unable to meet face-to-face for the majority of meetings.

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

**22/103 Any Other Business**

There were no items of any other business.

**22/104 Communications from the Meeting**

The Board wished to congratulate M Brodie on being awarded a CBE for services to health in the Queen’s Birthday Honours list 2022.

The Board wished to thank all colleagues who had applied to for the vacant Shadow Board posts and welcomed the new members.

The Board wished to congratulate the NHSBSA Data Science team for winning the AphA Analysts Analytical team of the year award.

The Board wished to congratulate colleagues following confirmation that the business had been named as an inspiring place to work at the Inspiring Workplace Awards and was ranked at number 3 in the top 50.

**22/105 Forward Agenda**

The Board **NOTED** the forward agenda – including the requested addition of the End of Year 2021/22 Performance Report to the July 2022 meeting agenda.

**22/106 Date and Venue of the Next Meeting**

The next Board meeting was planned for 7 July 2022 via video conference.