CUNNINGHAME HOUSING ASSOCIATION LTD

Minutes of Special Board of Management Meeting Held on Wednesday 14th July 2021 at 2.00 pm via Microsoft Teams



| Present | In Attendance |
|--------------------|--|
| John Kelly (Chair) | Frank A Sweeney, Group Chief Executive |
| Lesley Keenan | Steven Good, Executive Director of Housing & Property Services |
| Janet Strang | Elaine Nimmo, Minute Secretary |
| Brenda Johnstone | Kirsteen Wyllie, Administration Assistant |
| William Gibson | |
| John Nisbet | |
| Drew Hall | |
| Brian McCabe | |
| Margaret Davison | |
| wargaret Davison | |

| PRIOF | RITY RED – SECTION 1 – STANDING ORDER ITEM AND GOVERNANCE ITEMS | ACTION |
|-------|--|--------|
| 1. | Apologies Apologies were received from June Fenelon, Liam Loudon, Elizabeth Shedden, Councillor McMahon (EAC) and Councillor Miller (NAC). | |
| 2. | Chairperson's Remarks | |
| | The Chair asked all Members to mute their microphones unless they wish to speak and to say their name prior to speaking. The Chair asked all Members to ensure that their mobile phones are switched off. 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 should not be discussed with any external party either prior to or after said meeting by any Member of the Board of Management. | |
| | All members should note that when the Group CEO/Executive Directors/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 Group Chief Executive informed members that the Annual Assurance Statement was submitted to the Scottish Housing Regulator as approved by the Board of Management at the meeting of 1 st July 2021. SHR has requested confirmation on a couple of points which will be updated and presented to the Board of Management on 19 th August 2021 for approval prior to being submitted to the Regulator. This is still within the timescale as the Annual Assurance Statement is not due until 31 st October 2021. The Board noted. | CEO |
| | 5 The Group Chief Executive informed members that Elizabeth Shedden has requested 4 weeks leave of absence. The Group Chief Executive suggested that 6 weeks would be more appropriate given the situation. Board members expressed their sympathy and granted 6 weeks leave of absence for Board member Elizabeth Shedden. | CEO |

Minutes of Special Board of Management Meeting Held on Wednesday 14th July 2021 at 2.00 pm via Microsoft Teams



| PRIORITY RED – SECTION 1 – STANDING ORDER ITEM AND GOVERNANCE ITEMS | | |
|---|---|-----|
| 2. | 6 The Group Chief Executive informed members that the original date for issuing AGM paperwork to shareholders is 30 th July 2021, however given that the First Minister will make a further announcement on 3 rd August 2021 for Scotland to potentially move beyond level 0 from 9 th August 2021, it is proposed that the AGM paperwork will be issued on Wednesday 4 th August 2021 (3 days later than originally planned). This will have no impact on the current timetable and will allow for staff to decide if the AGM will be held virtually or in the Board room on Wednesday 8 th September 2021. The Board noted and agreed that AGM paperwork is issued on Wednesday 4 th August 2021, after the First Ministers announcement. | CEO |
| 3. | Declaration of Interest None. | |
| 4. | Requirement of the Writing (Scotland) Act 1995 None. | |

| PRIO | PRIORITY RED – SECTION 2 – IMPORTANT ITEMS MUST BE TAKEN ACT | | |
|------|--|--|--|
| 5. | Residents Services Extra (CONFIDENTIAL) (Confidential Report is commercially sensitive therefore has been withheld because disclosure would harm commercial interests.) The Group Chief Executive informed members that the draft report is now complete and a Special Board of Management meeting has been arranged for 29th July 2021 to discuss the report along with the 5-year financial projections. The Board noted. | | |
| 6. | Stock Transfer Opportunity (CONFIDENTIAL) (Confidential Report is commercially sensitive therefore has been withheld because disclosure would harm commercial interests.)The Executive Director of Housing & Property Services referred members to the previously circulated report detailing a potential stock transfer opportunity.The Executive Director of Housing & Property Services confirmed that the location of these properties is ideal for management purposes being in Ardrossan where it is the Association's largest area of operation. | | |
| 6. | Board members queried if any of the properties had any part ownership in place and if there had been any reports of anti-social behaviour in the area. It was confirmed that there was no part ownership in place as this was not available at the time the properties were built and the Association is not aware of any anti- social behaviour however this will be taken up as part of due diligence. Board members enquired if there is a demand for the type/size of properties in this location. The Executive Director of Housing & Property Services confirmed the | | |

CUNNINGHAME HOUSING ASSOCIATION LTD

Minutes of Special Board of Management Meeting Held on Wednesday 14th July 2021 at 2.00 pm via Microsoft Teams



| PRIOF | RITY RED – SECTION 2 – IMPORTANT ITEMS MUST BE TAKEN | ACTION |
|-------|--|---------------------------------|
| | Association has a healthy waiting list for this type/size of property. The Board of Management agreed the following: Approved the proposal in principle to transfer stock. Remitted the Executive Director of Housing and Property Services and Executive Director of Finance and Corporate Services to liaise with and carry out due diligence and report back their findings and recommendations. | Ex Dir H&PS & Ex Dir F&CS |
| 7. | SFHA Model Rules / CHA Rule Change The Group Chief Executive referred members to the previously circulated report detailing the proposed rule changes for CHA, which had been discussed and agreed by the Board on 1 st July 2021. | |
| | Proposed Additional Rule 4.3.1.12 he/she is the spouse, partner, child (including adopted child or step Child), parent, parent-in-law, grandparent, grandchild or sibling of a Committee Member or of a governing body member of any other Organisation in the Group. | |
| | The Board of Management accepted the proposed new rules and agreed for the amended rulebook to be presented to all share members at the Special General Meeting on 8th September 2021 prior to the AGM. | CEO |

| PRIC | PRIORITY ORANGE – SECTION 3 – ITEMS TO BE TAKEN, TIME PERMITTING | |
|------|--|--|
| | None. | |

| PRIORITY GREEN – SECTION 4 – ITEMS FOR INFORMATION ONLY | ACTION |
|---|--------|
| None. | |

The Meeting then closed at 2.20 pm.

| | Signature | Date |
|---|-----------|------------|
| Approved to Proceed to Chairperson for Sign-Off: | | 09/08/2021 |
| Approved for Circulation By: | | 09/08/2021 |
| | | |
| Proposed By: | | |
| | | |
| Seconded by: | | |