

DERBY HOMES LIMITED

MINUTES OF THE GOVERNANCE SERVICES COMMITTEE MEETING

Held on Monday 6 April 2009

The meeting started at 1.00 pm

Board Members Present:

Paul Bayliss, Margaret Redfern, Bob Osler (Chair), Dennis Rees and Ken Whitehead

Officers Present:

Lorraine Watson, Jackie Mitchell, Julie Wren

09/22 Apologies

There were no apologies.

09/23 Admission of Late Items

There were no late items.

09/24 Declarations of Interests

The Council Board Members were noted as declaring their interest in matters relating to Derby City Council.

The Tenant Board Members declared their interests as tenants (as defined in the Memorandum and Articles of Association) of Derby City Council.

09/25 Minutes of Previous Meeting

The minutes of the meeting held on the 27 February 2009 were accepted as a true and accurate record.

09/26 Matters Arising

Minute 09/19 Making best use of IT for Board Members

Paul Bayliss recently met with new Board Members Brian Perry and Tony Holme. They currently use their own PC but Paul said they should be encouraged to take up the offer of Derby Homes'

equipment. The Governance Services Manager advised the Committee that this is part of the induction process for all new Board Members. She added that both positions were up for election in the Summer and it would be appropriate to wait until their position on the Board is known.

Minute 09/21 Succession Planning

Margaret Redfern referred to the wording used in the paragraph on Succession Planning. Although she had asked about Dennis's term on the Board she felt the wording reflected this in the wrong way. She emphasized that she would like Dennis to remain on the Board and asked that the wording be softened to show this. It was agreed that the wording would be changed to say she had enquired about the Chair's maximum term of office.

The Committee was advised that the Chair's of the Board is elected annually by the Board. The Memorandum and Articles of Association state that a Board Member's maximum term of office is a period of 10 consecutive years or 4 consecutive terms of office (a term of office is 3 years), whichever is the lesser. The Articles also state that Board Members can, however apply to the Board to be reappointed.

09/27 Dealing with Requests for Funding from External Organisations

The Director and Company Secretary reported that this item had been put on the agenda and brought to the meeting as requested by Bob Osler. Bob Osler advised the Committee that there should be a format for requests for funding.

The Director and Company Secretary read through appendix 3, containing proposed guidance for applicants and procedure for processing requests. She advised that some applications may be for small amounts of funding and therefore recommended a shorter 1 page application for small amounts so as not to deter people from applying.

Margaret Redfern suggested that it would be useful to include a flow chart showing the procedure to be followed.

The Director and Company Secretary advised that some of the proposals contained in the document were prompted by a Councillor complaint regarding the alleged improper use of money.

Dennis Rees enquired whether this process would apply to Estates Pride work as this usually goes to the Local Housing Boards for

approval. The Director and Company Secretary informed him that in terms of Estates Pride funding, the new process would only apply to requests from external bodies, but not from tenants.

The Committee suggested some changes to the document:

- Equalities & Diversity and Health & Safety 'Statements' rather than policies.
- Requests acknowledged within 5 working days rather than 3 working days.
- As the Chief Executive is delegated to spend up to £5,000, small bids will be up to £1,000 and larger bids between £1,000 and £5,000. Amounts over £5,000 will need to be approved by the Local Boards.

Margaret Redfern gave an example where a certain group makes an application for Neighbourhood Funding every year and use this as their annual funding stream. She had concerns that this resulted in other groups missing out. Paul Bayliss suggested that applicants are asked if they have applied for funding from other sources within the last 12 months.

The Governance Services Manager advised Committee of some suggestions she had received from Mark Crown, Tenant Involvement Manager. These were: asking applicants for a list of all failed applications together with reasons for refusal and information about the project's sustainability, eg fund raising/planned activity.

The Committee decided not to include a list of failed applications and the second suggestion was already included in the proposed criteria.

Agreed

The Committee agreed that a report with the revised guidance and procedure be taken to a future Resources & Remuneration Committee.

09/28 Board Agenda – Contents and Layout

The Committee had requested this item on the agenda following a discussion at the previous meeting around the content and layout of the Board agenda.

At its last meeting, the Board had agreed that confidential items should be dealt with at the start of the meeting to allow for important decisions to be agreed earlier on in the evening. The Committee debated whether confidential items should be dealt with before or after

Questions from the public. Margaret Redfern was concerned that members of the public would have to wait outside of the meeting for some time to allow the Board to consider confidential items. It was agreed that confidential items would be discussed after Questions.

The Director and Company Secretary reminded Committee of the Board's recent decision to start their meetings at the later time of 6:30 pm. This decision was to allow Mary Rowland time to travel from her employment and arrive in time for the start of the Board meeting.

Paul Bayliss referred to Section 50 of the Employment Rights Act which allows people working for the public bodies time off work to attend meetings.

Ken Whitehead raised the subject of Health and Safety and commented that the Health & Safety Forum were disappointed that this is not covered adequately. He added that the Health and Safety Forum were looking to recruit additional members as there were not enough at present. The Director and Company Secretary took note of his comments and advised that she would pass them on to Maria Murphy, Chair of the Forum.

Agreed

The Committee agreed that confidential items should be covered at the start of the Board agenda, after Questions from the Public, and that the Chair and Chief Executive should decide the order of the remainder of the agenda.

09/29 Future Agenda Items

CRB Checks for Board Members

Bob Osler questioned if these were necessary. The Director and Company Secretary advised that legislation regarding those who require a CRB check applies to those working or interacting with vulnerable adults and/or children. Paul Bayliss added that CRB checks are compulsory for all Councillors. Bob Osler asked how this would affect Board Members. The Director and Company Secretary advised that it would apply to Board Members who attend events with staff or tenants. Bob Osler asked if this needs to be looked into further. The Governance Services Manager agreed it would. The Director and Company Secretary will invite Christine Hill, Personnel Manager to attend the next meeting.

Committee to consider any other future items

The Director and Company Secretary commented that the Committee is lacking an action plan and has no structure. She suggested a review be carried out of our Governance using the HQN Governance Tool Kit.

The Governance Services Manager suggested that the tool kit could be broken down into units and that the Committee could work through this over a number of meetings.

The Director and Company Secretary spoke of an event Phil Davies, Chief Executive and Alison Brown, Board Member, had recently attended at which they received a presentation from Alistair Mackintosh. She suggested that the slide presentation be added onto the next agenda and that Phil Davies and Alison Brown be asked to provide a briefing note.

Date of next meeting

The Committee agreed to cancel the next meeting on 24 April 2004.

The next meeting will be held on Friday 29 May 2009 at 12 noon at Cardinal Square.

The meeting ended at 2.10 pm.

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CHAIR

Signed as true and accurate record of the meeting held on 6 April 2009.