

## **DERBY HOMES LIMITED**

### **MINUTES OF THE GOVERNANCE SERVICES COMMITTEE MEETING**

**Held on Friday 29 May 2009**

The meeting started at 12.10 pm

#### **Board Members Present:**

Margaret Redfern (arrived at 12.25 pm), Bob Osler (Chair), and Ken Whitehead

#### **Officers Present:**

Christine Hill, Susan Hill, Jackie Mitchell, Lorraine Watson

#### **09/30 Apologies**

Apologies were received from Paul Bayliss and Dennis Rees.

#### **09/31 Admission of Late Items**

There were no late items.

#### **09/32 Declarations of Interests**

The Council Board Member was noted as declaring her interest in matters relating to Derby City Council.

The Tenant Board Member declared his interest as a tenant (as defined in the Memorandum and Articles of Association) of Derby City Council.

#### **09/33 Minutes of Previous Meeting**

The minutes of the meeting held on the 6 April 2009 were accepted as a true and accurate record.

#### **09/34 Matters Arising**

##### **Minute 09/28 Board Agenda – Contents and Layout**

Ken Whitehead felt that the Director and Company Secretary had misunderstood his comment that health and safety was important at work. The Personnel Manager informed Committee that a meeting

had been held to discuss options for the Health and Safety Forum to improve recruitment of additional members and initiatives have been raised.

**Minute 09/29 Future Agenda Items**  
**Committee to consider any other future items**

The Governance Services Manager informed Committee that the HQN Governance Tool Kit is under review at the moment. The Director and Company Secretary added that the review could take up to a year but the Committee could still look at it. The Governance Services Manager will find out when the review of the toolkit is due to be completed and if appropriate the Committee will look at it.

**09/35 HQN Good Practice in Governance**

The Committee discussed the presentations by Alistair McIntosh, HFA Lead Officer, and Brian Johnson, Chief Executive of Moat Housing Association given at the recent NFA Annual Conference.

The Committee discussed the risks highlighted in Brian Johnson's presentation. The Committee commented that Derby Homes' risks framework had not been reviewed for at least three years. .

Bob Osler suggested that the Committee look at the context of the Strategic Board meeting.

**Agreed**

The Committee recommended that the Board looks at the framework of the risk register at an away day or workshop.

**09/36 NHF Excellence in Governance Code for Members**

The Committee received a report outlining the content of the recently updated National Housing Federation (NHF) publication Excellence in Governance a Code for Board Members, which provides guidance for Board Members to achieve the highest standards of governance, accountability and probity.

The Chair requested that copies of the publications are ordered for Committee Members in time for the next meeting. The Committee agreed to invite the Chief Executive and the Chairs of the Board and Committees, to future meetings, to discuss the relevant areas in the Code.

## **Agreed**

The Committee agreed

1. to look at the sections of the Code at the next meeting as proposed in paragraph 3.4 of the report on receipt of copies of the publication
2. to order copies of the Code for Committee members before the next meeting
3. Board and Committee Chairs and Chief Executive to be invited to relevant future meetings to discuss aspects of the Code.

### **09/37 CRB Checks for Board Members**

The Committee received a report to consider whether Board Members should be subject to a CRB Disclosure.

The CRB offers very clear advice about who can and who cannot be checked. They have produced a Code of Conduct which places different workers, who can be checked, into different categories. Category 07 refers to Committee and Board Members. The Personnel Manager informed Committee that the criteria within this category is highly unlikely to affect Derby Homes' Board Members as they would not have unsupervised access to children and vulnerable adults.

## **Agreed**

The Committee agreed Board Members should not be subject to CRB Disclosures.

### **09/38 Future Agenda Items**

Excellence in Governance Code For Members:

June	Preamble
	Constitution and composition of the board
	Board recruitment, renewal and review

**Date of next meeting**

**The next meeting will be held on Friday 26 June 2009 at 12 noon at Cardinal Square.**

The meeting ended at 1.20 pm.

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CHAIR

Signed as true and accurate record of the meeting held on 29 May 2009.