

FREEBRIDGE COMMUNITY HOUSING BOARD

Minutes of a Meeting of the Board held on Monday 6 November 2017 at 4.35pm in "The Barn", 2 Chapel Lane, King's Lynn

PRESENT:

Andy Walder (Chairman)
Steve Clark
Marie Connell
Tony Hall (Chief Executive)
Marcus Hopkins
Brian Long
Ian Pinches
Pauleen Pratt
Jasmine Rigg
Simon Smith

IN ATTENDANCE:

Alex Dixon	-	Director of Assets and Development
Birgit Lenton	-	Director of Corporate Services and Culture
Dave Marshall	-	Director of Finance and Resources
Jackie Beckett	-	Legal Services Manager (minute number 216/17)
Rob Beiley	-	Trowers and Hamblins (minute number 216/17)
Angus MacQueen	-	Company Secretary

OBSERVER:

Kay Vowles	-	Campbell Tickell
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216/17 NEW LEGAL STRUCTURE – DEVELOPMENT COMPANY

Rob Beiley (Trowers and Hamblins) presented a report which provided the background to the legal issues and governance decisions in relation to the establishment of a development company. The intention of this report was to raise awareness and seek views from the Board, and to then delegate more detailed consideration to the Governance Committee.

[Confidential wording]

217/17 APOLOGIES

There were no apologies for absence.

218/17 **MINUTES**

The minutes of the meeting held on 2 October 2017 were confirmed as a correct record and signed by the Chairman.

219/17 **MATTERS ARISING**

There were no matters arising.

220/17 **ACTION SHEET**

The Chairman took consideration of the action sheet earlier in the meeting that had been previous practice, as it followed on neatly from the minutes of the last meeting. He asked that this item be placed in this position on future Board agendas.

A Board Member highlighted that determining the options for the Plaxtole House site had previously been included on the action sheet, and asked for an update on this. In response, it was explained that this was now being taken forward by the Director of Assets and Development within the development plan.

221/17 **DECLARATIONS OF INTEREST**

Brian Long declared an interest in the item at minute number 216/17 – New Legal Structure: Development Company – as he was a Non-Executive Director of the West Norfolk Housing Company. The Board was content that he remain in the room for the item, but he did not vote.

Pauleen Pratt and Simon Smith declared interests in the item at minute number 224/17 – Board Member Recruitment – as they were candidates for appointment. They withdrew from the room for the item.

222/17 **CHAIRMAN'S UPDATE**

In addition to his usual weekly meetings with the Chief Executive, the Chairman described the following activities that he had undertaken since the last meeting:

- He had attended mentoring sessions with two experienced housing association chairs.
- He had attended a National Housing Federation meeting for housing association chairs in the East of England. This had included discussions around Universal Credit, rent levels, development companies and off-site manufacturing.
- He had attended, with the Chief Executive, a meeting of the e² Joint Members Group.

- He had attended the Governance Committee meeting, which had been preceded by a useful peer review session with Orwell Housing.
- He had conducted Board appraisals.
- He had attended the meeting of the Board Member Recruitment Panel, which had shortlisted applications; five people had been shortlisted from the 24 applications received.

With regard to the Board Member Recruitment Panel, the Chairman advised that Ian Pinches had had to withdraw from the interviews, and asked that any Board Member interested in replacing him let the Company Secretary know.

RESOLVED: That the Chairmen of the Board and the Governance Committee be given delegated authority to approve the appointment of a replacement for Ian Pinches on the Board Member Recruitment Panel.

223/17 MANAGEMENT TEAM UPDATE

A written update from the Management Team had been previously circulated and was noted by the Board.

The written update covered the following issues:

- Work Commencing on the Blockbuster's Site
- Local Housing Allowance Cap
- Supported Housing Government Announcement
- Freebridge Supported Housing Review
- Slight Change to Complaints Panel Procedure
- Business Change

The Board welcomed the Government's announcements that it was no longer planning to cap social rents at the Local Housing Allowance rate and that it was consulting on options for supported housing. The Board acknowledged that the housing sector now needed to take advantage of these concessions and deliver more affordable housing.

224/17 BOARD MEMBER RECRUITMENT

The Company Secretary presented a report which recommended that the two Co-opted Board Members, Pauleen Pratt and Simon Smith, be appointed to the two Independent Board Member vacancies. Both had been recruited with skills to benefit the Board in August 2016, and both had recently completed their annual appraisals with no concerns raised around their performance.

RESOLVED:

- 1) That the appointments of Pauleen Pratt and Simon Smith as Independent Board Members until the 2018 Annual General Meeting be approved.

- 2) That the 2018 Annual General Meeting be recommended to appoint Pauleen Pratt and Simon Smith as Independent Board Members until the Annual General Meeting in 2021.

225/17 BUSINESS PLAN – SECOND QUARTER UPDATE

The Chief Executive presented a report which reviewed progress on the implementation of the Business Plan and in delivering the strategic objectives. The Chief Executive advised that, in future, this report and the Operational Performance report would be combined; both reports supported the Performance Pack which had been circulated with the agenda.

The Board welcomed the way that the progress of the Business Plan was now being reported, but asked for more consistency in the Performance Pack around the reporting against each project. In particular, all projects should have milestones with defined timescales. The Chief Executive said that he would always highlight to the Board any areas of slippage or concern, but acknowledged the need for greater consistency in reporting and agreed to take this forward.

In answer to a question, the Chief Executive stated that, although there had been some issues with sub-contractors on the Hillington Square project, the aim was still that Phase 4 would be completed on time, early in 2018.

The Board noted the report.

**226/17 OPERATIONAL PERFORMANCE – YEAR TO DATE
SEPTEMBER 2017**

Confidential item

227/17 RISK MANAGEMENT AND FRAUD AWARENESS UPDATE

The Director of Finance and Resources presented a report which provided an update on risk management, including the ongoing review of Freebridge's Risk Map, as well as on the service assurance and fraud awareness activities undertaken during the quarter ending 30 September 2017.

The Director of Finance and Resources advised that a report would be presented in January 2018, initially to the Audit Committee, setting out a programme of service assurance, which would include consideration of risk management and risk reporting. The Board requested that risk reporting give a clear and accessible picture of risk management across the organisation.

In answer to a question, the Director of Finance and Resources said that, although Freebridge had been subjected to a significant number of cyber-attacks, recent penetration testing, as reported to the Audit Committee, had shown that Freebridge had robust systems in place to defend against these.

The Board noted the report.

228/17 TREASURY MANAGEMENT AND STRATEGY UPDATE

Confidential item

229/17 TENANT PANEL QUARTERLY UPDATE

The Company Secretary presented a report which provided a quarterly update of the Tenant Panel's work to date.

The Chairman reminded the Board that the next day it had a joint workshop with the Tenant Panel and senior managers, considering the results of the recent Tenant Promises survey.

The Board noted the report.

230/17 UPDATE ON GENERAL DATA PROTECTION LEGISLATION

Confidential item

231/17 PROCUREMENT APPROVALS

Confidential item

232/17 APPOINTMENT OF SHAREHOLDERS

Confidential item

233/17 COMMITTEE MINUTES

Marie Connell, Chairman of the Governance Committee, presented the minutes of the Committee's meeting held on 9 October 2017.

The Chairman said that the peer review session held with Orwell Housing immediately before the Governance Committee meeting had been very successful, and well chaired by the Chairman of the Governance Committee. The Chief Executive was also thanked for his work on preparing the session.

234/17 WORK PROGRAMME

The Board noted its work programme for the ensuing year.

235/17 ANY OTHER BUSINESS

- **Board Strategy Afternoon – 4 December 2017**

The Chairman advised that the Board strategy afternoon on 4 December 2017 would include a session looking at what sort of Board and Management Team were needed to deliver the Business Plan. Paperwork would be sent out in advance.

236/17 NEXT MEETING

The Board noted that its next meeting was scheduled for Monday 8 January 2018 at 4.30pm.

The meeting closed at 6.25pm.

CHAIRMAN