

Minutes of Board Meeting

PHIN 1702 Board Meeting held on 24th November 2016

Board Attendees*

Andrew Vallance-Owen (Chair) [AVO]
Fiona Booth [FB]
Professor Nancy Devlin [ND]
Don Grocott [DG]
Michael Hutchings (MH)
Matt James (CEO) [MJ]
Gerard Panting [GP]
Jayne Scott (JS) (via conference call)
Professor Sir Cyril Chantler [CC]
Natalie-Jane Macdonald [NM]
Professor Sir Norman Williams [NW]

Apologies

None Received

Other attendees

Jonathan Finney, Member Services Director [JF]
Di Hendry, Acting Financial Director (DH)
Dr VJ Joshi, Clinical Informatics Director [VJ]
Geoff Green, Appointed Finance Director [GG]
Mona Shah, Office Manager [MS] Minutes

**Note, for the purpose of these minutes, Board members will be referred to as Attendees.*

AVO welcomed the attendees and advised that Geoff Green had been appointed as Finance Director, subject to contract and references; attendees confirmed that they **agreed** with the appointment and GG was invited to join the meeting as an observer.

1. Declaration of Conflicts

There were no reported declarations of conflicts

2. Minutes from previous board meeting

The Minutes of the previous Board meeting were approved subject to minor revisions.

3. CEO update

MJ presented the CEO report and advised the Board that useable data from about 60 hospital operators out of the 200 hospitals, had been received. Attendees noted that although approximately another 100 hospitals had engaged with PHIN, following pressure from the CMA, CQC and NHS Improvement, it would still be a challenge to publish meaningful data for April 2017.

Attendees acknowledged the compliance data reports displayed around the meeting room; MJ advised that the compliance score was the softened score.

In response to the fact that no useful PROMS data had submitted to date, ND asked what support could the Board offer to improve this. In response, MJ advised that Expert Reference Groups (ERGs) had been organised to formulate a plan to resolve this issue; noting that hospitals had voiced concern regarding the negative effect if they do not use all 11 PROMS measures. Meeting noted that there was some concern and sensitivity regarding PROMS. FB suggested that the Board support by reinforcing the message about PROMS to hospitals.

Governance

Board was advised that the Audit & Risk Committee meeting on 20 October 2016 was held as a teleconference and the draft minutes had been circulated in advance with the main Board papers.

Information Governance

MJ advised that Peter Lane had been appointed as Head of Information Assurance and would be joining PHIN on 28 November 2016. This was an excellent addition to team and his remit would be to make PHIN an example of excellence in relation to Information Security.

Meeting informed the meeting that PHIN's application for the NHS IGTK v14 had now passed the 60% mark, and could now be submitted for review.

Attendees noted that PHIN had successfully obtained approval from DAAG for its proposed approach to patient consent, however, further challenges were being faced due to additional review by the NHS Digital IG team. Board noted that this would result in a delay in hospitals being able to implement the consent process before 31 December 2016. Senior contacts at NHS Digital were being approached to ask for intervention. Board also noted the ongoing concern voiced regarding NHS Digital's information sharing processes, resulting in delays, and that publication would be estimated as from July 2018. This would need to be discussed with the CMA.

Meeting noted that the updated Subscription & Information Sharing Agreement was due to be issued on 25 November 2016 and would include the decisions of the Board, as agreed at the September 2016 meeting.

Attendees noted that one internal information governance incident had occurred since the last Board meeting, whereby a month's worth of pseudonymised data from 2012 was still on

PHIN's files. This had been treated as a breach and the files deleted; the files had not been shared outside the organisation.

People

MJ Advised the Board of a number of successful recruitments to the team.

- Spyros Vasileiadis joined as Web Technologies Development Manager and brought with him a wealth of project management skills to lead on the development and release of the portal and website.
- Josef Freedman joined as Tableau Developer.
- Geoff Green had been recruited as Finance Director, subject to contract.

MJ also advised the Board that there was a member of staff on long term sickness absence which posed a high level risk to the business. It would be necessary to double recruit to cover this absence and requested that the Board approve this appointment and the additional costs. **Board confirmed their support for this recruitment.**

Member & Stakeholder Engagement

MJ updated the Board on the main issues discussed at Implementation Forum meetings in October and November 2016.

Information from the clinical registries and audits

The Board noted that progress was slow in engaging with FIPO-COAG; although Geoffrey Glazer and FIPO-COAG remain supportive, it would not ensure that PHIN met the April 2017 deadline. MJ suggested the NHS Choices website as an alternative route to access summary performance measures from national audits and registries as a way forward; Mr Glazer had been made aware that NHS Choices had been approached.

MJ requested the Board consider the following options;

1. Syndication of existing content from NHS Choices;
2. 'Scraping' of published data to facilitate re-publication without explicit permission.

Meeting further discussed whether other registries and audits actually had meaningful private patient data that would meet the CMA Order's requirements but, **agreed** that alternatives needed to be considered.

Compliance Reporting

MJ/VJ talked to the compliance reports distributed in advance of the meeting and attendees noted that the map gave a high level view of individual sites which fell under the order; green denoted sites had submitted data and red had not submitted any data. Reporting by consultants was frustrated by the fact that not all sites had engaged with PHIN.

ACTION VJ to provide Attendees with a list of the acronyms used

Website Development

Board noted that launching the website would be deferred to April 2017, due to a lack of confidence in the quality of data being submitted so far by hospitals, and migration from the UI Centric version of the website to the improved version created by Engineers D.O.O.

Board member requested access to the website; **ACTION JF/VJ to set up access for Attendees if reasonably achievable**

Portal Development

Board noted that the next Portal release was scheduled for the end of week commencing 28 November 2016.

Meeting discussed the support provided by the CMA to ensure compliance of the Order; MJ outlined the information communicated to providers, to ensure that they engage with PHIN and advise that the final step could result in a court injunction and potentially risk their CQC registration if they failed to do so. Attendees noted that CMA reminders did have an impact and hospitals had been calling to find out what they needed to do.

Article 22: Consultant Fees

MJ advised that a response had been submitted to the CMA proposing a compromise timeline in relation to publishing consultant fees and requested that CMA discuss this further; the original timelines set were unachievable and it would be irresponsible for PHIN to publish information that is not properly processed and checked. Board noted this and **agreed** the revised timelines.

4. Reports of Sub Committee

JS presented the draft Audit & Risk (A&R) committee minutes from 20 October 2016. Attendees noted that the draft annual accounts had been reviewed in detail and the Auditor's recommendations had also been discussed in detail. DG voiced concern that due to the AGM being held on the same day, the Board had been asked to sign off the accounts via a virtual meeting and strongly requested that the meeting schedule for 2017 accommodate appropriate timelines for review and approval.

ACTION MJ/MS – review the timetable to schedule A&R committee, Board and AGM to ensure adequate time to review and approve the accounts

Attendees noted that the systems introduced by MS and DH have greatly improved finance processing and the Auditors only remained on site for one week and not the scheduled two weeks.

Attendees also noted that risk management was discussed and that the high level risks would be reviewed at the January A&R and Board meetings. JS advised that this was deferred to January 2017, as individual Board members would need to be consulted on what they thought were the top three risks for the business.

5. Finances

DH presented the Statutory Annual Accounts and invited questions.

MJ advised that the Abbreviated Accounts had been included in the PHIN Annual Report and would be submitted to Companies House; the Full Accounts had been shared with founding members only. FB advised that from initial reactions from Providers, members may raise detailed questions regarding the accounts. Board noted that Brebners had confirmed that following the audit and detailed consideration of PHIN's position on financial transparency, they were happy to state at the AGM that PHIN does more than enough as regards transparency and it did not need to do any more.

MJ advised that he planned to do a formal presentation of the business, invite discussion on the financials and end with the formal minuted section of AGM.

MJ referred to the Forecast graph from the strategic plan which had been updated to reflect subscription fees for FY 17/18 would not be increased and fees the year after would be reduced. Attendees voiced concern about the revised graph, referring to the work that will be required with Article 22, PROMS etc. The next two years were an unknown and it would be incorrect to assume that PHIN's forecast would be reduced. Meeting discussed further options and noted that the long term aim was to decrease the surplus funds held at some point in the future; current demands on funds were also caused by ad hoc legal work initiated by hospital queries relating to the Subscription Agreement. Board supported using the graph in the presentation and for MJ to relay this discussion at the AGM; sharing core messages across in terms of costs and income.

ACTION MJ to present a two-year flat line graph as supported by the Board.

DH presented management accounts for the first quarter of FY16/17 and advised that going forward, they will be made available on a monthly basis. Attendees noted the current cash position and that Q1 subscription fee invoicing had been delayed due confirmation of the fee per record for FY 16/17. The founding members' invoices for Q2 had been issued on time. Attendees also noted that the debtors were being regularly reviewed and debts were being actively chased. The attendees discussed the Balance Sheet; DH and MJ addressed questions and noted comments by the Board. Specifically, the meeting noted that it had been necessary to use the reserve funds for the business over a past few months, and MJ added that in strategic plan it is stated that 6-month capital reserve would be held by PHIN and this would be accumulated over the next few months.

6. Matters arising for discussion

ACTION MJ to review the Risk Register at the Board meeting in January 2017.

ACTION MJ – to arrange the Consultant Discussion/workshop at the Board meeting in January 20 17.

Board noted that AVO was out of the country for most of January 2017 and JS would Chair this meeting.

7. Additional Documents

- **Information Governance Policy** – Attendees noted that the policy had been updated reflecting PHIN's ISO27001 Accreditation and no other changes had been made since the previous review. **Board approved the updated policy**
- **Annual Report** – This had been shared electronically with all attendees. The Board thanked the team for producing the report.

ACTION JF – AVO, MH do not receive the PHIN newsletter and requested to be added to the distribution list.

8. AOB

- **PHIN AGM** – The Chair summarised the order for AGM meeting and advised attendees that he would be individually introduce them at the meeting to ensure that Members could identify who sat on PHIN's Board. MJ reminded the Board that they are responsible for inviting new members and all suggestions would be welcome. FB reiterated that it was very important that attendees reinforced the importance of PHIN's work, when they are undertaking their other duties in various arenas, resulting in a positive impact on PHIN's work.

9. Dates for Future Meetings

Thursday 24 November 10.30am-1pm; 1pm-4pm (AGM/Members' Meeting)

- Proposed meeting dates for 2017

Thursday 26 January 10.30am-12.30pm (Audit & Risk Comm 9.00am-10.30 am)

Thursday 30 March 10.30am-12.30pm

Thursday 25 May 10.30am-12.30pm

Thursday 27 July 10.30am-12.30pm (Audit & Risk Comm 9.00am-10.30 am)

Thursday 28 September 10.30am-12.30pm

Thursday 30 November 10.30am-12.30pm

AGM/Members' Meeting & RemCom – Dates to be confirmed