



## Board of Directors Meeting Minutes

Meeting	Board of Directors Meeting
Date	Tuesday 21 May 2024, 09:30 (Virtual)
Attendees	<p><b>Board Members:</b>            Kate Calvert, Chair            Valerie Crowhurst            Pam Davies            Anna Folwell            John Holmes            Andy Micklethwaite            Cheryl Payne            Emma Whittles (<i>part</i>) – appointed at agenda item 3.</p> <p><b>Officers:</b>            Claire Warren, Chief Executive            Lish Harris, Business Services Director            Richard Walker, Homes Services Director            Stephanie Rushton, Head of Finance            Racheal Hoult, Executive Support and Communications Coordinator (<i>minute taker via recording</i>)</p> <p><b>Other:</b>            None</p>
1217	<p><b>1. Apologies for absence</b>            John Glenton, Board Member            Allen Healand, Board Member            Rachel Garton, Board Member            Catherine Kelly, Board Member            Andy Gladwin, Co-opted Committee Member</p>

1218 Item Title	<b>2. Declarations of Interest</b>
Summary	None.

### ITEMS PRESENTED AT THE MEETING

1219 Item Title	<b>3. Recommended Chair and Board Member Appointments</b>
Summary	The Board approved the appointment of JG to Board Chair Designate and Emma Whittle to Board Member.

1220 Item Title	<b>4. Strategic Ambitions Progress</b>
Summary	The Board approved the Strategic Ambitions 2021-24 closure report.

#### ITEMS CIRCULATED PRIOR TO THE MEETING FOR APPROVAL

1221 Item Title	<b>5. Chief Executive Report</b>
Summary	<p>CW introduced this item.</p> <p>The recommendation within the report was:</p> <ul style="list-style-type: none"> <li>➤ Review and provide comments on the content of the report.</li> </ul> <p>A summary of the discussion was:</p> <p>AF queried the approach to improve the performance of the staff response WorkBuzz survey question “My job gives me opportunity to learn and develop new skills”.</p> <p>CW advised the introduction of a Leadership framework programme based upon the principle of everyone becoming their own leader.</p> <p>The revised reward and recognition programme also now includes opportunity for all staff to “shadow” colleagues to improved understanding of other’s roles.</p> <p>The Competence and Conduct standard introduced by the Regulator also requires key roles to have a relevant professional qualification. PFH are determining all staff members currently held qualifications to support future training requirements.</p> <p>CW confirmed that all responses to the WorkBuzz will be analysed further to understand any specific business area focus. Lower score areas will be further addressed with relevant staff consultation.</p> <p>CP queried the lower score in comparison to benchmark data on the “quality of communication” between departments.</p> <p>It is believed that this particular result is in relation to colleagues not feeling “on the same page” around policy and procedural issues though this needs to be tested further. The Homes Services Team are introducing lunchtime learning sessions during new or revised policy implementation Civica implementation will also support as it utilises a work tray system so procedural ‘hand off’ to others has an auditable trail.</p> <p>CP queried responses in relation to the lower scoring question regards staff workloads being met without extended work hours. CW responded that the lower scores are predominantly provided by longer standing Operational Managers and PFH are working with them to determine the drivers of their workloads.</p> <p>The support and supervision process for all PFH staff was clarified.</p>

1222 Item Title	<b>6. Minutes of meeting 27 February 2024</b>

Summary	The Board approved the minutes.
1223 Item Title	<b>7. Notes of Board Strategy Day 19 March 2024</b>
Summary	The Board approved the notes.
1224 Item Title	<b>8. Minutes of the Audit and Risk Committee 7 May 2024</b>
Summary	<p>AM introduced this item and reiterated the increased risk exposure to the association through the new flood insurance policy. Options to create 'ring fenced' funds are to be explored.</p> <p>The Board approved the minutes.</p>
1225 Item Title	<b>9. Minutes of the Residents Committee 9 May 2024</b>
Summary	<p>RW introduced this item and provided an overview of the meeting's key outcomes.</p> <p><i>EW joined the meeting.</i></p> <p>A summary of the discussion was:          CW advised that relationship building was required between the committee and staff following a lack of trust and confidence expressed by some residents at recent meetings. CW reiterated the continuing importance of the resident voice and listening to concerns.</p> <p>VC commented that survey results (TSM independently collated responses) presented differ from the views expressed to her in discussions with neighbouring residents.</p> <p>JH noted that there was an element of scepticism and combative behaviour demonstrated by committee members during recent meetings.</p> <p>These will then be discussed at the next meeting, with CW in attendance to agree an approach to improving relationships. This is in imperative to ensure the meetings remain productive.</p> <p>PD attended the Committee meeting and agreed the relationship requires improvement, however as opposed to miscommunication it appeared there was a misunderstanding by some Committee members of the discussed scenarios and related outcomes. Officers all responded with a willingness to further investigate the raised matters and feedback to the Committee.</p> <p><b>In the light of this report, the Board Resolved:</b></p> <ol style="list-style-type: none"> <li>1. The Board approved the minutes.</li> <li>2. That an update on the outcome of discussions at the August Resident Committee meeting be provided to the Board.</li> </ol>
1226 Item Title	<b>10. Matters Arising from the Above Minutes</b>

Summary	Please see discussions above.
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1227 Item Title	<b>11. Board Action Tracker</b>
Summary	<p>Linked to the tracker action, the Board discussed the recent communication and request for further work from the Charity Commission in relation to Board remuneration.</p> <p><b>In the light of this report, the Board Resolved:</b></p> <ol style="list-style-type: none"> <li>1. To approve the 1 complete action on the tracker.</li> <li>2. That the tracker would be reviewed to remove repeated actions.</li> <li>3. That discussions be held with Gerry Morrison of Rollits to determine if Board remuneration can be processed through the PFH Trustee Limited Company.</li> <li>4. That CW respond to the Charity Commission to note the Board dissatisfaction with the elongated and challenging responses to the request. A second officer opinion or review through the Commission’s complaints process is to be requested.</li> </ol>

1228 Item Title	<b>12. Internal Controls – PFH Management Annual Report</b>
Summary	<p>CW introduced this item.</p> <p>The recommendations within the report were:</p> <ul style="list-style-type: none"> <li>➤ To approve the report following scrutiny by the Audit and Risk Committee on 7 May 2024. Its purpose is to demonstrate that the organisation has an effective risk management and internal controls assurance framework in place.</li> <li>➤ (Please note - any internal control breaches, any fraud or whistle blowing items that occur in year are reported by exception. They are referred immediately to the Audit and Risk Committee Chair and disclosed at the following Committee meeting).</li> </ul> <p>A summary of the discussion was: No further comments were provided.</p> <p><b>In the light of this report, the Board Resolved:</b> To approve the Internal Controls – PFH Management Annual Report.</p>

1229 Item Title	<b>13. Annual Procurement Report and Procurement Policy Review inc. Electrical Servicing Contract Award</b>
Summary	<p>RW introduced this item.</p> <p>The recommendations within the report were:</p> <ul style="list-style-type: none"> <li>➤ To approve the appointment of The Gas Company (trading as Ecolec) for up to 5 years, as our contractor for the provision of electrical servicing and associated work.</li> <li>➤ To approve the updated Procurement Policy.</li> </ul> <p>A summary of the discussion was: It was confirmed that the new Procurement Act reduces barriers for local SME contract award. PFH procurement strategy is to award to local suppliers where suitable.</p>

	<p><b>In the light of this report, the Board Resolved:</b></p> <ol style="list-style-type: none"> <li>1. To approve the appointment of The Gas Company (trading as Ecolec) for up to 5 years, as our contractor for the provision of electrical servicing and associated work.</li> <li>2. To approve the updated Procurement Policy.</li> <li>3. That the Board would seek the policy and strategy to enable prioritisation of British and local suppliers within the requisite legal framework whenever possible.</li> </ol>
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1230 Item Title	<b>14. Financial Regulations Review - Changes Summary Report</b>
Summary	<p>LH introduced this item.</p> <p>The recommendation within the report was: The revised Financial Regulations were considered and approved by the Audit and Risk Committee on 7 May 2024. It is recommended that the key changes to the Regulations, outlined in the report are noted by the Board.</p> <p>A summary of the discussion was: No further comments were provided.</p> <p><b>In the light of this report, the Board Resolved:</b> To approve the revised Financial Regulations.</p>

1231 Item Title	<b>15. Business Services Report</b>
Summary	<p>LH introduced this item.</p> <p>The recommendations within the report were:</p> <ul style="list-style-type: none"> <li>➤ Note and comment on: <ul style="list-style-type: none"> <li>○ the management accounts.</li> <li>○ Treasury report</li> <li>○ PFH's insurance arrangements for 2024-25</li> <li>○ Write-offs 2023-24</li> </ul> </li> <li>➤ To approve the additional IT project costs as a result of the delayed implementation.</li> </ul> <p>A summary of the discussion was: AM asked if the IT Team were deemed sufficiently resourced given the future management requirements of the Civica system.</p> <p>LH confirmed employee Housemark benchmarking data demonstrates that PFH is slightly above the average to peer organisations for the IT Team. Discussions are to be held with the new Project Manager to determine the ongoing support available through Civica.</p> <p>However, risks are presented by organisational knowledge retention if the IT Manager was to leave in the future and requires succession planning.</p> <p>EW noted the potential increased revenue and funding stream opportunities available through the Hull and East Riding devolution plans.</p>

	<p><b>In the light of this report, the Board Resolved:</b> To approve the additional IT project costs because of the delayed implementation.</p>
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1232 Item Title	<b>16. Performance Report - 2023/24 Year End Results</b>
Summary	<p>SR introduced this item.</p> <p>The recommendation within the report was: Note and comment on the performance reported for 2023-24.</p> <p>A summary of the discussion was: AF queried the management timescales of the high fire risk items.</p> <p>RW noted the independent assessors had not advised of any emergency works requiring immediate address. The identified high-risk timescales are based upon their professional judgement.</p> <p>It was noted that the fire risk assessments are related to communal areas, including areas such as loft space compartmentalisation. Previous issues have been reported to the Board noting a lack of controls and inspection following loft space works by the association resulting in compartmentalisation not being properly reinstalled. Following the completion of the required works; a post works inspection process will be implemented to avoid similar issues in the future.</p> <p>It was confirmed that the health and safety elements of major works is monitored to ensure compliance with the Construction Design and Management regulations.</p>

1233 Item Title	<b>17. Complaints Handling Report (April 2023-March 2024) inc. Complaints and Feedback Policy Review</b>
Summary	<p>RW introduced this item.</p> <p>The recommendations within the report were:</p> <ul style="list-style-type: none"> <li>➤ To approve the revised Complaint, Compliments and Suggestions policy following the new Housing Ombudsman Service Complaints Handling code.</li> <li>➤ To discuss and note the 12-month review of complaints management.</li> </ul> <p>A summary of the discussion was: No further comments were provided.</p> <p><b>In the light of this report, the Board Resolved:</b></p> <ol style="list-style-type: none"> <li>1. To approve the revised Complaint, Compliments and Suggestions Policy following the new Housing Ombudsman Service Complaints Handling code.</li> <li>2. For a separate session be arranged for Board to consider PFH's self-assessment against the revised Housing Ombudsman's code and prepare a public response ahead of the 30<sup>th</sup> June 2024.</li> </ol>

1234 Item Title	<b>18. RLSP Communications Review Progress Update</b>
	<p>RW introduced this item.</p> <p>The recommendation within the report was:</p>

	<p>To note progress against recommendations from the Communications Scrutiny Review.</p> <p>A summary of the discussion was: No further comments were provided.</p>
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1235 Item Title	<p><b>19. Asset Management System Review Assurance Report</b></p> <p>RW introduced this item.</p> <p>The recommendations within the report were:</p> <ul style="list-style-type: none"> <li>➤ To note the Michael Dyson Associates (MDA) report.</li> <li>➤ To note the Ridge and Partners LLP Survey Validation figures and rationale.</li> <li>➤ To approve the associated action plan using the recommendations outlined in the MDA report.</li> </ul> <p>A summary of the discussion was: EW questioned the future sustainability and cost impacts of heat source retrofit and maintenance.</p> <p>RW confirmed MDA will review PFH's assumptions to ensure best practice is reflected.</p> <p>The Homes Services Strategy to be submitted to the Board later this year will include the association's planned approach to asset management.</p> <p><b>In the light of this report, the Board Resolved:</b> To approve the associated action plan using the recommendations outlined in the MDA report.</p>
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1236 Item Title	<p><b>20. Health and Safety Compliance Report</b></p> <p>RW introduced this item and noted the association have also received a draft health and safety estate inspections report and an update to asbestos management, which will be presented to the next Board meeting.</p> <p>The recommendation within the report was: To note the content of this report and consider any implications.</p> <p>A summary of the discussion was: No further comments were received.</p>
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1237 Item Title	<p><b>21. Policy Approvals</b></p> <p><u>21.1 Assets and Liability Register Policy</u> RW introduced this item.</p> <p>The recommendation within the report was: To approve the Asset and Liability Register Policy.</p> <p>A summary of the discussion was: No further comments were provided.</p> <p><b>In the light of this report, the Board Resolved:</b></p>
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	To approve the Asset and Liability Register Policy.
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1238 Item Title	<b>22. Strategic Risk Summary Report</b>
	<p>CW introduced this item.</p> <p>The recommendation within the report was: To approve the report and the risk register.</p> <p>A summary of the discussion was: AM asked how our new build work was progressing and if there was sufficient demand for the new homes. It was confirmed that the Padstow Close development is expected to complete on time (late August) and the allocation process has commenced.</p> <p>The only recent risk experienced in relation to the scheme was the employee's agent entering administration. This was promptly managed by Unity HA and a new agent was appointed.</p> <p>Exploration of a potential phase 2 of the development using available land close to the site is currently being undertaken.</p> <p><b>In the light of this report, the Board Resolved:</b> To approve the report and the risk register.</p>

1239 Item Title	<b>23. Any Other Business</b>
	None.

1240 Item Title	<b>24. Date and Time of Next Meeting</b>
	AGM / Board of Directors - Tuesday 23 July 2024; 9:30 to be held in-person at The Beacon.

1241 Item Title	<b>25. Board Private Discussion</b>
	<p>CW advised the Board that Lish Harris had notified that he intends to leave PFH in December 2024. LH's 31 years of loyal and dedicated service was commended.</p> <p>CW has commenced securing an executive search agency to lead the recruitment process, with an aim to secure an appointment late Summer.</p>

*Meeting Closed: 11:44*

**Signed as a true record:**

Chair: .....

Date: .....



## Decision Time Record

### 6.0 Minutes of meeting 27 February 2024

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- Reply by Valerie Crowhurst - *Approve*
- Reply by Anna Folwell - *Approve*
- Reply by Kate Calvert - *Approve*
- Reply by Andy Micklethwaite - *Approve*

### 7.0 Notes of Board Strategy Day 19 March 2024

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- Reply by Valerie Crowhurst - *Approve*
- Reply by Anna Folwell - *Approve*
- Reply by Andy Micklethwaite - *Approve*

### 8.0 Minutes of the Audit and Risk Committee 7 May 2024

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- Reply by Valerie Crowhurst - *Approve*
- Reply by Andy Micklethwaite - *Approve*

### 9.0 Minutes of the Residents Committee 9 May 2024

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- Reply by Valerie Crowhurst - *Approve*
- Reply by Andy Micklethwaite - *Approve*

### 11.0 Board Action Tracker

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- Reply by Valerie Crowhurst - *Approve*
- Reply by Anna Folwell - *Approve*
- Reply by Kate Calvert - *Approve*
- Reply by Andy Micklethwaite - *Approve*

### 12.0 Internal Controls – PFH Management Annual Report

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- Reply by Valerie Crowhurst - *Approve*
- Reply by Anna Folwell - *Approve*
- Reply by Andy Micklethwaite - *Approve*

### 13.0 Annual Procurement Report and Procurement Policy Review inc. Electrical Servicing Contract Award

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- **Reply by Valerie Crowhurst** - *Approve*
- **Reply by Anna Folwell** - *Approve*
- **Reply by Kate Calvert** - *Approve*

### 14.0 Financial Regulations Review - Changes Summary Report

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- **Reply by Valerie Crowhurst** - *Approve*
- **Reply by Anna Folwell** - *Approve*
- **Reply by Kate Calvert** - *Approve*

### 15.0 Business Services Report

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- **Reply by Valerie Crowhurst** - *Approve*

### 16.0 Performance Report - 2023/24 Year End Results

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#### **Note** by Anna Folwell

Thanks - noted good work on the void losses and sickness.

In terms of the 22% fire risk assessment actions complete end of March, are they on track for completion within expected time frames? Is there an expected timeframe for completion of the outstanding high risk ones?

Presumably next year the headline cost per unit will reduce due to savings in insurance premium (assuming there is no flood costing >£5m). Or would the savings from this being ringfenced in case of a large flood still contribute to the cost / unit? Thanks

- **Reply by Richard Walker** - Hi Anna, thanks for your note. Yes all fire risk actions are within target time. There are currently two high risk actions remaining and the target date 3rd July, we're expecting them to be complete mid June.
- **Reply by Lish Harris** - Hi Anna, that's correct - the Headline Social Housing cost per unit will go down as a result of the reduced premium. We will ring-fence the saving by way of maintaining an internal record of a proportion of cash / investments held to cover any potential insurance claim costs.

### 17.0 Complaints Handling Report (April 2023-March 2024) inc. Complaints and Feedback Policy Review

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- **Reply by Valerie Crowhurst** - *Approve*
- **Reply by Anna Folwell** - *Approve*

## **19.0 Asset Management System Review Assurance Report**

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- **Reply by Valerie Crowhurst - *Approve***
- **Reply by Anna Folwell - *Approve***

## **21.1 Assets and Liability Register Policy**

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- **Reply by Valerie Crowhurst - *Approve***
- **Reply by Anna Folwell - *Approve***

## **22.0 Strategic Risk Summary Report**

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- **Reply by Valerie Crowhurst - *Approve***
- **Reply by Anna Folwell - *Approve***