

NEWARK AND SHERWOOD HOMES

Minutes of the Meeting of **THE BOARD OF NEWARK AND SHERWOOD HOMES** held on Thursday 10 November 2005 at 5.00pm in the Lady Chapel, Kelham Hall.

Present: Miss M Butler (Chair)
Councillor Mrs G Dawn (Vice-Chair) (*for part of the meeting*)

Councillor Mrs N A Armstrong
Councillor Mr J E Benson
Mrs K Chaffe
Mr A Fell
Mrs G Hughes
Mr D Nixon (*for part of the meeting*)
Mr G Parkinson
Councillor Mrs C Rose
Mrs P Taylor

Officers in Attendance: Mrs R Rance (Chief Executive)
Mr A Treweek (Technical Director)
Mrs S Whitling (Finance & Corporate Services Director)
Mrs M Proud (Head of Human Resources)
Mrs S Parker (Housing Service Development Manager)

1. **APOLOGIES FOR ABSENCE**

Apologies for absence were received from Mr R Ainger and Cllr Mr K Fletcher.

2. **APPOINTMENT OF CHAIR AND VICE CHAIR OF THE BOARD**

The Report of the Company Secretary detailed that under the Company's Constitution at the first Board Meeting following each AGM that Directors of the Board shall appoint a Chair of the Board and that a Vice-Chair to action in the absence of the Chair may also be appointed.

Nominations for the Chair were requested by the Company Secretary.

Mary Butler was the sole nomination. Voting was by show of hands and the vote was unanimous.

The Company Secretary requested nominations for the position of Vice Chairman of the Board.

Gill Dawn was the sole nomination. Voting was by a show of hands and the vote was unanimous.

AGREED (unanimously) that:

- (a) Mary Butler be appointed as Chair of the Board.
- (b) Gill Dawn be appointed as Vice-Chair of the Board.

3. **APPOINTMENT OF DIRECTOR OF THE BOARD-CASUAL VACANCY**

The Board considered the report of the Chief Executive advising that the Federation of Tenants and Residents Associations had not nominated a new Tenant Director of the Board to fill the casual vacancy within the three-month period of the Company's request.

The Constitution gives the Board power to appoint under these circumstances. The Board considered the appointment of Derek Green, the candidate not successful in the annual election, for the casual vacancy.

AGREED that:

Derek Green be appointed as a Director of the Board.

4. **CHAIR'S ANNOUNCEMENTS AND URGENT ITEMS**

The Chair welcomed Arthur Fell to the Board of Newark and Sherwood Homes.

5. **MINUTES OF THE MEETING HELD ON 29 SEPTEMBER 2005**

AGREED (unanimously) that:

the Minutes of the meeting held on 29 September 2005 be accepted as a correct record and signed by the Chair.

6. **REVIEW OF THE COMMITTEE STRUCTURE AND MEMBERSHIP**

The Board of Directors considered the Company's Committee structure, remit and membership.

In relation to the Human Resources Committee, the number on the Committee and the quorum was considered. Membership was discussed in detail with a number of possible options.

AGREED that:

- (a) The Company has three Committees reporting directly to the Board: Finance & Probity Committee, Service & Performance Committee and Human Resources Committee.
- (b) Finance & Probity Committee's Terms of Reference be:
 - To develop and propose the future investment programme to the Board plus investment programme
 - To monitor the investment programme and recommend action to the Board
 - To develop and recommend to the Board, the Company's Health & Safety Policy
 - To review and monitor the Health & Safety Policy.

- To develop and recommend to the Board auditing and accounting procedures for Newark and Sherwood Homes.
 - To develop and recommend to the Board, the annual budget Framework.
 - To undertake regular monitoring of financial expenditure
 - To consider audit reports and present reports to the Board with appropriate Recommendations
 - To develop and recommend to the Board a risk management procedure and undertake strategic risk assessments
 - To monitor the Risk Management Strategy and identified high level risks
 - To monitor compliance with the Freedom of Information Act 2000.
 - To monitor the delivery of the agreed action plan in respect of the Internal Audit report on Rents 2004/2005
- (c) Membership of the Finance & Probity Committee be 8, quorum for meetings be 3.
- (d) Membership of Finance & Probity Committee be:

John Benson
Kathleen Chaffe
Gill Dawn
Ginette Hughes
David Nixon
Derek Green
Pam Taylor
Vacant

- (e) The Service & Performance Committee's Terms of Reference be:
- To monitor all general Service performance including generic issues such as diversity, efficiency, access, satisfaction
 - To develop and recommend to the Board the Company's improvement planning process (including Best Value).
 - To develop and recommend to the Board the outcomes of this Improvement Planning Process
 - To monitor and review the Improvement Planning Process and the outcomes of the improvement planning process

- To develop and recommend to the Board the Improvement Planning Process and its outputs and outcomes
 - To monitor, review and develop Service Level Agreements with the Council
 - To develop, monitor and review communication processes including Public Relations, consultation and Participation
 - To monitor and review the Management Agreement
 - To develop and recommend to the Board the Delivery Plan
 - To monitor and review the Delivery Plan
 - To monitor all Inspection recommendations and include them in the performance reporting.
- (f) Membership of the Service & Performance Committee be 7, quorum for meetings be 3.
- (g) Membership of the Service & Performance Committee be:

Bob Ainger
Nora Armstrong
Mary Butler
Ken Fletcher
Geoff Parkinson
Christine Rose
Arthur Fell

- (h) The Human Resources Committee's Terms of Reference be:
- To formulate and decide:
 - i) All Personnel Policies,
 - ii) Reward and remuneration policies,
 - iii) Appointment of Senior Management Team,
 - iv) The Senior Management Team Structure
 - To hear and decide appeals
 - To monitor and review Board Management
 - To monitor and review Standards and Ethics
- (i) Membership of the Human Resources Committee be 5, and the quorum for meetings be 3.
- (j) Membership of the Human Resources Committee be:

Nora Armstrong
Mary Butler
Gill Dawn
Ginette Hughes
Pam Taylor

- (k) All Directors of the Board receive the agenda for all Committees, be entitled to attend meetings to observe. Resolutions will solely be by the membership of the Committee as resolved by the Board.

7. **APPOINTMENT OF COMMITTEE CHAIRS AND VICE CHAIRS**

The Company Secretary requested in turn, nominations for the roles of Chair and Vice-Chair of each Committee. A vote was taken to appoint to each role.

AGREED that:

- a) Mary Butler be appointed as Chairman of the Human Resources Committee.
- b) Gill Dawn be appointed as Vice-Chair of the Human Resources Committee.
- c) Pam Taylor be appointed as Chairman of the Finance & Probity Committee.
- d) Ginette Hughes be appointed as Vice-Chair of the Finance & Probity Committee.
- e) Bob Ainger be appointed as Chairman of the Service & Performance Committee.
- f) Geoffrey Parkinson be appointed as Vice-Chairman of the Service & Performance Committee.

8. **MINUTES FROM COMMITTEE MEETINGS**

- a) Human Resources Committee Meeting Held on the 14 September 2005

The Head of Human Resources introduced the minutes of the meeting by reading out a précis of the items considered. There was further discussion on the minutes.

- b) Finance & Probity Committee Meeting Held on 12 October 2005

The Chair of the Finance & Probity Committee, Mrs P Taylor, introduced the minutes of the meeting by reading out a summary of the items considered at the last Committee Meeting.

(David Nixon left the meeting at this point.)

c) Service & Performance Committee Meeting Held on 18 October 2005

The Vice-Chair of the Service & Performance Committee, Mr Geoffrey Parkinson, gave a summation of the discussions and decisions made at the last Committee meeting.

AGREED (unanimously) that:

the Minutes of all the above Committee Meetings be noted.

9. INVESTMENT PROGRAMME 2005/2006

The Technical Director gave a presentation to the Board of Directors outlining the influences on the process to formulate the Investment Programme and how these would lead to change. The Directors of the Board sought clarification detail on some of the changes to the Investment Programme.

(Cllr Mrs Gill Dawn left the meeting at this point)

AGREED (unanimously) that:

- a) the revised Investment Programme for 2005/2006 set out at Appendix A to the report be approved
- b) the Investment Programme for 2006/2007 set out at Appendix B to the report be approved.

10. RESIGNATION OF TENANT DIRECTOR OF THE BOARD – CASUAL VACANCY

The report advised that a casual vacancy on the Board has arisen for a tenant Director of the Board as a consequence of the resignation of Stephen Medhurst. Further that a letter of thanks had been sent to Stephen and the process to appoint to the casual vacancy by requesting a nomination from the Federation of Tenants & Residents Associations had commenced.

The Chair thanked Stephen Medhurst for all his hard work, dedication, contributions and commitment and praised him for his excellent attendance at all meetings.

AGREED (unanimously) that:

- a) the resignation of Stephen Medhurst as a Tenant Director of the Board, be noted.
- b) The Board expresses its sincere thanks to Stephen for his dedication, hard work, contributions and commitment to Newark and Sherwood Homes.
- c) The commencement of the process to appoint to the casual vacancy created, be noted.

11. **WORKING SCHEDULING SOFTWARE**

The report explained current work being undertaken to implement the Work Scheduling System and explained that Newark and Sherwood Homes had experienced some difficulties. To progress the implementation, the report requested a change to the lead Company.

AGREED (unanimously) that:

- a) Aareon no longer be approved as a specialist supplier for work scheduling.
- b) A single tender in accordance with paragraph 7.3.4 of Newark and Sherwood Homes' Code of Procedures with respect to Contracts, be invited from Xmbrace for the provision of work scheduling software.
- c) Aareon remain the preferred specialist supplier of the existing Integrated Housing Management system.

To enable the Directors of the Board to complete the agenda, in accordance with Meeting Procedure Principle 2, the Chair extended the meeting for one hour at this point.

12. **INTERNAL AUDIT REPORT – RENTS 2004/2005**

The Chair of the Finance & Probity Committee advised the Directors of the Board of the recommendations the Committee had considered

AGREED (unanimously) that:

- a) the action taken in response to the Internal Audit report be noted.
- b) Finance & Probity Committee be delegated to monitor the delivery of the agreed action plan in respect of the Internal Audit report on Rents 2004/2005.

The meeting closed at 7.02p.m.

Chairman