

## PUBLIC MINUTES

### **of the Homes England Board Meeting held at 9am on Thursday 28 February 2019 at 1 Mann Island, Liverpool**

#### **Present:**

Edward Lister	Chair
Simon Dudley	(excl. items 6-8)
Nick Walkley	Chief Executive
Keith House	
Richard Blakeway	(by phone)
Stephen Bell	
Teresa O'Neill	(excl. items 6-8)
Duncan Sutherland	(excl. items 6-8)
Ceri Smith, UKGI	

#### **In attendance:**

Mark Gray	Chief Risk Officer	
Gordon More	Chief Investments Officer	
Stephen Kinsella	Executive Director Land	
Isabella Freeman	General Counsel	
Jane Castor	General Manager Finance & Performance	
Amy Casterton	Chief of Staff	
Mike Wiltshire	General Manager Strategy and Performance	
Christopher Kinsella	Interim Chief Financial Officer	
Tracie Evans	Interim Corporate Services Director	
Joe Sarling	Head of Research and Analysis	Item 6
Will Davies	Chief People Officer (by phone)	Item 10
Heather Allingham	Hymans Robertson (by phone)	Item 10
Mark Dabell	Head of Estate Management and H&S	Item 11
Kate Stansfield	Programme Manager	Item 11
Mary Carter	Board Secretary	

#### **Apologies**

01/02/19 There were no apologies.

Items were taken in the following order: 1-4, 11, 10, 5-8.

#### **Item 1 Minutes of Previous Meetings**

02/02/19 The minutes of the previous meeting were agreed as a true record.

#### **Item 2 Matters Arising**

03/02/19 The Chair reported that the Board Effectiveness Review would report in April, and he would hold a one hour session at the April

**MC**

Board meeting to discuss the findings. The job advert for four new Board members had now been published. He sought members' feedback on the Board meeting in Coventry.

04/02/19 Members agreed that Coventry was a good location, and it was valuable for them to be seen in different offices around the country. They were happy to hold a number of meetings there, with sufficient advance notice.

05/02/19 Members NOTED the matters arising.

### **Item 3 CEO Update**

06/02/19 The Chief Executive held a closed session with Board members on key developments since the last Board meeting. He had appointed Christopher Kinsella as the interim Chief Financial Officer, and Tracie Evans as the interim Corporate Services Director. He updated members on progress with appointing to permanent senior roles, and wider Operating Model work.

07/02/19 Members considered that there was a critical role for the Board in supporting and challenging the steps being taken to address the leadership and People challenges facing the Agency. They asked that the Chief Executive's proposals should be considered at the Nominations and Remuneration Committee.

**NW**

08/02/19 The Chief Executive reported that good progress had been made in addressing the issue of onerous leasehold arrangements associated with the Help to Buy product.

10/02/19 Members agreed that there was a role for the Board in determining the best way forward, and implementing the government's plans. They asked to be kept updated on developments.

**NW**

11/02/19 Members NOTED the report.

### **Item 4 Management Information Suite**

12/02/19 The General Manager Finance & Performance presented the key elements of Homes England's performance to the end of January 2019, and provided an update on the process for setting targets for relevant Key Performance Indicators (KPIs); a new balance sheet section and an update on the Supplementary Estimates exercise.

13/02/19 Members welcomed the new elements introduced into the MI Suite. They asked what steps could be taken to further improve forecasting, given the slippage towards year end.

14/02/19 The General Manager Finance & Performance confirmed that improvements had been made to forecasting this year, and more were to come through the business planning process. Some uncertainty was however structural since the targets depended on a few large projects that might or might not happen.

17/02/19 Members NOTED the report.

#### **Item 5 Committee Minutes**

18/02/19 The Chair invited the Board to agree the new Investment Committee Terms of Reference, which had been endorsed at the Committee meeting on 14 February 2019.

19/02/19 The Chair of Audit & Risk Committee reported on the ARC meeting that had taken place on 31 January, where most Board members had attended to consider the Risk Framework and the Risk Appetite. These had then been endorsed to Board by correspondence, and the Board had formally accepted them. They had now been submitted to MHCLG. He also reflected on the Help to Buy session that had taken place on 30 January 2019. A standalone Help to Buy Committee was dependent on the successful recruitment of more Board members, but meanwhile there was a suggested forward agenda of business that would be considered at the ARC sessions.

20/02/19 The Chief Executive welcomed having the Help to Buy ARC sessions to analyse and reflect on Help to Buy data. He had received clear and helpful steers from the Committee.

21/02/19 The Chair of Audit & Risk Committee updated members on discussions with MHCLG over the accounts timetable for 2019.

22/02/19 The General Manager Finance & Performance reported that negotiations were continuing over the accounts timetable, and the NAO was supportive of the Homes England position. Sticking to the original timetable was an avoidable risk, and she was hopeful that the matter would be resolved shortly.

23/02/19 The Board AGREED the revised Investment Committee Terms of Reference.

#### **Item 6 Early Warning Indicators Report**

24/02/19 The Head of Research and Analysis set out the findings from the market tracking process.

25/02/19 Members noted that the survey response rate of 46% was good for

26/02/19 The Board NOTED the report.

**Item 7 Brexit Playbook**

27/02/19 The General Manager Strategy and Performance asked the Board to approve the final draft of the Homes England Brexit Playbook, which had been updated to take account of the Board's feedback at the special Board meeting on Tuesday 19 February. A Brexit Steering Group had been formed, which would guide the further development and implementation of the playbook and the agency's wider response.

28/02/19 The Board AGREED the Homes England Brexit Playbook.

**Item 8 Annual Business Plan**

29/02/19 The General Manager Strategy and Performance shared the latest version of the Annual Business Plan and asked the Board to agree that it should be submitted to MHCLG for ministerial sign off. It would return to Board for final agreement on 28 March 2019.

30/02/19 The Board ENDORSED the Annual Business Plan (subject to final revisions) to MHCLG for senior official and ministerial sign off. They NOTED that Homes England's risk appetite was currently also with MHCLG for approval, and that this Plan was dependent on their agreement to that document.

**Item 9 Digital Strategy**

31/02/19 This item was deferred due to pressure of business.

**Item 10 HCA Pension Fund Revision**

32/02/19 The Chief People Officer introduced the paper, which members had requested at January's Board Meeting. The paper gave more information in relation to the first stage of the reform process, with specific focus on the future recruitment of new employees into the agency.

35/02/19 The Board APPROVED the recommendations in the report.

**Item 11 Quarterly Safety, Health & Environmental Report**

36/02/19 The Head of Estate Management and H&S reported to the Board on Homes England's safety, health and environmental (SHE) performance for the 3 month period from 01/10/18 to 31/12/18 (Q3), including the progress made towards meeting corporate health and safety targets.

37/02/19 A number of improvements were underway with regard to the reporting and management of safety, health and environmental matters. Homes England were about to procure safety, health and environmental specialists from one of its framework panel consultants to undertake a strategic review of safety, health and environmental management across the agency.

38/02/19 He also proposed that safety, health and environmental matters should be a standing agenda item for the Board in addition to the quarterly health and safety update report. Homes England were in the process of procuring safety specialists to deliver safety, and environmental training to senior management. The training would be delivered to 'Heads of Team' level and above, including Board members.

MD

39/02/19 Board members welcomed the report, and supported the proposal to enhance reporting to Board, and agreed they should undergo training. They noted that many of the sites from other government department being transferred to the Agency came with challenging SHE issues, and they asked that lessons learned from 'close call' incidents was recorded and incorporated into the training.

40/02/19 Members NOTED the report.

**Item 12 Any Other Business**

41/02/19 Members raised the issue of late papers. There had been a number of long papers being received shortly before meetings. They considered that every effort should be made to cut down on late submissions, to enable Board to function effectively.

NW

42/02/19 The Chief Executive updated members on progress with interim and permanent recruitment to senior posts.

Date of next meeting: 28 March 2019.

**Chairman's signature:**

**Date:**