

CUNNINGHAME HOUSING ASSOCIATION LTD

Minutes of Board of Management Meeting

Held on Thursday 1st July 2021 at 2.00 pm via Microsoft Teams



Present	In Attendance
John Kelly (Chair) Lesley Keenan Janet Strang (2pm – 3:20pm) Brenda Johnstone Brian McCabe Elizabeth Shedden John Nisbet Drew Hall Willie Gibson Margaret Davison Liam Loudon (2pm – 3pm) Councillor McMahon	Frank Sweeney, Group Chief Executive Elaine Nimmo, Minute Secretary Kirsteen Wyllie, Administrative Assistant

PRIORITY RED – SECTION 1 – STANDING ORDER ITEM AND GOVERNANCE ITEMS		ACTION
1.	Apologies Apologies were received from June Fenelon and Councillor Jimmy Miller.	
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 CEO/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 the Board of Management that the Entitlements, Payments and Benefits Policy within item 15 Policy Ratifications would be discussed under item 22 CHA Rulebook – Special General meeting. 5 The Chair advised that item 18 Customer Satisfaction Survey Results would be taken immediately after item 16 on the agenda to allow the Executive Director of Housing & Property Services to leave the meeting. 	
3.	Declaration of Interest None.	

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4.	Requirement of the Writing (Scotland) Act 1995 None.		
5.	Adoption of Minutes and Business Arising from same		
	Meeting	Proposed	Seconded
	Board of Management Meeting 13 th May 2021	Drew Hall	Brian McCabe
	Matters Arising: None.		
	Meeting	Proposed	Seconded
	Special Board of Management Meeting 27 th May 2021	John Nisbet	Drew Hall
	Matters Arising: None.		
	Meeting	Proposed	Seconded
	Corporate Strategy & Business Plan Review Session (Confidential) 11 th May 2021	Lesley Keenan	Willie Gibson
	Matters Arising: None.		
	Meeting	Proposed	Seconded
	Risk Review Session (Confidential) 19 th May 2021	Drew Hall	John Nisbet
	Matters Arising: None.		
	Meeting	Proposed	Seconded
	Housing & Property Services Sub Committee (Confidential) 6 th May 2021	Lesley Keenan	Elizabeth Shedden
	Matters Arising: None.		
	Meeting	Proposed	Seconded
	Housing & Property Services Sub Committee (Non-Confidential) 6 th May 2021	Same as above	
	Matters Arising: None.		
	Meeting	Proposed	Seconded
	Audit Sub Committee 3 rd June 2021	Brian McCabe	Drew Hall
	Matters Arising: None.		

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5.	Meeting		Proposed	Seconded
	Finance & Corporate Services Sub Committee (Confidential) 3 rd June 2021		Lesley Keenan	John Nisbet
	Matters Arising: None.			
	Meeting		Proposed	Seconded
	Finance & Corporate Services Sub Committee (Non-Confidential) 3 rd June 2021		Same as above	
	Matters Arising: None.			
	Meeting		Proposed	Seconded
	Development Services Sub Committee (Non-Confidential) 6 th May 2021		Drew Hall	Liam Loudon
	Matters Arising: None.			
	6.	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 presented on screen the updated risk register and matrix which was agreed at the review session on 19 th May 2021. The Board noted.		
7.	Scheme of Delegation The Group Chief Executive advised that Scheme of Delegation will be taken under item 15, Policies for Ratification. The Board noted.			
8.	Making Our Communities Better Place Fund (North & East Ayrshire) (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 for members to consider the funding requests received and informed members that CHA staff have a link to both applications therefore no recommendations have been given. Staff present at the meeting will not take part in any discussions in same. It was noted that the declarations have been logged in the Registering & Declaring Interests Register in accordance with Governance Policy -CE0028 Entitlements, Payments and Benefits Policy. The Board of Management discussed the following applications in detail and agreed the following:			

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8.	Kilwinning Football Academy 2008's – Approved award of £1,000 Ardrossan Community Sports Hub – Approved award of £1,000	CEO
9.	<p>Making Our Communities Better Place Fund (Dumfries & Galloway) (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 for members to consider the funding requests received.</p> <p>The Board of Management discussed the following applications in detail and agreed the following:</p> <p>Annan the History Town Group – Approved award of £1,000</p> <p>Newington Primary School, Annan The Board discussed the application in detail and agreed to hold the application until the last 3 months bank statements have been received to ensure the funding criteria is met.</p>	<p>CEO</p> <p>CEO</p>
10.	<p>Notifiable Events The Group CEO advised members that there were no notifiable events to report.</p> <p>The Board noted.</p>	
11.	<p>Secretary's Report The Secretary reported the following:</p> <p>Correspondence Correspondence had been received from Brooke Neely's mother, Margaret Paton from the Mauchline Holy Fair, the Scottish Association of Flower Arrangement Societies and from Ciss McCreddie, representative of East Ayrshire Council for the East Ayrshire Food Larders all thanking the Board of Management and CHA for the kind donations received and are all very much appreciated.</p> <p>The Group Chief Executive advised that the Board room works were now complete and PR opportunities will now start to be arranged.</p> <p>The Board noted the content of the report.</p>	CEO
12.	<p>Subsidiary Company Report (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.</p> <p>The Board noted the content of the report.</p>	
13.	EVH Report to Board Members	

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	<p>The Chairperson referred members to the previously circulated report which provided an update for all.</p> <p>The Board noted the content of the report.</p>	
14.	<p>Health & Safety</p> <p>The Group Chief Executive advised that the Health & Safety Manager continues to do a remarkable job, along with the new Deputy Health & Safety Manager.</p> <p>The Group Chief Executive advised that staff have identified that the fire break glass points located within our Head Quarters building are very hard to operate, and new points are required. Once installed this will allow staff to carry out the fire alarm tests safely and without the prospect of possibly finding themselves in a situation where they cannot get the alarm off and fire services start arriving. The Health & Safety Manager is arranging for the work to be carried out.</p> <p>Work and risk assessments continue to be carried out to ensure the office is ready for staff returning when Scottish Government restrictions allow.</p> <p>Board members enquired if there were any staff currently still on furlough. The Group Chief Executive advised a small number of staff remain on furlough.</p> <p>The Board noted.</p>	<p>CEO</p> <p>CEO</p>
15.	<p>Policies for Ratification</p> <p>The Group Chief Executive advised the Board the undernoted policies have been reviewed, with proposed changes highlighted in red.</p> <p>Scheme of Delegation Framework Doc 1 – CE0021</p> <p>The Group Chief Executive presented the policy for consideration highlighting no changes had been made and asked if there were any questions. No questions were received on the policy.</p> <p>Proposed: Janet Strang Seconded: Lesley Keenan</p> <p>Board of Management Scheme of Delegation Doc 2 – CE0021A</p> <p>The Group Chief Executive presented the policy for consideration and advised changes are highlighted throughout the document for ease of reference. No questions were received on the policy.</p> <p>Proposed: Brian McCabe Seconded: John Nisbet</p> <p>Sub Committee Delegated Authority Doc 3 – CE0021B</p> <p>The Group Chief Executive presented the policy for consideration and asked if</p>	

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<p>15. there were any questions. No questions were received on the policy.</p> <p style="text-align: center;"><i>Proposed: Brenda Johnstone Seconded: Drew Hall</i></p> <p>Code of Conduct for Governing Body Members – CE0020 (SFHA model)</p> <p>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: Margaret Davison</i></p> <p>Code of Conduct for Staff – CE0057 (SFHA Model)</p> <p>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: Drew Hall</i></p> <p>Retirement Policy</p> <p>The Group Chief Executive advised that this policy has now been removed from the policy list as EVH have advised that there is no longer a requirement to have such a policy as retirement is someone's personal choice and would follow the same process as in any other resignation.</p> <p>The Board noted.</p> <p>Personal Relationships at Work – CE0013</p> <p>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: Brenda Johnstone Seconded: Elizabeth Shedden</i></p> <p>Attendance and Absence Management Policy – CE0014</p> <p>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: Drew Hall</i></p> <p>Employing Members of the United Kingdom's Reserve Forces Policy – CE0017</p> <p>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: Margaret Davison</i></p>	

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15.	<p>Mental Health & Wellbeing Policy – CEO019</p> <p>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: Drew Hall Seconded: Elizabeth Shedden</p> <p>Audit Expectations & Responsibilities Policy – CSF003</p> <p>The Group Chief Executive presented the policy for consideration and advised the policy has been renamed and rewritten since the being presented to the Finance & Corporate Service Sub Committee on 3rd June 2021. Board members agreed not to refer the updated policy back to the Sub Committee for approval and accepted the reviewed document. No questions were received on the policy.</p> <p>Proposed: Willie Gibson Seconded: Brian McCabe</p>	
16.	<p>Development Programme Overview (CONFIDENTIAL) <i>(Confidential Report is commercially sensitive therefore has been withheld because disclosure would harm commercial interests.)</i></p> <p>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
18.	<p>Customer Satisfaction Survey Results</p> <p>The Executive Director of Housing & Property Services referred members to the previously circulated report and presentation.</p> <p>The Executive Director of Housing & Property Services proceeded to go over the presentation in detail highlighting the survey was carried out over the telephone between February and April 2021. Normally staff would visit tenants for their feedback however due to Covid this was not possible. The results indicated that this did have an impact on feedback received and tenants' responses, alongside the progress of work being completed.</p> <p>It was agreed in future, that all responses are split between new build tenants and older properties to help target where particular issues lie.</p> <p>Given the impact on this year's figures due to COVID-19 it was agreed that the results of 2018 would be compared for a better comparison on at the next survey.</p> <p>The Board noted the content of the report and thanked the Executive Director for the results presented.</p>	<p>Ex Dir H&PS</p> <p>Ex Dir H&PS</p>

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	Liam Loudon left the meeting at 3pm	
19.	<p>Review of Fire Safety in Common Areas Policy – CE0024</p> <p>The Executive Director of Housing & Property Services referred members to the previously circulated report and reviewed policy.</p> <p>The Executive Director of Housing & Property Services informed members that the policy has been reviewed and amended to reflect the internal audit regime implemented to ensure the Association's compliance.</p> <p>The Executive Director of Housing & Property Services asked members if they had any questions. No questions were asked.</p> <p>Proposed: Drew Hall Seconded: Brenda Johnstone</p>	
17.	<p>Mulholland Housing Consultancy CHA Annual Assurance Statement (Confidential) (Confidential Report is commercially sensitive therefore has been withheld because disclosure would harm commercial interests.)</p> <p>The Group Chief Executive referred members to the previously circulated report building on the self-assessment process carried out by both the Association and Mulholland testing CHA's compliance with the Scottish Housing regulator's Regulatory Standards of Governance and Financial Management.</p> <p>The Group Chief Executive highlighted the priority areas that were agreed last year and confirmed an independent review has been commissioned for landlord health and safety to demonstrate compliance and provide external assurance to the Board of Management.</p> <p>After discussion the Board of Management agreed the following:</p> <ul style="list-style-type: none"> • The self-assessment outcome up to 1st July 2021. • Agreed that Self-Assessment against the Regulatory Standards are conducted annually. • Approved the Governance and Financial Management Improvement Plan will be presented for review every 6 months at the Board of Management going forward. • Agreed sufficient assurance to give confidence to sign the Annual Assurance Statement confirming full compliance on 1st July 2021 and authorised the Chair to sign the letter to the SHR confirming this decision. 	CEO
20.	<p>ACDT Match Funding Report (Confidential) (Confidential Report is commercially sensitive therefore has been withheld because disclosure would harm commercial interests.)</p> <p>The Group Chief Executive referred members to the previously circulated report providing an update on Ardrossan Community Development Trust (ACDT).</p>	

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20.	<p>The Board of Management noted and welcomed the progress made by the Ardrossan Community Development Trust. The Association was asked to advise and contribute to the work of the Group and helped assemble a funding package to support work which included £5,000 commitment to complete the funding package for the social and economic regeneration of Ardrossan Town Centre.</p> <p>The Board of Management commented that community work is not easy and it is tremendous what the ACDT group have achieved in such a short space of time.</p> <p>The Board of Management agreed to release £5,000 to Ardrossan Community Development Trust.</p> <p>**Janet Strang left the meeting at 3pm**</p>	CEO
21.	<p>Annual General Meeting</p> <p>The Group Chief Executive referred members to the previously circulated report providing the proposed arrangements for this year's AGM to be held on Wednesday 8th September 2021.</p> <p>The Group Chief Executive informed members that it is unclear at this stage if the AGM will be on MS Teams or in the Board room as this will be dependent on Scottish Government restrictions at that time.</p> <p>The Group Chief Executive Officer informed members that AGM packs will be sent out to all Share Members on 30th July 2021. A Special Board of Management meeting will be held on Thursday 26th August 2021 to approve the annual accounts for issue to share members 7 days prior to the AGM.</p> <p>The Board of Management agreed the following recommendations:</p> <ul style="list-style-type: none"> • The Board of Management agreed that the AGM will be held on Wednesday 8th September 2021 and will be in the Board room at Head Office or virtually on MS Teams, subject to Scottish Government easing of restrictions – this will be confirmed. • That the format similar to last year be adopted subject to Scottish Government easing of restrictions. • Rule 39.2 “at least one-third of the Board Members or the nearest whole number thereto, must retire....”. The following Board members volunteered to be considered for re-election as per rule 39.2: <ul style="list-style-type: none"> - Drew Hall, General Category - Brian McCabe, General Category - Elizabeth Shedden, General Category - John Nisbet, Tenant Category • That immediately after the AGM the elections for the office bearers and Sub Committee Chairs/Vice Chairs take place. 	<p>CEO</p> <p>ExDir F&CS</p> <p>CEO</p> <p>CEO</p> <p>CEO</p>

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22.	<p>CHA Rulebook – Special General Meeting</p> <p>The Group Chief Executive referred members to the previous circulated report which provided an update to an additional rule to be added to the CHA Rulebook and the request to hold a Special General meeting prior to the Annual General meeting on Wednesday 8th September 2021.</p> <p>The Group Chief Executive advised members that when reviewing the recent guidance on Entitlements, Payment and Benefits policy it had come to light that the following optional rule had been missed and omitted from the rules last year:</p> <p>Eligibility for the Board</p> <p>43.1.12 Nominations to join the Board of Management from people who are connected to a serving member, “he/she is the spouse, partner, child (including adopted child or step child), parent, parent-in-law, grandparent, grandchild or sibling of a Board Member or of a governing body member of any other organisation in the Group.”</p> <p>The Board of Management noted and agreed to hold a Special General Meeting on Wednesday 8th September 2021 prior to the Annual General Meeting.</p>	CEO												
15.	<p>Policies for Ratification</p> <p>Entitlements, Payments and Benefits Policy - CE0028</p> <p>The Group Chief Executive referred members to the previous circulated report and advised that the SFHA Model Entitlements, Payments and Benefits Policy model documents has recently been reviewed by Linda Ewart. The Group Chief Executive presented the policy for consideration and highlighted the proposed changes in particular, where legal advice was sought in relation to pages 14 and 15 with regard to:</p> <ul style="list-style-type: none"> The offer of employment or contract for the provision of services (eg specialist advice) to someone who is, or has been in the last twelve months, a member of our Board of Management or to anyone who is related to a member of the Board of Management. <p>Proposed amendment to the policy document as follows:</p> <table border="1"> <thead> <tr> <th>EXAMPLE</th><th>CAN THIS BE PERMITTED?</th><th>FURTHER ACTION NECESSARY BEFORE THIS WILL BE PERMITTED?</th></tr> </thead> <tbody> <tr> <td>Amendment (from Ronney Nimmo):</td><td></td><td>Legal advice sought from Ronney Nimmo.</td></tr> <tr> <td>Offer of employment to persons related to current board members</td><td>Yes</td><td>This is permitted subject to the measures recommended in relation to candidates closely connected to members of staff;</td></tr> <tr> <td>Offer of employment or contracts</td><td>No</td><td>This is not permitted</td></tr> </tbody> </table>	EXAMPLE	CAN THIS BE PERMITTED?	FURTHER ACTION NECESSARY BEFORE THIS WILL BE PERMITTED?	Amendment (from Ronney Nimmo):		Legal advice sought from Ronney Nimmo.	Offer of employment to persons related to current board members	Yes	This is permitted subject to the measures recommended in relation to candidates closely connected to members of staff;	Offer of employment or contracts	No	This is not permitted	
EXAMPLE	CAN THIS BE PERMITTED?	FURTHER ACTION NECESSARY BEFORE THIS WILL BE PERMITTED?												
Amendment (from Ronney Nimmo):		Legal advice sought from Ronney Nimmo.												
Offer of employment to persons related to current board members	Yes	This is permitted subject to the measures recommended in relation to candidates closely connected to members of staff;												
Offer of employment or contracts	No	This is not permitted												

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15.	<div>for services to <u>someone who is or has been in the last twelve months</u> a member of the Board of Management</div> <div>Offer of contracts for services to anyone related to a member of the Board of Management</div>	Yes	This is permitted subject to the Association's normal procurement process (i.e. only where the contract is awarded at arms length).	
<div>Further amendments have been highlighted throughout the policy. After discussion the Board of Management agreed the reviewed policy.</div> <div><div>Proposed: Drew Hall</div><div>Seconded: Brenda Johnstone</div></div>				
23.	<div>Board of Management Appraisal Process</div> <div>The Group Chief Executive referred members to the previously circulated report providing an updated timeline for the upcoming Board Appraisals and informed members that the Appraisal packs have been issued. Each member will be given the option of having their Appraisal in the board room or via MS Teams. Appointments will be issued for each appraisal interview over the coming week.</div> <div>The Board noted the content of the report.</div>			
24.	<div>Corporate Strategy & Business Plan (2021/22 to 2025/26) (Confidential) Verbal (Confidential Report is commercially sensitive therefore has been withheld because disclosure would harm commercial interests.)</div> <div>The Group Chief Executive informed members that the Corporate Strategy and Business Plan (2021/22 to 2025/26) has now been submitted to the Scottish Housing Regulator and confirmation of receipt was received.</div> <div>The Board noted.</div>			
25.	<div>Update on HAG Rates Verbal</div> <div>The Group Chief Executive informed members that discussions are still ongoing between the Scottish Government and SFHA with regard to HAG rates. Three offers above the benchmark have been made however they have been refused due to many factors, including the level of ever increasing material/building costs.</div> <div>Further updates will continue to be provided at the Development Sub Committee meetings.</div> <div>The Board noted.</div>			
PRIORITY ORANGE – SECTION 3 – ITEMS TO BE TAKEN, TIME PERMITTING				ACTION
	None.			

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PRIORITY GREEN – SECTION 4 – ITEMS FOR INFORMATION ONLY		ACTION
26.	Quarterly Policy Review Progress Report (Apr-Jun) The Board of Management noted the content of the report.	
27.	Board of Management Log of Electronic Signatures The Board of Management noted the content of the report.	
28.	Complaints Monitoring Report The Board of Management noted the content of the report.	
29.	Media & Marketing Publications The Board of Management noted the content of the report.	

The Meeting closed at 3.50pm.

	Signature	Date
Approved to Proceed to Chairperson for Sign-Off:		14/07/2021
Approved for Circulation By:		14/07/2021
Proposed By:		
Seconded by:		