



**Minutes of the Council meeting of BSHAA
By Teams**

Thursday 10th December 2020 (Part one of two meetings)

Present:

A Coulter (AC) Chair
D Foley (DF)
Prof D Welbourn (DW) CEO
R Garcia Medina (RGM)
R Kewney (RK)
P Sydserff (PSy)
A Hopkirk (AH)
Robert Donnan (RD)
Elizabeth Adesugba (EA)
H Kennington (HK)

20-12-1A

In Attendance:

K Girling (KG)

Apologies:

S Dixon (SD)
Jasmine Opoku-Ware (JOW)

Did not attend:

(AC) welcomed all present to the meeting and informed that apologies had been received from (HK) who may join late, (RGM) who also may join late and (SD) all due to work commitments.

B. Council Members Contact Details and Declaration of Interest

(AC) reminded Council members of the need to declare any conflict of interest (including potential conflict of interest) or change of circumstance that may have arisen since the last Council meeting.

(DW) informed Council that (RD) will not be conflicted in section 4E as the discussion will be about the process of the website tender, not the details of the bids.

(RD) confirmed that Council members Declaration of Interest forms had now been updated on the BSHAA website.

C. Attendance record

(KG) to update BSHAA Council meeting attendance record with details of all present.

20-12-2 **Review Agenda**

(AC) asked Council if there were any items for consideration under AOB. None were added.

20-12-3 **Minutes**

A. Minutes from meeting 24th and 25th September 2020 (Appendix A)

Minutes from Council meeting on 24th and 25th September 2020 were approved.

20-12-4 **Governance**

A. Decisions taken since last meeting - Appendix B

(AC) referred to Appendix B and confirmed there were no decisions taken since the last meeting.

B. Special resolution and Council Elections - update

(DW) gave Council an update on the upcoming Council elections, confirming the voting process is now live and includes the facility to approve the amendments to the Articles of Association. He confirmed that a copy of the notification sent to members regarding the election needs to be added to the BSHAA website.

20-12-AP1 **(DW) to send (RD) a copy of the notification sent to members regarding the Council election, including the profiles of all candidates standing, to put on the BSHAA website. This is to be completed by 18th December 2020.**

(HK) joined the meeting at this point.

C. Shared workload responsibilities

(RD) referred to Appendix C outlining the variance in commitment to project work from Council members, suggesting a record should be held on Teams to portray the work completed and the level of commitment from each Council member. (DW) advised of a form produced in the past and shared via Teams. Council discussed if a record is necessary, or if the Chair of the Committee should manage the progress of each project. (AC) suggested this should be reviewed and the findings assessed in readiness for the new Council members joining in January 2021

(RGM) joined the meeting at 16:44

20-12-AP2 **All Council members to review the paper 'Council Commitment Statement' shared on Teams and report back to Council in readiness for the new Council members joining in January 2021.**

(AC) suggested that an area on Teams could be set up to store these forms so everyone can track progress.

D. Introduction and Board Development

(DW) referred to Appendix D, (Introduction and Board Development) advising Council that a more in-depth programme of induction into the workings of BSHAA Council is required for new Council members than was provided last year. He suggested this could be tied into the engagement of a facilitator(s) to develop a team building session, which he suggested must be done face to face hopefully by Spring 2021.

(DF) indicated the Communications group had done some work on this subject which (DW) confirmed he would refer to. (AC) confirmed the need to inform new Council members on the workings of Council and committees within BSHAA to improve the general effectiveness of Council. Council discussed the financial implications of engaging a facilitator and in general agreed it would be a good investment, potentially including an allocation for Board development in future budgets, whilst being mindful of venue hire and travel expenses.

20-12-DP1 Council approved up to £5k expenditure in future budgets for BSHAA Board development.

20-12-AP3 (DW) to research a range of facilitators, whilst taking into account the feedback from the Communications Committees, and report back to Council.

E. Progress with Website tender

(DW) referred to Appendix E giving an update on the position of the new website tender. He informed Council that due to the potential of there being a perceived conflict of interest, the process has been run as transparently as possible. Council were advised the invite to tender was posted on the BSHAA Facebook page, social media and the BSHAA Website. (DW) confirmed that (RD) was not conflicted in the conversation at today's meeting as the discussion is around the process of achieving a new website, not details of the bids. He asked for Council to endorse the proposals in Appendix E as the way forward, advising that a variety of recommendations will be brought to Council at the next meeting on 15th December 2020. All Council members present voted to adopt the proposals in Appendix E, (RD) abstained from the vote due to a potential conflict of interest.

20-12-DP2 Council agreed to adopt the process contained in Appendix E regarding the implementation of a new BSHAA website.

(DW) confirmed, as a result of this vote, he will present a paper to Council at the meeting on the 15th December 2020 for further discussion.

20-12-5 Finance

A. Report from Finance Committee.

(PSy) referred to the minutes from the last Finance Committee meeting [Appendix F] and asked if there were any comments. (DF) challenged the minutes, in particular a paragraph in section E, (Loss of Business allowance 'LOB') where it states "(DF) is unwilling to participate in any BSHAA meeting where he could not be reimbursed for his time" advising that was in the context of the suggestion that meeting of up to two hours or less, within the working hours of 9am – 5pm would not be eligible for LOB. He advised this would not be the case outside of working hours.

(PSy) gave a summary of the Finance Committee held on 25th November 2020, referring to the discussion regarding LOB and a paper which had been previously submitted to Council, but was not discussed due to lack of time. He also referred to the paper 'Investing in the Future' which included a summary on expenses, cost saving measures in response to the pandemic and proposals moving forward.

He advised the Finance Committee agreed to recommend to Council that (DW)'s contract be restored to its pre pandemic level. He also advised that following discussion, the LOB paper was withdrawn in favour of asking Council whether the current LOB policy should be reviewed. The review should consider whether the

current LOB policy is fit for purpose given the changed way of working, or whether alternative approaches should be considered. Council discussed these issues where (PSy) offered to share with Council the supporting document from the Finance Committee on expenses expenditure.

20-12-AP4 (PSy) to share with Council the supporting document from the Committee meeting on 25th November 2020 regarding expenses expenditure.

Post meeting note this was completed on 10th December 2020 via Teams.

(AC) asked Council to consider if the current LOB reflect the new ways of working and how the Society would work in the future, being mindful of the likelihood of less face to face, full day meetings and more shorter, virtual meetings going forward.

Council voted on whether the current LOB needs to be reviewed. Six Council members voted in favour of a review and four voted against.

20-12-DP3 Loss of Business Allowance is to be reviewed in the light of the different ways of working during the current pandemic and in the future.

Post meeting note - Council agreed for this subject to be referred to Finance committee for evaluation.

Council discussed increasing (DW)'s contract back to its pre pandemic status and took a vote on the subject. DW offered to withdraw to enable further discussion, but members agreed to move straight to vote. Eight Council members voted in favour and one voted against. (DW) did not vote due to a conflict of interest.

20-12-DP6 Council agreed to restore the DW's contract to the level prior to Covid reduction.

(AH) left the meeting at this point, he was present for the vote on LOB but not for increasing the CEO contract back to its pre pandemic statuses.

(AH) re-joined the meeting after temporary network failure.

B. Membership renewal update

(KG) reference to Appendix G gave an overview of the membership renewal period advising that overall, the uptake on renewal has been much better than the worst-case scenario considered. She advised that the Society had not gained members between March and September in 2020 as they would do in normal years, which had contributed to the lower membership numbers. She advised of two companies who have pulled out of the Company Scheme, Leightons and Hear Focus which had also contributed to the downturn in numbers. (AH) asked about the reduction in numbers for Boots Hearing Care, (AC) advised that they do their BSHAA renewal administration in August/September and still had a significant proportion of their audiologist on furlough at that point, which could account for the downturn in numbers. It was identified that the overall loss of membership due to the pandemic during this renewal period was approximately 10% which Council agreed was a good outcome. (PSy) thanked EBS for their contribution to the renewal process during this difficult year.

C. Period 3 Financial Report

(DW) referred to Appendix H and gave an overview of the figures in the period 3 financial report confirming the Finance Committee had approved the adoption of scenario three as the working model. He confirmed the Society's finances are in a good position, mainly due to the cost saving of no face to face meeting and the income from renewals being better than then the cautious numbers budgeted.

D. Review of banking arrangements

(DW) submitted to Council Appendix J (review of banking arrangements) which was taken as read. He advised the Society needs to open three new bank accounts. Council voted and all agreed to adopt the recommendations in Appendix J, section 5. Council agreed the Society should not invest in any high risk financial activity.

20-12-DP4 Council agreed to adopt the recommendations in Appendix J regarding the opening of new bank accounts.

20-10-6 Perspectives

A. Presidents Report

(AC) gave a verbal report on the Presidential activities, including interaction with other societies involved with the set-up of the College of audiology he advised of a planning meeting which is due to take place to review the next steps regarding the college.

He also advised that the thank you gifts have now been sent out to Jill and Peter Humphreys, Jamie Summerfield, and Jay Jindal.

B. Chief Executive Report

(DW) confirmed the Council election process is now live. He advised he has been in conversation with the HCPC, which he will give a further update in part two of the meeting. He confirmed his involvement in the website tender process will be discussed in full in part two of the Council meeting on 15th December 2020. He advised of the difficulty in completing his workload whilst on restricted contract hours due to the pandemic and welcomed the increase in contract hours back to the pre pandemic status.

20-10-7 Sub Committees and Project updates

A. Membership Engagement Committee

(RD) confirmed that progress is being made with membership renewals which was covered in the meeting. He advised that the Membership Committee's main focus moving forward will be to assist in the development of the new website to bring additional member benefits to the Society. He commented he was encouraged to hear the Society is engaging with insurance companies as he believes this is a good member benefit. He appealed to Council to engage with the Society's social media content and any articles for BSHAA People.

B. Standards Committee

The oral report from RGM was deferred to part two of the meeting, as he had joined the meeting whilst travelling.

C. Delivery Committee

Deferred to part two of the meeting.

D. Customer Care Committee

Deferred to part two of the meeting.

E. Diversity and Inclusion Committee

Deferred to part two of the meeting.

Review of the meeting

(AC) thanked Council for the discussion and progress made within the meeting, advising topics which have been deferred will be address in part two of the meeting on 15th December 2020.

20-10-8

Date of next Council Meeting

Part two of this Council meeting will be held on Tuesday 15th December 2020

Decision points made in meeting:-

- 20-12-DP1 Council approved up to £5k expenditure in future budgets for BSHAA Board development.*
- 20-12-DP2 Council agreed to adopt the process contained in Appendix E regarding the implementation of a new BSHAA website.*
- 20-12-DP3 Loss of Business Allowance is to be reviewed in the light of the different ways of working during the current pandemic and in the future.*
- 20-12-DP4 Council agreed to adopt the recommendations in Appendix J regarding the opening of new bank accounts.*
- 20-12-DP6 Council agreed to restore the DW's contract to the level prior to Covid reduction.*