

FINAL Albyn Housing Society Board Meeting |MINUTES

Date: Tuesday 14 December 2021
Time: 6:00pm
Location: Virtually via 'Teams'

Members Present

Carl Patching, Acting Chair	Jim Convery, Acting Vice Chair	Ian Fosbrooke, Secretary
Donna Smith	David Cargill	Lesley McInnes
Angela Currie	Clea Warner	Nile Istephan

Staff In Attendance

Kirsty Morrison, Interim CEO	Andrew Martin, Director of Finance & Corporate Services	Laurie Macleod, Head of HR
Morag Beers, Director of Assets & Subsidiaries	Maureen Knight, Director of Property Services & Subsidiaries	Brett Fletcher, Executive Assistant
Laura Morgan, Corporate Officer (minutes)	Lucy Fraser, Head of Innovation (item 4 only)	Ann Mackay, Communities Assistant (item 4 only)
Abby Reat, Social Media & Comms Officer (item 4 only)		

Tenants Present

[REDACTED]

ACTION

1. WELCOME & APOLOGIES

- 1.1 The Acting Chair welcomed Nile Istephan who had recently been co-opted to the Board, and Lesley McInnes who had been appointed as the new Chair of Board commencing in January 2022.
- 1.2 Apologies were received from Fiona Mustarde, Raymond Bremner, and Isabell McLaughlan.

2. DECLARATION OF CONFLICTS OF INTEREST

- 2.1 In her capacity as the Chief Executive of Hanover Housing Society, Angela Currie noted an interest in agenda item 6.4, in particular the out of hours emergency service which was provided to the Society by Hanover Housing Society.

ACTION

2.2 The Chair noted this interest.

3. STANDING ITEM

3.1 Board Remit

3.1.1 The meeting met the quorum as set out within the Board Remit.

4. PRESENTATION

4.1 Customer Involvement Strategy Monitoring Group (CISMG) Presentation

4.1.1 Lucy Fraser, Anne Mackay, Abby Reat, [REDACTED] joined the meeting at this point.

4.1.2 The Acting Chair welcomed members of the CISMG to the meeting.

4.1.3 Members of the CISMG gave a presentation about the Tenant Charter and suggested a number of recommendations for improvement to services.

4.1.4 The Board enquired if there was a prescribed format for the development of the Tenant Charter report. Lucy Fraser advised that the report was based upon statistics from the Annual Return on the Charter (ARC), but that tenants had scope to add to the report as they saw fit.

4.1.5 There was a discussion about the ARC statistic that suggested only 66.7% of tenants were satisfied with the opportunities offered by the Society for them to participate. There was agreement that this was not good enough and could be improved upon. Kirsty Morrison advised the Board and CISMG that the Society would like to engage more customers to be shareholding members of the Society, it was also writing a new Customer Involvement Strategy, and setting up Customer Performance Panels to scrutinise the Society.

4.1.6 Kirsty Morrison highlighted the importance of the recommendations raised within the presentation and assured members of the CISMG and Board that these were taken very seriously by the Leadership Team. The Interim CEO accepted an **action** to report back to the CISMG and Board on progress against the recommendations in six months' time.

Kirsty Morrison

4.1.7 The Acting Chair gave thanks on behalf of the Board to members of the CISMG for their presentation.

4.1.8 Lucy Fraser, Anne Mackay, Abby Reat, [REDACTED] left the meeting at this point.

5. MINUTES OF PREVIOUS MEETING

5.1 Minutes of Board Meeting: 09 November 2021

5.1.1 The minute and confidential minute of the last Board meeting were agreed as accurate and proposed by Jim Convery and seconded by David Cargill.

5.2 Matters Arising: 09 November 2021

5.2.1 A written update on the action items had been provided and was reviewed.

ACTION

5.2.2 Laurie MacLeod provided a brief update on staff pay negotiations to the Board. It was confirmed that following a ballot of GMB members the pay award had been agreed as 1%, plus two days additional leave, plus an improvement in sick pay terms and conditions.

5.2.3 The Board welcomed this update.

6. DECISION MAKING PAPERS

6.1 Withdrawal of Board Remuneration Policy

6.1.1 Laurie MacLeod spoke to her paper and sought Board approval for the recommendation made within it to withdraw the Board Remuneration Policy.

6.1.2 The Board had no queries and approved the recommendation. This was proposed by David Cargill and seconded by Clea Warner.

6.2 Estates and Development Programme: Project Specific Consents

6.2.1 Morag Beers spoke to her paper and sought Board approval for three project specific consents made within it.

6.2.2 Regarding the projects detailed in Appendix A and B, the Board had no queries and approved both.

6.2.3 Regarding the project detailed in Appendix C, it was confirmed to the Board that value for money would be considered within the negotiated contract. The Board approved this consent also.

6.2.4 The three project specific consents were all approved. This was proposed by Jim Convery and seconded by Donna Smith.

6.3 Extract Minute – LIBOR/SONIA Migration

6.3.1 Andrew Martin spoke to his paper and sought Board approval for the recommendation within it to approve a signed minute extract to be submitted to Society lenders.

6.3.2 The Board had no queries and approved the recommendation. This was proposed by Angela Currie and seconded by Carl Patching

6.4 Out of Hours Remuneration Proposal

6.4.1 Maureen Knight spoke to her paper and sought Board approval for the recommendation within it for out of hours remuneration.

6.4.2 It was confirmed to the Board that the recommendation would be implemented immediately and that there would be no backdating of remuneration for previous years. It would not form part of the terms and conditions of employment contracts and would instead be a non-contractual allowance. It was added that part of the pay negotiations with GMB had included a review of out of hours pay and that this would be carried out in 2022.

6.4.3 The Leadership Team confirmed that they would work together to agree a way to communicate the proposal to staff before the festive break.

ACTION

6.4.4 The Board approved the recommendation. This was proposed by David Cargill and seconded by Clea Warner.

7. GOVERNANCE MATTERS

7.1 Board Representation

7.1.1 Andrew Martin presented an update on Board representation with external groups and with the Board of Highland Residential Inverness Ltd (HRIL).

7.1.2 The importance of recruitment to the HRIL Board and Assisted Living Project (ALPB) Board was highlighted. The Interim CEO accepted an **action** to follow up on these appointments with the Acting Chair.

Kirsty Morrison

7.1.3 The Board raised concerns about the size of the Board and the number of Committees and other external engagement activities that were outlined; Board Membership was a voluntary role and Members had other commitments. Andrew Martin advised the Board that the Board Action Plan did include a focus upon strategic partnership working and so it would be sensible to consider external opportunities once a partnership strategy had been agreed. The Board agreed with this approach.

7.1.4 The Board had no further questions and noted the report.

8. POLICY PROPOSALS & REVIEWS

8.1 Financial Regulations and Authority & Approval Limits

8.1.1 Andrew Martin presented the Financial Regulations and Authority & Approval Limits and sought Board approval of them.

8.1.2 It was noted that there had only been minor administrative changes made to the documents.

8.1.3 The Board approved the Financial Regulations and Authority & Approval Limits. This was proposed by David Cargill and seconded by Jim Convery.

8.2 Scheme of Delegated Authority

8.2.1 Andrew Martin presented the updated Scheme of Delegated Authority and sought Board approval of it.

8.2.2 Overall, the Board welcomed the update and new format of the document. There was a discussion about how much the Board delegates to its Committees. There was a consensus that governance could be made more efficient if Committees were given more power to approve items where permissible. Andrew Martin advised the Board that whilst the updated scheme did reflect current Committee remits, it would be a continual piece of work to review delegated authority to improve the Society's governance practices.

8.2.3 It was confirmed to the Board the authority to write off debt was covered within the Authority & Approval Limits document covered in agenda item 8.1.

8.2.4 There was a discussion about the authority to oversee evictions. Historically all evictions had come to the Board to oversee but this process had now been delegated to the Chief Executive Officer, with a requirement to report all evictions to the Performance Committee.

ACTION

The Board emphasised the importance of ensuring that the Leadership Team followed the established legal route for eviction and any risks were managed appropriately. Maureen Knight assured the Board that eviction was always the last resort and that the process followed was rigorous, with a review of all evictions to consider lessons learned for the future. The Board agreed it was comfortable with this change to the overseeing of evictions

8.2.5 The Director of Finance & Corporate Services **accepted** an action to update the scheme regarding evictions and to do a check on the terminology used within it to ensure it was current. **Andrew Martin**

8.2.6 The Board approved the Scheme of Delegated Authority with the knowledge that further updates may be required as the governance framework continued to be reviewed. This was proposed by Donna Smith and seconded by Jim Convery.

9. INFORMATION PAPERS

9.1 Business Planning Process Framework

9.1.1 Kirsty Morrison presented the Business Planning Process Framework to the Board for its information.

9.1.2 It was confirmed to the Board that customer consultation was scheduled for February 2022, however, in future years this would be carried out much earlier supported by the Customer Performance Groups that were to be established.

9.1.3 The Board welcomed the report and noted it.

9.2 Confidential Item

9.2.7 The Board noted the report.

9.3 Asset & Investment Update

9.3.1 Morag Beers presented the Asset & Investment Update report to the Board for its information.

9.3.2 The Board noted the update.

9.4 Trust Fund Update

9.4.1 Maureen Knight presented the Trust Fund update to the Board for its information.

9.4.2 There was a discussion about other funding opportunities available. Maureen Knight assured the Board that the Society was taking advantage of any available grant funding or programmes where it could get support for customers.

9.4.3 The Board welcomed the report and noted it.

9.5 Committee Business Planner

9.5.1 Kirsty Morrison presented the Committee Business Planner to the Board for its information.

9.5.2 The Board noted the report.

ACTION

10. APPROVED MINUTES OF COMMITTEE MEETINGS FOR NOTING

- 10.1 The Board noted the approved minutes from the AEL, HRIL, and SHSE.
- 10.2 The Acting Chair then took the opportunity to thank the Chair of SHSE, Donna Smith, on behalf of the Board for all her time and effort given to the Society, ahead of her retirement at the end of the year.

11. AOB

- 11.1 None.

12. DATES OF FUTURE COMMITTEE MEETINGS

- 12.1 The dates of future Committee meetings were noted by the Board.

13. DATE OF NEXT BOARD MEETING

- 13.1 The dates of future Board meetings were noted by the Board.

The meeting then came to an end.