

**Confirmed Minutes of the Board of Trustee Meeting
Thursday 21 April 2022
Via MS Teams**

Chair:		
Charles Janczewski	CJ	UHB Chair
Present:		
Rachel Gidman	RG	Executive Director of People and Culture
Fiona Jenkins	FJ	Executive Director of Therapies & Health Sciences
Mike Jones	MJ	Independent Member – Trade Union
Sara Moseley	SM	Independent Member – Third Sector
Rhian Thomas	RT	Independent Member – Capital and Estates
John Union	JU	Independent Member - Finance
Ruth Walker	RW	Executive Nurse Director
Fiona Kinghorn	FK	Executive Director of Public Health
Suzanne Rankin	SR	Chief Executive Officer
In Attendance		
Joanne Brandon	JB	Director of Communications
Nicola Foreman	NF	Director of Corporate Governance
Simone Joslyn	SJ	Head of Arts and Health Charity
Robert Mahoney	RM	Interim Deputy Director of Finance
Secretariat:		
Nathan Saunders	NS	Senior Corporate Governance Officer
Apologies:		
Susan Elsmore	SE	Independent Member – Local Council
Akmal Hanuk	AH	Independent Member - Community
Michael Imperato	MI	Independent Member - Legal
Meriel Jenney	MJ	Interim Executive Medical Director
Catherine Phillips	CP	Executive Director of Finance
Ceri Phillips	CP	Vice Chair of the Health Board

BT 22/04/001	Welcome & Introductions The UHB Chair welcomed everyone to the meeting in English and Welsh.	Action
BT 22/04/002	Apologies for Absence Apologies for absence were noted	
BT 22/04/003	Declarations of Interest The UHB Chair declared an interest as the chair for the “Our Health Meadow” Group.	
BT 22/04/004	Minutes of the Board of Trustee Meeting held on 20 January 2022 The minutes of the Board of Trustee Meeting held on 20 January were received. The Board of Trustee (The Trustees) resolved that: a) The minutes were approved as an accurate and true record of the meeting held on 20 January 2022.	
BT 22/04/005	Action Log following the Meeting held on 20 January 2022 The Action Log was received.	

	<p>It was noted that the action around the disposal of Rookwood Hospital would be received by the Trustees at the next meeting in September 2022.</p> <p>The Board of Trustee resolved that:</p> <p>a) The Action Log was noted.</p>	Action Log
BT 22/04/006	<p>Chair's Action taken since last meeting</p> <p>No Chair's Actions had been taken since the last meeting.</p>	
BT 22/04/007	<p>Health Charity Current Financial Position</p> <p>The Health Charity Current Financial Position was received.</p> <p>The Interim Director of Finance (IDDF) advised the Trustee that the report highlighted the financial performance of the Charity to the period 31st January 2022 but noted that he would provide updated figures.</p> <p>He added that the opening market value of the investment portfolio on 1st April 2021 was £6.368m and the closing market value on 31st March 2022 was £6.569m.</p> <p>It was noted that the movement was £0.201m and that the Health Charity had taken a cash withdrawal within the financial year to help the cashflow of the Charity. That had meant that, in effect, the Charity had received gains of £0.451m within the financial year and that the £0.201m remained within the investment balance.</p> <p>The Trustee was advised that the income, made up of various legacies, donations, fundraising and other elements stood at £1.752m and expenditure stood at £2.442m with a net outgoing of £0.691.</p> <p>The IDDF advised the Trustee that in terms of total funds of the Health Charity the opening balance on 1st April 2021 was £9.147m and the closing balance on 31st March 2022 was £8.908 with a movement of £0.239m.</p> <p>It was noted that the Finance team had a different timescale for the submission of the Charitable Funds accounts and advised the Trustee that the main Health Board accounts were being focussed on at present. He added that the Charitable Funds accounts would be audited in the Autumn of 2022. The Health Board's main accounts would be audited during April and May 2022.</p> <p>The UHB Chair noted that the Charity was in a very positive position despite the volatility experienced in the investment market.</p> <p>The Executive Nurse Director (END) asked the Trustee if enough was being spent in relation to the current financial position in line with Charitable Funds' responsibilities.</p>	

	<p>The Chief Executive Officer (CEO) asked if there was a strategy that set out the ambition for the Health Charity and was there a risk appetite for the threshold of holdings below which the Trustee would see as the “de minimis” to spend across all of the accounts.</p> <p>The UHB Chair responded that there was a strategy and it would be refreshed shortly.</p> <p>The Director of Communications (DC) added that she had shared the strategy with the CEO via an online portal so it could be viewed there.</p> <p>She added that there would be an Away Day proposal at the next Charitable Funds Committee meeting to review the strategy and the strategic aims.</p> <p>The UHB Chair asked what was meant by “Neurological Gardens” which was outlined within the report received.</p> <p>The DC responded that when Horatio’s Garden was established it was noted that because Rookwood Hospital catered for spinal patients and neurological patients, the Health Board had agreed to treat both areas equally and so investment had been received for a “neurological side” of the gardens.</p> <p>She added that all of the funding for the neurological gardens had been supported by the Health Board rather than the fundraising from Horatio’s Garden which focussed on the spinal area.</p> <p>The UHB Chair noted that the general reserves were barely enough to cover commitments and asked what assurance could be provided to Trustee that they would always remain in balance.</p> <p>The IDDF responded that another £0.350 had been drawn down from the investments for cashflow purposes and noted that how that would be distributed would be looked at and reported back to the Trustee via the Charitable Funds Committee.</p> <p>The Board of Trustee resolved that:</p> <ul style="list-style-type: none"> a) The financial position of the Charity was noted. b) The performance of the investment portfolio was noted. c) The commitments against general reserve were noted. 	IDDF
BT 22/04/008	<p>Horatio’s Garden Update</p> <p>The Horatio’s Garden Update was received.</p> <p>The Executive Director of Therapies and Health Sciences (EDTHS) advised the Trustee that the report provided an update on the current position with Horatio’s Garden.</p>	

It was noted that the work on Horatio's Garden was almost complete and that actions had moved forward since the report was compiled which included:

- Construction was nearing completion and the planting of the garden had gone well.
- The Horatio's Garden Charity had provided their own construction team (Knox & Wells) and they had also interfaced with the contractors (Willmott Dixon) being used by the University Hospital Llandough (UHL).
- The Director of Capital Estates and Facilities (DCEF) was currently negotiating between Horatio's Garden contractors and the Health Board's contractors to have final discussions of whom should pay for what.
- The DCEF would advise the EDTHS and the Executive Director of Finance (EDF) of the discussions to enable completion of financial issues in a partnership arrangement.

The DC advised the Trustee that that the opening of the garden would be on the 2nd of July 2022 and noted that diary confirmations were underway.

The EDTHS advised the Trustee that the recommendation in the report would need to be amended to reflect the new opening date.

She concluded the discussion by thanking all of the people involved and noted that the work undertaken by the capital and estates team had been extraordinary.

The UHB Chair agreed and thanked the EDTHS for all of the work undertaken by herself as well.

The Board of Trustee resolved that:

- a) The update provided and the scheduled opening of Horatio's garden on 2nd July 2022 was noted.
- b) The UHB Capital Estates team were thanked for their flexibility in helping Horatio's Garden deliver the project.

Our Health Meadow

The Our Health Meadow information was received.

The DC advised the Trustee that “Our Health Meadow” had started as the “Our Orchard Appeal” and noted that the environmental opportunity for the Health Board was great as the piece of land was not accessible unless accessed via the UHL site.

It was noted that the vision of Our Health Meadow was to create a unique space which would become a legacy for generations to come.

The Trustee was advised that a unique aspect of Our Health Meadow was that the Health Board worked with Third Sector parties and noted that the Health Board had worked in partnership with “Down to Earth” (an award-winning social enterprise with a 15-year track record in supporting people to bring about positive change in their lives).

It was noted that Down To Earth had looked at organisations who wanted to give something back to the community.

The Head of Arts and Health Charity (HAHC) advised the Trustee that there had been a lot of interest around the Our Health Meadow from neighbouring Health Boards.

It was noted that a continued commitment for the build would be required in order for there to be a lasting legacy on the UHL site.

She added that this would require a monetary commitment and so the request was for the Trustee to consider ongoing financial commitment to the project.

The UHB Chair advised the Trustee that the benefit could be seen from the project and noted that once the project was finalised it would be something to be very proud of.

The Executive Director of Public Health (EDPH) noted that it would be a real emblem of the Health Board’s commitment to the embedding of the Wellbeing and Future Generations Act and asked if it was an area that the Charitable Funds could be considered.

The HAHC responded that she thought Charitable Funds could be utilised for the project and noted that to further develop the vision for the site the project required support and inclusion in the Health Board’s Capital programme to build confidence from the other public and private funders (National Lottery/Welsh Government/Postcode Lottery etc.) and to show long term commitment from the Health Board.

The END advised the Trustee that the Health Board needed to remember some of the commitments that had been made upon the relocation of Whitchurch Hospital to UHL.

She added that some of the challenges the community had raised at that time was that there needed to be an outdoor therapeutic environment for patients along with feedback of the transferal of Rookwood services to UHL and the need to ensure that outdoor spaces were required for those patients with complex needs.

	<p>It was noted that the Charitable Funds Committee could look at the request in more detail at the next meeting and something more structured could be received by the Trustee in September.</p> <p>The END noted that the Health Board could not underestimate the wellbeing needs for staff and advised the Trustee that outdoor spaces would benefit staff.</p> <p>The DC reiterated the HAHC’s earlier point regarding bids being more successful from public and private funders if the Health Board showed commitment to the projects.</p> <p>The Independent Member – Capital and Estates (IMCE) asked if the Charitable Funds Committee could receive a strategic paper.</p> <p>She added it would also be worthwhile to have a summary of what constituted a contribution from the Health Board to ensure successful bids from the public and private funders.</p> <p>The DC responded that it depended on where the grants were being applied from and noted that a lot of public and private funders set criteria which the Health Charity would then follow.</p> <p>She added that the Health Charity was in competition from Health Boards and Trusts across the UK and noted that they had secured £0.680 from excellent bid writers within the Health Charity team.</p> <p>The HAHC advised the Trustee that there were 2 Open Days where Trustees could meet Down to Earth colleagues, receive updates on the progress to date and explore future opportunities for the Health Board to support the project/outcomes of Our Health Meadow.</p> <p>She concluded that Down To Earth had also secured money for the project on behalf of the Health Board and noted their continued support.</p> <p>The UHB Chair thanked the HAHC for her continued dedication to the project and noted that she was the “beating heart of the group”.</p> <p>The Board of Trustee resolved that:</p> <ul style="list-style-type: none"> a) The progress and activities of the Health Meadow Appeal were noted. b) The Charitable Funds Committee would explore the funding requests in more detail to understand the strategic intent at their next meeting. 	<p>DC</p> <p>DC</p>
<p>BT 22/04/010</p>	<p>Chair’s Reports:</p> <p>i. Charitable Funds Committee</p> <p>The Chair’s Report for the Charitable Funds Committee was received.</p> <p>The END advised the Committee of 3 areas to highlight within the report:</p> <ul style="list-style-type: none"> • The Arts Annual Report – the END encouraged the Trustee to read the report and noted that the Health Board was “trailblazing” in Wales. • Events Planner – the END noted that it was important for Executives and Independent Members to support the events. 	

	<ul style="list-style-type: none"> • Governance – the END advised the Trustee that there was a strategy in place for the Charitable Funds Committee and noted that the Committee reviewed the Terms of Reference work plan for the 2022-23 financial year. <p>The Board of Trustee resolved that:</p> <p>a) The Charitable Funds Committee Chair’s Report was noted.</p>	
<p>BT 22/04/011</p>	<p>Events Planner</p> <p>The Events Planner was received.</p> <p>The DC advised the Trustees that as more areas started to open up following the peaks of the Covid-19 pandemic, the Health Board were now committed to public events.</p> <p>She added that there were a number of core events throughout the year which included:</p> <ul style="list-style-type: none"> • Afternoon Teas • Staff Lottery Events • The Cardiff Half Marathon • NHS Online Auctions • Halloween Masquerade Ball. <p>It was noted that the Health Charity would be grateful for support from Independent Members and Executives because:</p> <ul style="list-style-type: none"> • It added profile to the events. • Staff feedback acknowledged that it felt like their contribution was acknowledged when Executives and Independent Members attended events. • It enabled the Health Charity to promote the idea of supporting patients and staff through the money that is raised at the events. <p>The DC advised the Trustee that the Staff Lottery was also growing in numbers and noted that last year £21k was given away in a “Mega Draw” and highlighted the “Mega Draw” for 2022 would be £22k.</p> <p>The CC concluded that it was nice to see the opening up of events and to see them mapped out on the planner.</p> <p>The Board of Trustee resolved that:</p> <p>a) The Health Charity Events Planner 2022 was noted.</p>	
	<p>Executive Lead Replacement – Verbal Update</p> <p>The Chief Executive Officer advised the Trustee that the END would be leaving the Health Board in May 2022 and thanked her for her dedication and hard work.</p> <p>She added that she had asked the Executive Director of Finance (EDF) to assume the role of Executive Lead for the Charitable Funds Committee and asked for the Trustee’s approval.</p> <p>The Board of Trustee resolved that:</p>	

	a) The Trustees approved the appointment of the EDF to Executive Lead of the Charitable Funds Committee.	
BT 22/04/012	Any Other Business No other business was noted.	
BT 22/04/013	Review of the Meeting Key points how we look to spend more of the charitable funds. How nice and refreshing it is to see Our Health Meadow with positive potential outcomes for staff, patients and communities around us.	
BT 22/04/014	Date & Time of Next Meeting Thursday 1 September 2022 Time 10am MS Teams	