

## **MINUTES**

of a meeting of the Management Board  
13 March 2013 (2.30pm-6pm)

**Present:**

**Ian Buckmaster**  
**Anne-Marie Dean**  
**Hemant Patel**

Also in attendance by invitation: John Trench, Commissioning Officer, Havering Council

Apologies for absence were received from Andrew Blake-Herbert and Ian Burns

Note: all resolutions were passed unanimously

**1 APPOINTMENT OF DIRECTORS**

Those present **NOTED** that they had been appointed as Directors of the Company by Messrs Burns and Blake-Herbert, who had now resigned their Directorships and severed all links with the Company.

**2 ELECTION OF CHAIRMAN**

**RESOLVED:**

That Anne-Marie Dean be elected Chairman of the Company.

**3 APPOINTMENT OF COMPANY SECRETARY**

It was noted that Ian Burns had resigned as Company Secretary.

**RESOLVED:**

That Ian Richard Buckmaster be appointed Company Secretary.

**4 APPOINTMENT OF MANAGER**

The directors had, prior to their appointment, held informal discussions with John Trench, Wendy Stump (HR adviser to Havering Council for the purpose of establishing Healthwatch), Sharon Barton of Shaw Trust (the LINK host) and Joan Smith (LINK Coordinator). It had been accepted that, in accordance with her TUPE rights, Ms Smith's employment would transfer to the Company (on her existing terms and conditions) on 1 April 2013.

The directors now confirmed decisions tentatively made during the informal discussions.

## **Havering Healthwatch Limited**

### **Minutes of a meeting of the Board**

#### **RESOLVED:**

- 1 That the transfer of employment of Joan Smith from Shaw Trust Limited to this Company with effect from 1 April 2013 be **CONFIRMED** and **ACCEPTED**.
2. That Ms Smith report to the Company Secretary as her line manager.
3. That Ms Smith's job title be Manager
3. That the Company Secretary be authorised to discuss with Ms Smith amendments to her terms and conditions of employment for further consideration by the Board in due course.

#### **5 BANKING ARRANGEMENTS**

It was noted that, as part of the company formation process, an introduction had been arranged to Barclays Bank for them to provide banking facilities for the Company. The Company Secretary reported that he had been in contact with Barclays and that a meeting had been arranged with their Romford Branch to discuss what services might be available from them.

#### **RESOLVED:**

That the Company Secretary be authorised to pursue the appointment of Barclays as the Company's bankers.

#### **6 HANDOVER AND POLICIES**

Mr Trench outlined the purpose and functions of Healthwatch and explained the process by which Havering Council had selected the Company to be the provider of the new statutory Healthwatch Service. Although some continuity between the LINK and Healthwatch was required, the focus of Healthwatch was somewhat different to that of LINK and the relationship between the Company and the volunteers would be different to that which had existed between LINK volunteers and the Shaw Trust as "host" organisation.

In preparation for the handover, Mr Tench had discussed the provision of payroll services with Mazzards, a specialist provider, who were able to offer payroll services at a cost of £75 per month. The Board agreed to retain Mazzards.

A draft policy on "enter and view" had been prepared and the Board agreed to adopt it pending further development in due course. Although LINK "enter and view" volunteers had been CRB checked, fresh CRBs would be needed for Healthwatch. The Company Secretary was authorised to enquire further about registration of the Company for CRB checks.

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**RESOLVED:**

- 1 That Mazzards be retained to provide payroll services.
- 2 That the draft Enter and View etc Policy be adopted for use, subject to review in the light of experience.
- 3 That the Company Secretary be authorised to seek registration for CRB checks.

**7 OFFICE ACCOMMODATION**

Mr Tench reported that there were several options for office accommodation for Healthwatch. Space would be available at the premises of CarePoint in Romford, and space could also be available in the Council's PASC and at the offices of HAVCO.

It was **AGREED** that, in the first instance, the possibility of taking accommodation at CarePoint be investigated.

**8 FUNDING AND ASSETS**

Mr Tench reported that the grant to Healthwatch for each of the years 2013/14 and 2014/15 would be £117,359, to be paid in advance in two equal instalments. In addition, a small amount might be available in what remained of 2012/13 for set up costs.

Assets transferring to Healthwatch from LINK comprised:

- a PC
- a laptop
- a printer and a printer/scanner
- a camera
- unused training sessions valued at approximately £?
- unused printing valued at £140 for general purposes and £400 for banners
- various files and volunteer data (transferring with the subjects' consent)

The PC and laptop were both old for such equipment, and would be "cleaned" by the Shaw Trust before transfer. They were thus unlikely to be of much use.

It was **AGREED** that Mr Tench would use some of the available start-up funding to purchase a new PC, and iPad and a new mobile telephone for the Manager's use.

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Chairman  
14 June 2013