

<b>Date/Time</b> 13 <sup>th</sup> January 2023 12:30 – 16:00	Venue Advance Northumberland, Wansbeck Workspace and via Teams/Telephone Link *
In attendance:	
Directors: Jeff Reid John Riddle Kelly Gardner Phil Hunter Steven Bridgett*	Vice Chair
Present: Robin Earl  Jon Anderson William Thompson Kim Grant (Minutes)	Advance Northumberland Chief Operating Officer Advance Northumberland Head of Finance Group Company Secretary Advance Northumberland Personal Assistant
Part: Paul Errington Michael Black  John Hildreth  Lois Brentnall  Gary Hudson  Lee Farrier John Moran	Director of Ascent Homes Advance Northumberland Director of Economic Growth & Investments Advance Northumberland Head of Economic Growth Advance Northumberland Innovation Programme Manager Advance Northumberland Head of Investments Advance Northumberland Head of Estates Advance Northumberland Homes Manager
Apologies: Guy Renner-Thompson Mary Murphy Rick O'Farrell Jan Willis	NCC Executive Director of Finance (s151 Officer)



1.0	Notice & Quorum
1.1	The Chair welcomed the attendees and declared the meeting quorate.
2.0	Apologies for Absence
2.1	The Chair reported that there had been apologies for absence from G Renner-Thompson, M Murphy, R O'Farrell and J Willis.
2.2	The Board wished to thank outgoing Chair, Jeff Watson, for his contribution to the Board over the last 18 months.
	Action: Chief Operating Officer to write a thank you note on behalf of the Board.
3.0	Declarations of Interest
3.1	The Chief Operating Officer stated that the Board's written declarations were recorded as a general notice.
4.0	Minutes of the Previous Meetings
4.1	<ul> <li>The minutes of the previous meeting held on the 11<sup>th</sup> November 2022 were REVIEWED and AGREED.</li> <li>The minutes of the previous meeting held on the 28<sup>th</sup> November 2022 were REVIEWED and AGREED.</li> </ul>
4.2	Actions from the 11th November 2022 & 28th November Board Meetings
4.2.1	All actions to report back on from the previous Board meetings would be picked up under Matters Arising or elsewhere on the agenda for this meeting.
5.0	Matters Arising
5.1	The following items were brought to the meeting under Matters Arising.
5.1.1	Risk Workshop
	The Chief Operating Officer confirmed that this was scheduled for the 31st January 2023.
5.1.2	H&S Advisor to give a briefing to a future Board meeting.



	The Chief Operating Officer confirmed that the H&S Advisor presentation had been deferred to the 24 <sup>th</sup> February 2023 Board meeting.
5.1.3	Future Board Meeting
	The Chief Operating Officer confirmed that the Board meetings were now on a 6 weekly cycle rather than 4 and had been diarised up until the end of 2023.
5.1.4	Procurement Policy
	The Chief Operating Officer confirmed that the procurement policy had been redrafted and presented to the Audit Committee for their comments and would then be forwarded to the Board for their approval.
	The Chief Operating Officer went on to confirm that the Shareholder Representative was sighted on the new policy.
5.1.5	Disposal Policy
	The Chief Operating Officer confirmed that the Company's ability to dispose of properties on a voluntary basis was current practice had been noted within the policy.
5.1.6	H&S Policies
	The Chief Operating Officer confirmed that inconsistencies within the H&S policies had been discussed with the Audit Committee and the policies had been amended to reflect those discussions. These were now under review by the Chief Operating Officer and would then be re-issued to the Audit Committee for final approval.
	The Chief Operating Officer confirmed that the policy review dates would be staggered where possible.
5.1.7	NEP1 Public Liability Insurance
	The Chief Operating Officer confirmed that the company did have the required Public Liability Insurance and this would be noted accordingly.
5.1.8	Rent Increases paper was on today's meeting agenda.
5.1.9	Staff Restructure
	Chief Operating Officer to reply to K Gardner regarding the final part of that proposal.



5.1.10	The recommendation from Board is to delegate the decision to the Remuneration Committee to advise on a temporary solution then Board to decide on the permanent solution going forward.
5.1.11	Hirst Update
	The Chief Operating Officer confirmed that the Homes Manager had discussed with NCC whether they would be interested in leading on a scheme to install gates at the entrance to the front of the rows within the Hirst. This was currently with NCC and awaiting their feedback.
5.1.12	Ascent Marketing/Customer Care update on today's meeting agenda.
5.1.13	Site Visit to Allerburn
	The Chief Operating Officer confirmed that there had been no replies to the offer of a site visit to Allerburn but as there was not much to see on the site at the moment it may be prudent to wait a couple of months.
6.0	Ratification of Virtual Board Decisions/Written Resolutions
6.1	The following written resolutions were ratified by the Board.
	<ul> <li>Written resolution to reconstitute the Advance Northumberland Board (reserved matter)</li> <li>Ascent – order for groundworks for Ellington phases 3&amp;4</li> <li>Ascent – order for groundworks for Whinney Hill s278 works</li> </ul>
7.0	Confidential Reports for Approval/Decision
7.1	Willow Farm Land Sale
7.1.1	The Director of Ascent Homes introduced the report, confirming that there had been an amendment to the report within the SharePoint folder and asked whether the Board were prepared to consider it.
	Following agreement by the Board the amended report was circulated.
7.1.2	The Board discussed the report and the following points/actions were raised.
7.1.3	The Head of Finance informed the Board that the world had moved on significantly from the original Board approval for the project in 2018. The Ascent team managed their cashflows very tightly and cash was needed to get into the ground on site and get building.
	The Head of Finance stated that this was a good scheme requiring short term help to get the site started.





	BOOK OPPORTUNE OF ANNUAL PRICE
	The Head of Finance confirmed that NCC were aware of the ask that was about to come but Board approval was required first.
	The Board:
7.1.4	<ul> <li>NOTED the contents of this report.</li> <li>APPROVED the sale of 2.91 acres of land, (known as Phase 4) at the Ascent Homes residential development site at Whinneyhill Farm (Willow Farm), Choppington to Amethyst Homes (Dysart Developments)</li> <li>APPROVED new development budget</li> <li>APPROVED the additional Temporary loan request for to accommodate increase cashflow requirements</li> <li>APPROVED the award of Groundworks sub-contract order</li> <li>Reserved Matter requiring Shareholder Approval.</li> </ul>
7.2	Ascent Homes Sales Commission
7.2.1	The Director of Ascent Homes introduced the report the purpose of which was to update the current Commission Policy for Ascent Homes Sales Executives and, if agreed, allow all Sales Executives the potential to earn equal sales commission in the financial year.
7.2.2	The Board discussed the report and the following points/actions were raised.
7.2.3	Following a question from K Gardner the Director of Ascent Homes confirmed that commission was based on the number of units released for sale on the site therefore it was based on their potential rather than the attractiveness of the site i.e. how easy the site was to sell.
	The Board:
7.2.8	<ul> <li>NOTED the contents of this report.</li> <li>APPROVED the update to the "Commission Policy" to level up the commission earning potential for all Ascent Homes Sales Executives.</li> <li>Reserved Matter requiring Shareholder Approval but within the delegated approval limits agreed in July 2022 therefore deemed approved.</li> </ul>
7.3	Land Option
7.3.1	The Director of Ascent Homes presented the report the purpose of which was to invite the Board to approve Advance Northumberland (Developments) Limited, entering into a Legal Land Option Agreement for of freehold land at
7.3.2	The Board discussed the report and the following points/actions were raised.
7.3.3	J Reid asked the Director of Ascent Homes to explain what an option entailed and the outcome if this option was not approved.



The Director of Ascent Homes stated that initially a piece of land would either have existing planning approval or Ascent Homes would work to achieve planning approval. Ascent Homes would pay 10% on exchange and on the completion of due diligence and planning permission Ascent Homes would then purchase the land in its entirety. An option was where the team had identified a logical development parcel of land that did not have planning approval and needed support to achieve planning permission. A sum of money would be paid to have virtual control over the land for 10 years. Once planning approval was obtained we would purchase the land via a legal option developed through our solicitors. The Head of Finance confirmed that by committing a small sum up front it allowed Ascent Homes to secure the future pipeline with committing too much. The Chief Operating Officer asked how likely it was that Ascent Homes would get planning approval as this was green belt land. The Director of Ascent Homes informed the Board that two of the Ascent Homes team were Chartered Planners and a planning consultant had also been used. Within the report there were two images which showed the site in detail and it was clearly an infill site. Bellway Homes were developing 10,000 units. There was a risk with anything but with risk came reward and an initial development appraisal had been developed. The Chief Operating Officer stated that, whilst it was no means a given, with the due diligence of the team we had a reasonable chance of gaining planning permission. J Riddle commented that whilst he understood the report it didn't set the value of 7.3.4 the land. The Director of Ascent Homes confirmed that the landowners required het. This had been worked into the appraisal along with profit on our gross development value. All the other due diligence had been factored in. 7.3.5 P Hunter asked what the implications were if planning approval wasn't granted. The Director of Ascent Homes confirmed that Ascent Homes' maximum exposure was Feasibility and development costs would be minimal as Ascent Homes now had their own inhouse team which mitigated some of the risks. P Hunter asked whether this was the first time that Ascent Homes had looked to 7.3.6 develop in Newcastle and what the likely reaction would be from Newcastle City Council.





	The Chief Operating Officer confirmed that as Advance Northumberland this was the first time although Arch had developed a scheme in Jesmond. The proposed project was being done purely as a commercial project. Until 9 months ago the company was forbidden from operating outside the County boundaries, this was changed by the Board and approved by the Shareholder. The work that the company was doing with NCC around its business strategy was looking to say that, as long as it was for a commercial purpose, it should be down to the Company where it should operate. Newcastle City Council should treat it as they would any other developer.
7.3.7	The Group Company Secretary commented that within the extra costs there was a sum for a Northern Power Grid diversion and asked why that would be done now.
	The Director of Ascent Homes confirmed that this was a charge by Northern Power Grid for a quote.
	The Board:
7.3.8	<ul> <li>NOTED the contents of the report.</li> <li>APPROVED the agreement to enter into an option on this site to allow its promotion for residential development in the sum of Pounds)</li> <li>NOTED this was broken down into the option fee and legal fees totalling and some pre-development spend of to produce and submit the Vision Document.</li> <li>Reserved Matter requiring Shareholder Approval but within the delegated approval limits agreed in July 2022 therefore deemed approved.</li> </ul>
7.4	Lease Renewal
7.4.1	The Head of Estates presented the report the purpose of which was to advise the Board of the recent lease negotiations regarding the proposed lease renewal for Ashington between Advance Northumberland Commercial Ltd (ANCL) and
7.4.2	The Board discussed the report and no points/actions were raised.
	The Board:
7.4.3	<ul> <li>NOTED the contents of the report.</li> <li>APPROVED the proposed lease renewals detailed in the report.</li> </ul>
7.5	Sale of Land at Prudhoe



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7.5.1	The Head of Investments presented the report the purpose of which was to seek Board approval for Prudhoe Estates LLP to dispose of 3.07 acres of land located at Tyneview Retail Park (TVRP) to Ltd in the sum of about less abnormal costs identified during diligence.
7.5.2	The Board discussed the report and no points/actions were raised.
	The Board:
7.5.3	<ul> <li>NOTED the contents of the report.</li> <li>APPROVED the sale of 3.07 acres of development land at Tyneview Retail Park to Ltd for Ltd.</li> </ul>
	<ul> <li>NOTED the sale relates to Advance Northumberland's 50% interest in Prudhoe Estates LLP, the entity formed with Northumberland Estates Limited to deliver the Tyneview Retail Park development</li> </ul>
	NOTED the sale is conditional and subject to Ltd providing proof of funds and obtaining planning consent for the proposed development.
	<ul> <li>NOTED Ltd are reported to be investing over in the development of a new store creating approximately 40 construction jobs and a further 40 FTE jobs.</li> </ul>
	Reserved Matter requiring Shareholder Approval.
7.6	Strategic Risk Register
7.6.1	The Chief Operating Officer presented the report which gave an update on the process of developing a revised corporate strategic risk register, and proposed the Board adopt an interim strategic risk register.
7.6.2	The Board discussed the report and the following points/actions were raised.
7.6.3	The Chief Operating Officer confirmed that the proposed interim strategic risk register would form part of the discussion at the risk workshop to be held on the 31st January 2023.
7.6.4	The Head of Finance confirmed that the interim strategic risk register would be used as the basis for the statutory accounts.
	The Board:
7.6.5	<ul> <li>NOTED the contents of the report.</li> <li>APPROVED</li> </ul>





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7.7	Ascent Homes Staff Restructure
7.7.1	The Director of Ascent Homes introduced the report the purpose of which was to invite the Board to consider and approve the intended Restructure and additional staff to support the planned growth of Ascent Homes.
7.7.2	The Board discussed the report at length and the following points/actions were raised.
7.7.3	P Hunter commented that, whilst he was never happy with making someone redundant, he understood the rationale behind the proposal.
7.7.4	The Group Company Secretary commented that the proposals were excellent from an operational point of view, particularly in regard to Health & Safety.
7.7.5	K Gardner asked for clarification on the rationale behind the redundancy as she had concerns.
	The Chief Operating Officer stated that there was a lot of work happening but the company was not getting good value from that particular role. It was felt that there was too little resource further down the team and was being carried as an overhead. The principle of this report was to realign that. A recent staff survey had highlighted one of the issues as the team being too top heavy and under-resourced lower down.  Following a question from P Hunter the Chief Operating Officer confirmed that this
	proposal was about the post not the individual.
7.7.6	Following a lengthy discussion by the Board it was agreed that, in making the role redundant resulting in a contractual notice period of 3 months, this would be offered as payment in lieu of notice and, as a gesture of goodwill, a further offer of up to the equivalent of a month's salary to mitigate against any penalties associated with the termination of a lease car.
	P Hunter asked whether the company were confident regarding the proposals in that the post was now redundant and that the package that was being proposed was not excessive for the sector. The Chief Operating Officer confirmed in his opinion the package was not excessive.
	Action: Chief Operating Officer to liaise with HR to ensure that the process was followed correctly.
	The Board:
7.7.7	NOTED the contents of the report.



	<ul> <li>APPROVED the Ascent Homes staff restructure and additional staff contained within the report.</li> </ul>
8.0	Confidential Reports for Information
8.1	Rural Design Centre Innovation Project: Programme Update and Risk Assessment
8.1.1	The Innovations Programme Manager and the Head of Economic Growth presented the paper explaining that since 2020, Advance Northumberland had played a key role in the delivery of the Rural Design Centre Innovation Project which was originally presented to and approved at Board in March 2020.
	This paper highlighted the progress to date achieved by this project during challenging times for the rural economy and detailed
	It also identified the reasons why the project and how instead, the project had successfully delivered support and significant positive impact to rural communities through other routes
8.1.2	The Board discussed the paper and the following points/actions were raised.
8.1.3	J Reid asked whether there was any
THE REAL PROPERTY AND ADDRESS OF THE PARTY AND	The Innovation Programme Manager commented that Advance Northumberland had been in this position before and whilst discussions were ongoing there was also a process they should follow within their grant funding programme when the programme was behind target.
	The Director of Economic Growth & Investments stated that there had been some positive areas of delivery and there would be an opportunity to develop beyond this something that takes on board some of the successes.
	The Chief Operating Officer stated that this should not be a reflection of the Advance Northumberland team, the work they had done had been very much appreciated by local businesses. One question under the delivery partner agreement was the risk sharing element with Innovate North East and how much of that risk would be passed off to Innovate North East.
	The Innovation Programme Manager confirmed that this was shared in line with the outputs and that methodology that ERDF used was weighted dependent upon the variety of outputs which would depend on final numbers.
	The Group Company Secretary asked whether, in the event of a shortfall, could the scope be amended by us by way of a change request.





The Innovation Programme Manager confirmed that there had been multiple conversations with the MHCLG to ask for a change request as the ERDF programme ended in 2023 and whether there was any scope for any projects to go beyond that. Equally they were looking towards the shared prosperity fund and what happens after that as well.
K Gardner requested that if there were any similar programmes in the future that Board be made aware of how they were progressing.
Action: Periodic programme updates to be brought to Board.
K Gardner asked whether Innovate North East would have the funds to pay.
The Innovation Programme Manager confirmed that this was being highlighted just in case.
J Riddle asked what the potential figures were that the company could be exposed to and could the figures for Village Halls etc be linked into the overall figure.
The Innovation Programme Manager confirmed that a member of the delivery team sat on a delivery group with Northern Power Grid and were trying to link with them.
The Board:
<ul> <li>NOTED the contents of the report.</li> <li>NOTED the range of scenarios which create the potential for financial risk resulting from the delivery of the Rural Design Centre Innovation Project.</li> </ul>
Update
The Ascent Homes Director gave an update on the development position, explaining that this update was mid-status which was not normally something that the company would do and confirmed that for every risk the company had a mitigation or a suggestion for the Board to consider.
The Board discussed the update and the following points/questions were raised.
J Reid commented on the cost of Sales & Marketing.
The Director of Ascent Homes confirmed that the per unit covered advertising, showhomes, gas/electricity, staff costs etc. Everything was factored into that headline figure.
S Bridgett commented that he felt the Landowners were being difficult which was why had walked away from the scheme previously. The fact that four iterations of Heads of Terms had been issued on separate occasions was worrying.



	S Bridgett went on to comment that this scheme had caused a huge amount of damage to Advance Northumberland's reputation in the area and he was concerned about future exposure. Whilst he understood the logic of wanting to develop the land in a phased approach, although this would cause problems locally, he felt that the Board weren't sufficiently briefed on  S Bridgett stated that his recommendation would be to buy the two sites, develop one now and develop the other at a later date.
8.2.6	Following comments regarding legal charges on the land which had been revealed during due diligence, the Director of Ascent Homes confirmed that the purchase of the land would not proceed until there was proof of a clean title to the land.
8.2.7	Following questions regarding the value of the two sites the Director of Ascent Homes confirmed that Phase 2 was landlocked therefore the sites were not worth equal value. This was the problem in developable terms, they were not similar.
8.2.8	J Riddle proposed that a time limit be imposed on the landowner of Phase 1.  Action: Director of Ascent Homes to write to the landowner of Phase 1 giving 60 days for Exchange of Contracts.
8.2.9	S Bridgett stated that he would like the company to consider building to passive house standard as it would be good for local young families to have energy efficient homes.
***************************************	The Board:
8.2.10	NOTED the contents of the report.
8.3	Ascent Homes Customer Care
8.3.1	The Ascent Homes Director gave an update on customer care, talking the Board through the journey from pre-commencement to legal completion, post legal completion and reporting.
8.3.2	The Board discussed the presentation and the following points/actions were raised.
8.3.3	The Head of Finance confirmed that this was an area which the company had agreed required more focus.  P Hunter stated that focus should also include education for the company's contractors.  The Director of Ascent Homes confirmed that the additional role proposed within
	The Director of Ascent Homes confirmed that the additional role proposed within the Ascent Homes restructure was to bring that relationship with the customer to



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	promote education both internally and to our external customers.
	P Hunter stated that he was proud that the company was working towards that goal.
	The Board:
8.3.4	NOTED the contents of the report.
8.4	Finance Update
8.4.1	The Head of Finance presented the report to update the Board on:
	<ul> <li>The financial results for the year up to and including Nov'22;</li> <li>The forecast to the end of the financial year 2022-23</li> </ul>
8.4.2	The Board discussed the report, and the following points/actions were raised.
8.4.3	
8.4.4	J Riddle questioned whether, looking at how NCC managed tenant debt and debt collection, was there anything Advance Northumberland could learn from them.  The Head of Finance confirmed that Advance Northumberland's current system was good, but talks were ongoing with both the developer of the current software and NCC to look for improvements.
8.4.5	The Group Company Secretary had a query regarding Advance Northumberland Financial Limited which he felt was very low considering all the work that was done on behalf of NCC.



	The Head of Finance stated that Advance Northumberland Financial Limited was teckal compliant in that it didn't do anything else. There had been a total of 3 PIDs signed in the last 6 weeks and the invoices had been raised in December 2022. A lot of the PIDs that were signed years ago were in Developments with a lot of the PIDs relating to the leisure centres.  The Group Company Secretary commented that there was a possible risk if the company were doing work in Developments for NCC.  The Chief Operating Officer agreed that the risk of doing work for NCC in a non teckal specific company had always existed, but there had never been any challenge and accordingly the risk was assessed as low. The move to use		
	Advance Northumberland (Financial) was to help mitigate this risk further. Much work had been done by the Company and NCC in coming up with this arrangement and it had always been the intention for new schemes to be progressed in this way but not transfer historic schemes.		
	The Board:		
8.4.6	NOTED the contents of the report.		
8.5	Residential Rent Review Update		
8.5.1	The report was presented by the Homes Manager with the purpose of updating the Board on current strategies being considered in relation to annual residential rent increases, their potential financial impact, and the wider market environment.  The Government had taken the decision to freeze LHA rates, so tenants in receipt of benefits were expected to struggle more with both cost of living, and any potential rent increases. This presented potential for higher levels of arrears, even at current rental levels. This, however, had been partially offset by the introduction of an increase cap on social rents of 7%. Whilst this did not impact private landlords directly, it was expected it would assist in curtailing rental increases in the wider market.  Although Advance Northumberland's private rented sector stock was not governed by this cap, it was recognised that significant consideration should be given to adopting it, due to the organisations' social responsibilities, and		
	relationship to Northumberland County Council.		
8.5.2	The report was discussed at length by the Board and the following points/actions were raised.		
8.5.3	J Reid asked what the potential rent increase would be from a private sector company.		





	The Head of Finance stated that the increase would potentially be 10% with doing something similar and if the company wanted to turn a profit the increase would need to be at least 7%.	
	The Homes Manager confirmed that market analysis of private landlords was undertaken as a benchmark.	
	J Riddle commented that, even at 7%, it was quite an increase per month for the tenants but he would support he 7% rent increase as if this rate wasn't implemented this year the company would fall behind year on year.	
8.5.4	S Bridgett commented that he would wish to stay in line with the rent increase proposed by NCC.	
	The Head of Finance commented that a 7% increase may not be enough.	
	S Bridgett commented that if the company imposed a rent increase higher than 7% the company could be the target of negative publicity.	
8.5.5	K Gardner stated that, whilst it was hard to comment until our costs were known and what the market was doing, she would support the minimum of 7% increase dependent upon what the rest of the market was doing.	
	JR appear that we are all reasonable content with 7%.	
8.5.6	P Hunter asked whether the proposed increase worked with inflation and whether rents only went up.  The Chief Operating Officer stated that ultimately if the rents we charge exceeded market rent, we would have difficulty letting houses and therefore would need to reduce rents to attract tenants; in other words the market effectively dictates the maximum rent.	
	The Board:	
8.5.7	NOTED the contents of the report.	
8.6	NEP1 Update	
8.6.1	The Chief Operating Officer presented the update report.	
8.6.2	The presentation was discussed by the Board and the following points/actions were raised.	
8.6.3		



	Action: Following a comment from J Reid, the Chief Operating Officer to follow up whether any of the excess material could be utilised at the new flyover at South Newsham, Blyth.	
8.6.4		
8.6.5		
	The Board:	
8.6.6	NOTED the contents of the presentation.	
	NON-CONFIDENTIAL ITEMS	
9.0	Non-Confidential Approvals	
9.1	There were no non-confidential approval reports brought to the meeting.	
10.0	Policies for Approval	
10.1	There were no policies for approval brought to the meeting.	
11.0	Any Other Business	
11.1	The Chief Operating Officer reiterated to the Board the confidential nature of the agenda.	
11.2	The Chair thanked the Board for their attendance and closed the meeting at 16:00.  CHAIR	



Summary of Actions	Action			
Apologies for Absence	<ul> <li>Chief Operating Officer to write a thank you note on behalf of the Board to Jeff Watson, outgoing Chair.</li> </ul>	RE		
Ascent Homes Restructure	<ul> <li>Chief Operating Officer to liaise with HR to ensure that the process was followed correctly.</li> </ul>	RE		
Rural Design Centre Innovation Project	<ul> <li>Periodic programme updates to be brought to Board.</li> </ul>	JH		
Update	<ul> <li>Director of Ascent Homes to write to the landowner to give 60 days for Exchange of Contracts.</li> </ul>	PE		
NEP1 Update	<ul> <li>Chief Operating Officer to follow up whether any of the excess material could be utilised at the new South Newsham flyover.</li> </ul>	RE		