

FREEBRIDGE BOARD MINUTES AND ASSOCIATED REPORTS

16 APRIL 2012

FREEBRIDGE COMMUNITY HOUSING BOARD

Minutes of a Meeting of the Board held on Monday 16 April 2012 at 6.30pm in the Conference Room, Juniper House, Austin Street, King's Lynn

PRESENT:

Ray Johnson (Chairman)
Lesley Bambridge
Matthew Brown
Sylvia Calver
Steve Clark
John Fox
Irene Gammon
Bill Guyan
Michael Jervis
Ian Pinches
Colin Sampson

IN ATTENDANCE:

Tony Hall	-	Chief Executive
Sean Kent	-	Executive Director (Resources)
Colin Davison	-	Assistant Director of Property Services (minute numbers 48/12 - 57/12)
Angus MacQueen	-	Company Secretary

48/12 APOLOGIES

An apology for absence was received from Paul Leader.

49/12 MINUTES

Subject to replacing the two references in minute number 46/12(a) to "Provident Street" with "Providence Street", the minutes of the meeting held on 5 March 2012 were confirmed as a correct record and signed by the Chairman.

50/12 MATTERS ARISING

- **Providence Street, King's Lynn (Minute Number 46/12(a))**

In answer to a question, the Chief Executive said that there was nothing further to report at present on the future of the Norfolk County Council-owned community facility at Providence Street, King's Lynn.

51/12 DECLARATIONS OF INTEREST

Tony Hall and Sean Kent declared interests in the item at minute number 60/12 – Senior Management Structure. The Board was content that they should remain in the room during the item.

52/12 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:

- 7 March, Hillington Square Steering Group meeting
- 12 March, Hillington Square Board Briefing
- 16 March, Law Society Dinner at King's Lynn Town Hall
- 26 March, informal meeting with Chief Executive of Orwell Housing Association

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

- April/May, Chief Executive's Appraisal Panel
- 27 April, Freebridge Tenant Awards
- 30 April, open evening for potential board members

53/12 CHIEF EXECUTIVE'S UPDATE

(a) Thornage Rents

The Chief Executive reminded the Board that it had delegated authority to him to finalise the rents for 2012/13 in relation to the 24 properties at Thornage Hall, Holt, for which Freebridge was landlord, subject to reporting back to the Board (minute number 09/12 refers). He reported that the rents had been set with no increase. There had been a service charge increase of just under £5 per week.

(b) Freebridge Sixth Birthday

The Chief Executive referred to the fact that Freebridge had celebrated its sixth birthday on 3 April 2012. He said that he was very pleased and proud at the incredible achievements of the organisation to date and at how the organisation had grown and matured.

(c) Hillington Square

The Chief Executive advised that he had recently received a letter from the local Member of Parliament, Henry Bellingham, expressing support for the Hillington Square project.

Planning permission for the project had been submitted on time, after a last minute concern about the ownership of an unregistered strip of land had been overcome.

There were currently two key issues around the budget for the project. The first related to the water supply, for which it had been decided to increase the specification on pipework to minimise the risk of leaks and bursts. The second was with regard to copper cladding around the estate. This would look good, but would be very expensive; alternatives were being explored. A member highlighted the need to ensure that any copper used had been ethically sourced.

(d) Assets Budget Allocations

The Chief Executive reminded the Board that it had delegated authority to the Executive to make the final allocations within the Assets budgets, subject to a report back to the Board (minute number 33/12 refers). The final allocations had been made and the full schedule had been emailed to all board members. The key issue was a significant reduction in the internals budget, compensated by an increase in the contingencies budget; the overall budget, however, remained the same.

(e) Confidential item

(f) Confidential item

54/12 FIRE SAFETY POLICY (click here to go to report)

The Assistant Director of Property Services presented a report which introduced a Fire Safety Policy.

In answer to a question, the Assistant Director of Property Services said that various people would be appointed as “competent persons” to perform the tasks listed in section 4 of the Policy. Those appointed would be a mixture of people within Freebridge and external contractors, depending on what was most appropriate for each particular task.

RESOLVED: That the Fire Safety Policy be approved as presented.

55/12 NON-TRADITIONAL BUILDING: PROGRESS TO DATE AND FUTURE PROPOSALS IN RELATION TO STRUCTURAL REPAIRS AND THERMAL COMFORT (report not available – confidential)

The Assistant Director of Property Services presented a report which provided an update on progress of work to be carried out to Airey and Tarran properties.

The Board welcomed the progress that was being made, especially the high standard of work that was planned for the properties.

The importance of a good communications strategy was stressed. In particular, the decanting of tenants while work was being carried out on their homes would need to be handled very sensitively.

The Board asked that its thanks be recorded to the Assistant Director of Property Services, the Interim Assistant Director of Assets, the Development Manager and the Project Manager for their hard work in developing these proposals.

RESOLVED: That the approaches set out in the report be endorsed, in particular to progress with the procurement of structural repairs to 30 William Davis properties and 40 ring beam properties in 2012/13.

**56/12 USE OF A CONTRACTOR SUBJECT TO AN EMPLOYEE
DECLARATION OF INTEREST**

Confidential item

**57/12 EMPLOYMENT OF A CLOSE RELATIVE OF AN EXISTING
EMPLOYEE**

Confidential item

**58/12 PROPOSED RULE AMENDMENTS (click here to go to
report)**

The Company Secretary presented a report which put forward amendments to two provisions in Freebridge's Rules.

The Chairman advised that tenant board members had been consulted on these proposals and their feedback had been very supportive.

With regard to the proposal to change the quorum for Board meetings from five members to six, and to remove the need for at least one tenant, one independent and one Council nomination to be present, some concern was expressed that this could lead to decisions being taken at meetings where one group was not represented at all. The Board was of the view, however, that the background of board members was irrelevant, as all were there to work for the good of Freebridge. Furthermore, as short notice board meetings could only be called with the agreement of all board members, it was unlikely that such a scenario would arise.

In answer to a question, the Company Secretary said that consultation on the proposals would be undertaken with the Tenant Panel, the funders and the Borough Council. An article seeking views on the proposal to remove a ballot of all tenants as the method of appointing tenant board members would also appear in the tenants' newsletter, "Streets Ahead", as this would be a departure from the tenant promises. The results of the consultation would be reported back to the Board, along with the drafted Rule amendments, at which point the Board would be asked to consider making a recommendation to this year's Annual General Meeting.

RESOLVED:

- 1) That it is the Board's view that the Rules should stipulate that tenant board member appointments should be made by the shareholders at the Annual General meeting, rather than by elections held amongst the tenants.
- 2) That it is the Board's view that the Rules should stipulate that a quorum for Board meetings is any six members.
- 3) That Freebridge's legal advisers be instructed to draft the necessary Rule changes, for presentation to the Board, subject to stakeholder consultation.

59/12 IMPLEMENTATION OF NEW COMMITTEE STRUCTURE
(click here to go to report)

The Company Secretary presented a report which sought to implement the committee structure agreed in principle by the Board at its meeting on 30 January 2012. The structure included the disbandment of the Operations Committee and the Resources and Risk Committee, and the addition of a few extra Board meetings.

RESOLVED:

- 1) That the amendments to Standing Orders 3 and 4, as attached at Appendix 1 to the report, be approved.
- 2) That minor, consequential amendments to other Standing Orders, Financial Regulations and policies be made as part of the regular review process, and that, in the meantime, any reference within them to the Operations Committee or the Resources and Risk Committee be taken as a reference to the Board, and any reference to the Chairman of the Resources and Risk Committee be taken as a reference to the Lead Member for Resources.
- 3) That Matthew Brown be appointed as the Lead Member for Resources.
- 4) That the Chief Executive's Appraisal Panel be reappointed as the Board Chairman, the Lead Member for Resources and Michael Jervis.
- 5) That the revised meetings timetable, as attached at Appendix 2 to the report, be approved.
- 6) That the Board's revised work programme, as attached at Appendix 3 to the report, be approved.
- 7) That the Governance Working Group be disbanded.

- 8) That the current action sheets of the Operations Committee and the Resources and Risk Committee (as attached at Appendix 4 to the report) be noted, and that outstanding actions be subsumed into the Board's action sheet at its next meeting.

60/12 SENIOR MANAGEMENT STRUCTURE

Confidential item

61/12 DECLARATIONS OF INTEREST UPDATE (click here to go to report)

The Company Secretary presented a report which provided an update made by John Fox to his declaration of interest.

RESOLVED: That the declaration from John Fox be noted and that it be added to the schedule of board member declarations on the Freebridge website.

62/12 PROVISION OF A TENANCY TO AN EXISTING EMPLOYEE

Confidential item

63/12 APPOINTMENT OF SHAREHOLDERS (report not available – confidential)

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

RESOLVED: That the nine applications for tenant shareholding contained in the list at Appendix 1 to the report be approved.

64/12 ANNUAL REVIEW OF THE LOCAL OFFER TO TENANTS (click here to go to report)

The Executive Director (Resources) presented a report which advised of the outcome of the first annual review of the original local offer to tenants, which had been in place since April 2011.

The Executive Director (Resources) said that Management Team was very grateful to the Tenant Panel for its input into this review. A schedule of the Panel's recommendations had been included with the report; Management Team had agreed to implement the large majority of these.

The Board noted the report.

65/12 **URGENT ACTION TAKEN – DEED OF VARIATION TO THE HOMES AND COMMUNITIES AGENCY FRAMEWORK DELIVERY AGREEMENT (click here to go to report)**

The Board noted a request for urgent action that had been approved, to agree to enter into a deed of variation to the Homes and Communities Agency's framework delivery agreement.

66/12 **URGENT ACTION TAKEN – PROVISION OF A TENANCY TO A 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.

67/12 **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.

In answer to a question, the Chief Executive said that the transfer of the almshouses at Clenchwarton to Freebridge was still awaiting Charity Commission approval.

The Board noted the update.

68/12 **ANY OTHER BUSINESS**

(a) Confidential item

(b) Financial Training

Lesley Bambridge reported that she had recently attended a training course on financial skills for board members, provided by the National Housing Federation, and that this had been very useful.

(c) Bulk Purchase of Utilities

In answer to a question, the Chief Executive said that the possibility of purchasing utilities in bulk, with a view to reducing tenants' bills, was being investigated, as was the availability of grants from utility companies. The insulation of properties was also being improved.

(d) Military Covenant

A member suggested that the military covenant which had recently been signed by the Borough Council could produce opportunities for new affordable

housing. The Chief Executive undertook to liaise with the Borough Council on this.

69/12 NEXT MEETING

The Board noted that its next meeting was scheduled for Monday 28 May 2012 at 6.30pm.

The meeting closed at 8.45pm.

CHAIRMAN

Freebridge Community Housing

Report to the Board

Author	Colin Davison	Report Type		Impact		
Related Work Ref.		For Decision	√	High	Medium	Low
		For Information		√		
Consultation	Management Team, Board, Health & Safety Committee, Norfolk Fire & Rescue service.					

Meeting Date: 16 April 2012

Report Title: Fire Safety Policy

Purpose: To present the Fire Safety Policy (attached at Appendix 1).
Policy/Strategy Implications: The Fire Safety Policy is a new policy. It fits with the organisation's Business Plan objectives, Vision and Values and Risk Management Strategy.
Finance and VFM Implications: The policy aims to reduce the cost involved with dealing with the effects of a fire within Freebridge premises.
Customer Care/Equality and Diversity Implications: The needs of internal customers will be met by regular training and monitoring of staff needs to ensure the policy can be met.
Risk Assessment (cross-reference with Freebridge Risk Map): 3.1 Missed opportunities – Marginal Impact, Very Low Likelihood 7.2 Failure in establishing organisational culture – Critical Impact, Significant Likelihood 7.3 Inappropriate organisational image – Marginal Impact, Significant Likelihood 7.5 Failure in internal communication - Marginal Impact, Significant Likelihood 8.10 Deterioration in staff morale - Marginal Impact, Significant Likelihood 12.0 Failure to address Equality and Diversity issues effectively – Marginal Impact, Significant Likelihood
Recommendations: It is recommended that the Board: (i) Approves the Fire Safety Policy, as attached.

Development

1.1 The Fire Safety Policy has been produced to formalise Freebridge's corporate approach to Fire Safety within our premises.

1.2 It aims to focus our approach to Fire Safety, ensuring a fit with our vision and values.

Strategic elements

2.1 The Policy incorporates a number of appropriate elements to ensure that the policy is effectively implemented:

- Regular updates through team meetings and evacuation of premises

- Inspection of premises and accurate recording of actions
- Staff training of Fire Marshalls
- Regular testing of systems and maintenance checks

Consultation

3.1 The Fire Safety Policy has been the subject of consultation with the Health & Safety Committee, Management Team and Norfolk Fire and Rescue service.

Review

4.1 Although the Board has agreed that Freebridge policies are generally to be reviewed every two years, the Fire Safety Policy will need to be reviewed annually, in line with statutory requirements.

Objective 1 – Increasing Satisfaction			
			
Policy – Fire Safety			
Last Reviewed	April 2012	Next Review	April 2013
Responsible Officer	Assistant Director of Property Services		

1. General

Freebridge Community Housing (FCH) as a responsible landlord and employer who take their responsibilities towards fire safety very seriously. This policy has been formulated to help the organisation comply with its legal obligations to tenants, staff and visitors under the Regulatory Reform (Fire Safety) Order 2005 (RRFSO).

We are committed to taking all reasonably practicable steps to ensure the health, safety and welfare of all persons who may be affected by our activities.

This policy is designed to meet the legal requirements of (RRFSO)

- Develop a policy to minimise the risk to human life associated with fire
- Reduce the risk of an outbreak of fire
- Reduce the risk of the spread of fire
- Provide adequate means of escape
- Demonstrate preventive action
- Maintain documentation and records in respect of fire safety management
- This fire safety policy also forms part of the FCH general health and safety policy.

2. The Responsible Person

The Assistant Director of Property Services is designated as the 'responsible person' for fire safety, ensuring the safety of the tenants, staff and visitors to our offices and housing stock.

The responsible person will ensure that competent persons are appointed to carry out Fire Risk Assessments on all Sheltered Schemes, Communal areas, Offices and Property Services buildings.

3. Fire marshals & Wardens

Fire Marshals and wardens are appointed at Juniper House & Property Services, their duties include:-

- Carry out weekly testing of fire alarms
- Making contact with the Fire and Rescue Service in the event of an emergency
- Assist in evacuations.
- Provide essential information to the Fire and Rescue Service
- Carrying out regular inspection tours to ensure sources of ignition are separate from sources of fuel.

4. Competent Persons

FCH will appoint competent persons to carry out the following duties:

- Carry out risk assessments
- Advise Fire Marshals
- Provide training for Fire Marshalls and Wardens
- Analyse effectiveness of fire drills when required
- Test fire extinguishers
- Test emergency lighting

A competent person will only be regarded as competent if they have the appropriate level of training, experience, and knowledge.

5. Documentation & Records

The following information and records will be kept in good order, up to date and available for scrutiny at any time either in hard copy on site or the Intranet under Health & Safety and Fire Safety.

- This fire safety policy (Corporate Intranet)
- Fire evacuation procedures (displayed throughout)
- Copies of all risk Fire assessments (Corporate Intranet)
- Records of all fire training (HR)
- A record of all fire drills (hard copy on site)
- Records of weekly tests of fire alarms, final fire exits (hard copy on site)
- Record of annual inspection and testing of all fire fighting equipment (on site)
- Records of periodic tests of emergency lighting (Open-housing or on site)
- Records of all scheduled and unscheduled maintenance of fire detection and alarm systems (hard copy on site)
- Records of site inspections, risk assessment and maintenance of workplace and electrical equipment (Corporate Intranet)

- Records of any unwanted alarm activations and action taken (hard copy on site)
- Plans of the Buildings (hard copy on site)

6. Duties of the Staff

- All staff are expected to take reasonable steps to ensure that they do not place themselves or others at risk of harm. They are also expected to co-operate fully in complying with any procedures that FCH may introduce as a measure to protect the safety and well-being of Tenants and Visitors.

7. Communication

- FCH will ensure that staff, visitors, contractors and tenants are provided with information relating to fire safety and will consult with employees on all matters relating to this fire safety policy and arrangements.
- We will keep staff and tenants informed of any changes that are made to our fire safety procedures and fire risk assessment. A fire safety briefing will form part of the induction training for new members of staff.
- Information relating to fire safety for tenants will be provided at sign-up and via leaflets or the Freebridge Streets Ahead magazine.
- We will ensure that visitors to our operational sites understand the evacuation procedures and are not left alone unless they are aware of, and familiar with, all available escape routes.

8. Procedures

FCH have introduced the following procedures in order to maintain high standards of fire safety:

- The fire evacuation procedures will be practiced at least twice annually.
- All staff will be provided with training during normal working hours, including a fire safety briefing as part of the induction process, and will receive refresher training as appropriate. Further training would be required if there are any changes that may affect fire safety.
- All escape routes will be maintained in good working order and free from obstruction and combustible materials at all times.
- Fire fighting equipment will be provided. In general this means fire extinguishers but additional provision of fire blankets or hoses may be made where deemed appropriate by the findings of the fire risk assessment.
- All fire related equipment will be regularly serviced and maintained by a competent person or contractor.
- An appropriate fire detection and alarm system will be provided where necessary. The type and extent of the alarm system provided will be based on the requirements of either the "Building Regulations" or the relevant risk assessment.

- Alarm systems will be tested weekly. These tests will be carried out at the same time on the same day of the week.
- Emergency lighting will be provided for escape routes where applicable. The need for and the extent of the system will be determined by the findings of the relevant fire risk assessment.
- The risk of fire spread will be controlled by the provision of fire resisting construction and / or fire/smoke resisting doors. These provisions will be kept in good order as part of our regular maintenance schedule. All staff are required to ensure that any fire door provided remains closed at all times.
- Appropriate signage and notices will be displayed, giving clear instructions to staff and others on what to do in the event of a fire. In addition signage will be provided to indicate the position of fire extinguishers, fire alarm call points and, to indicate the emergency exit routes and the whereabouts of the assembly point.

9. Risk Assessments

- The competent persons shall carry out, record, review and, where applicable, revise Fire Risk Assessments at regular intervals in accordance with (RRFSO). They will also be carried out if there has been any significant change in the physical layout of a building or a change of use.
- The Fire Safety Risk Assessments will take into consideration everyone using the premises, whether they are employees, visitors, contractors, tenants or members of the public. Particular attention will be paid to people who may have a disability or anyone with special needs.
- Heads of department have a duty to identify all hazardous substances and other potential or actual hazards and to make this information available to those who carry out the risk assessments.

A 'five step' approach will be taken as follows:

- Step 1** Identify potential fire hazards in the workplace.
- Step 2** Decide who might be in danger, in the event of a fire, in the workplace or while trying to escape from it, and note their location.
- Step 3** Evaluate the risks arising from the hazards and decide whether the existing fire precautions are adequate or whether more should be done to get rid of the hazard or to control the risks (e.g. by improving the fire precautions).
- Step 4** Record findings and details of the action taken as a result.
- Step 5** Keep the assessment under review and revise when necessary.

This policy will be subject to constant monitoring but will, as a minimum, be formally reviewed annually or in the event of legislative change or an incident which may require significant changes to be made.

Freebridge Community Housing

Report to the Board

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

Meeting Date: 16 April 2012

Report Title: Proposed Rule Amendments

Purpose: To put forward amendments to two provisions in Freebridge's Rules, for the Board's consideration.

Policy/Strategy Implications: The report suggests changes to the Rules. Should these be approved, consequent changes to policy documents would need to be made.

Finance and VFM Implications: Solicitors would need to be engaged to draft the changes to the Rules and take them through the registration process, the total cost of which is likely to be around £400 + VAT.

Customer Care/Equality and Diversity Implications: Allowing the Board to recommend its preferred candidates for tenant board membership to the AGM would give more certainty that the necessary skills and diversity gaps can be filled.

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

Risk 1.1 – Failure to Comply with Regulatory and Legislation Requirements – Critical Impact, High Likelihood. Freebridge has a regulatory requirement to achieve good governance, and any Rule amendment should be considered in light of this.

Recommendations: It is recommended that the Board:

- (i) Agree that the Rules should stipulate that tenant board member appointments should be made by the shareholders at the Annual General meeting, rather than by elections held amongst the tenants.
- (ii) Agree that the Rules should stipulate that a quorum for Board meetings is any six members.
- (iii) Agree that Freebridge's legal advisers are instructed to draft the necessary Rule changes, for presentation to the Board, subject to stakeholder consultation.

1.0 Appointment of Tenant Board Members

1.1 Rules D8.3 and D8.4 read as follows:

D8.3 Prior to each annual general meeting, direct or indirect elections shall be held amongst the tenants living in the association's properties for the number of tenant board members to be appointed thereat.

D8.4 The mode and manner of such elections shall be as the board may from time to time agree subject at all times to compliance with rule D1. The secretary shall announce the results of the elections at each relevant annual general meeting and the tenants so elected shall be duly appointed as tenant board members with effect from the end of such annual general meeting without any further formality.

1.2 For the first few years after transfer in 2006, it was Freebridge's policy for the Tenants of West Norfolk (TOWN) group to nominate candidates for tenant board membership. However, it proved possible on only one occasion (in 2006) for TOWN to nominate a sufficient number of candidates to initiate an election.

1.3 The policy was changed in December 2010, so that tenant board members would be recruited through an open advertisement. This policy was used for the first time in 2011, but even with the change in policy it did not prove possible to identify enough candidates with the required skills to initiate an election.

1.4 When there have not been sufficient candidates to initiate an election (ie every year from 2007 onwards), it has been Freebridge's policy for the Board to appoint the tenant board members, there being no other provision in the Rules. However, a briefing note from the National Housing Federation issued in September 2011 advised that the Financial Services Authority (FSA), with whom Freebridge is registered, has expressed concern at the practice of housing association boards appointing new board members themselves, without involving the shareholders. The FSA has stated:

“The proposition that the Board should essentially elect its own board members is contrary to good governance principles...We would expect each industrial and provident society to provide within its constitution for members to be able to easily exercise control – one of the prime examples being the ability to have a say in who should sit on their society's committee of management or board.”

1.5 It, therefore, seems sensible to address this situation through a change in the Rules. It is suggested that the requirement to hold an election could be removed from the Rules, and replaced with a provision that tenant board member appointments are always referred to the Annual General Meeting for approval. This would require consultation with all tenants, as it would represent a departure from the tenant promises. However, it would bring the method of appointing tenant board members into line with that used to appoint independent board members. It would have the added advantage of enabling the Board to choose its preferred candidates for recommendation to the shareholders, thereby enabling better succession planning and increasing the opportunity to fill skills and diversity gaps.

2.0 Quorum for Board Meetings

2.1 Rule D12.1 reads as follows:

D12.1 Five board members, or half of the board (whichever is lower) shall form a quorum PROVIDED THAT this includes at least one tenant board member, one independent board member and one council board member. The board may determine a higher number.

2.2 The requirement to have at least one member present from each constituent part (tenant, independent and Council) worked well when the Board consisted of five tenants, five independents and five Council nominations. It continued to work when the split of

members was seven-five-three. However, the Board is now made up of five tenants, five independents and two Council nominations, with the result that there is a considerable onus on the attendance of the two Council nominations, to ensure that Board meetings are quorate. The situation is exacerbated by the fact that one of the current Council nominations is not permitted to vote on matters relating to Hillington Square, as she is the ward councillor for the area, and good practice would suggest that she should not be considered as part of the quorum in such circumstances.

- 2.3 It is to the credit of the two current Council-nominated board members that, since May 2011 when their number reduced to two, Freebridge Board meetings have always been quorate, particularly as one of them has been serving as Borough Mayor for the whole of that time!
- 2.4 It is suggested that the quorum for Board meetings should be changed to any six members. This would amount to 50% of the Board and would ensure that at least two of the constituent parts are represented.
- 2.6 This proposal would be subject to the usual stakeholder consultation; in particular, the Borough Council's agreement would need to be obtained.

3.0 Next Steps

- 3.1 Should the Board agree to the suggested Rule amendments, the necessary stakeholder consultation would be undertaken and Trowers and Hamlin, Freebridge's legal advisers on governance issues, would be approached to draft the amendments.
- 3.2 The draft amendments would then be referred to the Board for final approval, for recommendation to this year's AGM.

Freebridge Community Housing

Report to the Board

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

Meeting Date: 16 April 2012

Report Title: Implementation of New Committee Structure

Purpose: To implement the committee structure agreed in principle by the Board at its meeting on 30 January 2012.

Policy/Strategy Implications: The proposals made in this report include changes to policies, Standing Orders and Financial Regulations, in particular Standing Orders 3 and 4. Other than the changes to Standing Orders 3 and 4, the changes that will be required to some of the Standing Orders, to some Financial Regulations and to some Policies will be minor (replacing references to the Operations Committee and the Resources and Risk Committee with references to the Board, and replacing references to the Chairman of the Resources and Risk Committee with references to the Lead Member for Resources). The report suggests that these minor amendments are made as and when the relevant documents undergo a scheduled review.

Finance and VFM Implications: Time and resources will be saved through the net reduction of meetings as a result of the proposals in this report.

Customer Care/Equality and Diversity Implications: It is intended that the proposals in this report will make better use of voluntary board members' time.

Risk Assessment (cross-reference with Freebridge Risk Map): Risk 1.1 – Failure to comply with Regulatory and Legislation requirements – Critical Impact, High Likelihood. This report is intended to improve Freebridge's governance arrangements, and so contribute to compliance with the regulatory requirement to achieve good governance.

Recommendations: It is recommended that the Board:

- (i) Approve the amendments to Standing Orders 3 and 4, as attached at Appendix 1.
- (ii) Agree that minor, consequential amendments to other Standing Orders, Financial Regulations and policies are made as part of the regular review process, and that, in the meantime, any reference within them to the Operations Committee or the Resources and Risk Committee is taken as a reference to the Board, and any reference to the Chairman of the Resources and Risk Committee is taken as a reference to the Lead Member for Resources.
- (iii) Appoint the Lead Member for Resources.
- (iv) Re-appoint the Chief Executive's Appraisal Panel.
- (v) Approve the revised meetings timetable attached at Appendix 2.
- (vi) Approve the Board's revised work programme, as attached at Appendix 3.
- (vii) Agree to the disbandment of the Governance Working Group.

- (viii) Note the current action sheets of the Operations Committee and the Resources and Risk Committee (attached at Appendix 4), and agree that outstanding actions are subsumed into the Board's action sheet at its next meeting.

1.0 Background

- 1.1 At its meeting on 30 January 2012, the Board approved a new committee structure in principle, including the disbandment of the Operations Committee and the Resources and Risk Committee (minute number 18/12 refers). The Board requested that a report be presented to this meeting to enable detailed implementation of the proposal.

2.0 Amendments to Standing Orders, Financial Regulations and Policies

- 2.1 In order to implement the proposal, amendments to Standing Order 3 – Terms of Reference of the Board – and to Standing Order 4 – Standing Committees – are required. The suggested amendments are set out at Appendix 1.
- 2.2 Minor, consequential amendments will be required to other Standing Orders; these will be presented as part of the two-yearly review of Standing Orders due to take place at the Board meeting in July 2012.
- 2.3 Minor, consequential amendments will be required to the Financial Regulations; these will be presented as part of the two-yearly review of Standing Orders due to take place at the Board meeting, in July 2012.
- 2.4 Minor, consequential amendments will be required to a number of the Association's Policies. It is suggested that these are undertaken as and when each Policy is reviewed.
- 2.5 Whilst the documents described in 2.2, 2.3 and 2.4 are awaiting review, it is suggested that any reference within them to the Operations Committee or the Resources and Risk Committee is taken as a reference to the Board, and any reference to the Chairman of the Resources and Risk Committee is taken as a reference to the Lead Member for Resources.

3.0 Lead Member for Resources

- 3.1 One of the suggested amendments to Standing Order 3 would create a Lead Member for Resources. The intention is that this board member would undertake the functions currently performed by the Chairman of the Resources and Risk Committee (other than actually chairing meetings of the Committee). These include chairing the Chief Executive's Appraisal Panel and acting as a consultee on the exercising of pension discretions. It is suggested that this role would most appropriately be assumed by the current Chairman of the Resources and Risk Committee (Matthew Brown).
- 3.2 It is not proposed at present to appoint Lead Members for other areas of the business, as there would be no role for them under our current structure and scheme of delegation. However, this could be revisited at any point in the future should the Board so wish.

4.0 Meetings Timetable

- 4.1 A new meetings timetable has been developed, to take account of the changes, and is attached at Appendix 2. Board meetings have been scheduled slightly more frequently, in view of the Board's additional workload as a result of the demise of the Committees. Nevertheless, a net reduction of six meetings over the course of the year has been achieved.
- 4.2 The new timetable seeks, as far as possible, to avoid meetings in peak holiday periods and to meet governance requirements. These include the scheduling of Board meetings sooner after the end of each quarter, following a finding of the Internal Audit Report on Operational Management Information (November 2011) that the performance information reviewed by the Board is not always timely and up-to-date.

5.0 Work Programmes

- 5.1 The current work programmes of the Operations Committee and the Resources and Risk Committee have been merged into the Board work programme. The new work programme is attached at Appendix 3.
- 5.2 In order to spread the Board's workload more evenly, some items have been put back by one meeting. All deferred items are shown in italics.
- 5.3 In order to reduce the impact on the Board's work programme, the following items previously included on the work programme of either the Operations or the Resources and Risk Committee have not been included on the Board's work programme, for the reasons given below:

Item	Reason not included on the Board's work programme
Hillington Square Update	The Board will receive reports on Hillington Square as and when required.
Service review outcomes	This has been removed as a standing item, but service review outcomes would be reported to the Board as and when necessary.
ICT Strategy Update	The ICT Strategy is agreed by the Board. Its implementation is monitored by Management Team; it is not considered necessary for the Board to undertake this task also.
Significant Events Register Update	The Significant Events Register is monitored by the Audit Committee. Any new entries into the Register would have to be reported to the Board under our Policy.

- 5.4 It is intended to schedule briefings on some occasions when there is a lighter Board meeting agenda. A briefing on the state of the markets has been provisionally scheduled

for the December 2012 meeting. It is also intended to schedule briefings on Equality & Diversity and Health & Safety during the year.

6.0 Working Groups

- 6.1 It is suggested that the Governance Working Group is disbanded, as its work can be taken on by the Board. Should the Board wish at any time in the future, a working group or task and finish group could be set up to consider governance issues, or, indeed, issues around any aspect of business.

7.0 Action Sheets

- 7.1 The action sheets of the Operations Committee and the Resources and Risk Committee are attached at Appendix 4 for the Board's information. Outstanding actions will be subsumed into the Board's action sheet at its next meeting.

8.0 Conclusion

- 8.1 This report seeks to put in place a new, streamlined committee structure. To embrace continuous improvement, it may be that the Board will wish to consider further options for the structure of meetings. For instance, we could look to make time in the meetings schedule for single issue Board meetings, which would allow the Board an opportunity to discuss a key issue in detail, in an informal atmosphere. The Board may also wish to explore whether there are less onerous options for information reporting, so as to create more time to focus on key items. Board members are welcome to raise these and any other ideas as we move forward.

Standing Orders



Standing Order 3 – Terms of Reference of the Board			
Last Reviewed	May 2010 (amended 16/4/11)	Next Review	May 2012
Responsible Officer	Chief Executive		

1 Rule D1

- 1.1 This Standing Order must be read in conjunction with Rule D1. Should there be any area of contradiction between the Standing Order and Rule D1, Rule D1 shall take precedence.

2 Overall Purpose of the Board

- 2.1 The overall purpose of the Board is to oversee and provide guidance in relation to the Association's affairs with executive management responsibility delegated through the Chief Executive.

3 Matters Which May Not Be Delegated by the Board

- 3.1 The Board has the following responsibilities which it cannot delegate:
- define and ensure compliance with the values, vision, mission and strategic objectives of the organisation, ensuring its long-term success;
 - establish a framework for approving strategies, policies and plans to achieve those objectives;
 - satisfy itself as to the integrity of financial information and approve each year's accounts prior to publication, and approve each year's budget and business plan;
 - establish and oversee a framework of delegation and systems of internal control, which are reviewed annually;
 - establish and oversee a framework for the identification, management and reporting of risk, in order to safeguard the assets of the organisation, including an annual risk appraisal exercise;
 - agree or ratify policies and decisions on all matters that might create significant financial or other risk to the organisation, or that raise material issues of principle;
 - monitor the organisation's performance in relation to these strategies, plans, budgets, controls and decisions and also in the light of customer feedback and the performance of comparable organisations;

- establish and monitor a mechanism for communicating and receiving feedback from the organisation's stakeholders and shareholders;
- establish a strong working relationship between the Board and the Executive Directors and Assistant Directors;
- appoint (and if necessary dismiss) the Chief Executive following agreed procedures, and approve his or her salary, benefits and terms of employment;
- approve the salary, benefits and terms of employment of the Executive Director (Resources) and the Executive Director (Operations); [May change to Deputy Chief Executive, depending on Board decision regarding Senior Management Structure.]
- satisfy itself that the organisation's affairs are conducted lawfully and in accordance with generally accepted standards of performance, probity, good practice and regulatory requirements;
- assess how the Association follows the recommendations of the National Housing Federation's Code of Governance 2009 – "Excellence in Governance – Code for Members" and state compliance and non-compliance in the annual review and accounts;
- follow the organisation's constitution in appointing (and, if necessary, removing) the Chairman of the Board;
- expansion of the organisation's operations into new activities or geographic areas (subject to a General Meeting resolution where required by the Rules);
- any decision to cease a material part of the organisation's operations (subject to a General Meeting resolution where required by the Rules);
- changes to corporate structure, including the setting up of subsidiaries (subject to a General Meeting resolution where required by the Rules);
- approval of resolutions to be put forward by the Board at a General Meeting;
- changes to the structure, size and composition of the Board (subject to a General Meeting resolution where required by the Rules);
- approval of committee membership, including committee chairs and committee terms of reference;
- appointments to the boards of subsidiaries or other organisations;
- appointment or removal of any officer of the Board including the Company Secretary;
- overseeing major capital projects;
- ensuring adequate succession planning for Board and Executive Director appointments;
- approval of key policies and strategies, including a code of conduct and expected behaviour;
- any conflicts of interest arising for individual Board members; and

- changes to the schedule of matters reserved for Board decisions.

4. The Board will create a standing Audit Committee, ~~Resources and Risk Committee and Operations Committee, as set out below~~, and may from time to time create other committees, sub-committees or working groups to which it may delegate or refer business for detailed consideration
5. A decision by the Board, or by a Committee with full power to act, shall include the authority to take all necessary consequential action to put that decision into effect, including the affixing of the Association seal to any requisite document.
6. With regard to the appointment of Executive Directors, the Board will determine on each occasion whether it wishes to delegate the appointment to a Committee, or to retain the ability to make the appointment to itself. (This paragraph does not apply to the appointment of the Chief Executive, which cannot be delegated.)
7. The Board will receive reports on a range of performance indicators relating to key issues as shall be agreed by them from time to time.
8. The Board will appoint a board member as the Lead Member for Resources, who will perform functions specified by the Board in relation to finance and human resources or as otherwise determined by the Board.
9. The Board shall establish a panel to undertake the appraisal of the Chief Executive. The panel shall consist of the Lead Member for Resources, the Board Chairman and one other member of the Board. The quorum for its meetings shall be two. It shall have delegated authority to undertake the appraisal and target-setting of the Chief Executive, subject to a report back to the next ordinary meeting of the Board. The panel shall be chaired by the Lead Member for Resources.

Standing Orders



Standing Order 4 – Standing Committees

Last Reviewed	May 2010 (amended 18/10/10 and 16/4/12)	Next Review	May 2012
Responsible Officer	Chief Executive		

1 Introduction

1.1 The implementation and monitoring of the following functions shall be delegated through the Board to the following Committees of the Association and/or to such other committees, sub-committees and Board working parties as shall from time to time be decided. The Board's role thereafter will be to receive periodic reports (as they decide) on the operation of the relevant policy.

1.2 ~~A G~~committees entitled Audit Committee, ~~Resources and Risk Committee, and Operations Committee~~ will be set up. The arrangements in ~~the succeeding paragraphs~~ section 2 indicate the extent of delegation to ~~these~~this committees.

2 Audit Committee

The principal duties and functions of the Committee are:-

- a. to appoint in conjunction with the Board both the external and internal auditors, subject to ratification of the external auditor appointment at the Annual General Meetings of the Association;
- b. to approve the annual audit plan;
- c. to review the annual financial statements before submission to the Board considering:-
 - any material changes in accounting policies and practices

- key assumptions
- material adjustments resulting from the audit
- the quality of the Association 's financial forecasting and budget information
- compliance with accounting standards
- compliance with legal and regulatory requirements
- to discuss problems and reservations arising from any interim and final audit, and any matters the external auditors may want to discuss (in the absence of management if necessary);
- to agree and review the internal audit programme, consider major findings of internal audit investigations and the management's response;

- d. ensure co-operation and co-ordination between internal and external auditors;
- e. advise the Board upon policies and procedures for dealing with fraud and ensure that the Board and the Tenant Services Authority in relevant cases are advised of all cases of fraud or attempted fraud drawn to the Committee's attention;
- f. to keep under constant and at least annual review the effectiveness of internal control systems in conjunction with the Board and responsibility for recommending to the Board the annual statement of internal control;
- g. to review the external auditors' management letters and management's response, and to submit it to the Board for consideration;
- h. to ensure the Association obtains Value for Money from external and internal auditors, receive reports on internal control weaknesses and new risks not identified by audit reviews;
- i. to review the Association's register of detected fraud;
- j. to consider other topics as required.

2.2 The membership of the Committee shall consist of at least four, but not more than six, Board Members.

2.3 Meetings will be held at least three times within any 12-month period. The external or internal auditors or the Association's Executive Director (Resources) may request a meeting if they consider one to be required.

2.4 Unless otherwise specifically determined the Committee will meet in private. Members of the public will not be admitted.

2.5 However, the Committee may meet with the external auditors without any employees or the internal auditors being present.

2.6 Non-committee members may attend and take part in discussions (but not vote) with the approval of the Committee Chairman.

2.7 The Committee is authorised by the Board to investigate any activity within its Terms of Reference. It is authorised to demand any information it needs

from any employee. All employees are required to co-operate with any request made by the Committee.

- 2.8 The Committee is authorised to obtain outside legal or other independent professional advice and to secure the attendance of outsiders with relevant expertise and experience if considered necessary.
- 2.9 The Company Secretary will circulate the minutes of the Committee meetings to all the Board Members. The Board will discuss the work of the Committee once a year, based on a formal report by the Committee's Chairman.
- 2.10 The quorum for a meeting ~~is~~ shall be three.

~~3~~ **Resources and Risk Committee**

~~3.1~~ The Committee is authorised:

- ~~a. to undertake policy/strategy development in the areas of Finance, Risk, ICT, and Human Resources.~~
- ~~b. to monitor the Association's management accounts, key Human Resources statistics, progress against the ICT Strategy, insurance arrangements, and approved list of suppliers and contractors.~~
- ~~c. to analyse the results of benchmarking exercises and make recommendations to the Board as necessary;~~
- ~~d. to take decisions that fall within Policy and budget in the areas of Finance, Risk, ICT, and Human Resources, subject to the provisions of Rule D1 and Standing Order 3.~~
- ~~e. to review and recommend the Association's Financial Plan to the Board.~~
- ~~f. to oversee the annual budget setting process.~~
- ~~g. to review and recommend the Association's budget to the Board.~~
- ~~h. to approve budget transfers in accordance with the delegation set out in the Financial Regulations;~~
- ~~i. to implement and monitor the Association's treasury management policies and practices.~~
- ~~j. to agree, review and monitor the implementation of policies, procedures and risk mapping in respect of risk management so as to minimise and take appropriate action in respect of those risks which will adversely affect the Association's ability to meet its business objectives and deliver services successfully.~~
- ~~k. to review the salary structure and pay levels relating to the Association's Chief Executive, Executive Director (Resources) and Executive Director (Operations) and making recommendations accordingly to the Board, within the overall budgetary allocation for management and employee costs.~~

~~1. to appraise the performance of the Association's Chief Executive (see also 3.7 below).~~

~~3.2 The Committee will meet at least three times within any 12-month period. Unless otherwise specifically determined by the Committee, all Committee meetings will be held in private. Members of the public will not be admitted. Non-committee members may attend and take part in discussions (but not vote) with the approval of the Committee Chairman.~~

~~3.3 The membership of the Committee shall consist of the Chairman of the Board and at least three other Board members, but not more than five other Board members, appointed by the Board.~~

~~3.4 The Committee shall also have power to co-opt no more than two persons, who may be non Board Members, with appropriate skills, experience and standing to assist the Committee in its decision making on the appropriate salary levels of the Association's Chief Executive and Executive Directors. Persons co-opted shall not have voting rights nor shall their number or their presence at a meeting be included in the calculation of a quorum.~~

~~3.5 The Committee shall seek appropriate independent advice to ensure that remuneration levels remain fair and equitable.~~

~~3.6 The quorum for meetings shall be three.~~

~~3.7 The Committee shall establish a Chief Executive's Appraisal Panel. The Panel shall consist of the Committee Chairman, the Board Chairman and one other member of the Board. The quorum for its meetings shall be two. It shall have delegated authority to undertake the appraisal and target-setting of the Chief Executive, subject to a report back to the next ordinary meeting of the Committee. The Panel shall be chaired by the Chairman of the Committee.~~

~~4 Operations Committee~~

~~4.1 The Committee is authorised:~~

~~a. to undertake policy/strategy development in the areas of Housing Management, Customer Satisfaction, Assets, the Improvement Programme, Development and Property Services.~~

~~b. in conjunction with the Board, to monitor performance in the areas of Housing Management, Customer Satisfaction, Assets, the Improvement Programme and Property Services.~~

~~c. in conjunction with the Board, to monitor customer complaints.~~

~~d. to monitor progress of the development programme, subject to decisions about individual development schemes being the responsibility of the Board.~~

~~e. to take decisions that fall within Policy and budget in the areas of Housing Management, Customer Care, Assets, the Improvement Programme, Development and Property Services, subject to the provisions of Rule D1, Standing Order 3 and point d above.~~

~~4.2 The membership of the Committee shall consist of at least four, but not more than six, Board Members.~~

~~4.3 Meetings will be held at least three times within any 12-month period. Unless otherwise specifically determined by the Committee, all Committee meetings will be held in private. Members of the public will not be admitted. Non-committee members may attend and take part in discussions (but not vote) with the approval of the Committee Chairman.~~

~~4.4 The Committee shall have power to co-opt no more than two persons, who may be non Board Members, with appropriate skills, experience and standing to assist the Committee. Persons co-opted shall not have voting rights nor shall their number or their presence at a meeting be included in the calculation of a quorum.~~

~~4.5 The quorum for meetings shall be three.~~

53 Further Directions Applicable to all Committees

5.1 If a Committee meeting does not achieve a quorum, the members present may debate and discuss the issues set out in the notice for the meeting (but for the avoidance of doubt shall not have the power to make decisions) and may record such debate and any recommendations. Any such recommendations may be put to the next meeting of the Board for decision.

5.2 The membership of ~~each~~ any Committee shall be determined by the Board. The Board shall appoint the Chairman and Vice-Chairman of ~~each~~ any Committee.

5.3 All acts and proceedings of any Committee shall be reported to the Board.

5.4 In the case of dispute, the Board's decision shall override that of a committee. The Chairman of the Audit Committee shall have the right to report any such decision to the Association's external auditors (and where necessary to external regulatory bodies), after discussion at a Board meeting about this proposed course of action. The Chairman of the Audit Committee shall have access to paid legal advice from the organisation's appointed or usual legal advisers.

FREEBRIDGE COMMUNITY HOUSING - MEETINGS TIMETABLE 2012/13

	APRIL 2012	MAY 2012	JUNE 2012	JULY 2012	AUG 2012	SEPT 2012	OCT 2012	NOV 2012	DEC 2012	JAN 2013	FEB 2013
Mon	2			2 Audit Committee		3	1		3		
Tue	3	1		3		4	2		4	1 Bank Holiday	
Wed	4	2		4	1	5	3		5	2	
Thu	5	3		5	2	6	4	1	6	3	
Fri	6 Bank Holiday	4	1	6	3	7	5	2	7	4	1
Mon	9 Bank Holiday	7 Bank Holiday	4 Bank Holiday	9 Board	6 Board	10 Board	8 Board	5 Board	10 Board	7	4 Board
Tue	10	8	5 Bank Holiday	10	7	11	9	6	11	8	5
Wed	11	9	6	11	8	12	10	7	12	9	6
Thu	12	10	7	12	9	13	11	8	13	10	7
Fri	13	11	8	13	10	14	12	9	14	11	8
Mon	16 Board	14	11	16	13	17 AGM	15	12 Audit Committee	17	14	11
Tue	17	15	12	17	14	18	16	13	18	15	12
Wed	18	16	13	18	15	19	17	14	19	16	13
Thu	19	17	14	19	16	20	18	15	20	17	14
Fri	20	18	15	20	17	21	19	16	21	18	15
Mon	23	21	18	23	20	24	22	19	24	21	18
Tue	24	22	19	24	21	25	23	20	25 Bank Holiday	22	19
Wed	25	23	20	25	22	26	24	21	26 Bank Holiday	23	20
Thu	26	24	21	26	23	27	25	22	27	24	21
Fri	27	25	22	27	24	28	26	23	28	25	22
Mon	30 Audit Committee	28 Board	25	30	27 Bank Holiday		29	26	31	28 Audit Committee	25
Tue		29	26	31	28		30	27		29	26
Wed		30	27		29		31	28		30	27
Thu		31	28		30			29		31	28
Fri			29		31			30			29

Board - Meetings start at 6.30 pm	Audit Committee - Meetings start at 3.30pm	AGM - Starts at 6.30pm
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FREEBRIDGE COMMUNITY HOUSING

BOARD – 16 APRIL 2012

BOARD WORK PROGRAMME

28 May 2012

Board Member Recruitment
Development at 2 Chapel Lane (Market Testing)
Regulatory and Statistical Return
Appointment of Shareholders (if any applications)
Operations Performance Monitoring
Tender reports (if any)
Quarterly Management Accounts and
Human Resources Performance Indicators
Treasury Management Update
Risk Management Update
Update on development of Financial Plan (if anything to
report)
Monitoring of Agreement with Arts Centre (if anything to
report)
Pension Discretions (if any)
Treasury Strategy for the year to March 2013
Report on Chief Executive's Appraisal
Business Plan Update
Policy Review and Development (including
Communications, incorporating Social Networking,
Community Development, Asset Management,
Procurement, Human Resources)

9 July 2012

Stakeholder and Partner Perception Survey
Tenant Satisfaction Survey
Governance Action Plans Review
Review of Standing Orders
Annual Health and Safety Update
Annual Equality and Diversity in Employment Update
Annual Viability Report
Review of Financial Regulations
Annual Training Update
Insurance Premiums
Appointment of Shareholders (if any applications)
Policy Review and Development (*Aids and Adaptations,*
Employee Handbook, Data Protection, Risk
Management)

6 Aug 2012

Review of Tenant Promises
Internal Controls Review
Annual Accounts
Potential Rule Changes
Board's Report to the AGM

Board Recruitment
Operations Performance Monitoring
Tender reports (if any)
Quarterly Management Accounts and
Human Resources Performance Indicators
Treasury Management Update
Risk Management Update
Update on development of Financial Plan (if anything to
report)
Monitoring of Agreement with Arts Centre (if anything to
report)
Pension Discretions (if any)
Business Plan Update
Appointment of Shareholders (if any applications)
Policy Review and Development

10 Sept 2012

Annual Report to Tenants
Review of Tenant Promises
Tenant Panel Work Programme
Review of Assured Starter Tenancy Regime
Approved List of Suppliers and Contractors
Appointment of Shareholders (if any applications) Policy
Review and Development (including Health and Safety,
*Decant, Anti-Social Behaviour, Harassment and Hate
Crimes, Treasury Management*)

8 Oct 2012

Appointment of Board Chairman and Vice-Chairman
Appointment of Audit Committee, including Chairman and
Vice-Chairman, and other Board appointments
Appointment of Shareholders (if any applications)
Annual Review of Employee Declarations of Interest
Meetings Timetable for 2013
Supporting People Task Group Final Report
Annual Review of BME Target
Annual Core Report
Board Member Agreement Review
Policy Review and Development ((including Board
Member Conduct Issues, Disqualifying Tenants in Breach
of Tenancy Agreement Conditions from Board
Membership, and Significant Events)

5 Nov 2012

Operations Performance Monitoring
Tender reports (if any)
Quarterly Management Accounts and
Human Resources Performance Indicators
Treasury Management Update
Risk Management Update
Monitoring of Agreement with Arts Centre (if anything to
report)
Pension Discretions (if any)

	<p>Financial Plan Update Report on Chief Executive's Appraisal Business Plan Update Appointment of Shareholders (if any applications) Policy Review and Development</p>
10 Dec 2012	<p>Markets Briefing Business Planning Process Appointment of Shareholders (if any applications) Policy Review and Development</p>
4 Feb 2013	<p>Financial Plan Rent Increase Staff Pay Award Executive Remuneration Board Appraisal and Assessment – Outcome Report Board Member Declarations of Interest Board Member Recruitment Operations Performance Monitoring Tender reports (if any) Quarterly Management Accounts and Human Resources Performance Indicators Treasury Management Update Risk Management Update Monitoring of Agreement with Arts Centre (if anything to report) Pension Discretions (if any) Business Plan Update Appointment of Shareholders (if any applications)</p>
Mar 2013	<p>New Business Plan Budget Board Member Recruitment <i>Annual Review of Charitable Activities</i> <i>Employee Satisfaction Survey and Findings</i> <i>Annual Efficiency Statement</i> <i>Benchmarking Update</i> Appointment of Shareholders (if any applications) Policy Review and Development (including <i>Lone Working and Personal Safety, ICT, Customer Care</i>)</p>

KEY

Bold = new item

Italics = slipped item

Orange = items incorporated from the Operations Committee work programme

Green = items incorporated from the Resources and Risk Committee work programme

FREEBRIDGE COMMUNITY HOUSING**OPERATIONS COMMITTEE ACTION SHEET AS AT 4 APRIL 2012**

Minute Number/ Date	Action	Who by?	Deadline	Achieved? Any comments?
O19/11 4/5/11	Arrange stock tour for board and tenant panel members	AE -TH	Autumn 2011	Now intended to arrange stock tour for summer 2012.
O30/11 3/8/11	Produce briefing note for the Board on the two new papers issued by Communities and Local Government department	AE -TH	Asap	Completed – at Board away weekend
O32/11 3/8/11	Arrange tenant consultation on Asset Management Policy	AE -TH	Autumn 2011	Further work is being undertaken on the Asset Management Policy.
O32/11 3/8/11	Refer recommendation re Asset Management Policy to Board	AM	Once tenant consultation is completed	Further work is being undertaken on the Asset Management Policy.
O33/11 3/8/11	Refer recommendation re amendment to Home Ownership Through Right To Buy/Right To Acquire Policy to Board	AM	5/9/11	Completed
O34/11h 3/8/11	Include in future Operations Performance Overview reports comparative data for anti-social behaviour for the same period in the previous year	RC	Summer 2012 (once comparative data has been collected for long enough)	
O34/11i 3/8/11	Consider including in future Operations Performance Overview reports information on compliments, as well as complaints	AE -AH	Asap	Completed

O45/11b & O46/11 2/11/11	Report to the Board on Hillington Square options and Airey properties options appraisal	TH	Asap	Completed – Hillington Square report made to previous Board meeting; Airey properties is included on this agenda.
O45/11d 2/11/11	Circulate to Committee members breakdown of bad debts	TH	Nov 2011	Completed
O45/11d 2/11/11	Pass on Committee's commendation to staff involved in achieving 100% gas servicing	AM	Asap	Completed
O45/11f 2/11/11	In future reports, include breakdown of anti-social behaviour figures	RC	1/2/12 and ongoing	Completed

Shaded items are completed or substantially in progress and will be removed from future action sheets.
Uncompleted items that have slipped from the original timescale are shown in italics.

FREEBRIDGE COMMUNITY HOUSING

RESOURCES AND RISK COMMITTEE ACTION SHEET AS AT 4 APRIL 2012

Minute Number/ Date	Action	Who by?	Deadline	Achieved? Any comments?
R16/11 14/2/11	<i>Incorporate Land Banking Strategy into Asset Management Strategy when the latter is reviewed</i>	<i>AE TH</i>	<i>Dec 2011</i>	<i>Asset Management Strategy review in progress</i>
R35/11 18/5/11	<i>Present Pay Policy to Committee</i> <i>Note for agenda</i>	<i>JW</i> <i>AM</i>	<i>8/8/11 (subject to negotiations with unions)</i>	<i>Oral report to be made to this Board meeting by Chief Executive</i>
R82/11 14/11/11	<i>Consult Committee Chairman on draft Anti-Money Laundering Policy and Procedures</i> <i>Include approval of Policy on Board agenda</i>	<i>MF</i> <i>AM</i>	<i>24/11/11</i> <i>24/11/11</i>	<i>Completed</i>
R05/12b 20/2/12	Report to board members at year-end on reasons for higher number of voids	MF	May 2012	Completed – report sent by email 27/3/12
R05/12c 20/2/12	Include assessment of grant outstanding in future development reports	MF	May 2012 and ongoing	
R05/12 20/2/12	Effect budget transfers from responsive and planned maintenance budgets to cyclical and voids budgets	MF	Asap	Completed
R12/12 20/2/12	Pass on Committee's thanks to team for hard work in preparing the budget	MF	Asap	Completed
R12/12 20/2/12	Refer budget recommendations to Board	AM	5/3/12	Completed
R14/12 20/2/12	Refer Digital Inclusion Policy recommendation to Board	AM	5/3/12	Completed

R15/12 20/2/12	Refer Executive remuneration recommendation to Board	AM	5/3/12	Completed
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Shaded items are completed or substantially in progress and will be removed from future action sheets.
Uncompleted items that have slipped from the original timescale are shown in italics.

Freebridge Community Housing

Report to the Board

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

Meeting Date: 16 April 2012

Report Title: Declarations of Interest Update

Purpose: To advise the Board of an update made by John Fox to his declaration of interest.

Policy/Strategy Implications: Board declarations of interest are made in line with Freebridge's Board Member Agreement.

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

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. Freebridge has a regulatory requirement to achieve good governance. The maintenance of an up-to-date register of board members' interests is an aspect of good governance.

Recommendations: It is recommended that the Board:

- (i) Note the declaration from John Fox and agree that it is referred to in the schedule of board member declarations on the Freebridge website.

1.0 Background

1.1 John Fox has made a declaration that he has accepted an offer of employment with Ingeus at their office in King's Lynn, as a part-time Facilitator and Administrator.

1.2 Ingeus is a Government-funded welfare-to-work provider. Ingeus does have some dealings with Freebridge, in seeking to find employment for its clients; however, Freebridge has never paid Ingeus for its services, nor is it likely to need to do so. Should Freebridge wish to pay for services provided by Ingeus while this declaration is in force, Board approval would be required.

Freebridge Community Housing

Report to the Board

Author	Michelle Playford AD Communications & Engagement and Robert Clarke, AD Housing	Report Type	Impact		
Related Work Ref.		For Decision		High	Medium
		For Information	√		√
Consultation	Tenant Panel, Tenants.				

Meeting Date: 16th April 2012

Report Title: Annual Review of the Local Offer to Tenants

<p>Purpose: To advise the outcome of the first annual review of the original Local Offer to tenants which has been in place since April 2011.</p>
<p>Policy/Strategy Implications: None as a result of this report</p>
<p>Finance and VFM Implications: None as a result of this report</p>
<p>Customer Care/Equality and Diversity Implications: Customer Satisfaction is expected to improve – Key corporate objectives in 2012/13 Business Plan</p>
<p>Risk Assessment (cross-reference with FCH Risk Map): None as a result of this report</p>
<p>Recommendations: It is recommended that the Board</p> <p>(i) Note the contents of this report.</p>

1.0 Background

- 1.1 The Tenant Services Authority (TSA), required all Registered Providers (RP`s) to have developed and have in place a local offer by 1st April 2011. Our local offer was in place for this date and was approved by the Board on 7th March 2011.
- 1.2 Our local offer was defined as: “Services Freebridge Community Housing provide to tenants and leaseholders living in or across a defined area. In providing services we will

ensure the services meet the needs of the community and individual households, and inform residents of the following:

- Standards of Performance i.e. targets and cost of service
- How performance will be monitored, reported to and scrutinised by tenants
- If performance is not met what FCH will do about it
- Arrangements for reviewing local offers”

1.3 Local offers relate to four operational TSA standards:

- Tenant Involvement and Empowerment
- Home
- Tenancy
- Neighbourhood and Community

1.4 As well as the four operational standards identified, two others cover the overarching need for:

- Value for Money
- Governance and Financial viability

2.0 Annual Review

2.1 It was agreed that the local offer would be reviewed on an annual basis. (First review April 2012) and that the review will take into account feedback from the Tenant Panel, the Project Team and tenants via surveys.

2.2 The Tenant Panel carried out a service review of the Local Offer which included interviews with Management Team and with tenants. Based on this service review, the Tenant Panel presented a number of recommendations to improve the Local Offer to the Management Team. The majority of these recommendations were agreed by Management Team as they add value to and improve the Local Offer. The full list of recommendations, and an indication of which recommendations have been agreed, is attached.

3.0 Next Steps

3.1 Review Service Standards in April 2013 taking into account feedback from the Tenant Panel, Project Team and tenants.

RECOMMENDATIONS FOR IMPROVEMENT

RECOMMENDATION	RESPONSE FROM SENIOR MANAGEMENT TEAM	LEAD OFFICER	OTHER OFFICERS	TARGET DATE
<p>Name of document</p> <p>1. Local Offers are to be called 'Service Standards'.</p>	<p>Agreed</p>			
<p>Publising the Service Standards</p> <p>2. Display a copy of the service standards in the reception area.</p> <p>3. Include feedback on how Freebridge is performing against the service standards feedback in 'Streets Ahead'.</p> <p>4. A copy of the service standards should be included with the rent increase letter in March 2012 or with rent statements.</p> <p>5. Include a copy of the service standards in the welcome pack for new tenants.</p> <p>6. Tenancy Visits – harder to reach areas</p> <p>7. Ask the Freebridge Tenants Forum to help promote the service standards in the Tenant Resource Centre and during roadshows.</p> <p>8. Need to state on the back page of the Service Standards that they are available in other languages and formats.</p> <p>9. Make better use of email addresses by sending</p>	<p>Agreed</p> <p>Agreed</p> <p>Disagreed</p> <p>Agreed</p> <p>Agreed</p> <p>Agreed</p> <p>Agreed</p> <p>Agreed</p>			

<p>out a copy of the service standards electronically</p>				
<p>Assessing residents understanding / awareness of the Service Standards</p> <p>10. Add a couple of questions to the Status Survey to assess tenant's awareness and understanding of the Service Standards.</p>	<p>Agreed</p>			
<p>Assessing Staff understanding / awareness of the Service Standards</p> <p>11. Awareness of staff understanding / awareness of service standards should be tested through 1-2-1's and team meetings</p> <p>11. Standards must form part of new staff induction</p>	<p>Agreed</p> <p>Agreed</p>			
<p>Assessing Stakeholders understanding / awareness of the Service Standards</p> <p>12. Include in e-bulletin to stakeholders how Freebridge are meeting the service standards.</p> <p>13. Add feedback on how Freebridge are performing against the service standards as an annual agenda item to the meetings of the Housing Options Group</p>	<p>Disagreed</p> <p>Disagreed</p>			

Freebridge Community Housing

Request for Urgent Action under Standing Order 2 Paragraph 3.1

"Any action of an urgent nature required between meetings of the Board or of a committee with power to act and not within the delegated authority of the Association's Chief Executive (or relevant Executive Director) shall be referred by the Association's Chief Executive (or relevant Executive Director) to the Chairman and one other Board Member of the Board or of the relevant committee for a decision. In these circumstances the decision shall be reported to the next meeting of the relevant Board or committee."

Title: Deed of variation to the HCA Framework Delivery Agreement

Date of request: 27/02/12

Authorisation needed by: 27-02-12

Request initiated by: Tony Hall

Purpose: Approval is sought to seal a Deed of Variation to the Homes and Communities agency (HCA) Framework Delivery Agreement.

Policy/Strategy Implications: There are no new policies created as a result of these decisions

Finance and VFM Implications:

The current financial plan includes grant for future development in line with the successful e2 bid. The 34 properties currently being delivered with the 2008-2011 programme were included in the financial plan at Social rents so if they are let at Affordable Rents this would provide increased capacity in the financial plan.

Customer Care/Equality and Diversity Implications: The approval of the HCA Framework Delivery Agreement will enable Freebridge to deliver 72 new affordable homes over the next three years.

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

- 1.1 Failure to comply with Regulatory and Legislation requirements: Impact: Critical, Likelihood: High
- 3.1 Missed opportunities Impact: Marginal; Likelihood: Very low
- 3.2 Risks of new ventures not properly evaluated: Impact: Critical, Likelihood: Significant

Reason why matter is urgent:

In order that interim payments can be made to other members of the E2 Consortium prior to the 31st March 2012

Consultation:

None

Recommendations: Authority is requested for: Sign and seal a deed of variation to the Homes and Communities Agency Framework Delivery Agreement.

Request detail:

At its meeting on the 5th September 2011 the Board approved a recommendation to sign and seal the Framework Delivery Agreement with the Homes and Communities Agency (HCA). The agreement is required in order to draw down grant funding for new affordable housing.

We are now required to sign and seal a variation to the agreement which will enable the HCA to pay Registered Providers in two tranche payments, rather than completion. All other elements of the agreement remain unchanged.

Referral by:

Chief Executive/ Director	Signature	<i>A. [unclear]</i>
	Date	<i>27th February 2012.</i>

Authorised:

<i>VICE</i> Chairman <i>signed in the absence of the chairman</i>	Signature	<i>[Signature]</i>
	Date	<i>27.2.2012</i>
Board Member	Signature	<i>Wesley Bantock</i>
	Date	<i>27.02.2012</i>

To be reported to Board on 16th April 2012