Minutes of the Board Meeting

Location: Marlborough Room 1, The King's Fund, 11-13 Cavendish Square, London W1G 0AN and online

Chair: Jayne Scott

PHIN PB2411 Board Meeting held on 6 February 2024

Board Directors*

Jayne Scott (Chair) [JS]
Don Grocott (Deputy Chair) [DG]
Professor Sir Cyril Chantler [CC]
Ian Gargan, Chief Executive [IGN]
Michael Hutchings [MH]
Keith Richards [KR]
Hugh Savill [HS]
Claire Whyley [CW]
Professor Sir Norman Williams [NW] attended online

Other Attendees

Jonathan Finney, Member Services Director [JF]
Jessica Harcourt, Virtual Assistant (Minutes) [JH]
David Minton, Chief Technology Officer [DM]
Mona Shah, Director of People & Process (Company Secretary) [MS]
Richard Wells, Director of Health Informatics [RW]

Observer

Dan Mellows, Mazars

Apologies

Jack Griffin, Chief Financial Officer
David Hare, Non-Executive Director
Nigel Mercer, Non-Executive Director

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

Welcome and introductions (Chair)

The Chair welcomed all attendees to the meeting and the above apologies were noted.

The Chair welcomed Dan Mellows from Mazars who would be observing the meeting as part of the corporate governance review being undertaken. Richard Wells was welcomed to his first Board Meeting having recently joined PHIN as Director of Health Informatics.

1. Review and consideration of the Directors' Register of Interests

There were no new declarations of interest nor potential conflicts of interest raised either in general or in respect of the current agenda.

The PHIN Board Directors Declarations of Interests had been circulated prior to the meeting. The Chair was pleased to see consistency in the interests being declared. The Chair asked that the entry for CW be amended to include the role of CMA panel member.

ACTION 06.02.24.1 MS to add CMA panel member to CW interests in the Register

The Board **approved** the Directors' Register of Interests subject to amending the entry for CW to include CMA panel member

2. Governance

a. Board Work Plan for 2024

The Chair introduced the paper which outlined membership of the PHIN Board and subcommittees and the 2024 work plan. The plan was intended as a working document and Directors were asked to alert MS when there were items to add.

The Board noted the paper.

3. Approval of Minutes and Actions

a. Board meeting held on 2 November 2023

The minutes of the PHIN Board Meeting held on 2 November 2023 were **APPROVED** as presented.

b. PHIN AGM meeting held on 5 December 2023

The minutes of the PHIN AGM held on 5 December 2024 were **APPROVED** as presented.

c. PHIN Members' Meeting held on 5 December 2023

The minutes of the PHIN Members Meeting held on 5 December 2023 were **APPROVED** subject to amending the reference to Vice Chair to Deputy Chair in the attendee list.

4. Reports of sub-committee

a. Delivery Oversight Committee (DOC) held on 8 January 2024

DG as Co-Chair of DOC, provided a summary of the meeting and noted that the committee was working effectively and providing a good level of scrutiny.

IGN advised attendees that the CMA had issued escalation letters to over 100 hospital sites the previous week.

The Directors noted the verbal update

b. Audit & Risk Committee (ARC) held on 17 January 2024

HS, as Chair of ARC, updated attendees that the recent ARC meeting had considered how best to offer an opinion on the effectiveness of PHIN's corporate governance arrangements. It had been decided that ARC would provide a short report to the PHIN Board in November each year, to align with the presentation of the annual accounts.

ARC had discussed PHIN's reserves position and had concluded that holding 5.0 months of operating expense cover as reserves would be acceptable. ARC recognised that the focus for the next 2 years was to deliver the Order and the risk of a wind down scenario was low. 5.0 months cover would also avoid punitive fee increases to Members.

The PHIN Board concluded that an annual review of the reserves position was acceptable in view of how well managed PHIN's finances were. ARC commented that the paper on the reserves from JG was excellent.

The Chair noted a reserves paper would come to the March 2024 Board Meeting for approval and thanked ARC for their work in preparing for that discussion.

ACTION 06.02.24.2 JG to bring reserves paper to March 2024 Board Meeting

The Directors noted the verbal update.

5. Matters Arising

a. NHS Private Patient Units (PPUs) & Devolved Nations update

JF introduced the paper which outlined the PHIN approach to engagement with the NHS PPUs and an update on progress being made. The Directors received an update on the enforcement action being undertaken by the CMA in relation to the PPUs.

The Directors received an update on the correspondence between the CMA and NHS England regarding PPU compliance. Attendees discussed the CMA escalation process for those NHS PPUs with very small numbers of cases each year.

The Directors discussed compliance with the CMA Order by the Devolved Nations. A Director asked that the number of private providers in the Devolved Nations be added into the paper.

ACTION 06.02.24.3 JF to add data on number of private healthcare providers in the Devolved Nations into the NHS PPU and Devolved Nations paper.

JF provided an overview of the relationship between PHIN and the CQC, noting there had been several positive meetings.

The Board were supportive of the approaches outlined in the paper and noted the robust enforcement action being taken by the CMA in relation to NHS PPUs.

The Board noted the paper.

Norman Williams left the meeting at this point

b. Comms & Media Strategy Update

The Communications and Media Engagement Strategy had been reviewed at the November 2023 Board Meeting and had now been updated to incorporate the feedback received from the Board at that meeting.

It was discussed that the Patient Engagement Session later in the day would cover the drivers for patients choosing private healthcare and identify any patient groups that were not being reached by PHIN. A suggestion was made to include the key messages in the strategy on the front page of the paper.

The Chair extended thanks to the Communications team for their work on the strategy.

The Board **approved** the Communications and Media Strategy

6. Chief Executive Report and Executive Operational Report

IGN presented the summary of the Chief Executive report and outlined the activities being undertaken to educate the sector on PHIN's activities.

Attendees discussed the publication of outcome measures, and a Director shared the consultant point of view regarding publication of such measures. It was noted that the plan for presumed publication of consultant data was causing concern amongst consultants.

The Chair asked that a workshop session be set up, to include the Board, to review the presumed publication approach.

ACTION 06.02.24.4 RW to schedule a workshop session with the Board to review the presumed publication approach

IGN highlighted the escalation work being undertaken by the CMA and the resulting impact on PHIN's Engagement team.

The Board noted the long-term sickness absence statistics and MS confirmed that the situation was being proactively managed.

The Board noted the paper.

7. PHIN Strategy

a. CMA Order progress reporting – 4 Domains – December 2023

The paper was taken as read and JF provided a brief overview and asked for questions.

A Director asked about the metric related to website visitors taking action after visiting the PHIN website and was advised that this information came from visitors filling out a survey. The metric was therefore unlikely to be impacted by non-patient visitors such as journalists.

The Board **approved** the December 2023 CMA 4 Domains Reporting pack.

b. CRM project and procurement

IGN introduced the paper which informed the Board of the reasons that a new CRM system was essential to optimise PHIN's activities. The robust procurement process was described to the Board.

Due to the focus on delivering Phase 1 of the CMA Order by October 2024, it was intended to start the CRM project in full from September 2024 when internal resource would become available. As a result, the expense would primarily be incurred in the following financial year. It was confirmed that the quote from the preferred supplier was fixed and would remain valid into the following year. The Board asked that cost savings be outlined in all future business cases such as reduced administrative burden.

The Board **approved** the CRM project and the associated costs, as stated in the paper.

c. Product & Planning Update

IGN introduced the paper that provided an update on 2024-2026 business and resource planning and outlined the main areas that required funding to enable delivery of the CMA Order. The main areas related to digital product development and resource costs. IGN noted that the Leadership team was in the process of gathering exact costs with a view to having the business case finalised by the end of March 2024.

A more detailed version of the paper had been reviewed by ARC at the January 2024 meeting and HS confirmed that ARC was satisfied that the plans outlined in the paper needed to be undertaken.

The Board discussed the necessity of keeping the Partnership Forum updated regarding the business case and that the benefits and risks of not carrying out the activities should be communicated as well as the Key Performance Indicators (KPIs). If the activities in the business case were not carried out, IGN identified two major risks: Impairing the usefulness of the website to patients and consumers if it was not developed further and reducing the relevance of PHIN's data if day case work was not

included.

IGN advised that the next step would be for the financial modelling to be reviewed.

The Chair was pleased to note that ARC had already scrutinised a more detailed version of the paper.

The Directors asked to be updated on the discussions with the Partnership Forum at the March 2024 Board Meeting and looked forward to reviewing the draft budget in due course

ACTION 06.02.24.5 IGN/JG to update Board on discussions with the Partnership Forum regarding business case at March 2024 Board Meeting

8. For Information

a. Finance Report, Management Accounts and Reserves – December YTD

The Board noted the paper

b. People & Culture Framework Report

The Board noted the paper

c. I Want Great Care/Top Doctors Collaboration

IGN introduced the paper on proposed projects between PHIN & I Want Great Care/Top Doctors regarding patient experience and satisfaction data. It was noted that PHIN's policy of not editing patient feedback would be retained if any collaboration were to be agreed.

IGN advised that the pilot project suggested in the paper would be at no cost to PHIN or to providers, would increase compliance by enabling the collection of more patient feedback and would reduce the burden on PHIN's Engagement team of following up to obtain data. It was clarified that the existing PHIN survey template would be used to capture the feedback and that the survey did not have a free text element.

The Board were supportive of PHIN undertaking the pilot project and asked that a more detailed analysis of the risks and benefits be carried out once the pilot has been completed to determine the way forward.

ACTION 06.02.24.6 IGN to provide risk/benefit analysis for IWGC/Top Doctors collaboration after pilot project completes

IGN clarified that projects 2 and 3, if approved, were intended for the last quarter of 2024.

9. AOB

The Chair advised that the recruitment for two new Non-Executive Directors (NEDs) was underway. Don Grocott and Cyril Chantler would be stepping down from the PHIN Board after the March 2024 Board Meeting. Michael Hutchings and Norman Willians would step down in March 2025.

A paper would be brought to the March 2024 Board Meeting regarding subcommittee structure for the next 12 months.

ACTION 06.02.24.7 JS to bring paper on subcommittee structure for next 12 months to March 2024 Board Meeting

Date of next meeting: **Wednesday 20 March 2024**