

FREEBRIDGE COMMUNITY HOUSING BOARD

**Minutes of a Meeting of the Board held on
Monday 24 July 2023 at 4.25pm in
“The Barn”, 2 Chapel Lane, King’s Lynn**

PRESENT:

Simon Smith (Vice-Chair in the Chair)
Jo Barrett
Gil Fernandes
Andrew Hill
Anita Jones (Chief Executive)
Gill Rejzl
Jasmine Rigg
Vicky Savage

IN ATTENDANCE:

Anna Simpson	-	Director of Resources & Deputy Chief Executive
Sophie Bates	-	Director of Customer & Communities
Paul Newbold	-	Director of New Homes & Commercial
Dave Seaton	-	Director of Home & Community Maintenance
Angus MacQueen	-	Governance Manager

49/23 APOLOGIES

Apologies for absence were received from Donald McKenzie and Andy Walder.

50/23 DECLARATIONS OF INTEREST

Andrew Hill declared an interest in the discussion at minute number 67/23, in relation to his reappointment to the Board. He withdrew from the room for the duration of the discussion.

51/23 CHAIR’S UPDATE

Confidential item

52/23 IDA 2023 FEEDBACK

Confidential item

53/23 **OPERATING CONTEXT**

The Chief Executive presented a report which sought to support the Board's understanding of the Freebridge operating context at the current time and factors that could impact on its strategic intent in the short/medium/long term.

Key points of the discussion were as follows:

- The Chief Executive said that, since the report had been written, the Social Housing (Regulation) Bill had been enacted. The Leadership Team would be considering carefully how this would impact Freebridge and would report on this to the Board. One aspect would be the introduction of new Consumer Standards.
- The increasing responsibilities of both the Regulator and the Ombudsman, and the crossover between the two, were acknowledged.

[Confidential wording]

The Board noted the report.

54/23 **INDUSTRIAL ACTION**

Confidential item

55/23 **RISK MANAGEMENT**

Confidential item

56/23 Confidential item

57/23 **DEVELOPMENT OF THE NEW ASSET MANAGEMENT STRATEGY**

Confidential item

58/23 **REPORT OF THE CHAIR OF THE TREASURY TASK AND FINISH GROUP**

Andrew Hill, Chair of the Treasury Task and Finish Group, presented the Chair's report of the Task and Finish Group's meetings held on 5 June and 10 July 2023.

[Confidential wording]

The Board noted the report.

59/23 Confidential item

60/23 **PERFORMANCE AND FINANCIAL REPORT QUARTER 1
2023/24**

Confidential item

61/23 **REPORT OF THE CHAIR OF THE AUDIT AND RISK
COMMITTEE**

Gill Rejzl, member of the Audit and Risk Committee, presented, in the absence of the Committee Chair, the Chair's report of the Committee's meeting held on 3 July 2023.

The Board noted that the Committee's recommendations around Risk Management had already been considered (minute number 55/23 above refers), while its recommendations around the Statement of Internal Control and the Financial Statements would be considered under the next two items (minute numbers 62/23 and 63/23 below refer).

Key points of the discussion were as follows:

[Confidential wording]

- The Board requested a report on how the Whistleblowing Policy was implemented. The Chief Executive said that whistleblowing would also be included on the Colleague Forum agenda.
- The Chief Executive advised that "whistleblowing" type reports were made to her. They were not recorded as whistleblowing as they did not follow the formal route.
- [Confidential wording]
- The Chief Executive said that she was working with Independent East on sharing information to help combat fraud.

The Board noted the report.

62/23 **STATEMENT OF INTERNAL CONTROL**

The Director of Resources & Deputy Chief Executive presented a report which detailed the Statement of Internal Control and the Internal Controls Assurance Annual Report 2022/23. The Board also considered the relevant recommendations of the Audit and Risk Committee.

RESOLVED:

- 1) **That the Internal Controls Assurance Annual Report 2022/23 be approved.**

- 2) **That the statement of Internal Control be approved for inclusion in the Financial Statements 2022/23.**

63/23 FINANCIAL STATEMENTS

The Director of Resources & Deputy Chief Executive presented a report which introduced the Association's Financial Statements 2022/23, the External Auditors' Completion Report, and the draft Letter of Representation from the Association to the External Auditors. The Board also considered the relevant recommendations of the Audit and Risk Committee.

Key points of the discussion were as follows:

- [Confidential wording]
- The Chair highlighted that the audit had found no matters of significant concern and thanked the Finance team for their hard work in achieving this.
- The Governance Manager highlighted that the Letter of Representation presented to the Board had had details of individuals' fees and salaries removed, for reasons of confidentiality. These would be included in the version signed by the Chief Executive.

RESOLVED:

- 1) **That the Financial Statements 2022/23 be approved.**
- 2) **That the Audit Completion Report 2022/23 be approved for submission to the Regulator of Social Housing, subject to the inclusion of the outstanding item on the Local Government Pension Scheme.**
- 3) **That the Letter of Representation be approved for signature by the Chief Executive.**

64/23 REPORT OF THE CHAIR OF THE DEVELOPMENT COMMITTEE

Vicky Savage, Chair of the Development Committee, presented the Chair's report of the Committee's meeting held on 26 June 2023.

Key points of the discussion were as follows:

- Vicky Savage said that the Independent Member of the Committee had resigned. Recruitment was now underway both to replace him and also to appoint a further Independent Member, who would have asset management skills in anticipation of the Committee assuming responsibility for this function.

[Confidential wording]

- With regard to the Development Strategy, Vicky Savage stressed that this should be reviewed again after six months, in view of the rapidly changing economic situation.

The Board noted that the Committee's recommendations set out in the report in relation to Development Assumptions and the [Confidential wording] would be considered under subsequent items on the agenda (minute numbers 65/23 and 66/23 below refer).

RESOLVED:

- 1) **That Bridgegate Homes be established at this time purely as a development company which will be the contracting and appointing company for all development related works and professional fees (excluding legal fees) to the Development Committee.**
- 2) **That the implementation of the development company be delegated to the Director of New Homes & Commercial.**
- 3) **That the revised Development Strategy 2021-2026 be approved, subject to a further review after six months.**

65/23 DEVELOPMENT ASSUMPTIONS

The Director of New Homes & Commercial presented a report which reviewed the development assumptions. The Board also considered the recommendations of the Development Committee.

Andrew Hill, as Chair of the Treasury Task and Finish Group, clarified that the Task and Finish Group had considered a methodology for calculating the discount rate; it had not, as was indicated in the report, recommended a figure.

The Director of New Homes & Commercial confirmed that the development programme would be deliverable under the proposed changes to the assumptions. Furthermore, the proposed changes were in line with many other organisations.

RESOLVED: That the following changes be made to the discount rate, discount period and rent inflation:

[Confidential wording]

66/23 Confidential item

67/23 **REPORT OF THE CHAIR OF THE GOVERNANCE AND REMUNERATION COMMITTEE**

Simon Smith, Chair of the Governance and Remuneration Committee, presented the Chair's report of the Committee's meeting held on 19 June 2023.

The Board noted the report and

RESOLVED: That, at the Annual General Meeting (AGM) in September 2023, Andrew Hill be put forward to be reappointed as a Board Member until the AGM in September 2026.

68/23 **ANNUAL GENERAL MEETING**

The Director of Resources & Deputy Chief Executive presented a report which sought approval for the 2023 AGM agenda and the Board's report to the AGM.

[Confidential wording]

RESOLVED:

- 1) **That the AGM agenda and notice of meeting be approved, subject to the inclusion of Mazars as the recommended external auditor.**
- 2) **That the Policy for Admitting New Shareholders and the Board's Report on the Community Empowerment Strategy be appended to the Board of Management Report and Strategic Report as set out in the Financial Statements 2022/23.**

69/23 **MINUTES**

The minutes of the meeting held on 15 May 2023 were confirmed as a correct record and signed by the Chair.

70/23 **MATTERS ARISING/ACTION SHEET**

- **"No Access" Issues (Minute Number 29/23)**

The Director of Home & Community Maintenance advised that he was working to minimise "no access" by improving communications with tenants, both by external contractors and internal teams.

71/23 WORK PROGRAMME

The Board noted its work programme and the meetings timetable for 2024. It was highlighted that Bridgegate Homes Board meetings would need to be added to the meetings timetable.

72/23 EFFECTIVENESS REVIEW OF THE MEETING

The Chair invited comments on the effectiveness of the meeting.

Comments received were as follows:

- The meeting had been well chaired.
- The standard of reports had been high.

73/23 ANY OTHER BUSINESS

(a) Secretary of State Announcements

A Board Member referred to the recent announcement by the Secretary of State on housing delivery and said that this needed to be considered as to how it applied to Freebridge.

(b) Homes England Visit

The Director of New Homes & Commercial advised that a representative of Homes England would be visiting King's Lynn on 18 August 2023.

(c) Away Day Feedback

A Board Member referred to feedback which had been provided by attendees at the Board away day on 12 June 2023. The Chief Executive replied that the feedback had been discussed with the Board Chair. It would be considered further at the Board meeting on 18 September 2023.

(d) Simon Smith

The Chief Executive said that this was Simon Smith's last Board meeting, before he stood down at the AGM on 18 September 2023. She thanked him for his seven years of service and valuable input as a Board Member. Simon Smith responded that it had been a privilege to be part of a values-led organisation and to see the organisation progress. He had enjoyed working with non-executive and executive colleagues at Freebridge.

74/23

NEXT MEETING

The Board noted that its next meeting would be held on Monday 18 September 2023 at 2.00pm (immediately following the AGM).

The meeting closed at 7.30pm.

CHAIR