

DERBY HOMES LIMITED

MINUTES OF THE BOARD (REMOTE) MEETING

Held on Thursday 26 March 2020

Board Members present

Mike Ainsley, Jenn Layton Annable, Iain MacDonald, Bob MacDonald, Lucy Care, Finbar Richards, Sarah Russell and Jsan Shepherd

Officers in attendance:

Maria Murphy, Managing Director
David Enticott, Finance Director & Company Secretary
Shaun Bennett, Director of Property
Clare Mehrbani, Director of Housing Services
Jackie Mitchell, Governance Services Manager

Others in attendance:

Councillor Roy Webb, Cabinet Member for Adults, Health & Housing

20/51 Apologies

Apologies were received from Jerry Pearce and Rachel North

20/52 Admission of Late Items

There were no late items.

20/53 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.

Mike Ainsley and Iain MacDonald declared an interest in Item B5 Compliance with the 9 Year Rule.

20/54 Minutes of Previous Meeting

The minutes of the meeting held on the 26 March 2020 were accepted as a correct record.

20/55 Matters Arising

Minute 20/26 Apologies

The Board agreed to amend from 'Apologies' to 'Board Members who didn't respond'.

Minute 20/45

Bob MacDonald expressed his appreciation of the Board's decision to reappoint him.

20/56 Announcements from the Chair

The Chair advised that earlier that day he had an interesting remote meeting with ALMO Chairs to discuss what was currently happening. The meeting enforced what a good job ALMOs are doing and are coping brilliantly. Some good news – Eamon McGoldrick is having conversations with the government and MHCLG and they are absolutely on board with income pressures the sector is facing and are looking at ways to deal with it. ALMOs recognise the private sector is likely to be very slow to move into development and the MHCLG is looking at ways to boost development in the social housing sector to get the economy moving. Also, the Treasury is looking actively at ways to put money into the social rented sector.

As to whether there is encouragement for councils to be looking to progressing developments, the Chair advised there are no specifics, just encouraging conversations but he felt this could be an issue to pass back to the NFA.

20/57 Statements from Members of the Board

There were no statements from Members of the Board.

20/58 Questions from members of the public

There were no questions from members of the public.

20/59 Committee Chair's Feedback

The Chair of Audit Committee provided feedback from the meeting held on 16 March 2020.

Agreed

The Board noted the feedback.

20/60 Outstanding Actions

The Board considered an update on outstanding actions arising from previous meetings.

Agreed

The Board noted the outstanding actions.

Confidential Business

20/61 Confidential Minutes of the previous meeting

Agreed

The confidential minutes of the meeting held on the 26 March 2020 were accepted as a correct record.

20/62 Matters Arising

There were no matters arising.

20/63 Managing Director's Report – Unlocking the Lockdown

The Board considered a report from the Managing Director on strategic and key issues in relation to the effects of the Coronavirus pandemic and impacts on services provided by Derby Homes.

Agreed

The Board approved the recommendations contained in the report.

20/64 Apprentice Intake 2020/21

The Board considered a report which linked with the above report on unlocking the lockdown and specifically looked at the challenges around how Derby Homes manages its intake of apprentices in 2020/21.

Agree

The Board approved the recommendations contained in the report.

20/65 Financial Update

The Board considered an update on key financial developments since the last Board meeting.

Agreed

The Board approved the recommendations contained in the report.

20/66 Property Update

The Board received a report on current issues within the Property Directorate.

Agreed

The Board noted the content of the report.

20/67 Housing Services Update

The Board received an update on strategic and key issues in relation to Housing Services.

Board thanked the Director of Housing Services and her staff for their work in very difficult circumstances.

Agreed

The Board noted the report.

20/68 Strategic Risk Register 2020/21 Update

The Board received a report on the updated Strategic Risk Registers for 2020/21, as required by the Board at its last meeting, as a result of the Covid-19 crisis.

Agreed

The Board approved the recommendations contained in the report.

20/69 SMT Declaration of Interests

The Board considered a report presenting details of declarations of interest made by the Senior Management Team.

Agreed

The Board noted the report.

20/70 Items from Part C for discussion

No items from Part C were requested for discussion.

20/71 Health & Safety Update

The Board received a report containing details of recent health and safety performance and current issues.

The Board was advised that the health & safety statistics that are usually discussed at the Health & Safety Forum had been discussed by the Senior Management Team and it was hoped that the next H&S Forum meeting will take place through Skype.

The Board was advised that Derby Homes was aware of one member of staff with a positive diagnosis of Covid19, four staff who are shielding and unable to work from home and 3 other staff are self-isolating. No staff have been lost due to Covid19.

With regard to the Test and Track 14 days isolation measures, there will be significant implications for employers and particularly for Derby Homes trades. Staff may have to self-isolate multiple times and Derby Homes is working through how that will be handled. There will also be far reaching implications for the Council, of which we are a part. The Managing Director will update everyone as this moves forward.

Agreed

The Board noted the report.

20/72 Health & Safety End of Year Update

The Board considered an annual summary of health and safety performance and key points for 2019/20, including the recent controls put in place surrounding Covid-19.

The Board thanked Stuart and his team for their contribution.

Agreed

The Board noted the report.

20/73 Employee Survey Results – COVID 19

The Board considered a report providing feedback from a recent workstyle and wellbeing survey of staff which was carried out to understand how people are feeling at the moment.

Agreed

The Board noted the feedback from the survey and subsequent actions taken to address matters arising.

20/74 Compliance with the 9 Year Rule

The Board considered a matter arising from this year's Board effectiveness review regarding the 9 year rule for Board Members and non compliance with the Code of Governance. A recommendation made by Nottingham City Homes as part of their review of Derby Homes' compliance was that the Board should consider whether to continue non-compliance with the nine year limit.

Lucy Care suggested, regarding the nomination of Councillors to the Board, that the Council is provided with details of any skills gaps on the Board.

Jsan Shepherd reminded the Board that it has the option whether to reappoint a Board Member as part of the competitive interview process at the end of their 3 year term.

Agreed

The Board approved the continued non-compliance with the 9 year rule for Directors.

20/75 Governance & Viability Compliance 2020

The Board considered a report setting out Derby Homes self assessed compliance with the NHF Code of Governance 2015 and the Regulator of Social Housing's Governance and Viability Standard.

The overall conclusions of the self-assessments are that Derby Homes complies with the RSH Governance and Viability standard and complies with the NHF Code of Governance 2015, albeit with one declared 'non-compliance' with reasoned explanations. This is permitted by the Code itself, especially where the Constitution overrides the approach suggested by the Code. The non-compliance relates to Board membership in excess of nine years.

Lucy Care referred to the list of items listed in paragraph 4.14 Other Matters outstanding to be delivered and suggested the need for a Forward Plan.

The Board was also asked to consider its approach to its annual Board Effectiveness review which will need to be delivered at or by its September meeting.

Agreed

The Board

1. agreed to make the following statements in its 2019/20 accounts with respect to the reviews:

“In its view, Derby Homes Board complies with the RSH Governance & Viability standard” as set out in the attached detailed statement.

and

“In its view, Derby Homes Board complies with the NHF Code of Governance 2015. The Board recognises one area of declared non-compliance, with respect to its Board Membership, as a result of our constitution.”

2. Agreed to contact the Finance Director & Company with suggestions for the annual Board Effectiveness review.

20/76 Review of Procurement Standing Orders

The Board considered a report detailing the outcome of a review of the Procurement Standing Orders. The Standing Orders were amended with a number of minor and some grammatical changes in an attempt to make the them easier to understand and implement by employees. The key changes other than wording were set out in the report.

Iain MacDonald referred to a procurement issue that had arisen in the past and asked if staff follow the standing orders, should the Board have confidence there should be no further occurrences of what happened.

The Finance Director & Company Secretary advised that this issue was looked at when reviewing the policy.

The Managing Director advised that there was a piece of work outstanding on guidance to staff explaining the benefits of consortia buying arrangements to help improve how consortia can help us and a piece of work reviewing of how our procurement set up at Derby Homes is handled.

It was agreed that something would be included within the policy's introduction asking staff to flag up anything that needs explaining or changing and also on the environmental impact that procurement processes can have.

Agreed

The Board approved the introduction of the revised Procurement Standing Orders, subject to the amendments as discussed above.

20/77 PWLB Consultation Response

The Board considered a response to a consultation on the issue of lending by the Public Works Loans Board (PWLB) to Councils. While Derby Homes does not borrow directly from the PWLB, the Council does and any borrowing that they require or lend to us would come from that source. The consultation is intended to bring in new constraints on local authority borrowing for investment purposes and this could impact on Derby Homes.

Agreed

The Board approved the PWLB Consultation Response.

20/78 Insurance Act 2015

Under the Act Derby Homes is obliged to disclose to insurers “relevant information” at both the insurance tender / renewal time and within the year if relevant issues occur.

The Board considered whether there was any new relevant information that should be disclosed to the insurer under the Insurance Act 2015.

The Board asked for clarification on Derby Homes’ position regarding possible claims due to Covid, for example in relation to business continuity costs.

The Finance Director & Company Secretary will make enquiries and advise the Board accordingly.

Agreed

The Board, having considered whether there is any new relevant information that should be disclosed to insurers, as required under the Insurance Act 2015, agreed it was not aware of any such information.

20/79 Draft Minutes of Committees of the Board

The Board received the draft minutes of the Audit Committee held on 16 March 2020.

Agreed

The Board noted the draft minutes.

20/80 Forward Plan of Agenda Items

The Board received the Forward Plan of Agenda Items for the six months period June – December 2020.

Agreed

The Board noted the Forward Plan.

20/81 Any Other Business

The Board agreed meeting went well and congratulated Mike on chairing the meeting.

The meeting ended at 7.45 pm

Date of next meeting

The next meeting will be held on Thursday 30 July 2020 at 6.00 pm.

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CHAIR

Signed as true and accurate record of the remote meeting held on 28 May 2020.