



**GGHT Board of Directors  
25 May 2011  
Council Chamber**

**Minutes**

**Attendance:** Fran Murray (Chair), Phil Pemberton, Roy Smith, Terry Spencer, Sheila Woodyatt, Carole Hassan, Jim Stockton, Royston Willard, Sue Jones, Sylvia Barcock, Jeff Richards

Peter Mercer, Allen Barber, Fiona Graham, Peter Fitzhenry, Alison Foy, Angela Perry

Steve Fox (Tenants Services Authority TSA)

Jean Bullock (observer)

**Apologies:** Jan Kitshoff, Charlie Martin

		Action
	<p>FM advised the Board that JKB has accepted the role of Chair of the Environment and Housing Scrutiny Committee with Warrington Borough Council (WBC). As this would result in conflicts of interest with GGHT business he has resigned his position from the Board. FM read JKB's resignation letter. JKB has enjoyed his time as a Board member and wishes the company every success for the future.</p> <p>It was unanimous that JKB would be missed and the Board wanted to pass on their thanks for his significant contribution to the company.</p> <p>FM confirmed that WBC have nominated JF to the Board to replace the vacancy as a result of JKB's resignation.</p> <p>FM confirmed that WBC have nominated RS, JR and SW to the Board.</p>	
<b>1.</b>	<p><b>Apologies</b></p> <p>As above</p>	
<b>2.</b>	<p><b>Appointment of Casual Board Members: - Decision</b></p> <p>AF updated the Board on the recruitment of tenant Board members and the outcome of the selection process. The Board are able to appoint members to the Board to fill a casual vacancy. In accordance with the Recruitment and Selection Policy a selection method was utilised and tenants shortlisted and interviewed applicants on 10 May 2011. Sylvia Barcock and Sue Jones were selected for appointment to the Board.</p>	

	<p>The Board were asked to approve the selection and the appointment of SB and SJ as Board Members up to the AGM. The Board were also asked to approve their appointment as members of the company.</p> <p>FM congratulated TS for her re-appointment to the Board in September</p> <p><b>GGHT 2011 – 080</b></p> <p>The Board approved the appointment of SB and SJ with immediate effect.</p>	
<b>3.</b>	<p><b>Declarations of Interest</b></p> <p>None</p>	
<b>4.</b>	<p><b>Minutes of the previous meeting: 30 March 2011</b></p> <p><b>Matters arising:</b></p> <ul style="list-style-type: none"> <li>❖ <b>Item 10: Accommodation</b> – PM advised that the potential move to Palmyra House as new Head Office accommodation was no longer an option. The agents challenged the landlord on their view of GGHT being a newco but no response was received. GGHT are currently liaising with WBC and the consultant to identify other opportunities for head office accommodation but at the present time there are no options to consider. AP advised that negotiations were on going with the Eagle Park depot and hopefully GGHT would be able to move on site in 6 – 9 months.</li> </ul> <p>The minutes were agreed as an accurate record of the meeting.</p>	
<b>5.</b>	<p><b>Minutes of the Finance Committee: 13 April 2011</b></p> <p>RS gave an overview of the decisions made by the committee. The Board were asked to note that there had been a £1.1m under spend. The capital improvement spend was £2m and the £2.4m forecast would be achieved.</p> <p>The Committee had noted the pension review and approved the proposal to review the pension scheme.</p> <p>A revised business plan was approved and will be submitted to Santander.</p> <p>The committee approved the value for money (VFM) action plan and the efficiency savings target of £688k.</p> <p>No questions were posed and the Board endorsed the minutes.</p>	

<p><b>6.</b></p>	<p><b>Minutes of Audit and Risk Committee: 4 May 2011</b></p> <p>JS provided an overview of the minutes of the meeting and the decisions made.</p> <p>The external auditors gave a presentation and the timetable for auditing the annual accounts.</p> <p>The Committee approved the tender for internal and external audit services and reviewed and approved the strategic risk register.</p> <p>Compliance against the NHF code of governance was noted.</p> <p>No questions were posed and the Board endorsed the minutes</p>	
<p><b>7.</b></p>	<p><b>Minutes of the Scrutiny Panel: 13 April 2011</b></p> <p>AF advised the Board that the minutes of the meeting were in draft and gave an update on the work of the panel to date.</p> <p>The panel had undertaken voids visits as a part of the monitoring of the flat management strategy and had found this beneficial.</p> <p>The panel had decided to set up a sub group to explore complaints performance and in particular to focus on complaints that had not been responded to in time. The meeting was scheduled for 8 June.</p> <p>Training has been received by the panel and would be ongoing and a forward plan had been agreed until December 2011.</p> <p><b>Questions/comments:</b></p> <ul style="list-style-type: none"> <li>❖ Has a Gas Safety Manager been appointed? <i>Not in a position to be able to appoint and further interviews will be conducted.</i></li> <li>❖ The communication framework that is to be developed between the panel and the Board should be a 2 way process to demonstrate the Boards commitment of the work undertaken by the panel.</li> </ul> <p>JB was invited to comment on the panel and confirmed that the panel had found the voids visits to be beneficial.</p> <p>The Board endorsed the minutes.</p>	

	<p>PM advised the Board that SF was in attendance this evening as part of the assessments that the TSA undertake for the regulatory requirements.</p> <p>SF advised the Board that he would be attending another Board meeting, likely to be in the new year, once the new regulatory framework has been</p>	
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	<p>agreed. SF will deliver a presentation to the Board on the new social housing regulatory requirements as the TSA will cease to exist by 31 March 2012.</p> <p>Social housing will be regulated by the regulatory arm of the Homes and Communities Agency (HCA). The regulatory body is a statutory body and the Board are appointed by the Secretary of state. It will work in independence from the HCA Board.</p> <p>It is likely that the new regulatory framework will be purely economic that is it will focus on governance, viability and value for money.</p> <p>SF advised that he has met with GGHT this afternoon. As a new Registered Provider the TSA will continue with quarterly meetings although these will probably cease after 31 March 2012. From this there will be standard regulation unless there is a problem which is when the regulator would get involved.</p> <p>GGHT has made good progress to date, there is good delivery of services to tenants including the investment and GGHT is delivering the promises it said it would deliver. There are no concerns over performance and this is a credit to the Board and the Executive Team.</p>	
<p><b>8.</b></p>	<p><b>Outturn Performance 2010/11 – Decision</b></p> <p>FG provided an overview of the performance. This years report has taken into consideration the Board’s requirements, service overviews, promises to tenants, risks and issues.</p> <p>A number of areas exceed the targets but where this hasn’t been achieved plans are in place to change the performance.</p> <p>A revised set of targets for the next three years was provided to the Board for approval.</p> <p><b>Questions/comments</b></p> <ul style="list-style-type: none"> <li>❖ The report demonstrates that performance has been maintained to a high standard. Can officers give consideration to including outcomes for customers in the next quarterly report? <i>The document is an evolving document and the content can be amended to what the Board require</i></li> <li>❖ The report shows good balance between commentary and statistics. It is good to note that the Top 10 promises have been included.</li> <li>❖ The report highlights CO2 emissions and its good to see this included however its not only about the properties but also the carbon footprint of the company and consideration should be given to the efficiencies that a new depot could bring.</li> <li>❖ Why was no staff survey included in the HR overview for 2010/11/ <i>It was on hold due to stock transfer but survey is currently being carried out.</i></li> </ul>	<p><b>FG</b></p>

	<ul style="list-style-type: none"> <li>❖ Are the revised targets for income management due to the economic downturn? <i>They are more prudent as a result of the economic climate, welfare reforms and the changes to way HB is paid to GGHT</i></li> <li>❖ It is a very comprehensive report</li> </ul> <p>PM advised that satisfaction will be included in the next report.</p> <p><b>GGH 2011 – 081</b></p> <p>The Board noted the performance for the company and approved the revised targets</p>	
<p><b>9.</b></p>	<p><b>Governance Update: Decision</b></p> <p>AF provided an update on a number of governance issues. At the meeting January the Board had considered the role of Board champions and agreed that the Chair/Deputy Chair should appoint the champions.</p> <p>Further consideration has been given to the roles and the Board agreed that the following areas should have champions:</p> <ul style="list-style-type: none"> <li>❖ Health and Safety – RW to continue with this role.</li> <li>❖ Equality &amp; Diversity</li> <li>❖ Closing the Gap</li> <li>❖ Value for Money</li> </ul> <p>It was proposed that the appointment to the position was delayed due to the changes in Board membership.</p> <p><b>Questions/ Comments</b></p> <ul style="list-style-type: none"> <li>❖ Consideration should be given to the scrutiny panel appointing champions as this would provide a real link between the Board and the scrutiny panel. AF to discuss with the panel at the next meeting.</li> </ul> <p>The Board were updated on the appraisal process and will be contacted to arrange individual appraisals.</p> <p>AF circulated the gifts and hospitality register for Board consideration and to be signed by the Chair.</p> <p>AF advised the Board that GGHT had to submit a Regulatory Statistical Return (RSR) to the TSA by 31 May 2011. A note was distributed to the Board outlining what information was included. The Board should consider the return and sign it off however due to this being the first submission officers wanted to ensure all the data was correct. The Board can delegate authority to an officer to sign the return.</p> <p><b>Questions/comments</b></p> <ul style="list-style-type: none"> <li>❖ Are there any areas for concern. <i>There are no areas for concern</i></li> </ul>	<p><b>AF</b></p> <p><b>CM</b></p>

	<p><i>and the Board have seen a lot of the information. It is purely statistical information that is provided.</i></p> <p><b>GGHT 2011 – 082</b></p> <p>The Board approved the areas for Board champions and to delay appointing members to the role.</p> <p>The Chair signed the Gifts and Hospitality Register</p> <p>The Board delegated authority to PF to sign the RSR on their behalf.</p>	
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<b>10.</b>	<p><b>Expenses and Equipment Policy – Decision</b></p> <p>AF provided an overview of the policy. There was a delay in reviewing the policy because Charities Commission guidance needed to be considered.</p> <p>The subsistence levels have been benchmarked with other organisations and GGHT's rates are comparable and as a result there is no suggested increase.</p> <p>The Board Support &amp; Development Officer will be contacting Board members to confirm whether they wish to be included in the Health Shield Scheme.</p> <p>There are no significant changes to the policy and the Board were asked to approve the increase, permitted as part of HMRC dispensation policy, of 33p per week to the flat rate.</p> <p>Board members were also asked to approve the increase in the mileage rate to 45p as per HMRC recommendations.</p> <p><b>Questions/comments</b></p> <ul style="list-style-type: none"> <li>❖ Have staff had an increase in mileage rates? As a Board we should be leading by example and if staff haven't had an increase then should the Board? <i>There is every likelihood that staff rates could change as its linked to the NJC agreement. Board mileage is a lot lower than that of staff.</i></li> <li>❖ Does IT equipment get renewed? <i>If there is a need to update the equipment or it's not working it can be replaced.</i></li> </ul> <p><b>GGHT 2011 – 083</b></p> <p>The Board approved the Expenses and Equipment Policy including the increase in mileage rates inline with HMRC guidance. They also approved the increase to the weekly flat rate payment by 33p to £6.45 which is permitted in accordance with the Dispensation Policy from HMRC</p>	
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11.	<p><b>Shareholding Membership - Decision</b></p> <p>AF provided an overview of the report and the policy. The offer document advised that all tenants could be shareholders of the company. As a company limited by guarantee there has to be an application process for the admission to shareholding membership and this responsibility has been delegated to the appraisal remuneration and selection committee. Tenants on the Customer Consultative Panel (CCP) were consulted on the policy on 24 May and their views were feedback to the Board. Customers were asked if there should be an application criteria for membership and if there should be any exclusions to what tenants are eligible to apply.</p> <p>The views of the CCP were:</p> <ul style="list-style-type: none"> <li>❖ Application for membership shows commitment to the organisation and there should be no other requirement</li> <li>❖ Certain tenants should be excluded and these include <ul style="list-style-type: none"> <li>- under 18</li> <li>- tenants that are employees</li> <li>- those which GGHT are taking legal action against i.e. been served with a NOSP for rent arrears, ASB or other tenancy breaches.</li> </ul> </li> </ul> <p>The Board were asked for their views on the policy and the criteria for submission to membership</p> <p><b>Questions/comments</b></p> <ul style="list-style-type: none"> <li>❖ Why are employees excluded? <i>It is as there are perceived conflicts of interest</i></li> <li>❖ Would staff feel excluded? We should look at how we engage employees that are tenants</li> <li>❖ What about subcontractors who live in properties? <i>They wouldn't be excluded unless they were directors or in a position of management</i></li> <li>❖ Should people with criminal convictions be excluded? <i>This would be difficult to monitor</i></li> <li>❖ Agree the application should be open to everyone but that there should be exclusions for legal action, conflicts of interest. This demonstrates to applicants the expectations that the company has of them</li> <li>❖ There could be 10,000 tenants apply, this would be expensive. We need to be able to meet with shareholders so that they can discuss their issues. <i>The preferred method of communication is electronically however if people request hard copies we would have to provide the information. GGHT could consider a shareholders forum but we need to establish how many people are interested in company membership.</i></li> <li>❖ The rights of shareholders are limited and general meetings are not the place for shareholders to discuss individual issues. Another forum should be considered.</li> <li>❖ What if people wanted to put money in and have more than one share? <i>Tenants are only eligible for 1 share and have one vote. There is no financial benefit and are not required to put money in.</i></li> </ul>	
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<p><b>12.</b></p>	<p><b>NHF Directors and Officers Liability Insurance – Decision</b></p> <p>AB advised the Board that GGHT are members of the National Housing Federation and part of the membership fee is the provision of insurance for Directors and Officers liability insurance.</p> <p>GGHT are required to provide information of the insurance to officers.</p> <p>“It was reported that the National Housing Federation has purchased an Indemnity Policy protecting all Board, committee or staff members and volunteers from claims made against them in their capacity as representatives of GGHT.</p> <p>It was noted that cover for GGHT under such policy is conditional upon immediate notice in writing to the National Housing Federation of any claim made against any person insured by the policy or of the receipt of notice from any persons of intention to make a claim against any person insured by the policy.</p> <p>Accordingly, it was agreed that if any Board Member (present or absent) or senior executive is aware of any such claim or any such notice of intention or any circumstances or incident which may give rise to a claim he or she will immediately notify the Secretary of GGHT in order that notice in writing together with all relevant details can be submitted to the National Housing Federation. Notification of this minute has been made to all Board members and senior executives who are required to make necessary disclosure to the Secretary.”</p> <p><b>GGHT 2011 - 085</b></p> <p>The Board noted the minute and are aware of their duties under the NHF policy.</p>	



15	<p><b>Bribery Act 2010</b></p> <p>The report was noted.</p>	
16.	<p><b>Flats Action Plan</b></p> <p>There are a number of high risk areas in the plan but no completion dates against the actions. AF to advise JB</p>	<b>AF</b>
17.	<p><b>Summary News Item</b></p> <p>The report was noted.</p>	
18.	<p><b>Minutes of the Customer Consultative Panel 22 March 2011</b></p> <p>The report was noted.</p>	
19.	<p><b>Minutes of the Chairs Briefing: 6 April, 4 May 2011</b></p> <p>The report was noted.</p>	
	<p><b>Date of next meeting:</b></p> <p>Wednesday 29 June, 6.00pm Council Chamber</p>	