**NHS Business Services Authority**

**Summary of confirmed Minutes of the NHSBSA Board Meeting**

**held at 9.30am on 7 December 2023 at Stella House, Newburn Riverside, Newcastle upon Tyne**

**Present:**

Sue Douthwaite Chair

Michael Brodie Chief Executive

Kathy Gillatt Non-Executive Director

David Leather Non-Executive Director

Randeep Sidhu Non-Executive Director

Mathew McKie Non-Executive Director

Mel Tomlin Non-Executive Director

Mark Dibble Executive Director of People and Corporate Services

Andy McKinlay Executive Director of Finance, Commercial and Estates

Allison Newell Executive Director of Strategy, Performance, Business Development and Growth

**In Attendance:**

Nigel Zaman Senior Programme Manager, Department of Health and Social Care (DHSC)

David Jukes Head of Governance and Corporate Secretary (Secretary to the Board)

Anna Caine Head of DDaT Governance (on behalf of Darren Curry)

Chris Calise Head of NHS Pensions Service (Shadow Board Representative)

Neil Emery Optimisation Implementation Lead (Shadow Board Representative)

Martin Kelsall Director of Primary Care Services (on behalf of Brendan Brown)

Gordon Coyne Director of Work force Transformation (Items 23/186 and 23/187 only)

John Douglas NHS Pension Scheme Finance Manager (Item 23/192 only) (via video conference)

Paul Jackson Head of Strategic Initiatives and Transformation (Item 23/184 only)

Ashleigh Peel-Lowes Head of Strategy, Planning and Performance (item 23/185 only)

Hasan Mubarak Performance and Benefits Lead (Items 23/186 and 23/187 only)

Libby Pink Chief Portfolio Officer (Items 23/186 and 23/187 only)

Neil Pragnell Head of Portfolio Delivery (Items 23/186 and 23/187 only)

Chris Price ESR Transformation Programme Director (Items 23/186 and 23/187 only)

Kevin Richardson Head of Business Innovation and Customer Experience (Item 23/189 only)

**23/177 Apologies for Absence and Declarations of Interest**

Apologies were received from Debra Bailey, Brendan Brown and Darren Curry. There were no declarations of interest declared in relation to Board meeting agenda.

The Board confirmed that they had read and understood the NHSBSA Conflicts of Interest Policy and Procedure, and any required updates would be added to the Register of Interests in ESR and updated on the published register.

Interests declared by members of the NHS Business Services Authority Board were as follows:

**Non- Executive Directors**

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| Sue Douthwaite  Chair | * Non-Executive Director (Risk Committee and Remuneration & Nominations Committee member), Melton Building Society * Chair, Nexa Finance Ltd * Non-Executive Director, British Business Investments Ltd * Director, Apricus Consultancy Ltd * Chair of International Advisory Board, Queens University Belfast Management School * Banco Santander SA, shareholder * Virgin Money, shareholder |

|  |  |
| --- | --- |
| Kathryn Gillatt | * Non-Executive Director, Rotherham, Doncaster and South Humber NHS Foundation Trust * Pavegen, shareholder * Severn Trent, shareholder * Saga, shareholder * Business and Financial Consultancy, sole trader * Independent Chair of Audit and Risk Committee, Nottingham CityCare Partnership CIC Ltd. (until 31 July 2023) |
| David Leather | * Transformation Director, EE * BT Group, shareholder |
| Mathew McKie | * Connected Health Systems Ltd, shareholder (ESOP) * Strategy & Analytics Lead, Connected Health Systems Ltd |
| Randeep Sidhu | * Director, Green Field Ideas Ltd * Trustee and Steering Committee Member, EPOC * Guest Lecturer / Speaker, Kings College London (and other universities on ad-hoc basis) |
| Mel Tomlin | * Director and Consultant, North Star Products and Services Ltd * Trustee, Rowland Hill Fund * Royal Mail, shareholder |

|  |  |
| --- | --- |
| Karen Seth  (tenure ended 14 September 2023) | * People Director, Canal and River Trust * Trustee, Reuben’s Retreat * Trustee, Charlesworth WI |

**Executive Directors / Officer Members**

|  |  |
| --- | --- |
| Michael Brodie  Chief Executive | * Member of Council, Chartered Institute of Public Finance and Accountancy (CIPFA) * Chair of Sustainability Forum, Chartered Institute of Public Finance and Accountancy (CIPFA) * Member of Oversight Board and Chair of Audit and Risk Committee, National Infrastructure Commission * Trustee, Community Foundation (Tyne and Wear and Northumberland) |

|  |  |
| --- | --- |
| Mark Dibble  Executive Director of People and Corporate Services (Corporate Secretary) | * Director, Personal Development Academy Ltd * Vice Chair, Blue Cabin |
| Andy McKinlay  Executive Director of Finance &  Commercial | * Parent Governor, Allerton Grange High School * Trustee, Shadwell Recreation Centre |

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| --- | --- |
| Allison Newell  Executive Director of Strategy, Performance, Business Development & Growth | * Nothing Declared |

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| --- | --- |
| Brendan Brown  Chief Operating Officer | * Independent Monitoring Board Member, HMP Kirklevington Grange |
| Darren Curry  Chief Digital, Data and Technology Officer | * Independent Governor, Corporation Board, Gateshead College * Member of Audit Committee, Gateshead College * Co-opted Member of Audit Committee, Gateshead College (until 5 July 2023) |

**Associate Non- Executive Directors**

|  |  |
| --- | --- |
| Debra Bailey | * Chief Information Officer, Royal Mail * Telefonica, shareholder * BT, shareholder * Barclays Bank, shareholder |

The Board reviewed the Register of Interests and **NOTED** the report.

**23/178 Minutes of the Meetings held on 12 October 2023**

The minutes of the previous meeting were **AGREED** as an accurate record, with the following amendments **(Amendments in bold italics below)**:

**23/161 Portfolio Update**

M Tomlin asked for consideration to be given to whether ***Zone 1 projects should have interdependencies with Zone 3 projects, for example as was the case with the Cloud V2 project.***

**23/179 Matters Arising and Outstanding Actions from Previous Meetings**

The Board discussed outstanding actions. All actions were complete or not yet due.

The Board **NOTED** completed actions.

**23/180 Chair's Opening Remarks**

S Douthwaite welcomed C Calise and N Emery to the meeting as Shadow Board Representatives. S Douthwaite updated the Board on the newly appointed Shadow Board members (Chris Calie, Neil Emery, Ellen Lynch and Danielle Sharples).

S Douthwaite, on behalf of the Board, welcomed R Sidhu, D Leather and M McKie to their first NHSBSA Board meeting. The three new members thanked the Board for the warm welcome they had received and looked forward to working with colleagues across the NHSBSA.

S Douthwaite highlighted that on 13 November 2023 the Prime Minister had announced a number of ministerial changes and appointments. As part of this, Victoria Atkins had been appointed as Secretary of State for Health and Social Care replacing Steve Barclay.

The Board **NOTED** the update.

**23/181 Confirmed minutes from the Audit and Risk Management Committee meetings held on 5 September 2023**

The Board **NOTED** the minutes.

**23/182 Update from the Audit and Risk Management Committee Meetings held on 9 November 2023 – Alert, Advise, Assurance (AAA) Report, and 7 December 2023 (oral update)**

K Gillatt gave an update on the work of the Audit and Risk Management Committee – this was summarised for the meeting held on 9 November 2023 in an Alert / Advise / Assurance Report issued to the Board.

The Board **NOTED** the update.

**23/183 Chief Executive’s Report**

M Brodie presented the Chief Executive’s Report, highlighting the key points, including in relation to:

* Employee Engagement Survey results. The response rate had increased in 2023 with 73% of colleagues completing the survey, compared to 67% in 2022, and he was delighted to inform the Board that the business had maintained its two-star outstanding status for the third year running, achieving the business’s highest ever score. The Board wished to thank colleagues for completing the survey and congratulated the business on maintaining its two-star outstanding status.
* Ministerial changes announced by the Prime Minister on 13 November 2023.
* Voice of the Customer.
* Work completed in the Organisational Data and Customer Payments Teams within Primary Care Services to deliver the changes required as a result of the sale of Lloyds Pharmacy.
* NHSBSA’s Pathway to Net Zero.

The Board **NOTED** the report.

**(Paul Jackson joined the meeting)**

**23/184 ALB Review Recommendations Update**

A Newell introduced the report and reminded members of the scope and outcome of the ALB Review. P Jackson provided an overview of the actions to members.

The Board **NOTED** the update.

**(Paul Jackson left the meeting)**

**(Ashleigh Peel-Lowes joined the meeting)**

**23/185 Development of 2024-2029 Corporate Strategy Update**

A Newell introduced the item. A Peel-Lowes provided an overview of the paper including work completed to date, key priorities and goals, and the focus on production through collaboration with both internal and external stakeholders.

M Brodie underlined the importance of creation through collaboration, including the Leadership Team and Board, colleagues, and key external stakeholders ensuring engagement on their priorities.

The Board supported the approach being taken to Strategy development. S Douthwaite highlighted that the final version was on the Board forward agenda for approval at the March 2024 Board meeting.

The Board **NOTED** the update.

**(Ashleigh Peel-Lowes left the meeting)**

**(Gordon Coyne, Hasan Mubarak, Libby Pink, Neil Pragnell and Chris Price joined the meeting)**

**23/186 Portfolio Update**

L Pink introduced the item. L Pink highlighted key points from the update report.

The Board **NOTED** the update.

**23/187 ESR Transformation Programme Status Update**

G Coyne introduced the item. C Price provided the Board with an update on the Programme.

The NHSBSA Main Board had approved the OBC Addendum between Board meetings during late October 2023. The Board **RATIFIED the APPROVAL**.

The Board **NOTED** the update.

**(Gordon Coyne, Hasan Mubarak, Libby Pink, Neil Pragnell and Chris Price left the meeting)**

**23/188 Digital, Data and Technology (DDaT) Update**

A Caine presented the report highlighting key points.

The Board **NOTED** the update.

**(Kevin Richardson joined the meeting)**

**23/189 CX Update**

A Newell introduced the item. K Richardson presented the report highlighting key points and providing an update on progress again the agreed eight CX objectives.

The Board **NOTED** the update.

**(Kevin Richardson left the meeting)**

**23/190 Business Performance Update (incl: Balanced Business Scorecard October 2023; and Operational Performance Temperature Check Report 4 December 2023)**

The Board reviewed performance using the BBS. A Newell highlighted key points from the October 2023 BBS. The Board reviewed performance using the Operational Temperature Check (4 December 2023). M Kelsall highlighted key points.

The Board **NOTED** the update.

**23/191 Vaccine Damage Payment Scheme (VDPS) Update**

M Kelsall presented the report highlighting key points.

The Board **NOTED** the update.

**(John Douglas joined the meeting)**

**23/192 NHS Pension Scheme Finance – Office for Budgetary Responsibility (OBR) Autumn 2023 Cash Flow Return**

J Douglas provided an update on the Pension Scheme’s Autumn medium term cash flow forecast, required by the Office for Budgetary Responsibility (OBR) and HM Treasury (HMT).

The Board **NOTED** the update.

**(John Douglas left the meeting)**

**23/193 Finance and Commercial Report**

A McKinlay presented the Finance Report highlighting key points.

The Board **NOTED** the report.

**23/194 NHSBSA Annual Report and Accounts 2022/23**

A McKinlay provided an overview of the draft Audit Completion Report. A McKinlay thanked the Azets, NAO and NHSBSA teams for their work on completing the accounts preparation and audit. The Board recognised the team’s efforts.

The Board **ACKNOWLEDGED** receipt of the draft Audit Completion Report, Audit Certificate and Letter of Representation. The Board **RECEIVED** and discussed the draft report and accounts and, with the recommendation from the Audit and Risk Management Committee, **APPROVED** and **ADOPTED** the NHSBSA Annual Report and Accounts 2022/23 – subject to receipt via email of the final Audit Completion Report and Management Judgements.

**23/195 Insight Cloud Services (Oracle Universal Credits) Contract**

A McKinlay presented the Insight Cloud Services (Oracle Universal Credits) Contract paper. Following discussion, the Board **APPROVED** acontract award to Oracle Corporation UK Limited (“Oracle”) for the provision of Oracle Cloud Services utilised by NHSBSA’s Insight Team, via a purchase of £2,400,000 of Oracle Universal Credits (“UC”) direct from Oracle at the expiry of the current order on 28 February 2024, andgranted delegated authority to the Chief Executive Officer to execute the contract.

**23/196 Prescription Scanners Refresh & Software and Maintenance Contract**

A McKinlay presented the Prescription Scanners Refresh & Software and Maintenance Contract. Following discussion, the Board **AGREED** togrant delegated authority to the Chief Executive Officer to approve and execute the contract, once the procurement and evaluation outcome had been completed and **AGREED** that the contract would be for four years with a twelve-month extension, and for a forecast contract value of approximately £1,000,000 (exc. VAT) for the first call off of four scanners, and a maximum overall contract value of £4,900,000 (exc. VAT) over the contract term. VAT was recoverable.

**23/197 Healthy Start Pre-paid Cards Contract**

A McKinlay presented the Healthy Start Pre-paid Cards Contract paper. Following discussion, the Board **APPROVED** acontract award to Allpay Ltd. with a proposed contract length of an initial period of two years, commencing July 2024, plus the option to extend by 2 x 12-month periods, with an estimated total contract value including extensions of £12.83m (ex VAT), and granted delegated authority to the Chief Executive Officer to execute the contract.

**23/198 Provision of DDaT Services by NHSBSA for the National Institute of Health and Care Research - MOU Approval**

A McKinlay and A Caine provided an overview of the Provision of DDaT Services by NHSBSA for the National Institute of Health and Care Research – MOU. Following discussion, the Board **APPROVED** the MOUwith DHSC for the provision of DDaT Services by NHSBSA for the National Institute of Health and Care Research with a proposed commencement date of 1 February 2024, and granted delegated authority to the Chief Executive Officer to execute the MOU.

**23/199 Any Other Business**

There were no items of any other business.

**23/200 Communications from the Meeting**

The Board wished to thank all colleagues for their commitment to further improving customer experience. The Board wished to thank all colleagues for achieving and maintaining the good KPI position. The Board wished to thank all colleagues involved in the audit and production of the NHSBSA Annual Report and Accounts 2022/23.

**23/201 Forward Agenda**

The Board **NOTED** the forward agenda.

**23/202 Date and Venue of the Next Meeting**

The next Board meeting was planned for 1 February 2024 at Stella House. The Board noted that an annual public meeting would be required within thirty days of laying the NHSBSA Annual Report and Accounts 2022/23 and that this would be organised once complete.

**(Anna Caine, Chris Calise, Martin Kelsall and Neil Emery left the meeting)**

**23/203 People Update – Succession Plan**

M Dibble introduced the item highlighting key points. M Tomlin provided assurance to the Board as Remuneration and Nominations Committee Chair that this continued to be reviewed by the Committee and remained an area of focus.

The Board **NOTED** the update and plan.