



Powys Association of Voluntary Organisations
Cymdeithas Mudiadau Gwirfoddol Powys

BWRDD CYFARWYDDWYR ac YMDDIRIEDOLWYR BOARD OF DIRECTORS AND TRUSTEES

Minutes of the Board Meeting held on 27 September 2024 at PAVO Offices, Ddole Road, Llandrindod Wells

Present: Jamie Burt (Chair)
Dominique Jones
Trish Buchan
Myra Francis
Gary Mitchell
Peter Swanson

In attendance: Clair Swales (CEO)
Angela Owen (Head of Internal Services)
Michele Muireasgha (Head of Third Sector Development)
Sharon Healey (Head of Health, Wellbeing & Partnerships)
Tom Landers Morgan Griffiths & Co (for item 4. on the agenda)

Apologies: William Powell, Wendy Beaven, Margaret Evitts

Agenda Item and paper No	Item	Minute	Action / Decision
1.	Chair's Welcome	Jamie welcomed everyone to the meeting.	
2.	Apologies	Apologies were received and recorded (see above).	
3.	Declaration of interests	There were no declarations additional to those entered in PAVO's register of interests.	

<p>4.</p>	<p>Annual Accounts 2023-24 Presented by PAVO's external auditors</p>	<p>Tom Landers, Morgan Griffiths & Co, joined the meeting via video link to present the Annual Accounts to the 31 March 2024. The accounts were presented by PAVO's external auditors.</p> <p>He began by commenting that, once again, the accounts to 31 March 2024 are a very strong set of accounts, highlighting the pages containing the detailed statement of financial activities. This gives a breakdown of the income and expenditure for the year in more detail than in the statutory tables earlier in the report and are supported by the Balance Sheet.</p> <p>The Reserves Policy required to meet the policy, supported the balance sheet and there are no matters of concern and is ready for approval by the Board.</p> <p>A question was raised highlighting the decrease in volunteer expenses from £21k to £5k on page 22 under Charitable Activities which was clarified by the decrease in mass vaccination volunteers.</p> <p>Staff were asked to leave in order to give the trustees the opportunity to speak to the Auditors as is the case each year.</p> <p>The £42k in restricted funds for Third Sector initiatives reducing hospital admissions was raised and discussed. Due to additional projects coming in it wasn't utilised as budgeted but is likely to be used to cover the overspend in current projects with the same aims.</p> <p>The Internal Services team was thanked for the work that goes into the paper and also thanks conveyed to Tom Landers on behalf of the organisation.</p>	<p>Jamie & Angela to look at how much is likely to be used of the £42k restricted funds and bring back a proposal to the Board for funding projects to reduce</p>

		The appointing of Auditors for 2024/25 was discussed.	<p>likelihood of hospital admissions.</p> <p>It was further agreed that Tom send a letter regarding a proposal to appoint DRE & Co. Angela, Jamie & Clair to bring back the proposal to the Board via email before the AGM on 7 November.</p>
5.	Minutes of Board Meeting held on 19 July 2024	Approved	
6.	Redaction of minutes	Any redactions to the minutes were considered prior to publication.	No redactions were made.
7.	Matters Arising: (see action log)	<p>All actions from the previous meeting were reported as being on track or completed, except for the three actions highlighted in yellow that will be followed up by Clair, Angela, Jamie and Dominique.</p> <ul style="list-style-type: none"> ● Governance Development training ● Updating of internal application process regarding staff recruitment for equality and consistency and also a discussion around a long term process. 	

		<ul style="list-style-type: none"> ● Heightening the issue of Community Transport driver expenses. 	
8.	CEO Report	<p>Clair spoke to her report and added the following:</p> <p>New Business Report Card - Following a survey sent to the Board, Clair, Angela and Jamie are working on a new design report that will be shared with the Board.</p> <p>AGM and Conference update – The invitation and booking form has now gone out to the Sector and Partners. The new-look Trustee Recruitment pack will be circulated as soon as it is finalised to seek nominations to The Board.</p> <p>WCVA Board of Trustees elections – PAVO will be entitled to one vote as a member organisation, Board members to forward any views to Clair and Jamie to discuss before submission.</p> <p>In the light of several projects coming to an end the affect and the moral of staff was raised. It was noted that the nature of the sector with short term projects is challenging, staff are aware and whilst some are interested in new roles coming up in PAVO others are using their new skills gained elsewhere.</p>	<p>Received</p> <p>The Board to forward any views to Clair and Jamie to discuss before submission of their one vote to WCVA Board of Trustee.</p>
9.	Heads of Service verbal updates –	<p>Heads of teams, Michele Muireasgha, Angela Owen and Sharon Healey, verbally highlighted various aspects of their Departments work.</p>	<p>Received</p>

	highlights and exceptions	<p>Head of Health & Wellbeing – Sharon highlighted the pressures in health and social care with increased referrals, meetings have escalated and are more regular.</p> <p>Jamie expressed surprise that other third sector and colleagues were not aware of structures such as RIF and RPB.</p> <p>Third Sector Development - Michele highlighted the large amount of work with the grant schemes, monitoring, visits and providing support. Any underspends will be reported at the November meeting. Across Wales there has been underspends reported on the numeracy projects and guidelines being restrictive.</p> <p>The Powys Volunteering are moving on with the agreed short term actions. The challenge will be next year losing 7 members of staff in December due their projects coming to an end.</p> <p>Internal Services - Angela informed that the annual accounts had been a large piece of work. Work around staffing is ongoing, when any vacancies are filled internally then this creates a vacancy for their current post.</p> <p>Safeguarding - Janet has completed training and is now able to train staff. A lot of staff are to be trained at level A & B. Level B being in house and training staff to train others. Level C has yet to be completed for staff that need it.</p> <p>Investment Group – Has been looking at instant access accounts to manage cash flow and continue to be aware of local authority delays to process claims.</p>	
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		The Board thanked those that contributed to an interesting and concise report.	
10.	Chair's Update	<p>The Chair presented a brief, oral report informing of his attendance at various meetings.</p> <p>Grant panels – Involved in distributing a record breaking amount of money £1.3m to the Sector. Jamie acknowledged the additional amount of work involved.</p> <p>Chaperoning the First Minister of Wales, who is a supporter of PAVO's work, at an International Town Criers competition in Montgomery and discussed long term funding views.</p> <p>Met with recently elected MP for Montgomeryshire and Glyndŵr and informed him of PAVO's work as he was previously unfamiliar.</p> <p>The chair was also involved in the previously mentioned Investment Group, the AGM and Conference Planning Group and also Chief Executive Officer's appraisal.</p> <p>The Chair was congratulated for winning the UK Third Sector Awards in the Rising Start category.</p> <p>The Chair highlighted that this was the last Board Meeting for Dominique and Trish and expressed a huge thank you for their time given over the years in supporting the organisation.</p> <p>Trish, after such a long association with PAVO, said that it was good to see the organisation going from strength to strength and important to</p>	Received

		<p>stand back and let others get involved. Dominique also expressed sadness to be standing down but that PAVO was in a healthy position going forward and she had enjoyed her involvement in its work.</p> <p>Clair conveyed appreciation on behalf of all the staff, for their input, enthusiasm and how they will be missed and wished the all the best for the future and to keep in touch.</p>	
11.	Co-Option New Trustee to the Board	<p>The Board discussed co-option of a new trustee. Jamie informed that the ex-officio arrangements with the Health Board were taking longer than anticipated and he and Clair hope to formalise the arrangements before PAVO's AGM on 7 November 2024.</p> <p>Jamie proposed, Dominique seconded and it was unanimously decided to appoint Jennifer Owens Adams as independent member of Powys Teaching Health Board as Third Sector representative to the PAVO Board.</p> <p><i>11.00am Gary left the meeting.</i></p>	Approved
12.	Annual Membership Report	<p>It was noted that the number of Town and Community Councils that have joined PAVO has remained the same for some time and an exercise to identify and invite those that are not members could be beneficial.</p> <p>The scale of the task in keeping the records up to date was acknowledged and was considered important for accountability and also mailings. The positive feedback received from members through the engagement exercise was also noted.</p>	Approved

		<p>It was suggested that many are not aware of the large number of organisations that are members of PAVO and may be worth highlighting in the future and possibly a poster at PAVO forthcoming AGM.</p> <p>The report was received and thanks were extended to Ruth for the report.</p>	
13.	Annual Complaints, Criticisms and Compliments Report	<p>The Annual Complaints, Criticisms and Compliments Report was presented to the Board for approval.</p> <p>It was noted that changes had been made on the back of complaints. The Board were satisfied with the way issues were managed and supported in terms of the processes and were pleased to have the re-assurance.</p>	Approved
14.	Internal Audit and Policy Review	<p>The Policy Review and Internal Audit Report was circulated to the Board for approval.</p> <p>a. Data Protection and Confidentiality</p> <p>b. Supervision Policy</p> <p>c. Volunteering Policy</p> <p>d. Safeguarding Policy - The Mental Capacity Act (MCA) 2005 was discussed in relation to this Policy that has slightly different issues around safeguarding, it was considered that staff just need to be aware and Angela would discuss its relevance with Janet.</p> <p>It was noted that the Trade Union Policy has become obsolete, reference to trade union representation and support is now embedded in the</p>	The Aboard approved the Policy Review and Internal Audit Report.

		appropriate HR policies and procedures such as disciplinary and grievance.	
15.	Quality Assurance Reports	<p>The Annual Sickness Absence Report 23/24 was circulated to the Board.</p> <p>a. Annual Quality Assurance Report – It was noted that the Internal Quality Assurance System has not yet been put into practice with the planned engagement of trustees in scrutinising operations and assessing against the agreed quality assurance standards. The option for an external quality mark was raised and Dominique emphasised the commitment needed from Trustees if an internal quality mark was preferred.</p> <p>b. Interim Report on Powys Befriending Service QA review (Jen Hawkins)</p> <p>Jen Hawkins joined the meeting and gave a summary of findings to August 2024 of Clients, Volunteers, Team, Operating System and the Challenges faced undertaking the review.</p> <p>Jen was thanked for a comprehensive interim report and Clair informed that a full report had been delayed due to staff capacity but would be brought to the next meeting.</p>	<p>It was agreed that a detailed paper and timeline around an Internal Quality Assurance system be brought to the November Board meeting to enable discussion around preference for internal or external quality mark.</p> <p>The PBS Full Report to be brought to the November Board Meeting.</p>
16.	Risk Register Report Q2 2023-24	<p>The Risk Register Report Q2 2023-24 was circulated to the Board for approval.</p> <p>The updates and reasoning made to the Risk Register were discussed.</p>	Approved

17.	Listen & Learn Visits Report 2023/24	<p>The Board received the Listen & Learn Visits Report 2023/24.</p> <p>It was noted that the information members have provided, during the visits in regards to the type of support they would find helpful, is useful in the development of PAVO business plans for the future. However, the time spent in managing the visit process and availability of trustees to attend and carry out visits has proved challenging.</p> <p>Jamie considered the exercise should continue as it was a useful way for Board members to have direct involvement with membership whilst representing PAVO. Dominique also wished the exercise to continue as it was a valuable proactive approach and key to the quality assurance system. Trish and Peter agreed with the importance of the visits and it was noted that new trustees will soon be coming on board and perhaps a different format for the visits would improve Trustee availability.</p>	<p>Received</p> <p>Jamie & Clair to discuss different formats for the Listen & Learn Visits</p>
18.	Overview paper of the Social Value Fund decision 2023-24	For information	Received
19.	Making a Difference YR1 Funded Projects	For information	Received

20.	Powys SPF Digital Pathways Project	For information	Received
21.	Skills for Sustainability Update Report	For information	Received
19.	Future Board Meetings: online - 9:30am to 13:30pm	<u>2024</u> - 29 November, 11 December_– Staff Development Day <u>2025</u> - 7 February (all day away day), 28 March, 30 May, 25 July, 26 September, 28 November <u>2026</u> – 27 February	

ACTIONS LOG KEY
COMPLETE
ON TRACK
PROGRESS DELAYED
PROGRESS AT RISK

Agenda / Date / Item	Log of Actions carried forward	Responsible Officer	Status	Progress update
24/4/05	Chair to write to Board members regarding attendance	JB		To discuss in Board - day/evening and register of attendance
24/02/23 24/07/19	Welsh Language Action Policy - It was agreed that the introduction Policy statement be reviewed. Welsh speaking members of the Board to ensure they are happy that everything is covered.	CSw/AO		Policy has been reviewed and will form part of the Board session in January 2025
23/01/27/10 23/05/30/16 23/11/30/8 24/04/05 24/07/19	PAVO Chair, CEO and Trish to meet with PTHB Chair to clarify ex-officio arrangements for the next Board meeting. PTHB Chair to follow up today 30 Nov. PTHB Ex-officio member - The Chair and Vice Chair have not yet heard from Powys Health Board's Director of Corporate Governance / Board Secretary after their meeting. As a collective we have decided to move forward and invite Independent Member (Third Sector) Jennifer Owen-Adams but would prefer and will encourage an official arrangement for longevity.	JB		To close
24/07/19/6	Powys Volunteer Centre Review - Short term recommendations approved with a view to bringing back to the Board in November. Split the hub model in option 4 illustrated in Annexe one and to continue the conversations with delivery partners.	MM		Paper to Board November 24

24/07/19/11	Governance Development - Clair to send a survey out to the Board with some suggestions to see what members would like to replace the Social Media Training offer.	CSw		Discuss at Board development session in February
24/07/19/15	Recruitment & Selection Policy - Update the internal application process for equality and consistency regarding an internal candidate. Jamie and Dominique to have a wider discussion with Angela regarding general recruitment process in the long term.	AO JB/DJ/AO		
24/09/27/4	Jamie & Angela to look at how much is likely to be used of the £42k restricted funds and bring back a proposal to the Board for funding projects to reduce likelihood of hospital admissions.	JB/AO		Discuss as part of budget for 25/26
24/09/27/15	The PBS Full Report to be brought to the November Board Meeting.	SH		Delayed to January 25 due to staff sickness and RIF evaluation and prioritisation process
24/09/27/17	Jamie & Clair to discuss different formats for the Listen & Learn Visits	JB/CSw		Schedule discussion for Jan 25
Completed actions				
24/09/27/8	The Board to forward any views to Clair and Jamie to discuss before submission of their one vote to WCVA Board of Trustee.	All		Complete - see CEO report Nov 24

24/07/19/1 6	Clair to send PAVO briefing to newly elected candidates following the recent elections.	CSw		CSw meeting with David Chadwick MP taken place and meeting with Steve Witherden MP scheduled
24/07/19/1 7	Community Transport Driver expenses - for Dominique to liaise with Clair, Sharon Healey and Claire Sterry and for the Board to have sight of the letter before it goes out.	DJ/CSw/SH		CSw engaged with WG and Cab Sec. WG attending future CT Network. CSw also raised concerns with David Chadwick MP
24/09/27/1 5	It was agreed that a detailed paper and timeline around an Internal Quality Assurance system be brought to the November Board meeting to enable discussion around preference for internal or external quality mark.	AO		Tabled for Board November 24
24/09/27/4	It was further agreed that Tom send a letter regarding a proposal to appoint DRE & Co. Angela, Jamie & Clair to bring back the proposal to the Board via email before the AGM on 7 November.	AO		Completed at AGM 2024