



## Board 28 July 2009

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### Committee Structure - Update

Report by Chief Executive

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#### For Decision

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#### 1. Introduction

- 1.1 In March, Board agreed a new committee structure and that Board would meet every six weeks. The new committee structure and board meeting cycle will take effect from the board meeting on 22 September 2009 (after the Annual General Meeting). This is a report on progress in setting up the new structure.

#### 2. Board

- 2.1 The proposed dates for Board from 22 September 2009 to August 2010 are as follows:
- 22 September 2009
  - 3 November 2009
  - 8 December 2009
  - 26 January 2010
  - 9 March 2010
  - 20 April 2010
  - 1 June 2010
  - 13 July 2010
  - 24 August 2010
- 2.2 Board meetings will continue to be held on Tuesdays, starting at 5.00 pm at YHN House.

#### 3. Committees

- 3.1 At the March meeting, Board agreed the following committees and meeting frequency:

<b>Committee</b>	<b>Meeting Frequency</b>
Audit	Quarterly
Finance & Resources	6 weekly

Performance	Quarterly
Customer & Service Delivery	Bi monthly
Remuneration Committee	Three times yearly

3.2 After further considering of the areas of work for each of the committees, there were concerns that the volume of work for Performance Committee would not allow the level of scrutiny that was intended. A preferred model would be for Committee to meet 6 weekly with one meeting reviewing the performance against all areas and the next meeting focusing on specific issues that are identified for further scrutiny.

**Board is asked to agree that Performance Committee meets six weekly.**

3.3 As reported in March, it was the Chair’s intention for Remuneration Committee to meet soon after the March board meeting. The committee met in June and agreed that that meetings should be held twice a year in January and June.

3.4 Dates of committees have been provisionally scheduled to fit in with the Board reporting cycle (Appendix 1). At the first meeting, committees will be asked to agree dates and times for future meetings.

#### **4. Issues**

While developing the work programme for each committee, the following issues emerged.

##### **4.1 Overlap of work and attendance**

For clarification, the Lead Officers for committees are the Directors of Services.

It has been recognised that there will be some overlap between committees, with some issues being reported to more than one committee. Where this is likely to happen, Lead Officers will be responsible for co-ordinating work plans to make sure there is no delay in the reporting cycle and a remit protocol will be introduced to avoid the necessity of duplicating reports.

To avoid the necessity for more than one Lead Officer to be present at committee meetings, the Lead Officer will determine attendance depending on the item(s) for scrutiny. Relevant Heads of Service will also attend committees.

##### **4.2 Delegations**

The Articles of Association allow Board to delegate some of its powers to any committee consisting of two or more Board Members and one of the reasons for reviewing the delegations was to give committees more power to exercise and perform on behalf of Board in relation to functions, matters and services.

Major decisions are referred to Board. Major decisions are described as:

- (a) any decision in relation to YHN’s function which results in the incurring of expenditure which is significant, having regard to the YHN budget for the service or function to which the decision

relates;

OR

(b) any decision that is likely to have a significant impact on two or more electoral wards within the Council.

The threshold for 'significant expenditure' under (a) is £100,000.

It is recommended that

- where there is a current/existing budget provision then the matter is agreed by Committee. (An example of this would be that Board would approve the overall annual budget allocation to construction partners and committee would agree in-year re-allocations).
- If the matter relates to a new provision that is over £100,000 then the matter is reserved to Board.
- In circumstances where a matter has a major or material impact/change the Lead Officer in conjunction with the Committee Chair or Vice Chair will determine whether Committee or Board approval is required.

Terms of reference will be written for each committee so there is clarity about the level of delegations.

**Board is asked to agree the level of delegations to committees.**

#### 4.3 Reporting to Board

Committees will report to Board on their activities. It is recommended that

- Committee minutes are submitted to Board for review;
- Committee Chairs report twice a year to Board: a six monthly review and an annual/end of year report;
- where matters require board approval these should be reported to Board as needed (outside of the twice yearly reporting cycle).

**Board is asked to agree this reporting structure.**

#### 4.4 Equality and Diversity

In the original proposal, it was proposed that Equality and Diversity report to Performance Committee. However, because of the workload for this committee there are concerns that this area of work will not receive the level of scrutiny that it requires.

**It is recommended that Equality and Diversity reports directly to Board.**

The Strategic Independent Advisory Group (SIAG) has an important role to play as a sounding board and for the provision to Board of information and advice.

**It is recommended that the Chair of SIAG reports to Board twice a year on the work of SIAG.**

#### 4.5 Joint Consultative Committee

The Joint Consultative Committee (JCC) is a meeting between Trade Union representatives, senior management and board representatives. Governance & Personnel Committee has responsibility for this committee, although it has met infrequently in the past.

The JCC met in May and agreed that in future it should meet on a quarterly basis.

In the new structure governance matters are to be dealt with by Board and HR matters dealt with by Finance and Resources Committee. It is recommended that Finance and Resources Committee takes responsibility for the JCC arrangements with the Trade Unions.

**Board is asked to agree these arrangements.**

#### 4.6 **Committee Membership**

The Chair's proposals for committee membership and chairs of committees will be presented to Board on 22 September 2009.

#### 4.7 **Board Report Format**

A revised board report format is under development and will be piloted at a future meeting.

### 5. **Business Implications**

YHN Mission and Strategic Objectives – the work of the Board contributes to the good governance of the organisation.

Value for Money/Efficiencies – the committee structure contribute to making the work of the organisation more efficient.

Resources (financial, property, technological or human) – There are no additional resources required. The costs of supporting board and committees are met through existing budget allocations.

Impact on services/performance – The new structure is a response to the demands of a developing organisation and will provide a relevant home for all areas of business.

Outcomes for tenants/leaseholders – Board and committee have access to good quality information, advice and support to ensure that services are delivered to meet the needs of our customers and stakeholders.

Risk (reputation, relationship) – There are risks to the organisation if we do not have a governance structure that ensure robust public accountability and appropriate service delivery.

Environmental – An environment issue is around the amount of paperwork that is generated for Board and committees.

Legal implications – the setting up and delegation to committees is in accordance with the Articles of Association.

Equality and Diversity – All of the three constituent groups that make up board membership will be represented on each of the committees.

Stakeholder Involvement/consultation – the proposed committee structure is based on a consultative exercise carried out at a board awayday.

## **6. Recommendations**

6.1 Board is asked to note the progress being made with setting up the new committee structure and to agree:

- that Performance Committee meets six weekly;
- the level of delegations to committees described in section 4.2 of the report;
- the committee reporting structure to Board described in section 4.3 of the report
- that the work of Equality and Diversity reports to Board
- that the Chair Strategic Independent Advisory Group (SIAG) reports to Board twice a year on the work of SIAG;
- that Finance and Resources Committee takes responsibility for the Joint Consultative Committee arrangements with the Trade Unions.

## **7. Next Steps**

- Terms of reference will be drafted for each committee.
- Committee membership will be determined by the Chair and submitted to Board for approval at the Board Meeting on 22 September 2009.
- The Scheme of Delegations will be amended.
- A Remit Protocol will be developed.

### **Background papers:**

Report on Board Awayday January 2009  
Board Report March 2009

**Contract Officer:** Maureen Dickson, Company Administrator & Board Support Officer, ext 28624

## Appendix 1

Committee	Area of work	Dates (provisional)
<b>Audit (Quarterly)</b>	<ul style="list-style-type: none"> <li>• External auditor</li> <li>• Internal audit</li> <li>• Internal financial control</li> <li>• Risk Management</li> </ul>	<p><b>2009</b> 5 Nov</p> <p><b>2010</b> To be agreed</p>
<b>Customer &amp; Service Delivery (Bi monthly)</b>	<ul style="list-style-type: none"> <li>• Customer Satisfaction ( Repairs and maintenance; investment programme satisfaction)</li> <li>• Annual Painting Programme</li> <li>• Asset Management</li> <li>• Capital Investment Programme</li> <li>• Repairs &amp; Maintenance</li> <li>• Leasehold</li> <li>• Service Reviews</li> <li>• Support &amp; care</li> <li>• Customer service</li> <li>• Citywide services</li> <li>• Housing Management</li> <li>• Tenant Involvement</li> </ul>	<p><b>2009</b> 19 October 14 December</p> <p><b>2010</b> 8 February 12 April 14 June 9 August</p>
<b>Finance &amp; Resources (6 weekly)</b>	<ul style="list-style-type: none"> <li>• YHN and HRA Budgets and Outturn</li> <li>• YHN Management Fee</li> <li>• Service Level Agreements</li> <li>• Income Collection</li> <li>• IT Strategy</li> <li>• Key HR and OD functions and initiatives</li> </ul>	<p><b>2009</b> (17 September) 22 October 3 December</p> <p><b>2010</b> 21 January 4 March 15 April 27 May 8 July</p>
	<ul style="list-style-type: none"> <li>• Joint Consultative Committee arrangements with Trade Unions</li> </ul>	To be agreed
<b>Performance (6 weekly)</b>	<ul style="list-style-type: none"> <li>• Top Twenty Performance Indicators</li> <li>• Service Standards</li> <li>• Compliments, Complaints</li> <li>• Repairs &amp; Maintenance</li> <li>• Gas servicing</li> <li>• HouseMark Performance Indicators</li> <li>• National Indicators</li> </ul>	<p><b>2009</b> 29 September 20 October 1 December</p> <p><b>2010</b> 12 January 23 February 6 April 25 May 6 July</p>
<b>Remuneration</b>	<ul style="list-style-type: none"> <li>• Chief Executive's remuneration</li> </ul>	To be agreed

**Board and Committee Calendar 2009/2010**  
 (committee dates subject to confirmation)

	2009				2010							
	Sept	Oct	Nov	Dec	Jan	Feb	Mar	Apr	May	June	Jul	Aug
<b>Board</b>	22		3	8	26		9	20		1	13	24
<b>Audit</b>			5		to be agreed							
<b>Customer Service &amp; Delivery</b>		19		14		8		12		14		9
<b>Finance &amp; Resources</b>	(17)	22		3	21		4	15	27		8	
<b>Performance</b>	29	20		1	12	23		6		25	6	17
<b>Remuneration</b>					tba					tba		