

WESTMINSTER COMMUNITY HOMES LTD BOARD MINUTES

10a.m. on Tuesday 14th May 2024
City Hall, 64 Victoria Street, London

Present -

Mark Davies (MD) (Chair)
Thomas Harding (TH) (Board Member)
Victoria Elvidge (VE) (Board Member)
Andy Whitley (AW) (Board Member)
Gary Preston (GP) (Board Member)
Boe Williams (BW) (Board Member)
(All Board Members are nominated by Westminster City Council)

In Attendance-

Neil Tryner (NT) (Westminster Community Homes)
Hannah Callender (HC) (Westminster Community Homes)
Kim Wright (KW) (Westminster Community Homes)
Daniel Hulme (DH) Westminster City Council
Abbey Gough (AG) (Westminster City Council)

Apologies-

None

No.	Item	Action
1.	Introductions, Apologies and Declarations of Interest	
	No new declarations of interest received.	
2.	Minutes & Action List for Board Meeting on 21st February 2024	
	<p>All actions are progressing well or will be covered in this meeting. Any outstanding actions will remain on action list.</p> <p>Minutes of last meeting agreed with one amendment to Item 6. Governance Update Report re remuneration to Board should number of Board meetings increase. This should read:</p> <ul style="list-style-type: none"> • More than the four meetings a year, agreed prior to recruitment, would need to be looked at from a remuneration point of view. The Board agreed the issue of remuneration would be discussed again should the need for additional Board meetings be agreed. 	

	<ul style="list-style-type: none"> • NT to include Board remuneration bases on agreed number of meetings and input alongside staff pay benchmarking exercise, carried out each year. <p>ACTION 1: Board members remuneration to be included in next staff pay benchmarking exercise.</p>	NT
3.	Finance Update	
	<p>DH introduced the finance papers</p> <p>a. Draft End of Year Accounts:</p> <ul style="list-style-type: none"> • DH outlined that the draft accounts are presented for the new Board to familiarise themselves with the format of statutory accounts and to provide a steer on any required changes to format or context. • Board requested increased focus on VFM GP suggests comparing VFM metrics to RSH. • Key metrics for the initial analysis have focused on the key drivers of the CPU elements of people costs, service charges and maintenance. The Board accepted that our proportion of cost is comparable with similar organisations for people costs and our Service charge is comparatively high due to the nature of our homes being within larger WCC blocks which attract high shared repair costs of property attributes. The Board requested further to understand the comparative high level of repair and maintenance costs. • CEX explained WCH need to clarify operating margins due to regeneration costs, commentary will be provided to give an accurate picture of how WCH operate. By including all acquisition income as turnover the impact on the operating margin is significant compared to the IE. Board requested that the narrative be improved to explain both scenario margins. • Board requested additional commentary is required for the Annual report, providing more analysis of key metrics and to also update the organisational mission and purpose based on the revised Strategy. • The Board requested additional commentary on WCH approach to Risk based on the revised Risk Policy, Tolerance Appetite and Risk Register. • The Board requested and an additional meeting in August (rescheduled from July) to be arranged to approve statutory accounts and review management accounts. • The Board raised a concern at the lack of Management Accounts until the Sept meeting. The Board requested MA to be provided at 	

	<p>the August and for the provision of MA each month be considered VFM metrics in the accounts to mirror RSH.in the revised SLA of services from WCC.</p> <ul style="list-style-type: none"> The Board expressed a desire for the key messages of the accounts to be shared in an easy read format to customers. <p>ACTION 2: VFM metrics in the accounts to mirror RSH.</p> <p>ACTION 3: Further analysis of repair costs.</p> <p>ACTION 4: Operating margin to be presented including and excluding regeneration acquisitions.</p> <p>ACTION 5: Revised narrative to include revised strategy and risk statements.</p> <p>ACTION 6: Additional Board meeting in August agreed to approve accounts.</p> <p>ACTION 7: Revision of SLA to include monthly Management Accounts.</p> <p>ACTION 8: CEX to circulate commentary prior to approval of accounts.</p> <p>ACTION 9: Customer summary document of accounts to be produced.</p> <p>b. Cashflow Update</p> <ul style="list-style-type: none"> DH presented the revised Cashflow. Board approved the adoption of a minimum cash balance should be set as no less than the highest of either 6 months operating costs or £1m. <p>ACTION 10: Monitoring of cash balance and a minimum KPI of £1m approved.</p> <p>c. 30-Year Business Plan and Stress Testing</p> <ul style="list-style-type: none"> DH presented the revised scenario to Board of a £5m acquisition of stock with potential £1m repairs. The model demonstrates that Gearing breaches the current target of 65%. Board requested additional work to understand the approach WCH take to Gearing and the definition we apply. Board requested to receive revised financial appraisal of the scheme and its impact on all KPI measures to inform the Board. 	<p>DH</p> <p>DH</p> <p>DH</p> <p>NT</p> <p>KW</p> <p>NT</p> <p>NT</p> <p>NT</p> <p>DH</p>
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	<ul style="list-style-type: none"> The Board will be updated on further stock date provided by LQ in June. <p>ACTION 11: GP/ MD and DH/NT to meet to discuss gearing calculations.</p>	GP/MD DH/NT
4.	WCH Strategy (2024-2029)	
	<p>CEX presented the proposed 2024-29 strategy paper produced following the meeting on 19th February 2024, where Board agreed to adopt a revised Purpose for WCH:</p> <ul style="list-style-type: none"> The Company purpose of company to be changed to <i>“Provide homes we can all be proud of”</i>. The Board approved the adoption of new value: <ul style="list-style-type: none"> To work together To think customer To be trusted The Board revised the order of values to ensure <i>“To think customer”</i> being placed first, and a narrative to be added to each to outline it further. The Board approved the adoption of three goals: <ul style="list-style-type: none"> Modernising the current business Support WCC in its ambitions for a Fairer Westminster Be a well governed organisation. <p>ACTION 12: NT to circulate the revised strategy with WCC at the Shareholder Committee and review the wording to ensure tone is appropriate.</p>	NT
5.	Action Plan Progress	
	<p>CEX presented the Risk and SLA papers.</p> <p>a. Risk</p> <ul style="list-style-type: none"> Board approved the adoption of the new Risk Policy and Tolerance Statement and Risk Register accepting that a further review will take place and revised versions of the Tolerance and Register be presented to the August Board. Board suggested that Risk be an integral part of each meeting and suggested thematic risks are presented to each Board meeting. <p>ACTION 13: Revised risk register to be presented to Board in August</p>	NT

	<p>b. SLAs</p> <ul style="list-style-type: none"> • Draft Finance and Housing Management SLAs were presented to the Board. • The Board noted progress to date and for the Finance SLA requested that as part of the ongoing development of the agreement there should be a focus on measuring performance of the managing agent. • The Board requested the CEX explore the provision of an additional resource within the establishment to oversee the delivery of the managing agent activity. <p>ACTION 14: NT to evaluate and progress possible finance support.</p>	<p>NT</p>
<p>6.</p>	<p>Chief Executive Update</p>	
	<p>CEX provided updates on the items below.</p> <p>1. MOT Yard</p> <ul style="list-style-type: none"> • Pre contract work outlined in the LOI estimated to complete in June. • The Board noted the good progress and approved the continuation of the financial evaluation of the preferred contractor prior to contract award. <p>2. Refresh</p> <ul style="list-style-type: none"> • The Board noted the progress on the delivery of the Refresh scheme is near with 27 properties requiring a new survey. • The Board noted the challenge of 14 non access cases– these cases will be removed from the Refresh contract but requested that all cases are thoroughly investigated to determine reason for non-access , tenant welfare, illegal activity or subletting. The Board requested the outcome be reported to the Board. • The Board noted the strong performance on delivering EPC ratings in excess of C, and that the interdependency with WCC for those homes currently below a C rating. The overall target set by the Board is for all homes to be at a minimum C rating by 2030. <p>ACTION 15: Board to receive update on access cases.</p> <p>3. Recruitment/Resource</p> <ul style="list-style-type: none"> • The Board approved the appointment of a Vice Chair as part of the review of compliance standards. Following a review of expressions of interest the chair proposed the appointment of VE and the Board approved the appointment. 	<p>HC</p>

	<ul style="list-style-type: none"> • The provision of an additional post required Board approval to add to the establishment. Board delegated authority to the CEX to appoint a recruitment agent and the appointment of a new post. <p>4. Acquisition Opportunities</p> <ul style="list-style-type: none"> • The Board noted the current position on XX data. • The Board requested additional loan capacity be considered as part of the evaluation. <p>5. Shareholder Committee</p> <ul style="list-style-type: none"> • The Board noted the presentation to the Shareholder Committee and approval of WCH business plan, cash flow and budget. <p>6. Employee Engagement</p> <ul style="list-style-type: none"> • The Board received the results of the annual employee engagement survey and approved the continued focus of employee activity to target areas of improvement outlined. <p>ACTION 16: NT to outline any changes to terms and conditions resulting in the review.</p> <p>7. Regeneration Areas Update</p> <ul style="list-style-type: none"> • The Board noted progress at Church St with 3 households remaining on Phase A and the CPO enquiry will take place in June. <p>ACTION 17: Employee Engagement – values and goals to be incorporated into employee targets.</p>	<p>NT</p> <p>NT/HC</p>
<p>7.</p>	<p>Governance Update Report</p>	
	<p>HC presents Governance Report:</p> <p>a. Timetable for Q4 Requirements</p> <p>The Board received an updated timetable of outstanding actions:</p> <ul style="list-style-type: none"> • Appraisal and effectiveness review of Chief Exec and Board • Business plan review in progress • Data return – ENROSH • Tenants annual report is completed and results of tenants survey given at last Board <p>ACTION 18: Progress to be reported to the Board.</p> <p>b. Standing Orders</p>	<p>HC</p>

	<ul style="list-style-type: none"> • The Board approved the adoption of the revised Standing orders. • The Board requested that the number of Board meetings be changed to a minimum of four meetings per year, with the option to hold an additional two subcommittee meetings. Additional Strategy sessions should be held on the same day as Board meetings. <p>c. The code – Self Assessments</p> <ul style="list-style-type: none"> • The Board received and accepted the self-assessment of compliance against the regulatory codes. • The Board accepted the action plan of activity as correct and will receive further updates to ensure ongoing compliance is maintained. • Ther Rent standard requires updated income levels for social tenants. The Board requested that this was not enforced and for HC to confirm with our external governance advisor the impact on compliance. • The Board requested that all outstanding actions are cross referenced to the Risk register. <p>ACTION 19: HC to review and confirm rent standard.</p> <p>ACTION 20: NT to cross reference actions with the risk register.</p>	<p>HC</p> <p>NT</p>
8.	Health and Safety Report Update	
	<p>HC presents Health & Safety Report:</p> <ul style="list-style-type: none"> • The Board received a verbal update on the meeting between MD, VE and NT on 24th April with the lead officer for WCC and the Head of Health and Safety to discuss improving levels of assurance on Fire Safety. • WCC had confirmed they would provide the required level of assurance by 10th May. This was not received. • The Board instructed the CEX to contact the Head of H&S and Director of Property to respond by Friday 17th May. • BW suggests we report on completed FRAWs going forwards. HC to look into for buildings over 18m. <p>ACTION 21: NT to email D of Property and HOS</p> <p>ACTION 22: HC to add another line for FRAW.</p> <p>ACTION 23: HC to report on completed FRAWs for buildings over 18m.</p>	<p>NT</p> <p>HC</p> <p>HC</p>

9.	Key Performance Indicators P12 End of Year Position	
	<p>HC presents KPI report:</p> <ul style="list-style-type: none"> The Board received the end of financial year position and noted the improvements to performance in repairs, complaints, tenant satisfaction with housing manager. Arrears generally in target. The Board approved the apportionment of the £15k social value grant. <p>ACTION 24: The Board agreed to £15k funding from the Social Value grant for a Homelessness project. HC to take forward.</p>	HC
10.	Financial Regulations	
	<ul style="list-style-type: none"> The Board approved the adoption of the revised Regulations. GP highlighted issue where SC invoices require supporting date prior to approval. <p>ACTION 25: NT to take up issue of SC's with DH and AG.</p> <p>FR Regulations approved by Board.</p>	
11.	Forward Meeting Plan	
	<p>ACTION 26: KW to arrange/rearrange meetings:</p> <ul style="list-style-type: none"> Finance and Risk Committee July meeting to be rescheduled in August – check Board availability. 17th September meeting to be rescheduled to after 20th September. Check Board availability. 	KW
12.	AOB	
	None.	
13.	Date of Next Meeting	
	10 a.m. 25 th September 2024, JTW Room, Southwark Cathedral	

Minutes signed off:

Mark Davies

WCH Chair

Date: