



CUNNINGHAME
HOUSING ASSOCIATION

More than just a landlord

Board of Management Minutes

Date of Meeting: 25th March 2021

Please note that these minutes have been edited to remove any information relating to personal/confidential/commercially sensitive or of a personal nature.

CUNNINGHAME HOUSING ASSOCIATION LTD

Minutes of Board of Management Meeting

Held on Thursday 25th March 2021 at 2.00 pm via Microsoft Teams



Present	In Attendance
John Kelly (Chair) Lesley Keenan June Fenelon Janet Strang Brenda Johnstone Brian McCabe Elizabeth Shedden John Nisbet Councillor Jimmy Miller: 2:00 – 3:00pm Drew Hall Willie Gibson Councillor McMahon: 2:50 – 3:35pm Margaret Davison Liam Loudon	Frank Sweeney, Group Chief Executive Steven Good, Executive Director of Housing & Property Services: 2:00 – 2:10pm Fettes McDonald, Financial Consultant: 2:00 – 2:30pm Elaine Nimmo, Minute Secretary Kirsteen Wyllie, Administrative Assistant

PRIORITY RED – SECTION 1 – STANDING ORDER ITEM AND GOVERNANCE ITEMS		ACTION
1.	Apologies No apologies were received. Councillor McMahon gave his apologies for joining the meeting later as his previous meeting ran over schedule.	
2.	Chairperson's Remarks <ol style="list-style-type: none"> 1 The Chair asked all Members to mute their microphones unless they wish to speak and to say their name prior to speaking. 2 The Chair asked all Members to ensure that their mobile phones are switched off. 3 As there were confidential items on the Agenda the Chair read out the following confidentiality statement: In compliance with the Regulatory Code of Governance and Board 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. In terms of good governance all members should note that when the director/officers are giving or presenting their report that there will be no interruptions to allow them to finish their reports. Questions can be asked after the presentation. 4 The Chair advised that part of item 13, Policy CE0056, Serious Complaint or Grievance against Group CEO will be taken first on the agenda by Executive Director of Housing & Property Services, immediately after the Requirement in Writing. This will allow him to then leave the meeting. Group CEO, Frank Sweeney is declaring an interest in this item and offered 	

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2

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15.	<p>The Financial Consultant continued to go over the report in detail. Members were assured that the Association remains in a secure position with sufficient liquidity and access to funds when required.</p> <p>The Financial Consultant advised members that while there were no material concerns for 21/22 there are a number of ongoing concerns that may/are likely to have implications for the longer term financial outlook. This includes ongoing discussions on the new build programme (including recovery of costs paid in advance) and grant requirements to achieve viable projects on a stand-alone basis, higher reactive maintenance costs, increased major repair costs and potential reduction in gift aid sums to CHA from Citrus.</p> <p>The Financial Consultant advised members that updated long term projections shall be completed by April 2021 with a further update being prepared post completion of the annual accounts.</p> <p>The Board of Management agreed the final budget for 2021/2022.</p> <p>***The Financial Consultant left the meeting.</p>																																														
5.	<p>Adoption of Minutes and Business Arising from same</p> <table border="1"> <thead> <tr> <th>Meeting</th><th>Proposed</th><th>Seconded</th></tr> </thead> <tbody> <tr> <td>Board of Management Meeting 4th February 2021</td><td>Brenda Johnstone</td><td>June Fenelon</td></tr> <tr> <td colspan="3">Matters Arising: None.</td></tr> </tbody> </table> <table border="1"> <thead> <tr> <th>Meeting</th><th>Proposed</th><th>Seconded</th></tr> </thead> <tbody> <tr> <td>Special Board of Management Meeting 11th February 2021</td><td>Willie Gibson</td><td>Liam Loudon</td></tr> <tr> <td colspan="3">Matters Arising: None.</td></tr> </tbody> </table> <table border="1"> <thead> <tr> <th>Meeting</th><th>Proposed</th><th>Seconded</th></tr> </thead> <tbody> <tr> <td>Housing & Property Services Sub Committee (Confidential) 28th January 2021</td><td>John Nisbet</td><td>Lesley Keenan</td></tr> <tr> <td colspan="3">Matters Arising: None.</td></tr> </tbody> </table> <table border="1"> <thead> <tr> <th>Meeting</th><th>Proposed</th><th>Seconded</th></tr> </thead> <tbody> <tr> <td>Housing & Property Services Sub Committee (Non-Confidential) 28th January 2021</td><td>John Nisbet</td><td>Lesley Keenan</td></tr> <tr> <td colspan="3">Matters Arising: None.</td></tr> </tbody> </table> <table border="1"> <thead> <tr> <th>Meeting</th><th>Proposed</th><th>Seconded</th></tr> </thead> <tbody> <tr> <td>Audit Sub Committee 4th March 2021</td><td>June Fenelon</td><td>John Nisbet</td></tr> <tr> <td colspan="3">Matters Arising: None.</td></tr> </tbody> </table>	Meeting	Proposed	Seconded	Board of Management Meeting 4th February 2021	Brenda Johnstone	June Fenelon	Matters Arising: None.			Meeting	Proposed	Seconded	Special Board of Management Meeting 11th February 2021	Willie Gibson	Liam Loudon	Matters Arising: None.			Meeting	Proposed	Seconded	Housing & Property Services Sub Committee (Confidential) 28th January 2021	John Nisbet	Lesley Keenan	Matters Arising: None.			Meeting	Proposed	Seconded	Housing & Property Services Sub Committee (Non-Confidential) 28th January 2021	John Nisbet	Lesley Keenan	Matters Arising: None.			Meeting	Proposed	Seconded	Audit Sub Committee 4th March 2021	June Fenelon	John Nisbet	Matters Arising: None.			
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6.	<p>Risk Management Monitoring /Review (Confidential) <i>(Confidential Report is commercially sensitive therefore has been withheld because disclosure would harm commercial interests.)</i> The Group Chief Executive advised that the risk register review is underway and 6 potential new risks have been identified. It was noted that none of the potential new risks are red.</p> <p>The annual risk review day will be scheduled for May 2021 and a calendar invite will be issued.</p> <p>The Board noted.</p>			CEO									
7.	<p>Scheme of Delegation The Group Chief Executive advised that the Scheme of Delegation continues to evolve and develop, as demonstrated by the most recent new policy approved - Serious Complaint or Grievance against Group CEO - (CEO056).</p> <p>The Board noted.</p>												
8.	<p>Notifiable Events The Group CEO advised members that there were no notifiable events to report however as agreed at the last meeting, in terms of good governance, the Association would notify SHR of the compulsory redundancies at Citrus Energy which has been done.</p> <p>The Group CEO advised members that he had received the draft Engagement Plan from SHR for March 2021/22 which did not highlight any issues. An online link</p>			CEO									

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8.	<p>will be forwarded to all members to access the engagement plan.</p> <p>The Board noted.</p>	
9.	<p>Secretary's Report The Secretary reported the following:</p> <p>Correspondence All EVH Representatives and Substitutes have received their paperwork from EVH with regard to the Annual General Meeting which will be held on Monday 19th April 2021 via Zoom.</p> <p>Share Membership applications received for consideration: <i>Information which comprises personal data has been withheld because disclosure would breach applicable data protection legislation.</i></p> <p>The Board approved the two Share Membership applications received.</p> <p>The Board noted the content of the report.</p>	CEO
10.	<p>Subsidiary Company Report (Confidential) <i>(Confidential Report is commercially sensitive therefore has been withheld because disclosure would harm commercial interests.)</i> The Group CEO referred members to the previously circulated report.</p> <p>The Board noted.</p>	
11.	<p>EVH Report to Board Members The Chairperson informed that as previously reported by the Secretary, the EVH AGM is being held on Monday 19th April 2021 via Zoom.</p> <p>The Chairperson informed members that the recommended 2-year pay deal from EVH, as reported, and approved at the last meeting has now been concluded and accepted by all members.</p> <p>The Board noted.</p>	
12.	<p>Health & Safety The Group Chief Executive advised that the Health & Safety Manager, continues to do a remarkable job, keeping abreast with updates from EVH and the Scottish Government whilst also covering his Clerk of Works role in Dumfries & Galloway two days per week.</p> <p>The Group Chief Executive informed members that as previously reported, Carolann Rennie, who has been appointed as Deputy Health & Safety Manager will be starting her new role on 1st April 2021.</p> <p>The Board noted.</p>	

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13.	<p>Policies for Ratification The Group Chief Executive advised the Board the undernoted policies have been reviewed, with proposed changes highlighted in red. Where appropriate, review dates have been extended to reduce the workload and number of policies being reviewed at the one time.</p> <p>Freedom of Information Policy – CE0052 The Group Chief Executive presented the policy for consideration and asked if there were any questions. No questions were received on the policy.</p> <p style="text-align: center;"><i>Proposed: Lesley Keenan Seconded: Brenda Johnstone</i></p> <p>Equalities & Diversity Policy – CE0038 The Group Chief Executive presented the policy for consideration and asked if there were any questions. No questions were received on the policy.</p> <p style="text-align: center;"><i>Proposed: Drew Hall Seconded: Brian McCabe</i></p> <p>Staff Recruitment Policy – CE0005 The Group Chief Executive presented the policy for consideration and asked if there were any questions. No questions were received on the policy.</p> <p style="text-align: center;"><i>Proposed: Willie Gibson Seconded: Janet Strang</i></p> <p>Standby and Callout Policy – CE0006 The Group Chief Executive presented the policy for consideration and asked if there were any questions. No questions were received on the policy.</p> <p style="text-align: center;"><i>Proposed: Liam Loudon Seconded: June Fenelon</i></p> <p>Protective Clothing, Safety Equipment & Staff Uniform Policy – CE0007 The Group Chief Executive presented the policy for consideration and asked if there were any questions. Members queried as to why the male uniform allowance was more than the female allowance. The Group Chief Executive confirmed it was due to men's uniforms being more expensive. The Group Chief Executive also highlighted that for year 2021/22, all staff uniform allowances had been reduced by 50%, given that for the last year, staff hadn't been wearing their uniforms due to working from home.</p> <p style="text-align: center;"><i>Proposed: Janet Strang Seconded: Margaret Davison</i></p> <p>Staff Training Policy – CE0009 The Group Chief Executive presented the policy for consideration and asked if there were any questions. No questions were received on the policy.</p> <p style="text-align: center;"><i>Proposed: Drew Hall Seconded: Willie Gibson</i></p>	<p>Ex Dir F&CS</p>

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13.	<p>Payments made by BACS and Signing of Cheques Policy – CSF001 The Group Chief Executive presented the policy for consideration and asked if there were any questions. No questions were received on the policy.</p> <p>Proposed: Brian McCabe Seconded: John Nisbet</p> <p>Authorised Car Users Policy – CSF002 The Group Chief Executive presented the policy for consideration and asked if there were any questions. No questions were received on the policy.</p> <p>Proposed: John Nisbet Seconded: Drew Hall</p> <p>Dignity at Work Policy – CE0008 The Group Chief Executive presented the policy for consideration and asked if there were any questions. No questions were received on the policy.</p> <p>Proposed: Lesley Keenan Seconded: Liam Loudon</p> <p>Scheme of Delegation – CE00021B The Group Chief Executive presented the policy for consideration and asked if there were any questions. No questions were received on the policy.</p> <p>Proposed: Janet Strang Seconded: Brenda Johnstone</p> <p>Data Protection Policy – CE0029 The Group Chief Executive presented the policy for consideration and asked if there were any questions. No questions were received on the policy.</p> <p>Proposed: John Nisbet Seconded: Brian McCabe</p>	
14.	<p>Development Programme Overview (CONFIDENTIAL) <i>(Confidential Report is commercially sensitive therefore has been withheld because disclosure would harm commercial interests.)</i> The Group Chief Executive advised that no questions had been received from the Board prior to the meeting.</p> <p>The Board noted.</p>	

PRIORITY RED – SECTION 2 – IMPORTANT ITEMS MUST BE TAKEN		ACTION
16.	<p>Proposed Restructure of Lemon Aid (Confidential) <i>(Confidential Report is commercially sensitive therefore has been withheld because disclosure would harm commercial interests.)</i> The Group Chief Executive referred members to the previously circulated report.</p> <p>The Board noted and agreed the job title change.</p>	Ex Dir F&CS

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17.	<p>Ardrossan North Shore Development (Confidential) <i>(Confidential Report is commercially sensitive therefore has been withheld because disclosure would harm commercial interests.)</i></p> <p>The Group Chief Executive referred members to the previously circulated report detailing North Ayrshire Councils consultation on the proposed Ardrossan North Shore Development.</p> <p>The Group Chief Executive referred members to the proposed development of Ardrossan North Shore which is situated next to CHA's stock at Sweeney Street, Sweeney Court and Sweeney Gardens.</p> <p>The Group Chief Executive provided views that have been received from Professor Andrew Watterson and Neil Orrock of Clancy Consulting highlighting concerns raised about the use of Brownfields sites from a health and safety prospective.</p> <p>The consultation closes on 9th April 2021 when all views/concerns should be submitted to North Ayrshire Council.</p> <p>The Group Chief Executive proposed that a Special Board meeting be held on 8th April 2021 to allow Neil Orrock to present his response to the questions detailed in the report, prior to submitting the Association's response to North Ayrshire Council on 9th April 2021. The letter/report is expected back from Neil Orrock on 7th April 2021.</p> <p>The Board noted and agreed to holding a Special Board of Management meeting on 8th April 2021 before submitting their response to North Ayrshire Council.</p>	CEO
18.	<p>Making Our Communities Better Place Fund 2020/21</p> <p>Councillor Jimmy Miller declared this item as a declaration of interest which was duly noted and will be registered in the Association's register. Councillor Miller would not be required to leave the meeting but would take no part in the discussion.</p> <p>The Group Chief Executive referred members to the previously circulated report which included an application for members to discuss and consider. He advised that there was still funds available for North & East Ayrshire communities which would not be able to be carried over to next financial year.</p> <p>***Councillor McMahon joined the meeting.</p> <p>MOCBP Application – Inspire, Motivate, Celebrate</p> <p>An application has been received from Inspire, Motivate, Celebrate to help fill a community fridge with food for the people of North Ayrshire.</p> <p>Board members discussed in detail and all agreed that it was a worthwhile cause and that it was fantastic work that Councillor Jim Montgomerie, Chair of the</p>	CEO

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9

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20.	<p>contact is crucial to avoid feeling isolated and detached from others.</p> <p>The Board agreed to add to the Corporate Strategy & Business Plan review agenda in April 2021.</p>	CEO
21.	<p>CEO Remuneration for 2020/21 (verbal update from Chair) The Chair informed members that the Skills & Succession Sub Committee held a meeting on 24th March 2021 to discuss the proposed pay offer in relation to the Group CEO and under delegated authority approved the pay offer in line with the EVH yearly pay award for 2021/22 to the Group Chief Executive.</p> <p>The Group Chief Executive thanked members for the EVH pay award and advised that he would not be accepting the increase offered as he considered his remuneration package to be sufficient.</p> <p>Members advised that they would like to thank the Group CEO for his leadership, hard work and dedication during the unprecedented times experienced over the last 12 months and commented on his loyalty and commitment to the Association.</p> <p>The Board noted.</p>	Ex Dir F&CS
22.	<p>Board Members Collective Training The Group Chief Executive referred members to the previously circulated report which provided an update to the Collective training option results.</p> <p>The Group Chief Executive informed members that the results show that the majority of members would prefer to come into the office to carry out training, if Scottish Government guidelines allow.</p> <p>The Group Chief Executive highlighted that at present the restrictions are still in place therefore until the Scottish Government confirm otherwise, meetings will still need to be over Microsoft Teams.</p> <p>The Board noted.</p>	
23.	<p>New Office Photos of Board Room The Group Chief Executive referred members to the previously circulated images of the proposed new look for the Board Room and confirmed that the new display cabinet for the Associations Awards was now finished and looked impressive.</p> <p>The Board noted.</p>	
27.	<p>Outstanding Staff Holidays (Confidential) (verbal) <i>(Confidential Report is commercially sensitive therefore has been withheld because disclosure would harm commercial interests.)</i> The Group Chief Executive declared an interest in this item, outstanding staff</p>	CEO

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27.	<p>holidays which was duly noted and will be recorded in the Association's register.</p> <p>The Group Chief Executive referred members to outstanding holidays that particular members of staff, himself, Directors/Managers and staff who have been unable to take throughout the year due to Covid and workload.</p> <p>The Group Chief Executive suggested that due to it being a particularly challenging year for Directors/Managers and staff that there is an exception to the rule of traditionally only allowing 5 days to be carried forward to the next financial year.</p> <p>Members discussed in detail and it was highlighted that the Association have an obligation given the new EVH guidance issued due to Covid-19 to allow staff to carry forward if they wish all their annual leave. However the impact on business must be considered and decisions should also be based on this as well.</p> <p>The Board of Management agreed to issue a questionnaire to staff with options.</p> <p>The Board of Management requested a detailed follow up report to the next Board meeting.</p>	<p>CEO</p> <p>CEO</p>

PRIORITY ORANGE – SECTION 3 – ITEMS TO BE TAKEN, TIME PERMITTING		ACTION
24.	<p>SHR Coronavirus Advisory Guidance Feb 2021</p> <p>The Group Chief Executive referred members to the previously circulated SHR Coronavirus Advisory Guidance which has been revised on the impact of COVID on governance and related issues.</p> <p>The Board of Management noted the content of the report.</p>	

PRIORITY GREEN – SECTION 4 – ITEMS FOR INFORMATION ONLY		ACTION
25.	<p>Board of Management Log of Electronic Signatures</p> <p>The Association used members electronic signatures for documents/reports as detailed in the Association's Financial Regulations, (CSF004) and authorised by members at the Board meeting on 4th February 2021.</p> <p>The Board of Management noted the content of the report.</p>	
26.	<p>Media & Marketing Publications</p> <p>The Board of Management noted the content of the report.</p>	

The Meeting closed at 3.35pm.