



**Agenda Item No B126.17/18  
Board Meeting Minutes**

Board Meeting – Tuesday 6 February 2018 at 1630, Nexus House, Newport

**Present:**

**Members:**

Nicola Somerville	Interim Chair
Christopher England	ARC Chair
Jayne Rose	ARC Vice Chair
John Harray	
Alex Stephenson	
Kevin Ward	
Jane Mudd	RC Chair
Janice Morgan	RC Vice Chair
Helen Taylor	

**In Attendance:**

Tim Jackson	Executive Director of Finance & Resource (EDofF&R)
Rob Lynbeck	Executive Director of Operations (EDofOps)
Stephanie Bradley	Head of Finance & Procurement (HdofF&P)
Donna Pope	Finance Business Partner (FBP)
Claire Barley	Head of Strategy & Organisation Development (HdofS&OD)
Rachel George	Head of Development & Regeneration (HdofD&R)
Sharon Wilkins	Head of Housing & Customer Services (HdofH&CS)
Simon Andrews	Head of Maintenance (HdofM)
Sharon Morden	Business Transformation Manager (BTM)
Chris John	Business Improvement & Performance Manager (BI&PM)
Joanna Fairley	Governance & Compliance Manager (G&CM)
Gill Sherman	Senior Governance Officer (Minute Clerk)

**Observers:**

Paul Boobyer	Information Governance Business Partner (IGBP)
John Hill	Board Academy

- | <b>AGENDA ITEM</b>  | <b>ACTION</b> |
|---|---------------|
| <b>1. Welcome to Board Members, Guests and Observers</b>  |               |
| 1.1 The Interim Chair opened the meeting at 16:35 and welcomed staff and observers.   |               |
| <b>2. B101.17/18 – Apologies for absence</b>  |               |
| 2.1 Apologies had been received from Cathy Bryant and Ceri Doyle.   |               |
| 2.2 The Chair asked Members to note that the CEO had undertaken an extensive handover with the Executive Directors, Leadership team |               |



and the Board Chair to ensure business continuity during the CEO's absence following surgery.

**3. B102.17/18 – Declarations of interest**

3.1 The Chair reported the following declarations of interest had been received but were not considered disqualifying:

- Jane Mudd
  - B120.17/18 - Cot Farm
  - B110.17/18 - City Centre
- Jayne Rose
  - B122.17/18 - Use of Seal
  - B116.17/18 - 2018/19 – Budget – Rent increase and service charges
- Janice Morgan B116.17/18 – 2018/19 – Budget – Rent increase and service charges
- **\*\*Chris England B116.17/18 – 2018/19 – Budget – Rent increase and service charges**
- Cathy Bryant
  - B118.17/18– Tower blocks – cladding, removal and replace
- All NCH staff:
  - B121.17/18 – BTP – Recognition & Reward Recommendations

**\*\* Identified and updated from 13 March 2018 Board – Agenda Item B126.17/18, Minutes of meeting held on 6 February 2018.**

**John Harry arrived at 16:38**

**4. B103.17/18 - Minutes of the meeting held on 9 November 2017**

4.1 The minutes of the previous meeting held on 9 November 2017 were agreed and signed as a true record.

**Resolution: The Board approved the minutes of the 9 November 2017 meeting as a true record.**

**5. B104.17/18 – Matters Arising 9 November 2017**

5.1 The Chair asked Members to note all matters arising were complete.

**Resolution: The Board noted the completed matters arising.**

**6. B105.17/18 – Governance: Share Membership & 2018/19 Meetings Matrix**

6.1 The Governance & Compliance Manager (G&CM) referred Members



to the Share Membership report and the recommendation for Members to approve the one application. The G&CM concluded before taking questions by highlighting the total share membership, and number of live and cancelled members and updated Members on the forthcoming housekeeping exercise to be undertaken between March and August 2018, in accordance with the NCH rules. Members approved the one share membership application and noted the housekeeping exercise.

- 6.2 The G&CM referred Members to the 2018/19 Meetings matrix which had been updated to reflect Members' feedback and requested Members approve the matrix. The G&CM continued by asking Members to note the proposed new start time for Board meetings of 5.30 pm and, due to a number of Board commitments in June 2018 the cancellation of the June BSPD. The G&CM concluded by asking Members to note the change to dates for Board Member mandatory training from 26 April 2018 to 1 May 2018 and from 14 June 2018 to 18 April 2018.
- 6.3 The Chair thanked Members for their feedback which provided a clear indication that a 5.30pm Board meeting start was preferred by the majority of Members. The Chair continued that refreshments would be made available from 5pm.

#### **Resolutions:**

1. **The Board approved the draft 2018/19 meeting matrix.**
2. **The Board noted the following:**
  - **The new start time of 5.30pm for Board meetings with refreshments being made available for Members from 5pm.**
  - **The cancellation of the June BSPD.**
  - **The change of dates for Board Member mandatory training from 26 April 2018 to 1 May 2018 and 14 June 2018 to 18 April 2018.**
7. **B106.17/18 – Chair and CEO Overview**
- 7.1 The Chair referred Members to the written overview that had been made available in order to keep the agenda and discussions focused and confirmed this would become a regular information update that would be made available on the Knowledge area of Boardpacks. The Chair asked Members for and did not receive any feedback and questions or points of clarification from the overview.

**Jane Mudd arrived at 16:44**

8. **B107.17/18 – Quarter 3 Management Accounts**
- 8.1 The Finance Business Partner (FBP) presented the Management



Accounts report for the period ended 31 December 2017 which showed an Income and Expenditure account surplus of £2.9m compared to a budgeted Income and Expenditure account deficit of £2.1m to date. The FBP continued that a Qtr 3 forecast out-turn exercise had taken place and provided a realistic year-end position of £0.6m surplus.

- 8.2 Following presentation of the management accounts, the FBP concluded by asking for any questions.
- 8.3 There being no questions, the Chair asked Members if they were content to approve the management accounts for the period ended 31 December 2017, Members approved the management accounts and noted these would be presented to the Lenders and Welsh Government for approval. **EDofF&R  
HdofF&P**
- 8.4 The Chair asked Members if they were content to approve the waiving of the right to the RPI linked interest rate option in the loan agreement at paragraph 6.7.
- 8.5 Members asked for greater clarification on the waiver and the Executive Director of Finance & Resources (EDofF&R) explained that the Royal Bank of Scotland (RBS) was separating into two banks ie an investment bank and a retail bank. The Association's loan contained a clause whereby the Association could request an RPI linked interest fix which would cause RBS to place the Association's loan into the investment bank arm, which RBS would wish to avoid.
- 8.6 The EDofF&R concluded that the waiver had been discussed with Centrus, the Association's treasury advisors, who confirmed that, in practice, the Association would not want to take up the RPI linked interest rate option.
- 8.7 Members discussed the waiver and were assured by the EDofF&R that the change was due to banking regulations and a number of other Housing Associations (HAs) had received the same request. The EDofF&R responded to a question from the Chair that conceding to the waiver would not impact upon the Association's business or further anticipated work on refinancing, stating that the Association would not seek to use the RPI interest rate link as it carried too much risk. Members approved the waiving of the RPI interest rate option.

## Resolutions:



1. **The Board approved the Management Accounts for the period ended 31 December 2017 and noted it would be passed to the Lender and Welsh Government for review.**
2. **The Board approved the waiving of the right to RPI linked interest rate option in the Association's loan agreement.**

**9. B108.17/18 – Quarter 3 Performance Indicators**

- 9.1 The Business Improvement & Performance Manager (BI&PM) presented to Members the Key Performance Indicators (KPIs) for Quarter 3 October-December 2017/18 requesting Members review and note.
- 9.2 The BI&PM continued that performance against resident satisfaction had shown marginal improvements but remained below the Association's desired level of performance. The BI&PM assured Members there was a concentrated effort to improve those areas but added that not all actions were exclusively within the Association's sphere of control.
- 9.3 The BI&PM advised that resident satisfaction remained a focus for the Leadership team and was reviewed monthly. Members noted that a number of changes had already been implemented such as the upcoming launch of the resident portal, the city centre office and ensuring consistency of performance in repairs by increasing the capacity of the trades team.
- 9.4 The BI&PM concluded, before taking questions that the Association faced a number of challenges, one of which the anticipated reduction in public services which could impact upon communities, and the impact of Universal Credit (UC) which was being monitored daily, but was showing an increase in rent arrears.
- 9.5 A Member queried the change to the telephone message that no longer asked residents to press one for repairs and two for other services, and whether this was having an impact on the time taken to answer the telephone. The Head of Housing & Customer Services (HdofH&CS) responded that the separation of calls for repairs was needed when there was a separate team managing repairs calls. Changes introduced through the re-structure meant that all calls were now answered by a single team, so there was no longer a need to separate out the calls. Members noted that there had been an improvement to the average time taken to answer a call, with this



reducing from nine minutes down to five and that reducing call handling time even further remained a key priority.

- 9.6 A Member commented that whilst there had been progress in a lot of areas it was disappointing that less than seven out of ten residents were satisfied with the Association as a landlord. The Member continued that this had been a constant theme for the past ten years and questioned how the Association was really putting the resident at the heart.
- 9.7 The Member stated that the level of discontent had been expected whilst work was underway to comply with WHQS, now that WHQS had been completed he had anticipated a rise in customer satisfaction.
- 9.8 The Chair responded that this data did not necessarily align with the 91.3% of residents that were satisfied with the helpfulness of staff and it was necessary to understand the gap in satisfaction.
- 9.9 The Head of Maintenance (HdofM) responded that the performance data suggested residents were satisfied when the Association's trades staff undertook repair work and actions were in hand to increase the scope and size of the internal work force.
- 9.10 A Member stated that one of the difficulties in viewing any one quarter's performance was this was exclusively dependent on satisfaction to determine performance and that qualitative data could support this.
- 9.11 Members discussed the monitoring of contractors and discussions from the recent Board Strategic Planning Day (BSPD) relating to improving the customer experience by increasing the internal workforce/maintenance teams.
- 9.12 A Member added that the Board understood that performance was on a journey but, without milestones to provide context to the overall measure, it was difficult to be assured.
- 9.13 The BI&PM responded that corporate measures were utilised to inform the KPIs presented to Board, and these were scheduled to be reviewed and considered at the pre-Board Workshop in September 2018.
- 9.14 Members continued to discuss the level of customer satisfaction, the recent upward trend in customer satisfaction with in-house



maintenance as opposed to contractors, industry STAR methodology to measure satisfaction and the questions used in the surveys which were a requirement of the Regulator.

- 9.15 The EDofOps advised that the data was being taken seriously and a large amount of work was in hand to make improvements, but took Members' point that milestones and contextual information would provide the Board with a more balanced report.
- 9.16 A Member commented that what was of more concern was the 58% of residents who believed the Association listened and acted upon their views. The Member continued that whilst there had been a slight 2% improvement from the last quarter, if the Association really did have the resident at the heart the Member would hope to see in a year's time a much improved statistic, the current level was of concern, adding repairs were just one part of the overall performance.
- 9.17 The EDofF&R confirmed that there was objective analysis which was based upon systematic and focused approaches and processes. The EDofF&R continued there was a need to present a report back to the Board which explained what was being actioned, and why, in order to provide assurance that plans were in place to improve performance.
- 9.18 The Chair thanked Members for their discussions and requested that the points raised by Members be addressed for the next Quarter 4 update in May 2018. The Chair concluded by asking and receiving from Members their noting of the Quarter 3 key performance indicators update. **BI&PM**

**Resolution: The Board noted the Qtr 3 Key Performance Indicators.**

**10. B109.17/18 Draft Corporate Plan 4**

- 10.1 The BI&PM presented to Members the draft Corporate Plan 4 (CP4) which provided the focus of the Association for the coming year and into 2020. The BI&PM continued that the draft CP4 had been developed to support the delivery of 2020 Vision and was built upon the progress made by previous corporate plans. The CP4 was focused on improving performance and customer satisfaction, the development of new homes and efficiencies across the Association.
- 10.2 The BI&PM continued that, as discussed at the BSPD, the Association needed to define its role in supporting communities.
- 10.3 The BI&PM concluded before asking for questions, that there was a



need to develop the vision for 2025 while considering CP5 next year.

- 10.4 A Member asked for clarification regarding growth and whether this related to tenure or type. The BI&PM confirmed it was related to both.
- 10.5 A Member commented that the measures for performance going forward echoed Members' comments from the previous KPI report in that, as a general point, the corporate measures supporting KPIs would be useful for Board to consider.
- 10.6 Members had no immediate amendments or changes to CP4 and were satisfied with what had been presented, noting that many of the measures were aspirations and requested the final CP4 for final approval at the 13 March 2018 Board under Matters Arising to ensure all Members had the opportunity to fully consider before approval was given. **BI&PM  
Gov team**

**Resolution: The Board noted the draft CP4 2018/19.**

**11. B110.17/18 – Business Transformation Programme Update**

- 11.1 The Business Transformation Manager (BTM) referred Members to the Business Transformation Programme update (BTP) for Members to note progress on accommodation, customer service review and restructure.
- 11.2 The BTM continued that separate reports on Recognition & Reward (R&R) and Income & Cost reviews would be presented under confidential agenda item B121.17/18 and asked for questions.
- 11.3 Following an enquiry concerning the city centre launch it was confirmed the launch date and details would be forwarded to Members within the next two weeks. **HdofH&CS  
Gov team**

**Resolution: The Board noted the progress on the Business Transformation Programme update.**

**12. B111.17/18 – Development and Regeneration update**

- 12.1 The Head of Development and Regeneration (HdofD&R) presented to Members the non-confidential development update which gave progress of the development programme and the number of new homes in the pipe line. The HdofD&R added that this report was in addition to the scheduled full six monthly report, and referred





Members to the detailed financials documented in the Qtr 3 Management Accounts.

- 12.2 The Chair thanked the HdofD&R for the update which had enabled the sharing, on a wider platform, of progress to date, Members noted the report.

**Resolution: The Board noted the progress on the non-confidential Development and Regeneration update**

**13. B112.17/18 – Any Other Non-Confidential Business**

- 13.1 There being no other business, the Chair thanked officers and observers for attending the non-confidential element of the meeting.

**The Non Confidential Board concluded at 17:44**

**Observers and Guests left prior to Confidential Board Meeting**