

COMMITTEE MINUTE RECORD**Minute of:** ARK Housing Association Board of Management**Date Held:** 20th June 2019, 2.00pm**Venue:** The Priory, Canaan Lane, Edinburgh, EH10 4SG**Chair:** Graham Mitchell**Secretary:** Bobby Duffy**Present:** Mr Graham Mitchell (Chair), Ms Shona Dunsmore (Depute Chair – joined the meeting at item 4.1), Ms Ann Lyon, Mr Ken Brown, Mr Dave Proudfoot, Ms Lucy Robertson, Ms Marilyn Barrett, Mr Neil McKnight**In Attendance:** Mr Bobby Duffy (Chief Executive Officer), Mr Ron Watson (Director of Finance & Housing), Ms Victoria Knox (Director of People & Organisational Development), Mr John Rankin (Head of Quality & Compliance), Ms Mary Bell (PA to CEO) (Minutes)

ITEM	
1.	Welcome The Chair welcomed all attendees to the meeting.
2.	Apologies: There were no apologies noted for this meeting
3.	Declaration of Interest It was noted that, Ms Ann Lyon, Mr Ken Brown and Mr Neil McKnight are also members of Ark Commercial Investment Limited (ACIL) Board and Ark Services Limited (ASL) Board.
3.1	The Chair advised that item 6.7 - Appointment of New Director of ACIL would be dealt with in the first instance. The ARKHA Board of Management were asked by the Board of ACIL to approve the appointment of Bobby Duffy, ARKHA CEO as a Director of ACIL. <ul style="list-style-type: none"> o The Chair proposed that Mr Duffy be approved as a Director of ACIL and this was seconded by Mr Proudfoot o The Board of Management meeting was adjourned at 1.50pm to allow the ACIL Board to reconvene to confirm the appointment of Mr Duffy o The Board of Management meeting reconvened at 1.55pm.
4.	Minute of Previous Meeting
4.1	21st March 2019 <ul style="list-style-type: none"> o The Chair noted that the format and style of minutes are going to change in terms of content. o The Chair enquired if Members had any comments or queries in regards to the minutes. o Mr McKnight advised that it would prudent to review the use of intensive housing management funding and this was noted by officers o Mr Proudfoot noted that the new SRR did not include the column to report the average score and The Chair advised that this will be discussed at item 6.4. o The Chair proposed that the minutes were an accurate reflection of the 21st March 2019 Board of Management meeting. Mr Proudfoot approved the meeting minutes and this was seconded by Ms Barrett. Members approved the 21st March 2019 Board of Management meeting minutes.
4.2	Actions from Previous Minute <ul style="list-style-type: none"> o Discussions are ongoing in terms of the Hub Group review and the Hub Group's wish for interaction with the BoM is being considered at present. Hub Group Review to remain on the Action List. o Policy and Procedure folder on the General Drive are being separated to show policies only on CITRIX for the BoM. o All other actions were completed or on today's agenda for discussion. Matters Arising from Previous Minute <ul style="list-style-type: none"> o There were no matters arising that were not on the agenda for discussion at this meeting. Members noted the discussions and actions status from 21st March Board of Management meeting
5.	Subsidiary Committee Minutes
5.1	Ark Commercial Investments Ltd <ul style="list-style-type: none"> o Mr Brown noted that ACIL have had very successful year and funds have been transferred to ARKHA o A discussion ensued in relation to festival lets at the properties and the Director of Finance advised that he would confirm the position. Members noted the 21st March 2019 Ark Commercial Investments meeting minutes

5.2	<p>Ark Services Ltd meeting minutes</p> <ul style="list-style-type: none"> ○ Mr Brown noted that the building application for Penicuik had been resubmitted and the outcome should be known within 2-3 months. ○ The Director of Finance noted that there had been a successful meeting with the planning team in relation to the building plans at the Livingston site. He further advised that the design and financial information should be available for discussion at 5th August Finance Sub-Committee meeting. <p>Members noted the 21st March 2019 Ark Services meeting minutes</p>
6.	<p>Items for Discussion/Decision</p>
6.1	<p>SHR Regulatory Framework and Annual Assurance Statement</p> <ul style="list-style-type: none"> ○ The Head of Quality & Compliance delivered a presentation in regards to the new Regulatory Framework and Annual Assurance Statement explaining what ARK is required to undertake to complete the BoM Annual Assurance Statement. A discussion in relation to compliance ensued and it was noted that the SHR has produced guidance in relation to classification of non compliance and this will be considered for internal measures. ○ He then advised that the completed mapping exercise will be provided to the BoM for 19th September meeting for scrutiny and consideration prior to being signed off at the 24th October meeting. ○ A discussion took place in relation to the mapping exercise being made available to the BoM for review and it was agreed that, once completed around the end of July 2019, it would be made available to the BoM. ○ A further discussion took place in relation to the mapping exercise and where ARK's internal evidence of compliance, if not subject to external scrutiny, has been covered. It was confirmed that this has been covered through ARKs normal processes. ○ The definition of "material" was discussed and it was noted that the interpretation of this may result in variances across the RSL sector. ○ It was noted that, where there is non compliance, an action plan will be produced for this area. <p>Members noted the terms of the paper, the associated presentation and the actions being taken by officers in preparation for completion of the Annual Assurance Statement by the Board of Management for October 2019. The Head of Quality & Compliance left the meeting after this item.</p>
6.2	<p>Freedom of Information Scotland Act (FOISA)</p> <ul style="list-style-type: none"> ○ The Head of Quality & Compliance delivered a presentation and informed Members when FIOSA will apply to ARK and what will be required to implement FIOSA. ○ He then provided information in regards to the 3 duties under FOISA that ARK must respond namely:- Duty to Respond to Requests, Duty to Publish Information and Duty to Advise and Assist. ○ The Head of Quality & Compliance asked the BoM to consider adopting the Model Publication Scheme (MPS) created by the Information Commissioner to allow officers to proceed with next steps in compliance. A lengthy discussion took place and Members accepted adopting the MPS as recommended. <p>Members noted the FIOSA presentation and approved the adoption of the Model Publication Scheme (MPS) created by the Information Commissioner.</p>
6.3	<p>Business Plan 2019-2024</p> <p>The CEO advised that officers had reviewed and updated several sections of the 2018-2023 Business Plan and summarised the changes that had been made to the 2019-2024 Business Plan for submission to the SHR by 30 June 2019. A discussion took place and the CEO recommended that the BoM approve the updated format and content and agree that it can be submitted to the SHR.</p> <p>Members approved the format and content and agreed that the updated Business Plan for 2019-2024 can be submitted to the SHR</p>
6.4	<p>Strategic Risk Register</p> <p>The CEO introduced the new SRR and asked Members to review the new format and content. A discussion with regards to the risks identified ensued and officers clarified how the risk assessments were determined. Further discussion in relation to residual likelihood where controls are, or are not yet, in place followed and it was agreed that officers will provide further clarification of how the scoring is determined.</p> <p>The Chair asked that the proposed SRR format be added to the agenda for both the Finance and Audit Sub-Committees for review of the opening position, scoring and detail after which the SRR would be adopted.</p> <p>Members noted that the new SRR format and content will be reviewed by the Finance and Audit Sub-Committees prior to it's adoption.</p>
6.5	<p>Corporate Objectives Report 2018-2019</p> <p>The Director of Finance highlighted the summary position at the end of March 2019 and noted the status and revised end dates of the objectives that had not been achieved during the objectives year.</p> <p>Business Dashboard Report 2018-2019</p>

		<p>The Director of Finance provided a report in terms of the Business Dashboard to end of March 2019. A discussion took place, during which the reason for the delay in adaptations being carried out was explained. The Director of People & OD noted that the Training figure had been entered incorrectly and that the process for training records had been brought back into the Priory Learning and Development function, she further noted that there is no mandatory training undelivered.</p> <p>Members noted the Corporate Objectives Summary Position at end March 2019 and Business Dashboard Report</p>
	6.6	<p>Development - Operational Objectives April 2019</p> <p>The Director of Finance reported the summary position at end of April 2019 in regards to the 12 operational objectives and noted progress on the 32 milestones.</p> <p>Members noted the Operational Objectives update</p>
	6.7	<p>Appointment of New Director of ACIL</p> <p>Discussed at item 3.1</p>
	6.8	<p>Policies</p> <p>G09 Business Continuity - Comments by BoM addressed satisfactorily.</p> <p>G11 Entitlements, Payments and Benefits - Feedback received in regards to BoM comments accepted.</p> <p>HR38 Sleepover - To be transferred to new template.</p> <p>HM01 Allocations - Discussed and deferred until Ms Robertson communicates with the policy owner.</p> <p>Members approved G09 Business Continuity and G11 Entitlements, Payments and Benefits and noted the actions required for HR38 Sleepover Policy and HM01 Allocations Policy</p>
7.		<p>Chairs Remarks</p> <p>Accounts Review by Sub-Committees</p> <ul style="list-style-type: none"> o The timings of meeting dates was discussed and it was noted that, unusually due to member unavailability on the original date, that the Finance Sub-Committee will meet before the Audit Sub-Committee meeting. <p>Board Recruitment</p> <ul style="list-style-type: none"> o The Chair advised that ARK had successfully recruited 4 applicants for membership of the BoM and their induction has been planned for 25 June 2019. The Chair added that they had a mixed skill base and will be co-opted and observe their first meeting on 22 August, following which they will be ratified as full members at the AGM on 19th September 2019. <p>Board Self Assessment</p> <ul style="list-style-type: none"> o The Chair stated that the Board of Management Self Assessment process is ongoing and he will update appropriately. <p>TOR – Sub-Committees</p> <ul style="list-style-type: none"> o The Chair noted that the terms of reference for all Sub-Committees will be reviewed in August 2019 <p>Nominations for Sub Committee Membership</p> <ul style="list-style-type: none"> o The Chair advised that nominations for ACIL and Services subsidiary companies and Audit and Finance Sub-Committees will be put forward for approval at the 19th September BoM meeting. <p>Members noted the discussions and Chairs Remarks</p>
8.		<p>CEO Remarks/Reports</p> <p>Business Plan Development Process</p> <ul style="list-style-type: none"> o The CEO provided an update on the Business Plan development process and future planning for delivery of roadshows to engage ARK stakeholders to contribute to emerging priorities for the future. Further detailed information will be provided to the BoM that will address how they wish to be involved. <p>2019/20 Pay Award</p> <ul style="list-style-type: none"> o The CEO reminded the BoM that it had delegated this to the Finance Sub-Committee for approval at the 5th August 2019 meeting. If approved, the proposal will be ratified by the main BoM meeting taking place in August. <p>Members noted the CEO Remarks and the Chair excused himself from the meeting at this point</p>
9.		<p>Standing Items</p>
	9.1	<p>AIMS Project</p> <p>An update in relation to AIMS was provided and it was noted that the pilot phase will end in July 2019. The AIMS team will pause for two months to review the pilot and conduct a lessons learned exercise to inform the work from September 2019. The project plan will be updated and it was noted that the software supplier, The Access Group, have been involved through out the pilot. A draft project plan will be created for the next BoM meeting.</p> <p>Members noted the AIMS Project Update</p>
	9.2	<p>Penicuik Development</p> <ul style="list-style-type: none"> o Discussed at item 5.2

		Members noted the Peniculk Development Update
	9.3	Making Connections Improvement Team (MCIT) The CEO noted that, further to the 2018 Making Connections Conference, the Making Connections Improvement Team was formed to take forward the themes identified as important to staff. The CEO added that it is anticipated that it will take 12-18 months to meet the objectives identified. Members noted that they were impressed with the consultation questionnaire that had been produced and look forward to the outcome. Members noted the Making Connections Improvement Team Update
	9.5	Board Training The Director of People & OD noted that she will circulate an online poll to all Members to agree Board training dates. It was noted that Committee Chairs will attend an additional two-hour session in addition to the planned general two-hour session with all Members. Members noted the Board Training Update
10.		Items for Noting
	10.1	Finance Report: March 2019 Management Accounts The Director of Finance provided a summary of the 2018/19 year end results compared to budget for 2018/19 for the ARK Housing Association Group together with information on the key movements between the two. The Director of Finance noted that it had been a successful year for ARKHA as both the housing and care business reported surpluses in the management accounts. Final figure for the year would be presented in the audited Annual Accounts. Members noted the content of the Finance Report
	10.2	Finance Report: April 2019 Management Accounts
	10.3	Board Attendance Record 1 April 2018 – 31 March 2019 The Board Members attendance record was provided for information. The Depute Chair thanked Members for their attendance. Members noted the Board Members Attendance Record
	10.4	ARC Return Members noted the huge amount of work required for the completion of the ARC return in all of its detail and thanked staff for their contributions to its completion. Members noted the ARC return
	10.5	Policies HR11 Maternity – Statutory increase only HR17 Sickness Absence Management – Statutory increase only Members approved the HR11 Maternity Policy and HR17 Sickness Absence Policy
11.		AOCB
	11.1	Ms Lyon advised that this would be her last BoM meeting as she is retiring from the BoM at this year's AGM. Members noted a vote of thanks to Ms Lyon for her contribution to ARKHA. There was no other competent business, the Depute Chair thanked everyone for their input and the meeting was closed at 4.50pm
13.		Date of Next Meeting: 28 August 2019

2019/20 Dates for Board of Management Meetings – commencing 2.00pm
Board Member Only sessions will commence at 1.30pm unless agreed otherwise.

2019

- ✚ Thursday 19th September
- ✚ Thursday 24th October
- ✚ Thursday 12th December

2020

- ✚ Thursday 20th February
- ✚ Thursday 19th March
- ✚ Thursday 18th June
- ✚ Thursday 20th August
- ✚ Thursday 17th September
- ✚ Thursday 22nd October
- ✚ Thursday 17th December

ACTIONS

Meeting Date	Agenda Number	Action	Who	Status
23/08/18				
	8.4	Hub Group review to be included in wider participation review	BD	Ongoing
20/09/18				
	11.2	Review of remit of Executive Committee to be carried out	ALL	Ongoing
13/12/18				
	5.1	Self Assessment – 15 Areas for Improvement Action Plan To be discussed with BoM for individual contributions.	GM	Ongoing
	7.1	Policies to be made available on CITRIX	VK/MB	
	7.3	Register of Members Interests form to be revisited in line with new BoM membership and will be reviewed for August 2019	GM	
20/06/19	5.1	Confirm if there are festival lets for 2019	RW	
	9.1	Draft project plan for AIMS to be created	CP	
	9.5	On line poll to be circulated for BoM training	VK	

G. de la H.
19/9/19

