



BOARD OF DIRECTORS

23 May 2019

PRESENT:

Directors

Paul Foy (Chair)
Elizabeth Bird
Sheila Bouitieh
Robert Buckley
Joanne Carr
George Clark
Mick Davison
Eileen Gill
Helen Hall
Michael Hood
Leigh Kirton
Jim Turnbull

Advisers

Neil Bouch	Interim Managing Director
Ian Price	Director of Property and Assets
Marie Johns	Head of Business and Development
Kevin Johnson	Head of Customer Services
Hazel Forster	Head of Neighbourhood Services
Phil Hogg	Head of Repairs and Maintenance
Stuart Gibson	Governance and Risk Lead

Also Present

Councillor Malcolm Brain Housing Portfolio Holder, Gateshead Council

Apologies

Brenda Clelland
Tracy Harrison

1 MINUTES

The minutes of the Board Meeting held on 28 March 2019 were approved as a correct record.

The Board requested at its last meeting a further review of next year's targets where they were lower than what was currently being achieved. It was agreed to provide the information to the Board.

2 ANNUAL GENERAL MEETING

Arrangements for the company's Annual General Meeting (AGM) and the process for the retirement of a Tenant and an Independent Director at that meeting were reported

The AGM must be held in the calendar year 2019, not more than 15 months after the last AGM. The last AGM was held on 20 September 2018, therefore the next AGM must be held no later than 19 December 2019.

It was anticipated that the annual report of the directors of the company, together with the audited accounts, would be presented to the Board for approval on 18 July 2019. 21 clear days' notice of the AGM must be given to the Council, calling the AGM. Therefore, it would need to be held no earlier than 9 August 2019. It was proposed that the meeting be held immediately after the Board Meeting on 19 September 2019.

The longest serving Tenant Director and Independent Director should retire from office at the AGM.

The Articles stipulated that the maximum period of office that a Tenant Director could serve on the Board is 10 consecutive years. Robert Buckley was appointed onto the Board on 9 July 2009 and would have exceeded the maximum period of office before the next AGM. It was proposed therefore that Robert steps down at the next AGM.

There was currently a vacancy on the Board for a tenant director following the retirement of Joachim Mouanda Moussouanda at the last AGM. The Board received an update, at its last meeting on 28 March 2019, that following an unsuccessful recruitment campaign in September 2018, the company had received another 12 applicants and agreed to reconvene the recruitment process. It was noted that a Panel shortlisted the applications on 21 May 2019 and interviews were taking place on 7 June 2019.

The Board currently had no vacancies for an Independent Director. Two of the existing Independent Directors would exceed their maximum period of office in 2020. The Council Member had agreed therefore that, for this year, no direct or indirect elections should take place and the Independent Director retiring at the next AGM, if willing to act, be appointed at that meeting.

- RESOLVED –
- (i) That the next Annual General Meeting be held immediately before or after the Board Meeting on 19 September 2019.
 - (ii) That the proposed arrangements for the retirement of Robert Buckley as a Tenant Director be noted.
 - (iii) That the proposed arrangements for the retirement/appointment of a Tenant Director be noted.
 - (iv) That that the longest serving Independent Director retire at the next AGM and if willing to act, be reappointed at that meeting.

3 SERVICE PLANS

Each of the three directorates were currently in the process of developing service plans for 2019/20 to support the achievement of the Corporate Plan objectives and enable the company to demonstrate how it fulfils its commitment to Gateshead Council in assisting with delivering actions stated in its Housing Strategy, Homelessness Prevention Strategy and the Thrive Agenda.

The Board received a presentation that outlined the key priorities that had been identified within each directorate. Heads of Service within each directorate would monitor and report on their performance against the key priorities on a quarterly basis. These reports would be reviewed at Executive and Senior Management Team meetings. Overall performance would be reported to the Board annually.

The Board welcomed the format of the service plans and felt that all the comments made at the Away Day had been incorporated into the key priorities.

RESOLVED – That the service plans be noted.

4 GOVERNANCE PERFORMANCE INDICATORS AND TARGETS 2018/19 TO 2021/22

Governance performance indicator results for 2018/19 and targets for the next three years were presented.

It was agreed that when the next round of annual Board appraisals began in August, the Chair of the Board be appraised first.

The Board felt that governance indicators should also be looking at outcomes which measure good governance rather than just activities and it was agreed to look into what other organisations were doing.

The Board felt that the report should be identifying individual board member attendance as well as overall Board and committee attendance. Attendance at other Groups set up by the Board, such as Task and Finish Group should also be reported.

- RESOLVED –
- (i) That the governance performance indicator results for 2018/19 be noted and the targets for the next three years be approved.
 - (ii) That the Governance and Risk Lead look into what governance performance indicator results were being reported in other organisations.
 - (iii) That future reports include individual board member attendance and attendance at other groups set up by the Board also be reported.

5 PERFORMANCE AND SERVICE STANDARDS – FINAL QUARTER 2018/19

The Board received the Performance Indicator and Service Standard results for the final quarter 2018/19.

Of the 17 Key Performance Indicators to be reported to Board, 10 were reported quarterly and seven were reported annually. At the final quarter: -

- Four indicators were traffic lighted green, which showed that the annual targets for these indicators had been achieved.
- One indicator was traffic lighted amber, which showed that the target set had not been met but performance had increased on the previous year.
- Four indicators were traffic lighted red, which showed that the target set had not been met and performance had decreased compared to the previous year.
- Eight indicators were set with a baseline target for 2018/19.

The Board highlighted the reduced tenant satisfaction with the neighbourhoods they live in despite improved satisfaction with overall housing services. The Board requested more information on the issues and any variances between different estates. It noted that the Board would receive a report later in the year on outcomes from the TLF project and this information would be included.

The Board noted that rent lost through Council houses being empty would not be on target even if the held properties were taken out of the calculation. The main issue was around the current volume of empty properties. An action plan to reduce the number of properties undergoing work was in development. The plan identifies the measures and costs required to address the performance.

The Board expressed concern about debts that had been previously been written off being reactivated, which in turn had a negative impact on former tenant arrears as a percentage of rent owed.

RESOLVED – That the final quarter 2018/19 Key Performance Indicator results be noted.

6 MINUTES OF AUDIT COMMITTEE HELD ON 24 APRIL 2019

The minutes of the meeting of Audit Committee held on 24 April 2019 were submitted.

The Chair had raised with the Council the Board's concerns about internal audit and the issue needed to be taken forward.

RESOLVED – That the minutes be noted.

7 MINUTES OF RESOURCES COMMITTEE HELD ON 9 MAY 2019

The minutes of the meeting of Resources Committee held on 9 May 2019 were submitted.

The Board made the point that the company was doing as much as it could to reduce sickness absence, however it was felt that the situation was only going to get worse with the aging workforce and greater demands and pressures on a smaller workforce.

Concern was expressed about the accuracy of the minutes. The committee had been critical of the fact that only half the actions identified in the health and safety action plan had been delivered and this had not been reflected in the minutes. The minutes needed to accurately reflect challenge and scrutiny by board members. It was agreed that all future Board and committee minutes be signed off by the Chair before being reported to the Board as draft minutes.

- RESOLVED – (i) That the minutes be noted.
- (ii) That all future Board and committee minutes be signed off by the Chair before being reported to the Board as draft minutes.

8 MINUTES OF PROPERTY AND ASSETS COMMITTEE HELD ON 13 MAY 2019

The minutes of the meeting of Property and Assets Committee held on 13 May 2019 were submitted.

A need had previously been identified to carry out a governance review and review the committee structure. It was felt that a review of the committee structure should be revisited.

- RESOLVED – (i) That the minutes be noted.
- (ii) That a review of the committee structure be carried out.

9 MINUTES OF CUSTOMERS AND COMMUNITIES COMMITTEE HELD ON 16 MAY 2019

The minutes of the meeting of Customers and Communities Committee held on 16 May 2019 were submitted.

RESOLVED – That the minutes be noted.

10 MINUTES OF KEELMAN HOMES HELD ON 16 MAY 2019

The minutes of the meeting of Keelman Homes held on 16 May 2019 were submitted.

RESOLVED – That the minutes be noted.

11 ITEMS FOR INFORMATION

The following items were posted on the company's website: -

- Annual Activity Report 2018/19
- Forward Plan

RESOLVED – That the forward plan be noted.

12 DATE AND TIME OF NEXT MEETING

The next Board Meeting would be held on Thursday, 18 July 2019 at 10am in the Whickham Room, Gateshead Civic Centre, Regent Street, Gateshead.

13 EXCLUSION OF THE PRESS AND PUBLIC

RESOLVED – That the press and public be excluded from the meeting during consideration of the remaining business in accordance with the indicated categories of the company's Access to Information Rules.