



(Company number: 06972673)

Minutes of meeting of the Board of Directors held at Kibblesworth Lounge, Kibblesworth Millennium Centre, Grange Terrace, Kibblesworth on Thursday, 11 July 2013 at 1.30pm

Present:

Ordinary Trustees

Brian Kelly (Chair)
Joanne Carr
Anne Connolly
Paul Foy
Peter Mole
Hannah Shepherd

Co-optee

Bob Harrison

In attendance

Jon Mallen-Beadle (Company Secretary and TGHC Managing Director)
Neil Bouch (TGHC Director of Customers and Communities)
Natalie Hewitt (TGHC Head of Corporate Services)
Julie McCartney (TGHC Head of Neighbourhood Services)
Stuart Gibson (TGHC Governance and Risk Officer)

Apologies

Linda Hitman

13 DECLARATIONS OF INTEREST

No interests were declared.

14 MINUTES

The minutes of the last meeting of Keelman Homes held on 14 May 2013 were approved as a correct record.

15 ANNUAL GENERAL MEETING

Arrangements for the Charity's fourth Annual General Meeting ("AGM") and the process for the retirement of one third of the Ordinary Trustees was submitted.

The requirements for the Charity's AGM are governed largely by the provisions of the Companies Act 2005 and the Charity's Articles of Association.

The Gateshead Housing Company (TGHC) is the sole member of Keelman Homes. As such it has the right to attend general meetings (including the AGM) and exercise all the rights which are reserved to the general members of a company. Since TGHC is a corporate entity, it will need to rely on authorised individuals carrying out these functions on its behalf. The TGHC Chair of Board has been nominated as the representative to act on its behalf for this purpose.

The AGM must be held in the calendar year 2013, not more than 15 months after the last AGM. The last AGM was held on 20 September 2012, therefore the next AGM must be held no later than 19 December 2013 in order to take place in the calendar year 2013.

At the AGM, the members will receive the accounts of the Charity for the previous financial year; receive the Trustees' report on the Charity's activities since the previous AGM; accept the retirement of those Ordinary Trustees who wish to retire or who are retiring by rotation; appoint or if appropriate elect Ordinary Trustees to fill the vacancies arising; appoint auditors for the Charity and may discuss and determine any issues of policy or deal with any other business put before them by the Trustees.

The annual report of the Trustees of the company, together with the audited accounts, will be presented to the Board for approval on 19 September 2013. 21 clear days' notice of the AGM must be given to TGHC, calling the AGM. Therefore, it would need to be held no earlier than 10 October 2013.

The next scheduled meeting after the Board Meeting in September is on 21 November 2013. It is proposed therefore that the AGM be held immediately after this meeting.

The normal company practice is for the Chair of Keelman Homes Board to preside. The accounts are not to be approved by the TGHC Member. The requirement is merely that they be laid before the meeting.

One third (or the number nearest to one third) of the Ordinary Trustees must retire at each AGM, those longest in office retiring first and the choice between any of equal service being made by drawing lots. If the members of the Charity, at the meeting at which a Trustee retires in the above manner, do not fill the vacancy, the Trustee shall, if willing to act, be deemed to have been reappointed unless at the meeting it is expressly resolved on to fill the vacancy.

The Trustees have the power at any time to appoint any person to be an Ordinary Trustee, either to fill a casual vacancy or as an addition to the existing Trustees but so that the total number of Ordinary Trustees shall not at any time exceed the maximum number which in accordance with the Articles is fixed at four.

Keelman Homes currently has a full composition of four Ordinary Trustees. The TGHC Member has agreed that the retiring Ordinary Trustee, if willing to act, be reappointed.

- RESOLVED –
- (i) That the information be noted.
 - (ii) That the fourth Annual General Meeting be held immediately after the Board Meeting on 21 November 2013.
 - (iii) That the proposed arrangements for the retirement and subsequent reappointment of a third of the Ordinary Trustees be noted.
 - (iv) That the longest serving Ordinary Trustee retire at the next AGM and if willing to act, be reappointed at that meeting.

16 KIBBLESWORTH REGENERATION UPDATE

The Board received an update regarding the progress on site and any issues that have come to light since the previous update.

Of the 81 properties, all phases are fully occupied with the exception of Phase 4. Two out of nine properties are now completed. The seven remaining properties are expected for handover in July 2013.

The Public Art is being led by Gateshead Council's Art Team. Artists have been appointed who have worked with the local community to develop 5 individual pieces of art work that will be sited within the new development and some parts of the existing village. All art should be complete and installed by the end of July 2013.

The on-site fixed play area within Phase 4 and the off-site play equipment within Kibblesworth Park have both now been installed.

- RESOLVED –
- (i) That the committee is satisfied with the progress made to date.
 - (ii) That the Kibblesworth Community Event on 19 September 2013 be used as an opportunity to promote the programme before and after its development and in the longer term a promotional video be produced.

17 KIBBLESWORTH DEVELOPMENT FINANCE UPDATE

The Board received an update on the financial element of the Kibblesworth development.

The total cost of the Kibblesworth development is forecast to be £9.3million. This is being funded through a grant from the Homes and Communities Agency of £4.8million and a loan from the Council of £4.5million.

The original budget and funding for the scheme and the updated budget was submitted. The original contingency was reduced due to increased spend required on asbestos removal, which was not known in the pricing of the scheme.

The amended budget has now been further updated for July 2013 due to revised contractor costs being received. The contractor build costs have now reduced to £8,187,611, therefore the contingency has increased to £482,389.

To date, Keepmoat has been paid £7.9m out of the expected total of £8.2m, this includes the latest payment in June 2013 of £66,964.

RESOLVED – That the Kibblesworth development finance update be noted.

18 KIBBLESWORTH SHARED OWNERSHIP UPDATE

The Board received an update on the marketing, allocation, price and customer interest in the following 13 shared ownership properties at Kibblesworth: -

6x 2 Bed Semi Detached	1x 3 Bed Mid Terrace
1x 4 Bed Detached	2x 3 Bed Semi Detached
1x 5 Bed Detached	2x 3 Bed End Terrace

Marketing has continued using a number of methods, which is expected to continue throughout the year. Details of these were reported.

Under HCA guidelines all valuations on the shared ownership properties must be carried out by a RICS qualified valuer. The properties must be valued every 3 months. Five valuations have been undertaken to date.

To date, 98 customers have expressed an interest and 11 completed applications have been assessed by ISOS. Nine applications have been approved and two rejected. One application is awaiting mortgage approval and one application is at the reservation stage.

Reservations fees have been received from eight approved applicants and referred to Legal Services to commence the sale of the property.

Legal Services have commenced the conveyance process for all applications and four properties have now been sold.

Decisions as to whether to provide incentives are being undertaken on a property by property basis. The incentives agreed to date are either carpets or white goods. No incentives have been necessary to sell the shared ownership properties to date.

ISOS charge £180 (plus VAT) for an assessment of eligibility. To date, ISOS have been paid £1,260 for seven assessments.

Gateshead Council has drafted the plans for the 13 shared ownership properties and has been paid £1,625.

Legal Services have been commissioned to complete all legal conveyance of the sale, at a rate of £432 per property plus £86.40 on solicitors' fees. To date, £2,073 has been paid to Gateshead Council.

Income received to date from the sale of properties is £221,200.

- RESOLVED – (i) That progress made to date on the marketing, allocation and sale of the shared ownership properties be noted.
- (ii) That more detail be provided in the next report regarding any properties that have received no applications in order to consider how to progress these.

19 OPERATIONAL RISK REGISTER

The Operational Risk Register has been reviewed and an updated register was submitted.

Due to the current developments planned for Keelman Homes, it is proposed that the register be comprehensively reviewed going forward.

- RESOLVED – (i) That the updated Operational Risk Register be approved, subject to the name of an employee no longer employed by The Gateshead Housing Company being deleted.
- (ii) That due to the current developments planned for Keelman Homes, the register be comprehensively reviewed going forward.

20 DATE AND TIME OF MEETINGS

RESOLVED – That the following schedule of meetings for the remainder of 2013 be approved: -

- Thursday 19 September 2013 at 9am
- Thursday 21 November 2013 at 12.30pm

21 EXCLUSION OF THE PRESS AND PUBLIC

RESOLVED – That the press and public be excluded from the meeting during consideration of the remaining business.