

NEWARK AND SHERWOOD HOMES

Minutes of the Meeting of **THE BOARD OF NEWARK AND SHERWOOD HOMES** held on Thursday 13th January 2005 at 5.00pm in the Lady Chapel, Kelham Hall.

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

Mr R Ainger
Councillor Mrs N A Armstrong (for part of the meeting)
Mrs K Chaffe
Councillor Mrs P M Fletcher
Mrs G Hughes
Mr S Medhurst
Mr D Nixon
Mr G Parkinson
Mr R Rontree
Mrs P Taylor

Officers in

Attendance: Mrs R Rance (Chief Executive)
Mr A Treweek (Technical Director)
Mr F McElhinney (Housing Director)
Mrs M Proud (Head of Human Resources)
Mrs S Y Parker (Housing Service Development Manager)

Also in

Attendance: Mrs S Whitling (Finance & Corporate Services Director Designate)

The Chairman opened the meeting by giving the following tribute to Councillor John Baker, a Director of Newark and Sherwood Homes, who passed away on 26 December 2004.

“I will open the meeting today with a tribute to John Baker, Director of this Board who died suddenly on Boxing Day.

This Board has been fortunate to have had the benefit of John’s skills and experience of both his working life in agriculture and as an elected Member of Local Government.

John’s commitment to the Board of Newark and Sherwood Homes has been given with a warm smile and accompanied by his delightful gentle humour.

His ability to understand and apply the reports and sometimes complex papers of the Board, has been an asset. John was able to spot a written error at a glance and then bring it to our attention with courtesy and humour.

It has been a privilege to have John Baker as a Director of this Board, he will be remembered with respect and affection.

We, the Directors of Newark and Sherwood Homes and its Senior Management Team salute a true gentleman.”

Newark and Sherwood Homes Board of Directors showed their appreciation to John's commitment and valued contribution to the development of the Company. Details of the Memorial Service were given.

13. **APOLOGIES FOR ABSENCE**

Apologies for absence were received from Councillor Kevan Wakefield.

Councillor Mrs Armstrong left the meeting at this point.

14. **MINUTES OF THE MEETING HELD ON 2nd DECEMBER 2004**

AGREED (unanimously):

that the Minutes of the meeting held on 2nd December 2004 be accepted as a correct record and signed by the Chairman.

15. **CHAIRMAN'S ANNOUNCEMENTS AND URGENT ITEMS**

The Chairman welcomed Mr Fin McElhinney, the Housing Director to his first meeting of the Board. Mrs Suzanne Whitling was also introduced as the Finance & Corporate Services Director (Designate) who commences employment with the Company on 7 February 2005.

16. **MINUTES FROM SUB-COMMITTEE MEETINGS**

a) **Audit & Accounting Sub-Committee 6th December 2004**

Members were informed by Mrs Taylor (Chair of the Sub-Committee) that following a presentation to a joint panel of Newark and Sherwood Homes' Sub-Committee members and members of A1 Housing's Board of Directors, that the Audit & Accounting Sub-Committee propose to the Board that KPMG be appointed as external auditors.

AGREED (unanimously):

that the Minutes of the Audit & Accounting Sub-Committee held on 6th December 2004 be noted.

17. **APPOINTMENT OF EXTERNAL AUDITORS**

The Board considered the report of the Interim Finance Manager outlining the procedure undertaken by the Audit & Accounting Sub-Committee in evaluating the external tenders for role of Company Auditor.

AGREED (unanimously):

that the appointment of KPMG as Newark and Sherwood Homes' External Auditors for an initial three year period be approved.

18. **JOINT PROCUREMENT PANEL**

Mr Parkinson, a member of the Joint Procurement Panel (JPP), updated the Board on work carried out by the Panel since the last Board meeting. The Panel made up from A1 Housing Board members and Newark and Sherwood Homes Board members and staff, had split into two groups and contributed to the evaluation of tender documentation submitted by the six companies. Further formal presentations and site visits for work in progress and completed, were being planned. The Chairman added that the process was interesting and Directors of the Board would be invited to the site visits and that details could be made available to Directors of the Board if they wished.

Mr Treweek thanked all Board Members and staff involved in undertaking this extensive and time-consuming exercise. He confirmed that a copy of the questions and answers to the tenderers could be made available to Directors of the Board upon request, and site visits were also on offer to all Directors, not just those involved with the JPP. Following the work undertaken so far, one of the companies had withdrawn from the process and liaison was continuing with another. Three of the remaining four contractors were emerging as strong contenders. Mr Treweek also confirmed that members of the Joint Procurement Panel and NSH staff had met with the Health & Safety adviser to additionally look at contractors' approach to health and safety issues within their submissions.

AGREED (unanimously) that:

The report be noted.

19. **MEETING PROCEDURE**

The Board considered the report of the Chief Executive, which outlined proposed changes incorporating suggestions from the facilitation session held by Martinette Proud in September 2004. A discussion took place on the overall structure of the proposed Committees and Directors' attendance at those Committees and decisions made by them. Percentage of attendance at training sessions was also actively debated before a resolution was reached.

AGREED (unanimously) that:

- (a) Meeting Procedure Principles (marked Appendix Two in Agenda Papers) be approved with the following amendments and additions:

Section 7.3 to state: If the office of Chairman of the Board, Committee, Sub-Committee is vacant, or is unable to act for any reason, the Vice-Chairman of the Board may at any time call a Board, Committee or Sub-Committee meeting.

Section 7.4 to state: If the offices of Chairman and Vice-Chairman of the Board, Committee, Sub-Committee are vacant or if both the Chairman and Vice-Chairman are unable to act for any reason, the number of Directors that form a quorum of the Board may call a Board, Committee or Sub-Committee meeting.

Principle 8., to read: Meeting Responsibilities of the Chairman.

Section 13.3 to be added: Directors shall seek to attend all formal meetings: Board / Committees / Sub-Committees to which they are appointed, and should maintain a minimum of 70% attendance. The Board may consider that a Director has exceptional circumstances to warrant a lower level of attendance.

Section 13.4 to be added: Directors shall attend annually (or at a frequency determined by the Board) a Development Review and Assessment meeting with the Chairman, or Vice-Chairman in the case of the Chairman.

Section 13.5 to be added: Directors shall seek to attend all Training and Development Sessions and should in any case maintain a minimum of 80% attendance. The Board may consider that a Director has exceptional circumstances to warrant a lower level of attendance.

Attendance to be calculated annually as from 1 November 2004.

- (b) the Governance Guide be approved as per Appendix Three of the report with the following amendments:

Section 2 iii) to state: Stationery and pen / pencils should be available for Directors of the Board at all meetings.

Section 2 vi) to state: Committee and Sub-Committee meetings times will be set by it's Chairmen.

20. **GOVERNANCE – COMMITTEE STRUCTURE**

The Board received a presentation on request from the Chairman, from Mrs Rance covering the broad elements of the report: reasoning behind the formulation of the Committee Structure, points to take into account when considering the structure, along with future membership, attendance at meetings, and frequency of meetings. The Board considered the report by the Chief Executive.

Directors of the Board considered the structure and debated attendance at the separate Committees, how to avoid duplication whilst maximising information to, and inclusion of, all Directors of the Board.

AGREED (unanimously) that:

- (a) A Service & Performance Committee be established with the Terms of Reference and membership of:
- i) To monitor all general service performance including generic issues such as diversity, efficiency, access, satisfaction
 - ii) To develop and recommend to the Board the Company's improvement planning process (including Best Value)

- iii) To develop and recommend to the Board the outcomes of this improvement planning process
- iv) To monitor and review the Improvement planning process and the outcomes of the improvement planning process
- v) To monitor, review and develop Service Level Agreements with the Council
- vi) To develop, monitor and review communication processes including Public Relations, consultation and Participation
- vii) To monitor and review the Management Agreement
- viii) To develop and recommend to the Board the Delivery Plan
- ix) To maintain and review the Delivery Plan.

Membership: Bob Ainger
 Nora Armstrong
 Mary Butler
 Pat Fletcher
 Geoffrey Parkinson

Vacant (Council representative)
 Vacant (Tenant representative)

- (b) A Finance & Probity Committee be established with the Terms of Reference and membership of:
 - i) To develop and propose the future investment programme to the Board plus investment programme
 - ii) To monitor the investment programme and recommend action to the Board
 - iii) To develop and recommend to the Board, the Company's Health & Safety Policy
 - iv) To review and monitor the Health & Safety Policy
 - v) To develop and recommend to the Board, auditing and accounting procedures for Newark and Sherwood Homes
 - vi) To develop and recommend to the Board, the annual budget framework
 - vii) To undertake regular monitoring of financial expenditure
 - viii) To consider audit reports and present reports to the Board with appropriate recommendations
 - ix) To develop and recommend to the Board a risk management procedure and undertake strategic risk assessments

Membership: Kathleen Chaffe
 Gill Dawn
 Ginette Hughes
 Stephen Medhurst
 David Nixon
 Ron Rontree (Vice-Chair)
 Pam Taylor (Chair)
 Kevan Wakefield

- (c) The Terms of Reference of the Human Resources Committee be amended to:
- i) Formulate and decide:
- All Personnel Policies,
 - Reward and remuneration policies,
 - Appointment of SMT
 - The SMT Structure
- ii) To hear and decide appeals
- iii) To monitor and review Board Management
- iv) To monitor and review Standards and Ethics

Membership: Nora Armstrong
 Mary Butler (Chair)
 Pam Taylor
 Kevan Wakefield

- (d) That the Investment Sub-Committee, Audit & Accounting Sub-Committee and ad-hoc Appeals Panel be dissolved.
- (e) All Directors of the Board receive papers inviting them to attend all Committee meetings, but only those who are members of the Committee be eligible to speak and vote on recommendations.

Councillor Mrs Gill Dawn left the meeting at this point.

21. **CHARTERED INSTITUTE OF HOUSING CONFERENCE**

The Board considered the report of the Chief Executive detailing the content of the Conference, its popularity as the largest Housing Conference in Europe and the benefits of Directors of the Board attending.

A query was raised about the cost of attendance. It was considered that effective governance to achieve 3 star rating was essential and that this was a positive learning opportunity for Directors of the Board, and cost should not be the key driver. Clarification was sought by the Board if the cost of attendance could be met within the existing budget, it was confirmed it could be.

AGREED (unanimously) that:

- a. The Chair and Vice-Chair attend the Conference as a full delegate;
- b. that Ginette Hughes, Pam Taylor, Nora Armstrong and Geoff Parkinson attend the Conference as shared delegates;
- c. that Kathleen Chaffe, Bob Ainger and David Nixon attend the Conference as a day-delegate; and
- d. that Stephen Medhurst and Ron Rontree attend the Exhibition as a day attendee.

22. **INVESTMENT PROGRAMME**

The Board considered the report of the Technical Director detailing the progress of the maintenance and improvement works ongoing across the District. Mr Treweek explained this was a programme inherited from the Council and the report showed both the total and the categorised scheme funds committed to date, and the effect this had on both reducing, and preventing, properties falling into the 'non-decent' standard.

AGREED (unanimously) that:

the investment programme be noted.

23. **CHARTER MARK**

The Board considered the report of the Housing Director setting out the recent inspection undertaken, staff interviewed, areas covered and expert feedback gained from the inspector.

The Chairman was delighted to announce that the Charter Mark, the Government's national standard for customer service in public services, had been awarded to Newark and Sherwood Homes to hold for three years, with annual supporting inspections. This was a fantastic achievement for a company just over a month old at the time of inspection.

The Chairman thanked Sue Parker, the Housing Service Development Manager for the work undertaken in leading the achievement of this award.

AGREED (unanimously) that:

The Charter Mark process and award be noted.

24. **HEALTH AND SAFETY POLICY**

The Board considered the report of the Technical Director advising of the draft Health and Safety Policy for Newark and Sherwood Homes. The policy adopts the Council's principles and outlines the procurement of health and safety advice via Service Level Agreements in place with the Council. The policy will be reviewed and updated on an annual basis under the responsibility of the Technical Director.

Questions were raised regarding the new legislation on electrical works and how this impacted on the Policy. Mr Treweek explained that Newark and Sherwood Homes is a

registered electrical works contractor and as such will abide by any current relevant legislation. Further queries were raised about work undertaken by tenants. It was confirmed that all tenants were advised at the time of accepting their tenancy agreements that they would require written permission from Newark and Sherwood Homes to carry out any works to their properties, prior to executing, or ordering, private works. The Chief Executive confirmed that permission for works also appeared in the new Tenants' Handbook currently being developed for distribution to all tenants. It was suggested that a reminder of the condition of tenancy be included in the next issue of "Home from Homes".

AGREED (unanimously) that:

- (a) the Health and Safety Policy for Newark and Sherwood Homes be agreed and implemented subject to any amendments required as a result of the consultation process.
- (b) the process for review and monitoring of the policy be approved as detailed in the report

The meeting closed at 7.19 p.m.

Chairman