

WOODBERRY DOWN COMMUNITY ORGANISATION Board Meeting

CONFIDENTIAL BOARD MINUTES

Thursday 21st November 2024
7:15 pm Redmond Community Centre

Attendance : Hilary Britton, Adrian Essex, Mina Faragalla, Phil Cooke, Ann Hunt, Geoff Baron, Livia-Jeanne Lupumba, Dulce Laluces, Gloria Obiliana, Omar Villalba, Gita Sootarsing, Jackie Myers, Oonagh Gormley, Barbara Panuzzo, Kristina Zagar, Shifra Appich, Tina Parrott, Willian Martinez, Donna Fakes

ITLA: Roda Hassan, Simon Slater, Amber Hassan

Apologies : Kalu Amogu, Geoff Bell, Ann Kelly, Anwar Idris, William Sheehy, Necdet Ozturk, Leonora Williams, Nicolas Attalides, Francis McDonagh, Andrea Anderson, Andreea Stoica

Confidential Board Discussion:

Delegation of Powers to the Executive Committee:

- 1.1. Oonagh presented the proposal, emphasising that the Board is the governing body, with the Executives acting under the Board's instruction. The Chair ensures that Board business is conducted efficiently and considers all viewpoints. Oonagh noted that the delegation of powers to the Executives has not occurred to date and requested that the Board act in line with the constitution and engage in a discussion about delegation.
- 1.2. Oonagh proposed the following approach for delegation, seeking approval:
 - Proposal 1:** The Board remains the supreme decision-making body of WDCO, with the Executives tasked with executing the Board's decisions. The final decisions must be made by the Board, not the Executive Committee.
 - Proposal 2:** If a discussion at the Board cannot be concluded, the Board may direct the Executives to provide a solution or gather information for the next Board meeting. Oonagh suggested noting questions for the Executives in the Board minutes, with a table specifying the deadline for Executives to report back.
 - Proposal 3:** As per F3 of the constitution, the Chair should report back to the Board on actions completed by the Executives and seek approval for any decisions made by them. Oonagh advised against rehashing the items from scratch during these reports.
 - Proposal 4:** Motions and resolutions should originate from the Board, not the Executive Committee. While the constitution permits the Executive Committee to propose them, the focus should be on empowering the Board rather than the Executives.

Proposal 5: Before taking action that commits the Board to a position, an outline should be emailed to all Board members for simple agreement. If significant disagreement arises, the matter should be referred back to the Executive Committee for further review. Otherwise, the proposed urgent action proceeds as recommended by the Executive Committee

Proposal 6: Discussions within the Executive Committee should aim for consensus rather than voting, as the Executive Committee does not represent the Board or estate.

- 1.3. Barbara supported Oonagh's proposal, recognising its potential to enhance Board efficiency.
- 1.4. Adrian noted that Kristina had also suggested a feedback loop. Adrian referred to the Phase 3 rents issue, where the Board agreed that Phase 3 residents had been treated poorly and tasked Omar to lead on the issue engaging the Executives to resolve the matter. This illustrated Oonagh's proposed delegation of powers.
- 1.5. Roda clarified that before Omar approached the Board, he consulted with the Chair. Following this, the Chair brought Omar's suggestion of writing a letter to the Mayor and Director of Regeneration to the Executive Committee. The Executive Committee agreed with the proposal and instructed the Chair to send the letter on behalf of the Committee. Anne noted that this step would not have been possible without the prior email consensus.
- 1.6. Omar asked Oonagh how this proposal differs from a review of the constitution. Oonagh clarified that the proposal enforces the existing constitution, rather than amending it. She emphasised that decisions made by the Chair are not constitutionally valid.
- 1.7. Kristina expressed confusion about the proposal, noting some contradictions. She questioned whether it would change how the Board functions, as she feels the Board already adheres to the constitutional framework. She asked how the proposal would change Board operations.
- 1.8. Barbara explained that, under this proposal, the Board would clarify that future issues raised by the Executive Committee should be addressed to the Board first for discussion. Kristina asked for examples of decisions made by the Executives without prior Board discussion. She acknowledged that sometimes the Board's slow pace necessitates the Executives taking initiative but agreed that the leadership role should remain clear.
- 1.9. The Chair expressed concern over the lack of consensus during Board discussions, questioning what the Executives should take forward if no agreement is reached.
- 1.10. Adrian suggested that, to improve decision-making, the Board should compile a list of pros and cons for each issue, allowing the Executives to prepare recommendations for Board decisions, followed by a vote or consensus.
- 1.11. Simon asked if Adrian's suggestion was a motion from the Executives to the Board, which the proposal seeks to avoid. Adrian clarified that it was a request for the Executives to prepare arguments for discussion by the Board.
- 1.12. Omar emphasised the need to shift decisions to a clear point of escalation, and Mina agreed that the lack of a defined escalation process is a major issue. Hillary suggested that the Board should collectively be more mindful of adhering to the constitution.
- 1.13. Ekaterina proposed trialling the proposal to see if it brings benefits. Simon raised concerns about the practicalities, as issues would need to be sent to the Board via email for responses. He suggested that the Constitution Working Group could review and provide a detailed definition and clarification.

- 1.14. Adrian requested a conclusion: the Board directed the Executives to revise and clarify specific points and present an updated proposal for further review.

Action: Oonagh will revise the proposal with the Executives and present it to the Board in December.

2. **Assignment of policy areas to Vice Chairs (written update):**

- 1.1. Kristina requested that the ground floor strategy be coordinated with Block D.

ACTION: WDCO representatives leading on the ground floor strategy to coordinate with the Block D working group.

2. **The status of Liaison Meetings:**

- 2.1. Adrian stated that the Liaison meetings are ineffective as an escalation tool, as Executives spend time hearing the same points discussed in Board meetings, and the meetings fail to add value to the process of running WDCO.
- 2.2. Kristina expressed concern that if the Liaison meetings are perceived as a waste of time, the necessary escalation route may be undermined. She emphasised that the meetings are meant to ensure actions are escalated.
- 2.3. Omar noted that the Board has the power to leverage senior representatives from NHG, Berkeley, and Hackney, but this power is not being utilised effectively. He suggested that the Board should collaborate to identify joint goals and work together in a timely manner, without eliminating access to senior representatives during Liaison meetings.
- 2.4. Adrian noted that the Executives had selected priority areas for the Vice Chairs which they needed to lead on an escalation.
- 2.5. Hillary pointed out that during the first Round Table, she was surprised that the Round Table meeting included 22 people. She suggested that final escalations should involve only senior representatives to streamline the process.
- 2.6. The Chair argued that completely eliminating the Liaison meetings would not be beneficial, given their role in escalation. The Board should use the away day to address this issue. Omar proposed holding a pre-meeting in preparation for the away day, and the Chair agreed that they need to discuss the Partners' away day and determine actions to take forward.
- 2.7. Kristina proposed that instead of eliminating the Liaison meetings, the Executives should decide on the frequency of these meetings, focusing on more specific agendas and ensuring key partners attend.
- 2.8. Barbara expressed concern that selecting only three individuals for the away day would not represent the full Board of 32. She also suggested suspending the Liaison meetings until changes are made to ensure the partners receive the message. The Chair clarified that the selection of the three Board members for the away day would be a collective decision by the Board.
- 2.9. Phil argued against suspending the Liaison meetings, as this could lead to their permanent discontinuation. He reminded the Board that the Liaison meetings were proposed by the Director of Berkeley at the Round Table to address issues where blame was often shifted between partners. Bringing all partners together in one meeting helped resolve this issue.
- 2.10. Omar suggested for the away day, the Board should collectively agree on priorities and select the best negotiator to represent the Board. Roda responded that for the 2023 away day, WDCO had a pre-meeting to align priorities and actions with the mandate given by the Board. However, while actions were

identified at away day, some, particularly those related to governance, did not produce tangible results. Kristina added that communication from the away day was ineffective, and the focus on governance work had not yet been completed by the partners. She stated that the Liaison meetings had become ineffective due to the lack of participation from key individuals, hindering progress.

- 2.11. Kristina asked whether there had been any discussion on improving communication with partners, particularly to ensure that relevant individuals attend meetings and provide necessary responses. Roda replied that the Executives had addressed this issue in 2023, as the right people were often missing from the Liaison meetings. She also explained that the purpose of the Liaison meetings was to provide a smaller setting for Executives to discuss unresolved issues with partners and escalate matters effectively. Roda suggested exploring options such as reducing the number of Executives attending the meetings, improving the agenda, or considering alternative methods to enhance the effectiveness of the Liaison meetings.
- 2.12. Oonagh proposed eliminating the Liaison meetings and instead having individual Vice Chairs follow up on action points between meetings to ensure responses are provided by the next Board meeting.
- 2.13. Mina identified the Board's approach to dealing with partners when they provide unsatisfactory responses as a root cause of the issue. He asked if the Board knew the appropriate escalation points and suggested creating an organisational chart for each partner to clarify which individuals are best suited for escalation.
- 2.14. Kristina agreed with Mina and suggested making the Liaison meetings more effective. She also proposed trialing the assignment of specific areas to the Executives and considering a transition phase or an away day to assess potential changes. Kristina acknowledged that the Board has struggled to progress due to being overwhelmed and suggested splitting the Board into groups to focus on specific themes and facilitate progress.
- 2.15. Ekaterina supported the idea of using emails for better tracking, as verbal statements can be difficult to monitor. She suggested maintaining a list of recipients for requests and tracking responses to streamline communication and make it easier to forward information to the right people.
- 2.16. Simon read out a statement from William, stating that if the goal is to move operational issues away from the Board, they should be addressed during the Liaison meetings. As the Vice Chair of Operations, he emphasised the importance of using the Liaison meetings more effectively.
- 2.17. Mina asked about the consequences for partners' non-compliance, stating that without proper incentives or consequences, the issues would persist. Mina reiterated the need for an organisational chart to identify appropriate individuals to escalate non-compliance and suggested that WDCO should copy senior managers and directors in communications when partners fail to comply.
- 2.18. Simon explained that delivery partners want to reduce meetings, as residents often raise issues they do not wish to discuss in those settings. If an issue persists, it would then be escalated to the Round Table for a decision, as agreed during the last away day. Simon suggested revisiting this issue at the January away day to discuss it with the partners and explore necessary changes to make the meetings more effective.
- 2.19. Hillary proposed notifying partners that the Board is considering suspending the Liaison meeting in December. The Board agreed with this suggestion.

ACTION: Roda will email partners to inform them that there will be no Liaison meeting in December.

3. The role of NHG in WDCO present problems:

- 3.1 Hillary emphasised the need for WDCO to understand how to escalate issues to NHG, but also stressed the importance of gaining a deeper understanding of NHG itself and how residents can effectively engage with the organization.
- 3.2 Simon explained that when NHG initially bid for the contract, they proposed two options: one for establishing a new housing association and another for operating without one. WDCO escalated concerns to the then-Mayor, who took the matter up with the Chief Executive, resulting in significant improvements. However, Simon noted that NHG is currently facing financial difficulties and has laid off many staff. He expressed uncertainty about whether the current Mayor has the same relationship with NHG's Chief Executive. Simon suggested requesting NHG to demonstrate their current actions and provide any relevant agreements, as they should be transparent about their plans.
- 3.3 Omar proposed that the Board inquire with Hackney about how they are managing their partners and what role they play. Oonagh raised concerns about whether the council is preparing for potential scenarios related to NHG's financial troubles, and if WDCO should be considering an alternative housing provider.

ACTION: Hillary and the Chair will collaborate to send a letter to Hackney and conduct further research.

4 Partnership Agreement: A copy of the Partnership Agreement, along with comments from the Executive Committee, was shared with the Board. No further discussion took place.

5 Phase 3 Community Space (written update to be provided by Monday):

- 5.1 Adrian stated that in order to agree to move to the community space, there needs to be a good reason. The space is faced with a barrier/lobby with nowhere further to go, the main room is small, and there is a huge supporting concrete block in the middle of the room. The current community space also has a service road for accessibility.
- 5.2 Roda mentioned that this is a long-term viable option and more financially sustainable as there may come a time where Hackney cannot pay for the space at the same rate. However, there is no privacy in the space such as a separate room for private discussions with WDCO/ Hackney. Roda suggested asking for a wall to be put in as a partition point for privacy.
- 5.3 Barbara asked what this space was originally designed for. Simon responded that the masterplan mentioned a ground floor satellite community space. NHG were asked to maintain it, and MHDT withdrew their proposal. One of the problems on the estate is difficulty funding the community space. Barbara asked if this has an impact on the service charge for Phase 3. Simon answered that the service charge element for the place would be passed to whoever had the lease not the residents. Roda clarified that this would not be a shared space for Phase 3 but rather a community space. The service charge for this space would be covered by whoever is managing it. If WDCO were to move into the

space, Hackney would bear the cost, and it would not be recharged to the residents in Phase 3.

- 5.4 The design has been agreed upon as part of the Principal Development Agreement (PDA). Roda proposed that WDCO engage with Hackney to identify challenges, explore potential solutions, and negotiate these matters with both Berkeley and Hackney.
- 5.5 Omar and Adrian suggested that before the away day, WDCO should have an away day to agree on what the priorities are before going to the partners. Adrian asked if the partner's away day could be moved to a later date so that WDCO can arrange and hold their own away day first. The Board needs to come up with an agenda for the awayday and consider a potential facilitator.

ACTION: Roda will email Hackney to inquire if the partners away day can be rescheduled to a later date.

ACTION: The Board agreed to arrange a WDCO away day but needs to decide on a date and whether an external facilitator will be required.