

FREEBRIDGE BOARD MINUTES AND ASSOCIATED REPORTS

17 OCTOBER 2011

FREEBRIDGE COMMUNITY HOUSING BOARD

**Minutes of a Meeting of the Board held on
Monday 17 October 2011 at 6.30pm in the
Conference Room, Juniper House,
Austin Street, King's Lynn**

PRESENT:

Lesley Bambridge
Matthew Brown
Sylvia Calver
Steve Clark
Irene Gammon
Bill Guyan
Ray Johnson
Paul Leader
Ian Pinches
Colin Sampson

IN ATTENDANCE:

Tony Hall	-	Chief Executive
Sean Kent	-	Executive Director (Resources)
Michelle Playford	-	Assistant Director of Communications and Customer Engagement (minute numbers 163/11 - 170/11)
Angus MacQueen	-	Company Secretary

OBSERVER:

Debby Ounsted	-	Campbell Tickell
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163/11 APPOINTMENT OF BOARD CHAIRMAN AND VICE-CHAIRMAN (click here to go to report)

(a) Introduction

The Company Secretary presented a report which sought to appoint the Board Chairman and Vice-Chairman.

(b) Appointment of Board Chairman

Ray Johnson was proposed and seconded for the position of Board Chairman. There being no other nominations, it was

RESOLVED: That Ray Johnson be appointed Board Chairman until the start of the first Board meeting following the 2012 Annual General Meeting.

(c) Appointment of Board Vice-Chairman

Paul Leader was proposed and seconded for the position of Board Vice-Chairman. There being no other nominations, it was

RESOLVED: That Paul Leader be appointed Board Vice-Chairman until the start of the first Board meeting following the 2012 Annual General Meeting.

164/11 APOLOGIES AND WELCOME

An apology for absence was received from Michael Jervis. The Chairman welcomed Debby Ounsted of Campbell Tickell, who was observing the meeting as part of the Board's annual appraisal process.

165/11 MINUTES

The minutes of the ordinary meeting held on 5 September 2011 and of the special meeting held on 3 October 2011 were confirmed as correct records and signed by the Chairman.

166/11 MATTERS ARISING

(a) Harpley Court Sheltered Scheme (Minute Number 144/11(b))

In relation to the decommissioning of the Harpley Court sheltered scheme, the Chief Executive said that all residents of the scheme had been found alternative accommodation. It was hoped that all of the residents would be moved into their alternative accommodation by Christmas 2011, but this would depend on the completion of improvement works.

The best means of making the Harpley Court property secure while it was empty was now being considered. Efforts would be made to minimise the visual impact of this on those local residents whose homes faced the property.

Options for the future of the site were being assessed. These included both demolition and retention of the property.

Some local residents had expressed concerns about the decommissioning of the site and had contacted their Member of Parliament. He had been kept informed of progress, as had the Parish Council.

(b) Issues Relating to the Executive Team (Minute Number 162/11)

The Chief Executive gave an update in relation to the post of Executive Director (Operations).

167/11 DECLARATIONS OF INTEREST

Steve Clark declared an interest in the item at minute number 178/11 – Appointment of Shareholders – as he was one of the applicants for

shareholding. The Board was content that he should remain in the room during the item, but he did not vote.

It was noted that all board members could be affected by any decision to raise the level of the Loss of Earnings allowance, which would be considered under minute number 172/11 – Board Member Agreement Review.

168/11 CHAIRMAN'S UPDATE

The Chairman gave an update on his activities as Chairman since the last meeting.

As well as weekly meetings with the Chief Executive, the Chairman had attended the following:

- 8 September, e² charity golf day
- 12 and 13 September, National Housing Federation (NHF) Conference in Birmingham
- 15 September, NHF Planning Sub-Committee in London
- 16 September, Housing update (Chartered Institute of Housing) in Cambridge
- 20 September, Freebridge AGM
- 23 September, e² financial overview training in Bury St Edmund's
- 28 September, meeting with Tim Newenham, who would be the guest speaker at the forthcoming Board away weekend
- 3 October, special Board meeting
- 17 October, Board appraisals.

The Chairman also advised of the following events that he would be attending:

- 31 October, Board appraisals
- 4 and 5 November, Board away weekend
- 14 November, Board appraisals
- 25 November, e² Equality and Diversity training
- 28 November, Chief Executive's Appraisal Panel.

169/11 CHIEF EXECUTIVE'S UPDATE

(a) Hillington Square

The Chief Executive said that consultation on the final design for the Hillington Square project had been undertaken. This had included events at King's Lynn Town Hall and at Hillington Square itself. Good media coverage had been achieved. Issues raised during the consultation had included concerns about car parking, the loss of garages and the plans to replace some garages with shop units. The next step was for the Hillington Square Steering Group to consider detailed costings.

The Board asked for its thanks to be passed on to the members of staff who had attended the consultation events, particularly those that had been outside office hours.

(b) Tenant Services Authority (TSA)

The Chief Executive advised that Barbara McLellan, Freebridge's lead regulator at the TSA, would be observing the next Board meeting, on 5 December 2011. She would also be meeting with the Chairman and the Chief Executive on that day. The Executive Director (Resources) would be meeting on a separate occasion with Freebridge's financial analyst at the TSA. This was all part of the TSA's regular monitoring activities.

(c) Quality Social Housing, Real Estate Investment Trust

The Chief Executive reported that it had not been possible to proceed with the Quality Social Housing Real Estate Investment Trust project, as, although similar projects were being pursued in other parts of the country, the Borough Council had been of the view that it did not meet planning guidelines on what constitutes social housing. Freebridge had suggested a local model to the Borough Council and this was being considered.

(d) Amendment to the Localism Bill – Rural Exceptions Sites and the Preserved Right To Buy

The Chief Executive said that Lord Best was seeking an amendment to the Localism Bill on behalf of the NHF, to address a contradiction in the law whereby local authorities could impose a requirement that new build was retained as social housing in perpetuity, whilst stock transfer associations were required to allow transferring tenants the Preserved Right to Buy. This was an issue which Freebridge had raised, and, in advance of discussion with Lord Attlee, Lord Best had contacted Freebridge to request a briefing. The outcome was awaited.

170/11 TENANT EMPOWERMENT SERVICE REVIEW

Confidential item

171/11 SHAREHOLDING POLICY REVIEW (click here to go to report)

The Company Secretary presented a report which reviewed the Shareholding Policy.

RESOLVED: That the Shareholding Policy be approved, as presented.

172/11 **BOARD MEMBER AGREEMENT REVIEW (click here to go to report)**

The Company Secretary presented a report which reviewed the Board Member Agreement, in particular the schedule of board members' expenses and allowances.

A member highlighted that the Minimum Wage had increased, and so the Carer's allowance should be amended accordingly.

RESOLVED:

- 1) That the Board Member Loss of Earnings payment be increased in line with RPI to £52.60 per half day or evening, and that the Board Member Agreement be amended accordingly.
- 2) That the Board Member ICT allowances remain unchanged.
- 3) That the Board Member subsistence allowances remain unchanged.
- 4) That the Board Member carer's allowance be increased to £6.08, to reflect the increase to the Minimum Wage.

173/11 **EMPLOYEE DECLARATIONS OF INTEREST**

Confidential item

174/11 **BOARD APPOINTMENTS (click here to go to report)**

(a) Introduction

The Company Secretary presented a report which sought to appoint the Board's standing committees and make other Board appointments.

(b) Appointment of Committees

The Chairman suggested that the Board should review its committee structure, in light of the recent establishment of the tenant panel and the fact that there was now a more streamlined Board, of 12 rather than 15 members. He would be asking the Board to discuss this at its away weekend on 4-5 November 2011, and requested members to give it some consideration in advance of that event.

RESOLVED: That the Board's standing committees be appointed as follows:

Audit

Lesley Bambridge
Steve Clark
Irene Gammon
Paul Leader

Operations

Matthew Brown
Steve Clark
Bill Guyan
Ian Pinches

Resources and Risk

Matthew Brown
Sylvia Calver
Michael Jervis
Paul Leader

Ian Pinches
Karen Sly (co-opted
member)

Colin Sampson

Ray Johnson (as Board
Chairman)

(c) Appointment of Committee Chairmen and Vice-Chairmen

RESOLVED: That the Chairmen and Vice-Chairmen of the standing committees be appointed as follows:

Audit:	Chairman – Paul Leader Vice-Chairman – Ian Pinches
Operations:	Chairman – Steve Clark Vice-Chairman – Colin Sampson
Resources and Risk:	Chairman – Matthew Brown Vice-Chairman – Michael Jervis

(d) Governance Working Group

RESOLVED: That the Governance Working Group continue to comprise the Board Chairman, Board Vice-Chairman and the Chairman of each of the Board's standing committees, and that it is chaired by the Board Chairman.

(e) Complaints Panel

RESOLVED: That Sylvia Calver, Bill Guyan, Ray Johnson, Paul Leader and Colin Sampson be retained as members of the pool for the Complaints Panel, and that Lesley Bambridge be appointed to the pool.

(f) e² Joint Members Group

As some of the discussions within the e² Joint Members Group had become very technical, Paul Leader and Bill Guyan offered to step down from the Group in favour of board members with directly relevant professional backgrounds.

The Chairman thanked Paul Leader and Bill Guyan for their hard work on behalf of Freebridge as members of the Group over a number of years.

RESOLVED: That Ray Johnson be retained as a Freebridge representative on the e² Joint Members Group, and that Steve Clark and Ian Pinches be appointed to the Group.

(g) Hillington Square Steering Group

RESOLVED: That Irene Gammon and Ray Johnson be retained as the Board's representatives on the Hillington Square Steering Group.

175/11 CONTINUOUS RECORDING (CORE) OF LETTINGS AND SALES 2010/11 (click here to go to report)

The Executive Director (Resources) presented a report which compared lettings in 2010/11 with those in 2009/10, to identify any trends or indicators that could affect the way that Freebridge managed its housing stock.

The Executive Director (Resources) highlighted that the total number of lettings had reduced from 693 in 2009/10 to 465 in 2010/11. However, a detailed analysis of the figures had revealed no significant changes in terms of proportions.

The Board noted the report.

176/11 BLACK & MINORITY ETHNIC (BME) TARGETS (click here to go to report)

The Executive Director (Resources) presented a report which sought to reset the BME target for lettings, governing body membership and staffing.

The Board noted in particular that there had been a significant increase in the number of people on the housing waiting list in King's Lynn and West Norfolk over the past year. In answer to a question, the Chief Executive said that this was unlikely to be the result of people losing their homes, but probably reflected the downturn in turnover and the reduction in Government subsidy for new build. The Board acknowledged that, under this current situation, it was extremely important to ensure that Freebridge made the best possible use of its limited resources and investigated all means of providing more homes.

In answer to questions, officers made the following points:

- Mortgage rescue was being considered. However, it was a very high risk initiative and involved significant expenditure to help very few people. It may be difficult to find a scheme that provided value for money.
- A breakdown of BME lettings by age range was not available at present, but may be in future years as systems developed.
- The figure for total lettings in 2009/10 in this report was different from that in the CORE report, as this report only reflected lettings where ethnicity had been declared, and there was no obligation to declare ethnicity.

RESOLVED: That a new BME lettings target of 11.44% be adopted, to be applied also to staff appointments/promotions and Board membership, and to be reviewed annually.

177/11 MEETINGS TIMETABLE 2012 (click here to go to report)

The Company Secretary presented the proposed timetable of Board, committee and AGM meetings in 2012.

RESOLVED: That the 2012 meetings timetable be approved, as presented.

178/11 APPOINTMENT OF SHAREHOLDERS (report not available – confidential)

The Company Secretary presented a report which requested the Board to consider applications for shareholding.

RESOLVED:

- 1) That the application for tenant shareholding described in the report be approved.
- 2) That Steve Clark be appointed as an independent shareholder.

179/11 URGENT ACTION TAKEN – SIGNING OF DOCUMENTS FOR THE EASTERN PROCUREMENT CONSORTIUM AGREEMENT (report not available – confidential)

The Board noted a request for urgent action that had been approved, to agree to the signing of documents relating to the Eastern Procurement Consortium.

180/11 URGENT ACTION TAKEN – PROVISION OF A TENANCY TO CLOSE RELATIVE OF AN EXISTING EMPLOYEE (report not available – confidential)

The Board noted a request for urgent action that had been approved, to provide a tenancy to a close relative of an existing employee.

181/11 WORK UPDATE (report not available – confidential)

The Company Secretary presented the work update, which included the following:

- Action Sheet
- Future Work Programme of the Board.

The Board noted the update.

182/11 ANY OTHER BUSINESS

There was no other business.

183/11 NEXT MEETING

The Board noted that its next meeting was scheduled for Monday 5 December 2011 at 6.30pm.

The meeting closed at 7.40pm.

CHAIRMAN

Freebridge Community Housing

Report to the Board

Author	Angus MacQueen	Report Type		Impact		
Related Work Ref.		For Decision	√	High	Medium	Low
		For Information		√		
Consultation	All board members, Chief Executive					

Board Meeting Date: 17 October 2011

Report Title: Appointment of the Board Chairman and Vice-Chairman

Purpose: To appoint the Board's Chairman and Vice Chairman.
Policy/Strategy Implications: Freebridge's Rules require the Board Chairman to be appointed at the first Board meeting after the AGM. Freebridge's Standing Orders require the Board Vice-Chairman to be appointed annually.
Financial and VFM Implications: None
Customer Care/Equality and Diversity Implications: None directly arising from this report.
Risk Assessment (cross-reference with Freebridge Risk Map): Risk 1.1 – Failure to Comply with Regulatory and Legislation Requirements – Critical Impact, High Likelihood. It is intended that this report will assist the Board to achieve the regulatory requirement of good governance. Risk 1.4 – Skill Deficiency in Board or Management Team – Critical Impact, High Likelihood. It is intended that board members will be appointed to positions that best fit their skills.
Recommendations: It is recommended that the Board: (i) Appoint the Board's Chairman and Vice-Chairman.

1.0 Appointing the Chairman and Vice-Chairman

- 1.1 The Board is requested to appoint its Chairman and Vice-Chairman for the ensuing year.
- 1.2 It is suggested that, in appointing the Chairman and Vice-Chairman, Board members consider paragraph 2.1 of Standing Order 5, which describes the role and responsibilities of the Chairman, set out below.

The responsibilities of the Board Chairman are to:

- a. ensure the efficient conduct of the Board's business and of the Association's general meetings;*

- b. *ensure that the organisation provides appropriate role profiles and competency frameworks for all Board members;*
- c. *ensure that all Board Members are given the opportunity to express their views, and that appropriate standards of conduct and behaviour are maintained in accordance with the code of conduct approved by the Board;*
- d. *establish a constructive working relationship with, and provide support for, the Association's Chief Executive, and ensure that the Board as a whole acts in partnership with the Executive Directors;*
- e. *ensure that the Board delegates sufficient authority to its Committees, the Chairman, the Association's Chief Executive and others to enable the business of the Association to be carried out effectively between meetings of the Board; and also to ensure that the Board monitors the use of these delegated powers:*
- f. *ensure that the Board receives professional advice when it is needed, either from its staff or from external sources;*
- g. *ensure that the Association follows the recommendations of the National Housing Federation Code of Governance 2009 – "Excellence in Governance – Code for Members";*
- h. *represent the Association as appropriate;*
- i. *take decisions delegated to the Chairman;*
- j. *in consultation with the Resources and Risk Committee, to ensure that proper arrangements are in place to appraise the performance of the Chief Executive and to determine the remuneration of the Chief Executive and Executive Directors;*
- k. *ensure, when necessary, that the Chief Executive is replaced in a timely and orderly fashion;*
- l. *lead on the appraisal process to ensure proper and appropriate arrangements for the overall Board appraisal and that of individual Board members, including the Chairman and Vice-Chairman;*
- m. *implement a succession plan for future Board membership;*
- n. *ensure that the level of any agreed Board member remuneration results from an approved process that minimises the potential for conflicts of interest;*
- o. *ensure that the Board agrees the role of the Vice-Chairman.*

1.3 Furthermore, the Board has previously agreed the role profile of the Board Vice-Chairman as follows:

- a. *To support the Chairman of the Board in his/her role.*

- b. To undertake the role of the Board Chairman in their absence, including the signing of documents.*
- c. To carry out the Board Chairman's appraisal.*

1.4 All Board members have been asked to indicate whether they are intending to put themselves forward for appointment to the positions of Board Chairman or Vice-Chairman. At the time of writing, one Board member has indicated a wish to be considered for the position of Board Chairman, namely the existing Chairman Ray Johnson, whilst one Board member has indicated a wish to be considered for the position of Board Vice-Chairman, namely the existing Vice-Chairman Paul Leader.

1.5 There being a precedent, which resulted in effective appointments, it is suggested that the following process (**a – h**) is followed:

- a. Company Secretary conducts the meeting until Chairman is appointed.***
- b. Board members willing to be considered for the position of Chairman invited to make themselves known to the Board.***
- c. Proposers and seconders invited for those Board members who have declared that they are willing to be considered for the position of Chairman.***
- d. Board members each vote for one candidate by secret ballot.***
- e. Board members invited to select a panel of three Board members who have not been nominated for the position of Chairman (one Independent, one Tenant and one Councillor) to oversee the vote counting.***
- f. Votes counted in the presence of the panel selected at e. above.***
- g. Company Secretary announces result of ballot and newly elected Chairman takes over the meeting immediately.***
- h. Chairman repeats the process described in b – f in respect of the Vice-Chairman appointment.***

If there is only one candidate with a proposer and seconder, that candidate will be appointed to the position and stages d – f will not be required.

In the event of a tied result in respect of the appointment to the position of Chairman at the first attempt, the Company Secretary will move to appoint the Vice-Chairman, who will then re-run the process for the appointment of Chairman.

Author	Angus MacQueen	Report Type		Impact		
Related Work Ref.		For Decision	√	High	Medium	Low
		For Information			√	
Consultation	Chief Executive					

Meeting Date: 17 October 2011

Report Title: Shareholding Policy Review

Purpose: To review the Shareholding Policy.

Policy/Strategy Implications: As set out in the report.

Finance and VFM Implications: None directly arising from this report.

Customer Care/Equality and Diversity Implications: These are considered within the Policy.

Risk Assessment (cross-reference with Freebridge Risk Map):

Risk 1.1 – Failure to Comply with Regulatory and Legislation Requirements – Critical Impact, High Likelihood. It is intended that the contents of this report will help Freebridge to meet the regulatory requirement for good governance arrangements.

Risk 12 – Failure to address equality and diversity issues effectively – Impact Marginal, Likelihood Significant. The undertaking of Equality Impact Assessment will mitigate against this risk.

Recommendations: It is recommended that the Board:

- (i) Approve the Shareholding Policy, as attached.

1.0 Background

1.1 The Shareholding Policy has been reviewed in line with the usual two-yearly cycle for policy reviews.

1.2 As a result of the review, a few changes to the Policy are suggested. These are highlighted at Appendix 1.

1.3 The suggested amendments are generally minor. However, the following two are perhaps worthy of some explanation:

Tenant Shareholding (Section 3.1): It was originally intended to re-advertise shareholding to all tenants on at least an annual basis. In fact, our practice has been to

do this on a quarterly basis, through “Streets Ahead”, and so it is suggested that the Policy is amended to reflect this.

National Housing Federation Code of Governance (Section 3.4): It is suggested that this section is deleted in the interests of avoiding repetition, as the NHF Code of Governance is already mentioned in Section 1.

- 1.4 The revised Policy includes a new action plan, for 2011-2013.
- 1.5 Board members may be interested to know that there were 137 tenant shareholders as at 30 September 2011, as compared to 98 on the same date in 2010.

2.0 Action Plan 2009-2011

- 2.1 Set out below are the actions agreed under the Policy in 2009, together with the outcomes.

Action	Outcome
Undertake Equality Impact Assessment on the Policy as a matter of urgency, reporting back to the Board if any changes to the Policy are required as a result	The Equality Impact Assessment was undertaken and revealed no issues.
Promote tenant shareholding at events/roadshows, etc	Opportunities were taken to promote shareholding at tenant roadshow/open events, and through Streets Ahead.
Contact all shareholders to see whether there are any issues of accessibility/equality and diversity	All shareholders were contacted in summer 2011. Very few responses were received. One couple asked if the seating arrangement for shareholders at AGMs could be adjusted to make it easier for them to hear, and we acted on this at the 2011 AGM. A few shareholders asked for help with transport to AGMs, and we have provided this.
Identify whether the BME lettings target is being met for the recruitment of shareholders and consider actions to address this if it is falling short	As at 30 June 2011, 18.7% of shareholders were from BME communities, which compared favourably with the lettings target of 10.5%. During 2010, for those new tenants with a low level of English, we started supplying information about shareholding in their first language.

Objective 2 – Community Focussed



Policy 2b – Shareholding			
Last Reviewed	Oct 09 <u>11</u>	Next Review	Oct 11 <u>13</u>
Responsible Officer	Chief Executive <u>Company Secretary</u>		

1 Policy Statement

Freebridge Community Housing's ~~(FCH)~~ key policy objectives in respect of the issue of shares are to: -

- involve tenants and various stakeholders in the business of ~~FCH~~Freebridge;
- operate an inclusive, open and transparent shareholder policy in line with tenant promises, ~~FCH – Freebridge~~ Rules, National Housing Federation Code of Governance – ~~good practice~~Good Practice Guidelines and ~~FCH's~~Freebridge's policies on Equal Opportunities & Diversity, ~~Tenant Involvement and The Tenant Compact~~, and Customer Engagement.

2. ~~FCH~~Freebridge's Rules

Part C of ~~FCH's – Freebridge's~~ Rules cover shareholding and should be read in conjunction with this policy. The Rules state that there shall be three classes of shareholder, namely:

- the Tenant shareholders;
- the Independent shareholders; and
- the Council shareholder.

3. Strategy

3.1 Tenant Shareholding

~~FCH~~Freebridge will invite all of its tenants to become shareholders in the organisation in fulfilment of tenant promises and in accordance with its Rules.

New tenants will be invited to become shareholders on completion of their probationary tenancy and the invitation to shareholding for existing tenants will be repeated on ~~an annual~~ a quarterly -basis, through the tenants' newsletter, "Streets Ahead".

3.2 Independent Shareholding

~~FCH Freebridge~~ will invite each of its Independent Board members to become Independent shareholders for as long as they remain on the Board.

3.3 Council Shareholding

The Borough Council of King's Lynn and West Norfolk shall be a corporate shareholder.

~~3.4 National Housing Federation Code of Governance~~

~~The NHF Code of Governance recommends that organisations make the purpose and role of shareholders and the scope of shareholding clear and that there are open and transparent policies for admission to shareholding, considering issues of equality, diversity, and accountability.~~

3.54 Equality and Diversity

Freebridge Community Housing will make every effort to ensure that its shareholding is open and accessible. This could include, but is not exclusively limited to:

- Translating paperwork into other languages, Braille or larger print
- Providing translators/signers at shareholder meetings
- Providing transport to shareholder meetings for those who would otherwise not be able to attend
- Ensuring that shareholder meetings are held in venues accessible to people with disabilities

~~FCH Freebridge~~ will seek to meet the lettings target for Black, Minority and Ethnic (BME), as adopted by the Board, in the recruitment of shareholders.

~~This policy has been subject to an Equality Impact Assessment.~~

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3.65 Accountability

While Tenant Board members and Independent Board members will normally also be shareholders, accountability of the Board to the shareholders can be assured as follows:

- With all ~~FCH Freebridge~~ tenants having being invited to become shareholders, there will be a much wider Tenant shareholding than just the Tenant Board members;
- While the Council has nominated representatives on the Board, it is a shareholder as a corporate body and, as such, is distinct from the Council Board members.

3.76 Nominees of Other Organisations and Employees/Board Members of Other Housing Providers

With the exception of the Borough Council of King's Lynn and West Norfolk, which is a corporate shareholder, all shareholders shall be appointed as individuals, and not as nominees of other organisations.

At the discretion of the Board, shareholding membership shall be open to employees and Board members of other housing associations, providing that, in the opinion of the Board, there is no automatic material conflict of interest. In exercising its discretion, the Board will have regard to:

in respect of another housing association:

- size;
- geographical location;
- aims and objectives, for instance mainstream social housing or special needs;

and, in respect of the individual applying for membership:

- his or her position and influence over decision-making in either association.

All applicants for shareholding shall be requested to declare if they are employees or Board members of any other housing association, including details of the role, both at the time of application and should they assume such a role during their time as a shareholder.

4. Action Plan 2011-2013

Action	Who by?	Timescale
Promote tenant shareholding through Streets Ahead, and where there may be other opportunities, such as at tenant roadshow events	Governance team	ongoing
Contact all shareholders to see whether there are any issues of accessibility/equality and diversity	Company Secretary	Summer 2013
Identify whether the BME lettings target is being met for the recruitment of shareholders and consider actions to address this if it is falling short	Company Secretary	Summer 2013

Author	Angus MacQueen	Report Type		Impact		
Related Work Ref.		For Decision	√	High	Medium	Low
		For Information			√	
Consultation	Chief Executive					

Meeting Date: 17 October 2011

Report Title: Board Member Agreement Review

Purpose: To review the Board Member Agreement.

Policy/Strategy Implications: As set out in the report.

Finance and VFM Implications: None directly arising from this report, other than a recommended minor increase to the Loss of Earnings allowance.

Customer Care/Equality and Diversity Implications: None directly arising from this report.

Risk Assessment (cross-reference with Freebridge Risk Map):

Risk 1.1 – Failure to Comply with Regulatory and Legislation Requirements – Critical Impact, High Likelihood. It is intended that the contents of this report will help Freebridge to meet the regulatory requirement for good governance arrangements.

Recommendations: It is recommended that the Board:

- (i) Agree that the Board Member Loss of Earnings payment is increased in line with RPI to £52.60 per half day or evening, and that the Board Member Agreement is amended accordingly.
- (ii) Agree that the Board Member ICT allowances remain unchanged.
- (iii) Agree that the Board Member Subsistence and Carer's allowances remain unchanged.

1.0 Background

1.1 The Board Member Agreement was approved by the Board in December 2010.

1.2 Since then, the Board has agreed the following amendments to the Board Member Agreement:

- Removal of the requirement in Paragraph 1.3 to declare membership of secret societies (agreed by the Board in March 2011).
- Rewording of Paragraph 1.6, to reflect the Board's adoption of a policy setting out its approach to Section 122 of the Housing and Regeneration Act 2008 (agreed by the Board in April 2011).

- Amendments to Section 4, to specify that the board member mileage rates for private vehicles, carrying passengers, motorcycles and bicycles are set in line with the HM Revenue and Customs rate and will change as and when the HM Revenue and Customs rate changes (agreed by the Board in July 2011).
- Consequent amendment to Section 4, to change the current board member mileage rate from 40p to 45p.

1.3 Although these amendments have been made to the online version, they have not been issued in hard copy to board members to date. It is intended to issue updated hard copies to board members following this meeting.

2.0 Board Member Expenses and Allowances

2.1 Section 4 of the Board Member Agreement sets out the expenses and allowances applicable to board members. Some of these are to be reviewed annually, and these are set out below.

(a) Loss of Earnings Scheme

The Board Member Agreement states that a flat rate payment of £50 per half day and evening will be paid and that, unless decided otherwise by the Board, will be increased annually in line with the Retail Price Index (RPI). The most recent RPI measurement was in August 2011, at 5.2%. It is, therefore, suggested that the flat rate payment should rise by 5.2%, to £52.60.

(b) ICT Allowances

The Board Member Agreement states that, subject to a claim being received, Freebridge will provide a £200 annual allowance towards the cost of hardware and a £250 annual allowance towards the cost of communications equipment for board members who wish to use their own ICT equipment for Freebridge business. The Agreement says that the level of these allowances will be reviewed annually. It is suggested that, as there has been no significant rise in the cost of basic ICT equipment or communications packages, the current levels remain appropriate.

(c) Subsistence and Carer's Allowances

The Board Member Agreement sets out subsistence and carer's allowances that board members are able to claim. These are set as follows:

Subsistence

For an absence exceeding four hours from the normal place of residence, allowances are payable as shown below and according to the appropriate period:

Allowance		£
Breakfast 4+ hours	- ending before 11am	6.24
Lunch	- including noon - 2pm	8.62
Tea	- including 3pm - 6pm	3.40
Dinner	- ending after 7pm	10.67

Carer's Allowance (for child care or a dependant relative)

Minimum wage (locally determined) £5.93 per hour
 (Receipt required. Non payable to Relatives)

These are the same as those available to staff, and it is recommended that they remain unchanged at this time.

3.0 Other Amendments

3.1 No other amendments are currently recommended to the Board Member Agreement. It is suggested that the Agreement is reviewed on an annual basis, to approve any changes in expenses and allowances, and to consider any other amendments that may have become necessary.

Freebridge Community Housing

Report to the Board

Author	Angus MacQueen	Report Type		Impact		
Related Work Ref.		For Decision	√	High	Medium	Low
		For Information			√	
Consultation	Board Chairman, Chief Executive					

Meeting Date: 17 October 2011

Report Title: Board Appointments

Purpose: To appoint the Board's standing committees and make other Board appointments.

Policy/Strategy Implications: None directly arising from this report.

Finance and VFM Implications: None directly arising from this report.

Customer Care/Equality and Diversity Implications: None directly arising from report.

Risk Assessment (cross-reference with FCH Risk Map):

Risk 1.1 – Failure to Comply with Regulatory and Legislation Requirements – Critical Impact, High Likelihood. It is intended that this report will assist the Board to achieve the regulatory requirement of good governance.

Recommendations: It is recommended that the Board:

- (i) Appoint its standing committees as set out in paragraph 1.2 of this report.
- (ii) Appoint the Chairmen and Vice-Chairmen of its standing committees, as set out in paragraph 2.1 of this report.
- (iii) Agree that the Governance Working Group continue to comprise the Board Chairman, Board Vice-Chairman and the Chairmen of each of the Board's standing committees, and that it is chaired by the Board Chairman.
- (iv) Retain Sylvia Calver, Bill Guyan, Ray Johnson, Paul Leader and Colin Sampson as members of the pool for the Complaints Panel, and appoint one more Board member to the pool.
- (v) Appoint three representatives to the e² Joint Members Group.
- (vi) Retain Irene Gammon and Ray Johnson as the Board's representatives on the Hillington Square Steering Group.

1.0 Appointment of Committees

1.1 The Board has three standing committees, established by Standing Order 4, namely Audit, Resources and Risk, and Operations.

1.2 The Chairman has undertaken a review of committee memberships. Having taken into account each board member's skills and experience, and assessed the "best fit" for the organisation, the Chairman is recommending that the Board appoint its standing committees as follows:

Audit

Lesley Bambridge
Steve Clark
Irene Gammon
Paul Leader
Ian Pinches
Karen Sly (co-opted member)

Operations

Matthew Brown
Steve Clark
Bill Guyan
Ian Pinches
Colin Sampson

Resources and Risk

Matthew Brown
Sylvia Calver
Michael Jervis
Ray Johnson (as Board Chairman)
Paul Leader

2.0 Appointment of Committee Chairmen and Vice-Chairmen

2.1 The Chairman has reviewed the positions of Chairman and Vice-Chairman of each committee, and makes the following suggestions:

(a) Audit Committee – Paul Leader (Chairman), Ian Pinches (Vice-Chairman)

It is suggested that Paul continues in the role of Chairman, and that Ian's professional experience will enable him to provide valuable support as Vice-Chairman.

(b) Operations Committee – Steve Clark (Chairman), Colin Sampson (Vice-Chairman)

It is suggested that Steve's professional background makes him ideally placed to succeed Nigel Donohue as Chairman of the Committee, whilst Colin's many years as a councillor will enable him to provide valuable support as Vice-Chairman.

(c) Resources and Risk Committee – Matthew Brown (Chairman), Michael Jervis (Vice-Chairman)

Matthew was recruited a year ago with a view to succession planning for Michael. Matthew has served as Vice-Chairman of this Committee for the past year, and it is suggested that he is now ready to step up to the position of Chairman, supported by Michael as Vice-Chairman.

2.2 As can be seen from 1.2 above, the Chairman is suggesting that the Chairman of each committee also serves as a member of another committee, in the interests of achieving a more collaborative approach.

3.0 Governance Working Group

3.1 The Board has previously resolved that the Governance Working Group comprise the Board Chairman, the Board Vice-Chairman, and the Chairman of each of the standing committees, and that it is chaired by the Board Chairman. It is suggested that this position is maintained.

4.0 Complaints Panel

4.1 The Board maintains a pool of six members to take part in Complaints Panel meetings. Currently, five members of the Board are appointed to the pool, namely Sylvia Calver, Bill Guyan, Ray Johnson, Paul Leader and Colin Sampson; there is a vacancy following the departure of Nigel Donohue. It is suggested that the current membership of the pool is maintained and that the vacancy is filled.

5.0 e² Joint Members Group

5.1 The Board is asked to appoint three members to the e² Joint Members Group

6.0 Hillington Square Steering Group

6.1 Ray Johnson and Irene Gammon currently represent the Board on the Hillington Square Steering Group, and it is suggested that this membership is maintained.

Freebridge Community Housing

Report to the Board

Author	Robert Clarke	Report Type		Impact		
Related Work Ref.		For Decision		High	Medium	Low
		For Information	√		√	
Consultation						

Meeting Date: 17th October 2011

Report Title: Continuous Recording (CORE) of Lettings and Sales for 2010/11

Purpose:

The purpose of this report is to highlight any significant changes to our lettings in 2010/11 and how these compare to lettings in 2009/10, to identify any trends or indicators that could affect the way we manage our housing stock in the future.

The information concentrates on key areas of the business covering, Income Collection, Re-let times, Equality & Diversity and Homelessness.

The report covers both General and Supported Housing needs.

Policy/Strategy Implications:

None immediately

Finance and VFM Implications:

None immediately

Customer Care/Equality and Diversity Implications:

In the coming year we need to ensure we maximise benefit take up for new tenants and underline the importance of maintaining income stream and tenancy sustainment.

We continue to work with the Police, Local Authority and other agencies to ensure we deal effectively with any racial tensions that are brought to our attention. Although we are letting to diverse groups it remains an area where we have had to deal with just a few incidents. This report can be cross-referenced to the Black and Minority Ethnic Board Report (17th October 2011)

Risk Assessment (cross-reference with Freebridge Risk Map):

Risk 2.4 – Poor Void Performance – Critical Impact, Significant Likelihood

Risk 2.5 – Poor Income or Benefit Collection – Critical Impact, Low Likelihood

Risk 2.8 – Ineffective or Insufficient Estate Improvement – Critical Impact, Significant Likelihood

Recommendations: It is recommended that the Board:

- (i) Note the contents of this report.

CORE provides us with statistics of how and whom we let our properties to. These areas range from the type of tenancy we offer new tenants to the reason why the property became vacant in the first instance.

The average re-let times shown in the CORE report for 2010/11 was 12 days which was 2 days under our target of 14 days. This compares to 30 days in 2009/10. The target for 2011/12 is 10 days.

In total there were 465 lets in 2010/11 (693 in 2009/10).

This was made up from 334 lets in General Needs Housing and 131 from Supported Housing.

In particular your attention is drawn to the following;

- **That our customers do not tend to move outside our Local Authority (LA) area with 97% of them moving within the same LA area. This follows previous years' trends.**

We are undertaking an evaluation of why our tenants move out of their properties and particularly looking to understand why our tenants are transferring within our stock. If we can assist our tenants to remain in their properties we will be able to reduce void costs, reduce re-let times and contribute to sustainable communities. We will be evaluating the impact of the Decent Homes Programme and the work carried out on our non traditional properties to ascertain if our tenants remain in their properties longer. Early indicators suggest that our tenants are moving due to overcrowding.

- **There is a still high dependency on housing benefit (General Needs) 67%.**

Despite the dependency on housing benefit it is pleasing to note that the eviction and abandonment rates remain stable alongside our upper quartile rent collection rates. This demonstrates that we have a balanced approach to debt recovery and are working with our customers to sustain their tenancies. It is unlikely that the dependency on housing benefit will change in the foreseeable future and with this in mind we are beginning to evaluate the possible impact of Housing Benefit Reform on our customers with special attention being given to our tenants who will have a reduction in their housing benefit if they are under occupying their property.

The Board will receive an Under Occupation Strategy later this year for consideration.

It will be interesting to see if the Affordable Rents regime affects any of the trends reported by CORE in 2011/12 and if Fixed Term Tenancies will affect trends the following year. We will let our first affordable rent property in October 2011. We are still researching the application of Fixed Term Tenancies and will present a paper on these in due course.

Over the second half of the financial year we will continue to monitor trends to identify issues that could have an adverse affect on our re-let performance. There is nothing significant to note from the CORE report that will change our current procedures.

The CORE reports for General Needs and Supported Housing are available on request.

Freebridge Community Housing

Report to the Board

Author	Sean Kent	Report Type		Impact		
Related Work Ref.		For Decision	√	High	Medium	Low
Equality & Diversity Strategy		For Information			√	
Consultation	Management Team & Borough Council King's Lynn & West Norfolk					

Meeting Date: 17 October 2011

Report Title: Black & Minority Ethnic (BME) Targets

Purpose: To reset BME targets for lettings, governing body membership and staffing.
Policy/Strategy Implications: None Directly
Finance and VFM Implications: None Directly
Customer Care/Equality and Diversity Implications: Part of ensuring our services and governance represent the communities we serve.
Risk Assessment (cross-reference with FCH Risk Map): Risk 1.1 – Failure to Comply with Regulatory and Legislation Requirements – Critical Impact, High Likelihood.
Recommendations: It is recommended that the Board: (i) Adopts a new BME lettings target of 11.44% and reviews this annually

The Tenant Services Authority Regulatory Code required us to set targets for Black and Minority Ethnic (BME) people for lettings and that this is then applied to staff appointments and promotions plus membership of the governing body and tenants organisations.

Although the Regulatory Code has been replaced by the new Regulatory Framework which does not include this specific requirement it is recommended that the Board continues to use and develop this method of monitoring for Equality & Diversity purposes.

The best measure of housing need that the Association can access is the applicants register for home choice. The most recent information from this shows that “As at 20th September 2011 there were 5,872 applicants on the housing register. 561 did not answer the question regarding ethnicity on the application form. Of the 5,311 answering the question, 609 (11.44%) described themselves as something other than ‘White British’. By far the largest section of this 11.44% was those describing themselves as ‘White Other’ 540 (10.18%) predominantly being migrant workers.” Of particular note is that last year the waiting list had 4,748 applicant, so has increased by 23.6% in the last year.

Therefore a BME target for lettings of **11.44%** is proposed for 2011 to replace the previous 2010 target of 10.51%.

The target will not over-ride the requirement to appoint the best qualified person for the role and the Association is not proposing any form of positive discrimination or quota but will need to monitor against this target to ensure that it is not being in any way discriminatory if it fails to achieve it.

Monitoring against last year's target of 11.44% and 2010 of 10.51%, our total lettings data for the year ended March 2011 showed the following:-

Ethnic Group	Lettings 2011		Lettings 2010	
White : British	386	83.00%	526	82.70%
White : Irish	2	17.00% Target 11.44%	3	17.30% Target 10.51%
White : Other	71		100	
Mixed : White & Black African	1		0	
Mixed : Other	3		0	
Asian/Asian British: Other	0		1	
Black/Black British: (Caribbean/African)	2		1	
Black/Black British: Other	0		5	
Chinese/Other:(Chinese & Other)	0		0	
Gypsy/Roman/Irish Traveller	0		0	
Total	465			

This shows 17.00% of our lettings were to BME tenants, where BME is defined as every category except White:British. This is slightly lower than the previous year at 17.30% and above the previous target of 8.15%. There is however a significant variation between our General Needs Lettings at 20.7% and Support Housing at 7.6%.

Looking at the nationality of our lettings we can see that the largest non-UK national groups are:

Nationality	Lettings 2011	%
Lithuania	32	6.9%
Latvia	19	4.1%
Poland	3	0.6%
Estonia	1	0.2%
Romania	2	0.4%
Other EEA	11	2.4%
Any other country	3	0.6%
Total	71	

We also have information about the age profile of applicants, which compare to our lettings for last year as follows:-

Age Range	Lettings 2011		Waiting List	
17-24	87	18.7%	1,016	17.3%
25-59	226	48.6%	3,736	63.6%
60 +	152	32.7%	1,120	19.1%
Total	465		5,872	

This shows that lettings from the 25-59 age group are under-represented while both older and younger tenants are over-represented. This may be due to lighter levels of vulnerability in these groups.

FREEBRIDGE COMMUNITY HOUSING - MEETINGS TIMETABLE 2012

	JAN 2012	FEB 2012	MARCH 2012	APRIL 2012	MAY 2012	JUNE 2012	JULY 2012	AUG 2012	SEPT 2012	OCT 2012	NOV 2012	DEC 2012
Mon	2 Bank Holiday			2			2 Audit Committee		3	1		3
Tue	3			3	1		3		4	2		4
Wed	4	1 Operations Committee		4	2 Operations Committee		4	1	5	3		5
Thu	5	2	1	5	3		5	2	6	4	1	6
Fri	6	3	2	6 Bank Holiday	4	1	6	3	7	5	2	7
Mon	9	6	5 Board	9 Bank Holiday	7 Bank Holiday	4 Bank Holiday	9	6 Resources & Risk Committee	10 Board	8	5 Audit Committee	10 Board
Tue	10	7	6	10	8	5 Bank Holiday	10	7	11	9	6	11
Wed	11	8	7	11	9	6	11	8 Operations Committee	12	10	7 Operations Committee	12
Thu	12	9	8	12	10	7	12	9	13	11	8	13
Fri	13	10	9	13	11	8	13	10	14	12	9	14
Mon	16	13	12	16 Board	14 Resources & Risk Committee	11	16	13	17 AGM	15	12 Resources & Risk Committee	17
Tue	17	14	13	17	15	12	17	14	18	16	13	18
Wed	18	15	14	18	16	13	18	15	19	17	14	19
Thu	19	16	15	19	17	14	19	16	20	18	15	20
Fri	20	17	16	20	18	15	20	17	21	19	16	21
Mon	23 Board	20 Resources & Risk Committee	19	23	21	18	23 Board	20	24	22 Board	19	24
Tue	24	21	20	24	22	19	24	21	25	23	20	25 Bank Holiday
Wed	25	22	21	25	23	20	25	22	26	24	21	26 Bank Holiday
Thu	26	23	22	26	24	21	26	23	27	25	22	27
Fri	27	24	23	27	25	22	27	24	28	26	23	28
Mon	30 Audit Committee	27	26	30 Audit Committee	28 Board	25	30	27 Bank Holiday		29	26	31
Tue	31	28	27		29	26	31	28		30	27	
Wed		29	28		30	27		29		31	28	
Thu			29		31	28		30			29	
Fri			30			29		31			30	

Board - Meetings start at 6.30pm
Resources & Risk Committee - Meetings start at 5.30pm
Operations Committee - Meetings start at 5.30pm
Audit Committee - Meetings start at 3.30pm
AGM - Starts at 6.30pm