

Board of Trustees Minutes

Meeting Date: Friday 27 January 2017

Time: 09:30 – 16:00

Type: Face-to-face

Location: NCVO, Regent's Wharf, 8 All Saints Street, London N1 9RL

Version: Approved

Present:

Keith Carlton (KC)	Trustee – <i>until 15:40</i>
James Caspian (JC)	Trustee – <i>from 09:35</i>
Andy Cottom (AJC)	Trustee
Patricia Hunt (PH)	Trustee
John Loughrey (JL)	Trustee
Martin Pollecoff (MP)	Chair & Trustee
Neil Robertson (NR)	Treasurer & Trustee
Emma Williams (EW)	Trustee

Apologies:

David Fitzgerald (DF)	Trustee
Jacqui McCouat (JM)	Trustee

In Attendance:

Richard Hunt (RH)	Head of Communications
Louise Lilley (LL)	Head of Operations & Regulation
Mary MacCallum Sullivan (MMS)	Members' Forum Moderator – <i>until 15:25</i>
Janet Weisz (JW)	Chief Executive
Judith Miller (JM)	Sayer Vincent – <i>11:45 to 13:15</i>
Sarah Emm (SE)	Accountability – <i>11:45 to 13:15</i>
Alan McConnon (AMc)	Registrar – <i>11:15 to 11:45</i>

Minutes By: Alex Crawford (AC) Governance Officer

Action Points and Decisions – in Black Bold

1. Welcome, Introductions & Apologies

1.1. Apologies were given for JM & DF.

2. Declarations of Interest & Voting

2.1. 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.

3. Board Minutes (Approved) from 24 September 2016

3.1. Matters Arising

3.1.1. Re: Point 3.1.7 concerning the appointment of the Moderator of the Members' Forum, AC confirmed that Board ratification was not required.

3.1.2. **Re: Point 4.1.6 re: improving membership satisfaction, work on this needs to be progressed and links with discussions at the extra Board meeting in November.**

JC joined the meeting at 09:35

3.1.3. Re: Point 6.3 concerning the Executive Committee Terms of Reference and composition, an email was sent to the Board on 21 November 2016 clarifying the situation.

4. Chair's Report

4.1. April Away Day

4.1.1. **The Board agreed MP's proposal to hold the formal board meeting on the Friday afternoon and then discuss strategy and agree strategic objectives for the coming year 2017/2018 on the Saturday (see point 22.2 for agreed timing).**

4.2. Chief Executive (CE) Recruitment

4.2.1. MP updated the Board with plans for recruiting a new Chief Executive. The process is now going to begin and we are potentially looking at using a different recruitment consultancy company than the one used in the previous CE recruitment process.

4.2.2. MP recommended that we engage the services of another recruitment company other than the one previously used (Odgers).

4.2.3. **The Job Description for the CE is to be reviewed.**

4.3. Diversity

4.3.1. **The Board were supportive of the Chair's suggestion that UKCP work with the Black and Asian Therapy Network (BAATN) to find out from our Organisational Members (OMs) what the issues are that cause Black and Asian therapists to drop-out from trainings.**

4.4. Food Bank Proposal

- 4.4.1. **It was agreed that the proposal from AJC and MP regarding working with the Trussel Trust (food banks) is to be taken forward with a view to being started as a pilot.**

4.5. **The Board accepted the report.**

5. Board Effectiveness

- 5.1. **The Board agreed for the Board Effectiveness programme of work to be re-started.**
- 5.2. **The Board agreed that a Trustee Skills Audit should be carried-out on an annual basis.**
- 5.3. **Using the feedback forms suggested in the handout packs, AC will gain feedback from the trustees before the April meeting concerning trustee expectations and roles.**

6. Trustee Stepping Down

- 6.1. JC announced to the Board that, after today, he will be standing-down from his position as trustee for personal reasons.
- 6.2. On behalf of the Board MP thanked JC for all his valuable work during his time as a UKCP trustee.
- 6.3. **Nominations for the vacant trustee role created by JC's departure will open soon.** Recruitment for a lay Trustee will also start later this year as DF's term ends in September.

7. Chief Executive's Report

7.1. Digital Delivery Project (DDP)

- 7.1.1. The project is nearly finished and the final DDP Project Board meeting will be held next week (w/c 30 January 2017).
- 7.1.2. The final costs are anticipated to be between £3k and £4k over-budget; a good result given the scale of the project.

7.2. Premises

- 7.2.1. In response to a query from one of the trustees, JW clarified that we are using Farebrother Chartered Surveyors as property consultants.
- 7.2.2. JW thanked those trustees who had completed the premises questionnaire.
- 7.2.3. The office move is likely to result in an increase in rent and service charges, and JW referred the Board to the 3 approximate options in the handout pack. JW asked the Board to give their support for one of the options as the timeline for the office move within 9 months is very short.

- 7.2.4. In response to a question from one of the trustees, the Treasurer assured the Board that there was sufficient money in the UKCP budget to cover the increase in rent, rates and service charges.
- 7.2.5. KC thought that the figures looked high and queried whether the office should be located in central London.
- 7.2.6. EW queried the minimum expenditure needed in order to meet our requirements.
- 7.2.7. KC and JC were in favour of option 3 (the cheapest option) in order to give members the best value for money.
- 7.2.8. AJC said that, in his experience, costs can be negotiated. He also noted that the business rates weren't included in the options and that they should also be taken into consideration.
- 7.2.9. EW asked what the external requirements are. The recent questionnaire provided the internal requirements but EW queried what the external requirements are e.g. political and economic.
- 7.2.10. **Following the discussions the Board supported the Chief Executive in getting the best value for money for the members. The Board's preferred option is option 3, however option 2 is a possibility.**

7.3. The Board accepted the report.

AMc joined the meeting at 11:15

RH left the meeting at 11:15

8. Closed Session

8.1. The Board discussed a number of items in closed session.

RH re-joined at 11:40 after the closed session

9. Registrar's Report

9.1. The Registrar talked through his annual Registrar's Report and the Quality Assurance and Regulation Team (QART) Report and took questions from the Board.

9.2. **The Board accepted the report.**

JM & SE joined the meeting at 11:45

AMc left the meeting at 11:45

10. Trustee Responsibilities Presentation

10.1. JM gave a brief presentation to the Board outlining the key responsibilities of charity trustees.

11. 2016 UKCP Annual Report & Draft Audited Accounts

11.1. Trustees Report

11.1.1. The revised and enhanced Trustees Report was well received by the Board.

11.1.2. **Any comments or amendments to the narrative are to be emailed to JW within the next week.**

11.1.3. **The Board approved the delegation to the Chief Executive and Treasurer of any changes to the Trustees Report.**

11.2. Post Audit Report from Sayer Vincent

11.2.1. JM talked through the report and took questions from the Board.

11.2.2. The Board discussed some of the items under 'Significant Matters' and the discussion included the following points:

11.2.2.1. The CCP budget is a separate budget and money is held in a designated fund with its own reserves. An additional £100k has been set-aside in the designated fund to be used should a Judicial Review become a reality.

11.2.2.2. Revenue streams are, and need to be monitored, on an ongoing basis as they could impact the organisation's VAT status.

11.2.2.3. There have been some issues regarding college bank accounts concerning a particular college.

12. Treasurer's Report on the Audit

12.1. NR talked through his report and took questions from the Board.

12.2. NR drew the Board's attention to the level of the reserves which are in excess of target, and for which a plan is needed to be reduce them over the medium term.

12.3. NR highlighted the issue of college bank accounts regarding a particular college, as mentioned earlier by JM (see point 11.2.2.3). A letter about the issue was received from the college in question on 26 January 2017. The Board had an in-depth discussion of the issue and agreed some actions, details of which can be found in the closed session minutes. **The Board gave their full support to the Treasurer and Chief Executive for their work on resolving the situation.**

12.4. **The Board approved the signing of the Letter of Representation.**

12.5. **The Board approved the Accounts as a Going Concern.**

12.6. **The Board accepted the report.**

13. Finance Report & Management Accounts

- 13.1. JW & NR spoke to the Finance Report and Management Accounts and took questions from the Board.
- 13.2. MP queried the renewal figures and it was clarified that we are confident that the figures will be the same as in previous years.
- 13.3. **The Board accepted the report and management accounts.**

14. Treasurer's Report

- 14.1. NR spoke to his regular quarterly Treasurer's Report and took questions from the Board.
- 14.2. **The Board approved the revised Expense Policy with a request for a minor amendment.**
- 14.3. **The Board approved the Investment Policy.**
- 14.4. **AC and JW will do some work on updating the list of UKCP policies and who is responsible for each, in terms of approval and adherence to.**
- 14.5. **The Board accepted the report.**

JM & SE left the meeting at 13:15

15. College Honorariums Proposal

- 15.1. The Board discussed the proposal outlined in the paper from the Professional Regulatory Committee of the Colleges and Faculties (PRCCF).
- 15.2. **Following discussion the Board agreed that the following College Roles can, normally, be appointed in all Colleges with a standard honorarium of £1,500 per annum:**
 - **College Training Standards Chair**
 - **College Ethics Chair**

16. College Payments

- 16.1. JW is in the process of establishing data on types of payments colleges are making to their volunteers. They payments fall broadly into 3 classifications:
 - a) Honorariums
 - b) One-off payments (e.g. Hearing Panel members, Quinquennial Review work etc.)
 - c) Daily / hourly payment rate for pieces of work
- 16.2. The potential for risk is particularly regarding type c) and the extent of the exposure to trustees needs to be established.

AJC declared a conflict of interest as he is a college chair. The Board gave him dispensation to remain in the meeting and take part in the discussion

- 16.3. Both the Finance and Audit Committee (FAC) and the Executive Committee have discussed this issue. The FAC have agreed that payments agreed in the budget should continue and that work shouldn't stop.
- 16.4. **Having been made aware of the risks by the Chief Executive the Board would like clear processes put in place to mitigate the risks. JW is to come back to the Board with more information and with some recommendations.**

17. Vice Chair's Report

17.1. UKCP Conference, 11 March 2017

- 17.1.1. Plans are going well and the conference is at capacity.
- 17.1.2. There is some slight disappointment that we have not been able to get an MP onto the 'Question Time' panel session. Party representatives will only attend if the other major parties are also represented; this is a learning for future events.

17.2. International

- 17.2.1. The Vice Chair updated the Board on the work of the International Committee.

17.3. **The Board accepted the report.**

18. Strategic Plan Presentation

- 18.1. JW and RH gave a Strategic Plan presentation.
- 18.2. JW and RH also referred to the *UKCP Strategic Plan* document included in the Board papers which had been updated to incorporate discussions at the strategy Board meeting in November 2016.
- 18.3. Following the presentation there was a discussion which included the following points:
 - 18.3.1. UKCP are in the process of finalising the contract arrangements for entering into a partnership with *Psychologies Magazine*. The partnership will be on a 6 month pilot basis but will be extended if successful. Details of this new initiative will be announced to the members soon and the launch will tie-in with the UKCP Conference on 11 March 2017.
 - 18.3.2. **KC volunteered to help with the Find a Therapist campaign; mentioned in the presentation as one of the current activities to raise UKCP's media profile.**
 - 18.3.3. **The Board supported Communication Manager's proposal that the UKCP adopt an 'appetite for controversy' in dealing with the media, provided the 'controversial' statements are supported by evidence.**
 - 18.3.4. People who deal with the media on behalf of UKCP need to be thoroughly briefed.

18.3.5. Defining what constitutes mental health is a huge area for debate.

18.3.6. **RH will circulate the presentation slides and trustees can give their feedback to him by email.**

MMS left the meeting at 15:25

18.4. During the strategy discussion it became apparent that there was a degree of misunderstanding between the trustees and senior staff as to what had been agreed at the Board meeting in November. **Consequently the Board did not agree to the UKCP Strategic Plan being published.**

KC left the meeting at 15:40

19. Publishing Review

19.1. **This item was deferred and will be discussed by email.**

20. Reports from the Colleges and Faculties

20.1. The Board discussed the annual report from the chairs of the colleges and faculties.

20.2. **Thanks, on behalf of the Board, are to be conveyed to the college and faculty chairs for the report.**

21. Safeguarding

21.1. The Board discussed the *Safeguarding Protocol* document produced by the Education, Training and Practice Committee (ETPC) and agreed by the Executive Committee.

21.2. **The Board approved the *Safeguarding Protocol* document.**

22. AOB

22.1. Staff Culture

22.1.1. Following his work on the culture of the UKCP Office, JC suggested his findings be discussed at the Board Away Day in April.

22.2. April Away Day Timings

22.2.1. **It was agreed that the Board will meet on Friday 21 April 2017 between 2pm and 6pm to do the formal Board work, followed by a dinner in the evening.**

22.2.2. **The Board will meet for a full day on Saturday 22 April 2017 to discuss strategy.**

23. Next Meeting

23.1. Friday 21 & Saturday 22 April 2017 (Away Day) - timings as per point 22.2 & venue to be confirmed.

Minutes Approved

Signed:

Print:

Title:

Date:

APPROVED