
Minutes of Meeting

Meeting: Board Meeting
Date: Thursday, 24 September 2020
Time: 6.00pm
Venue: Via videoconferencing on MS Teams

Present:

Tim Bolton	Dave Lakin	Hayley Smith
Victor Breach	Nicky Mellings	Kate Wareing
Victoria Dingle	David Mody	Lucy Weston
Jennifer Ekelund	Harjit Sandhu	

Apologies:

Nasreen Razaq Al-Hamdani

Also in attendance:

Lee Hayward, Interim Director of Customer Services and Repairs
Nasreen Hussain, Director of Finance and Resources
Jude McCaffrey, Interim Director of Housing and Communities
Craig Dransfield, Head of Development
Katie Legg, Head of HR
Marisa Elliott, Governance Lead and EA to the Chief Executive

Declarations of Interest

There were no declarations of interest.

1. Election of Chair of the Board

The Company Secretary invited nominations for Chair. It was proposed, seconded and agreed unanimously that Lucy Weston be re-elected as Chair.

Resolved:

That Lucy Weston be re-elected as Chair of the Association.

2. Election of Vice-Chair of the Board

The Chair of the Board invited nominations for Vice-Chair. It was proposed, seconded and agreed unanimously that Vic Breach be re-elected as Vice-Chair.

Resolved:

That Vic Breach be re-elected as Vice-Chair of the Association.

3. Co-optees and Current Membership Position

The Company Secretary took members through the report. It was proposed, seconded and agreed unanimously that Dave Lakin be co-opted to the Board. It was proposed, seconded and agreed unanimously that Mark Cole be co-opted to the Audit and Risk Committee.

She asked members to note that the Personnel and Remuneration Committee has approved 772 applications for membership. The Committee has deferred 51 and declined 3 applications. Soha also had 24 existing shareholders (comprising current and ex-Board members).

The Company Secretary also asked members to note that since becoming a mutual association, 57 people are no longer Members. This is due to Members no longer being Soha residents, or having passed away or resigning from membership. The total number of shareholding members as at 11 September 2020 is 739 of which 44 are staff (just under 6% of the total number of Members).

Resolved:

That:

- 1. Dave Lakin be re-elected as a co-opted member of the Board;**
 - and**
 - 2. Mark Cole be re-elected as a co-opted member of the Audit and Risk Committee; and**
 - 3. Note the remainder of the report.**
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4. Committee Membership and Election of Chairs of Committees

The Company Secretary presented the proposed Committee membership, Chairs of Committees and Finance portfolio holder list.

The Chair proposed that Harjit Sandhu be re-elected as the Chair of the Audit and Risk Committee. This was seconded and agreed.

The Chair proposed that Nicky Mellings be re-elected as the Chair of the Personnel and Remuneration Committee. This was seconded and agreed.

The Chair proposed that David Mody continues to have responsibility for the Finance portfolio. This was seconded and agreed.

There were no other proposed changes to Committee membership or roles.

Resolved:

That the Board approves Committee membership, Election of Chairs of Committees and the Finance Portfolio Holder role.

5a. Approval of Minutes

The minutes of the Board meeting held on 23 July 2020 were approved subject to an additional sentence in item 140, the Risk Register Review, on risk being a whole Board responsibility.

Resolved:

That the minutes of the Board Meeting held on 23 July 2020 be signed as a true and accurate record subject to the small amendment mentioned.

5b. Minutes of SIB Property Board Meeting

The minutes of the SIB Property Board meeting held on 23 July 2020 were noted.

Resolved:

That the Board notes the minutes of the SIB Property Board Meeting.

5c. Personnel and Remuneration Committee E-decision

The minutes of the Personnel and Remuneration Committee E-decision meeting held on 10 August 2020 were noted.

Resolved:

That the Board notes the minutes of the Personnel and Remuneration Committee E-decision meeting.

6. Matters Arising

Item 135 – CEX Key Issues Update

It was noted that the Interim Director of Customer Services and Repairs had forwarded photos of the newly decorated and branded office to Board members.

Reports

7. Action Tracker and Wallboard Ideas

Action Tracker

Item 126 – QL Project

The Director of Finance and Resources advised that good progress is being made with the Planned Maintenance module; the kitchens and heating elements are due to go live by the end of the month with the remaining components on target to be complete by the end of the year.

She advised that the inspections module within First Touch has gone live and is currently being embedded before moving onto the tenancy module.

Item 39 – Soha’s Approach to Managing Brexit Risks

The Chief Executive advised that this item is included within her Key Issues report (see item 8).

Item 110 – Approval of the Revised Business Plan

The Business Plan will be discussed at item 9.

Item 145 – Outstanding Actions from the Governance and IDA Reviews

The Chief Executive advised that we will be carrying out an IDA document review in January 2021.

Wallboard

The Chair asked the Chief Executive to briefly inform the Board on the Wallboard ideas as these have been recently updated.

The Chief Executive advised that the advocacy role has been discussed as part of the new Corporate Plan. It was agreed to remove this from the tracker.

It was noted that the action on transparency of information to residents (especially H&S) needs some further thought as to the most effective way to do it. It has also been added to the ‘slow time’ task list for the Comms team.

Adding to the slow time list also applies to the personal evacuation plan for residents in general needs properties and the Dot, Dot, Dot scheme.

It was agreed to remove the actions on lessons learned from complaints and improvements to communications with staff and contractors.

The Chief Executive advised that we have reviewed resourcing for an energy advisor but not yet discussed whether we wish to recruit to such a post.

Resolved:

That the Board notes the update.

8. CEX Key Issues Update

The Chief Executive provided an update on key external trends, internal issues and our ongoing response to Covid-19.

External Operating Environment

The Chief Executive advised that we are starting to see a rise in positive cases of Covid-19 and there is a real threat of a second wave. We have already thought and planned for future waves, please see item 15 and later in this section for an internal update.

The Chief Executive advised that with the ending of the current furlough scheme, we are experiencing a high number of calls with residents concerned about loss of jobs and income. The number of claims for Universal Credit is increasing and the housing team are providing a more support based approach.

The Chief Executive advised that the UK government has chosen not to extend the Brexit transition period and it looks likely that relationships with EU countries will revert to WTO terms. The impact for Soha in relation to supply chain issues (in particular for sourcing heating supplies) has been identified and mitigated within the Risk Register. This has not changed since the last update in July.

The Chief Executive advised that the white paper on planning reform is suggesting some significant changes to the planning system and how planning gain works. The impacts for Soha include the ending of the current S106 system and a new model of low cost home ownership. However, there is no real clarity at the moment.

Internal Issues

The Chief Executive advised that our contractors are performing well and all, with the exception of MD, have caught up with the backlog of repairs. We are also compliant with our H&S obligations including gas servicing.

The Chief Executive advised that we have agreed to amend some Directorates, changes include: recruitment for a Property Services Director who will oversee planned and responsive maintenance, estates and customer services; creation of a new SMT post to lead on digital transformation and business process re-design who will report to the Director of Finance and Resources and will manage the IT, QL and Communications teams and the recruitment of additional posts in IT, data analytics and business process re-design.

The Chief Executive advised that with workloads high, some teams are under consistent, significant pressure and we are conscious with the autumn and winter months ahead that times will be challenging both from a work and a personal perspective. The Head of HR confirmed that staff have been given five wellbeing days to take between now and 31 March. She advised that we've also agreed to pay staff the HMRC homeworking allowance starting from 1 October which is tax and NI free. We have also increased staffing in the Customer Services team on a temporary basis.

The Chief Executive advised that we have put on hold additional works to Royal Scot House, both for current use and future plans, and are also only allowing members of staff to work in the office if it's essential. This differs from the information in the written update as the situation has changed since it was written.

The Chief Executive confirmed that the Bromford stock acquisition is progressing well and completion is expected on 13 October.

The Chief Executive advised that we are commencing the tendering process for the main repairs contract. The new contract will start in May 2021.

The Chief Executive advised that the Housing First project has received additional funding meaning that we can increase the number of supported places we are able to offer from six to twelve.

The Chief Executive provided details of a couple of events being run by Community First Oxfordshire on the theme of Resiliency, Recovery and Truly Sustainable Communities.

The Chief Executive provided an update from the Comms team on their recent activity including the reach of Facebook campaigns and online interactions transactions.

Resolved:

That the Board notes the update.

9. Group Business Plan 2020/21

The Director of Finance and Resources presented the Group Business Plan for approval. She advised that the Board approved the Business Plan at their meeting in May 2020. However, due to the uncertainty around Covid-19, the Regulator revised its timescale for submission of Business Plans (as part of the Financial Forecast Return) to the end of September 2020.

Following discussion at the meeting in July 2020, the Board agreed that the base case assumptions and the stress testing used to produce the plan in May were still relevant. The Director of Finance and Resources advised that we have fully reviewed the plan and consider that it continues to provide a robust basis for our future financial position. The only significant variance is that the plan now includes the sales activity carried out in SIB Property and shows the Group position.

A member asked if we were able to access the grant for de-carbonising our properties. The Interim Director of Customer Services and Repairs advised that 75% of the air source heat pump programme is grant funded. We have also included an objective in the Carbon Reduction Strategy action plan to identify opportunities for accessing and using grant funding.

The Interim Director of Customer Services and Repairs advised that if further grant funding was made available for the air source heat pumps then we could look to accelerate the programme.

Resolved:

That the Board approve the Group Business Plan 2020/21.

10. Annual Treasury Plan 2020/21

The Director of Finance and Resources advised the Treasury Management Policy requires the Board to receive an Annual Treasury Plan following approval of the Business Plan.

As the submission date of the Business Plan to the Regulator was revised to the end of September, the Board agreed to a delay in receiving the Annual Treasury Plan.

The Director of Finance and Resources advised that in view of the continuing economic uncertainty and the fact that we are in a strong financial position (there is a £14m cash balance and an undrawn facility of £135m), she confirmed there was no immediate requirement for additional debt. She suggested that we wait until the Business Plan update in May 2021 and review again.

Resolved:

That the Board approves the Annual Treasury Plan 2020/21.

11. Development Update

STRICTLY CONFIDENTIAL

Confidential items were discussed. Further information is contained within the Confidential Minutes.

12. Value for Money Statement of Approach

The Director of Finance and Resources presented the revised Value for Money (VfM) Statement of Approach.

She advised that it has been updated in line with best practice and noted the key changes as service delivery via a partner organisation; a review of procurement which will be carried out in 2020/21 and an emphasis on how we align our procurement objectives as a mutual housing association while ensuring VfM.

No questions were raised.

Resolved:

That the Board approves the Value for Money Statement of Approach.

13. New Code of Governance

The Governance Lead introduced the report and advised that a new Code of Governance is due to be published in November 2020.

She advised that the new code has been completely re-written and sets out ambitious standards for housing association governance under four core principles. Organisations are expected to adopt the code and comply with the requirements or explain as to why they do not.

There is more emphasis on accountability, equality, diversity and inclusion, sustainability and organisational culture.

A key change in the new code is the term of office for a Board member which has reduced from a maximum of nine to six years. It was agreed that this is an area which Soha will need to carefully consider as we have Board members who will be required to retire in September 2021 following completion of their nine years.

It was agreed that we should re-visit the requirements in the new code when it is published.

Resolved:

That the Board notes the report.

14. Code of Conduct - Housing of Employee's Relative

While this report was for information only, it was noted that this was the first application to an employee's relative to come through the Rightmove route. The Interim Director of Housing and Communities confirmed that a rigorous process is in place and was followed correctly.

No issues were raised.

Resolved:

That the Board notes the update.

15. Planning for Future Covid-19 Waves

The Interim Director of Housing and Communities presented the report to inform the Board of Soha's plan for future Covid-19 waves and possible local spikes and lockdowns.

He also produced an action plan covering all areas of the business with a timetable for completion and the member of staff responsible.

This report was for information only and no questions were raised.

Resolved:

That the Board notes the report.

16. Any Other Business

Carole Burchett

A member of the Board spoke of the recent passing of Carole Burchett and asked for an acknowledgement to be made in the minutes of her phenomenal contribution and impact on Soha and the housing sector. The Chief Executive advised that an article has been published this week in Inside Housing with the blessing of Carole's sons. We have also shared condolences received with the family, and are discussing with them establishing a training bursary for residents in memory of Carole and Dennis.

17. Date of Next Meeting

- a) The date of the next Board meeting will be **Thursday, 22 October 2020 at 6.00pm** via MS Teams.

b) The Board Away Day is being held during the morning of **Friday, 27 November 2020 commencing at 9.00am** via Zoom (this replaces the original dates of 3 and 4 October). **Please note this is a change to the agreed date discussed at the Board meeting because of difficulties in attendance for some members.**

The meeting ended at 7.50pm.

Signed: _____

Date: _____