

THE BOARD

MINUTES of the **Public Meeting** held on **26 JULY 2007** at 14 Hounds Gate from 5.35pm to 7.40pm.

Board Members:

Ade Aderogba MBE
Tim Bell (left at 6.30pm)
Graham Chapman (left at 6.50pm)
Anne Dean
Peter Linford
David Liversidge
Margaret Pugsley
Paul Rowe
Valerie Schneider
Janet Storar
Malcolm Wood

Also in Attendance:

David Angus	Interim Director of Property Services
Gemma Atkinson	Governance Officer
Julie Hadfield	Head of Finance
Chris Langstaff	Chief Executive
Janet Locker	Governance Team Leader
Gill Moy	Director of Housing Operations
Amanda Schofield	Interim Head of Strategy and Partnership
Simon Sweetinburgh	Acting Company Secretary

07/01 ELECTON OF CHAIR

The Acting Company Secretary opened the first meeting of the new Board of NCH. The Acting Company Secretary informed the meeting that, as a result of the postal election process, Paul Rowe was the only nomination for Chair and so was duly elected to chair the Board of NCH for the forthcoming twelve months.

Paul Rowe assumed the Chair for the remainder of the meeting.

07/02 APOLOGIES FOR ABSENCE

None received.

07/03 DECLARATIONS OF INTEREST BY BOARD MEMBERS & OFFICERS

No declarations were received.

**07/04 CONFIRMATION OF MINUTES OF THE MEETING HELD ON
28 JUNE 2007**

The Board adopted the minutes as a true and accurate record of the meeting.

07/05 MATTERS ARISING FROM BOARD MINUTES

- 07/05.1 **Minute 120** – The Head of Finance advised the Board that discussions were scheduled to take place with the City Council with respect to the 2007/08 budget
- 07/05.2 **Minute 121** – The Chief Executive confirmed that the Smoking Policy had been adopted and that signage had been provided and now displayed at all sites and vehicles.
- 07/05.3 **Minute 132** – The Director of Housing Operations informed the Board that the plan had been sent to the City Council and that the Company had not been formally notified if approval had been given.
- 07/05.4 **Minute 133** – The Head of Finance advised that the target timetable was due in August 2007 and a report would be prepared and submitted before her departure from the Company.
- 07/05.5 **Minute 143** – The Chief Executive informed the Board that he would address the Ward Councillors in relation to Choice Based Lettings. He further advised that the Government was looking nationally at the CBL process.
- 07/05.6 **Minute 145** – The Board was advised that this was work in progress.

07/06 COMPANY SECRETARY'S REPORT

The Acting Company Secretary provided the Chair with the results of the postal exercise for nomination for Board and Committee position.

Two nominations had been received for Vice Chair, Janet Storar and Anne Dean, the Board voted and by majority decision Janet Storar was elected Board Vice Chair for the next twelve months.

Only one nomination had been received for Chair of the Audit Committee and Anne Dean was duly elected to Chair the Audit Committee for the next twelve months.

Only one nomination was received for the Chair of Human Resources Committee, and Paul Rowe was duly elected to Chair the Human Resources Committee for the next twelve months.

Two nominations had been received to Chair the Performance & Regulatory Committee, Janet Storar and Tim Bell. The Board voted, and by a majority decision, Janet Storar was elected to Chair the Performance & Regulatory Committee for the next twelve months.

The Board considered that matter of co-options to the Board and agreed to re-appoint Martyn Kingsford for a further twelve months period. The Chair proposed, and following discussion, the Board agreed to the appointment of Harry Everington to a second co-optee to the Board for a period of twelve months.

The Board considered the current membership of its current task groups, the repairs Task Group and the Audit-Action Working Group, and the Board agreed that Anne Dean will become an additional member of the Audit-Action Working Group.

The Board Members received the following documents for completion and return to the Company Secretary:-

- (i) Annual declaration of interests form for Board Members
- (ii) Signed letter acknowledging Board Member responsibilities

The new Board heard that the Code of Conduct and Board Member Handbook will be distributed shortly.

The Board was advised that in pursuant of Section 384 of the Companies Act 1985 the written resolutions for both the appointment of Grant Thornton UK LLP as the company's auditors for three years and for the amendments to the revised Annual Financial Accounts had been passed with the required seventy-five per cent (75%) approval of Board Members.

RESOLUTIONS:

The Board:

- 1. Appointed Paul Rowe as the Chair of the Board;**
- 2. Appointed Janet Storar as Vice- Chair of the Board ;**
- 3. Appointed Anne Dean as the Chair of Audit Committee;**
- 4. Appointed Paul Rowe as the Chair of the Human Resources Committee;**
- 5. Appointed Janet Storar as the Chair of Performance and Regulatory Committee;**
- 6. Agreed that Anne Dean, Valerie Schneider and Margaret Pugsley shall be appointed to the Audit Committee;**
- 7. Agreed that Paul Rowe, David Liversidge, Janet Storar and Peter Linford shall be appointed to the Human Resources Committee;**
- 8. Agreed that Janet Storar, Peter Linford, Ade Aderogba, Malcolm Wood, Paul Rowe and Tim Bell shall be appointed to the Performance and Regulatory Committee;**
- 9. Agreed to re-appoint Martyn Kingsford as a co-opted member of the Board for a further twelve months; and**
- 10. Agreed to appoint to Harry Everington as a co-opted member of the Board for a period of twelve months.**

07/07 CHIEF EXECUTIVE REPORT

The Chief Executive advised members that Gill Moy had now commenced in the post of Director of Housing Operations. Gill expressed her thanks to the Board and members of staff for welcoming her into the company.

The Chief Executive advised the Board that this would be Julie Hadfield's last Board meeting. Julie thanked the Board and its members for their help and support throughout her time with the company.

The Chief Executive advised members that the revised post, within the re-structure had been advertised for the Head of Finance is unlikely to be filled until after Christmas. As a consequence an interim arrangement has been put together allowing Julie to hand over to an interim manager before the end of her employment.

The Board noted the report.

07/08 DRAFT STRATEGIC PLAN

The Interim Head of Strategy and Partnership presented to the Board the progress on the current draft Strategic Plan and the outcome of consultation to date.

A discussion ensued and the Board noted that the Company must be clear about whom it refers to; be it customers, tenants or residents. It was recognised that NCH could not achieve and lead on sustainable communities on its own; and that the Company needs to play a key role and work in partnership with NCC and other organisations.

The Board discussed the need for them to have an in depth discussion to look at the current Green Papers and other guidance.

The Board thanked the Interim Head of Strategy and Partnership for the report.

RESOLUTIONS:

The Board:

- 1. Agreed that a session shall be arranged for the Board to undertake an in depth discussion on current Green Papers and other guidance.**
- 2. Agreed the principles behind the proposed Vision, Mission and Aims;
and**
- 3. Agreed for the final proposed version of the Strategic Plan, together with an Action Plan to be presented to the next Board meeting outlining how the Company will reach all tenants and leaseholders rather than just those already involved.**

07/09 BOARD DEVELOPMENT AGENCY

The Acting Company Secretary advised the Board that the Director of Organisational Development was unable to attend and so had asked him to present the report to the Board for them to note.

A revised Appendix was circulated at the meeting, setting out the Board competencies agreed at the workshop on 6 July 2007.

The Board noted the report.

07/10 GOVERNANCE REVIEW

The Acting Company Secretary advised the Board that the Governance Task Group had met for the final time. The Board thanked the Group for their hard work and support over the past 12 months.

The Board undertook a discussion about a rumour amongst tenants that Board members are to be paid a fee of £10,000 per year. As the Board does have the power to pay its Board Members and some ALMO's have resolved to do so, the Board agreed to confirm their current position of non payment for Board Members and to publicise their decision widely.

The Board thanked the Acting Company Secretary for the report.

RESOLUTIONS

The Board:

- 1. Approved the Company's new Standing Orders in 3 sections (Governance, Financial Regulations, Tender and Contract Procedure Rules), subject to any minor amendments required following consultation with the City Council's S.151 Officer.**
- 2. Approved the new policy and process for the recruitment of new Independent Board members, subject to any minor amendments required following consultation with the City Council.**
- 3. Approved the new policy and process for the recruitment of new Tenant Board members, subject to any minor amendments required following consultation with the City Council and Tenant and Leaseholder Congress.**
- 4. Approved the new procedure for dealing with information or allegations of Board member misconduct**
- 5. Approved the new Board members expenses policy**
- 6. Agreed that the Governance Task Group has completed its task and may now stand down; and**
- 7. Agreed that the Board Members shall continue to act on a voluntary basis and not receive remuneration for their work. The result of this resolution is to be included in a press statement.**

07/11 QUARTERLY MANAGEMENT ACCOUNTS & PERFORMANCE RESULTS

The Head of Finance reported on the financial performance for quarter one and asked the Board for comments.

The Board highlighted their concerns with the current SLA with NCC for IT. It was felt that this needed to be closely monitored to ensure that current charges are correct. The Chief Executive Officer agreed to look into this.

The Board expressed their concerns with the amount of income lost due to the numbers of void properties. It is hoped that the current on-going shake up of the Voids Team will help the company move in the right direction.

The Board agreed for an update on the SLA's to be presented at the next Board meeting.

07/12 REPORTS BACK FROM COMMITTEES AND TASK GROUPS

The Acting Company Secretary circulated a tabled report back from the Governance Task Group.

RESOLUTIONS

The Board:

- 1. Approved and adopted the Board and Committee workplan**
- 2. Agreed to receive the updated workplan at each Board meeting; and**
- 3. Agreed to the requirement that all committees review their workplan at each of their meetings.**

07/13 ANY OTHER BUSINESS

The Board was advised that Nottingham On Call had that day received confirmation that their accreditation has been extended and that the service provided is within the top twenty-one (21) in the country. The Board agreed for the Director of Housing Operations to formally write to staff to thank them for their hard work.

The Board agreed that all past Board Members, including Operational Board Members shall be formally written to and thanked for their hard work and support.

Paul Rowe thanked Anne Dean for her help and support over the last year in her role as Vice-Chair of the Board.

07/14 DATE OF THE NEXT MEETING

The Board was advised that the date of the next meeting was scheduled for 20 SEPTEMBER 2007 in the Board Room, 14 Hounds Gate, Nottingham, NG1 7BA at 5.30pm.

The Meeting ended at 7.40pm.

SIGNED..... DATE.....