

BOLSOVER DISTRICT COUNCIL DRAGONFLY SHAREHOLDER BOARD

Minutes of a BDC Dragonfly Shareholder Board Meeting held on Thursday 17th October 2024 in Committee Room 1, The Arc, Clowne at 1000 hours.

PRESENT:-

Members:-

Councillor Duncan McGregor in the Chair

Councillors John Ritchie and Sandra Peake.

Officers:- Karen Hanson (Chief Executive (BDC)), Steve Brunt (Strategic Director of Services), Jessica Clayton (Client Programme Manager), Jim Fieldsend (Monitoring Officer), Theresa Fletcher (Section 151 Officer) and Alison Bluff (Governance).

PART A

SHBD15-24/25 APOLOGY FOR ABSENCE

An apology for absence was received on behalf of Councillor Phil Smith.

SHBD16-24/25 MINUTES – 13TH SEPTEMBER 2024

Moved by Councillor Sandra Peake and seconded by Councillor Duncan McGregor **RESOLVED** that the Minutes of a Shareholder Board meeting held on 13th September 2024 be approved as a correct record.

SHBD17-24/25 SPECIAL MINUTES – 30TH SEPTEMBER 2024

Moved by Councillor John Ritchie and seconded by Councillor Duncan McGregor **RESOLVED** that the Minutes of a Shareholder Board meeting held on 30th September 2024 be approved as a correct record.

SHBD18-24/25 MATTERS ARISING

Special Minutes – 30th September 2024 - Minute Number SHBD14-24/25 – Independent review of both Dragonfly companies to be commissioned by the Council.

In response to queries raised by Councillor Peake, the Monitoring Officer advised that as both Dragonfly companies were still new, and to ensure any review undertaken was independent, it was prudent to have experts with relevant knowledge and experience, therefore, it had been agreed that an independent review would be appropriate. It was noted that any confidential / personal / sensitive information contained in the minutes of the Shareholder Board meetings would be marked exempt by the Monitoring Officer before being taken to public Scrutiny Committees.

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Minutes 13th September 2024 - Minute Number SHBD05-24/25 - Update Report of the three Statutory Officers.

The Board considered and discussed at length each response provided by Dragonfly in relation to the matters raised by the three Statutory Officers in the update report.

The Chief Executive added that she was having regular fortnightly meetings with the Director of Property & Construction, DDL, which were going very well.

AGREED that the matters raised by the three Statutory Officers and the responses provided by Dragonfly be monitored by the Shareholder Board.

SHBD19-24/25 UPDATE ON DRAGONFLY RESTRUCTURE PROPOSAL

Letter from the Chair of the Board of Directors (Dragonfly)

The Board considered a letter received from the Chair of Dragonfly, Councillor Deborah Watson, which requested a joint meeting of the Dragonfly Board and Shareholder Board be held to consider Dragonfly's restructure proposal and the independent review.

The Shareholder Board agreed that a joint meeting should take place with an agreed joint agenda, however, the decision to hold the independent review had already been made.

AGREED that the Chief Executive BDC, arrange a joint meeting (with an agreed joint agenda), of the Shareholder Board and the Dragonfly Board.

Review scope update and timeline

The Board considered a draft review / health check project scope document in relation to the independent review to be commissioned.

RESOLVED that the independent review scope be agreed.

SHBD20-24/25 DRAGONFLY BOARD UPDATES

Resignation and nominations process update

Further to the resignation of Councillor Fritchley from the Dragonfly Board, the Chief Executive had requested nominations from Members for expressions of interest to sit on the Board. Councillor Anne Clarke and Councillor Duncan Haywood had responded and Dragonfly Board Members would hold interviews with both these Councillors and advise the Chief Executive accordingly. Any appointments would require formal nomination by Executive in November.

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Election of Chair

Further to Councillor Deborah Watson being elected as Chair of the Dragonfly Board following the resignation of Councillor Fritchley, the Monitoring Officer noted that this was also a Reserved Matter.

Resident correspondence

The Chair read out a letter received from a resident of the District requesting to be a Director on the Dragonfly Board. The Monitoring Officer had replied to the resident advising that the Council was not seeking expressions of interest from external people to sit on the Board. However, the Monitoring Officer noted that this could be reviewed if the Council wished to do so and could form part of the independent review. The Chair agreed that a discussion could be held regarding this as part of the review.

Minutes of Dragonfly Board Meetings

The Board considered the minutes of a Dragonfly Management Board meeting held on 23rd September and a Development Board meeting held thereafter.

SHBD21-24/25 CLIENT FUNCTION UPDATE

The Chief Executive advised the meeting that consideration of the client function would be undertaken as part of the review and was included in the scope previously discussed.

PART B

Councillor Duncan McGregor in the Chair

Councillors John Ritchie and Sandra Peake.

Officers:- Karen Hanson (Chief Executive (BDC)), Steve Brunt (Strategic Director of Services), Jessica Clayton (Client Programme Manager), Jim Fieldsend (Monitoring Officer), Theresa Fletcher (Section 151 Officer), Grant Galloway (Chief Executive, Dragonfly Development Ltd (DDL)), Ian Barber (Director of Property & Construction, Dragonfly Development Ltd (DDL)) and Alison Bluff (Governance).

SHBD22-24/25 UPDATE ON THE ANNUAL REPORT OF THE STATUTORY OFFICERS (DEFERRED FROM LAST MEETING)

This item had been previously discussed in Part A of the meeting under Matters Arising.

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SHBD23-24/25 ANNUAL REPORT UPDATE

The Board considered Dragonfly's Annual Report 2023-24 which was circulated at the meeting.

The Chief Executive DDL, noted that Dragonfly received many queries from members of the public in relation to what Dragonfly did. The report addressed these queries and contained major highlights and outcomes of what Dragonfly had achieved so far. The document would be sent to every resident in the District.

The Board agreed the Annual Report was a good report.

SHBD24-24/25 FINANCE UPDATE

Audited accounts update

A discussion took place regarding the timing of Dragonfly's accounts and issues arising from the delay. A review of the position with the accountants would be undertaken at the end of the accounting period and this would be in consultation with the Council's Section 151 Officer and Principal Accountant.

The Section 151 Officer noted that information was still awaited from Dragonfly's accountants in relation to tax and pensions. The Chief Executive DDL, agreed that he would follow this up.

Any 2024/25 profit / loss projections if known for MTFP

The Chief Executive DDL, advised that for 2024/25, it was anticipated that Dragonfly would turnover around £1.1m which was similar to last year, however, this would need clarifying in greater depth before being committed to the MTFP.

In response to queries from the Monitoring Officer, the Chief Executive DDL, confirmed that consultancy work was being carried out through Dragonfly Management. Advice had been sought from Freeth's and it was confirmed that the current turnover figure was not affecting the Teckel arrangement.

SHBD25-24/25 SCHEMES AND PROJECTS UPDATE

The Director of Property & Construction, DDL, provided details of current schemes and projects.

Members raised various queries and a lengthy discussion took place.

It was noted that for some projects to be able to move forward, these were reliant on the £15m Regeneration Fund monies awarded to the Council by the previous Government in November last year. There had been no further confirmation from the new government regarding the funding and it was thought that the autumn Budget statement at the end of October would clarify the situation.

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SHBD26-24/25 ANY OTHER BUSINESS

Homes England Recognition

The Chief Executive DDL, commented that Homes England had stated that what Dragonfly was producing was second to none.

Letter from a Resident in the District to Dragonfly

The Chief Executive DDL, would forward a letter received from a resident in the District to the Monitoring Officer.

Councillor Steve Fritchley

It was agreed that the Shareholder Board send a letter of thanks and appreciation to Councillor Fritchley for all the work he had done in relation to Dragonfly.

Dragonfly KPIs Update

The Director of Property & Construction, DDL, referred to the Facilities Management provider and that the new contract had been awarded. Performance targets would be revised and monitored appropriately.

Further to a short discussion regarding the facilities management workload, the Chief Executive advised that a report would go to Council in December to request a budget for Dragonfly Management for a full-time post to support the Corporate Property Manager and the Corporate Property Officer.

The meeting concluded at 1240 hours.