
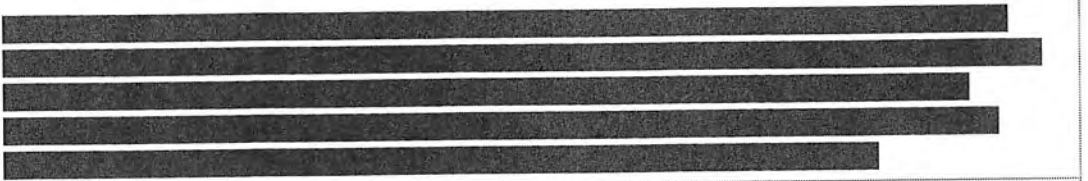


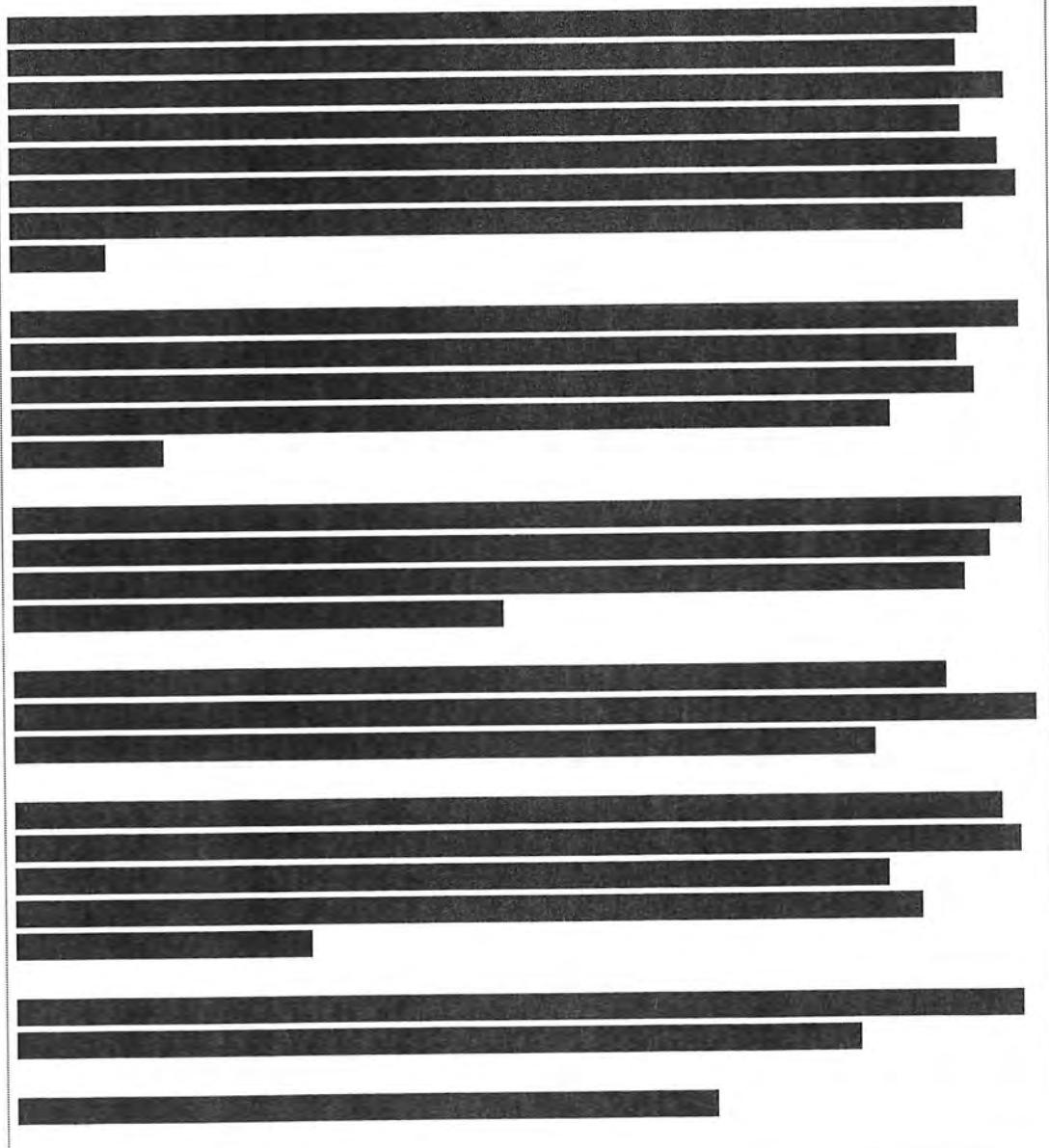


	<ul style="list-style-type: none"> • Risk Management Strategy to be amended to state that red operational risks be reported to the Board monthly. Ongoing • External Audit Strategy - List of internal audit recommendations to be forwarded to the Board. Ongoing • Board would like to look at how to promote a more positive outlook of what Advance Northumberland were doing. Ongoing • M Taylor requested that a summary paper be prepared covering the remaining funds that resulted from the land sale. Ongoing. • [REDACTED]. Ongoing • [REDACTED] to be forwarded to [REDACTED] – Closed. • [REDACTED]. Closed.
5.2	<p>The Group Company Secretary confirmed that the minutes of the confidential private meeting of the Board Directors, which had followed the Board meeting, had been prepared and shared with the Board Directors. There had been no feedback from any Director therefore it was proposed to approve the minutes.</p> <p>The Board:</p> <ul style="list-style-type: none"> • APPROVED the minutes of the confidential private Board meeting held on the 26th November 2021.
6.0	Ratification of Virtual Board Decisions
6.1	There were no virtual approvals requiring ratification by the Board at this meeting.
7.0	Policies for Approval
7.1	There were no Policies brought to the meeting.
8.0	Non-Confidential Approvals
8.1	Terms of Reference of the Audit Committee
8.1.1	The Group Company Secretary presented the report to reflect the re-establishment of a Company Audit Committee for Advance Northumberland and its subsidiaries as agreed by Board on 1 st October 2021 and to agree its terms of reference.
8.1.2	The paper was discussed by the Board and the following points were raised.
8.1.3	The Chair raised a query on Point 2.5 regarding membership. The Group Company Secretary confirmed that it was there to note why Advance Northumberland did not currently have an independent Board member and that we were about to go through a process to have independent members appointed. The last time the Audit Committee met there were independent Directors and that

	<p>was why the previous Audit Committee had ceased to exist as the previous independent members had resigned. The Board wished to re-establish the Audit Committee therefore having this clause in enabled the Committee to be valid.</p>
8.1.4	<p>The Group Company Secretary went on to confirm that he had drafted some job descriptions which had been circulated to the Executive Director for comment. The same process was being undertaken by another wholly owned company of NCC who were also looking to recruit independent Directors. The proposal would be to engage with a recruitment consultant to secure Directors for both groups to save money on the recruitment and then basically the costs of that recruitment would be apportioned between the two Companies rather than each Company doing it independently. The job descriptions had been drafted, were awaiting comment and would also be discussed with one of NCC's HR team to see how we could engage compliantly with a recruitment consultant in order to get an idea of the costs involved.</p>
8.1.5	<p>K Gardner raised the following points in relation to the Terms of Reference;</p> <ul style="list-style-type: none"> • Point 8.1.1 – It was the Corporate Risk Register that would go to the Audit Committee. The risk policy referred to the Corporate Risk Register whereas it was the high level red rated risk from the Operational Risk Register as well, therefore a change in the wording required. • Point 8.1.2 – Audit Committees don't normally have financial performance reports taken to them in order to keep the distinction between financial performance and Audit, which is about compliance, regulation and assurance on the financial statements. Performance monitoring reports would normally go to either Performance committees or full Board. • Open to a discussion around compliance and legal and statutory requirements. • Audit Committee would normally have a role around whistle blowing. <p>Action: Group Company Secretary to follow up with K Gardner</p>
8.1.6	<p>The Group Company Secretary stated that within the report there was a request for any of the Directors to bring forward any comments to the Chair that they would like to see for inclusion in these Terms of Reference as they need updating and it would be good to get input from the Board Directors. This would then be brought back to a future Board meeting.</p> <p>Action: Board Directors to forward comments to the Chair.</p>
8.1.7	<p>R O'Farrell confirmed that, with regards to non-executive Directors for Board, job descriptions had been prepared which described the job, the behaviours, responsibilities and suggested remuneration points. The Group Company Secretary would circulate these job descriptions to the Board and the Board were requested to give formal representations within the next week before these were taken further.</p> <p>Action: Group Company Secretary to circulate Job Descriptions to Board</p>

	<p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p>
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[REDACTED]	<ul style="list-style-type: none"> [REDACTED] [REDACTED] [REDACTED]
[REDACTED]	<p>[REDACTED]</p>
[REDACTED]	<p>[REDACTED]</p> <p>[REDACTED]</p>
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	<p>[REDACTED]</p>
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<p>10.0</p>	<p>Reports for Information</p>
<p>10.1</p>	<p>Northumberland Energy Park</p>

	<p>S Bridgett asked whether it was [REDACTED].</p> <p>The Group Company Secretary reminded the Board that the [REDACTED] had already been approved by Board and had also received Shareholder approval.</p> <p>M Taylor stated that this paper was in answer to the question of what was going to happen with the surplus after the sale.</p>
10.2.3	<p>The Executive Director of Finance confirmed that part of the proposal was that [REDACTED]</p>
	<p>The Board:</p>
10.2.3	<ul style="list-style-type: none"> ■ [REDACTED]
10.3	<p>Estates Arrears & Write-Offs</p>
10.3.1	<p>The Head of Finance presented the report, which was requested by the Board, and the following questions were raised.</p>
10.3.2	<p>Replying to a question by J Reid the Head of Finance confirmed that during the pandemic the Government had instigated certain rules where outstanding debts could not be collected, and evictions could not take place. This had now been extended to the end of March 2022. In normal circumstances large debts would not be allowed to occur.</p> <p>M Taylor commented that there was a mechanism within NCC whereby any resident in the County who were experiencing financial hardship or difficulty could be supported and there was a potential for NCC and Advance Northumberland Housing teams to work together.</p> <p>Action: M Taylor/J Moran to discuss.</p>
	<p>The Board:</p>

10.3.3	<ul style="list-style-type: none"> • NOTED the contents of the report.
10.4	Reports for Information
10.4.1	HR Update
	The Board NOTED the contents of the report and no questions were raised.
10.4.2	H&S Update
	The Board NOTED the contents of the report and no questions were raised.
10.4.3	Advance Northumberland Board Forward Plan
	The Board NOTED the contents of the report and no questions were raised.
10.4.4	Advance Northumberland Board Actions Tracker
	The Board NOTED the contents of the report and no questions were raised.
10.4.6	Performance Updates
	The Board NOTED the contents of the report and appendices and no questions were raised.
10.4.7	PID Summary
	The Board NOTED the contents of the report and appendix and no questions were raised.
10.4.8	Data Governance
	The Board NOTED the contents of the report and no questions were raised.
10.4.9	Power of Attorney inc. [REDACTED]
	The Board NOTED the contents of the report and appendix and no questions were raised.
10.4.10	Finance Update
	The Board NOTED the contents of the report and appendix and no questions were raised.
11.0	Any Other Business
11.1	HR Colleague Recognition
11.1.1	R O'Farrell introduced the report to provide Advance Northumberland Board an opportunity to recognise the high levels of work and commitment demonstrated by Advance Northumberland in these continuing and unprecedented times. It was proposed to [REDACTED]

	[REDACTED]
	The Board:
11.1.2	<ul style="list-style-type: none"> • APPROVED the additional recognition.
[REDACTED]	[REDACTED]
11.2.1	[REDACTED]
11.2.2	<p>K Gardner requested that the Board discuss the performance side of Finance on a quarterly basis.</p> <p>Action: J Anderson</p>
11.2.3	<p>M Taylor asked whether [REDACTED] could be discussed separately from Board business and once [REDACTED] was complete the Board set aside some time to discuss [REDACTED]</p> <p>M Taylor also suggested that a development session should be arranged to cover Director's responsibilities.</p> <p>Action: R Earl/R O'Farrell</p>
11.2.4	<p>The Executive Director of Finance confirmed that there would be a report going to Cabinet on the 7th December covering the financial performance of the Council's wholly owned subsidiaries, which included Advance Northumberland. All of that information had been compiled from information that had been shared with the Board, i.e. Finance reports compiled with the assistance of the Head of Finance. This is the first time that this had been done and there was also an Overview and Scrutiny Committee the day before Cabinet who may also wish to ask some questions about that report. It would be helpful if the Board could give some thought as to who they would wish to attend those meetings.</p> <p>Action: R O'Farrell to confirm who would attend the Overview and Scrutiny Committee meeting.</p>
11.3	<p>The Chair thanked the Board for their attendance and closed the meeting at 16:00.</p>

 CHAIR

Summary of Actions		Action
Audit Committee Terms of Reference	<ul style="list-style-type: none"> Points raised by K Gardner to be followed up by the Group Company Secretary. 	KG/WT
	<ul style="list-style-type: none"> Board Directors to forward any comments for inclusion into the Terms of Reference to the Chair. 	ALL
	<ul style="list-style-type: none"> Job Descriptions for non-executive Board Directors to be circulated to the Board by the Group Company Secretary. 	WT
Risk Register	<ul style="list-style-type: none"> KG/DE to discuss the review process and the scoring to ensure the explanation of the risk was understood. 	KG/DE
Business Northumberland Extension	<ul style="list-style-type: none"> Future reports to include a section from the Head of Finance to confirm that funds were available from whatever source had been identified. 	JA
	<ul style="list-style-type: none"> Geographical data showing businesses assisted by Advance Northumberland to be made available to S Bridgett. 	JH
	<ul style="list-style-type: none"> Director of Economic Growth & Investments and the Group Company Secretary to discuss    	MB
Estate Arrears & Write Offs	<ul style="list-style-type: none"> Potential for NCC and Advance Northumberland Housing teams to work together with regard to tenants in difficulty. 	JM/MT
	<ul style="list-style-type: none">   	RO'F JM

	<ul style="list-style-type: none"> • KG requested that the performance side of Finance be discussed at Board on a quarterly basis. • [REDACTED] • Development session requested by MT to discuss Director's responsibilities. • R O'Farrell to confirm who would attend the Overview and Scrutiny Committee meeting of NCC on 7th December 2021. 	<p>RE/RO'F</p> <p>RE/RO'F</p> <p>RO'F</p>
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