

**BFS Trustees' meeting by teleconference
on Thursday, 13 December at 2pm
MINUTES**

Attending:

Ian Cooke, Alison McTavish, Virginia Bolton, Peter Brinsden, Peter Wardle, Henry Leese, Mark Hamilton

Secretariat: YL

1. Apols.

Chairman take over after or at the AGM

2. Minutes of the meeting of 18 September – circulated

Approved

3. Matters arising:

a) Merger - accounting procedures – SW

ACTION: YL to Feedback after telecon with Mazaars next week on 19th .

b) **Governance: report from Executive Committee to Trustees to be on the Executive Committee Agenda of one meeting/year – RM**

ACTIONS:

GB to remind RM and ensure this reaches the Executive Agenda.

Terminology: MH updated documents with exact references for Companies House and Charity Commission. He will send this to YL and then circulate to Committee.

IC noted Companies House do not require the same number of Directors listed on their website as our documents.

c) **Diagram of BFS structure on the website -SG**

ACTION: YL to check this diagram includes MH's updates also (as above).

d) **Modification of Policy on Appointment of Trustees- IC**

- i) to allow Trustees not necessarily to be former members of the Executive Committee
- ii) Trustee service period amendment

e) **Change in Policy documents to refer to MD of the Secretariat and to Hon. Sec. of Society rather than Sec.- IC**

f) **Addition of post of Chair Elect with a tenure of 5 years and the need to give 6 months' notice of relinquishing that post – IC**

MH suggested too long a period of notice?

ACTIONS:

MH – suggested the future Chair can intimate their wish to leave within 6-12 months and then we use that period to elect a Chair-elect. This gives time to allow any Trustee to put themselves forward as Chair-elect. It is important all Trustees are eligible to put themselves forward.

MH to redraft the wording of this part of the policy and it will receive formal ratification at the next meeting.

- g) **Financial Controls Policy: specification of trading year and removal of reference to cheques – IC**

- h) **Addition of Members’ and Trustees’ area to website under Organisational Governance and uploading of policy documents with version and date control – SG**

- i) **Place on Agenda of AGM to update all policies – RM**
ACTION:
VB will ensure this is added to the AGM Agenda each year.

- j) **Fraud policy:**
 - i) Retraction of credit cards and addition of information re criminal record and financial related issues - YL
 - ii) use of debit cards – YL

ACTIONS:

YL to update and confirm any progress with Barclays.

SW to write a letter to bank and we may need to involve all Trustees, Jane Stewart and Ian C who have more authority.

- k) **Updating of Declaration of Interest forms by all Officers and Committee members – RM**

- l) **Process of communication between Executive Committee and Trustees - update – RM**

ACTIONS:

YL to bring compliance forms to Executive Meeting on 02 Jan for all to sign.

- m) **GDPR: SG**
 - i) Report of progress of relevant actions on the website
 - ii) Information audit
 - iii) Impact assessment
 - iv) training requirements for data protection - RM
 - v) Data Compliance Statement

Data compliance record may need to be updated? AL noted it looked comprehensive.

ACTIONS:

Comment required from RM, however it was felt previously that so much is done within the NHS that we have no need to do anything further – could RM confirm this?

YL to remind SG when he is back, that it would be useful to set up a conversation with Howard Freeman to check compliance is comprehensive.

4. Result of Election of Chair of the Trustees – SW

Mark Hamilton was announced as the next Chair.

IC was formally thanked by all for the astounding amount of work he had contributed in bringing the Society up to date.

5. Transfer of Chair’s responsibilities to new appointee

ACTIONS:

Trustees update will be included in the BFS AGM Chair’s report for 2019.

In future, the Trustees will provide a separate report and note that there are two AGMs which covers both the Charity (Executive matters) and also Education Ltd, to ensure we meet all requirements.

6. Allocation of Trustees:

- i) to attendance of Executive Committee in rotation
- ii) to Committees

PW and PB had previously said they would like to retire.

PW noted he expected this would be last meeting.

PB staying for 1 more year (until 2020)

HL and IC will resign in January.

Therefore there are 2 Trustees to replace for now and we need nominations.

IC queried if we should try to adopt other people with specific skills, eg: accountancy, law etc?

A names of names were discussed.

ACTION:

Please could all think and come back with other new Trustee suggestions or comments on the suggestions above and send to MH.

MH to move this forward for the next Trustees meeting after the AGM.

7. Other matters arising:

a) Risk Management training – RM

b) Appointment of Secretariat

IC noted that technically the Charity Commission says that the Trustees should action this, it should be routine with advice from Executive. Or, this could be delegated to the Executive?

This was the case for accountants also.

c) Account management reporting in PPL and Mazar contracts – SW

As above

d) Royal Charter progress – RM

ACTION:

This will gather pace but Trustees need to be involved in this process, IC noted that Trustees require feedback from the Executive, which would be helpful. VB and RM to ensure this is fed back.

e) Policy papers feedback from Executive – RM

Any policies generated by Trustees to go to Executive for advice.

8. Notice of outgoing Trustees

Covered above

9. Nominations for new Trustees

Covered above

10. AOB

11. Date of next meeting **Telecon: 2:00PM - Thursday 21 February**

Then face to face meeting in April TBC