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Date/Time 16 th August 2024 12:30 – 15:50	Venue Wansbeck Workspace Conference Room and via Teams/Telephone Link *
In attendance:	
Directors: Kelly Gardner (acting Chair) Steven Harrison Adam McGhin* Andrew Moffat Iain Slater* William Thompson Present:	Non-Executive Director Chief Executive Officer Non-Executive Director Non-Executive Director Non-Executive Director Director of Governance & Sustainability & Company Secretary
Paul Errington	Advance Northumberland Director of Ascent Homes
Deborah Evans (items 5.1 & 8.4 only)	Advance Northumberland Head of Transformation
Andrew Farrier (item 7 only)	Advance Northumberland Financial Controller
Lee Farrier (item 8.2,8.3 & 9.1 only)	Advance Northumberland Head of Commercial & Workspace
Andrew Mowbray	Advance Northumberland Director of Projects
Stuart Cunliffe (item 8.3 only) Kim Grant (minutes)	Lambert Smith Hampton Advance Northumberland Personal Assistant
Observing: Jan Willis*	NCC Executive Director of Finance (s151 Officer) & CSR
Apologies: Cllr. Jeff Reid Hilary Florek Jon Anderson	Chair & Non-Executive Director Non-Executive Director Advance Northumberland Director of Finance



1.0	Notice, Quorum & Apologies for Absence
1.1	K Gardner, acting Chair, welcomed the attendees to the meeting and declared the meeting quorate.
1.2.	The Chair reported that apologies for absence had been received from Cllr. Jeff Reid, Hilary Florek and Jon Anderson.
1.3	The Chair confirmed that there would be a change in the order of the agenda, with items 8.3, 9.1, 8.2 and 8.1 being brought forward.
2.0	Declarations of Interest
2.1	The Chair stated that the Board's written declarations were recorded as a general notice.
3.0	Minutes of the Previous Meetings & Matters Arising
3.1	The minutes of the previous meeting held on 21st June 2024 were REVIEWED and AGREED .
3.2	Actions from previous meeting:
3.2.1	The Actions and updates were accepted as per the updated Actions summary table.
4.0 `.	Health & Safety Update
4.1	Activity Summary
4.1.1	The Executive Director of Governance & Sustainability & Company Secretary, William Thompson introduced the update report, commenting that there was further progress in respect of the company's increased focus and awareness on Health & Safety. A hazard spotting campaign had led to responses above the target of 10 identifications per month with 13 hazards having been spotted last month.
4.1.2	The Board discussed the report, and the following questions/points were raised.
4.1.3	W Thompson highlighted that there had been too many utility strikes by one particular groundwork contractor. The individual operatives in question were immediately issued with a red card and removed from all Ascent sites. A four-point plan had been put in place which consisted of a letter, a meeting with the Director of the company, a stand down briefing and an education/poster campaign.





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4.1.4	The Director of Projects, A Mowbray, confirmed that information had been requested from A Mowbray stated that the main disappointment with regards to the incident related to reporting Advance Northumberland's attention which had subsequently impacted the timeline of reporting to NCC. Advance Northumberland were now in receipt of those reports which documented clear steps in respect of actions would be taking.
4.1.5	W Thompson confirmed that the common theme linking the four lost time accidents was manual handling. As a result, the Group Health, Safety & Environmental Manager, A Brooks would be organising face-to-face manual handling training for all employees.
4.1.6	W Thompson confirmed that there were no HSE interventions in the month. It was noted that the quoted accident frequency rate was updated quarterly.
4.1.7	A Moffat commented that it was good to see progress against targets and asked what the Executive Leadership Team (ELT) felt about the understanding of safety in terms of 'getting the message across'. The Chief Executive Officer, S Harrison, stated that there had been a significant
	improvement in the last two to three months with targets now known throughout the organisation. This elevation in people's consciousness was reflected in the improvements in hazard spotting.
	S Harrison went on to comment that culturally the company was making progress but that there was still room for improvement.
	Action: Addition required to the H&S Data table to show comparable data with previous years. WT
4.1.8	A McGhin queried the rotation for health and safety site visits.
	W Thompson confirmed that there was a programme of visits with every Ascent Homes site having a monthly visit alternating between announced and unannounced. These were then followed with management visits to site.
,	S Harrison stated that A Brooks having moved into a Group role had had an impact in terms of the hours available for site visits, but this shortness of resource had been recognised and an assistant was in the process of being recruited.
4,1,9	A McGhin commented that the Board had previously discussed in detail the move from Ascent Homes to Group for the Health & Safety Manager and noted that he felt it had been a positive decision.



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	A McGhin went on to query the grade of the assistant role under recruitment. W Thompson confirmed that it was to be a relatively senior role (one level down from A Brooks) as it was felt important to recruit a qualified assistant rather than a trainee.
4.1.10	A Moffat asked whether the management of 3 rd parties was an issue for the company in terms of the processes behind it.
	S Harrison confirmed that the company was heavily reliant on 3 rd parties as a business. This was therefore one of the biggest areas of focus and potential improvement.
4.1.11	K Gardner asked whether the company's testing programme had been adequate with regards to gas issues within one of the rental properties.
	W Thompson stated that the property did not have a gas meter fitted, and that there had been no gas leak - rather an issue with the feed to it. There were two old gas supplies to the property which were situated under the building. Advance Homes were not supplying any equipment in the property. The issue had come to light during refurbishment.
	The Board:
4.1.12	NOTED the contents of the report.
5.0	Risk Register Update – Report of ERMG
5.1	W Thompson introduced D Evans in her new role as Head of Business Transformation and confirmed that the new role would also involve leading on all risk matters.
5.2	The Board discussed the report, and the following questions/points were raised.
5.3	D Evans stated that the risk structure was in its relevant infancy and still in its development phase.
5.4	S Harrison commented that this piece of work would address one of the recommendations within the assurance work that was currently being undertaken by NCC.
5.5	K Gardner queried whether there had been any changes to the risk register.
	D Evans confirmed that there had been several updates to actions but no changes to the material risks.
	Action: Target dates within the table to be reviewed to show the date of when the action was completed and moved to risk control. DE





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	The Board
5.6	 NOTED the contents of this report. NOTED the Corporate Risk Register, reviewed August 2024, attached as Appendix 1. NOTED the SMT Presentation Slides attached as Appendix 2.
6.0	Confidential Reports for Information
6.1	CEO Report
6.1.1	The Chief Executive Officer, S Harrison, presented key areas of the report.
6.1.2	The Board discussed the report, and the following questions/points were raised.
6.1.3	S Harrison commented that this month's report was dominated with issues around the company's financial position. Working with J Willis and Local Partnerships there were several issues and learnings that had been identified.
	S Harrison confirmed that once completed, a report would be circulated (by NCC) to Shareholder Committee and Board documenting the full findings.
	Having noted the reference to a further governance review, A Moffat questioned whether the Board should have visibility of the previous review mentioned within the CEO's report.
	J Willis stated that NCC had originally commissioned a corporate governance review in June 2022 - the Caller Report. One of the issues that was raised was about the oversight of Council owned companies with one of the recommendations being that the Council should establish a Cabinet Shareholder Committee. Another was to review the composition of the Board in accordance with best practice and establish a rationale for having council owned companies. Following on from those reports the composition of the Board was changed, which was when the current non-executive Directors were recruited. Councillors who were previously members of the Board then stepped down.
	This new review was to look at the effectiveness of the new Shareholder Committee arrangements and any associated governance issues 12 months on something the Council committed to as part of the change to the Board process.
	Action: JW to circulate the terms of reference for the Governance Review.
6.2	Corporate & Governance
6.2.1	Information Governance



6.2.1.1	W Thompson informed the Board that a data breach had occurred within AN Homes during the past month
	The unintended recipient was contacted immediately by the Homes
	Team, and the business had received written confirmation of the permanent deletion of the email and attachment.
	detellion of the email and attachment.
	A Data Protection risk assessment concluded the breach was unlikely to result in
•	a high risk to rights or freedoms, and as such AN had no obligation to inform the
	data subjects affected by the breach.
	The ICO assessment steps were also followed, which concluded this was a non-
	reportable breach.
	A review of the greatene and processes involved had been undertaken and toom
	A review of the systems and processes involved had been undertaken and team training scheduled for September 2024.
	training scrieduled for September 2024.
6.2.2	Other Governance Matters
6.2.2.1	W Thompson confirmed that the Company intended to sell a property on the
	Wayside Point, Ellington site to an employee for with with of 'extras'
	allowed for in the price. The property's viability price was and it was
	marketed at £252,950. The Head of Sales had confirmed that the offer of
	for extras was within the range of offers as had been given to other buyers for
	similar properties. There was therefore no special treatment being given to the
	staff member.
	The staff member had informed the Head of HR of the intended purchase, thus
	complying with their duty to notify the Company of any potential interest or dealing
	with the Company. On this basis, the Director of Governance gave authority for
	contracts to be exchanged.
6.3	Human Resources
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6.3.1	W Thompson reminded the Board that it was proposed that AN's Economic Growth function should transfer into NCC via a TUPE transfer process. It was
*	expected that a report to NCC's Cabinet would be presented on 17 th September
	authorising the transfer into NCC. If that happened, it was the working assumption
	that the transfer would be effective on 1st October 2024.
6.3.2	W Thompson asked the Board to recall from the last CEO Report that
	Ascent Homes was dismissed The decision was appealed, with a decision to uphold the
-	dismissal made on A conciliation notification via ACAS was
	received on 10th May 2024, with a request for compensation of The



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	Company chose not to enter conciliation. A certificate to confirm this was provided by ACAS on 4th June 2024.
***************************************	Ward Hadaway, employment law advisers, have been instructed to deal with the response in conjunction with the Head of HR. Formal advice is awaited.
6.3.3	S Harrison confirmed that to support a review of financial processes and provide advice to the current Finance Director, a senior level consultant had been engaged to work with the finance team on a short-term basis. Modaser Choudhary (formerly a Finance Director at Durham University and Trustee at Active Northumberland) was working alongside the team to identify resourcing and structure requirements, process, and reporting improvements and to assist with the implementation of the new COINS system.
6.3.4	A Moffat commented that the annual turnover of staff felt high. P Errington noted that several staff members (Manager and associated team) had left Ascent together earlier in the year causing a spike in the statistics
	Action: Table to be produced to show month by month statistics of staff turnover. WT
6.4	Projects
6.4.1	
	It was noted that the latest phase of the Bedlington Town Centre project was progressing well and on track for completion in March 2025.
6.4.2	
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regulations. The company were working closely with all involved to get this resolved in a timely fashion.
had been forthcoming on the Energy Central Institute project which would allow the project team us to move into the next stage design process.
It was noted that the demolition contract for Wansbeck Square project would be awarded in the next few days.
House Building (Ascent Homes)
Currently the team were 15 units behind target on legal completions. There were challenges in terms of cost of build and discussions were ongoing regarding improving the rates of sales.
Partnership working with more sold important for the business and discussions in this respect are currently progressing well. The proposed sale of Phase 6 at Whinney Hill could also help with short term cashflow.
Following a question from A Moffat regarding the impact of 'holds' on the build programme it was agreed to provide a sensitivity analysis to Board. Action: Ascent to review sensitivity analysis for current and future Business
Plans to model delays to future projects. PE
A Moffat queried the figure of previously been aware of the figure.
The Director of Ascent Homes, Paul Errington, stated that the site was nearing completion and that a project reconciliation was required.
Action: project close out report to include full reconciliation. PE
Homes
S Harrison noted that stock condition assessment work was being treated as a priority. This exceeds the sum required to ensure legal compliance and does also allow for further upgrading of properties. Further work will be undertaken as part of the business plan process.
Commercial Estate
Whilst some excellent work had been in undertaken in respect of rent reviews during the month, S Harrison noted that there was still revenue leakage in this area,



	and he had asked this to remain an area of focus for the team in the next few months.
6.8	Investments
6.8.1	NEP2 Further market testing had been requested by ELT in terms of the freehold offer from If deemed acceptable by ELT, this offer would be brought back to Board for consideration in due course.
	There was ongoing discussion with requirements which coincide with land.
	Action: Board to be informed of any updates regarding the land.
6.8.2	
	The Board:
6.8.3	NOTED the contents of the report.
7.0	Finance Directors Report
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7.1 7.2	The Finance Controller, A Farrier, presented the report. The Board discussed the report, and the following questions/points were raised. A Farrier confirmed that the existing Bedlington loan interest rate had been backdated. A Moffat queried how the loan rate had changed. W Thompson confirmed that the original invoice was issued with the wrong loan interest rate - it should have been invoiced at a higher rate.



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	S Harrison acknowledged that there was work to be done on how these details were presented.
7.5	S Harrison commented that the company
	A treasury management project was underway to improve cashflow management.
7.6	A Moffat requested some granularity around the cashflow.
	Action: Cashflow granularity required to provide further assurance to Board. AF
	The Board:
7.7	NOTED the contents of the report.
8.0	Confidential Reports for Approval/Decision
8.1	Amble Drive Through Offer
8.1.1	S Harrison presented the report which sought approval for the sale of 0.8 acres of land at Amble Retail Park, the land to be utilised for a drive thru fast-food restaurant and two retail pods. He also noted that the Chair, Cllr Jeff Reid had confirmed he was in agreement with the proposal subject to there being no detrimental impact on the development of the remaining land. S Harrison had confirmed that this would be the case.
8.1.2	The Board discussed the report, and no questions/points were raised.
	The Board
8.1.3	 NOTED the contents of this report. APPROVED the sale of 0.8 acres on Amble Retail Park to APPROVE delegation to the Chief Executive Director to finalise conditional terms and enter into an agreement for sale with NOTED the sale is subject to providing proof of funds and obtaining planning consent for the proposed development. NOTED exchange of the agreement for sale is subject to a supporting valuation to the price level offered. NOTED the development proposed will add a further element of the original masterplan for the retail park and add value to the remaining potential development.
8.2	Lal Quila Restaurant



8.2.1	The Head of Commercial & Workspace, Lee Farrier, presented the report which sought approval for the disposal of land and a building known as Lal Quila Indian Restaurant, Manor Walks, Cramlington. S Harrison noted that the Chair, Cllr Jeff Reid had confirmed he agreed with this proposal.
8.2.2	The Board discussed the report, and the following questions/points were raised.
8.2.3	A McGhin confirmed that he was supportive of the sale as it was not core to the estate and released some cash which was needed.
	I Slater confirmed that he was generally supportive of the proposal.
	Action: Following comments from A Moffat, the schedule within the previously agreed disposal report to be amended to show any additions and previously noted values. LF
	The Board:
8.2.4	 NOTED the contents of the report. APPROVED the proposed sale of land and building known as Lal Quila Indian Restaurant, Manor Walks, Cramlington for the sum of £350,000 plus VAT.
8.3	Manor Walks Development Strategy
8.3.1	A Mowbray presented the report, the purpose of which was to advise Board of the proposed Asset strategy for Manor Walks and Westmorland Retail Park.
	The report also set out steps and recommendations around reduction of expenditure and void costs whilst maximising income, asset value and ensuring optimal performance and returns,
	A Mowbray introduced Lee Farrier and Stuart Cunliffe of Lambert Smith Hampton.
	S Cunliffe gave the Board for Manor Walks & Westmorland.
8.3.2	The Board discussed the report, and the following questions/points were raised.
8.3.3	S Harrison stated that the level of investment required to undertake works to increase the value of the asset was in the region of £5m. The current intention would be for the works to be self-funded by means of reinvesting revenues from other assets. Further work would be undertaken to assess the level of investment required.
8.3.4	J Willis commented that whilst NCC had not yet had sight of the investment proposals they were still trying to progress the debt restructuring proposal which would be part of that conversation. The way forward would be to discuss what the investment proposals might look like and NCC have stated previously that they may consider some form of Joint Venture if self-funding was not an option.



J Willis went on to state that all the proposals should be brought together within the next two months to provide clarity within Advance Northumberland's Business Plan.
S Harrison commented that the company would like to provide a self-funded option for improvement works to Board.
A Moffat asked what the scenario would look like when the company were maximising value.
S Cunliffe stated that areas of vacancy were depressing the current value of the asset. Identifying the key risk areas was the priority, followed by growth generation. Increasing the income and attractiveness of the investment would lead to an increase in value.
S Harrison confirmed that there were some day-to-day operational savings baked into the efficiencies programme, e.g. rates mitigation, reducing voids across the centre. Work was ongoing in respect of long-term voids.
A McGhin confirmed that a strategic discussion would be very welcome when further work had been undertaken.
Action: Update to the Manor Walks Development Strategy to be taken to the October Board meeting. SH
W Thompson confirmed that the company would take specialist tax & legal advice to allow flexibility and future proofing subject to Shareholder approval.
Action: J Willis requested the details of the investment requirements and the details behind the self-financing proposal in order to understand the financial implications. SH
The Board:
NOTED the contents of the report.



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	 APPROVED The overall strategy to reduce costs, increase revenue, enhance capital value to APPROVED The formation of a new company to enable the transfer of Manor Walks and Westmorland Retail Park out of ANCL.
8.4	Risk Appetite Statement
8.4.1	The Head of Transformation, D Evans, presented the report explaining that following a Risk Workshop with the Board in May 2024, a Risk Appetite Statement had been drafted for review and approval by ELT and Board.
8.4.2	The Board discussed the report, and the following questions/points were raised.
8.4.3	D Evans confirmed that this document would be used as the company's headline risk appetite statement and was to be reflected in the risk management strategy.
8.4.4	A Moffat asked whether the ERMG would report on their effectiveness and assessment of its impact. D Evans confirmed that the ERMG would report on this to the Audit Committee.
	The Board:
8.4.5	 NOTED the contents of the report. APPROVED the Risk Appetite Statement.
9.0	Reports for Information
9.1	Disposals Update
9.1.1	L Farrier introduced the report, the purpose of which was to update Board on progress against the Commercial Property Asset Disposal programme which was approved at the 21 ^{st of} June 2024 Board meeting.
9.1.2	The Board discussed the report, and the following questions/points were raised.
9.1.3	K Gardner asked whether there was anything of concern within the report.
	L Farrier confirmed that Barrington was due to the asset valuation having been carried out in March 2024 - that being the opinion of valuer at the time of going to market.
	S Harrison reminded Board that they had given approval in principle to move forward with the total package of disposals. These were being looked at on a case-by-case basis as detailed within the table in the report.
9.1.4	A Moffat commented that the Board should not approve a transaction unless it generated profit and queried as that is currently valued at less than book value.
	S Harrison asked the Board whether, going forward, they would be happy for disposal proposals to be circulated for approval as and when they came through.



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	A Moffat asked whether currently all disposals required Board approval.
	W Thompson stated that property disposals were not a Reserved Matter unless it was a material part of the business it was however good for transparency for the Board to have sight of them.
	The Board:
9.1.5	 NOTED the contents of the report and progress made to date. APPROVED a verbal proposal by S Harrison to delegate authority to the CEO to execute on sales at or above net book value. Any properties under book value require Board approval.
10.0	Any Other Business
10.1	W Thompson confirmed that, following a verbal update at the previous Board meeting, the formal written summary from the Audit Committee had been placed within the Board SharePoint file as part of an audit trail.
10.2	The Chair thanked the Board for their attendance and closed the meeting at 15:50

Summary of Action	Summary of Actions from Previous Board Meetings			
Action Ref.	Action Detail How Action Closed By Whom	Target Date	Status/Activity	Date
WT 26.04.24-01	 WT to come back to board with the revised terms of the procurement policy. 	24.06.24 11.10.24	Ongoing. Revised draft prepared internally and sent to NCC for comment. NCC are supportive but have requested amendments. Revised target date of 30.8.24. NCC have commented on amended version. Further meeting requested with NCC Head of Procurement & Principal Lawyer Revised Target Date of 11.10.24	
WT 26.04.24-05	 Full detailed business case for BNG potential on Potland Burn to be developed and presented to Board. 	16.08.24 11.10.24	Ongoing. Internal meetings held with Business Plan Consultant. 1st Draft Detail received. On target for August Board. Update 16.08.24 - Detailed Plan and Financial Model created. Discussions presently with NCC Finance re Funding options. Revised Target Date of 11.10.24	





				Industrial Tribunal Claim.	
.24	16.08.24	Amended. CLOSED	16.08.24	 WT to amend the wording in para 2.1.1.1 of the report on the possible 	WT 21.06.24 - 05
.24	16.08.24	New Format in Board Pack. CLOSED	16.08.24	 WT to review the layout of the corporate risk register 	WT 21.06.24 - 04
.24	16.08.24	Wayleaves issue fully resolved. Note issued to Board. CLOSED	16.08.24		SH 21.06.24 - 03
24	16.08.24	Update in CEO Report. CLOSED	16.08.24	 Financial learning and improvements to be brought back to Board. 	SH 21.06.24 - 02
24	16.08.24	H&S Visits arranged for each ELT member. Invitations shared with Board for optional attendance. CLOSED	16.08.24	 Schedule of ELT H&S site visits to be shared with Board, NED's welcome to attend 	WT 21.06.24 - 01
٥	Date Closed	Status/Activity	Target Date	Action Detail How Action Closed By Whom	Action Ref.
				Summary of New Actions from 21st June 2024 Board Meeting	Summary of New



JA 21.06.24 - 06	•	Presentation of P&L and Cashflow in diagram form	16.08.24	Revised Format in FD Report. CLOSED	16.08.24
JA 21.06.24 - 07		Key financial messages are to be presented more clearly in narrative of future FD reports	16.08.24	Addressed in FD Report.	16.08.24
SH 21.06.24 - 08	•	Lee Farrier to present disposal programme at August Board.	16.08.24	Update included in CEO Report. CLOSED	16.08.24
SH/JA 21.06.24 - 09	0	Details of likely savings on maintenance & repairs for commercial properties identified for disposal to be shared	16.08.24	Update included in Disposal's Update Report. CLOSED	16.08.24
SH 21.06.24 - 10	•	Written agreement to package of measures from NCC to be obtained and Board notified.	16.08.24	Confirmation attached as Appendix to CEO Report.	16.08.24
WT/JA 21.06.24 - 11	•	Financial risks and scoring to be reviewed on the risk register at next ERMG.	31.07.24	Completed at ERMG. CLOSED	16.08.24
WT 21.06.24 - 12	ə	WT to notify Audit Committee and Board when Internal Audit SLA is signed.	Upon Confirmat ion	Confirmation Sent. CLOSED	16.08.24

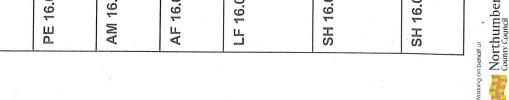




		11.10.24	 Table to be produced to show month by month statistics of staff turnover. 	WT 16.08.24 - 04
		23.8.24	 Terms of Reference for the Governance Review to be circulated to Board. 	SH 16.08.24 - 03
		11.10.24	 Target dates within the table to be reviewed to show the date of when the action was completed and moved to risk control. 	DE 16.08.24 - 02
		11.10.24	 Addition required to the H&S Data table to show comparable data with previous years. 	WT 16.08.24 - 01
Date Closed	Status/Activity	Target Date	Action Detail How Action Closed By Whom	Action Ref.
		g	Summary of New Actions from 16th August 2024 Board Meeting	Summary of New
16.08.24	Letter Issued. CLOSED	16.08.24	 Letter to congratulate Site Manager to be drafted for JR signature 	PE 21.06.24 – 13



PE 16.08.24 - 05	0	Ascent to review sensitivity analysis	11.10.24	Abronio de la
		for current and future Business Plans to model delays to future		
	To do to the state of the state	projects.		
PE 16.08.24 - 06		project close out report required, including full reconciliation.	31.12.24	
AM 16.08.24 - 07	•	Board to be informed of any updates regarding the	11.10.24	
AF 16.08.24 - 08	•	Cashflow granularity required to provide some assurance to Board.	11.10.24	
LF 16.08.24 - 09	•	Schedule within the previously agreed disposal report to be amended to show any additions and previously noted values.	11.10.24	
SH 16.08.24 - 10	•	Update to the Manor Walks Development Strategy to be provided at the October Board meeting.	11.10.24	
SH 16.08.24 - 11	•	J Willis requested the details of the investment requirement and the	11.10.24	







implications.	proposal to understand the financial	details behind the self-financing
