



# Board of Trustees Minutes

**Meeting Date:** Friday 31 January 2014

**Time:** 09:30 – 15:30

**Type:** Face-to-face

**Location:** NCVO, 8 All Saints Street, London N1 9RL

**Version:** Approved

**Present:**

Fiona	Biddle (FB)	Trustee
Keith	Carlton (KC)	Trustee
Sian	Ellis (SE)	Trustee
David	Fitzgerald (DF)	Trustee
Inger	Gordon (IG)	Trustee
Pat	Hunt (PH)	Trustee
John	James (JJ)	Trustee
David	Pink (DP)	Chief Executive (non-Trustee)
Martin	Pollecoff (MP)	Trustee
Philippa	Tucker (PT)	Trustee
Janet	Weisz (JW)	Trustee & UKCP Chair

**Apologies:**

Carmen	Joanne Ablack (CJA)	Trustee
Andrew	Wadge (AW)	Trustee
Philippa	Whittick (PW)	Vice Chair ETPR** (non-Trustee)
Rory	Worthington (RWT)	Trustee

**In Attendance:**

Chris	Dougherty (CD)	Lakin Rose (Auditors) - 09:30 to 10:20
Matt	Fearnley (MF)	Head of Innovation & Coms - 12:40 to 15:00
Louise	Lilley (LL)	Head of Ops & Regulation - 09:30 to 15:00
Alan	McConnon (AMc)	Registrar - 12:00 to 15:15

**Minutes By:** Alex Crawford (AC) Governance Officer

\*\* Education, Training, Practice & Research

**Action Points and Decisions – in Black Bold**

## **1. Welcome, Introductions & Declarations of Interest**

- 1.1. Introductions were made around the room for the benefit of the new trustees and for the auditor.
- 1.2. The Governance Officer informed the Board that any trustee with a conflict of interest in a matter under discussion should declare the nature of their interest and withdraw from the room unless given a dispensation to speak.

## **2. CH Resignation**

- 2.1. The Board discussed the email from CH to the Board dated 30 January 2014 in which he stated he was resigning his position as a trustee with immediate effect.
- 2.2. **After an in-depth discussion it was agreed that the Chief Executive will write to CH and potentially conduct an exit interview.**

## **3. Apologies**

- 3.1. Apologies were given for AW, CJA and PW.
- 3.2. RWt was expected at the meeting but was not present.

## **4. Annual Audit**

- 4.1. JW introduced CD from Lakin Rose (UKCP's auditors).
- 4.2. CD then spoke to the Board about the draft 2013 UKCP Accounts and the draft Letter of Comment from Lakin Rose.
- 4.3. Both CD and JW congratulated everyone on having the annual accounts ready much earlier than in previous years.
- 4.4. CD referred back to the auditor's letter sent 9 months and said that a great deal of progress has been made since then.
- 4.5. CD then invited comments & questions from the Board.
- 4.6. The Board made the following points:
  - 4.6.1. While staff numbers have increased, staff salaries have decreased. CD said that the original 2013 figure for Temporary staff costs (section 5) of £127,447 was incorrect.
  - 4.6.2. The Honorarium figures listed in section 6 were questioned, as they appeared incorrect.
  - 4.6.3. The Investment income figure under 'Incoming Resources' appears low.
  - 4.6.4. The 'Current Assets' figure appears to have decreased. CD explained that in previous years there was a lack of control over debtors. He went on to say that this has now improved and we have more control resulting in more debt collected. He also said that some of the debt was erroneous.
  - 4.6.5. The significant change in the Total funds figure from £465,606 at 1 October 2012 to £229,421 at 30 September 2013 was queried. The Chief Executive explained that this was largely due to the one-off costs for the Complaints and Conduct Process (CCP) which was taken from Reserves.
- 4.7. **Following today's comments, CD will check and then make the changes.**

4.8. **The Governance Officer will send the Trustees Report that goes with the audit to the Board by email for comment and approval.**

4.9. The Chair thanked CD for attending today's meeting.

*\*CD left the meeting at 10:20\**

## 5. Matters Arising from the Board Minutes of 28 September 2013

### 5.1. Corrections

5.1.1. **The title at point 11 should be amended to read 'Organisational Membership Termination Procedure'.**

### 5.2. Matters Arising

5.2.1. **Point 9.6 of the September minutes – the Governance Officer and Chair will conduct a second round of the Board papers review, and will produce a paper for the next Board meeting on 25 & 26 April 2014.**

5.2.2. Point 9.8 – the Governance Officer advised that the Risk Register will be mentioned in the Trustees Report that will be sent to the Board soon.

5.2.3. The Chair mentioned that, now the reports from the colleges and faculties were on an annual basis, it needs to be decided to which Board meeting the college and faculty chairs are invited. The most suitable meetings would appear to be either the January or July Board meetings, where there were no major items of business (e.g. not an Away Day or for Budget approval).

## 6. Chair's Report

6.1. The Chair referred to her written report.

6.2. **Regarding the International Committee (IC) and the International Officer (IO), the remit of the IC and the role description for the IO will be sent to the Board by the Registrar for the April Board meeting.**

6.3. **The Chief Executive will write to the European Association of Psychotherapy (EAP) and clarify the protocol for representation at EAP meetings.**

6.4. The Chair updated the Board with developments regarding the recruitment of an Ethics Committee (EC) Chair and the re-constitution of the EC. The recruitment process has not produced an EC Chair yet although there is a further candidate left to interview. The Chair proposed that we cannot wait until an EC Chair is appointed, and should reconstitute the EC as a matter of urgency.

6.5. After discussion, the Board made the following decision:

***6.5.1. The Board hereby appoint Philippa Whittick to be the (non-lay) Project Lead for Ethics for a period of 5 months (without prejudice to whether an Ethics Chair appointment is made) in which time she is tasked with reconstituting the Ethics Committee. In order to take up this appointment Philippa Whittick will stand-down from her position as chair of the Education, Training and Practice Committee but will continue to hold her post as UKCP Vice Chair for Education, Training, Practice and Research until new Vice Chair elections are announced.***

6.6. Regarding the 3 decisions contained in the Chair's Report:

**6.6.1. The Board agreed that (approved) Board minutes should be placed in the public area of the UKCP website. Trustees are to also send the Chair any suggestions they have about a public trustee's area on the website.**

**6.6.2. The Terms of Reference for the Diversity, Equalities and Social Responsibility Committee (DESRC) were approved with 2 abstentions and none against.**

**6.6.3. The proposal to lift the Finance special measures is to be brought back to the Board with specific details of the special measures.**

**6.7. The Chairs report was proposed by SE, seconded by MP and accepted by the Board.**

## **7. Chief Executive's Report**

7.1. The Chief Executive referred to his written report.

7.2. One trustee gave very positive feedback about the new UKCP website, but asked when the teething problems will be resolved. The Head of Operations & Regulation advised that on-going fixes were happening and that most significant issues will be resolved soon.

7.3. One trustee thought that the HR Metrics Report (part of the Chief Executive's Report) was confusing, as it did not use the same metrics all the way through.

7.4. One trustee congratulated UKCP on the *Valuing Mental Health* report launch (also informally referred to as 'the Fujiwara report') on 22 January 2014, which they thought was an excellent event. Another trustee expressed the need to have a Chair of the Research Faculty Committee in place very soon following the report launch.

7.5. It was asked how we will take the work from the *Valuing Mental Health* report forward. The feeling was that producing the report was money well spent, but as UKCP were the principal sponsor we should be the driver behind taking the work to the next level.

**7.6. The Chief Executive will send a report to the Board which details how UKCP take the *Valuing Mental Health* report forward and which sets out the various options.**

**7.7. A report will be sent to the Board for the April meeting which evidences the results and effectiveness of the Individual Member (IM) recruitment drive.**

**7.8. The Chief Executive's report was proposed by PT, seconded by KC and accepted by the Board.**

*\*AMc joined the meeting at 12:00\**

## **8. CH Email of 31 January 2014**

8.1. JW read-out the email sent to the Board at 10:26 today (31 January 2014) from CH.

8.2. The email contained criticisms of both the Chair and the Chief Executive and was fairly strongly worded.

**8.3. After discussion it was agreed that DP will reply to CH's email acknowledging receipt and telling him that, due to the timing of the email, it was not discussed at the meeting today. DP will tell CH that this decision was taken by the Board independently of the Chair and Chief Executive.**

## **9. Finance Report and Management Accounts**

- 9.1. The Chief Executive referred to the written report.
- 9.2. The Chief Executive asked the Board for feedback regarding the format of the report.
- 9.3. Membership income is holding-up well.
- 9.4. At the end of the first quarter the rate of new CCP casework is lower than the projection.
- 9.5. It was commented by one trustee that the CCP enquiries were being dealt with very well and consequently the professional UKCP staff are heading-off formal complaints.
- 9.6. It was noted that there were a number of significant under-spends. The Chief Executive responded by saying the Public Affairs under-spend was because the *Valuing Mental Health* launch was cheaper than expected because there were no room hire costs. Also, committees will not start spending until they've had their budgets approved. He also explained that the costs of the new website came out of last year's budget.

*\*IG, FB, JW, AMc & LL left the meeting\**

## **10. Honarium Policy**

- 10.1. Following discussion it was agreed that the current honorariums payments are to remain as they are whilst further work on the policy is carried out by the Chief Executive, Governance Officer, JJ and MP.

*\*IG, FB, JW, AMc & LL returned to the meeting\**

## **11. UKCP Business Plan & Strategy**

- 11.1. The Board discussed the *UKCP Business Plan* document circulated by email on 19 December 2013, and the Governance Officer handed-out the *Summary of Business Plan* document.
- 11.2. The discussion included the following points:
  - 11.2.1. Trustees have more input into the work UKCP do
  - 11.2.2. Help and support will be given to those who need to complete Work Plans
  - 11.2.3. Key Performance Indicators (KPIs) will be linked to the Work Plans
  - 11.2.4. We need to position ourselves in a place where we can impart 'social medicine'
  - 11.2.5. We need to create a bridge between the 'chasm' between committees and members
  - 11.2.6. Communication and engagement with members is key; potentially roadshows and events are required as well as e-bulletins
  - 11.2.7. KC said that he has experience in advertising and is happy to get involved
  - 11.2.8. We have an aging membership and need to engage with students and trainees more in order to safeguard our future
  - 11.2.9. We seem to be going round in circles with this issue without making progress

11.2.10. We do things the wrong way round: the work of committees should be led by the strategy the Board decide, rather than attempting to fit the work they're doing with the strategy.

11.2.11. We need to conduct a 'Brand Audit' and PT volunteered to help MF and KC with this

11.2.12. We need a short, pithy statement which says what we (UKCP) are, and what we want to do (our aspirations)

**11.3. It was agreed that further discussion will be put on the agenda for the Board Away Day in April. Following the April meeting the Board can then work on the communication strategy with regards to having the work of the committees being driven and led by the UKCP strategy.**

**11.4. It was agreed that an additional 2 hour Board discussion will take place on the afternoon of Friday 25 April 2014 as part of the Away Day.**

## **12. New Organisational Members (OMs) Joining UKCP**

12.1. The Board discussed the 'blockage' currently affecting new OMs joining UKCP.

12.2. Currently new OM applications are dealt with by the Organisational Membership Committee (OMC) which is mostly comprised of volunteers on whom there are time constraints and pressures.

12.3. We need to unblock the current new OM applications (6 at the time of the meeting).

12.4. A group should be set-up to look at how we can process applications differently. The Chair of the Professional Regulatory Committee of Colleges & Faculties (PRCCF) supported this idea, but cautioned that we need to ensure that no self-interest accusations can be levelled at the members of the group.

**12.5. The Chief Executive and Registrar will work on the best way of removing the blockages for new applicant OMs, and will consult with the Chair of the PRCCF and the Chair of the Education, Training & Practice Committee (ETPC).**

## **13. PRCCF Report**

### **13.1. College Quality Assurance Review Process**

13.1.1. Under the heading 'Assessment Team', the Registrar clarified that the 'pool of assessors' would always include someone from the relevant college.

13.1.2. Under the heading 'Review Process' it was suggested that an additional 'feedback to the college' bullet-point be added.

13.1.3. It was suggested that the language could be toned-down slightly, e.g. 'discussion' instead of 'interview' and 'meets requirements' rather than 'complied with'.

13.1.4. Under the heading 'Meeting with college officers' an extra bullet-point 'feedback from clients' is to be added.

**13.1.5. The document was approved, subject to amendments, and the amended version will be re-circulated to the Board. The Board gave thanks for the all work done on this document.**

### 13.2. Applicant Organisation Questionnaire

**13.2.1. The Chair would like the change control table on the document to be on all new documents sent to the Board.**

**13.2.2. The Board approved the changes to the document.**

### 13.3. Direct Members Transfer Process

13.3.1. The document has been to the Board before and has been out for consultation.

**13.3.2. The Board gave in-principle approval for the document. The details of how the document is 'operationalized' are to be worked-out but the document does not need to come back to the Board.**

### 14. Professional Standards Work Report

14.1. The report was for the Board's information only.

14.2. The Registrar clarified that the OM Termination Procedure will come to the Board in April for approval and then will be sent out for consultation.

*\*MF & LL left the meeting at 15:00\**

### 15. Closed Session

15.1. The meeting ended with a closed session. Minutes of this discussion are recorded on a separate confidential paper.

### 16. Next Meeting

16.1. Friday 25 & Saturday 26 April 2014 (Away Day) - details to be confirmed.