

HOOPLE BOARD

Minutes of a meeting of the BOARD OF DIRECTORS OF HOOPLE LTD held via Microsoft Teams on Monday 18th October 2021 at 9.00 am.

Board Members present:

Andrew Cottom (AC)	Chairman and Non-Executive Director (Wye Valley NHS Trust)
Cllr David Hitchiner (DH)	Non-Executive Director (Herefordshire Council)
Andrew Lovegrove (AL)	Non-Executive Director (Herefordshire Council)
Andrew McLean (AM)	Non-Executive Director (Lincolnshire County Council)

Officers Supporting the Board:

Audrey Clements (AEC)	Chief Operating Officer
Stephen Weller (SW)	Head of Commercial Development
Tracey Sampson (TS)	Assistant Director for People
Mark Aldsworth (MA)	Head of Buildings Operations
Simon Mortimore (SM)	Head of IT
Kerry Lawrence (KL)	Company Secretary Support / Minute Taker

Invited:

David Warden (DW)	Associate Director IM&T, Wye Valley NHS Trust
Andy Wood (AW)	External Audit, Bishop Fleming (item 4 only)
James Law (JL)	External Audit, Bishop Fleming (item 4 only)

1. Introductions

- 1.1 Andrew Lovegrove and Andrew McLean were welcomed to their first meeting as Non-Executive Directors of the Board, representatives of Herefordshire Council and Lincolnshire County Council respectively.
- 1.2 Introductions were made.

2. Apologies

- 2.1 No apologies of absence were received.

3. Declarations of Interest

- 3.1 No declarations of interest were noted.

4. Financial Statements 2020-21

- 4.1 Andy Wood and James Law, Auditors from Bishop Fleming were in attendance to present the findings of the year end audit recently undertaken.

- 4.2 JL recommended that some narrative in reference to Lincolnshire County Council becoming a new shareholder of the company be included in the financial statements as a post balance sheet event. AM is happy to support this from a LCC perspective.
Action: AEC/KL
- 4.3 AW outlined the key issues document and raised no significant concerns. He thanked the finance team for a smooth and efficient audit process.
- 4.4 JL sought for an update on the WVT SLA and subsequently agreed that this would be followed up.
- 4.5 JL highlighted the Teckal position and suggested reviewing on a regular basis. AEC confirmed that the calculation is repeated regularly.
- 4.6 JL reported the only audit adjustment made was for a reclassification for the income of furlough as other operating income as opposed to netting off against the salary costs. There was no impact to the profit or loss position.
- 4.7 JL highlighted as a reoccurring concern the high number of staff posting journals increases this risk of error. AEC explained having a larger pool of staff able to post journals provides resilience within the team and gave assurances that tight internal controls measures are in place.
- 4.8 The board requested that the narrative on page 3 of the financial statements be amended to accurately reflect the increase in expenses is as the result of additional staff employed hence the salary costs were higher.
Action: AEC/KL
- 4.9 AN raised a question referring to the principal risks, whether they were forward or backward facing risks and if staff retention and recruitment into specific IT roles was a concern. AEC confirmed recruitment had been a challenging particular with some key roles and agreed it was a retrospective risk replicating the current market which is challenging for every company and would consider as a forward facing risk.
- 4.10 Board approved the letter of representation and financial statements, subject to the minor amendments noted at point 4.8.

[AW and JL left the meeting]

5. Minutes, Action Sheet and Matters Arising

- 5.1 Minutes of the meeting held on 21 July 2021 were agreed as an accurate recording.
- 5.2 The following updates on the action plan were provided;

1/H: SM reported that Hoople had provided the relevant documentation to WVT to support the renewal of the IT contract and understood it was being presented to the trust's Management Board. DW thanked Hoople for their input.

12/C – to be discussed under item 8.

5.3 The board noted the remaining actions could be closed.

6. Finance and Business Update

6.1 The board noted the finance and business update report including the 2021/22 outturn position, the progress to date made by the business and the key issues and risks.

6.2 AEC reported that Hoople had taken on the management contract of Maylord Orchards from 1st October. Recruitment for a Centre Manager took place and the successful candidate is due to start on the 1st November. The interview panel consisted of Hoople and council members from property.

6.3 SM was pleased to report Hoople passed a surveillance audit for ISO:27001 for the Information Security Management Standard and received excellent feedback. The audit found no nonconformities, and made eight observations for improvement, several of which have been addressed already.

6.4 SM reported an outage affecting the Civica platform and a major incident report was being prepared, in addition to a lessons learnt exercise.

6.5 SW confirmed Hoople Care CQC registration application is being made to become a CQC provider and he would become Hoople's nominated person.

6.6 SW confirmed Hoople took on residential and respite services from 1st August which was going well. An outbreak occurred in one of the homes and so there is ongoing work to bring more resilience to the teams going forward.

6.7 SW reported that a recent recruitment was undertaken to appoint a Quality and Compliance Manager to help improve the care that Hoople deliver. The board were interested in the detail and developments of Hoople Care and the risk element. It was agreed a paper would be brought to the next board meeting.

Action: SW

6.8 In response to a question, TS confirmed that generally Hoople sickness levels remain low despite Herefordshire having high rates of covid cases there is only a minor increase. We would expect a particular increase due to change in nature of our service e.g. hillside – where we would see a disproportionate impact.

7. Shareholder Event / Investment Opportunities

- 7.1 AEC explained following previous conversations it had been discussed about using the surplus profits to invest to add value for money for shareholders and benefit Hoople and its staff.
- 7.2 AEC sought Board's view on a number of investment ideas for consideration and subsequently a discussion took place.
- 7.3 AEC explained the recruitment system was due to be replaced this year to provide greater flexibility and resilience to meet the demands of the service in an evolving market. A new system will provide safer recruitment and better opportunities for our shareholders and customers.
- 7.4 AEC is proposing to bring in a role to focus on devising a programme of activity in terms of prioritising ideas through discussions with shareholders, looking at timelines to be brought back to future meetings and sought agreement from board to go ahead with this approach.
- 7.5 Board gave their approval and were happy to support the proposal.

8. Public Sector Equality Report

- 8.1 TS explained that Hoople are required to report information under the public sector equality duty in their capacity as a provider of public functions.
- 8.2 TS explained that obtaining workforce data proves difficult but felt the target of 95% was achievable with further work. The new recruitment system would help in achieving this target in capturing data at the source.
- 8.3 TS reported that Hoople's Gender Pay Gap information had been recorded and shows a gap mean of 20% and medium gap of 22% which indicates an improvement since last year in relation to the proportion of male and female in each category.
- 8.4 The board noted the contents of the report and agreed to the objectives set out in the report.

10. Forward Plan

- 10.1 The board agreed the forward plan subject to the addition Hoople Care report for November meeting.

Action: KL to update forward plan

11. Any Other Business

➤ **Communication and Announcements**

It was agreed to communicate the success of the annual audit completion to staff.

Action: AEC/KL