

HOOPLE BOARD

Minutes of a meeting of the BOARD OF DIRECTORS of HOOPLE LTD held in the Training room 1 at Nelson building, Hereford, on Thursday 20 July 2023 at 3.00pm.

Board Members present:

Andrew Cottom (AC)	Chairman and Non-Executive Director (Wye Valley Trust)
Tracey Sampson (TS)	Non-Executive Director (Herefordshire Council)
Hilary Hall (HH)	Non-Executive Director (Herefordshire Council)

Hoople Officers Supporting the Board:

Audrey Clements (AEC)	Chief Executive Officer
Stephen Weller (SW)	Head of Hoople Care
Mark Aldsworth (MA)	Head of Buildings Operations
Simon Mortimore (SM)	Head of IT
Daley Jones (DJ)	Head of Training & Education
Lisa Yates (LY)	Head of HR & OD
Kerry Lawrence (KL)	Company Secretary Support / Minute Taker

Invited:

David Warden (DW)	Associate Director of IM&T- Wye Valley NHS Trust
Nicola Twigg (NT)	Non-Executive Director – Wye Valley Trust
Tor Stringfellow (TSF)	Senior Statutory Auditor, Williamson & Croft Audit

It was acknowledged that the Chair of Board met with the external auditors prior to the Board meeting, independent of management present to discuss matters relating to its remit and any issues arising from the annual audit.

1. Apologies

- 1.1 Apologies were received from Andrew Mclean, Non-Executive Director (Lincolnshire County Council).

2. Declarations of Interest

- 2.1 There were no new declaration of interest received.



3. Draft Statutory Accounts and Audit Plan 2022/23

3.1 A board member queried the principal risks. TSF was satisfied the principal risks were as he would expect. It was agreed the principal risks be accepted and the approach be reviewed for 23/24 to provide adequate assurances to board against the strategic risks.

3.2 It was acknowledged there was a significant difference in agency staff numbers compared to last year. AEC suggested this was due to agency numbers being supplied across all Hoople's customers and agreed to reinstate the figure or alternatively add a note to the accounts to clarify.

Action: AEC/KL

3.3 Under the strategic report, a board member asked whether Hoople was a unique company. AEC advised in terms of the services delivered Hoople is unique in the breadth of services it provides, however in relation to its structure / legalities it is not unique. It was agreed to reword to '....to deliver a unique range of quality business functions and care services....'

Action: AEC/KL

3.4 It was agreed to amend under 'Credit risk' that services are mainly delivered locally.

Action: AEC/KL

Audit Management Letter

3.5 TSF advised there were no areas of concerns, the only matter outstanding was confirmation of related party balances from Wye Valley Trust but this is not expected to alter the outcome of the audit.

3.6 TSF confirmed there were no adjustments to the financial statements.

3.7 TSF noted that some items such as furniture, computers etc. were included in the profit and loss statement had not been capitalised, however on review of past years taking the depreciation value into account it was considered immaterial.

3.8 TSF stated there was a requirement under IFRS when you lease a substantial asset to recognise it on the balance sheet as a capital item, however Hoople leases fall under the two exemptions for short-term of under 12 months and low value leases, therefore no adjustment were necessary.

3.9 TSF would request confirmation of inter-company balances and trading from WVT.

- 3.10 External audit were satisfied the company is able to fulfil its obligations for the next 12 months as a going concern.
- 3.11 TSF reported under the review of control environment it was found some employment contracts obtained were not signed by both parties and recommended retaining copies of employment contracts signed by both employers and employees to prevent issues and disputes.
- 3.12 TSF noted the identified risks at the planning stage and confirmed all areas were found to be satisfactory with no concerns.
- 3.13 The Chair acknowledged that board receive assurances of the company's control measures through internal audit.
- 3.14 AEC advised the property purchase asset will strength the balance sheet going forward and there will be a requirement to implement an asset valuation policy next year. Past fixed assets have been written off in the year and there would be a need to refresh the fixed asset policy in line with the purchase of the property.

Letter of representation

- 3.15 The board approved the letter of representation, the Annual Report including governance and financial statements for the year ended 31 March 2023 subject to final amendments.

4. Minutes, Action Sheet and Matters Arising

- 4.1 The minutes of the extraordinary board meeting held on 3 May 2023 were agreed as an accurate record.
- 4.2 The minutes of the meeting held on 8 June 2023 were agreed as an accurate record subject to some amendments as follows:-
- 6.3 – be clarified as *LCC Business World go live*
 - 7.4 - be amended to read *“It was identified that the Shareholder Agreement requires the acquisition to be specifically contemplated by the approved Business Plan.”* This is line with the scheme of delegation that Board are responsible for approving the Business Plan.
 - 7.6 – be amended to read *“AM raised concerns whether the risk was worth the reward and having difficulty to fully understand the driving force and if the purchase of the building was the answer to the solution.”*

Action Sheet

The following updates were noted:

1/J – SM advised there was an outstanding action awaiting completion before a closure report could be finalised. It was agreed an update be provided as part of the routine board report and the action be closed.

Action: KL

2/J – AEC added there was ongoing piece of work to do around providing a more meaningful set of KPI's that would give assurances to board and shareholders how the business is performing.

Action: AEC

3/J – AEC reported that the purchase is currently with the solicitors awaiting outstanding reports to be received from Connexus. No concerns have been raised arising from the surveys undertaken and IT are confident the connectivity can be dealt with.

4/J - AEC has had a conversation with Andrew Lovegrove and agreed SLA payments would be made more promptly in the future which would help cashflow. Alongside this, there is an ongoing piece of work to look at change behaviours in relation to income collection. AEC would like to review the cash position in six months-time.

1/I - AEC had met with Jane Ives and NT and the expectation of supporting the Education Centre Project has not changed due to purchasing the Connexus building. DJ is going to sit on the Education Centre Project Board to provide a link to Hoople and is enthusiastic by the opportunity.

5. Finance and Business Update

5.1 AEC reported that Hoople were supporting a transformation project HC are leading on for the digitalisation of services, first phase being council tax online account involving revenue and benefits service. Some demonstrations have taken place based on HC's specification but there is a question around governance whether the contract sits with Hoople or HC, any significant contract decisions would be brought to board for discussion and agreement.

5.2 The board noted the finance and business update report including the 2023/24 outturn position, the progress to date made by the business and key issues and risks



- 5.3 LY gave an update on the LCC payroll project and advised a model design had been formalised and had just received the specification from Herefordshire Council to inform the Target Operating Model (TOM) and what the structure might look like. LY added the project is on track and is not expecting any delays.
- 5.4 SW reported the patient electronic care system care is in the next phase, IT are reviewing any issues with the system on an operational level. It is anticipated the new system will help run the service more effectively and increase capacity.
- 5.5 There were concerns with the capacity at Ridgemoor. SW advised that it was a constant pressure and we try to mitigate the risk around agency workers by recruiting them where they work out.

6. Appointment of Chair

- 5.6 AC's term of office with Wye Valley Trust is due to end on 30 September 2023. The Board of WVT agreed that NT, Non-Executive Director at WVT would take over the role of Director of Hoople with effect from 1st August 2023. NT was elected as chair at least until the normal time of rotation at the beginning of 2024.
- 5.7 NT would like to spend time with each of EMT to gain an understanding of the different business areas.

7. Forward Plan

- 7.1 The board agreed the forward plan.

8. Any Other Business

➤ Communication and Announcements

- 8.1 No communications and announcements were made.

