

FREEBRIDGE COMMUNITY HOUSING BOARD

**Minutes of a Meeting of the Board held on
Monday 5 November 2018 at 4.00pm in the
Conference Room, Juniper House,
Austin Street, King's Lynn**

PRESENT:

Steve Clark
Marie Connell
Tony Hall (Chief Executive)
Shelley Lamprell-Josephs
Brian Long
Ian Pinches
Pauleen Pratt
Simon Smith
Richard Spilsbury
Andy Walder

IN ATTENDANCE:

Robert Clarke - Director of Housing
Alex Dixon - Director of Property
Birgit Lenton - Director of Corporate Services and
Culture
Dave Marshall - Director of Finance and Resources
Angus MacQueen - Company Secretary

OBSERVER:

Angela Connolly - Regulator of Social Housing

Company Secretary in the Chair

**130/18 APPOINTMENT OF BOARD CHAIRMAN AND VICE-
CHAIRMAN**

(a) Appointment of Board Chairman

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

Andy Walder was proposed and seconded to continue in the position of Board Chairman. There being no other nominations, it was

RESOLVED: That Andy Walder be appointed Board Chairman until the start of the first Board meeting following the 2019 Annual General Meeting.

Andy Walder in the Chair

(b) Appointment of Board Vice-Chairman

Simon Smith was proposed and seconded to continue in the position of Board Vice-Chairman. There being no other nominations, it was

RESOLVED: That Simon Smith be appointed Board Vice-Chairman until the start of the first Board meeting following the 2019 Annual General Meeting.

131/18 APOLOGIES AND WELCOME

Apologies for absence were received from Marcus Hopkins and Jasmine Rigg.

The Chairman welcomed Angela Connolly of the Regulator of Social Housing, who was observing the meeting as part of the In-Depth Assessment process. Those present introduced themselves.

132/18 MINUTES

The minutes of the meeting held on 23 July 2018 were confirmed as a correct record and signed by the Chairman.

133/18 MATTERS ARISING

(a) Finance Seminars (Minute Number 102/18)

The Chairman highlighted that two finance seminars had been held for Board Members since the last meeting; these had been very informative.

(b) Funding for West Winch Development (Minute Number 102/18)

In answer to a question, the Chief Executive said that no reply had been received to the letter that he and his counterpart at the Borough Council had written to the Chair of Homes England regarding funding for the planned development at West Winch. However, the Borough Council had been successful in a different funding bid and was also pursuing other funding opportunities.

(c) Performance Pack (Minute Number 106/18)

In response to a question, the Director of Finance and Resources said that the amendments requested to the Performance Pack at the last meeting had been incorporated into the Performance Pack being presented to this meeting.

(d) Appointment of External Auditors (Minute Number 107/18)

In answer to a question, it was confirmed that Mazars LLP had been appointed as Freebridge's External Auditors on a three-year contract; this

appointment would need to be ratified on a yearly basis at the Annual General Meeting.

(e) Joint Working with Tenant Panel (Minute Number 120/18)

The Board stressed that it was keen to pursue joint working with the Tenant Panel. The Chief Executive undertook to give this some thought and to propose possible opportunities at the Board's strategy afternoon on 3 December 2018.

134/18 ACTION SHEET

The Board noted the action sheet.

In answer to a question, the Director of Property confirmed that the report commissioned from Savills to provide information on demand and values of outright sale homes in West Norfolk had been received. He would share this with the Board at a future meeting.

[Confidential wording]

135/18 DECLARATIONS OF INTEREST

Andy Walder declared an interest and withdrew from the room during the appointment of the Board Chairman (minute number 130/18(a)).

Simon Smith declared an interest and withdrew from the room during the appointment of the Board Vice-Chairman (minute number 130/18(b)).

Ian Pinches declared an interest and withdrew from the room during the appointment of the Audit Committee Chairman (minute number 147/18).

Marie Connell declared an interest and withdrew from the room during the appointment of the Governance Committee Chairman (minute number 147/18).

Brian Long advised that he would shortly be appointed as Chair of the King's Lynn Internal Drainage Board. It was noted that this declaration was not relevant to this meeting but it would be recorded in the Register of Interests.

136/18 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 been mentoring the newly-appointed Chairman of Bridgegate Homes.
- He had performed the tender opening for the architectural contract for the remainder of the Hillington Square project.

- He had attended the North Lynn Discovery Centre Open Day.
- He had met with the new Chairman of Saffron Housing Trust.
- He had attended, with the Chief Executive, the National Housing Summit; notes of the event had been circulated to the Board.
- He had attended a business event held by Wayne Hemingway on the regeneration of town centres.
- He had sat on two Complaints Panels.

In answer to a point raised by a Board Member, the Chairman and Steve Clark, who were on the Governors' Council at the Queen Elizabeth Hospital, King's Lynn, undertook to ensure that the new Chair of the Hospital Trust was aware of the impact of housing on health and to pursue closer joint working with the Hospital.

137/18 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:

- Risk Management – The Application of Red Flags
- Declarations of Interest Update
- Non-Local Government Pension Scheme Pension and Reward
- Hillington Square Variances
- Business Improvement Strategy
- Mitigation Strategies within Stress Testing the Financial Plan

The Chief Executive apologised that the appendix to the item "Mitigation Strategies within Stress Testing the Financial Plan" had inadvertently been omitted; this item had now been placed on the Board Members' area of the website, and would be deferred until the special Board meeting on 3 December 2018. [Note: At the request of a Board Member in advance of the meeting, discussion on the item "Risk Management – The Application of Red Flags" had also been deferred until the special Board meeting on 3 December 2018.]

In answer questions, the Director of Property advised that the development of the Blockbuster site was likely to be completed by Christmas. There just remained some issues to be resolved in relation to utilities. Interest was being shown in the empty units. The Board welcomed the development, which was at a key gateway location to King's Lynn town centre.

The Board noted the update.

138/18 **PERFORMANCE PACK**

Confidential item

139/18 **DRAFT FIVE-YEAR BUSINESS PLAN 2018–23**

The Chief Executive presented a report which set out the draft Five-Year Business Plan 2018–23. He reminded the Board that the draft Plan had been discussed in detail at its strategy afternoon held on 10 September 2018. He highlighted that, since that session, he had added in resident engagement more specifically, having reflected on the contents of the Housing Green Paper. At the request of the Board, the Plan ran over five years, made connections between strategic vision and annual delivery, and was also more clearly connected to the Financial Plan and the budget than previous Business Plans had been in the past. It would form the framework and starting point for next year’s delivery plan and budget.

The Board welcomed the draft Plan and thanked the Management Team for an excellent piece of work. It was highlighted that it would be useful for communication with tenants, staff, stakeholders and partners. It also presented an opportunity for a joint session with the Tenant Panel.

It was pointed out that there were some gaps in the Plan, particularly in relation to later years. The Board acknowledged that these were areas in which ideas had not yet been developed or discussed with the Board, but requested that, rather than leaving a gap, some wording be included to indicate how the ideas would be developed, for instance “to be discussed at a Board strategy afternoon”.

It was highlighted that the draft Plan included the aspiration ultimately to move to a unitary Board. The Chairman said that this would be a matter for detailed discussion by the Governance Committee, but he was happy with the current composition and skills-mix on the Board and did not envisage this changing until 2020/21. A Board Member referred to the wording in the draft Plan which said, “There are still two Council representatives on the Board...” The word “still” could be interpreted as disparaging to the Council representatives. The Chief Executive apologised and stressed that this had not been his intention; he undertook to remove the word.

The Board noted that it would be presented with the draft Plan again as part of the 2019/20 business planning process.

RESOLVED: That the revised draft Five-Year Business Plan 2018–23 be approved, subject to the amendments described above.

140/18 **DEVELOPMENT PLAN 2018–25**

The Director of Property presented the Development Plan 2018-25. He pointed out that Appendix 1 to the Plan set out the current pipeline sites; these were evolving and so the Appendix would be subject to change.

In answer to a question, the Director of Finance and Resources said that the Plan reflected the Board's appetite for development, established in the "Housing Market Game" held at the December 2017 strategy afternoon. It also reflected the Financial Capacity Review and the Financial Plan. Although development tailed off in the final year of the seven-year Plan, it was anticipated that this would be revisited as the Plan progressed.

The Board stressed the importance of working closely with the Borough Council on development. The Council had its own development programme, and working together would produce economies of scale and enable more homes to be built. Much of the available land in the Borough was Council-owned. The Council's Housing Needs team should also be kept informed as and when development projects were initiated. The Director of Property confirmed that his team liaised with the Council on a regular basis.

The Board observed that decisions to invest in sites would sit with Freebridge rather than the Bridgegate Homes Board. The Bridgegate Homes Board should be given a clear steer when overseeing developments that Freebridge wished to build communities and not just houses.

The Board welcomed the Plan and confirmed that 537 new homes over five years met its aspirations and ambitions. The Board confirmed that the Plan supported the Freebridge objectives, Business Plan, vision, mission and values. It was noted that, while the Plan set out a framework, individual development schemes would require separate approval.

RESOLVED: That the Development Plan 2018-25 be approved, as presented.

141/18 FUNDING OPTIONS – RBS

Confidential item

142/18 PROCUREMENT APPROVALS

Confidential item

143/18 FINANCIAL REGULATIONS UPDATE 2018

The Director of Finance and Resources presented a report which reviewed the Financial Regulations and included associated amendments to the Standing Orders.

The Director of Finance and Resources highlighted that the review included key changes around procurement. Increased delegation to the members of the Management Team was proposed; this reflected the increasing level of financial maturity within the organisation and would be crucial to the delivery of the Procurement Strategy agreed by the Board at its meeting on 23 July 2018. He stressed that approval of development schemes was not included in the changes; the delegation in respect of these was covered separately in Standing Order 13.

A Board Member pointed out that the revised Financial Regulations continued to contain references to the Homes and Communities Agency, which was now defunct. The Director of Finance and Resources undertook to ensure that these references were changed.

A Board Member referred to the increased delegated authority that was being proposed for Leader Managers to be able to enter into contracts, and stressed that Service Directors should remain accountable for expenditure. The Director of Finance and Resources responded that the proposed changes were to enable Leader Managers to enter into contracts only with the same value as expenditure levels that they were already permitted to exercise within the Financial Regulations.

It was acknowledged that United Kingdom procurement rules might change following the exit from the European Union. In these circumstances, the Financial Regulations would need to be amended accordingly.

RESOLVED:

- 1) That the suggested changes to the Financial Regulations be approved, subject to amending references to the Homes and Communities Agency.
- 2) That the suggested change to Standing Order 12 be approved.
- 3) That the suggested changes to Standing Orders 8,9,10 and 11 be approved.

144/18 PROCUREMENT ONE-YEAR AND FIVE-YEAR PLAN

The Director of Finance and Resources presented a report which sought to bring Freebridge Official Journal of the European Union (OJEU) procurement onto a planned footing. Two categories of OJEU procurement were not included in the report: that related to the Hillington Square project which was being reported separately to the Board and that related to development which was covered under the delegations in Standing Order 13. A one-year plan, for 2019/20 was presented for approval, and a five-year plan for information.

In answer to a question, the Director of Finance and Resources confirmed that there were sufficient resources in place to deliver the planned procurement; this included the recent appointment of a Procurement Manager.

Board Members stressed the importance of not rushing procurement and also suggested staggering contracts so that they did not all become due for retendering at the same time.

RESOLVED:

- 1) That the one-year procurement plan for 2019/20 be approved.

- 2) That authority be delegated to Management Team to deliver the plan to or within the maximum contract value and duration listed and apply noted potential contract extensions when appropriate.

145/18 ANNUAL INCOME REPORT 2019/20

Confidential item

146/18 GOVERNANCE COMMITTEE RECOMMENDATION

The Board considered the recommendation of the Governance Committee meeting held on 8 October 2018.

RESOLVED: That the Intragroup Agreement and the Service Level Agreement with Bridgegate Homes be approved.

147/18 BOARD APPOINTMENTS

The Board considered a report which sought to undertake the annual process of making Board appointments for the ensuing year.

The Chairman had previously circulated a sheet of recommendations, and these were agreed.

RESOLVED: That the annual Board appointments be made as follows:

Audit Committee: Ian Pinches (Chairman), Steve Clark (Vice-Chairman), Brian Long, Jasmine Rigg, Richard Spilsbury

Governance Committee: Marie Connell (Chairman), Pauleen Pratt (Vice-Chairman), Andy Walder (as Board Chairman), Simon Smith

Queen Elizabeth Hospital Governors' Council: Andy Walder

148/18 PROVISION OF A GARAGE TENANCY TO AN EXISTING FREEBRIDGE EMPLOYEE

The Board considered a report which sought approval for a Freebridge employee to take on a tenancy of a Freebridge garage.

RESOLVED: That the provision of the garage tenancy to an existing Freebridge employee, as described in the report, be approved.

149/18 REVISED PLACESHAPING STRATEGY

The Director of Housing presented a report which provided for discussion the latest draft of the Placeshaping Strategy.

The Board welcomed this latest draft of the Strategy, but requested that criteria for selecting projects and measures for success be included in the final

version. The Director of Housing added that the Board would be receiving an annual placeshaping report, which would include evaluation of success for all placeshaping initiatives.

In answer to a question, the Director of Housing said that wide consultation was undertaken with tenants on initiatives, including involving partners, as had been evidenced with the proposals for the Discovery Centre.

The Board noted the draft Strategy and that the final version would be presented for approval at its next meeting.

150/18 DRAFT PEOPLE STRATEGY

The Director of Corporate Services and Culture presented a report which provided for discussion the draft People Strategy.

The Board welcomed the draft Strategy, and Board Members gave the following input:

- More should be included on staff development.
- Succession planning at all levels of the organisation should be included.
- It was people, rather than the People Strategy, which would define the culture of the organisation.
- It was important that coaching continued to be used as a key management technique, albeit not necessarily through formal coaching sessions.
- It should be made clearer that diversity was about more than just being “fair and equal”.
- Supporting staff facing issues outside work should be included.
- Generational differences should be included.

The Board noted the draft Strategy and that the final version would be presented for approval at its next meeting.

151/18 FIRE AT 22 LOSINGA ROAD, KING’S LYNN

Confidential item

152/18 APPOINTMENT OF A SHAREHOLDER

The Board noted a report which listed an application to become a shareholder that had been approved.

153/18 URGENT ACTIONS TAKEN

The Board noted the following requests for urgent action that had been approved:

- Bridgegate Homes Board Appointments
- Rule Amendment – Written Resolutions
- Agreement to Extend Window and Door Supply Contract
- Acquisition of Land
- Request to Waive Rural Covenant

154/18 COMMITTEE MINUTES

The Board received the minutes of the Governance Committee meeting held on 8 October 2018, of the Bridgegate Homes Board meeting held on 9 October 2018, and of the Audit Committee meeting held on 15 October 2018. The relevant Chairman highlighted the key points of each meeting.

155/18 FUTURE WORK PROGRAMME OF THE BOARD

The Board noted its work programme for the ensuing year.

156/18 ANY OTHER BUSINESS

• Board Appraisals

The Chairman reminded Board Members that he would shortly be conducting their individual appraisals. He asked Board Members to come to their appraisals prepared to discuss their objectives, their personal development needs, and how they had demonstrated the Freebridge values.

157/18 NEXT MEETING

The Board noted that its next meeting was scheduled for Monday 4 February 2019 at 4.30pm. The Board's next strategy afternoon would be held on Monday 3 December 2018 at 12noon, in the North Lynn Discovery Centre. Topics for the strategy afternoon would include Board effectiveness review, Communications Strategy, Customer Care Strategy (including digital) and risk management.

The meeting closed at 7.50pm, having resolved to continue to sit after two hours.

CHAIRMAN