

Solva Care
Registered Charity Number 1172878

Charity Trustees Board

Minutes of the Meeting held on Tuesday 21st November 2017 at
9:30 a.m. in the Memorial Hall

Attended by:
Trustees: Mollie Roach (Chair), Sue Denman,
Carol Ann Jones, Jonathan Higgins, Sandra Young

Solva Care Manager: Lena Dixon

Web Administrator: Maria Jones

Clerk/Treasurer: Bruce Payne

For Nov:

not sure quite how you want the figures of volunteers and service users per month, but the September figures includes services by 24 (of the 30 volunteers) provided to 28 services users (of the approx 50).

1. **Welcome and Introduction.**
2. **Apologies.** Leslie Robertson-Steel, Fran Barker, Josh Phillips,

Matters Arising

3. **Agree minutes of the meeting held on 9th October 2017.** Agreed and signed – all actions were reviewed.
4. **Solva Care Manager Report.** The number of Solve Care volunteers and service users were:
 - Volunteers 30
 - Service users 50
 - a. **Meetings**
 - 3 Oct Conference call with Sue and Noreen re Social Care Wales Co-production event.
 - 18 Oct Interviews for the web admin job.
 - 19 Oct Coffee morning Mosaics.
 - 6 Nov Met Maria Jones to discuss website.
 - b. **Events Attended**
 - 13 Nov - Social Care Wales. Building Care and Support Together Workshop in Carmarthen with Sue.

- 14 Nov - Rural Health and Care Conference in Builth Wells with Fran.

c. **Forthcoming Events (external)** 30 Nov Withybush Hospital Dementia Conference. Solva Care stand requested. Sandra to attend.

d. **Solva Care events** Friday Club: 6-12 people attend + volunteers. Activities: C&W, Reminiscence, Ukulele Pirates, Peg on guitar, Mosaics, Yoga & Music quiz, games & storytelling.

- 17 Oct - Afternoon Tea trip to Mathry for sce users & others, using Bws y Bobl. 18 people (including 5 volunteers).

e. **Marketing** - Tomos and Lena made a video for the Cinema (a cinema goer sponsored the Nov film and asked for Solva Care to be promoted. Now on our website and Facebook.

Maria Jones: Web administrator was now dealing with the website.

- 17 Oct - Representatives from Ageing Well in Wales came to Solva to interview volunteers for the new 'Ageing Well in Wales Stories' publication.
- 26 Oct - Rachel & Dan Jones attended the coffee morning for a photo opportunity, following their donation.

f. **Training** - 10 Nov Paul Sartori did a session on ACP (Advance Care Planning) for 6 volunteers & 1 service user

g. **Miscellaneous** – Lena requested Solva Care host a Rethinking Respite (for dementia) engagement event in Solva on Monday 26 Feb 2018 (On behalf of Older People's Commissioner for Wales). Trustees agree the request. **Action Lena**

5. **Communications Report.**

a. Web Site. Maria delivered the following report:

i. Activities:

- Briefings with Lena and Sue
- Solved glitch so historic posts are now visible on website, sharing buttons added
- Posted Solva Care video
- Genuine spam and test comments dealt with on previous posts
- Sorted Management rights to Facebook
- Working to establish links to Solva News and Solva businesses
- Started work on SEO

ii. Next Months Planned Activities

- Meeting to take place with website designer
- New regular posts with content provided by Lena and Sue
- Further SEO work

- Press release to be prepared and issued on Mosaic Project
 - Home page to be translated into Welsh (compliance with 2015 Welsh Language Standards Regulation)
- iii. Other Matters/Requests
- Trustees requested to share website, FB and Twitter posts
 - Welsh translations to be verified before Welsh-language page is posted
- b. Twitter. Sue reported 140 followers. Engagement analysis continued.
6. **Chair Report.** Mollie spoke about upcoming meetings with Tessa Hodgson (PCC Cabinet member for Social Services) on 22nd November and Jason Bennett (PCC Head of Adult Care) on 9th January 2018.
7. **WG consultation on concessionary fares scheme.** The deadline was 12th January. Both Mollie and Fran had responded.
8. **Progress to Achieve Q3 Milestones (SDF).** All Milestones were reviewed – RAG status GREEN:
9. **Revised Governance Structure.** Trustees agreed that a single purpose Governance meeting would convene on 5th December 2017 in the Memorial Hall at 9:30a.m.
Post Meeting Note: 5th Dec outcomes - See end documents “summary of the decisions” and “next steps”.
10. **Prevention Activities – Mosaic Project.** Sue informed trustees that project momentum continued and donations to fund the new hand rails were very positive. Quotes for the hand rails were imminent. PCC had kindly agreed to carry out repairs to the steps at no cost to the project.
11. **Employee Pay Review.** See item 12c (below).
12. **Finance Report**
- a. Solva Care Bank Balance at end of November. The balance at 30th November 2017 was £50,542.15. Income & Expenditure (actual) for November (as at 21st November) was presented and agreed by Trustees.
 - b. Available funds. These were reviewed.
 - c. Draft Budget 2018/19. The draft budget, complete with spend profiles, would be complete early in the NY. New fixed salaries would be presented to Trustees for employees and would include a revised rate for the Web Administrator.
 - d. Financial Governance. All expenditure to date had been approved by signatories and signed as appropriate.
13. Finance Committee Report.

- a. New Terms of Reference had been presented for review but had yet to be agreed by Trustees.
- b. The Committee would meet on the 28th November at 9:30a.m. to discuss:
 - ICF/WG funding 2017/18
 - ICF Grant Application for 2018/19
 - Big Lottery grant application 2018/19 (Sarah Pegg)
 - LEADER outcome

14. **Research & Evaluation Report.** Sue reported the KESS Project had still not started. Sue to contact Dr Rachel Rahman (Aberystwyth University) in the NY (KESS funding was previously approved for the Care Messenger project at Aberystwyth University with a small amount coming to Solva Care). **Action Sue**
Trustees agreed to purchase additional time from Maria to support Solva Care. A detailed proposal was to be prepared setting out deliverables and timescales. **Action Sue**

15. **Configuration Librarian Report.** NTR

16. **Report from Members.** NTR

17. **AOB.** Nil

18. **Date of next meeting**

- a. Tuesday 9th January 2018
- b. Thursday 8th February 2018
- c. Tuesday 6th March 2018

Compiled by:
Bruce Payne (Clerk) 5 January 2018

Signed by: Mollie Roach (Chair)

Solva Care Governance Meeting

5/12/2017

PRESENT: Mollie Roach, Sandra Young, Carol Ann Jones, Sue Denman, John Higgins, Lena Dixon, Lesley Robertson Steel, Fran Barker

Not Present: Bruce Payne, Josh Phillips

The purpose of the meeting was to discuss and take decisions on recommendations made in the Governance Review (2 Nov 2017) produced by Social Firms Wales (SFW), following a workshop on the Constitution of the Solva Care Charity.

General Decision: Solva Care Trustees will devise a new document laying out what actions we propose to make based on SFW recommendations.

1. Appointment of Trustees.

It was agreed that it would be desirable to have on the board of Trustees

- People who represent the longer established families in the community and people involved in education (staff and older pupils)
- People to fill gaps in the skills required by the Trustee Board
- People with influence (of the right sort) in the wider community

We need to devise our own process for appointment of Trustees. It was noted that the paid staff of Solva Care, Co-ordinator and Treasurer/Secretary) have been appointed by recognised means under the Community Council or Solva Care Board.

2. Number of Trustees.

We need to reconsider the maximum number of Trustees given in the Constitution in the light of the Board/Committee structure we adopt.

3. Appointment of Officers.

A process is needed for appointment of Officers (Chair, Vice-Chair, Secretary and Treasurer (assuming the latter two are Trustees). It was considered that the usual procedure of nomination for posts and voting by Trustees at the AGM would be a suitable procedure for our size of operation.

Questions were raised over the length of term of Trustees and questions of dismissal and reinstatement. The present terms in the Constitution need to be revisited.

4. Conflict of Interest.

We will have a "Conflict of Interest" book which will also include procedures for preventing and resolving conflicts of interest.

5. Supervision.

It was agreed that the Co-ordinator should be the overseer of paid employees, and answerable to the Chair of the Trustee Board.

It was also felt desirable to formalize in some way the Co-ordinators interaction with Volunteers. There should be at least 1 Volunteer meeting per year and regular reporting on volunteer activity (as at present in the Quarterly reports to Sustainable Development Fund (SDF)).

There should also be consideration of need for training of Trustees and paid employees as well as that of volunteers.

6. Large expenditure.

We need a procedure for agreeing and recording this. What is considered "large expenditure". How and to whom is the request made? By whom is it agreed?

7-10 Structure & role of trustees.

It was agreed that Trustees may be involved in both Administrative and volunteering roles, but should recognise that these need to be kept separate in their minds when strategic matters are being discussed.

The structure set out in recommendation 10 of the Review was generally accepted with the amendments/observations:

- a) Finance sub-committee be renamed as Funding sub-committee. It will deal with funding applications and matters relating to funding. The general financial aspects will be dealt with under general administration.
- b) the Research sub-committee will continue as is involving both internal and external groups.
- c) In the diagram the sub-committees should have links with both the Strategic and Operational boards.
- d) Sub-committees may buy in extra expertise as required. The example was given of application for large grants. A proviso was raised here that some grant applications do not allow use of external staff.
- e) Functions of the Strategic and Operational Boards need to be identified. These will need separate Chair persons.
- f) The Operational Objectives listed under recommendation 7, should be studied by Trustees who then need to decide which parts they wish to be involved with and therefore which Board(s) and Sub-committees they should belong to.
- g) The Operational Board and sub-groups do not need to be totally made up of Trustees. Trustees, paid employees and anyone with relevant input to the agenda may attend. On the Strategic Board, only Trustees can vote.
- h) A short term Task Force is needed to set up new procedures, identify amendments needed to the constitution. Once these are in place the Task Force can be disbanded.

Forward Plan

1. Write up resolutions for the meeting (FHB) and communicate to Sue Denman and Lesley Robertson-Steel.
2. Identify where the Constitution needs amending (Nb. Including change of name to Solva Cares) and new procedures required.
3. Present report to the Board meeting on Jan 9 2018 (following Research Group meeting on 8th Jan 2018)
4. Set up Task Force and give deadline for amendments to Constitution and new procedures.

**Actions on Governance (towards new Structure in place by AGM May 2018)
FHB 4/1/2018**

Agree..... (Board Meeting 9 Jan 2018)

1. Number of Trustees (in light of structure adopted)
2. Length of term of trustees, dismissal & re-instatement
3. Procedure for Appointment of Officers and trustees .

Implementation (Deadline 22nd Jan 2018) Lead Mollie.

1. Chair of operations committee to be appointed (Chair of strategic committee continues till AGM)
2. Task and Finish group to be set up

Procedures needed (Task & Finish group to action) (Deadline AGM)

3. Conflict of interest (formal procedure for preventing and resolving needed, plus record book)
4. Procedure for authorising large expenditure (What is "large". To whom is request made, By whom is it agreed?)
5. Complaints procedure

Checks needed. (Task & Finish Group to action) (Deadline AGM)

6. Review and document processes for appointment of Officers (Chair, Deputy Chair, Secretary, Treasurer), paid officers and other paid employees.
7. Ensure contracts are in place (if appropriate) for paid employees.

8. Ensure support and accountability is clear and documented.

Longer term

1. Consult Charities Commission guidelines for small charities to see if our constitution complies. Report any advisable additions or alterations (Lesley?)
2. Amend Constitution and liaise with Charity Commission on changes (Bruce)