

**Company Number: 10319743**

**North Essex Garden Communities Limited  
(Company)**

Minutes of a meeting of the Board of Directors of the Company held at the Community Stadium, Colchester CO4 5UP on 18 July 2019 at 2.30pm (**Meeting**).

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**PRESENT:**

|   |                            |
|---|----------------------------|
| Cllr John Spence CBE (Chairman & Voting Director)                               | Essex County Council       |
| Cllr Gabrielle Spray<br>(Voting Director in the absence of Cllr Graham Butland) | Braintree District Council |
| Cllr David King   | Colchester Borough Council |

**Invited Attendees (non-voting and observers only):**

|                |   |
|----------------|---|
| Braintree DC:  | Andy Wright, John Lamb, Emma Goodings   |
| Colchester BC: | Ian Vipond  |
| Tendring DC:   | Ian Davidson, Ewan Green  |
| Essex CC:      | Cllr David Finch, Cllr Tony Ball, Mark Carroll, Steve Evison  |
| NEGC:          | Richard Bayley, Louise Denyer (Minutes), Judith Robinson (Agenda Items 9, 10 & 12 only), Jon Phillips (Agenda Item 11 only) |
| NEAs:          | Chris Downes  |
| Haven Gateway: | Anita Thornberry  |

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**1 NOTICE AND MEETING OF QUORUM / WELCOME & INTRODUCTIONS**

1.1 The Chairman announced that all those persons entitled to receive notice of and attend Board meetings of the Company had been given notice of the Meeting and, a quorum being present, the Chairman declared the Meeting open.

**2 APOLOGIES FOR ABSENCE**

2.1 The Chairman noted apologies for absence from Cllr Neil Stock & Cllr Carlo Guglielmi (Tendring District Council), Cllr Graham Butland (Braintree District Council), Cllr Julie Young & Adrian Pritchard (Colchester Borough Council), Bryn Morris (University of Essex), and Paul Kitson (Homes England).

**3 DECLARATIONS OF INTEREST**

3.1 No new declarations of interest were received.

3.2 All Directors and alternates were reminded of the action from the June Board meeting regarding liaising with Judith Robinson to complete a central Register of Interests. It has been agreed that it will be based on the interests that the Directors have declared to their respective authorities in their capacity as elected members. This action also extends to the Directors of the LDVs. Therefore, the following action was requested:

| Reference  | Action  | Action Owner   | Due Date |
|------------|---|--|----------|
| 0719-3.2.1 | <i>All nominated and alternate directors who have not already done so are to provide written confirmation to Judith Robinson that they are happy for their declarations to their respective authorities to apply to NEGC Ltd and the respective LDVs.</i> | <i>All Directors and alternates of NEGC Ltd &amp; LDVs</i> | 31/07/19 |

#### 4 MINUTES & ACTIONS LOG FROM MEETING ON 5 JUNE 2019

4.1 The minutes and actions from the Board meeting held on the 5 June 2019 were agreed as a true and accurate record of that meeting.

4.2 Following discussion at the informal pre-Board session, the Board requested the following action:

| Reference  | Action  | Action Owner          | Due Date |
|------------|---|-----------------------|----------|
| 0719-4.2.1 | <i>Organise a follow-up Delivery Options session with Board members and key officers. This will provide councils with a further opportunity to discuss all options, which in turn will inform decisions on preferences and ratings/evaluation ahead of the NEGC Board meeting on 19 September 2019.</i> | <i>Richard Bayley</i> | 26/07/19 |

4.3 It was recognised that the action to host a visit from Rt Hon James Brokenshire MP and Kit Malthouse MP remained pending due to the imminent changes expected within Government/the Cabinet. Two items of note that need to be raised with the new Ministers are ensuring that the Government is fully informed about the garden communities programme in North Essex and that the HIF bid is a critical part of these plans. In addition to engaging with the new Government, NEGC should ensure that all local MPs are fully briefed about the programme and local issues. The following action was requested.

| Reference  | Action   | Action Owner          | Due Date |
|------------|--|-----------------------|----------|
| 0719-4.3.1 | <i>Once the make up of the new Government is known (expected to be after 23 July), the Group MD is to provide advice on how best to engage the new Government, including relevant ministers.</i> | <i>Richard Bayley</i> | 16/08/19 |

4.4 Regarding the HIF bid process, the Board noted the current situation and recognised the importance of continuing to make the case for North Essex at the appropriate tiers of Government. It was noted that North Essex did not feature in the recent list of unsuccessful bids.

#### 5 MD UPDATE

5.1 This month's MD Update featured a number of programme aspects including Local Plan progress; attendance at the Uttlesford District Council Examination in Public; the status of the 2019/20 MHCLG funding bid and grant potential of SELEP fund; communications and

engagement plans (which were covered more fully in a later agenda item); news of the successful Healthy New Towns learning and implementation programme application; and the company's recent registration for VAT.

5.2 The Board AGREED that:

5.2.1 The Group MD has delegated authority to submit the MHCLG funding bids in line with 2019/20 Interim Business Plan.

5.3 Additionally, the following action was requested:

| Reference  | Action  | Action Owner          | Due Date        |
|------------|---|-----------------------|-----------------|
| 0719-5.3.1 | <i>Consider holding the proposed vision and outcomes workshop at the same time as the Delivery workshop in September.</i> | <i>Richard Bayley</i> | <i>26/07/19</i> |

5.4 The Board RESOLVED to:

5.4.1 Note the MD Update paper.

## **DISCUSSION ITEMS**

### **6 STRATEGIC RISK ANALYSIS**

6.1 This item provided the Board with an opportunity to conduct an annual review of the Strategic Risk Register and to consider if there are any major omissions in the Register in light of developments over the last 12 months. Discussion on a number of the risks and their scores ensued together with a discussion about pre- and post-mitigation analysis. The following actions were requested.

| Reference   | Action  | Action Owner                              | Due Date        |
|-------------|---|---|-----------------|
| 0719-6.1.1  | <i>Strategic Risk Register format to be updated to include pre- and post-mitigation analysis, that would then lead to an overall risk score.</i>  | <i>Richard Bayley &amp; Louise Denyer</i> | <i>02/08/19</i> |
| 0719-6.1.2  | <i>Risk Number 4 to be reworded to make this risk clearer.</i>  | <i>Richard Bayley &amp; Louise Denyer</i> | <i>02/08/19</i> |
| 0719-6.1.3  | <i>Risk Number 6 needs to be disaggregated to demonstrate that the different funding terms and timelines will impact differently on the underwriting scenarios and the effect on near-term decision making.</i> | <i>Richard Bayley &amp; Louise Denyer</i> | <i>02/08/19</i> |
| 07919-6.1.4 | <i>The updated Strategic Risk Register is to be circulated to the NEGC Board.</i>   | <i>Richard Bayley &amp; Louise Denyer</i> | <i>02/08/19</i> |

### **7 LOCAL PLAN WORKSTREAM UPDATE**

7.1 The Local Plan Workstream Update report set out the progress the North Essex Authorities (with assistance from the NEGC team) have made in respect of the publication of the additional evidence for the Inspector and preparations for forthcoming Local Plan Committee

and Full Council meetings where decisions will need to be taken on next steps. It was noted that all Councils' Local Plan processes were moving ahead to a position where the Councils can undertake the statutory consultation in late August and throughout September 2019. David King reported that one of the Colchester Borough Council recommendations reflects the HIF situation. Ian Davidson confirmed that Tendring District Council is planning to continue with the submission of the evidence to the Inspector in the absence of a HIF announcement.

7.2 The Board RESOLVED to:

7.2.1 Note the NEGC Local Plan Workstream Update paper.

## **8 DECISION PROGRAMME**

8.1 The purpose of this item was to set out for noting the scheduling of key decisions required by the NEGC and shareholder Councils during 2019/20.

8.2 The Board RESOLVED to:

8.2.1 Note the Decision Programme report and timescales highlighted.

### **DECISION ITEMS**

## **9 2018/19 ANNUAL REVIEW**

9.1 There were two significant elements to this item; namely, for the Board to review the narrative produced that summarised the key outputs of the 2018/19 programme, and to formally approve the accounts for the year ending 31 March 2019. The Board expressed their contentment with the Annual Review narrative, and it was proposed that any additional comments should be fed back to Richard Bayley directly.

9.2 The financial accounts for NEGC Ltd primarily focus on the associated employment costs of the Managing Director. It was also reiterated that NEGC Ltd is the holding company for the three LDVs, which are currently dormant, and that the accounts for these companies are due in August. This date will be amended to coincide with the NEGC Ltd financial year at the appropriate moment in time.

9.3 The Board RESOLVED to:

9.3.1 Approve the Accounts as presented, along with the Directors' and Auditors' Reports;

9.3.2 That the Accounts are signed on the Directors' Report by Mr. G Butland and on the Statement of Financial Position by Mr. G Butland and Mr. J Spence CBE;

9.3.3 That the Letter of Representation be duly signed and returned to the Auditors;

9.3.4 Agree to the continuing the appointments of both Scrutton Bland, as external auditor, and Mazars, as internal auditor.

## **10 AGM PLANNING**

10.1 This paper requested that the Board decide upon how it wished to proceed on the matter of considering NEGC Ltd's business at an Annual General Meeting as well as considering options with regard to providing more transparency of the NEGC programme in conjunction with the shareholder Councils. Following discussion, and in light of public feedback following last year's AGM, there was a majority in favour of holding a private AGM to consider NEGC Ltd business in accordance with the Articles of Association, and also looking to hold a public session to enable people to ask questions about the NEGC programme.

10.2 The Board RESOLVED that:

- 10.2.1 The AGM would be held without public access on 19 September 2019 at 16.15 at the JobServe Community Stadium, Colchester, and due Notice to be given.
- 10.2.2 The AGM will be open to all shareholders, subject to receiving the shareholder nomination of representative prior to the AGM date.
- 10.2.3 The Group MD is to consider further options for joint NEGC programme public meeting, on or around the time of the NEGC Ltd AGM on 19 September 2019.

## **INFORMATION ITEMS**

### **11 COMMUNICATIONS & ENGAGEMENT UPDATE**

- 11.1 The Board were presented with an update on recent and planned activity. The Group MD explained that there was a specific focus on campaign/narrative and the depth and breadth of communications channels including social media. The Board gave the NEGC team the mandate to “move up a gear” in terms of the profile, proactivity and multiplicity of its communications and engagement approach. It was agreed that NEGC now needs to position itself in a proactive manner to participate in and respond positively to local discussion of Garden Community matters without the need for specific Board approval. Furthermore, in addition to maximising multiple communication tools and channels to communicate with different audiences, encouragement of residents and stakeholders to become advocates by participating in and taking ownership of discussions on particular things.
- 11.2 It was also noted that the actions detailed in Table 3 were on track; that the proposed part-time communications post was within the scope of the budget; and that through a redistribution of resources and joining up with the masterplanning workstream, up to £100k would be allocated to this enhanced communications work. The Directors confirmed that they were satisfied with this approach in order to achieve the aims outlined during the discussion. Furthermore, the Board encouraged Council communication officers to engage, and in so doing adopt a “can do” attitude in the support of NEGC communication and engagement activities.
- 11.3 Following discussion, the Board RESOLVED to:
  - 11.3.1 Note the Communications and Engagement Update report.

### **12 2019/20 PROGRAMME & BUDGET UPDATE**

- 12.1 The Board was provided with an update on programme and budget activity in line with the key NEGC priorities and milestones that are set out in the 2019/20 NEGC Ltd Interim Business Plan. It was noted that as at the end of June, programme activity is slightly under budget.
- 12.2 The programme progress and budget position will be fully reviewed at the end of July, in line with the agreed milestones, and a formal review prepared for internal discussion. A formal position statement will then be presented to the Board at its September meeting in order for recommendations by the NEGC Board to be made to the shareholder Councils regarding the likely required staged payments for the remainder of the year.
- 12.3 It was also noted that the Councils were preparing to take the 2019/20 Interim Business Plan to their respective Cabinets (or equivalent process) for approval during September 2019.
- 12.4 Following discussion, the Board RESOLVED to:
  - 12.4.1 Note the 2019/20 Programme & Budget Update report.

**13 STRATEGIC RISK REGISTER**

13.1 This item was covered earlier as part of the wider strategic risk analysis discussion.

**14 AOB**

14.1 None.

There being no further business, the Meeting was declared closed.



**Chairman**