



Northamptonshire Partnership Homes Limited

Company No: 09019453 Registered Address: The Guildhall, St Giles Square Northampton NN1 1DE

Minutes and actions from the 1st February 2023 Board Meeting

*Lee Room, Westbridge Depot, St James Mill Road, Northampton NN5 5JW
And Teams.*

Present

Board Members:

Andrew Woods (AHW) *Chair*, John Connolly (JC) *Vice Chair*, Andrew Kilbride (AK), Bob Purser (BP), Chris Deery (CD), Clare Whitehead (CLW), Godfrey Kanengoni (GK), Nigel Hinch (NH), Rakesh Thakarar (RT), Rebecca Peck (RP).

Officers:

Mike Kay (MK), Dale Robertson (DR), Julie Petrie (JP), Linda Cherrington (LC), Davina Sylvan (DS) *minutes*

Apologies:

Chris Webb (CAW),

Observers:

Rebecca Power (RPo) RSM
Jane Carr (JCa) WNC

Minutes and Actions		
Meeting Commenced: 18:00		
Item 1	Standing Items	Action
Item 1.1: Welcome and apologies		
1.1	The Chair welcomed all to the meeting. Apologies were noted as above. The Board were advised of the attendance of an observer for this meeting.	
Item 1.2: Declaration of interests		
1.2	The Board were advised under item 3.2 of a conflict of interest for an observer.	

	<p>The Board were advised under item 5.1 of a potential conflict of interest for NPH Officers. Agreed RPO, JP, DR, LC would all leave the meeting for these items.</p>	
Item 1.3: Minutes of last meeting		
1.3	Minutes of the Board meeting held on 7th December 2022 were approved by the Board.	
Item 1.4: Matters arising		
1.4	<p>Action 1: Completed Completed and an updated version is on the intranet</p> <p>Action 2: Completed Practical completion date is 15/04/2024</p> <p>Action 3: Completed</p> <p>Action 4: Completed</p> <p>Action 5: Completed – a new action arose from discussion.</p> <p>Action 6: Completed</p>	
Item 1.5: Mission, Vision and Values		
1.5	Mission, vision and values were acknowledged in the meeting. The Chair highlighted 'aim high and deliver' which reflects NPH and hoping to continue to do so.	
Item 1.6: Happy to Help CIC Report		
1.6	<p>The report was taken as read.</p> <p>It was noted that the HTH 3-year strategy and business plan was discussed. The opening of referrals to councillors, teachers, social workers etc for services such as Helping Hands traditionally referred to via Housing Officers and Support officers was discussed.</p> <p>The HTH budget will be presented to the Board in March. the budget is looking good and has met a milestone of £500,000 met within 3 years under the 5-year target.</p> <p>Advice and guidance sought from the Board re: £76k reserves.</p> <p>The Board asked as defibrillators have been purchased for each of the community hubs, can 'bleed kits' also be included?</p> <p>It was agreed a proposal for a Reserves Policy will be brought to the next Board meeting.</p> <p>The Board commented on the popularity of the communities' fund noting the of applications received and it was confirmed the on average 3 to 6 applications are received.</p>	

	The Board received the 20/01/2023 Happy to Help CIC report.	
Item 2	For Decision	
Item 2.1: Corporate Strategic Risk Register and Risk Appetite		
2.1	<p>The report was presented and taken as read. It was noted that including the 13 risk identified at the Board Away in October 2022 there are a total of 17 risks to be carried forward. It was advised the board assurance document will be continually updated. The risk appetite reviewed as part of the Board away day and this has moved from open, seeking, hungry to open. The Board commented on the IT risk and noted within the mitigating actions would like to see plans around upgrading IT systems. It was advised a major upgrade is already in progress and is in testing phase.</p> <p>The Board:</p> <p>a) Noted the cross-referenced links to the RSH Sector Risk Profile with new risks identified in appendix 1 following the gap analysis work undertaken.</p> <p>b) Agreed the proposed strategic risks identified in appendix 2:</p> <ul style="list-style-type: none"> • Agreed the inclusion of 1 strategic risk identified by the sector risk profile gap analysis 2022 • Agreed the inclusion of the 3 strategic risks from the previous strategic risk register that have been considered by EMT and included as they remain relevant for 2023/4 • Reviewed and agreed scoring, mitigating actions and the risk owners allocated <p>c) Approved the new NPH Risk Appetite and Statement developed to reflect the outcome for 2023/24</p> <p>d) Noted the updated Sources of Assurance Framework document detailing assurances available against the new proposed Strategic Risk Register risks.</p>	
Item 2.2: Pay Award 2023/24 in Principle		
2.2	<p>The report was presented and taken as read. Highlighted points regarding the proposal to implement the annual incremental pay, subject to annual approval by the board. Impact on staff, 199 who are eligible for annual incremental pay and 83 not eligible. It was noted apprentices would not be impacted as there is already a pay progression system in place. Options were summarised and it was noted without a recommendation. In depth discussion took place regarding the options and discussed impacts on staff who are middle/lower paid earners and the living wage. The Board support the introduction of the increments and advised it would be a useful tool to support with staff retention. Officers noted that this Pay Award 2023/24 is only “in principle” at this point, once WNC confirm the budget a further paper will be presented to Board to finalise and approve the pay award.</p>	

	<p>The Board felt option 1 and 3 should be discussed with the trade unions. The pay award will then be brought back to the next Board meeting.</p> <p>The Board confirmed in principle the reinstatement of annual incremental pay within the grade on a non-contractual affordability basis. This will become subject to Board approval on an annual basis from an affordability perspective.</p> <p>Board also confirmed their preference for options 1 and 3 to begin negotiations with the Trade Unions and following the approval of the budget by full council this will return for Board approval on the 8th March 2023.</p>	
Item 2.3 Board Member Remuneration Review Update		
2.3	<p>The report was presented and taken as read.</p> <p>Details on the two specific areas the board requested more detail on had been provided: permitted levels of earnings and benchmarking with other ALMOs. One member suggested having both independent and tenant Board members voluntary roles and paid roles. It was advised an EGM would be needed to change the articles of association to reflect that change and the potential that it could breach inequality legislation and specialist legal advice would need to be sought. The Board noted it is a real commitment to be a Board member and members should be paid.</p> <p>The Board asked if the size of the organisation had been benchmarked against, it was confirmed and NPH are in the middle.</p> <p>The Board agreed that tenant and independent board members should be paid equally, and if does impinge on any Board member this should be deferred until October.</p> <p>The Board showed support for option 3, It was indicated that Solihull ALMO pay councillors and further legal advice would be sought.</p> <p>The Board discussed if option 3 is selected it should be deferred to the AGM in October 2023.</p> <p>The Board were advised that up to 3 Board members can be co-opted, these roles could be voluntary but would have no right to vote.</p> <p>The Board noted the contents of the report and the NFA benchmarking data and following a vote chose Option 3 to offer remuneration to all independent and tenant Board members which will be deferred to the next AGM in October 2023. It was noted one Board member abstained from voting.</p> <p>The CEO would obtain further legal advice on payment to Councillors.</p>	
Item 3	For Decision Recommended by Committee	
Item 3.1: Q3 Strategic Risk Register		
3.1	<p>The report was presented and taken as read.</p> <p>It was noted this is the last report against these risks. One new risk added over quarter 3 relating to damp, mould, and condensation, initially red this risk is now rated amber.</p>	

	<p>The Board commented that report was a good report and noted the situations re: Covid.</p> <p>The Board approved the updated Strategic Risk Register and Sources of Assurance.</p>	
Item 3.2: Appointment of Internal Auditors		
3.2	<p>Rebecca Power (RSM) left the meeting The report was presented and taken as read. It was noted the recent internal audit services retender process was a very robust process. Initially 9 providers were approached via the Constellia framework, 5 withdrew and 2 did not reply. Two providers were in the frame, RSM and Haines Watts Group. It was noted there was a marked difference in the interview and presentation of the tenders. It was noted that RSM included in their tender they are externally quality assured. The Board asked why people are not coming forward to tender and it was noted financially there is preference for tenders to be targeted towards the private sector.</p> <p>The Board noted the robust tender process that has taken place and the discussion points from the Audit and Risk Committee and approved the recommendation to appoint RSM as Internal Audit service providers for an initial term of 3 years, with a potential extension for a further 2 years, effective from 01/04/23.</p>	
Item 3.3: Q3 Sickness Update and Target Setting <i>annual item</i>		
3.3	<p>Rebecca Power (RSM) rejoined the meeting The report was presented and taken as read. It was highlighted that sickness has increased and this is reflected nationally and Housemark data is reporting NPH as being in the top quartile. The proposed target reflects the increase in sickness. The Board were asked to note the year-on-year reduction in sickness since the inception of NPH. A comparison with WNC sickness levels was noted with NPH showing lower levels of sickness absence. The Board commented that it is difficult and has every confidence in the team, and noted a great job done in difficult circumstances. A Board member stated they are unable to support the new target and suggested it should be reduced. The Board noted the target is close to the current level and would like some more confidence how the target has been arrived at. The Board noted two risks, sickness figures getting too high and sickness figures getting too low. Stating there should not be a target that encourages people to come into work with vulnerable tenants when ill.</p> <p>The Board noted the contents of the report and approved the sickness absence target for 2023/24 at 8 FTE days. The Board voted to approve with one against and one abstaining.</p>	
Item 3.4: Whistleblowing Policy		

3.4	<p>The report was presented and taken as read.</p> <p>It was noted this policy is a 3-year refresh which has been presented to the Audit and Risk for recommendation and the Operations and Resources Committees for information. It was noted at the Audit and Risk committee that NPH have one incident which is the subject of investigation.</p> <p>The Board unanimously approved the revised Whistleblowing policy and also noted that NPH has received one whistleblowing allegation in the last 12 months which is currently being investigated.</p>	
Item 4 For Information		
Item 4.1: ReAct ASB Case Management System: Review of Benefits		
4.1	<p>The report was presented and taken as read.</p> <p>It was noted this was as a result of a direct request from the Board for a review. A comprehensive independent review has taken place. It was noted the conclusion is they system has exceeded the anticipated benefits</p> <p>The Board asked how much it will cost for the next year. it was noted the cost is £6000 annual licence costs and this may include an uplift as part of the contract terms.</p> <p>The Board noted the contents of the report.</p>	
Item 4.2: NPH Board Forward Plan Update		
4.2	<p>The report was presented and taken as read.</p> <p>It was noted this is a standing item. This is for information and for the Board to make recommendations as appropriate.</p> <p>A Board member raised a Board meeting scheduled on the 3rd May with a 3 month gap. it was confirmed that there are 8 Board meetings per year, and meetings are scheduled for the closure for systems, validation of information and avoidance of holidays.</p> <p>It was noted July is a month of committees, as a result a Board meeting will need to be held in August.</p> <p>The Board noted the contents of the report.</p>	
Item 4.3: Q3 Performance Report		
4.3	<p>The report was presented and taken as read.</p> <p>50% of performance indicators have not achieved target. It was noted the 3 red measures are due to 1. repairs related to vacancies. The recruitment process has been successful and by early February all roles should be filled. Void rent loss has been reduced, and Beaumont House properties are noted. There are alternative considerations for offers to be made where more suitable. Complaint handling satisfaction – numbers returned are small, under the new tenant satisfaction measures are around. The void performance figures are a positive story, it is unusual to see void performance not being in the red, this has been achieved through joint working within the business and working with</p>	

	<p>contractors and ensuring operation over the Christmas period has made a difference.</p> <p>The Board noted the contents of the report.</p>	
Item 4.4: Q3 Corporate Plan Progress Report		
4.4	<p>The report was presented and taken as read.</p> <p>It was noted there are currently 54 actions, with 42 still open and progressing. There are no current concerns the red action will not be completed during the life of the current plan.</p> <p>The Board noted the contents of the report and the categorisation of actions and details shown in Appendix 1.</p>	
Item 4.5: WNC/NPH Governance- Key Performance Indicators 2023-24		
4.5	<p>The report was presented and taken as read.</p> <p>Significant work between WNC and NPH has taken place to agree a governance approach and a joint set of KPI's. This list is the confirmed. Before a target can be set some measures are awaiting a baseline from the collection of information.</p> <p>The Board noted the agreed measures and targets for 2023-24 to be reported as part of the NPH-WNC Management Agreement and Governance arrangements.</p>	
Item 4.6: Q3 Finance Report		
4.6	<p>The report was presented and taken as read.</p> <p>It was noted NPH are £7.9 million year to date behind on budget, most of that is in relation to capital, currently £2 million ahead overspent on revenue, a combination of HRA revenue and General Fund revenue. Cost pressures are recognised and also the impact of voids is recognised, there are 40% higher volumes than budgeted for but the average cost is down.</p> <p>This issue has been raised with the Capital Assets Board. It was noted the £326,000 forecast overspend on the HRA revenue costs, confirmation has been received from the finance forum that costs incurred from Oak Tree Rise and Moray Lodge will be met from general funds and £50,000 will be paid back to the HRA. EMT are confident that the remaining overspend can be met as long as voids and adaptations are monitored.</p> <p>It was noted for capital, there is a significant amount of work to come through for the end of the financial year. Completions include Riverside House, Woodstock, and Dover Court. Works will begin on Castle Street and New Southbridge Road, indicating a huge amount of expenditure in regard to capital which will reduce the underspend. The Board queried the developments within capital expenditure, asking what does the pipeline look like? It was advised they have been summarised. It was noted there a list of 40 sites which are</p>	

	<p>provisional. It was noted that officers are looking to RAG assess them going forward.</p> <p>The Board noted the contents of the report.</p>	
Item 4.7: 2023/24 Draft Budget		
4.7	<p>The report was presented and taken as read.</p> <p>It was noted the draft budget and the medium term financial plan represents the presentation made to WNC in October 2022 with the assumption rent would be capped at 5%. It was noted important assumptions were made within the STAR Chamber the run rate of areas ‘overheating’ were used at month 5 and applied an 8% uplift for the 23/24 figures presented, particularly for subcontractors and materials. When notified of the 7% rent cap information in regard to the staff costs aligned to rent increase was resubmitted. The budget that has been proposed is aligned to the 7% rent increase and confirmation will be received after cabinet and full council approval.</p> <p>The Board noted years 4 and 5 are a risk. It was advised there is a pipeline of expected projects there is a level of additionality to deliver, the additionality numbers for 2023-2024 it is quite low, through years 4 and 5 the programme is increasing to 300 units, and this is a significant step change. It was advised that a training session on development will be created for the Board</p> <p>The Board queried the right to buy stock, it was noted pipeline is down to 75 and numbers are low, this is economy driven.</p> <p>The Board:</p> <ul style="list-style-type: none"> • noted the contents of the report and the current 7% rent increase as included for consultation by WNC • noted that the capital programme once there is clarity on the funding strategy should support the original submitted programme • noted that the final HRA budget and NPH management fee, once approved by WNC council in February, will be presented to NPH Board for confirmation of the budget for information on 8th March 2023 	
Item 4.8: Chairs Update <i>verbal</i>		
4.8	<p>The report was presented.</p> <p>The Board were advised the Chair has met with the Leader of the Council and the Deputy Leader and is continuing to increase the working relationship. The Chair advised NPH Board 360 appraisals are complete with the exception of one.</p> <p>It was advised that work continues on the recruitment of the next NPH CEO. The Chair advised of a meeting with Stuart Timmis, noting the positive relationship is progressing.</p>	
Item 4.9: Chief Executives Update		



4.9	<p>The report was presented and taken as read.</p> <p>It was noted the Management Agreement has been formally lodged with WNC.</p> <p>Windrush Road, the Regulator enquiry found no breach of standards and noted they were impressed with the response; as a result the tenant withdrew all complaints. GMB and Unison unions grievances, an NPH response shared with the Board. It was noted the Service Charge Review is a massive project. This will come back to Board with a proposal including a new service charge regime. New noteworthy appointments, Liza Ellis will join NPH as the new Company Secretary-Governance Manager, bringing knowledge and experience. Stuart Goodwin has been appointed as Communications Manager and will have a new team. Contact centre and call care it has been highlighted that there are issues with tenants and unanswered calls. A root and branch review will be completed, it is a project WNC are leading on. Social housing energy tariff social housing included for information. Board were advised the new Fire Safety Regulations are now in place. A confidential discussion on office accommodation took place.</p> <p>The Board noted the contents of the report.</p>	
Item 4.10: Committee Reports		
4.10	<p>Audit and Risk Committee</p> <p>The report was taken as read. It was noted two internal audit reports received substantial assurances. A positive meeting. No questions.</p> <p>The Board noted the contents of the report.</p> <p>Finance Committee</p> <p>The report was taken as read. It was noted it was a good meeting, challenging questions were asked. No questions.</p> <p>The Board noted the contents of the report.</p> <p>Operations and Resources Committee</p> <p>The report was taken as read. Much of the content has been covered. No questions</p> <p>The Board noted the contents of the report.</p>	
Item 5	Confidential – For Approval	
Item 5.1: CEO Recruitment		
5.1	<p><i>NPH officers left the meeting at 20:37. This item was minuted separately as a confidential minute.</i></p>	
Date of next meeting: Wednesday 8th March 2023 at 18:00		



Close of meeting: 21:05

Action Summary		
Action 1 (item 1.4)	Discussion to be held with Convene regarding the printing functionality issue.	MK
Action 2 (item 1.6)	The purchase of 'bleed kits' for community hubs to be further discussed through the HTH Board.	CD/LC
Action 3 (item 1.6)	A proposal for a HTH Reserves Policy to be presented with the HTH Budget at the next Board meeting, 08/03/2023.	LC