

7. MINUTES OF THE CONFIDENTIAL MEETING HELD ON 4 JANUARY 2016

7.1 The Board considered the minutes of the confidential meeting held on 4 January 2016 and requested the following amendments:

- The second bullet point of paragraph 7.2 should be amended to read “the Group income was budgeted at £19.8m with a total expenditure of £19.5m giving the Group a surplus of approx. £200k.” and
- Paragraph 8.4 should be amended to read “Cllr. Blakeman questioned whether the Company was able to retain any monies raised.....”

7.2 The Board **NOTED** the amendments to the minutes and agreed to pass the required written resolution(s) to effect the approval of the minutes, upon its circulation by the Company Secretary, after the meeting.

8. MATTERS ARISING

8.1 The Board considered the actions arising from previous meetings:

- Measurable targets of the impact of the Business Plan - The report would be provided by Yvonne Birch at the May meeting of the Board.
- Measuring the commerciality of the recharge cost model against comparable organisations - It was noted that the new MD of the subsidiary company would report back to the Board at its meeting in July.
- Options appraisal for the use of the Group surplus - Barbara Matthews informed the Board that the Company had been asked by RBKC to provide an intermediate rent service. This would be a new service offered by the Company requiring the implementation of the Company's own lettings and rent collection process. The offering of new services and the planned future surpluses from the subsidiary will require the Company to consider the Group's tax structure
- Criteria for classifying board agenda items - the Board considered a paper presented by Fola Kafidiya-Oke on the classification of the various items considered at Board and Committee meetings. Jeff Zitron stated that he was of the opinion that the Company was a membership organisation and as a result, a lot of the items classed as 'Confidential' should be marked 'Open' and accessible to its members. He requested that the Executive team should review the criteria and report back to the Board at a future meeting.

8.2 This Board **NOTED** the updates on the actions.

9. CHIEF EXECUTIVE'S REPORT

9.1 Barbara Matthews presented the Chief Executive's report to the Board. She drew the attention of the Board to the progress update on the enforcement notices received in respect of Adair and Hazelwood towers following the fire at Adair Tower.

9.2 Jeff Zitron questioned why Enforcement Notices had been issued given the fact that the Company had commissioned and had valid fire risk assessments in place at the

The Board agreed that the Company needed to reconsider the frequency of the fire risk assessments being undertaken and the installation of door closers. Barbara Matthews confirmed that it was intended to install door closers by the deadline and negotiate an extension of the works required on the ventilation issues. The Board requested that a report on the conclusions of the review of the stock should be presented at a future meeting covering any decisions and recommendations in respect of the fire incident.

- 9.4 The Board **NOTED** the contents of the report

10.1 Paula Fance presented the conclusions of the review undertaken by a panel of the Board on the Grenfell Tower Project. Jeff Zitron requested that the review should reflect and consider the fact that 40 per cent of the residents of the building signed the petition against the Company and propose actions that could have been taken by the Company to manage the feelings of the residents for such a project. Peter Maddison highlighted that the post-satisfaction survey would flush out the residents' feelings on the project which would help the Company reconsider future projects of the same nature. The Board agreed that Paula Fance should meet with Cllr. Blakeman to address the points she raised on the contents of the report. It was proposed to share the conclusions of the Panel's review with RBKC.

11.1 The Board considered the financial update for the period to February 2016 which highlighted the following:

- the current projected surplus for the year was £36k, and surplus as at period 11 (February 2016) was £32k.

- ### *the Subsidiary*

- HRA

- 11.2 The Board **NOTED** the contents of the report.

12.1 Peter Maddison presented the update on the capital programme. The Board noted that the total spend for the period to the end of March 2016 was £11.5m and the current proposed budget for 2016/17 is £16.5m.

- 12.3 The Board **NOTED** the contents of the report.

13.1 Peter Maddison presented a proposal to award the contracts for the Lift Renewal Programme , and the External Works contract.

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- 13.3 Lift Replacement Contract – the Company had issued a pre-qualification questionnaire of which twenty-five service providers expressed an interest, sixteen completed the pre-qualification questionnaire, and four were invited to tender. Upon evaluation of the received tenders, it was proposed to award the contract to Guideline Lift Services in respect of the replacement of 35 lifts across the borough between 2016 and 2018. The contract sum was £3,490,813 with a total estimated commitment of £4,108,686 (inclusive of fees).
- 13.4 External Works Contract – the Board was reminded that four service providers were appointed to the Capital Works Contractors' framework in 2014. It was proposed to call-off two service providers, Wates Living Space Limited for the North area of the borough, and Keepmoat Regeneration Limited for the South area of the borough, from the framework in respect of external works and external redecoration for 2016/17. The contract sum for the North area was £5,260,185 (inclusive of fees), and the contract sum for the South area was £5,646,430 (inclusive of fees).

The Board **NOTED** the recommendations to award the contracts to the selected tenderer and agreed to pass the required written resolution(s) to effect the award approvals, upon its circulation by the Company Secretary, after the meeting.

14. **SUBSIDIARY BOARD APPOINTMENT**

- 14.1 Fola Kafidiya-Oke presented a proposal to approve the appointment of the Chair of the board of the subsidiary company, Kensington and Chelsea TMO Repairs Direct Limited. She informed the Board that a recruitment and selection process had been undertaken by the Appointments & Remuneration Committee as per the Board's delegated authority to undertake the process. Following the conclusion of the process, the Appointment & Remuneration Committee was recommending that Paul Mains should be appointed as the Chair of the board of the subsidiary company.
- 14.2 Fola Kafidiya-Oke invited the Board to consider the recommendation of the Appointments & Remuneration and agree to appoint Paul Mains as a non-executive director and chair of the board of the subsidiary company with effect from the date of the meeting.
- 14.3 The Board **NOTED** the recommendation and agreed to pass the required written resolution(s) to effect the appointment approval, upon its circulation by the Company Secretary, after the meeting.

15. **BOARD REMUNERATION**

- 15.1 Fola Kafidiya-Oke presented a briefing note on the sector practice in relation to remuneration of Board members. The Board agreed to defer the discussion on this item to its Board Away Day in June.

16. COMMITTEES' UPDATE

16.1 The Board considered the draft minutes of the last meeting of the Operations Committee.

16.2 This Board **NOTED** the update on the activities of the Operations Committee.

17. SUBSIDIARY UPDATE

17.1 The Board considered the minutes of the last meeting of the subsidiary company.

17.2 The Board **NOTED** the minutes of the subsidiary company.

18. ANY OTHER BUSINESS

18.1 None

19. DATE OF NEXT MEETING

19.1 The next meeting of the Board would take place on 26 May 2016.


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Chair