

<b>COMMITTEE MINUTE RECORD</b>	
<b>Minute of:</b>	ARK Housing Association Board of Management
<b>Date Held:</b>	20 <sup>th</sup> February 2020, 2.00pm
<b>Venue:</b>	The Priory, Canaan Lane, Edinburgh, EH10 4SG
<b>Chair:</b>	Graham Mitchell
<b>Secretary:</b>	Bobby Duffy
<b>Present:</b>	Mr Graham Mitchell (Chair), Ms Shona Dunsmore (Depute Chair), Mr Dave Proudfoot, Mr Neil McKnight, Mr Nikolaos Koutris, Ms Anne Lane, Mr Ian Logan, Dr Darcey Black
<b>In Attendance:</b>	Mr Bobby Duffy (Chief Executive Officer), Mr Ron Watson (Director of Finance), Ms Victoria Knox (Director of People & Organisational Development), Ms Mary Bell (PA to CEO) (Minutes)
ITEM	
1.	<b>Welcome</b> The Chair welcomed all attendees to the first meeting of 2020 and noted that Ms Dunsmore required leaving the meeting at 3.45pm.
2.	<b>Apologies:</b> Ms Lucy Robertson, Mr Ken Brown, Ms Marilyn Barrett
3.	<b>Declaration of Interest</b> It was noted that, Mr Neil McKnight was also a member of Ark Commercial Investment Limited (ACIL) Board and Ark Services Limited (ASL) Board.
4.	<b>Minutes of Previous Meetings</b>
4.1	<b>12<sup>th</sup> December 2019</b> <ul style="list-style-type: none"> <li>○ The Chair enquired if Members had any comments or queries in regards to the minutes. There were no comments or queries noted and Members approved the 12<sup>th</sup> December 2019 meeting minutes</li> </ul> <b>Members approved the 12<sup>th</sup> December 2019 Board of Management minutes</b>
4.2	<b>Matters Arising and Actions from Previous Minute</b> <b>Actions</b> The action list was reviewed and updated and the following was noted:- <ul style="list-style-type: none"> <li>○ Hub Group review report to be shared with Members for discussion and approval at the 19<sup>th</sup> March 2020 BoM meeting. It was noted that attracting membership to the Hub Group and Board Members interaction with the Hub Group is contained within the review report.</li> <li>○ Review of the Executive Sub-Committee remit is ongoing in conjunction with the review of all sub-committee remits. Health and Safety is to be included in all Sub-Committee remits. A discussion in relation to the Audit and Finance Sub-Committee reviews ensued and it was noted that once the Housing Sub-Committee remit is approved at today's meeting that this will start the process for others to follow</li> <li>○ The CEO clarified the appointment of Sub-Committee Chairs was referenced in the standing orders which stated "At the first Board meeting following each AGM, Sub-Committee Chairs will be appointed"</li> <li>○ Annual appraisal form review is in progress and will be available for use in June 2020</li> <li>○ The Housing Sub-Committee remit is on today's agenda for discussion at item 5.1</li> <li>○ The Director of People and OD provided an update in relation to Board Member recruitment advising that the draft advert is ready to go to print on Monday 24<sup>th</sup> February 2020 to run for 3 weeks. The Director of People and OD advised that she would send a link to the advert on Members to share through their contacts</li> <li>○ It was noted that Board training is a standing action and if any Members identify any training need to inform the Director of People and OD</li> <li>○ The CEO clarified the use of the potential characteristic statement being added to the Sub-Committee minutes and noted that Chairs of Sub-Committees will be asked to note at the end of their meetings</li> </ul> All other actions on the list have been completed. <b>Members noted the discussions and actions status from 12<sup>th</sup> December 2019 Board of Management meeting</b>
5	<b>Items for Discussion/Decision</b>
5.1	<b>Housing Sub-Committee Terms of Reference</b> The Chair asked if Members had any comments in regards to the draft Housing Sub-Committee remit. The following was noted: <ul style="list-style-type: none"> <li>○ Mr Proudfoot noted, for consistency, that the heading should read Housing Sub-Committee</li> <li>○ The context for the use of the word 'care' was clarified</li> <li>○ The word 'Operations' used in the last sentence of paragraph 8 to be changed to Housing Sub-Committee</li> </ul>

	<ul style="list-style-type: none"> <li>○ A discussion in relation to the quorum for meetings to proceed and the amount of members required ensued and it was agreed that the CEO would clarify this to ensure it is consistent with the standing orders</li> <li>○ A discussion in regards to the Chair for the Housing Sub-Committee took place and it was agreed in the absence of Ms Robertson that the Chair would discuss with her off line prior to the next BoM meeting</li> </ul> <p><b>Members approved the Housing Sub-Committee Terms of Reference subject to the changes as noted above</b></p>
5.2	<p><b>Policies</b></p> <p>The Director of People and OD advised that internal work had been carried out in relation to the Equality Impact Assessment template and guidance and since inception it has been identified further work is required. The Director of People and OD noted that the OD Team will review the EIA template and guidance for use across the organisation. A discussion ensued in relation to the use of EIA's and it was noted that OD are leading towards an overarching EIA for a wider framework of policies.</p> <p>The Director of People and OD asked Members if they had any comments for the following policies and noted that there are no substantial changes to any of the policies.</p> <ul style="list-style-type: none"> <li>○ HM09 Leases</li> <li>○ HR11 Maternity</li> <li>○ HR12 Parental Leave</li> <li>○ HR19 Grievance</li> <li>○ HR23 Adoption</li> <li>○ HR38 Sleepover</li> <li>○ HR39 On Call</li> <li>○ HR42 Working Time Directive</li> <li>○ LD01 Learning &amp; Development</li> </ul> <p>A discussion took place in regards to the policy cover sheets and it was noted that the Director of People and OD would create a proto type to ensure there is a consistent format. It was further noted that the ET would review each policy after completion by the SLT.</p> <p>A discussion in relation to the new Working Time Directive policy took place and Mr Proudfoot enquired, how, when a staff member has opted out of the Working Time Directive and has a second job, ARK ensures that the quality of work does not drop. The Director of People and OD clarified that an extra duty of care risk assessment is carried out for staff that have a second job and their quality of work is monitored through general supervision and performance management framework.</p> <p>It was noted that the wording "All ARK policies and procedures are underpinned by our values and we will ensure that our employees are treated fairly, consistently and in line with our values" is not included in all policies and the Director of People and OD clarified that it should be noted in all policies.</p> <p>Officers noted the feedback provided by the BoM and will carry out the work as required.</p> <p>The Chair asked Members to approve the policies as noted above in the knowledge that there are no substantive changes and remedial action as discussed.</p> <p><b>Further to remedial actions being addressed, Members approved HM09 Leases, HR11 Maternity, HR12 Parental Leave, HR19 Grievance, HR23 Adoption, HR38 Sleepover, HR39 On Call, HR42 Working Time Directive and LD01 Learning &amp; Development policies</b></p>
5.3	<p><b>Business Plan Update and Draft Business Plan</b></p> <p>The CEO provided a business plan update advising, that following the BoM approval of the strategic objectives for the next 5 years, the ET had agreed to bring back a detailed narrative business plan (BP) to this meeting and presented this for consideration. The CEO noted that there will be different versions of the BP depending on the target audience and asked the BoM to note the content and approve that future narrative of the different versions will come from the version discussed today.</p> <p>The CEO advised that the ET have developed a business case for the restructure of the ET to support the BP and that the financial planning is progressing. The CEO added that work is ongoing with the marketing company Stand to complete the BP with the new branding and a more complete version of the BP will be brought to the 19<sup>th</sup> March 2020 meeting for approval.</p> <p>The Chair noted that there was a general consensus within the BoM that the BP was very positive, providing a good focus of the future for ARK.</p>

	<p>A discussion in relation to the financial deliverables took place and it was noted that the 5 year financial plan is an enabling priority as opposed to a strategic priority and will be held within the BP.</p> <p>Further discussion ensued in terms of measurable deliverables. The CEO noted that the 1<sup>st</sup> year objectives have been shared with the SLT to identify the milestones, measures and targets for the BoM meeting taking place on 19<sup>th</sup> March 2020 for decision on what will be included in the BP. It was noted that when an annual review of the BP is carried out the objectives, milestones and targets will change on an annual basis. It was further noted that the BOM are provided with an update in regards to the objectives at each BoM meeting.</p> <p>A discussion about the different versions of the BP took place and the CEO outlined how the ET had approached the creation of the BP and how the audience will determine which version to use.</p> <p>Investment for the stock condition survey was discussed and the Director of Finance advised that this will inform the asset management strategy and will be in year one of the objectives commencing 1 April 2020.</p> <p>A discussion in relation to staff appraisals and how these link into the objective setting process ensued and it was noted that further to agreement by the BoM in March the objectives are then disseminated throughout the organisation through the performance management process.</p> <p>Further discussion took place in regards to investment in office spaces and the CEO noted that in terms of the new branding exercise that this will be included. The Chair noted this is part of investing in people and this was included in the BP.</p> <p>A discussion ensued in regards to reshaping the business model and the CEO advised that development of the subsidiary companies was identified as part of the objectives.</p> <p><b>Members noted the Business Plan Update</b>  <b>Members noted and approved the Content of Draft Business Plan narrative and that future narrative of the different versions will come from the version discussed at today's meeting</b></p>
6.	<p><b>Chairs Remarks</b>  <b>SFHA Conference</b></p> <p>The Chair advised that he had attended the SFHA Chairs Conference Housing 2040 and informed how the event had been planned. The Chair noted that the SHR had provided a presentation in regards to the annual assurance statements they had received and that they were going to review and give an indication on what their expectation will be going forward.</p> <p><b>Members noted the Chairs Remarks</b></p>
7.	<p><b>CEO Remarks/Reports</b>  SLT Changes</p> <ul style="list-style-type: none"> <li>○ The CEO advised that the Head of Quality and Compliance had resigned from his post in December 2019 and explained the interim arrangements that have been put in place until a decision is made on whether a different type of role can be created to adhere to ARK's governance processes</li> <li>○ The CEO noted that the Head of Property and Maintenance is retiring from his post on 31 March 2020 and after taking into consideration, the strategic objectives within the BP, has placed an advertisement to bring in a direct replacement. The Property and Maintenance Business Partner had previously left her role in January 2020 and interim measures are being considered to ensure the department delivers its objectives</li> <li>○ It was noted that an appointment has been made for the Head of Finance vacancy and he will commence in post in June 2020</li> </ul> <p></p> <p>Delivering Good Outcomes</p> <ul style="list-style-type: none"> <li>○ The CEO reported that the average CI grades of 5, across 3 of the 4 inspection areas and 4.4 in the remaining area. It was noted that the overall average grade has risen to 4.84 which is an excellent result. A discussion in relation to the challenges faced at Edinburgh North ensued and it was noted that they have now achieved a fantastic result of two grades of 5 and one of 4. The CEO noted some positive comments from the inspection report.</li> <li>○ A discussion ensued in relation to reward and recognition of exceptional work and the CEO advised that one of the work streams from the Making Connections Improvement Team is about reward and recognition and it is also one of the objectives for the OD team. The CEO added that celebrating success is one of the aspects that will be planned for the upcoming staff conference.</li> <li>○ The Chair advised that he would send a formal congratulations letter to the manager on behalf of the BoM.</li> </ul>

	<p>Housing</p> <ul style="list-style-type: none"> <li>○ The CEO provided information in regards to Housing noting the following:- Progressing well with the Tenant Service Improvement Plan (TSIP), 9 actions have been completed, work is underway on 15 and 7 have yet to be started, final completion date was noted as 31 March 2021</li> <li>○ Joint estate visits with the Housing Services Officer and Maintenance Officer have been introduced aiming to identify key issues affecting communal areas prior to deterioration or being reported which have been beneficial</li> <li>○ A bid for £37k has been submitted to Cycling Scotland to improve cycling facilities, upgraded paths and lighting at 2 sites in Edinburgh and 1 site in Aberdeen. It was noted that tenants were consulted in regards to the bid and they were pleased that this would be done.</li> <li>○ Focus is being placed on the quality of neighbourhoods and 75% of tenants who responded to the survey that was sent out said they lived in a well maintained neighbourhood but it was noted that further work is required</li> </ul> <p>Re-Branding</p> <ul style="list-style-type: none"> <li>○ The CEO advised that two brand propositions have been received and the next stage is to hold a workshop with a selection of people, including Board Members, to refine and agree the propositions that will come to the BoM for a decision. The date for the workshop will be sent out to BoM in the next few days.</li> <li>○ Further to the workshop, propositions and sample brands of the business plan will be brought to the BoM meeting being held on 19<sup>th</sup> March 2020 for agreement</li> </ul> <p><b>Members noted the CEO Remarks</b></p>
8.	<b>Standing Items</b>
8.1	<p><b>AIMS Project</b></p> <ul style="list-style-type: none"> <li>○ The CEO noted that following lessons learned and submission of the AIMS project plan to the BoM in December 2019 the next phase for the AIMS team is to complete implementation in Edinburgh and commence implementation in Angus and Perth with a view to have this completed in a 3 month timeframe. The CEO advised that the support workers continually provide feedback through the implementation process and approaches are refined when necessary.</li> </ul> <p><b>Members noted the AIMS Project Update</b></p>
8.2	<p><b>Penicuik and Livingston Developments</b></p> <ul style="list-style-type: none"> <li>○ Plans for Penicuik are being re-submitted as Scottish Water had an issue with the original plans in regards to the placement of the water outlets into the water system. The Head of Property and Maintenance has been dealing with this issue and it has been agreed the most pragmatic way forward is for the water inlet to be moved from our development to the main water system</li> <li>○ Planning permission has been submitted for the Livingston development and early discussions indicate that they will be well received</li> </ul> <p><b>Members noted the Penicuik and Livingston Development Updates</b></p>
8.3	<p><b>Making Connections Improvement Team (MCIT)</b></p> <ul style="list-style-type: none"> <li>○ The CEO provided background information in relation to the MCIT and advised that it is progressing as planned. There are 17 members of staff from varying roles through-out the organisation involved who make up 3 work streams who are focusing upon issues people advised were important to them.</li> </ul> <p><b>Members noted the Making Connections Improvement Team Update</b></p>
8.4	<p><b>Board Training</b></p> <ul style="list-style-type: none"> <li>○ Mr McKnight highlighted that Members may be interested in attending the Scotland's Housing Festival taking place on 3<sup>rd</sup> &amp; 4<sup>th</sup> March 2020 being held in EICC, Edinburgh and that there is information available through housing websites</li> <li>○ A discussion ensued in regards to Housing information that can be uploaded on the website and it was agreed that the website addresses for the Scottish Federation of Housing Associations (SFHA) and the Chartered Institute for Housing website addresses would be forwarded to Members for their information</li> </ul> <p><b>Members noted the Board Training Update</b></p>
8.5	<p><b>FOISA</b></p> <ul style="list-style-type: none"> <li>○ N/A</li> </ul> <p><b>Members noted that there was no update in relation to FOISA</b></p>
9.	<b>Items for Noting</b>
9.1	<p><b>Draft ACIL Minutes – 12 December 2019</b></p> <ul style="list-style-type: none"> <li>○ Members duly noted the content of the draft ACIL minutes</li> </ul> <p><b>Members noted the content of the 12 December 2019 ACIL meeting minutes</b></p>
9.2	<p><b>ASL Minutes – 12 December 2019</b></p> <ul style="list-style-type: none"> <li>○ Members noted the content of the ASL minutes</li> </ul> <p><b>Members noted the content of the 12 December 2019 ASL meeting minutes</b></p>

9.3	<b>ARKHA Membership update</b> ○ Members duly noted the ARKHA membership update. <b>Members noted the Membership Update</b>
9.4	<b>Development Objectives 2019/20 Report Summary</b> ○ The Director of Finance advised that it was decided that the review of the Priory accommodation was not going to happen due to other priorities and this will not be achieved in year 2019/20 ○ A discussion took place about benchmarking the annual objectives and the Director of Finance noted that monitoring the line of sight from objective year to year is very difficult to do. The Director of Finance added that a number of annual objectives are set and Members monitor if they have been achieved or not as the year progresses. It was noted that the objectives that had been set for last year were over 90% achieved and this year 4 from 31 will not be achieved, one of which will not be achieved at all. ○ A discussion ensued about milestones end date changes and not achieving the objective and it was agreed that this is for Members to note but accountability for delivery remains with the ET <b>Members noted the Development Objectives Report Summary</b>
9.5	<b>Business Dashboard</b> ○ Members noted the Business Dashboard report. <b>Members noted the Business Dashboard Report</b>
9.6	<b>Entitlements, Payments and Benefits</b> ○ Members agreed to complete the annual payments and benefits declarations and bring back to the 19 March 2020 meeting for collection <b>Members noted the annual Entitlements, Payments and Benefits update and their completion of the annual declaration</b>
9.7	<b>Budget 2020/21</b> ○ The Director of Finance provided a brief update in regards to the budget preparations that have taken place to date and Finance advised that a lengthy forensic analysis of each area of the business had been carried out ○ The Director of Finance confirmed that the 2020/21 budget will be finalised for the 11 March 2020 Finance Sub-Committee meeting ○ A discussion in regards to review of the financial model took place and the Director of Finance provided background information on the current model and noted that continuous modelling is carried out ○ Ms Dunsmore presented her apologies and left the meeting during this discussion <b>Members noted the Budget 2020/21 Update</b>
10.	<b>AOCB</b>
10.1	<b>Voices Group</b> Dr Black advised that he and Mr Logan had attended the recent Voices Group meeting and extended excellent feedback in relation to the Tenant and Service User Participation Officer's work performance. A discussion in relation to Members input at meetings took place and it was agreed that Mr Logan would discuss this with the CEO out with this meeting.
	It was noted at the end of the meeting that there were no potential impacts identified in relation to people with a protected characteristic.
	<b>There was no other competent business, the Chair thanked everyone for their input, and the meeting was closed at 4.05pm</b>
11.	<b>Date of Next Meeting: 19<sup>th</sup> March 2020</b>

**2020 Dates for Board of Management Meetings – commencing 14.00****Board Member Only sessions will commence at 13.30 unless agreed otherwise.**

-  Thursday 18<sup>th</sup> June
-  Thursday 20<sup>th</sup> August
-  Thursday 17<sup>th</sup> September
-  Thursday 22<sup>nd</sup> October
-  Thursday 10<sup>th</sup> December

## ACTIONS

Meeting Date	Agenda Number	Action	Who	Status
20/09/18				
	11.2	Review of remit of Executive Committee to be carried out	ALL	In progress
13/12/18				
	7.3	Register of Members Interests form to be revisited in line with new BoM membership and will be reviewed for August 2019	GM	C/F to 2020
12/12/19				
	4.2	Annual appraisal form to be reviewed in 2020	GM	In progress
	6	Board Member recruitment to commence end January 2020 ARKHA branding paper to BoM early 2020	GM/VK BD	March 2020
	8.4	Members to let VK know of any areas where they would like further information on Board development	ALL	
20.02.2020	4.2	Hub Group review report to be shared with the BoM for discussion and approval at the 19 <sup>th</sup> March 2020 BoM meeting  Review of all sub-committee remits to include Health and Safety	BD  Sub-Committee Chairs	
	5.1	Terms of reference – should be Housing Sub-Committee Paragraph 8 where it states operations to be changed to Housing Sub-Committee Quorum to be clarified Chair to be clarified	NMCK  NMCK BD GM	
	5.2	All policy feedback to be actioned	VK	
	7	Formal communication to be sent to NA and team	GM	
	8.4	SFHA and CIH website addresses to be forwarded to all Members	MB	
	9.6	Entitlements, Payments and Benefits annual declaration to be completed and returned 19 March meeting	All	
	10.1	ET to extend excellent feedback to the Tenant and Service User Participation Office Members input at Voices group meetings to be discussed	BD IL/BD	