

Minutes CfPS Board of Trustees Meeting 11 July 2017

Company Number: 5133443

Charity Number: 1136243

CENTRE FOR PUBLIC SCRUTINY LIMITED
("The Charity")

MINUTES of a meeting of the Board of Trustees held on 11 July 2017.

PRESENT:

Lord Kerslake (Chair)
Jim Clifford (Independent Trustee) (Vice Chair)
Cllr Nick Chard (LGA Representative)
Jonathan Carr-West (LGIU Representative)
Amanda Phillips (Independent Trustee)
Dr Catherine Howe (Independent Trustee)
Diana Stirbu (Independent Trustee)

IN ATTENDANCE:

Jacqui McKinlay (Chief Executive)
Ed Hammond (Director - Research and Campaigns)
Don Massey (Operations Manager)
Alastair Duke (Auditor)
David Greenfield (Management Accountant)

APOLOGIES:

Vicki-Lawson Brown (Independent Trustee)
Brian Roberts (CIFPA Representative)
Tim Gilling (Director - Business Development and Delivery)

1. Declaration of Interests and Quorum

1.1 Pursuant to Section 317 Companies Act 1985 (as amended) and the Articles, Trustees were asked to declare to the meeting their interests (if any) in the matters to be considered at the meeting and the interests of the persons connect with them.

1.2 The Chair advised that the meeting was quorate.

2. Minutes of the last meeting

2.1 The minutes of the previous meeting held on the 26 April 2017 were AGREED and signed by the Chair.

3. Annual Report & Accounts

- 3.1 The Board NOTED the Audit Findings Report prepared by PKF Littlejohn, including the one item of Significant Deficiency relating to record keeping in relation to Manual Journals and one Other Deficiency relating to the accuracy of Register of Interests for Trustees.
- 3.2 The Board NOTED the comments made by Alastair Duke (PKF Littlejohn, CfPS Auditors) and David Greenfield (Lead Accountant, LGA) on CfPS's Accounts for 2016/17. There were no issues reported to the Board and the Auditors were satisfied with the accounts.
- 3.3 The Board NOTED the impact of unrestricted income of £97,200 that was included in the Accounts for 2016/17. In relation to the Unrestricted Funds position, it was requested that a comment was made in the Annual Report to help explain that the associated expenditure will be incurred in 2017/18.
- 3.4 The BOARD AGREED the Trustees' Annual Report including the Accounts for the year ending 31 March 2017 subject to the amendment in 3.3.

4 Business Update

- 4.1 The Board NOTED the current position in relation to the current operating environment, CfPS staffing and updated outline budget presented.
- 4.2 The Board NOTED the update on delivery activity in the last quarter, recognising the uncertainty created by the unexpected calling of a General Election. They welcomed the additional commercial business being undertaken for an existing customer.
- 4.3 The Board NOTED the update on business development work. They stressed the need for a disciplined focus on the targeting, assessment and conversion of business development opportunities. They also commented on the risks in not being able to secure further work in conjunction with the NHS and how they might be assisted or mitigated.
- 4.4 The Board NOTED the contents of the updated Contracts Register.

5. CfPS approach to influencing

- 5.1. The Board NOTED the report on the Influencing Plan and commented on how Trustees might be able to assist CfPS in their areas of activities and problems they are trying to address.

- 5..2. The Board AGREED to look further into this as part of the October Strategy Session (see point 9.2).

6. Advisory Board review

- 6..1. The Board NOTED the report on the way the Advisory Board currently operates and commented on some areas of change that were instigated in 2010 when CfPS became a charity which allowed the Advisory Board to operate more flexibly.
- 6..2. The Board AGREED that the Chief Executive could invite additional members to attend the Advisory Board either on a one-off basis, or temporarily, or permanently, depending on the contribution and influence these additional members could add to discussions and furthering of CfPS aims.
- 6..3. The Board NOTED the arrangements agreed in 6.2 in respect of how the LGA and others could assist in broadening the diversity of the Board.

7. Governance review

- 7..1. The Board NOTED the contents of the paper on Governance – Policy Review.
- 7..2. The Board AGREED the updated policies on Equality and Diversity, Whistle-blowing and Employee Expenses.
- 7..3. The Board NOTED that staff would be given a further opportunity to feedback on the policies. Any substantive changes would be brought back to the board, otherwise the policies would be brought into immediate effect.

8. Updated risk register

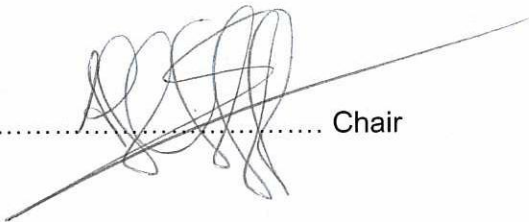
- 8..1. The Board NOTED the updated Risk Register, including the mitigating factors taken to reduce the risks. They recommended that the risk of not converting Business Development opportunities be added to the register and mitigating action assessed and implemented.
- 8..2. The Board NOTED the problems certain charities had experienced reputationally following the tragic fire at Grenfell Towers. They discussed the need for prompt comment or action where appropriate in these exceptional circumstances, even when there may be conflicts of interest to consider. Both Trustees and Staff need to actively review and report Conflicts of Interest, particularly where new issues emerge, but any conflicts should not necessarily preclude CfPS commenting or taking action. They recommended that this risk also be added to the register and mitigating action assessed and implemented.

9. October Strategy session

- 9..1. The Board NOTED the paper on the planned October Strategy Session for Trustees.
- 9..2. The Board AGREED that the session should cover in particular Business Development opportunities for CfPS; including how opportunities are identified, how they are assessed including research, how products are developed to address the issues and then through to converting sales.

10. Forward Plan

- 10..1. The Board reviewed and AGREED the Forward Plan.


..... Chair