



**Cardiff Community Housing Association
Board Meeting Minutes**

Meeting Date	21 st July 2021	
Meeting Time	17:00 – 19:00	
Meeting Venue	Virtually via Microsoft Teams	
Present	<p>Mike Owen Janet Beauchamp Scott Rooks Emma Britton Michelle Wade Vinita Nawathe Fadhili Maghiya Lerisha Hansraj Bhardwaj Joga Singh Didi Ketter Amina Yusuf</p> <p>CCHA Staff Hayley Selway Brian Pickett Jonathan Jones Liz Evans Daniel Lewis Naveeda Morgan Martin Ford Nigel Lee Vicki Miller Samantha Williams</p>	<p>Chair Board Member Board Member Board Member Board Member Board Member Board Member Board Member Board Member Board Member</p> <p>Chief Executive Corporate Director - Central Services Corporate Director – Property Services Corporate Director – People & Places Head of Governance Head of Finance Head of Repairs Transformation Head of ICT & Procurement Head of Housing & Communities Senior Governance Officer (minutes)</p>
Agenda item ref.	Minutes of discussions held	Actions
B52.21/22	Apologies for absence	
	There were no apologies for absence.	
B53.21/22	Declarations of interest	
	There were no declarations or conflicts of interest.	
B28.21/22	Minutes of previous meeting	
	The minutes of the previous Board meeting held on 5th May 2021 and previous Special Board meeting held on 9th June 2021 were approved as an accurate record.	
	The Board noted the Board Away Day notes.	
B29.21/22	Action Log	
	The Board noted the action log.	
B30.21/22	CEO Coronavirus update	
	HS noted the recent WG announcement and advised that the updates did not impact on us. She confirmed that more information will be circulated in the Board communication update on Friday.	
B31.21/22	REDACTED	



	<p>REDACTED.</p> <p>EB joined the meeting at 17:10.</p> <p>REDACTED</p>	
B32.21/22	Emerging Assurance Areas	
	<p>HS noted emerging assurance areas covered in the last agenda item.</p> <p>REDACTED</p> <p>The Board noted the emerging assurance areas.</p>	
B33.21/22	Annual Report/Self Evaluation 2020/21	
	<p>LHB left the meeting at 17:45.</p> <p>BP noted the Annual Report and Self Evaluation. He advised that it is a good way to reflect on the years activities and is a regulatory condition that we produce this. He noted involvement across the team in bringing the content together. He highlighted the achievements over the year. He noted that it reflects the previous Corporate Strategy before we updated our outcomes.</p> <p>EB gave congratulations for work over past year and noted that the report sets out where we want to be.</p> <p>The Board approved the Annual Report and Self Evaluation 2020/21.</p>	
B34.21/22	Annual Accounts/Financial Statements	
	<p>NM presented the Financial Statements, reconciliation between the Management Accounts and Financial Statements and the Accounting Policy. She noted the Audit and Risk Committee's (ARC) review of the documents and their recommendation to Board for approval.</p> <p>NM drew attention to the reconciliation between the statutory and management accounts. She presented further detail on the reconciliation identified by the team and Bevan and Buckland. She advised that the movement in operating surplus was minimal. She noted significant movement of £1.2mill which was an adjustment between the income and expenditure account and balance sheet in respect of our pension scheme. She noted the Schooner Wharf related adjustments to reflect the long-term rentals in place for some of the apartments.</p> <p>NM drew attention to the accounting policies. She gave further details on the new policies and amendments. She highlighted the new accounting policy for the bLEND facility. She confirmed that all of the policies are in line with accounting standards. She detailed the policy in place for Schooner Wharf properties where we have changed them from properties for sale to rental properties. She noted work with the tax partner at Bevan and Buckland for these properties' valuations. She highlighted our SHPS Defined Benefit Scheme and changes Board can make to the indices if they wish to. She confirmed that we have remained with the indices that the actuaries use. AV further explained the Schooner Wharf valuations.</p>	



	<p>NM drew attention to the Financial Statements. She highlighted the reduction in turnover for the year and confirmed that this largely relates to less Schooner Wharf sales during the period. She noted that the increase in operating expenditure largely relates to costs for breaking and refinancing some of our loan agreements. She further detailed other areas of spend.</p> <p>NM drew attention to the Letter of Representation. MW noted ARC's review of the Financial Statements and particular attention given to the accounting treatments. She further detailed the debate and confirmed that the Committee were content with the policies used. She noted their review of the reconciliation between the statutory and management accounts. She questioned whether it is worth referencing the SHPS treatment loss, which is out of our control, in the introduction to the accounts to confirm that it does not relate to operating loss, and we are in a sound position. BP agreed with this and confirmed that it will be added to the strategic report for approval by the Chair.</p> <p>SR noted the Letter of Representation and asked if there should be a line stating that the representation is made to the best of our knowledge and belief or similar. AV noted that the letter is a standard template, however, there are no issues in adding this if required. She advised that each line refers to 'our understanding' to support this.</p> <p>EB questioned the format of her name on the accounts. NM confirmed that this will be amended for consistency.</p> <p>BP noted that we may need to amend the accounts to reflect LHB resignation if they are signed after the 31st July. The Board noted this.</p> <p>The Board approved, subject to the amendments noted:</p> <ul style="list-style-type: none"> • The Financial Statements 2020/21; • The Letter of Representation and its signing by the Chair on behalf of the Board; • The reconciliation of the Statutory Accounts to the quarter four Management Accounts; and • The Accounting Policy. 	<p>BP/NM</p> <p>BP/NM</p> <p>BP/NM</p>
B35.21/22	External Audit Management Letter	
	<p>AY presented the Management Letter. She noted the new practice note that has been brought in which is covered in the report. She confirmed that there are no issues with going concern. She advised that the audit is unmodified and provides a true and fair reflection.</p> <p>AY left the meeting at 18:10.</p> <p>The Board took a break at 18:10 and the meeting re-commenced at 18:18.</p>	
B36.21/22	AGM Notice	
	<p>DL presented the report. He noted the Corporate Insolvency and Governance Act which was in place last year, but has now ceased. He</p>	



	<p>confirmed that we are unable to stop people attending the AGM in person this year but are proposing that we encourage a safe AGM with the majority of attendees participating virtually. He iterated the balance between the requirements of our Rules and health and safety. He confirmed that we will amend the Notice in light of LHB resignation.</p> <p>The Board approved the AGM Notice subject to amending it to reflect LHB stepping down from the Board.</p>	SW
B37.21/22	30 Year Financial Forecast	
	<p>BP presented the plan. He noted the working group who will be due to do work on the stress testing later in the year. He iterated that it is a vital part of the financial governance of the organisation. He confirmed that the plan will link through to a revised Treasury Strategy and will form a key part of our financial regulatory grading with the WG. He highlighted the work carried out by NM on the plan.</p> <p>BP detailed the plans production using Brixx modelling software. He confirmed that the plan uses the accounts signed off today and then the budget for 21/22 previously approved by Board. He highlighted the assumptions approved by Board in June. He drew attention to the development assumptions set out in table four. He advised that will be bringing back a revised development viability model, potentially in the Autumn, due to changes in grant funding. He noted the Regulators expectations for stress testing. He suggested, that following the working groups review of stress testing scenarios, we run through the results in detail at a pre-Board session.</p> <p>BP drew attention to our interest and gearing banking covenants. REDACTED. He drew attention to the plotting of our Golden Rules from our interest cover covenant to show that the base plan works. He advised that the stress testing will look at the amount of cash we produce in the business.</p> <p>BP presented scenario one and the bank rate assumptions used. He confirmed that we do not expect the rises we have set out and confirmed that we will have a strategy in place to manage this. He presented scenario two and confirmed that if we are unable to uplift rates we will need to review our plan. He presented scenario three which shows no rent increases for several years and higher bank rates. He confirmed that this scenario would break the plan in the first ten years. He iterated that these are large structural changes, and we would have to fundamentally look at the business and make changes. He noted that with the mitigations shown, we can meet our banking covenants. He detailed scenario four and the steep bank interest rate rises. He noted our fixed borrowings and changes we would need to make in this scenario. He presented scenario five, noting this is a tight plan and we would need to look at our business in this scenario also. He confirmed that if this scenario came into fruition other associations across the sector would be in the same position.</p>	BP



	<p>BP summarised the presentation. He noted the 21/22 budget which has a lower surplus than last year, but this is due to us doing the right thing across the business. He noted the 'levers' we can adjust and the further work we will do on stress testing. He detailed the recommendations.</p> <p>FM raised strategic risks in the paper and asked if the Grenfell Tower enquiry could be identified as a risk in the next 30 years. JJ noted that we will be presenting a report to ARC on fire risk management and the emergence of a new fire strategy. He confirmed that there will be implications for us with new legislation including financial implications. He noted funding received for the cladding at Aquila and Galleon. He advised that we expect there to be further funding available from WG for further fire surveys in the next year. FM asked if we need to identify this as a risk. HS advised that in terms of the 30-year plan, we do not feel we need to raise this as a risk. She further explained that we do not feel it will impact our business plan enough particularly given funding from WG for Aquila and Galleon. She noted our current strategic risks and ARC's request for further information on fire safety (EWS1 and cladding remediation). She confirmed that we do not have a specific strategic risk for fire currently, but we may want to consider this in the future. DL confirmed that the new legislation and implications is a watching brief on our strategic risk register. MW iterated ARC's discussion on fire safety at the last meeting and the EWS1 assurance paper requested for the next meeting in September.</p> <p>EB asked if the plan allows for a situation such as REDACTED, and if we had been at a later stage on the development project, given our increasing development plans. BP confirmed that the plan does not take account of this type of situation, however, even if it costs us more to re-tender for a development, it would not have a large impact on our expenditure account. He noted that it could mean we may need to borrow more further down the line. He advised that the scenario planning is a revenue and cash model whereas development is capital expenditure.</p> <p>MO asked if we can include upgrading for energy efficiency measures in the stress testing planning even if speculative to start with.</p> <p>The Board approved the 30 year plan and authorised the Deputy Chief Executive to submit the plan to the Housing Regulator on behalf of the Association.</p> <p>The Board considered and approved the scenario planning and mitigating strategies.</p>	BP
B38.21/22	<p>Wallich Project</p> <p>HS gave a verbal update on the Homes 4u Project. She noted that the project supports asylum seekers who have no recourse to public funds. She confirmed that we have been mediating between The Wallich and Homes 4u as The Wallich have a number of properties to dispose of, due to a change in Cardiff Council's homelessness provision. She advised that they are happy to support the project. She noted that the terms have not been agreed yet hence no written paper. She confirmed that we anticipate this</p>	



	<p>being available in September and it will then likely come to Board for a decision in between meetings.</p> <p>The Board noted the update.</p>	
B39.21/22	H&S and Compliance Report	
	<p>The Board noted the H&S and Compliance Report. There were no questions or comments raised.</p> <p>The Board approved the H&S and Compliance Report.</p>	
B40.21/22	KPI Monitoring	
	<p>DL presented the new KPI framework. He drew attention to rent arrears performance and the 'green shoots' we are now seeing following the work put in place. He noted the dip in where we want to be for the repairs and maintenance service due to the Covid-19 environment. He confirmed that there is no impact on the emergency service. He highlighted complaints which was covered earlier on the agenda and the increasing positive position with stock condition surveys. JJ advised that we are aiming to deliver all stock condition surveys by April 2023. He noted that repairs satisfaction was 93.14% in June for the M Team and 74.29% for contractor satisfaction which we are working on with our contractors. He noted that satisfaction for planned maintenance was at 100% for Q1.</p> <p>The Board approved the Q1 21/22 KPI monitoring report.</p>	
B41.21/22	Risk and Assurance	
	<p>The Board noted the strategic risk and assurance report. There were no questions or comments raised.</p> <p>The Board approved the risk and assurance report REDACTED.</p>	
B42.21/22	Quarterly Financial Reporting	
	<p>BP presented the Q1 21/22 Management Accounts. He confirmed that there are no concerns to raise, and we will bring back project for year end with the Q2 Management Accounts.</p> <p>All gave thanks to the Finance Team for all their work.</p> <p>MO suggested that we consider a specific Finance Board next year due to the number of items for consideration.</p> <p>The Board approved the Q1 21/22 Management Accounts.</p>	BP/DL
B43.21/22	ARC Annual Report to Board	
	<p>MW noted the summary report and completion of the ARC work plan. MO gave thanks to ARC for all their work and to the team supporting the Committee.</p> <p>The Board noted the ARC Annual Report to Board.</p>	
B44.21/22	ICT Strategy: Monitoring Report	
	<p>NL noted the ICT position which has been inherited and the strategy set out is to ensure that we get the basics right. He highlighted the work to do on</p>	



	<p>consolidating software and having the right foundations to move forward. He advised that since Covid-19 hit, we have adapted our original planned priorities to focus on work to support staff working from home and provide service to our tenants. He detailed other areas we will be progressing over the next year to support both staff and tenants. He highlighted the challenges experienced during the year.</p> <p>MO gave thanks to NL and the team for keeping us running during the difficult period.</p> <p>JS noted the new agile working and questioned the longevity of the hardware we have been buying. He asked if they will be fit for purpose moving forward. He noted malware and it becoming more sophisticated. NL confirmed that the equipment we have bought is fit for purpose. He noted that it cost us more but we wanted to ensure longevity. He noted the emphasis on putting security arrangements in place and provided further detail. He advised that we will always be subject to cyber-attacks. REDACTED</p> <p>The Board noted the ICT Strategy monitoring report.</p> <p>FM left the meeting at 19:00.</p>	
B45.21/22	Resident and Governance scrutiny six month update report	
	<p>VM noted the updates that went to the last ARC and updates covered in the report since ARC met. She highlighted engagement in the last six months and confirmed that we will be relaunching our tenant magazine but it will now be tenant led. She noted the progress with recruitment for new tenant representatives and the programme of actions for the next six months.</p> <p>AY questioned how we are supporting those who do not have access to online/digital technology to get kit and receive training. VM confirmed that our Digital Inclusion Officer is supporting our tenants. She noted that digital options are in place for people to use if they want to, but we want focus on face to face engagement. She advised that we will be getting translation of our app in place.</p> <p>The Board noted the Resident and Governance scrutiny six-month update report.</p>	
B46.21/22	Use of Seal	
	The Board noted the Use of Seal.	
B47.21/22	Audit & Risk Committee Chairs Report – 26.5.21	
	<p>MW noted the summary report for the May ARC meeting.</p> <p>The Board noted the report.</p>	
B48.21/22	People & Culture Committee Chairs Report – 18.6.21	
	<p>JB presented the summary report for the June People and Culture Committee meeting. She noted the staff representation on the Committee and heard how the organisation is looking at workloads. She highlighted the Happiness Index wellbeing survey which had a good response rate and results. She noted the Kickstart Project and new funding application.</p>	



	The Board noted the report.	
B49.21/22	Development Committee Chairs Report – 2.7.21	
	SR noted the summary report for the Development Committee’s first meeting. The Board noted the report.	
B50.21/22	Review of meeting and reflections	DL/SW
	MO asked for 20minutes to be set aside at the next Board meeting for reflection.	
B51.21/22	Any other business	
	<p>HS confirmed that we appointed a new Head of communications and Marketing, Nia Rolfe, who currently works for Cadwyn Housing Association. She noted the recruitment process and tenant involvement.</p> <p>It was noted that the following decisions between meetings that were approved prior to the meeting:</p> <p>DM2.21/22 – Vice Chair remuneration level: The Board approved a remuneration level of £8K per annum for the role of Vice Chair. A majority vote of approval was received by four members. Three members did not vote on the decision. One member abstained from voting and one member voted no to approval.</p> <p>DM3.21/22 – REDACTED</p> <p>DM4.21/22 - Social Housing Grant Programme Authorised Signatories Amendments: The Board approved amendment to the authorised signatories for scheme applications and grant applications to Welsh Government. A majority vote of approval was received by nine members. Two members did not vote on the decision.</p> <p>DM5.21/22 – REDACTED</p> <p>DM6.21/22 – Governing Document update: The Board approved the:</p> <ul style="list-style-type: none"> • Development Committee Terms of Reference; • Scheme of Delegation; • Standing Orders; • Financial Regulations; and • Development Governance Document. <p>A majority vote of approval was received by eight members. Three members did not vote on the decision.</p>	



	<p>DM7.21/22 – Consumer Credit Licence Policy: The Board approved the Consumer Credit Licence Policy. A majority vote of approval was received by ten members. One member did not vote on the decision¹.</p> <p>DM8.21/22 – REDACTED</p> <p>The meeting closed at 19:07.</p>	
<p>Date of next meeting: 6th October 2021, 5pm</p>		

Signed:
Chair

Date:

¹ Comments received on this decision are appended to these minutes for record. All comments were incorporated into the Policy.