

**Meeting: Eastbourne Homes Limited Board of Directors  
(Company No. 5340097)**

**Date: 28<sup>th</sup> January 2021**

**Venue: Virtual (due to COVID-19)**

**Start: 10.30 am**

**Board of Directors**

**Present:**

**Board Directors:**

Roger Eastwood (RE) (Chair)  
Louise Pearce (LP) (Vice-Chair)  
Sheilah Roberts (SR) (Vice-Chair)  
Paul Gunnell (PG)  
Colin Belsey (CB)  
Mary Hope (MH)  
Gina Morgan (GM)  
Candy Vaughan (CV) from 5.23 pm

**EHL Staff**

**In Attendance:**

Tayo Adejumo, Project Accountant (TA)  
Rob Cottrill, Chief Executive (RC)  
Ian Fitzpatrick, Managing Director (IF)  
Homira Javadi, Chief Finance Officer (HJ)  
Jane McCarthy-Penman, Company Secretary (JMP)  
Ola Owolabi, Deputy Chief Finance Officer (OO)  
Ross Sutton, Head of Financial Planning (RS)

Item	PROCEDURAL MATTERS	ACTION
1.	<b>Apologies for Absence</b>  None	Noted
2.	<b>Declarations of Interest</b>  In accordance with Section 177 of the Companies Act 2006 and the Articles of Association of the Company, Directors declared their interests as set out below:  <b>Roger Eastwood</b> <ul style="list-style-type: none"><li>• Board Director and Chair at South Essex Homes Limited</li><li>• Board Director at Eastbourne Housing Investment Company Limited</li><li>• Board Member – National Federation of ALMOs</li></ul> <b>Mary Hope</b> <ul style="list-style-type: none"><li>• Wealden CAB</li><li>• Board Director and Chair, Sussex Housing and Care</li></ul> It was noted that notwithstanding any such interests, all Directors were entitled to vote at, and be counted in the quorum of, the meeting.	

**Business Matters**

**Non-Confidential Items**

3.	<p><b>External Audit Findings Report on the 2019/20 EHL Group Financial Statements</b></p> <p>This report summarised the key findings arising from the External Auditors, RSM's, final audit work in relation to the 2019/20 Group Financial Statements.</p> <p>The International Standard on Auditing (ISA) 260 requires Auditors to report to those charged with governance, any issues arising from the audit of the financial statements. It is also a statutory requirement that the Audit/Board approves the final financial statements following completion of the audit.</p> <p>The External Auditor provides an independent opinion as to whether the EHL's financial statements give a true and fair view of the group's financial position, of the group expenditure and income for the year, and have been properly prepared. Subject to completion of the outstanding work, RSM anticipate issuing an unqualified audit opinion on the Financial Statements.</p> <p>The Board noted that over the last few months, due to the ongoing C19 situation, the Auditors have been working remotely while conducting the review of the financial statements. It was noted that the process has been intensive and thorough.</p> <p>Under its terms of reference, it is the role of the Board to "Review the financial statements and the external auditor's findings report." The final audit of the 2019/20 EHL Group Financial Statements by RSM is substantially complete, and the external auditors anticipate issuing an unmodified audit opinion on the group's financial statements.</p> <p>The Board noted that the audit is near completion and the opinion will be issued when the final audit review is concluded. The audit opinion will therefore be included in the final group financial statements when published.</p> <p>It was noted that audit fee for the 2019/20 would differ from those disclosed within the RSM Audit Plan due to the significant delays incurred during the audit process. RSM will review the final costs and agree overruns with management at the conclusion of the audit.</p> <p><b>Key Audit Recommendations on Controls</b></p> <p>The annual production of the financial statement is subject of continuous review and as usual, lessons will be gleaned from the issues identified this year.</p> <p>The External Auditors three recommendations arising during the EHL financial statements audit will be addressed and management responses were provided to the Board in full, for information.</p> <p>The Board discussed this report in detail.</p> <p>The Chair noted the Audit comments on page 24 of the report explaining the position of the reserves and that it will be an adjustment to the Management Fee. It was confirmed that the Auditors were satisfied with regards to the decision in respect of the reserves, as the decision was made by the Board in</p>	
----	--	--

	<p>March 2020. The Board thanked the Finance Team for their hard work in getting us to this point.</p> <p><b>Given due regard to Duty 2, Section 172 CA (06)</b>  <b>Recommendation and Resolution by the Board:</b>  <b>The Board</b></p> <ul style="list-style-type: none"> <li>• <b>Noted the contents of the External Auditors (RSM) Audit Findings report, including the draft EHL Financial Statements</b></li> <li>• <b>Delegated authority to the EHL Board of Directors Chair and Vice-Chair, in consultation with the Chief Finance Officer to sign-off the audited EHL financial statements</b></li> </ul>	
4.	<p><b>Allpay Ltd Contract Extension</b></p> <p>The Council's bill payment contract with Allpay Ltd, encompasses Eastbourne Homes Ltd, tenants and leaseholders who pay their rent and leaseholder charges through Post Office and certain Retail outlets.</p> <p>The contract commenced on 1<sup>st</sup> October 2017 for a period of two-years, with an option to extend for a further year which was agreed and extended to 28<sup>th</sup> February 2021.</p> <p>The Council's response to the COVID-19 pandemic in the past 11 months, and which will continue for the foreseeable future, has meant that there hasn't been sufficient time and capacity to dedicate to the procurement of this contract.</p> <p>As time does not permit a full options appraisal and procurement of the bill payment contract, under the Council's CPRs (paragraph 12.3) an extension to an existing contract must be authorised by the relevant Chief Officer. In this case it was suggested it would be the Council's Chief Finance Officer. Additionally, approval must also be sought from a company Director of Eastbourne Homes Ltd.</p> <p>This report sought approval from the Board of EHL.</p> <p>The Board agreed to proceed as set out in the report and extend the contract for a further year.</p> <p><b>Given due regard to Duty 2, Section 172 CA (06)</b>  <b>Recommendation and Resolution by the Board:</b>  <b>The Board</b></p> <ul style="list-style-type: none"> <li>• <b>Agreed to the extension of the Allpay Ltd Contract for a further year</b></li> </ul>	
5.	<p><b>Any Other Business</b></p> <p>None.</p>	
<p><b>Meeting closed at 11.02 am</b></p>		
<p><b>Signed:</b> _____ <b>Print:</b> _____</p>		
<p><b>Position:</b> _____ <b>Dated:</b> _____</p>		