

Webber and Quentin TMO
Minutes of Board meeting Wednesday 10th October 2018 7:00-9.00 pm
Webber & Quentin Hall, Quentin House, Gray Street.

Present

Orenda O'Brien Davis (Secretary), OOD	Sophie Thorpe, ST
Angela Nelson (Treasurer), AN	Julie Lewis, JL
Jill Goddard (Chair), JG	Asya Zaman, AZ
Graeme Womack, GW	Umran Malik, UM
Delight Amatoby, DA	Jesse Cudjoe, JC
Moninuola Oladigbolu, MO	

Apologies - none

Not Present - none

In attendance

Tracy Stedman, TS, Southwark TMO Monitoring Officer,
 Sirajul Islam, SI, Interim TMO Manager

No	Item	Action
1.	Welcome, introduction and apologies	
	JG welcomed all and chaired the meeting, which was quorate. If board members miss three meetings without good reason they will be expected to step down. Note – abbreviations only to be used with a key in future.	
2.	W&Q TMO Board matters	
	<i>Declarations of Interest and attendance</i>	
	JG explained that board members are required to state if they have any kind of personal or monetary kind of interest, they must state it and declare that interest. TS noted an example would be, for example, an interest if you live in a particular block and vote for improvements. Or, you might have an interest in a contractor. None were declared. SI noted that his golden rule is if you feel there may be any concern at all, declare it. TS pointed out the new form other TMOs are now using when anyone has a declaration of interest; this can be used at all meetings. Action: copies of these to be put into the TMO hall so they are at hand. During a vote, the person who has declared an interest will need to leave (after the discussion of the topic).	SI
	<i>Minutes of last board meeting on 5th September 2018</i>	
	Minutes accepted by the board and were signed by JG.	
	<i>Actions & Matters arising from last meeting not on agenda- None</i>	
	Logo: This to be left until after the AGM as there is so much on at the moment. Update: will look at potentially next meeting.	All
	Hire of this room – fire policy. The draft room hire policy we have needs to be checked and agreed before the room is hired out (if the board decides to do so), including to councillors. JL to meet and discuss with TMO manager. Update: SI has looked at it and made some comments which he will send to the next board meeting for all to look at and approve.	SI
	TS to liaise with SI regarding roof at 9-36 and 37-53 Quentin House as it has 30 year warranty and it is important to ensure any work done does not invalidate this. Update: TS apologised, she has been busy with AGMs, will report back next meeting.	TS

	<i>Residents Code of Conduct for meetings</i>	
	This is for non-board members attending meetings. We'll send this round for the board to look at and will start using it from the next meeting.	JG
3.	TMO New Board after AGM elections – closed meeting	
	<p>TS thanked outgoing members and current members. She stated she recognised W&Q TMO has faced a lot of challenges, more than is usual. TS stated she felt the board had pulled together and stayed focused through these challenges. She welcomed the new members and noted she will be attending the Saturday 3rd Nov 2018 training day. Further training will be made available for those who are interested.</p> <p>Question as to what is the role of the TMO in relation to the council? TS noted this is covered by the Management and Maintenance Agreement (MMA) which is 700 pages and outlines what the responsibilities are. Sometimes there are things that the council requires must be implemented, e.g. potential removal of mats due to new fire safety directives. Where possible directives will be discussed. TMOs are free to make their views known to officers and councillors. JG pointed out we are a company so the board members are not personally liable UNLESS negligent in following our rules.</p> <p>Election and Discussion as to officer roles, definitions of which had been circulated to all Board members before this meeting.</p> <p>All current officers stepped down.</p> <p>TS led the elections.</p>	
	<i>Chair</i>	
	JL nominated JG. JG accepted. Unanimous vote in favour.	
	<i>Vice Chair</i>	
	JC nominated ST, ST accepted. Unanimous vote in favour.	
	<i>Treasurer</i>	
	ST nominated AN. Unanimous in favour. JG nominated GW as Vice Treasurer, GW accepted. AN will be leaving at some point in November, so GW was nominated as future Treasurer by AN and this was unanimously agreed.	
	<i>Secretary</i>	
	<p>JG nominated OOD. OOD declined due to lack of capacity and having done the role for 17 years (previously for the TRA) with breaks only after having had children.</p> <p>Action: OOD agreed to continue for one more month whilst board members consider taking on the role, which could be shared. Someone could take minutes at the meeting, and another person could circulate post up on Google Drive, with possibly still another printing off the board papers as the TS has advised these must be printed even if we use a projector to show the documents.</p>	All
	<i>TMO Liaison</i>	
	<p>JG noted these meetings are good to attend as they are a great insight into what is going on with other TMOs in Southwark.</p> <p>DA agreed to take this on. Other new board members will attend in turn or in pairs as suits them.</p>	
	<i>Finance sub-committee members</i>	
	JG, AN, GW, OOD (minutes). Only three needed to be quorate.	
	<i>HR sub-committee members</i>	
	JC, OOD, JG, AN, DA (after AN departs the estate in November) Only three needed to be quorate. <i>Post mtg note: DA has since stepped down from the HR subcommittee.</i>	

	<i>Social sub-committee members</i>	
	ST, LM, JC. Action: Discuss again at next meeting. ST to check with a member at whose home the meetings currently take place.	ST
	<i>Maintenance sub-committee</i>	
	Action: for discussion at next meeting as currently this sub-committee does not operate. JL, JC, UM and JG volunteered to go on the monthly walkabouts with SI. TS noted some of these should be done after dark.	All
	<i>Gardening oversight</i>	
	JG noted gardening is a TMO responsibility. The contractor does grass cutting and large shrubs, and currently there is a volunteer garden club which has been doing weeding. However, the grant money for this has run out and a new grant application was not successful. Would be useful to have someone interested to lead or be involved on this. Action: agreed to discuss at November board.	All
	<i>Grant applications oversight</i>	
	JG noted she has tended to have oversight of these but this is too much on top of the role of chair. To ensure applications are supported by a constituted body and fit into an overall benefit for the estate plan, it is important that grants go through the TMO Board to approve before submission rather than being submitted by individuals. We need to start collectively looking as a board and this isn't happening yet consistently. GW wondered if this could be a part of the finance subcommittee. JG noted that this is not about the money side, but rather about getting people to understand the board needs to look at this so we do things as a community body and not as individuals. Decision: agreed to discuss at November board.	All
	<i>Quentin Hall oversight</i>	
	Would be good to have someone oversee this. We still don't know who has keys; there are noise complaints at times. Decision: To be looked at in November and ensuing months. We may change the lock and issue new keys.	All
4.	New board rules and governance	
	<i>Declarations of Interest forms</i>	
	All to return these within four weeks or be removed from the board. By 3rd November training session. Blank Forms will be available.	All
	<i>Code of Conduct forms</i>	
	All to return to SI.	All
	<i>Skills register</i>	
	TS noted that next time this could be done at the AGM.	
	<i>Minutes of all subcommittees</i>	
	TS noted that all subcommittees need to have minutes and she will need to have copies. There will be occasional audits by Southwark which will include this aspect. TS confirmed that the process is that the Board notes sub-committee minutes, they don't approve them. Discussion as to how to deal with issues raised by residents. The resident should be told to communicate with the manager, who will communicate with the Chair, if necessary. The issue will be taken up by the board if required and when practically possible. Discussion re board meetings being open to the public. For the board to decide. Action:	

	Board to return to this in November.	All
	<i>Financial conduct – procedure</i>	
	Not discussed. Current approved policy stands.	
3.	TMO Board Reports	
	<i>Interim TMO manager report</i>	
	<p>The Board discussed the report. SI stated that it would be better to have board meetings on the third week of every month as some information needed in the reports is not ready by the second week. SI said he has been told that the W&Q TMO needs to pay back some funds and gave an explanation including a Universal Credit rent arrears issue. Tracy explained that the TMO needs to collect 98% of rents, anything less is taken from our funds. Anything extra we can keep. SI noted his other TMO, Wrayburn, are collecting over 100% and they are getting £1000s extra from Southwark. W&Q expects this to happen when we have a full staff complement on board.</p> <p>SI noted that although we are having reporting issues with our repairs contractor, which is JMB TMO, the quality is very good and all residents who have had repairs report high satisfaction. TS noted there are other TMOs out there who run repairs services. We may change in due course in any case to our own contractors as per the Business Plan. Contracting out repairs to another service was always seen as a temporary solution.</p>	
	<i>Budget Report – Finance subcommittee</i>	
	<p>JG noted she has been meeting with the bookkeeper weekly as the previous manager was off sick since July 2018 and the interim manager is only part-time. She noted the TMO has had to pay full sick-pay plus Sirajul’s freelance cost for 3.5 months so far, and also a consultant to help us deal with the probation and sickness situation and the ensuing recruitment process for new staff. In the end having a consultant saved us stress and also money as the previous manager resigned. HR is a tricky legal area and expert advice and support is needed and was received. These expenses were not planned for, and have been paid out of contingency and reserve funds. Adverts alone were an estimated £1,447. Action: JG will be sending invoices to the Alex Heslop, who is a senior manager in the TMI team, for him to consider giving us a potential extra allowance to cover this.</p> <p>For information on our financial procedures, JG showed the board a Payment Request Form. This is a document which outlines the amount of the payment, the organisation / person to be paid, from which budget it goes, and what it is for. Each form is numbered in sequence and signed by two Finance Subcommittee Board members and electronic and hard copies are kept for audit purposes. Bank payments by BACS are made by two Board members as signatories of the bank. One authorises the bank payment of the other as a check against fraud. The purpose of this procedure is to provide reassurance to Southwark, the Board, and residents / members. Action: Rachel needs to come off the bank account as no longer a board member and GW to come on. AN to give GW the relevant bank forms.</p> <p>JG explained that the Board needs to see a budget going forward in order to make spending decisions. She explained that we currently use QuickBooks (an accounting software). JG has noted that currently the way some of the headings are laid out may lead to confusion as one needs to add several amounts together to get a full figure, e.g. for officer salaries. Action: JG to have this reviewed once staff are appointed.</p> <p>JG noted that we have now spent approximately half our budget, and we are just over halfway through the financial year. We need to keep an eye on spending. When we get new staff we can think about whether we want to have a book keeper or have the staff to do it. JG favours the latter, as the current bookkeeper comes in for only three hours a week, and doesn’t have an overview in the way that we need.</p> <p>JG noted we have expenses coming up around voids which may be much higher than</p>	<p>JG</p> <p>AN</p> <p>JG</p>

	<p>anticipated. The TMO needs to pay for clearing a flat and finding out how much the work needed will cost (if the work will cost more than £10k, it is passed on to the council – but whether or not the cost of clearing is passed on is being debated). The cost of clearing can be thousand of pounds, particularly in the case of a hoarder of which we have one. TS stated we need to ask LBS for more money as we have had more issues like this than expected. Action: JG noted she is aware and the TMO will do this. JG noted there are some other financial recommendations for board members to note going forward, which are in the financial report (in the board member pack) entitled ‘W&Q TMO Budget Report April – end September 2018’. Board members to read this report if they haven’t already, as it gives an update on TMO financial procedures.</p> <p><i>Below are the recommendations / items to note in the budget report which will be considered at future meetings if not agreed at this meeting:</i></p>	<p>JG</p>
	<ol style="list-style-type: none"> 1. The Finance subcommittee estimates that we have spent half of our annual budget income by the time the outstanding invoices come in. We are not overspent in their opinion but caution is advised and improvements in cost management scrutiny recommended. 2. There are budget headings where we may be able to save money on once permanent staff are employed. Sirajul is already using our office telephone answering machine when he is in rather than Money Penny but he is still part time. Staff may be able to handle book keeping instead of an external paid service. Consultancy costs should reduce once the recruitment phase is over. 3. The Bank cash balance needs to be reconciled with the TMO QB budget unspent balance so that we feel clear as to any contingency or reserve funds, or the lack of them . 4. All finance systems should be reviewed as to effectiveness by the Board. 5. The salary payment date should be moved from 15th month to 28th month to remove payroll calculations time constraints before each Finance subcommittee mtg. Decision: agreed at the meeting. JG to change. 6. All unplanned invoices costs should be listed and copies and a Business case made and sent to Alex Heslop, LBS TMI team for an additional allowance consideration. 7. The permanent office for our TMO needs to be addressed. Every large meeting or interview process or the need for a second room requires extra costs for us in hiring room space at Living Space. <p>Decision: These points were agreed by the Board.</p>	<p>JG Manager/ JG</p>
	<p><i>Quarter 1 and Quarter 2 performance (April – September 2018)</i></p>	
	<p>TS noted she meets with the TMO manager quarterly. This will happen shortly and the results will be presented to the board. If TS has any issues with the manager, we the board will need to deal with this. TS also does random checks on various aspects of TMO administration. JG noted she would like to attend this first visit for information.</p>	
	<p><i>Quarter 3 and 4 forward look</i></p>	
	<p>This will be addressed when staff are appointed and the Q1 and Q2 TMI feedback is received from TS.</p>	
	<p><i>Staff recruitment timetable</i></p>	
	<p>JG noted the two job descriptions are on TMO website if Board members would like to take a look at them. The TMO is interviewing four candidates for the manager on Monday 22nd October 2018 at Living Space. JG and Susy Lloyd, our consultant who assisted us in training for and setting up the TMO, are on the panel. JC to be an</p>	

	<p>observer as he has not had time to do the Southwark recruitment training.</p> <p>There will be another opportunity for people to input into the recruitment process. We will have the housing officer post interview later so the manager can be a part of the interviews. TS will be an observer.</p> <p>All applicants must take and pass tests set by Southwark Council.</p> <p>JG noted we hope to have a manager and a Housing Assistant in post by early December 2018 at the latest.</p>	
	<i>TMO website review and suggestions</i>	
	<p>The Board reviewed UM's proposal for the change in website hosting and management (see accompanying document).</p> <p>UM explained that his company offers advice to companies on social media presence, creates websites etc. He noted that he has looked at how the current TMO website is hosted and managed and, as per the proposal, believes that we are currently overpaying and we are not able to edit the site easily by ourselves. The new system would allow the TMO Manager to have a password in order to edit the site.</p> <p>UM stated that his company would manage the website for free in return for putting his company logo on the TMO website. This would not give any payment to UM.</p> <p>TS agreed that this was acceptable and not a conflict of interest.</p> <p>After an initial discussion, UM left the meeting for the final discussion and vote.</p> <p>Decision: Board unanimously agreed to try this new setup for six months and then review. Board to see the size of the Snob Monkey logo before this takes place. Action: UM to circulate the logo size to the board and then implement the proposal.</p>	UM
4.	Timetable for discussing and agreeing 2019/20 budget - discussion	
	JG asked for advice as to when the board should start looking at this. TS suggested January/February 2019.	
5.	<i>Mawdley House Fire</i>	
	<p>SI noted the TMO needs to have the property cleared and for there to be an inspection. In order for the inspection to take place, the place needs to be cleared and the TMO has to pay for the clearance and then prove the cost is over £10k. If over £10k we will pass this on to Southwark. However, SI is still in discussions with TS as the tenants still have rights to the property so it is not a void. Therefore in his view it is a repair, and repair costs over £1,000 remain with the Council. Adding to the complexity, the major works contractors have said they will have some responsibility. Action: JS / SI / TS to discuss.</p>	JS / SI / TS
	<i>Fire Basement Policy</i>	
	<p>The football basement still has to be accessed and inspected. JG has passed the resident's contact details to SI and the resident has been informed. The council also has a key but it has not yet been found. The resident using it has 1 key too and has been informed that the door lock may need to be changed as the TMO is responsible and must have a key.</p>	SI
	<i>Office Update</i>	
	<p>TS shared that Richard Amoah, having taken redundancy, was now back with the Southwark TMI, starting on Monday. He has been tasked with finding us an office.</p> <p>Some longstanding board members expressed incredulity and dismay as Richard was the cause of much difficulty and problems with the W&Q permanent office in the first place. After the restructure and Richard's departure, the new manager Eva Gomez stated that there were no electronic or hard copy documentation AT ALL around W&Q TMO and the office, possibly this was deleted or kept on Richard's personal file or laptop.</p>	

	JG therefore spent many volunteer hours forwarding copies of relevant documents and communications. TS apologised and said she was not aware. Action: JG to discuss with TS our concerns about working with Richard.	JG / TS
5.	Board member shared governance	
	<i>Garden access policy</i>	
	Action: we will come back to this at the next meeting. Our line at the moment is people need to wait, due to manager off sick, we've not been able to get to this but we will do.	All
	<i>Grant applications policy</i>	
	See earlier discussion. Action: for a future meeting.	All
6.	Webber Row Major Works	
	JG noted that she has sent a stiff email to the contractors, stating that they are not to talk to her or the cleaner concerning resolving any site works issues as the cleaner shared wrong information (and wasted time talking). They need to talk to SI. The contractors have acknowledged this and apologised.	
7.	AOB	
	TS shared her thoughts on the AGM. She felt it went really well from her point of view. She like the table setup, the colour-coded voting cards made counting votes easy for her (and has recommended these to other TMOs), the membership table, the great raffle & prizes, the layout in general, and that we attracted four new board members. The only things missing were that we could have done the skills audit there, and also have had members standing for the board give a short overview of why they want to be on the board (this happened anyway as OOD requested it). In future, we will ask prospective new board members to give a statement. This gives members more information to vote on. Also, Equality Opportunities needs to be noted in the Chair's report; this is particularly around social events and other areas. NOTED: These notes will be used for the advance preparation of the 2019 AGM and be added to the set up tasks on ASANA.	ALL
7.	Date of 2018 meetings	
	<i>Board meetings</i>	
	November 21st, December 12th, January 30th, 13th February, 27th March, 24th April Note: the request from 1 board member to have the meetings take place on a fixed Wednesday in the month cannot now be accommodated as some of the meetings need to be later in the month so we can have full board reports. Meetings can't take place regularly later in the month as this would clash with the Christmas period and other holidays. It was suggested that public meetings are quarterly. To be discussed in future.	
	<i>Finance subcommittee meetings/ Followed by HR sub committee</i>	
	November 7 th , December 5th	AN,JG OOD, GW,JC
	<i>Training day (all new board)</i>	
	3rd November 10:30 to 3 pm, Living Space	All
10.	Close 9:00 pm – End of meeting	
	Gentle reminder that the secretary will contact board members once they have missed two meetings to remind them that if they do not have a good excuse, and especially if they haven't given notice about missing a third meeting, they will be expected to step down or the board will vote to remove them. Special dispensation can be given by the board in particular circumstances.	