

NORTH DEVON HOMES



Minutes of a meeting of the Board held on Monday 25 January 2016 at 6pm

PRESENT: Simon Price (Chair) [SP]
Dawn Ash [DA]
Adrian Jeffery [AJ]
Richard Setter [RS]
Robert Stronge, Vice Chair [RSt]
Faye Webber [FW]

IN ATTENDANCE: David Mairs, Treasury Consultant Altair [DM] [Item 3194C]
Martyn Gimber, Chief Executive [MG]
Marc Rostock, Director of Neighbourhoods [MJR]
Philippa Butler, Finance Director [PJB]
Stephen Snooks, Regeneration Manager [SS]
Kate Blooman, Financial Controller [KB]
Lucy Duchesne, PA to Chief Executive [LD]

SP welcomed David Mairs to the meeting.

3183 Apologies

Received from Brian Moores, Sarah Maylor and Jeremy Yabsley.

3184 Declarations of interest

AJ – Ark. FW - North Devon Council.

The Executive Team and staff present declared an interest in the item concerning the Pension Scheme.

3185 Items raised at the Chair's discretion as a matter of urgency

MG reported that NDH Trading Limited has received an offer and heads of terms of £6.8m in respect of HCA loan funding for Anchorwood Bank and are working through the details of the offer document with Trowers. This release cash in the Business Plan to fund other developments in the future, but could mean bring the likelihood of an In-Depth Assessment closer.

3186C Fraud reported since last meeting

There was no fraud to report.

3187C Board Action Tracker – Martyn Gimber

Item 315 Conference attendance notes already on Board members' iPads [Board/Conferences folder].

Item 316 NDH Trading Board meeting. Unable to schedule this in on 29 January so looking to schedule an alternative date.

Item 320 The asbestos survey is out to tender and we should receive the results in February.

3188C Minutes of the Board meeting held on 14 November 2015

The minutes were approved and signed.

3189 Matters arising from 14 November 2015 minutes

None.

3190C Draft ARC minutes – 14 December 2015

Noted.

3191C Draft Remuneration Committee minutes – 14 December 2015

Noted.

3192C Draft NDH Trading Limited minutes – 14 December 2015

Noted.

3193 Minutes of the Customer Forum meeting held on 10 December 2015

DA said that the Customer Forum had begun a 121 process, to ensure that all members have the opportunity to contribute fully. She said that CF members would be moving towards an iPad eGovernance system, although it will not be compulsory for those who do not want it initially.

3194C Treasury Strategy – David Mairs

PJB introduced DM, who gave a presentation to the Board.

321 LD to circulate presentation to the Board after the meeting.

Recommendation

That the Board approve the approach outlined in paragraph 6.8 of this report. The recommendation was **carried** unanimously.

[DM left the meeting at this point.]

3195C Governance Update – Martyn Gimber

The HCA's emphasis on board governance is going to be a key area for any potential IDA and thorough preparation will help us to ensure we maintain strong governance arrangements. Our Governance Improvement Plan has been expanded to include recommendations from the recent Campbell Tickell report and the governance policies have been reviewed and updated.

Recommendations

- 2.1. The Board is requested to note the report and note the progress of the Governance Continuous Improvement Action Plan at Appendix A.
- 2.2. The Board is requested to review and feedback on the Board Skills Matrix at Appendix B.

- 2.3. The Board is requested to note the update and approval of the Governance policies as set out in 4.3.
- 2.4. The Board is requested to note the draft agenda for the Board Away Day.
- 2.5. The Board is requested to note the new Mergers and Acquisition Code at Appendix D and agree the approach as set out in 4.5.

The recommendations were **carried** unanimously.

3196C Development and Growth Strategy – Martyn Gimber

MG thanked SM and other Board members for their input and feedback and said he will have a final run through with SM this week.

Recommendation

The Board is recommended to note the report and approve the draft strategy at Appendix A **subject to further comment from Board members**. The recommendation, as amended above, was **carried** unanimously.

3197C Stock Options Appraisal – Stephen Snooks

Recommendations

The recommendations were **carried** unanimously.

3198C Local Authority Partnering Update – Martyn Gimber

Recommendation

The Board is requested to note the report and agree the proposed way forward in 4.2. The recommendation was **carried** unanimously.

3199C Development and Regeneration Update – Stephen Snooks

MG began by saying that the receipt of funding from the HCA for the Anchorwood Bank development is positive news, ensuring that we are in a position to release funding from the Business Plan for other schemes.

Recommendation

That the Board note this report. The recommendation was **carried** unanimously.

[SS left the meeting at this point.]

3200C Rent Setting 2016/17 – Philippa Butler

Recommendations

- 2.1. That the Board approve a 1% reduction in all rents covered by the current rent standard in line with the anticipated rent standard for 2016/17.
- 2.2. That the Board approve a 0.9% increase in rent for intermediate rent properties.

The recommendations were **carried** unanimously.

3201C Pension Strategy – Philippa Butler

PJB said that we are very aware that there are inherent risks in changing pension arrangements and that there is much for the Board to consider, which is why she suggests that the Remuneration Committee be asked to work through the detail and report to the Board in June.

Recommendations

- 2.1. That the Board notes this report and the First Actuarial review attached at Appendix A.

2.2. That the Remuneration Committee considers the First Actuarial review and report back to the Board on 13 June 2016.

The recommendations were **carried** unanimously.

3202C Cost of Living Award 2016/17 – Martyn Gimber for Michelle Rose

MG confirmed that staff fully appreciate the reason for the pay freeze.

Recommendation

The Board is asked to approve that no cost of living award be made for 2016/17 and thereby freeze salaries for the coming year. The recommendation was **carried** unanimously.

3203C External Audit Services Tender – Kate Blooman

KB presented this report and there were no questions.

Recommendation

The Board is requested to recommend that Pricewaterhouse Coopers are formally appointed as the Group's external auditors at the Annual General Meeting on 30 September 2016. The recommendation was **carried** unanimously.

3204C STAR Survey Results – Marc Rostock (for Miles Sellick)

MJR said that all the results had been processed and the team has followed up on every operational issue mentioned. He was delighted at the speed of our response. MG added that the Executive Team had seen the detail and it was heartening to learn how people really felt about their homes. He will be making some personal visits to some customers to thank them.

Recommendation

The Board is recommended to note the content of the report and appendices. The recommendation was **carried** unanimously.

3205C HR Update – Martyn Gimber for Michelle Rose

MG said that staff were really excited about the TT100, which is all part of the Company's Organisational Development strategy which aims to preserve the culture through difficult times ahead.

Recommendation

That the Board note this report. The recommendation was **carried** unanimously.

3206C Draft 2016/17 Budgets and year end forecast return – Kate Blooman

KB presented this first draft for the Board to approve, saying that the final budget will be presented to the Board on 7 March after a final detailed review.

Recommendation

That the Board notes the 2016/17 draft budget and 2014/15 forecast outturn. The recommendation was **carried** unanimously.

3207C Chief Executive's Report

Recommendation

The Board is requested to note the content of this report. The recommendation was **carried** unanimously.

3208 Date of next Board Meeting and Close

The next Board meeting will be held on Monday 7 March 2016. The meeting closed at 20:04.

..... 2016