

CUNNINGHAME HOUSING ASSOCIATION LTD

Minutes of Board of Management Meeting

Held on Thursday 13th September 2018 at 2.15 pm

Held at Quayside Offices, Marina Quay, Dock Road, Ardrossan, KA22 8DA



Present	In Attendance
Lesley Keenan	Frank Sweeney, Chief Executive
John Kelly	Fettes McDonald, Finance Consultant
Fay Schlesiger	Linda Anderson, Executive Director of Operations
John McLaren	Janet Dickie, Scottish Housing Regulator
Cllr Douglas Reid	Simon Stone, Scottish Housing Regulator
William Gibson	Karlin Mclaughlan, Minute Secretary
Cameron Crawford	Elaine Nimmo, Shadow Minute Secretary
Brenda Johnstone	
Liam Loudon	
Janet Strang	
Janet Dickie (SHR)	
Simon Stone (SHR)	

PRIORITY RED – SECTION 1 – STANDING ORDER ITEM AND GOVERNANCE ITEMS		ACTION
1.	<p>Chairperson's Remarks</p> <p>The Chair welcomed Janet Dickie and Simon Stone from the Scottish Housing Regulator to the Board of Management meeting and introduced Elaine Nimmo, Shadow Minute Secretary.</p> <p>The Chair noted there are confidential items on the Agenda and read out the following confidentiality statement:</p> <p>IN COMPLIANCE WITH THE REGULATORY CODE OF GOVERNANCE AND COMMITTEE MEMBERS CODE OF CONDUCT ALL ITEMS DETAILED IN THIS NOTICE AS BEING CONFIDENTIAL AND ASSOCIATED PAPERS ARE STRICTLY CONFIDENTIAL AND SHOULD NOT BE DISCUSSED WITH ANY EXTERNAL PARTY EITHER PRIOR TO OR AFTER SAID MEETING BY ANY MEMBER OF THE BOARD OF MANAGEMENT.</p> <p>The Chair asked all Board Members to ensure their mobile phone devices are switched off.</p> <p>The chair then passed over to Janet Dickie (SHR) to provide the board with an update on the meeting with herself, the Chief Executive and the Leadership Team.</p> <p>This was a confidential item that was discussed (see confidential minutes).</p> <p>The Chair requested Item 25 of the agenda Natwest Securities/Private Placement is brought forward to the start of the agenda to allow Fettes McDonald, Financial Consultant to leave the meeting. The Board agreed.</p> <p>The Chair advised that Martin Bell from Clearview will provide a short presentation on the Risk Management module under Item 14 of the agenda. The Board noted this.</p>	

CUNNINGHAME HOUSING ASSOCIATION LTD

Minutes of Board of Management Meeting

Held on Thursday 13th September 2018 at 2.15 pm

Held at Quayside Offices, Marina Quay, Dock Road, Ardrossan, KA22 8DA



PRIORITY RED – SECTION 1 – STANDING ORDER ITEM AND GOVERNANCE ITEMS		ACTION																																				
1.	The Chair requested item 6 of the agenda is disregarded as it has been incorrectly numbered. The Board noted this.																																					
2.	Apologies None.																																					
3.	Declaration of Interest John Kelly declared an interest with regard to Item 8A Share Membership Application and will leave the meeting when this item is discussed.																																					
4.	Requirement of the Writing (Scotland) Act 1995 None.																																					
5.	Adoption of Minutes and Business Arising from Same <table border="1"> <tr> <td>Meeting</td><td>Proposed</td><td>Seconded</td></tr> <tr> <td>Development Services Sub-Committee 26th July 2018</td><td>Lesley Keenan</td><td>Brenda Johnstone</td></tr> <tr> <td colspan="3">Matters Arising: None.</td></tr> </table> <table border="1"> <tr> <td>Meeting</td><td>Proposed</td><td>Seconded</td></tr> <tr> <td>Special Board of Management Meeting 9th August 2018</td><td>John Kelly</td><td>John McLaren</td></tr> <tr> <td colspan="3">Matters Arising: Page two correction – John Kelly seconded the Board of Management meeting on 21st June 2018 not John McLaren. Correction noted and will be updated.</td></tr> </table> <table border="1"> <tr> <td>Meeting</td><td>Proposed</td><td>Seconded</td></tr> <tr> <td>Special Board of Management Meeting Confidential - 9th August 2018</td><td>John Kelly</td><td>John McLaren</td></tr> <tr> <td colspan="3">Matters Arising: Item 17 – S Good will arrange to meet with North Ayrshire Council when he returns from annual leave to progress. Item 7 – A full report will be tabled at 8th November Board of Management meeting.</td></tr> </table> <table border="1"> <tr> <td>Meeting</td><td>Proposed</td><td>Seconded</td></tr> <tr> <td>First Board of Management Meeting after AGM 22nd August 2018</td><td>John McLaren</td><td>Fay Schiesiger</td></tr> <tr> <td colspan="3">Matters Arising: None.</td></tr> </table>	Meeting	Proposed	Seconded	Development Services Sub-Committee 26 th July 2018	Lesley Keenan	Brenda Johnstone	Matters Arising: None.			Meeting	Proposed	Seconded	Special Board of Management Meeting 9 th August 2018	John Kelly	John McLaren	Matters Arising: Page two correction – John Kelly seconded the Board of Management meeting on 21 st June 2018 not John McLaren. Correction noted and will be updated.			Meeting	Proposed	Seconded	Special Board of Management Meeting Confidential - 9 th August 2018	John Kelly	John McLaren	Matters Arising: Item 17 – S Good will arrange to meet with North Ayrshire Council when he returns from annual leave to progress. Item 7 – A full report will be tabled at 8 th November Board of Management meeting.			Meeting	Proposed	Seconded	First Board of Management Meeting after AGM 22 nd August 2018	John McLaren	Fay Schiesiger	Matters Arising: None.			
Meeting	Proposed	Seconded																																				
Development Services Sub-Committee 26 th July 2018	Lesley Keenan	Brenda Johnstone																																				
Matters Arising: None.																																						
Meeting	Proposed	Seconded																																				
Special Board of Management Meeting 9 th August 2018	John Kelly	John McLaren																																				
Matters Arising: Page two correction – John Kelly seconded the Board of Management meeting on 21 st June 2018 not John McLaren. Correction noted and will be updated.																																						
Meeting	Proposed	Seconded																																				
Special Board of Management Meeting Confidential - 9 th August 2018	John Kelly	John McLaren																																				
Matters Arising: Item 17 – S Good will arrange to meet with North Ayrshire Council when he returns from annual leave to progress. Item 7 – A full report will be tabled at 8 th November Board of Management meeting.																																						
Meeting	Proposed	Seconded																																				
First Board of Management Meeting after AGM 22 nd August 2018	John McLaren	Fay Schiesiger																																				
Matters Arising: None.																																						
6.	Disregard agenda item, incorrectly numbered.																																					
7.	CHA's Making Our Communities Better Place Fund (CONFIDENTIAL) Confidential item discussed.																																					

CUNNINGHAME HOUSING ASSOCIATION LTD

Minutes of Board of Management Meeting

Held on Thursday 13th September 2018 at 2.15 pm

Held at Quayside Offices, Marina Quay, Dock Road, Ardrossan, KA22 8DA



PRIORITY RED – SECTION 1 – STANDING ORDER ITEM AND GOVERNANCE ITEMS		ACTION
8.	Secretary's Report (CONFIDENTIAL) Confidential minute.	
9.	Subsidiary Company Report (CONFIDENTIAL) Confidential item.	
10.	EVH Report to Board Members No update received from EVH to date. The Board noted this.	
11.	Health and Safety The Chief Executive advised the Board that there was no update with regards to Health and Safety.	
12.	Policies for Ratification The Chief Executive advised Members there is no current policies for ratification.	
13.	Development Programme (CONFIDENTIAL) Confidential item discussed.	
14.	Risk Management and Review (CONFIDENTIAL) Confidential item discussed.	

PRIORITY RED – SECTION 2 – IMPORTANT ITEMS MUST BE TAKEN		ACTION																
15.	<p>CFRC Board of Directors Nominations for 2018/19 The CEO referred the previously circulated report.</p> <p>Board of Management approved the CHA Nominations to the CFRC Board for 2018/19 as listed.</p> <p><u>CHA Members</u></p> <table><tr><td>Janet Strang</td><td>Director</td></tr><tr><td>Lesley Keenan</td><td>Director</td></tr><tr><td>Brenda Johnstone</td><td>Director</td></tr><tr><td>John Kelly</td><td>Director</td></tr><tr><td>Fay Schlesinger</td><td>Director</td></tr></table> <p><u>Non-CHA Members</u></p> <table><tr><td>Donald Reid</td><td>Director</td></tr><tr><td>Mary Kirke</td><td>Director</td></tr><tr><td>Maureen Whitelaw</td><td>Director</td></tr></table>	Janet Strang	Director	Lesley Keenan	Director	Brenda Johnstone	Director	John Kelly	Director	Fay Schlesinger	Director	Donald Reid	Director	Mary Kirke	Director	Maureen Whitelaw	Director	
Janet Strang	Director																	
Lesley Keenan	Director																	
Brenda Johnstone	Director																	
John Kelly	Director																	
Fay Schlesinger	Director																	
Donald Reid	Director																	
Mary Kirke	Director																	
Maureen Whitelaw	Director																	
16.	<p>Citrus Board of Directors Nominations for 2018/19 The CEO referred the previously circulated report.</p>																	

CUNNINGHAME HOUSING ASSOCIATION LTD

Minutes of Board of Management Meeting

Held on Thursday 13th September 2018 at 2.15 pm

Held at Quayside Offices, Marina Quay, Dock Road, Ardrossan, KA22 8DA



PRIORITY RED – SECTION 2 – IMPORTANT ITEMS MUST BE TAKEN		ACTION
	<p>Board of Management approved the CHA Nominations to the Citrus Energy Board for 2018/19 as listed.</p> <p>William Gibson Director Liam Loudon Director Janet Strang Director Lesley Keenan Director Maureen Whitelaw Director John Kelly Director</p>	
17.	<p>Authorised Signatories (CONFIDENTIAL) Confidential item discussed.</p>	
18.	<p>AGM Feedback (CONFIDENTIAL) Confidential item discussed.</p>	
19.	<p>Board of Management Performance 2017/18 (CONFIDENTIAL) Confidential item discussed.</p>	
20.	<p>Board of Management Work Plan & Performance Targets for 2018/19 (CONFIDENTIAL) Confidential item discussed.</p>	
21.	<p>Audit Sub Committee (CONFIDENTIAL) Confidential item discussed.</p>	
22.	<p>Board of Management “Collective” Self-Assessment Appraisal Feedback (CONFIDENTIAL) Confidential item discussed.</p>	
23.	<p>Board of Management Individual Self-Assessment Appraisal Feedback (CONFIDENTIAL) Confidential item discussed.</p>	

CUNNINGHAME HOUSING ASSOCIATION LTD

Minutes of Board of Management Meeting

Held on Thursday 13th September 2018 at 2.15 pm

Held at Quayside Offices, Marina Quay, Dock Road, Ardrossan, KA22 8DA



PRIORITY RED – SECTION 2 – IMPORTANT ITEMS MUST BE TAKEN		ACTION
24.	Chair's 360° Appraisal Feedback (CONFIDENTIAL) Confidential item discussed.	
25.	Natwest Securities/Private Placement (CONFIDENTIAL) Confidential item discussed.	
26.	SHAPS Pension Fund (CONFIDENTIAL) See confidential minute.	

PRIORITY ORANGE – SECTION 3 – ITEMS TO BE TAKEN, TIME PERMITTING		ACTION
	None.	

PRIORITY GREEN – SECTION 4 – ITEMS FOR INFORMATION ONLY		ACTION
27.	Confirmation of Board of Management 2018/19 Board noted the content of the report.	
28.	Confirmation of Meeting Schedule 2018/19 Board noted the content of the report.	

	Signature	Date
Approved to Proceed to Chairperson for Sign-Off:		23/10/18
Approved for Circulation By:		25/10/18.
Proposed By:	Lesley Keener	8/11/18
Seconded by:	John Para	9/11/18