

## LEEDS FEDERATED HOUSING ASSOCIATION

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### MINUTES OF THE BOARD OF MANAGEMENT MEETING HELD ON WEDNESDAY 27<sup>th</sup> MARCH 2019 at 6.00 pm

**Present:** Stuart Whyte (SW) Chair  
Sue Howlett (SH)  
Martin Warhurst (MWa)  
Jaedon Green (JG)  
Robin Machell (RM)

**In attendance:**

Matthew Walker (MW) Chief Executive  
Stephen Blundell (SB) Director of Operations  
Jason Ridley (JR) Director of Finance and IT  
Jill Hellings (JH) Company Secretary  
Megan Henderson (MH) HR Manager  
Kate Gaskin (KG) Executive Assistant (Minutes)  
Paul Johnson (PJ) 3DKS – for item 5.3

	Action
<p><b>1 Conflicts of Interest</b> No conflicts of interest were noted.</p>	
<p><b>2 Apologies</b> Apologies were received from Shaid Mahmood, Kim Brear and Claire Stone</p>	
<p><b>3) Items for Decision</b></p> <p><b>3.1) Corporate Plan 2019-20</b> <b>18.225</b> MW introduced and explained that there is now more emphasis on stakeholder engagement so he has included a paper on this.</p> <p><b>18.226 The Board approved the Corporate Plan, Strategies and Balanced Scorecard for 2019-20.</b></p> <p><b>3.2) Treasury Annual Plan &amp; Treasury Management Policy</b> <b>18.227</b> The Treasury Annual Plan 2019-20 has been drawn up by DTP. JR confirmed that it has been revised by DTP and in compliance with the CIPFA guidelines.</p>	

**18.228** JG highlighted that if interest rates do fall, that would be a good time to look at investing and borrowing opportunities.

**18.229 The Board approved the updated Treasury Annual Plan and Treasury Management Policy.**

**3.3) Finance Policy**

**18.230** JR introduced and explained that the policy sets out the main elements of the system of controls and procedures that ensure the association remains financially viable and in particular that the Financial Parameters are adhered to. There are no changes to it from the last time it was approved.

**18.231 Board approved the updated Finance Policy**

**3.4) 2019/20 Budget & Business Plan**

**18.232** JR confirmed that the budget and business plan have undergone the stress testing again and received the same results and assurance from DTP. It is possible to break the plan but it would take years even under a hard Brexit. The plan takes into account all planned development and JV costing but doesn't include additional savings that will come from V21.

**18.233** SW queried about the electrical programme and SB confirmed they are still taking a prudent position so hopefully will be less than approved

**18.234 Board members considered and approved the 2019/20 Budget and 30 year Business Plan.**

**3.5) Value for Money Policy**

**18.235** SB introduced and highlighted section 5, explaining this is just the minimum features of the VFM statement and asked for permission to format and develop this. He also asked for approval to benchmark against other organisations

**18.236 Board approved:**

- **The updated Value for Money Policy.**
- **The implementation of the identified improvements to the Value for Money Statement listed in Section 5**
- **The proposal to benchmark performance against peer organisations across the North of England as indicated in paragraph 5.5 of this report.**

**3.6) Internal Audit Plan for 2019/20**

**18.237** JR explained that the paper has been to audit committee and now needs approval by the Board. JG also highlighted the additional cost of risk areas. SB confirmed the areas that will be

looked at in regards to health and safety are currently under review.

**18.238 The Board approved the Internal Audit work plan for 2019-20 recommended by Audit and Risk Committee on 13 March 2019.**

**3.7) Board and Committee Terms of Reference**

**18.239** JH introduced and explained that this usually comes in July but due to the Development committee being set up and the need for approval, it was decided to bring them all to this meeting for approval. There are a couple of changes to Audit ToRs and the Operation Committee ToRs clarify that some aspects of Development will now be covered by the new Committee.

**18.240** It was noted that Corporate Investment Group (CIG) terms of reference will be reviewed alongside the Financial Standing Orders and will be brought to the July Board for approval.

**18.241 Board approved the Board and Committee Terms of Reference for the:**

- **Board**
- **Audit & Risk Committee**
- **Operations Committee**
- **Development Committee**
- **Governance & Remuneration Committee**

**3.8) Pension Arrangements**

**18.242** The paper updated Board on the changes required to the Association's pension scheme and the recommendations made from the Pension Sub-Group following the staff consultation that had taken place.

**18.243 The Board approved the recommendations**

**3.9) Commercially sensitive item.**

**3.10) Company Secretary Appointment**

**18.249** MW explained that JH is retiring and this has given the opportunity for a restructure within Corporate Services and it was decided that the HR Manager, Megan Henderson will take over the role of Company Secretary. Board were advised it is their responsibility to approve the company secretary role.

**18.250 The Board appointed Megan Henderson as Company Secretary when Jill Hellings retires in July 2019.**

**4 Performance**

**4.1 Review of 2018-2019 Corporate Plan**

**18.251** Board were provided with a summary of the progress made against the delivery of the 2018-2019 Corporate Plan confirming that Board had been kept informed of key aspects of the plan throughout the year and that the Association is on track to deliver the 2018-19 plan.

**18.252 Board noted this report.**

**4.2 Balanced scorecard Results January 2019**

**18.253** SB introduced explaining that across the board performance is showing as green with a couple of exceptions showing amber in application support and development. JG asked about complaints, commenting that it looks higher than previous years. SB highlighted there was some volatility post-Christmas. He is also aware that the complaints reporting system is over complicated particularly for ending the complaint which impacts on the figures and that this is being looked at from scratch.

**18.254 Board noted current levels of performance.**

**4.3 Financial Performance January 2019 and Treasury review December 2018**

**18.255** JR introduced explaining that overall numbers are good and there are some underspends. He asked the Board to approve the write off the cost of the Arthington house fit out in this year and to note that provision has been made for the costs of the JV incurred to date.

**18.256 Board noted the financial results to 31<sup>st</sup> January 2019 and approved the write off of Arthington House fit out costs**

**5) To Note**

**5.1 Governance Update March 2019**

**18.257** JH introduced, explaining it is the usual paper which shows the use of the seal and gives an update on governance and legislation changes.

JH noted the IDA result and feedback given, she also asked the Board to note the letter from the RoSH regarding a no deal Brexit.

**18.258 The Board noted the report**

**5.2) Vision21 Update March 2019**

**18.259** SB updated and confirmed that things are looking very good, the workstreams are nearly all green with one amber where the problem concerned with Origin 2 Implementation has now been resolved.

**18.260** The Benefits realisation plan is underway with identified benefits being populated with further savings expected by the end of June 2019.

**18.261** SB also explained that discussions are underway on the development of a 'Target Operating Model' that will enable teams to work in a smarter, more agile manner, enabled by Managing for Value. These discussions currently involve the Head of Customer Services and the Head of Asset Management as any future change is likely to be greatest in their areas of the business.

**18.262** The Board notes the overall status and direction of the Vision21 Programme.

**5.3 Commercial sensitive item**

**6) Board Minutes**

**6.1) 18.270 Minutes of the Board meeting held on the 28 November 2018 were approved as a true record**

**7) Matters Arising**

**7.1) Matters arising**

**18.271** There were no matters arising

**7.2) Matters arising rolling agenda 2019/20**

**8) Minutes for Information**

**8.1) Draft Health and Safety Minutes 12 December 2018 and 6 March 2019**

**18.272** SW asked about the alertcom figures, JH highlighted it is just a couple of people who haven't been using it correctly and it has not been an easy system to get used to. She also confirmed that usage has now improved and ramped up by managers.

**8.2) Board Away-Session Notes 18/19 January 2019**

**18.273** These were noted by the Board

**8.3) Draft Governance Committee Minutes 20 February 2019**

**18.274** Were approved as a true record

**8.4) Pension Sub Group Minutes 21 November 2018 and 20 February 2019**

**18.275** These were noted by the Board

**8.5) Draft Operations Committee 27 February 2019**

**18.276** These were approved as a true record

**8.6) Draft Development Sub Group 27 February 2019**

<p><b>18.277</b> These were approved as a true record</p> <p><b>8.7) Audit &amp; Risk Committee 30 January 2019 &amp; Draft 13 March 2019</b>  <b>18.278</b> These were approved as a true record</p> <p><b>9) Risk Review of Board Pack</b>  <b>18.279</b> MW clarified that this is a standard item but that no risks have been highlighted in the pack. JG highlighted the risk of civil unrest due to Brexit negotiations and how this could link to repairs and that it may be prudent to keep money aside for this. It was agreed this would be considered and discussed with the auditors as to whether a provision could be made at year end.</p> <p><b>10 Any other business</b>  None</p> <p><b>11 Date of next meeting</b>  Board Meeting - Wednesday 12<sup>th</sup> June 2019 at 6.00 pm</p>	