

COMMITTEE MINUTE RECORD

Minute of: Ark Board of Management Meeting

Date Held: 27 March 2025, 2pm

Venue: Hybrid

Chair: Ian Logan

Secretary: Bobby Duffy

Present: Mr Ian Logan (Chair) IL, Mr Dave Proudfoot DP, Ms Joanna Mansell JM(r), Ms Isla Gray IG, Mr Craig Unsworth CU(r), Mr Darcey Black (DB), Ms Kerrie Mitchell KM(r), Ms Jane Dunlop JD(r), Mr Richard Stark RS(r), Mr Oliver Saint OS(r)

In Attendance: Mr Bobby Duffy (Chief Executive Officer) BD, Mr Mark Hall (Director of Care & Support) MH, Ms Caryn Innes (Director of Development & Customer Experience) CI, Mr Stuart Green (Director of Finance and Digital Improvement) SG, Mrs Nina Adamson (PA to CEO) (Minutes)

| ITEM | |
|------|---|
| | Board of Management Pre-Session – 1.30pm – Trustee Liability Insurance, Richard McDonald, Howdens Insurance |
| 1. | Welcome The Chair, Ian Logan, welcomed everyone to the meeting. |
| 2. | Apologies for Absence: Catriona Clarke, Donna Downie |
| 3. | Declarations of Interest: JM declares being Chair for the Board of Ark Services Ltd and DP declares being Chair for the Board of Ark Commercial Investments Ltd. RS & DP are also on the Finance Sub Committee. DB (Chair), JM, KM, JD, & IG are also on the Audit Sub Committee. |
| 4. | <p>Chair's Remarks:</p> <p><u>Director Recruitment:</u> The Chair feels confident in the decision for this post and thanks to DB for being on the panel.</p> <p><u>New Sub-Committees:</u> The Chair has been recruiting Members of the Board to join the soon to be newly structured Sub-Committees and thanks the Members for taking on the roles:</p> <ul style="list-style-type: none"> Audit Finance & Risk (AFR) which shall comprise: CC (Chair), DP, IG & DD and Business Performance & Compliance (BPC) which shall comprise: DB (Chair), JM, KM & RS <p>The Boards have faced an ongoing issue of not being quorate at Sub-Committee meetings. This is brought to the attention of the regulators which results in Ark being challenged as to whether the organisation is delivering their promises.</p> <p><u>Board Social:</u> this has been cancelled & the Chair apologises. He would like to reschedule for the future.</p> <p><u>Tenant Feedback meeting:</u> IL has postponed the meeting with FR & will reschedule. He would still very much like, as a Board, to be more involved with tenants.</p> <p>Members noted the Chair's remarks</p> |
| 5. | <p>CEO's Remarks:</p> <p><u>Sub-Committees:</u> Dates for the 2025 meetings have been agreed, and await the Chair's confirmation before being shared.</p> <p>BD would like to ask Sub-Committee Members about meeting times & frequency, to ensure the smooth operation of Sub-Committees. The next meetings are scheduled for May.</p> <p><u>Action:</u> Board to consider timings/frequency of Sub-Committee Meetings.</p> <p><u>Director Post:</u> Victoria Knox (VK) has been appointed. DB, CI and BD were on the interviewing panel and VK was by far the strongest candidate, with scores significantly higher than her peers attending interview.</p> <p>Out of 4 shortlisted candidates, of 7 applications; one cancelled and 2 were unsuitable, despite holding previous director posts.</p> |

| | |
|-----------------------------|---|
| | <p>Marketing & Communications: The ET conducted a second meeting in February with CU & JM about Marketing & Communications. It was a fruitful discussion with good contribution from JM & CU to support the organisation (voluntarily) and plan. The conversation on strategic objectives will continue.</p> <p>The Chair thanks BD, CU & JM on the above work.</p> <p>Members noted the CEO's remarks</p> |
| Items for Approval | |
| 6. | <p><u>Item 6.1</u> Minutes of Meeting held on 13 February 2025 No comments or amendments</p> <p>Members have approved the Minutes from the 13 February 2025</p> <p>Actions from the meeting:</p> <ul style="list-style-type: none"> <u>Item 7.1: Policy Compliance Report Template:</u> complete – Remove DP amends: complete – Remove ML Appendices amends: complete – Remove <u>Item 8.1: Proposed Rent Increase:</u> Team to reply to tenant feedback: Average return rate is 11.4% for supported tenants and 13.73% for general needs. The team are getting back to tenants; complete in the North & good responses received – Remove IL & FR meeting: to be rescheduled – Leave on <u>Item 9.1: Governance Structure Review:</u> Timings of Minutes for Sub-Committee meetings: - Remove <p>DB steps out to take a call 2.25pm</p> |
| 7. | <p>Policies:</p> <ul style="list-style-type: none"> None <p>Members note that there are no Policies to approve</p> |
| 8. | <u>Paper 8.1</u> |
| 9. | |
| 10. | <p><u>Paper 10.1</u> Corporate Objectives 25/26 The organisation is entering into the third year of strategy and discussions about the future will be held soon, with the Board. The 5 Year Financial Plan was discussed above, and the ET have identified 10 significant areas to focus on this forthcoming year. Provided the Board is satisfied with this list, some Milestones will be added and presented to the Board in May.</p> <p>Subordinate Corporate Objectives are ongoing and will continue alongside these newly identified Objectives.</p> <p>IL fully supports this approach, and the Board is being asked to approve the 10 Corporate Objectives for the coming year.</p> <p>Members have discussed & approve the Corporate Objectives 25/26</p> |
| Items for Discussion | |
| 11. | <p><u>Paper 11.1</u> Development Progress Report</p> |

| | |
|-------------------------|---|
| | <p>Crusader Rise: CI provides a brief, additional summary to the report on Crusader Rise, which was completed last July. The final accounts have been formally issued to the contractors, but we are yet to receive a response as they are requesting more than was agreed, and were late in delivering.</p> <p>CI & BD met with West Lothian Council Housing Strategy Team & the leader of the council at Crusader Rise yesterday. The leader was keen to see the project complete and was given a tour & met residents; positive feedback was received and it was a pleasant visit.</p> <p>A formal opening with an opportunity for the Board to attend & meet residents will be held once all units have been occupied.</p> <p><u>Windsor Square</u>: Good progress has been made without issues & it is near completion for Phase 1 works. Phase 2 faces a 1-2 week delay, as sub-contractors are still considering prices, as need to agree to take on the risk of the previous contractors (the premium is due to be sent to Summers Inman by the 31st).</p> <p><u>Paper 11.2</u> Corporate Objectives Q3 Report BD notes there are some minor administration errors on the Q3 report document which runs until the end of December, but all is on track.</p> <p><u>Paper 11.3</u></p> |
| Items for Noting | |
| 12. | <p><u>Paper 12.1</u> Compliance Assurance Report All the details are within the Paper, so no further details were shared.</p> <p><u>Mail</u>: Some issues around mail not being opened by C&S, because the offices aren't always staffed, have been addressed. Letters are sent as a legal record of communication attempts, before forced access can be granted. It is being investigated if email/digital communication might be more a more effective form of communication.</p> <p><u>FRAs</u>: Some questions were asked around FRAs (Fire Risk Assessments, which BG oversees). These work on a RAG system and are actioned in terms of urgency. The FRAs are dependent on HMO licensing timetables and resource availability, so there have been some challenges, but these are now being addressed.</p> <p>The Board asks that any non-compliance is reported to them, with guidance of how it is being addressed. IL wants to ensure the Board receives this in Minuted format to highlight any issues. The new Compliance Assurance Report will go to the BPC Sub-Committee, the ET will then review this and identify the reporting extent, before passing it on. It is the Sub-Committees' remit to go through the reported items and present them to the Board. This will ensure more effective use of Board meeting time, ensuring things have been completed, rather than discussing the issues & actions.</p> <p>JM & RS leave meeting at 4pm.</p> <p><u>Paper 12.2</u> Strategic Risk Register There have been some changes, with the document now reduced to 11-12 pages from 45 pages, and assigned to the AFR Sub-Committee. BD and IL have agreed to present this to the Board to ensure alignment on its progress so far, and to confirm that it will be overseen by the new Sub-Committee moving forward.</p> <p>JD adds she approves of the new format, noting that it helps to highlight the main points effectively and enables quicker comprehension. IL thanks DP for his time with BD regarding the work on this.</p> <p>ASL Chair Update No update, as JM had to leave the meeting. CI shares that the 5 Year Financial Plan was approved at this morning's meeting.</p> |

| | |
|--|---|
| | <p>ACIL Chair Update The ACIL Chair echoes the as above on agreeing the 5 Year Financial Plan, and the 2.7% proposed rent increase. Occupancy has improved: with 76% budgeted occupancy progressing to 83% and achieving over 90% occupancy.</p> <p>Finance Sub Chair Update None (CC absent) but all has been covered.</p> <p>Audit Sub Chair Update The Audit Sub-Committee Chair shares that over the last 3 months, 2 meetings were held, one of which was unfortunately not quorate, so many Agenda items were moved to the most recent meeting (yesterday).</p> <ul style="list-style-type: none"> • The usual items were covered • Updates received from internal & external auditors & actions were reviewed • Exceptions and complaints reporting was discussed, and it was ensured that procedures were being followed • It seems staff training has improved as reports have increased. It varies greatly from incorrect form completion to more serious events. <i>Near-misses</i> are also being reported. <p>IL thanks DB for his role on the Audit Sub-Committee.</p> <p>AOB: DB brings up <i>behaviours of concern</i> and the need for some tuition, as this comes up at the Audit Sub-Committee. Perhaps a pre-board session could be held on this, and on medication, too.</p> <p><u>Action:</u> Plan a session on 'Behaviours of Concern' & Medication; what it means & how it is defined for reporting reasons. MH will discuss this and plan.</p> <p>DP stresses he would like timely Minutes to be sent to the Board. BD assures that no Minutes were taken recently, due to not being quorate. This will be actioned going forwards.</p> <p><u>Action:</u> Timely Minutes approved & sent to the Board, amend this on the Standing Orders, as above.</p> <p>Members note the above items</p> <p>The Chair thanks everyone & wishes everyone a good weekend, and that we will see each other again at the May Meeting.</p> |
| | The Meeting closed at 4.15pm |
| | |

2025 Dates for Board of Management Meetings: Thursday 29 May & Hybrid, Lochside House, 14.00

Board Member Only sessions will commence at 13.30 unless agreed otherwise.

- 📅 29 May (Hybrid)
- 📅 28 August (Hybrid)
- 📅 25 September (Hybrid)
- 📅 30 October (Strategy Day)
- 📅 4 December (Hybrid)

ACTIONS

| Meeting Date | Agenda Item | Action | Who | Status |
|--------------|--|---|----------|--------|
| 13/02/25 | Item 8.1 Proposed Rent Increase | IL would like to spend some time with FR offline to better understand the challenges around surveys & engagement: Reschedule | FR, IL | |
| | | | | |
| 27/03/25 | 5 CEO's Remarks | Board to think about timings/frequency of Sub-Committee Meetings. | Board | |
| | 11.3 C&S Strategy Quarterly KPI Report | Amend the C&S Strategy Quarterly KPI Report to reflect an Executive Summary. | MH | |
| | 12.2 AOB | <ul style="list-style-type: none"> Plan a session on 'Behaviours of Concern' & Medication; what it means & how it is defined for reporting reasons. MH will discuss this and plan. Timely Minutes approved & sent to the Board; to be amended in the Standing Orders. | MH BD | |
| | | | | |
| | | | | |