



HOOPLE BOARD

Minutes of a meeting of the BOARD OF DIRECTORS OF HOOPLE LTD held via Microsoft Teams on Monday 18th July 2022 at 9.30am

Board Members present:

Cllr David Hitchiner (DH)	Chairman and Non-Executive Director (Herefordshire Council)
Andrew Cottom (AC)	Non-Executive Director (Wye Valley NHS Trust)

Hoople Officers Supporting the Board:

Audrey Clements (AEC)	Chief Operating Officer
Stephen Weller (SW)	Head of Commercial Development
Mark Aldsworth (MA)	Head of Buildings Operations
Simon Mortimore (SM)	Head of IT
Tracey Sampson (TS)	Director of HR & OD (via video link)
Kerry Lawrence (KL)	Company Secretary Support / Minute Taker
Andy Thompson (AT)	Audit Manager, Bishop Fleming (via video link – item 3 only).

Invited:

David Warden (DW)	Associate Director of IM&T- Wye Valley NHS Trust
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1. Apologies

1.1 Apologies were received from Andrew Lovegrove and Andrew McLean.

2. Declarations of Interest

2.1 No declarations of interest were received.

3. Draft Statutory Accounts and Audit Plan 2021/22

3.1 Andy Thompson (AT), Audit Manager was in attendance to present the key findings of the year end audit 21/22.



- 3.2 AT highlighted provisions for the dilapidation of Nelson building, Ridgemoor, Southbank and Rotherwas did not meet the classification of the FRS102 criteria, however noted the value was immaterial. AEC explained that the justification for the provision is that Hoople is vulnerable in terms of not being in control of the buildings it occupies should Hoople need to vacate. Board were agreeable with the provisions made.
- 3.3 In terms of the HC SLA for 22/23, DH confirmed that the council had approved the SLA and it was ready to be signed.
- 3.4 AT sought Board's view in terms of Hoople's status as a going concern due to the current financial environment, inflation and other factors significantly changing. The impact of these changes were discussed and AEC added costs were being closed monitored. Board agreed Hoople remains a going concern.
- 3.5 AEC confirmed there was no post balance sheet events.
- 3.6 AT highlighted the large company requirements and detailed the impact should Hoople meet the threshold for two consecutive years would mean additional disclosures are required in the annual accounts. A further discussion was had and felt that the current size of Hoople allows the company to be agile and able to respond effectively to shareholder requests.
- 3.7 AEC advised that Hoople have sought legal advice in relation to the Hillside lease however Herefordshire Council are considering retaining the lease and allowing Hoople to occupy the premises until completion of capital works on the building until the lease could be confirmed.
- 3.8 AT detailed the three adjustments made to include separating furlough income from salary costs to show as other operating income on the P&L statement. Also an error with the income recognition was corrected with the relevant period however these adjustments were immaterial and deferred tax is not recognised and would be removed for final version. There were 2 minor accruals below the materially threshold, no concerns were raised.
- 3.9 AC sought assurances from audit that number of journals posted was as they would expect to see for Hoople. AT acknowledged they are fairly static year on year, by user and value. It was agreed that AT would do a comparison exercise to other organisations similar to Hoople however it was noted that it would be difficult to get an accurate comparison as there would be differences in assets, systems used, size of finance team etc.
- Action: AT**
- 3.10 A board member queried the use of language around agency staff with Hoople providing many agency staff to its customers. AEC added that Hoople employ very few agency staff and agreed to provide clarification in the narrative.
- Action: AEC/ KL**



3.11 An error was acknowledged under the financial overview section of the strategic report and agreed reference to the pension liability should be removed as it is no longer applicable.

Action: AEC/KL

3.12 AEC confirmed that due to the on-boarding of Lincolnshire, Hoople now have 103 share equity, 3 shares belonging to LCC and 17 shares remain held in treasury. There is no change to the share capital of Herefordshire Council or Wye Valley Trust.

3.13 For continuity, Mr Hitchiner should be replaced with Councillor Hitchiner.

3.14 TS sought clarity from audit in terms of the employee threshold as to whether the agency staff Hoople supply should be included in the threshold. AT explained it was dependable how responsible on Hoople they were. AEC added Hoople mainly supply commercial businesses, schools, predominately HC, Hoople itself has very low numbers of agency staff. It was agreed to update the note in the accounts to separate the agency staff from external to internal.

Action: AEC/KL

3.16 There are few adjustments to make to the accounts and a finalised version would be circulated for final approval.

Action: KL

4. Minutes, Action Sheet and Matters Arising

4.1 The minutes of the meeting held on 28 March 2022 were approved as an accurate recording.

4.2 There were no outstanding actions noted.

5. Finance and Business Update

5.1 The board noted the finance and business update report including the 2022/23 outturn position, the progress to date made by the business and key issues and risks.

5.2 AEC acknowledged that demand on services remains high and staff continue to be under immense pressure across the company, particularly with the latest Government rebate schemes Hoople service. There are a number of activities being arranged to help keep staff morale up and staff are encouraged to take breaks however it is a concern.

5.3 TS advised that the new recruitment system go live date has been delayed due to covid related absence. A revised go-live date would be reported when confirmed.



- 5.4 MA reported that the PROW maintenance services were progressing well and a second operative was recruited to meet service demands. A number of new bridges were installed with more planned.
- 5.5 Cllr Hitchiner acknowledged the revenues staff visit to Hope Scott House and AEC confirmed it was a useful exercise for the team to see the improvements achieved and build some positive relationships with the staff there going forward.
- 5.6 SM highlighted that a number of external compliance audits had been successfully completed for HC, WVT and Hoople and noted the significant amount of work behind those audits.
- 5.7 SW reported that Hoople's CQC registration had been achieved 1st July for services at Hillside, Homefirst, Southbank and Ridgemoor. Currently working with the Quality and Assurance team to ensure quality standards are being met and to work through day to day issues. SW was also pleased to report the recruitment campaign working with WVT has had a positive impact and increased Hoople's care staffing by 13 FTE, however there is still a way to go until full staffing levels are achieved.

6. Forward Plan

- 6.1 Board agreed the forward plan.

7. Any other Business

➤ Communication and Announcements

- 7.1 The Board asked for their thanks and appreciation to be passed onto the team for their hard and the work revenues and benefits are doing.

Action: AEC

