

**St Raphael's Hospice**  
**182nd Meeting of the Advisory Committee**  
**To be held at 13:30 on 23<sup>rd</sup> September 2020**

**TO BE PRESENT:**

**Alan Cogbill**  
**Roderick O'Connor**  
**Marian Norman**

**Sister Veronica Hagen**  
**Sister Kathleen O'Reilly**  
**Joe Ryan**

**Paul Holmes**  
**Norman McWhinney**  
**Dr Joy Tweed**

**In attendance**

**Gail Linehan** (*Co-CEO*)  
**Sara Jane Woods** (*Director of Income Generation*)  
**Anna Machin** (*Clerk*)

**Nick Stevens** (*Co-CEO*)  
**Rebecca Trower** (*Clinical Director*)  
**Heather Howell** (*Board Advisor*)  
**Carrie Chill** (*Board Advisor*)  
**Ed Cook** (*Advisor to DoC*)

*1 - Purpose: Discussion/ Approval/ Policy/ Information*

<b>Item</b>	<b>Description</b>	<b>Purpose <sup>1</sup></b>	<b>Lead</b>	<b>Timing</b>
1.	Welcome and apologies for absence	-	Chair	1.30-1.40
2.	Declarations of interest	-	Chair	
3.	Minutes of 181 <sup>st</sup> meeting held on 22 <sup>nd</sup> July 2020	Approval	Chair	
4.	Matters arising	Discussion	Chair	
5.	Joint CEO Report	Discussion	GL, NS	1.40-2.10
6.	Sub-Committee Chair's Report – Clinical Governance <ul style="list-style-type: none"> <li>• Minutes of 21<sup>st</sup> August 2020 Clinical Governance &amp; Quality Committee meeting</li> <li>• Clinical Quality &amp; Governance Report</li> <li>• Corporate Governance Report</li> <li>• Clinical Risk Register</li> </ul>	Discussion	CC	2.10-2.25
7.	Sub-Committee Chair's Report – HR <ul style="list-style-type: none"> <li>• Starters and Leavers Report</li> <li>• Volunteer Services Update</li> <li>• Volunteer Reintegration Activity Spreadsheet</li> </ul>	Discussion	PH	2.25-2.40
8.	Sub-Committee Chair's Report – Fundraising <ul style="list-style-type: none"> <li>• Communications &amp; Fundraising Report</li> </ul>	Discussion	RO'C	2.40-2.55
9.	Sub-Committee Chair's Report – Finance and Resources <ul style="list-style-type: none"> <li>• Minutes of 26<sup>th</sup> August 2020 Finance and Resources Committee meeting</li> <li>• Finance &amp; Resources Report</li> <li>• Summary July 2020 Management Accounts</li> <li>• Detailed July 2020 Management Accounts</li> <li>• Draft July 2020 Balance Sheet &amp; Cash Movements</li> </ul>	Discussion	JR	2.55-3.10
10.	Special topic(s)	Discussion	Chair	3.10-3.15
11.	Any Other Business	-	Chair	

12.	Date of Next Meeting	-	Chair	
	<i>Short break</i>			3.15-3.20

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**St Raphael's Hospice**  
Meeting of the Board of Trustees  
**To be held virtually at 15:20 on 23<sup>rd</sup> September 2020**

<b>Item</b>	<b>Description</b>	<b>Purpose <sup>1</sup></b>	<b>Lead</b>	<b>Timing</b>
1.	T-Time (trustee only session)	Discussion	Chair	3.20-3.30
2.	Welcome and apologies for absence	-	Chair	3.30-3.35
3.	Declarations of interest	-	Chair	
4.	Minutes of meeting held on 22 <sup>nd</sup> July 2020	Approval	Chair	
5.	Matters arising	Discussion	Chair	
6.	Governance update <ul style="list-style-type: none"> <li>• Trustee expenses policy</li> <li>• Board self-review results</li> <li>• Board-level recruitment</li> <li>• Trustee removal procedure</li> </ul>	Discussion/ Approval	Chair, AM	3.35-3.55
7.	Provider visits	Discussion	Chair	3.55-4.05
8.	Separation from Daughters of the Cross (verbal update)	Discussion	NS, GL	4.05-4.35
9.	Any Other Business	-	Chair	4.35-4.40
10.	Date of Next Meeting – 25 <sup>th</sup> November 2020	-	Chair	
11.	T-Time (trustee only session)	Discussion	Chair	4.40-5.00

## SAINT RAPHAEL'S HOSPICE

### MINUTES OF THE MEETING OF THE BOARD OF TRUSTEES

Held on Wednesday 22<sup>nd</sup> July 2020 at 4.15pm

remotely via Zoom

**Members:** Mr Norman McWhinney (NM) – Chair  
Sr Veronica Hagen (Sr VH)  
Sr Kathleen O'Reilly (Sr KO'R)  
Mr Alan Cogbill (AC)  
Mr Paul Holmes (PH)  
Mr Joe Ryan (JR)  
Mr Rod O'Connor (RO'C)  
Mrs Marian Norman (MN)  
Dr Joy Tweed (JT)

**In Attendance:** Mr Nick Stevens – Joint CEO (NS)  
Mrs Gail Linehan – Joint CEO (GL)  
Ms Sara Jane Woods – Director of Income Generation (SJW)  
Mr Ed Cook – Representative of Daughters of the Cross (EC)  
Dr Caroline Chill - Advisor to Advisory Committee (CC)  
Mrs Heather Howell - Advisor to Advisory Committee (HH)  
Ms Anna Machin – Clerk to the Trustees

**Apologies:** None

#### ITEM 1: Welcome and Apologies for Absence

1.1 The Chair opened the meeting and welcomes trustees to the virtual meeting.

#### ITEM 2: Declarations of Interest

2.1 There were no declarations of interest in relation to items on the meeting agenda.

#### ITEM 3: Minutes of meeting held on 27th May 2020

3.1 Trustees reviewed the minutes and confirmed them as an accurate record of proceedings subject to minor drafting corrections and update to note that Dr Joy Tweed was in attendance.

#### ITEM 4: Matters Arising

4.1 The matters arising were reviewed. The Charity Governance Code would be reviewed at a future meeting. Trustee-only time would be a feature of meetings going forwards.

22.07/01  
(AM, NM)

#### ITEM 5: Governance Update

5.1 The Trustee Code of Conduct (Appendix 1 to the meeting paper) was reviewed and approved by Trustees subject to inclusion of (a) an additional clause on trustees absence to align with the Articles, (b) bringing together a Trustee Expense Policy which would outline 'reasonable' trustee expenses and (c) removal of the option for any gifts or hospitality to be received by Trustees.

22.07/02(A  
M)

- |     |  |                        |
|-----|--|------------------------|
| 5.2 | Trustees would complete the Code of Conduct by the September meeting.  | 22.07/03(All trustees) |
| 5.3 | The trustee removal process would be outlined as an additional document in order to help identify and address contravention of the Code of Conduct.  | 22.07/04(A M)          |
| 5.4 | In relation to section 2.3 on Protecting the Hospice's reputation, it was confirmed that the Hospice would provide support in briefing trustees in advance of any media engagements.   |                        |
| 5.5 | The Trustee Role Description (Appendix 2 of the meeting paper) was approved subject to an additional sentence on the importance of transparency being added.   | 22.07/05(A M)          |
| 5.6 | Trustees would complete the Self-Review Form and Trustee Record form (Appendices 3 and 4 of the meeting paper) in follow up to meeting, subject to drafting changes to Question 5 to reflect forms of engagement outside meeting. The completion of the Trustee Record would be useful to inform future trustee succession plans. It was noted that 360 reviews and an external review of governance may also be included in this process in future years. | 22.07/06(All trustees) |
| 5.7 | The Exemplar Scheme of Delegation was reviewed to ensure clear internal decisions making and would be taken forward for completion over the summer for reviews at the September meeting.   | 22.07/07(GL, NM)       |
| 5.8 | It was agreed that trustee recruitment and diversity would be progressed at the September meeting, with a Clinical, Legal, Fundraising and Communications skill set seen as a priority either for the Board or co-opted on to Committees.  |                        |

**ITEM 6: Annual Report and Accounts**

- |     |   |                        |
|-----|---|------------------------|
| 6.1 | Nick Stevens and Neena Vadgama were thanked for their work on the accounts with audit having been undertaken remotely with significant work being done to send documentation across in soft copy. The deficit that was projected moved from £237k to £77k including through grants from Local Authorities being received and recognised on March 10 <sup>th</sup> in line with government and accounting guidance. The post-audit report was positive with no concerns to report to the Advisory Committee. |                        |
| 6.2 | The accounts were approved ready to be signed by Gail and Nick to then be included in the Daughters of the Cross statutory annual report and accounts.  | 22.07/08(GL, NS)       |
| 6.3 | Any final comments would be received and incorporated from Trustees by Friday 24th July.  | 22.07/09(All trustees) |

**ITEM 7: Post-Covid Outlook – 3 Scenarios & Separation from the Daughters of the Cross**

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|-----|--|--|
| 7.1 | Sr Veronica confirmed that CQC had been in touch about the next steps for the Hospice moving to independence from the Daughters of the Cross. A date would be needed to be given in response, and clarity would need to be sought from CQC on the exact process and timelines. |  |
|-----|--|--|

- 7.2 Gail Linehan updated that on behalf of the Executive team, it was seen that the end of March 2021 could work well as the timing for independence in order to align with the new financial year, prepare fundraising and communications activities, and see with more certainty how the implications of Covid-19 would evolve. Given the current climate, and financial difficulties faced in the health and charity sectors, it was unsure how the move to independence might be perceived amongst stakeholders at this stage.
- 7.3 Trustees discussed the optimum timing for independence taking these factors in to account. From the Daughters of the Cross perspective, Sr Veronica confirmed that the funding of £2.7m would be committed to the Hospice as previously discussed. Further funds could be forthcoming if the Hospice was considered to be moving towards sustainability at the agreed review points. It was noted that if the CQC process had not been delayed, the Hospice would already be independent.
- 7.4 It was recognised the Covid-19 may still be live in March 2021 which could continue to cause uncertainty and mean that even that future date would bring its own challenges. Some trustees also noted that this current environment may also be an opportunity to feel and experience support from the community given the recognition amongst the public of the importance of health services.
- 7.5 In connection to this discussion, Nick Stevens presented the Post-Covid-19 Outlook paper which put forward three scenarios, at 100%, 80% and 80-100% compared to the initial financial plans presented to Trustees when considering independence. Trustees were grateful for this paper which had been discussed in detail at the Finance Committee.
- 7.6 Trustees recognised the Executive team's proposal on timelines, but emphasised that the whole Hospice Sector would also be facing financial uncertainty due to the wider financial and fundraising environment caused by Covid-19. There was likely to be increased innovation and collaboration in order to meet these challenges. Trustees noted that with the support from the Daughters of the Cross, the Hospice would have stronger reserves compared to some other Hospices.
- 7.7 Trustees also expressed confidence in the leadership team of the hospice to bring stakeholders and the community with them on this journey.
- 7.8 Trustees requested that key risks of moving to independence in autumn 2020 be outlined in order to bring together a clear mitigations plan including for communications to stakeholders and the local community. Professional support for Public Relations activities could be used as required.
- 7.9 Trustees also suggested that the financial review points could be brought forward, for example to assess sustainability at 2 rather than 3 years following independence.
- 7.10 Based on this discussion, and the proposed actions, Trustees were content to proceed with responding to CQC to understand the timelines for the process, with the end of October put forward as the preferred date.

22.07/10(GL,  
NS, SJW)

22.07/11(SR  
VH)

**ITEM 8: Any Other Business**

- 8.1 Trustees approved the addition of Sara Jane Woods to the list of bank account signatories.
- 8.2 Nick Stevens would liaise with Sr Veronica Hagen and Ed Cook with regards to (a) a grant of £100k to be made to the Hospice to complete the IT Project and (b) the levels of bank transfer limits within the savings accounts.

22.07/12(SR  
VH, EC, NS)

**ITEM 9: Dates of future meetings**

- 9.1 Dates of future meetings:

Event	Date
Trustee Meeting	Wed 23/09/2020
Trustee Meeting	Wed 25/11/2020

## **Governance Report to St Raphael's Hospice Board of Trustees – Item 06**

### **September 2020 Board meeting**

#### **1. Executive Summary**

- A Trustee Expenses Policy has been drafted and has been reviewed by the finance team. It is put forward in Appendix 1 for approval by Trustees.
- The Board kindly completed the Trustee Self-Review and Trustee Record forms and a summary of feedback and suggested actions is provided in Section 3 below. Trustees are also thanked for signing the Code of Conduct as an action arising from the July 2020 meeting.
- The overall steps for Trustee recruitment were discussed and agreed at the July meeting. This has now been brought into a more formalised timetable in Section 4, which will be complemented by promotional materials and the Role Description to support outreach over the autumn.
- A Trustee Removal Procedure has been drafted as an action arising from the July meeting and is shared for information in Appendix 2.

#### **2. Trustee Expenses Policy**

The Trustee Expenses Policy has been drafted, with reference to best practice Charity Commission guidance and the Hospice Articles of Association. It has been drafted with the aim of ensuring that cost is not a barrier to any current or future Trustees performing their roles.

**Action:** Approval of the Trustee Expenses Policy is requested from Trustees, subject to final changes as suggested at the Board meeting.

#### **3. Board self-review summary and suggested actions**

##### **3.1. Summary of responses**

Trustees are thanked for their time to provide responses to the Self-Review process and sign the Code of Conduct. All Codes of Conduct have now been received and the Code will be included in the Induction Pack for future new Trustees. In follow up to a suggestion at the July Board, a trustee removal procedure has been drafted in the unlikely event that a Trustee would need to be removed from role.

The responses to the Self-Review have been reviewed by the Chair and Clerk to Trustees, and a summary overview is provided here along with suggested actions. These are very much intended for discussion with Trustees and the senior team and additional suggestions would be welcome at the September Board meeting.

##### ***Board overview of the past twelve months –***

- Trustees reflected on the activities undertaken in order to prepare for the move to independence, including the Strategy and Business Plan.
- Trustees recognised the achievements in overseeing staff transitions, particularly the appointment of the Joint CEOs.
- It was felt that Trustees had engaged with the immediate implications of Covid-19 on the Hospice's clinical delivery and a view on how it would impact the finance scenarios.
- There was a clear consensus that the move to the Committee structure, and systematic reporting to the Board, had improved the depth of engagement in the Hospice's activities and assurance given to Trustees. Improvements in the quality of board reporting were also mentioned.

### ***Board priorities for upcoming twelve months -***

- There was a clear focus from Trustees on the priority of moving to independence, in particular in relation to two key areas:
  - First, in relation to community engagement, Trustees were eager to build on existing relationships within the local NHS environment to further consolidate the Hospice's position within Sutton and Merton, and to understand more about non-clinical networks such as local business. Local outreach would also help to ensure that the Hospice remained visible in supporting the patients most in need.
  - Second, in relation to financial planning, there was a suggestion to agree a set of more formalised financial indicators for different income streams. These would be used to monitor progress against financial plans, and the different post-Covid-19 scenarios, on an ongoing basis.
- The outcomes of the CQC visit were referenced, to ensure that Trustees worked with the Executive team to ensure focus on preparing the Hospice for an Excellent rating.
- Trustees were keen to get to know new senior post-holders who had recently been recruited, and were due to be recruited.

### ***Board strengths and areas for focus***

- In relation to Board challenge and support, there was a sense that the Board displayed a strong ethos and values underpinned by integrity and positive working relationships. There was recognition of the need to get the right balance between challenge and support, ensuring not to be too 'polite' on key points of discussion.
- Trustees were committed to their roles and brought a range of skills ranging from clinical, leadership and HR to finance and operations. Trustees who felt they did not hold a skill in a particular area expressed confidence in the collective skills held by other Trustees. Further recruitment of Trustees with skills around IT/ data, communications and fundraising was suggested by some respondents, and it was mentioned that recruitment should focus on ensuring diversity at Board level.
- In terms of the Board's own performance and development, it was recognised that Board diversity (in a broad sense) was a priority including listening to user voice. It was acknowledged that Covid-19 and the timeline of CQC discussions has impacted on the speed of the transition to independence and the change in identity from an Advisory Committee to a Board. Board members were keen to get to know one another more as part of this.
- Board members were grateful for the legacy and core values from the Daughters of the Cross, and also the knowledge and relationships brought by Trustees and Board Advisors on the local NHS landscape.

### ***Trustee engagement in and outside meetings***

- There was real confidence in the knowledge of the Executive team and the quality of Board papers and reporting provided. This supported Trustees to prepare well for meetings, and members of the board behave in a considerate and professional manner. The structured Committee reports would also provide more space in main Trustee meetings to focus on key items of importance.
- Outside meetings, Trustees had engaged with the Hospice's activities in a range of ways including meetings with the Executive team and taking on formal roles (e.g. Committee Chairs, Working Groups, Nominated Individual, sitting on interview panels, coaching). Trustees had attended Hospice UK training sessions and also stayed abreast of debates within the Hospice sector through wider reading. Trustees and their family had also attended Hospice events. Formalising an approach to Provider-style visits was mentioned as a priority by a few Trustees, along with further engaging in local outreach.

### 3.2. Suggested actions

The following actions are suggested as an outcome of the Board review,

- Develop 2021 agenda plan to include Trustee strategy away-day meeting with time for team-building including getting to know new senior post-holders, and further opportunities to engage with beneficiaries and explore/ hear user voice. The best timing of this will be considered this autumn.
- Development of Community Engagement Plan for Board discussion, to align with further development of Communications Strategy.
- Further development of financial key performance indicators to sit alongside financial scenarios, to monitor finances at agreed review points.
- Progress Trustee and Committee member recruitment with focus on fundraising, communications and IT/ data skill sets, coupled with priority to recruit more diverse Trustees (and option to build out Committee membership). Forms of invited advice including formal advice and Board Advisors will also be used to continue to add value to the Board's activities.
- Develop 2021 Trustee training and engagement plan including Provider visits and Hospice events (within limitations presented by Covid-19).

**Action:** Discuss and agree actions arising from Board Self-Review.

### 4. Trustee recruitment

The following timetable is suggested for Trustee and Committee member recruitment:

September Board meeting	<ul style="list-style-type: none"> <li>• Agree priority skill sets – the Self-Review results suggest that these are fundraising, communications and IT/ data.</li> <li>• Agree plan for promotional outreach – Trustees Unlimited is a free platform for Trustee recruitment and advice from Trustees on local outreach opportunities would be welcomed</li> <li>• Agree Trustee and senior team engagement in shortlisting process – it is proposed that a Nominations Committee is convened composed of the Chair, Vice-Chair and a third Trustee. In terms of the number of candidates interviewed, it is suggested that candidates for Committee roles are also identified as part of this process. The shortlisted candidates would also have a virtual/ in-person 'meet and greet' with the senior team.</li> </ul>
October	<ul style="list-style-type: none"> <li>• Promotion of Board and Committee roles through agreed channels</li> <li>• Shortlisting process</li> </ul>
November	<ul style="list-style-type: none"> <li>• Meeting of Nominations Committee (early November)</li> <li>• Discussion of candidate shortlist by Board</li> </ul>
November Board meeting	<ul style="list-style-type: none"> <li>• Shortlisted candidates invited to observe part of Board meeting (and possibly Committee meeting relevant to skill set)</li> <li>• Agreement of appointments by Board</li> </ul>
December	<ul style="list-style-type: none"> <li>• Formal appointment of Trustees and Committee members including appointment checks (e.g. DBS)</li> </ul>

### 5. Trustee removal procedure

A trustee removal procedure has been drafted as an action arising from the July meeting. This is provided in Appendix 2 for information.

## Appendix 1: Trustee Expenses Policy

### Trustee Expenses Policy

#### St Raphael's Hospice

#### 1. Approval and renewal

<b>Policy owner:</b> Clerk to Trustees	<b>Date of last review:</b> September 2020
<b>Policy approval:</b> Board	<b>Date of next review:</b> September 2023

#### 2. Introduction and scope

St Raphael's Hospice is committed to ensuring clarity and openness about the process for Trustees of the Hospice claiming expenses incurred as part of performing their role. This Policy sets out the Hospice's approach to reimbursement. It applies to all Board members and advisors to the Board. It is provided to Board members as part of their induction.

#### 3. Aims and approach

The Charity Commission highlights that '[t]he concept of unpaid trusteeship has been one of the defining characteristics of the charitable sector, contributing greatly to public confidence in charities'. Charities put processes in place to ensure that Board members avoid conflicts of interest, and to ensure that Trustees draw no unwarranted benefit as a result of their involvement in the charity.

This Policy draws from Charity Commission guidance in order to outline the Hospice's approach to paying reasonable costs. It is part of our commitment to transparent and inclusive governance.

This Policy should be read in conjunction with the Code of Conduct for Trustees; Conflicts of Policy; Financial Delegated Authorities and Fraud Policy.

#### 4. Relevant legislation

This Policy draws from CC11: Trustee Expenses and Payments as published by the Charity Commission of England and Wales, which in turn draws from the Charities Act 2011.

The Hospice also pays due regards to its Articles of Association, which specifies under Article 7 that 'Trustees must avoid a situation in which he or she has an interest or duty that conflicts of possibly may conflict with the interests of the Charity', except under specific, permitted circumstances.

Article 10 also states that '[a] Trustee must not receive any payment of money or other Material Benefit (whether directly or indirectly) from the Charity except [...] reimbursement of reasonable out-of-pocket expenses (including hotel and travel costs) actually incurred in carrying out their duties as Trustees'.

#### 5. Definitions

**Breach of trust** - a breach of any duty imposed on a trustee; for charity trustees, these duties may be found in the provisions of a charity's governing document, laws and regulations, or orders of the court or the commission.

**Conflict of interest** - any situation in which a trustee's personal financial interests may (or may appear to) influence or affect the decisions made by a trustee for their charity.

**Connected person** - in the context of trustee payment, this is defined by section 188 of the Charities Act and broadly means family, relatives or business partners of a trustee; it also covers businesses in which a trustee has an interest through ownership or influence - the term includes a trustee's spouse or unmarried or civil partner, children, siblings, grandchildren and grandparents, as well as businesses where a trustee or family member holds at least one-fifth of the shareholding or voting rights.

**Expenses** - the Charity Commission defines expenses as 'refunds by the charity of costs a trustee has had to meet personally (or which have been met on his or her behalf) in order to carry out trustee duties'. The Commission clarifies that '[a] refund of properly incurred expenses is not a trustee payment, nor does it count as any kind of personal benefit'.

## 6. Roles and responsibilities

**St Raphael's Hospice Board** – the Board has overall responsibility for this Policy, including following the procedures outlined in the Policy and ensuring that it is reviewed regularly. Board members commit to following the Code of Conduct for Trustees and Conflicts of Interest Policy.

**St Raphael's Hospice Finance and Resources Committee** – the Finance and Resources Committee is responsible for reviewing and monitoring risks associated with financial delegated authorities and payment of expenses.

**Joint CEOs and finance team** – the Joint CEOs and finance team take specific responsibility for overseeing financial arrangements on behalf of the Board, and for oversight of financial and accounting systems. Their main duties are to provide the Board with ongoing assurance that:

- The financial responsibilities of the Board are being properly discharged
- Sound systems of financial control are being maintained
- Board expenses payments are being undertaken in line with agreed processes.

## 7. St Raphael's Hospice approach to payment of reasonable trustee expenses

The Hospice is committed to ensuring that cost does not act as a barrier to current and prospective Trustees taking on their roles. The Board has considered such costs that may inhibit the Board's inclusive ethos, including those that may be incurred by Trustees with childcare responsibilities or additional needs to access meetings. No trustee should be 'out of pocket' as a result of carrying out their usual duties and responsibilities, unless by choice.

The following expenses will therefore be reimbursed by the Hospice:

- **Travel to and from Board and Committee meetings and Trustee visits** – the Hospice will offer to reimburse trustees for travel to and from Hospice premises for meetings and Trustee visits, for example to attend Hospice events or meet with key members of staff. The following conditions are placed on reimbursement of travel expenses:
  - In line with Charity Commission guidance, this can include the cost of using public transport, taxi fares, and petrol allowances to the level permitted by HM Revenue & Customs (HMRC) before tax becomes payable (mileage costs can be accessed through the Finance team).

- If the costs of travel are due to exceed £100 per meeting, wherever possible these costs will be agreed in advance with the Finance team.
- Any train tickets purchased should not be First Class.
- **Reasonable costs incurred in order to be able to attend meetings** – the reasonable cost of childcare whilst attending trustee meetings.
- **Reasonable costs associated with meeting trustee duties** – this may include printing, postage or stationery.
- **Communication or access support** – Trustees may require additional materials or support in order to access meetings, for example printed papers, listening devices, or costs associated with speaking English as an additional language. These will be provided as part of the Hospice’s commitment to inclusive governance.
- **Trustee meals** – in line with Charity Commission guidance, Trustees can receive reasonable refunds for the cost of meals taken while on charity business. This also includes meals provided for the Hospice, and also meals received in-kind from the Hospice.
- **Attendance at training and events** – the Hospice will reimburse Trustees for attendance at training or events, for example the annual Hospice UK conference, that are relevant to their Trustee role. This can include the costs of reasonable overnight subsistence and accommodation (including essential care costs).

This Policy does not cover in detail the eventuality of payment for a Trustee, or any persons connected to the Trustees, for provision of goods or services. The relevant process is outlined in the Conflicts of Interest Policy which also draws from the relevant sections of the St Raphael’s Hospice Articles of Association.

## 8. Process for submitting trustee expense claims

Trustees should submit expense claims using the St Raphael’s Hospice Expense Claim Form. Expenses should be submitted with supporting receipts in order to evidence the claim.

Advance approval should be secured for any expenditure occurred which exceeds the thresholds outlined above.

In particular circumstances, and in line with Charity Commission guidance, advance payment can be paid to Trustees for expenses where the cost is predictable.

## 9. Reporting on trustee expenses

St Raphael’s Hospice will meet the requirements of the Charity Statement of Recommended Practice (SORP) and report in the annual report and accounts:

- the total amount of trustee expenses
- the nature of the various expenses
- the number of trustees involved

If the total value of trustee payments exceeds £1,000 in any one financial year, advice will be sought on whether this should also be communicated to the Charity Commission.

## **Appendix 2: Trustee Removal Procedure**

### **St Raphael's Hospice Procedure for removing a Trustee**

The St Raphael's Hospice Board is committed to good governance, and the Board's ethos, values and expectations of conduct are communicated to all Trustees. It is expected that all Trustees act in the best interests of the Hospice, and fulfil their fiduciary duties as Trustees. This procedure has been brought together for use in the unlikely event in which a Trustee of the St Raphael's Hospice Board must be removed from role.

The procedure will be activated in cases where:

- A Trustee has contravened the Trustee Code of Conduct, which is signed by all Trustees, to an extent to which it is judged that they can no longer carry out their role in line with the ethos and values of the Board and/ or the duties expected of Trustees of a charitable company. This may be the case where a Trustee breaches the levels of confidentiality expected of Board members in a way that significantly and negatively impacts the strategy and operations of the Hospice.
- A Trustee has contravened the Articles of Association of the Hospice, for example by failing to declare a major conflict of interest. This would be considered a breach of trust.
- Another instance has arisen upon which, after due consideration, and with external legal advice as appropriate, it is considered that a Trustee has contravened their duties as Trustee of a charitable company, and that they should not remain in post.

In addition, and in accordance with the Hospice Articles of Association section 5.6, '[a] Trustee's term of office automatically terminates if he or she:

- (a) Is disqualified under the Charities Act from acting as a Charity Trustee (e.g. bankrupt);
- (b) Is incapable, whether mentally or physically, of managing his or her own affairs and the Trustees resolve that his or her office be vacated;
- (c) Is absent from three consecutive meetings of the Trustees without consent, such consent (if given) to be given by the other Trustees at the meeting in question;
- (d) Ceases to be a Member (but such a person may be reinstated by resolution passed by all other Trustees on resuming Membership before the next general meeting).

In the event that a Trustee's conduct raises a cause for concern, the following process shall be followed:

- The concern shall be raised and escalated by a Trustee, or staff member, to the Chair of Trustees. In the event that the concern is about the Chair of Trustees, the concern shall be raised and escalated to the Vice Chair. In the event that the concern is raised through the Hospice's Freedom to Speak Up Policy, the relevant procedures contained in that Policy will be followed, with the addition of information being shared with the Chair/ Vice-Chair as relevant, due to the fact that the concern involves a Board member.
- The Chair or Vice-Chair shall consider the matter with reference to the Trustee Code of Conduct and Articles of Association, with support of the Clerk to Trustees. The Chair and Clerk may seek the views of the Vice-Chair in confidence (or the Vice-Chair and Clerk may seek the views of one further Trustee in confidence) in order to arrive at a set of proposed next steps. This will usually involve confidentially notifying the Joint CEOs and Head of HR of the concern.

- In cases of serious concern relating to safeguarding or fraud, the Trustee may be suspended immediately pending an investigation. The procedures from relevant Hospice policies will be referred to, for example the Safeguarding Policy or Fraud Policy.
- In cases of serious concern, external legal advice can be secured by the Chair/ Vice-Chair with support from the Clerk to Trustees.
- Once necessary advice has been obtained, the following next steps may be considered by the Chair or Vice-Chair –
  - In cases where it is considered that the relationship may be reparable, the Chair/ Vice-Chair may consider formal mediation as a way forwards. In this instance, the relevant Trustee would be contacted, relevant concerns raised, and asked to attend a formal mediation meeting.
  - In cases where it is not considered that the relationship would be reparable, the Trustee would be contacted, relevant concerns raised, and asked to attend a formal meeting with the Chair and Vice-Chair (or Vice-Chair and another senior Trustee). At this meeting it is likely that, unless new information comes to light, that the Trustee would be asked to resign.
  - In the case that the Trustee refuses to resign, and it is still considered that the Trustee should be removed from role, this matter will be communicated to the Members of the Hospice. (The Trustees of the Hospice also take on the role and duty of Members, as outlined in the St Raphael's Hospice Articles of Association which states in Article 11.2.b. that 'The Trustees shall be Members by virtue of their appointment as Trustees'). Upon receipt of responses from the Members, a General Meeting will be convened. In accordance with clause 5.6.f of the Articles of Association, the Trustee will then be removed by Ordinary Resolution at a General Meeting after the meeting has invited the views of the Trustee concerned and considered the matter in the light of any such views.
- The Hospice Register of Members and Trustees will be updated, and the Charity Commission and Companies House entries for the Hospice will be updated to communicate that the Trustee is no longer in post.
- In line with the Hospice's commitment to good governance, the matter will also be a subject of reflection by the Chair, Vice-Chair and Clerk to Trustees, along with the Joint CEOs. If this has highlighted any omission or need for change in Board-level processes, such as an update required to the Code of Conduct, this will be made.