



**PEAKS & PLAINS**  
Housing Trust

**Minutes of the Trust's Board Meeting held on 15<sup>th</sup> May 2018, 6.00pm at Ropewalks, Macclesfield**

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| <b><u>Present</u></b> | John Hudson                                                                                                                                                                                                                                                                                                                                       | JH                                                                                                                                             | Chairman                   |
|                       | Matthew Cunningham                                                                                                                                                                                                                                                                                                                                | MC                                                                                                                                             | Board Member               |
|                       | Paul Findlow                                                                                                                                                                                                                                                                                                                                      | PF                                                                                                                                             | Board member (from item 7) |
|                       | Sam Knuckey                                                                                                                                                                                                                                                                                                                                       | SK                                                                                                                                             | Board Member               |
|                       | Kate Lindley                                                                                                                                                                                                                                                                                                                                      | KL                                                                                                                                             | Board Member               |
|                       | Simon Leighton                                                                                                                                                                                                                                                                                                                                    | SL                                                                                                                                             | Board Member               |
|                       | Gordon Richardson                                                                                                                                                                                                                                                                                                                                 | GR                                                                                                                                             | Board Member               |
|                       | Tom Agar                                                                                                                                                                                                                                                                                                                                          | TA                                                                                                                                             | Board Member               |
|                       | Jamie Hutchinson                                                                                                                                                                                                                                                                                                                                  | JaH                                                                                                                                            | Director of Customers      |
|                       | Tim Pinder                                                                                                                                                                                                                                                                                                                                        | TP                                                                                                                                             | Chief Executive            |
|                       | Greg van Enk-Bones                                                                                                                                                                                                                                                                                                                                | GvEB                                                                                                                                           | Director of Resources      |
|                       | Liz Holmes                                                                                                                                                                                                                                                                                                                                        | LH                                                                                                                                             | Assistant Director Finance |
|                       | Vic Bradford                                                                                                                                                                                                                                                                                                                                      | VB                                                                                                                                             | Link Asset Services        |
|                       | Nikki Pearson                                                                                                                                                                                                                                                                                                                                     | NP                                                                                                                                             | Governance Officer         |
|                       | Pauline Gosling                                                                                                                                                                                                                                                                                                                                   | PG                                                                                                                                             | Minute Taker               |
|                       |                                                                                                                                                                                                                                                                                                                                                   |                                                                                                                                                |                            |
|                       | <b><u>Apologies for Absence</u></b>                                                                                                                                                                                                                                                                                                               |                                                                                                                                                |                            |
|                       | Alison Light, Board Member                                                                                                                                                                                                                                                                                                                        |                                                                                                                                                |                            |
|                       |                                                                                                                                                                                                                                                                                                                                                   |                                                                                                                                                |                            |
|                       | <b><u>Declarations Of Interest</u></b>                                                                                                                                                                                                                                                                                                            |                                                                                                                                                |                            |
|                       | There were no declarations of interest                                                                                                                                                                                                                                                                                                            |                                                                                                                                                |                            |
|                       |                                                                                                                                                                                                                                                                                                                                                   |                                                                                                                                                |                            |
|                       | <p>JH thanked Board members for taking part in the 1-2-1's and confirmed that he and the Chief Executive will take forward generative sessions idea and will get back with a date to suit everyone.</p> <p>JH commented that it was great to see the values incorporated into the Board reports, a useful addition which brings them to life.</p> |                                                                                                                                                |                            |
|                       |                                                                                                                                                                                                                                                                                                                                                   |                                                                                                                                                |                            |
| <b>1.</b>             | <b><u>Minutes of the Meeting Held 20<sup>th</sup> March 2018</u></b>                                                                                                                                                                                                                                                                              |                                                                                                                                                |                            |
|                       |                                                                                                                                                                                                                                                                                                                                                   |                                                                                                                                                |                            |
|                       | The minutes of the meeting held 20 <sup>th</sup> March 2018 were reviewed.                                                                                                                                                                                                                                                                        |                                                                                                                                                |                            |
|                       |                                                                                                                                                                                                                                                                                                                                                   |                                                                                                                                                |                            |
|                       | <b>The Board Decided:</b>                                                                                                                                                                                                                                                                                                                         |                                                                                                                                                |                            |
|                       | <b>663)</b>                                                                                                                                                                                                                                                                                                                                       | That the minutes of the meeting held on 20 <sup>th</sup> March 2018 be agreed as a true and accurate record and be signed off by the Chairman. |                            |
|                       |                                                                                                                                                                                                                                                                                                                                                   |                                                                                                                                                |                            |
| <b>1a.</b>            | <b><u>Matters Arising</u></b>                                                                                                                                                                                                                                                                                                                     |                                                                                                                                                |                            |

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|           | <ul style="list-style-type: none"> <li>JH informed Board that he is meeting with the Challenge Group on Thursday this week, to present the five year plan.</li> </ul>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| <b>2.</b> | <b><u>Chief Executive's briefing</u></b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
|           | <ul style="list-style-type: none"> <li>Affordability has become key in the Labour Party</li> <li>There has been a change of Secretary of State for housing, communities and local government – James Brokenshire takes over from Sajid Javid. There appears to be a sense of a cautious business as usual approach. The Green paper was due about now but may well be delayed.</li> <li>Mental Health Awareness Week – there has been a lot going on at the Trust with mental health first aider training and the opening of the drop-in hub for mental health services on the Weston.</li> <li>GDPR – Comes into force on May 25<sup>th</sup>. The Trust commissioned an assessment by The Data Protection People – they have adopted a traffic light approach to our systems which have received no red lights. There are a number of initiatives the Trust is partially or wholly compliant with and will continue to work on.</li> </ul>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
| <b>3.</b> | <b><u>Technology Strategy</u></b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
|           | <p>Board received the Technology Strategy and Focus report explaining the context. SP invited questions on the Strategy.</p> <p>KL stated that her assumptions was that we already had some of the things included in the strategy, i.e. CRM and so it came as a bit of a surprise.</p> <p>SP explained that we do have a CRM albeit a bit fragmented – we are proposing a centralised system that everyone can report into, i.e. taking it a step further to make it better.</p> <p>SP informed Board that sessions were held with staff asking if they thought there was anything we are currently doing but do not longer need to – this gave the opportunity to review what we capture.</p> <p>Referring to 'doing IT differently' JH asked what is different? SP stated it is about being restless, some systems have been in place since 2006 – they do work but are not necessarily needed. It's about bringing cutting edge technology to the Trust and doing things differently.</p> <p>KL asked if we are being ambitious enough or constraining ourselves to current resources. JaH explained that there are some fundamental changes coming with universal credit and restructuring teams etc. We are surrounding ourselves with experts in bringing in CRM – to do it faster would be a risk to income management.</p> <p>KL, JaH and SP agreed to meet up outside of this meeting to share ideas.</p> <p>JaH explained that we are looking at Microsoft Dynamics to fit in with rest of business whilst trying to achieve protection for ourselves for the future.</p> |

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|           | <p>TA asked if wearable technology could that lead us to wellbeing again in the future. JaH explained how it would help us to identify for e.g. tenants who did not have heating on but it could be used for wellbeing in the future in a better way.</p> <p>PF asked if the Trust has a Business Continuity Plan – SP assured that we have a BCP Plan off-site back up and a facility with Staffordshire Housing which is tested 2 times per year. The link in the strategy is to investigate if we could do it better ourselves and be self-reliant.</p> <p>GR asked are we sure we are on top of data confidentiality for internet instructions etc. JaH agreed this is a big challenge because tenancy agreements would need to be changed but we are aware of it.</p> <p>SP further assured Board that Data Protection by design is built into all packages.</p> <p>JaH stated that there is a big piece of work to do with our customers and for us too, before handing to developers, therefore we intend to take small steps and not be over ambitious.</p> <p>TP confirmed that we also have independent expert on hand and gave credit to the IT team who have a good track record and gave the example of the My Account success.</p> |
|           | <b>The Board decided:</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
|           | <b>664)</b> To approve the Technology Strategy.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
| <b>4.</b> | <b><u>Financial Strategy</u></b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
|           | Board received the Financial Strategy and Focus report explaining the context. LH invited questions on the Strategy.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
|           | <p>LH asked if Board thought strategy was wide enough to cover the business – were there any restrictions and does it cover the right areas?</p> <p>JH thought the Strategy was closely aligned with 5 year plan which was reassuring.</p> <p>JH questioned the accuracy of returns to the Regulator, are we confident of the quality of the information? LH stated that some areas of data cleansing is required but she is confident we can make sure data is accurate by working with SP and MG.</p> <p>GvEB stated we do a lot of checking and double checking before data is submitted to ensure accuracy.</p> <p>JH asked about the risk of reliance on sales revenue, how reliant are we – LH replied that we test significant drops in value and completions in sales and use market data to ensure we are developing correctly.</p>                                                                                                                                                                                                                                                                                                                                                                                                     |
|           | <b>The Board decided:</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
|           | <b>665)</b> To approve the Financial Strategy.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| <b>5.</b> | <b><u>Board KPIs</u></b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
|           | GvEB gave a presentation of the Board KPI's for 2018/19 with themes covering foundations, protect, grow and create.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |

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|           | Each KPI includes targets with stretch targets<br>JH – thanked GR and PF for helping to develop this suite of KPI’s, stating that it will be interesting to see how they track over 5 years.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
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|           | <b>The Board decided:</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
|           | <b>666)</b> To approve the Board KPI’s for 2018/19                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
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| <b>6.</b> | <b><u>Gender Pay Gap</u></b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
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|           | <p>Board received a report explaining that The Trust is not required to report on Gender Pay Gap, but has estimated the Gender Pay gap using similar methodology as required by the government.</p> <p>The Trust Gender Pay Gap has been estimated at +17.3% (Mean average) or 18.4% (Median average). Average hourly earnings are +17.3% higher for males than females employed at the Trust on the Mean Average basis.</p> <p>GvEB emphasised that there is no question of unequal pay between genders here, but if we were required to report our gender pay gap we would have a higher than average gap male pay being 17.3% above female pay levels. The reasons are to do with the populations of two particular teams - Repairs and Tustlink, The overriding reason for pay gap is that 1 team is mainly female lower paid and the other mainly male with qualifications attracting higher pay.</p> <p>There was also a gap in Manager pay levels last year with +12.5% Median - but this has narrowed to +2.7% by April 2018</p> <p>SK welcomed report on basis of transparency but noted that if the 2 teams were removed then the gap would go up. GvEB explained that the report was based on 2017 data and would like to get back to SK with updated data since manager population inequality sorted.</p> <p>JaH explained the disparity between Trustlink and Repairs but confirmed that for anyone doing same job there is no gap.</p> <p>KL commented that the perception at senior level is predominantly male which paints a picture that makes her feel uncomfortable.</p> <p>SK commented that the language being ‘female friendly’ is not necessarily the right theme – it’s about fostering a culture of equality.</p> <p>JH asked if there is anything that can be done about the repairs team being predominantly male. TP confirmed we have used colleges and imagery etc. in the past and don’t think we are alone.</p> <p>KL said it would be useful to see these figures annually.</p> |
|           |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
|           | <b>The Board Decided:</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
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|           | <b>667.i)</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | To review the marketing material and recruitment approach for jobs that are currently dominated by one gender. |
|           | <b>667.ii)</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | To review the scope for management vacancies to appeal to females and invest in support for existing managers. |
|           | <b>667.iii)</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | To publish our gender pay gap report on our own basis – including our planned actions to address any issues.   |
|           |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                                                                                                                |
| <b>7.</b> | <b><u>Performance Report</u></b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                                                                                |
|           | <p>Board received the performance report to 31<sup>st</sup> March 2018 which contained 6 green, 1 amber and 5 reds.</p> <p>JaH and GvEB gave an overview of the red indicators:</p> <p><u>Rent collection and rent loss through voids</u> – we have been dealing with some long winded and complex cases (ASB, Safeguarding etc.). We are testing new income system and process to drive efficiency of the team and preparing us for universal credit.</p> <p>JaH confirmed that month’s performance was back to where it should be. A support post for the allocations team has been signed off and we are working with CEC around the allocations process and looking at efficiency of the team.</p> <p><u>New Home Starts only</u> - achieved half of the 230 target, 50% of those are due to us redesigning the Crossings scheme.</p> <p><u>New Home Completions</u> - achieved 80% of the 148 target. Some completions affected by the bad weather but the main reasons were to do with services being installed and planning requirements on large development sites where we take the social housing element - s106 sites. In future we plan to move to more of our own sites - particularly on our town centre developments. This will improve our ability to control and predict timings.</p> <p>Although we didn’t achieve our target, the number of homes completed was higher than we have ever achieved for a year and means we are growing at a rate that makes us one of the top developing housing associations in the country as we saw in the earlier report.</p> <p><u>Net Housing Stock Growth</u> - There were 117 acquisitions, 10 Right To Buy sales, and 6 Right To Acquire sales during 2017/18. 4 properties have been historically included in the total housing stock number, however these have now been re-categorised and removed as they are not being used for housing purposes.</p> <p>Our net stock grew by 97 homes, which was double the growth in each of the previous three years, but 26 under our target. 28 new homes did not complete as expected by year end, however we sold fewer homes than anticipated as a result of tenants exercising their Right to Buy or the Right to Acquire their home</p> <p>JH stated that this is a step change in terms of ambition and asked if we are confident we can step up to the level of activity stated in 5 year plan.</p> <p>GvEB confirmed there is no indication in these figures that would give concern for figures in 5 year plan, our learning is to get better at managing our contractors and having more control over our own schemes.</p> |                                                                                                                |

|            |                                                                                                                                                                                                                                                                                         |
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|            | GR commented on the planning problems experienced with the new home starts and suggested that the Trust would probably benefit from some strategic planning overview.                                                                                                                   |
|            |                                                                                                                                                                                                                                                                                         |
|            | <b><u>The Board Decided:</u></b>                                                                                                                                                                                                                                                        |
|            |                                                                                                                                                                                                                                                                                         |
|            | <b>668)</b> To note the Performance Report to 31 <sup>st</sup> March 2018                                                                                                                                                                                                               |
|            |                                                                                                                                                                                                                                                                                         |
| <b>8.</b>  | <b><u>Finance Report</u></b>                                                                                                                                                                                                                                                            |
|            |                                                                                                                                                                                                                                                                                         |
|            | Board received the finance report to 31 <sup>st</sup> March 2018.                                                                                                                                                                                                                       |
|            |                                                                                                                                                                                                                                                                                         |
|            | GvEB confirmed that all covenants had been met.                                                                                                                                                                                                                                         |
|            |                                                                                                                                                                                                                                                                                         |
|            | JH summed up stating that this was a good set of results to the end of the year. Board always receive good information throughout the year, well done to the finance team.                                                                                                              |
|            |                                                                                                                                                                                                                                                                                         |
|            | <b><u>The Board Decided:</u></b>                                                                                                                                                                                                                                                        |
|            |                                                                                                                                                                                                                                                                                         |
|            | <b>669)</b> To approve the finance report to 31 <sup>st</sup> March 2018                                                                                                                                                                                                                |
|            |                                                                                                                                                                                                                                                                                         |
| <b>9.</b>  | <b><u>New Value for Money Regulatory Standard</u></b>                                                                                                                                                                                                                                   |
|            |                                                                                                                                                                                                                                                                                         |
|            | TP explained that the report was designed to familiarise Board with new requirements from the Regulator.                                                                                                                                                                                |
|            | TP highlighted 2 specific elements:                                                                                                                                                                                                                                                     |
|            | It is principally the Board's job to set strategic direction and have a really good understanding of whether that is delivering vfm. TP thought that Board's involvement in putting together the 5year plan and KPI's along with the discussion earlier has a very positive reflection. |
|            | The Regulator expects Boards to own their own approach to vfm – they don't want a one size fits all, therefore our approach needn't be overcomplicated. The challenge will be to ensure there is a regular and rigorous challenge from the Board on anything significant brought to it. |
|            | SL stated that he had read that vfm should be a standard item at every Board meeting but struggles with that and feels that Board needs to find its feet a bit.                                                                                                                         |
|            | TP replied that the Trust way around it is to ensure that every report brought to Board includes clear information on costs and outcomes allowing Board to make their decision.                                                                                                         |
|            |                                                                                                                                                                                                                                                                                         |
|            | <b><u>The Board Decided:</u></b>                                                                                                                                                                                                                                                        |
|            |                                                                                                                                                                                                                                                                                         |
|            | <b>670.i)</b> To note the requirements of the vfm standard introduced by the ROSH                                                                                                                                                                                                       |
|            | <b>670.ii)</b> To agree its approach to secure vfm                                                                                                                                                                                                                                      |
|            |                                                                                                                                                                                                                                                                                         |
| <b>10.</b> | <b><u>Standing Orders Review</u></b>                                                                                                                                                                                                                                                    |

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|                 | <p>Board was informed that the following Standing Orders were reviewed by Governance Committee at its meeting on 8<sup>th</sup> May and recommended to Board for approval:</p> <ul style="list-style-type: none"> <li>• ST07 Role of Chair of Board</li> <li>• ST08 Role of Board Member</li> <li>• ST09 Role of Chief Executive. Subject to Governance Committee approval on the 8th</li> </ul>                                                                                                                                                  |               |                                                                                  |                |                                                   |                 |                                                      |                |                                                   |
|                 | Tracked changed versions of the Standing Orders were made available via the portal.                                                                                                                                                                                                                                                                                                                                                                                                                                                               |               |                                                                                  |                |                                                   |                 |                                                      |                |                                                   |
|                 | <b>The Board Decided:</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |               |                                                                                  |                |                                                   |                 |                                                      |                |                                                   |
|                 |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |               |                                                                                  |                |                                                   |                 |                                                      |                |                                                   |
|                 | <table border="1"> <tr> <td><b>671.i)</b></td> <td>To approve the amended ST07 Role of Chair of Board.</td> </tr> <tr> <td><b>671.ii)</b></td> <td>To approve the amended ST08 Role of Board Member.</td> </tr> <tr> <td><b>671.iii)</b></td> <td>To approve the amended ST09 Role of Chief Executive.</td> </tr> </table>                                                                                                                                                                                                                        | <b>671.i)</b> | To approve the amended ST07 Role of Chair of Board.                              | <b>671.ii)</b> | To approve the amended ST08 Role of Board Member. | <b>671.iii)</b> | To approve the amended ST09 Role of Chief Executive. |                |                                                   |
| <b>671.i)</b>   | To approve the amended ST07 Role of Chair of Board.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |               |                                                                                  |                |                                                   |                 |                                                      |                |                                                   |
| <b>671.ii)</b>  | To approve the amended ST08 Role of Board Member.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |               |                                                                                  |                |                                                   |                 |                                                      |                |                                                   |
| <b>671.iii)</b> | To approve the amended ST09 Role of Chief Executive.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |               |                                                                                  |                |                                                   |                 |                                                      |                |                                                   |
|                 |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |               |                                                                                  |                |                                                   |                 |                                                      |                |                                                   |
| <b>11.</b>      | <b>Feedback from Governance Committee</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |               |                                                                                  |                |                                                   |                 |                                                      |                |                                                   |
|                 | SL gave feedback from the Governance Committee held 8 <sup>th</sup> May:                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |               |                                                                                  |                |                                                   |                 |                                                      |                |                                                   |
|                 | <p>The following policies were reviewed and recommend to Board for approval:</p> <ul style="list-style-type: none"> <li>• Board Member Recruitment Policy</li> <li>• Board Member Succession Policy</li> <li>• Involved Customer Expenses Policy</li> </ul> <p>Tracked changed versions of the policies were made available via the portal.</p> <p>The meeting included a lot of semantics around the changes to becoming a CBS which was very easy for committee to approve.</p> <p>The minutes of the meeting are available via the portal.</p> |               |                                                                                  |                |                                                   |                 |                                                      |                |                                                   |
|                 | <b>The Board Decided:</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |               |                                                                                  |                |                                                   |                 |                                                      |                |                                                   |
|                 |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |               |                                                                                  |                |                                                   |                 |                                                      |                |                                                   |
|                 | <table border="1"> <tr> <td><b>672.i)</b></td> <td>To note the feedback from Governance Committee held on 8<sup>th</sup> May 2018.</td> </tr> <tr> <td><b>672.ii)</b></td> <td>To approve the Board Member Recruitment Policy.</td> </tr> <tr> <td><b>672.iii)</b></td> <td>To approve the Board Succession Policy.</td> </tr> <tr> <td><b>672.iv)</b></td> <td>To approve the Involved Customer Expenses Policy.</td> </tr> </table>                                                                                                             | <b>672.i)</b> | To note the feedback from Governance Committee held on 8 <sup>th</sup> May 2018. | <b>672.ii)</b> | To approve the Board Member Recruitment Policy.   | <b>672.iii)</b> | To approve the Board Succession Policy.              | <b>672.iv)</b> | To approve the Involved Customer Expenses Policy. |
| <b>672.i)</b>   | To note the feedback from Governance Committee held on 8 <sup>th</sup> May 2018.                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |               |                                                                                  |                |                                                   |                 |                                                      |                |                                                   |
| <b>672.ii)</b>  | To approve the Board Member Recruitment Policy.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |               |                                                                                  |                |                                                   |                 |                                                      |                |                                                   |
| <b>672.iii)</b> | To approve the Board Succession Policy.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |               |                                                                                  |                |                                                   |                 |                                                      |                |                                                   |
| <b>672.iv)</b>  | To approve the Involved Customer Expenses Policy.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |               |                                                                                  |                |                                                   |                 |                                                      |                |                                                   |
|                 |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |               |                                                                                  |                |                                                   |                 |                                                      |                |                                                   |
| <b>12.</b>      | <b>Feedback from Audit Committee</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |               |                                                                                  |                |                                                   |                 |                                                      |                |                                                   |
|                 | <p>MC gave feedback from the Audit Committee held 24<sup>th</sup> April 2018.</p> <p>The internal audit reports were reviewed.</p> <p>The following policies and standing orders were reviewed and recommended to Board for approval:</p> <ul style="list-style-type: none"> <li>• Financial Regulations and Scheme of Delegations</li> <li>• Information Security Policy</li> <li>• Data Protection Policy</li> </ul>                                                                                                                            |               |                                                                                  |                |                                                   |                 |                                                      |                |                                                   |

|            |                                                                                                                                                                                                                                                                                                   |
|------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|            | Tracked changed versions of the documents were made available via the portal.                                                                                                                                                                                                                     |
|            | Committee received a reassuring presentation on GDPR along with a presentation of complaints and compliments.<br>There was discussion around golden rules 2 and 3 with suggested amendments which have been recommended to Board.<br><br>The minutes of the meeting are available via the portal. |
|            |                                                                                                                                                                                                                                                                                                   |
|            | <b>The Board Decided:</b>                                                                                                                                                                                                                                                                         |
|            |                                                                                                                                                                                                                                                                                                   |
|            | <b>673.i)</b> To note the feedback from Audit Committee held on 24 <sup>th</sup> April 2018.                                                                                                                                                                                                      |
|            | <b>673.ii)</b> To approve ST18 Financial Regulations and Scheme of Delegations                                                                                                                                                                                                                    |
|            | <b>673.iii)</b> To approve the Information Security Policy                                                                                                                                                                                                                                        |
|            | <b>673.iv)</b> To approve the Data Protection Policy                                                                                                                                                                                                                                              |
|            |                                                                                                                                                                                                                                                                                                   |
| <b>13.</b> | <b><u>Any Other Business</u></b>                                                                                                                                                                                                                                                                  |
|            |                                                                                                                                                                                                                                                                                                   |
|            | There was no other business                                                                                                                                                                                                                                                                       |
|            |                                                                                                                                                                                                                                                                                                   |
|            | The meeting closed at 8.10 pm                                                                                                                                                                                                                                                                     |
|            |                                                                                                                                                                                                                                                                                                   |

Signed.....  .....

Date.....31<sup>st</sup> May 2018.....