



# Northamptonshire Partnership Homes Limited

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

## Minutes and actions from the 8<sup>th</sup> March 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), Chris Webb (CAW), 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), Cam Whyld (CW), Liza Ellis (LE) *minutes*

#### Apologies:

Jane Carr (JCa) (WNC observer)

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.	
Item 1.2: Declaration of interests		
1.2	The board were advised under items 2.1 and 3.1 of a potential conflict of interest for NPH Officers.	
Item 1.3: Minutes of last meeting		

1.3	<p><b>Minutes of the Board meeting held on 1<sup>st</sup> February 2023 were approved by the Board.</b></p> <p><b>Confidential minutes of the Board meeting held on 1<sup>st</sup> February 2023 were approved by the Board.</b></p>	
<b>Item 1.4: Matters arising</b>		
1.4	<p>Action 1: Completed</p> <p>Action 2: Completed</p> <p>Action 3: Completed</p>	
<b>Item 1.5: Mission, Vision and Values</b>		
1.5	<p>Mission, vision and values were acknowledged in the meeting. The Chair highlighted the following values as being particularly relevant for the organisation currently; “open &amp; strong” and “listen &amp; respond”.</p>	
<b>Item 1.6: Happy to Help CIC Report</b>		
1.6	<p>The report was taken as read.</p> <p>The increase in the number of applications for the Communities Fund was noted. The Board discussed opportunities to raise awareness of the Communities Fund further. It was agreed that Board members could raise awareness and encourage community groups to make applications when they attend community events particularly with ethnic minority groups.</p> <p><b>The Board received the 24/02/2023 Happy to Help CIC report.</b></p>	
<b>Item 2</b>	<b>For Decision</b>	
<b>Item 2.1: Appointment of CEO - verbal</b>		
2.1	<p>The report was presented and taken as read.</p> <p>Officers left the meeting for this item at 18:15 and re-joined at 18:30.</p> <p>The Board were given an overview of the interview day including the process and the discussions of the interview panel, EMT officers, and WNC representatives. The Panel recommended the appointment of Steve Feast and gave the reasons for this decision.</p> <p>It was noted that following formal acceptance a formal communication will be made.</p> <p><b>The board approved the appointment of Steve Feast as the new Chief Executive.</b></p>	

Item 2.2: Final Budget 2023-24 and Medium-Term Plan 2023-27	
2.2	<p>The report was presented and taken as read.</p> <p>NPH Management Fee - It was noted the only change to the capital and revenue fees proposed in the draft budget are the realignment of the planning officer and additional asset officer posts as well as the extra court costs as these budgets will be retained by the HRA.</p> <p>Capital programme – It was noted that the majority of the “freeze” on the capital programme is predominantly focussed on the latter two years (2026-2028) with a net minimal impact across the first three years of £586k.</p> <p>Right to Buy – it was noted that numbers were expected to return to pre-pandemic levels at approx. 125 per annum.</p> <p>The Board discussed the income from the Greenwood Road HMO property and noted that the income is lower because it is linked to LHA rates.</p> <p><b>The Board noted the contents of the report and the current position and unanimously approved the NPH 2023/24 final budget and medium-term financial plan including non HRA activity in relation to Greenwood Road and HTH activities.</b></p> <p><b>Board also noted that the capital programme remains at the lower level of activity than originally requested (£36m lower) until there is confirmation of longer-term financing to support growth in the development program in later years.</b></p>
Item 2.3 Pay Terms and Conditions	
2.3	<p>The report was presented and taken as read.</p> <p>It was confirmed one additional day is proposed within the recommendation</p> <p>The Board raised a concern about whether the proposed terms and conditions are at a sufficient level to retain the senior managers and avoid a talent drain, reassurance was given that the chosen option would reduce that likelihood.</p> <p><b>The Board unanimously approved the following changes to the terms and conditions of employment:</b></p> <ul style="list-style-type: none"> <li>• <b>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;</b></li> <li>• <b>One additional contractual day’s annual leave for all staff;</b></li> <li>• <b>A cost of living pay increment from 1<sup>st</sup> April 2023 of £1900 or 5.25%, whichever is the greatest.</b></li> </ul>

<b>2.4 Happy To Help Budget 2023-24 and Happy To Help 3-Year Strategy and Business Plan</b>		
2.4	<p>The board recognised that HTH continue to help WNC tenants, irrespective of the demographic and are more likely to be assisting those that other charities are turning down at the current time. The additional benefit that HTH provides to the lives of many WNC tenants, also benefits NPH by helping tenants to sustain their tenancies.</p> <p><b>The Board:</b></p> <ul style="list-style-type: none"> <li>• <b>Unanimously approved the proposed 3-year strategy &amp; Business Plan</b></li> <li>• <b>Unanimously approved the 2023/24 proposed budget incorporated within the 3-year Strategy &amp; Business Plan</b></li> <li>• <b>Noted the updated reserves policy following approval by HTH Board to retain the minimum reserves at 4 months, however, reduce the previous cap of 18 months maximum to 9 months with immediate effect</b></li> </ul>	
<b>2.5 NPH KPI's and Targets 2023-24</b>		
2.5	<p>The report was presented and taken as read.</p> <p>The Board asked to see the full definitions that sit behind each KPI. <b>Action:</b> Full KPI definitions to be provided to the Board Members.</p> <p>A discussion ensued on the link between NPH performance and WNC performance in terms of how they affect each other. Under new governance arrangements a suite of reports is considered quarterly by NPH and WNC. The Service Level Agreements are being reviewed for all services that WNC provide to NPH. Any concerns with WNC performance are escalated to the appropriate officer and raised directly by the Chief Executive. The Board receive the headline challenges in the Chief Executives report.</p> <p>The Board acknowledged the need for NPH and WNC to work collaboratively to achieve the best outcomes for all concerned without generating a blame culture.</p> <p><b>The Board unanimously approved the new NPH KPI set for corporate reporting purposes for 2023-24</b></p>	
<b>2.6 Review of Committee and Structure</b>		
2.6	<p>The report was presented and taken as read.</p> <p>The Board noted the key issues and reasons for the proposed changes. The Board asked for the references to Northampton to be changed to Northamptonshire in the new Finance and Development Committee TOR. <b>Action:</b> Finance and Development committee TOR's to reflect NPH name change.</p>	

	<p>A Board member again requested that the Remuneration and Review committee have representation from all three parties. It was confirmed that committees are not set out on a proportional representation basis and all board members are equal within the Companies Act. It was also confirmed that the Board have discretion on who to appoint to committees on an annual basis.</p> <p><b>The Board:</b></p> <ul style="list-style-type: none"> <li>• <b>Confirmed membership for all Committees and confirmed appointment of Committee Chairs and Vice Chairs, up to the AGM when membership will review again</b></li> <li>• <b>Approved the renaming of the Finance Committee to Finance and Development Committee and to update the Committees' terms of reference accordingly</b></li> <li>• <b>Approved the removal of PPD Committee</b></li> </ul>	
<b>2.7</b>	<b>Board Training and Development Plan</b>	
2.7	<p>The report was presented and taken as read.</p> <p>The Board discussed the training needs and agreed that the appointment of mentors would be helpful to new Directors.</p> <p>The Board agreed to continue with the networking time in place at the start of each Board meeting.</p> <p><b>The Board approved the proposed Board Training and Development Plan and noted the introduction of Board member Mentoring for new Board members.</b></p>	
<b>2.8</b>	<b>Contract approval for garage infill sites at Derwent Drive, Glebeland Road, East Oval and Upper Thrift Street.</b>	
2.8	<p>The report was presented and taken as read.</p> <p><b>The Board unanimously approved the use of the common seal and delegated authority to two Board members to sign a JCT Design and Build Contract for the design and construction of 11 homes with A Ainge and Sons Ltd, for the sum of £2,644,116.</b></p>	
<b>Item 3</b>	<b>For Decision Recommended by Committee</b>	
<b>Item 3.1:</b>	<b>EMT Remuneration</b>	
3.1	<p>The report was presented and taken as read.</p> <p>A conflict of interest for NPH Officers was declared.</p> <p>It was confirmed that EMT will be eligible.</p>	

	<b>The Board unanimously approved the pay award of 5.25% for the executive team following detailed consideration by the Remuneration and Review Committee.</b>	
<b>Item 3.2: 2022 Performance Against Objectives and 2023 Objectives</b>		
3.2	<p>The report was presented and taken as read.</p> <p>The board noted that the set of objectives for the Executive team agreed with the Chief Executive would be effective from 1 April 2023. This will allow the newly appointed Chief Executive time to settle into the role and the objectives will be refined after agreement with WNC on a new 5-year corporate plan.</p> <p><b>The Board noted the performance against the 2022 targets and unanimously approved the proposed Key Objectives/Targets for the Executive Team for 2023.</b></p>	
<b>Item 3.3: Internal Audit Strategy</b>		
3.3	<p>The report was presented and taken as read.</p> <p>The Board noted the rolling programme of audit reviews and that the timing considers the lead in time and availability of auditors as well as the financial year end.</p> <p><b>The Board unanimously approved the adoption of the recommended Internal Audit Plan.</b></p>	
<b>Item 4 For Information</b>		
<b>Item 4.1: Gender Pay Gap</b>		
4.1	<p>The report was presented and taken as read.</p> <p>At NPH, irrespective of gender or any other characteristic, employees are paid based on an evaluation of the work undertaken which provides the basis for the grading and pay structure.</p> <p><b>The Board noted the contents of the report.</b></p>	
<b>Item 4.2: Chairs Update <i>verbal</i></b>		
4.2	<p>The Chair updated the Board on his current activities including discussions with representatives at WNC about development sites and relocation plans.</p> <p><b>The Board noted the verbal update.</b></p>	
<b>Item 4.3: Chief Executives Update</b>		
4.3	The report was presented and taken as read.	

	<p>Management Agreement – The Board discussed the ongoing dialogue around the format of the agreement and noted that WNC are still working to a Cabinet date in June. NPH will continue to chase WNC to conclude this piece of work.</p> <p>Housing Minister – The Board noted the appointment of Rachel Maclean as the new Housing Minister.</p> <p>Mandatory Qualifications for Social Housing Managers – The Board noted the proposed introduction of mandatory qualifications for housing staff.</p> <p>Consultation Launch – The Board noted the launch of the regulator’s consultation on updates to directions to the Regulator of Social Housing relating to standards of Tenant Involvement and Mutual Exchange.</p> <p>Office Accommodation – The Board noted the proposals around future office accommodation and that Architects MWK have been appointed by WNC to work on the design and conversion of the building. NPH have drafted Heads of Terms and submitted these to WNC for discussion and agreement in principle. Engagement with NPH staff will be done at the next Employee Forum.</p> <p>The Board were informed that NPH in conjunction with Wates have won an award for Development Strategy of the Year at the Building Communities Awards 2023. The award being the SHDF programme.</p> <p>The Board noted that this is the Chief Executives last meeting in person and gave formal thanks and recognition of his hard work and commitment that means he leaves NPH as an excellent performing organisation.</p> <p><b>The Board noted the contents of the report.</b></p>	
<b>Date of next meeting: Wednesday 3<sup>rd</sup> May 2023 at 18:00</b>		
<b>Close of meeting: 20:15</b>		

<b>Action Summary</b>		
Action 1 (item 2.5)	Full KPI definitions to be provided to the Board Members.	DR
Action 2 (item 2.6)	Finance and Development committee TOR’s to reflect NPH name change.	MK