

## BOARD MINUTES

**Date of Meeting: 2 April 2020**

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**Minute/information removed or edited due to information relating to personal/confidential items or being commercially sensitive**

## Board Minutes

Name of Meeting	Board	Date of Meeting	2 April 2020
Venue of Meeting	Conference call	Time of Meeting	5.15pm

### 1. Welcome and Apologies

A Murray (Chair), A Baird, C Hendry, A McFarlane, C Boyd, E Walker, S Watson, I McGowan

#### In Attendance

L Wassell (Chief Executive), J Turnbull (Investment Director), C Garmory (Finance and Corporate Services Director), F Smith (Customer Services Director), L Hughes (minutes)

#### Apologies

M Gilfillan, I Saunders, L Wilson

The Board were welcomed to the reconvened Board Meeting from 16 March that was postponed due to the COVID 19 virus.

On behalf of the Board the Chair thanked L Wassell, the Executive Management Team (EMT) and all staff for their hard work and commitment to customers during these unprecedented times. He asked that the Board's thanks was communicated to all, this was welcomed by all Board Members.

### 2. Declaration of Interest

2.1 No declarations of interest were registered.

### 3. Minutes of Previous Meeting

3.1 Board requested that in future minutes are shared as soon as possible after the meeting, this would allow Members to review and critique minutes whilst points were still fresh in their minds. L Wassell agreed this was possible and minutes would be shared via BoardPacks immediately after approval from the Chair, this would be no later than 4 weeks from the date of the meeting.

### 3.2 Board Comments & EMT Responses on papers 16 March 2020

3.2.1 L Wassell thanked Board for the detailed written comments received after meeting of 16 March was postponed and advised EMT members have responded to and answered all questions. Board confirmed they were satisfied with all responses and would review the responses if required through the meeting. A copy of this paper was attached for review with the minutes.

3.3 The Board **approved** the minutes of meeting held on Monday 9 December 2019.

#### 4. Customer Panel Scrutiny Report – Non-confidential

4.1 F Smith advised due to the Covid 19 lockdown Customer Panel Members were unfortunately unable to present the detailed Customer Service Scrutiny report to Board. Board asked for their thanks to be passed to the Panel for their hard work and commitment in producing the detailed and interesting report.

4.2 All members approved the report, noting that timelines may change due to the impact of lockdown. F Smith advised all timescales in all projects will be revised and a timeline for all current projects is being reviewed on an ongoing basis.

4.3 The Customer Panel Scrutiny Report recommendations were accepted and **approved** by Board on the basis that timescales will change due to COVID 19.

#### 5. Governance

##### 5.1 Board Action Log – Non Confidential

5.1.1 L Wassell introduced Board to action log.

5.1.2 The Board enquired regarding the status of the Data Dictionary, L Hughes confirmed the Dictionary was almost complete and was being used by Leadership team to support the ARC submission.

5.1.3 F Smith confirmed to Board all rent letters have been sent to customers and there were no overall trends in the responses from customers regarding the increase.

5.1.4 The Board **approved** the Action Log.

##### 5.2 Board Member Election of Lorna Wilson – Non Confidential

5.2.1 Board **approved** the appointment of Lorna Wilson as Board Member up to the AGM in September 2020, at which point she will be required to stand for election for a 3- year term.

##### 5.3 Governance Report – Non-Confidential

5.3.1 C Garmory confirmed to Board that a number of points had been raised by email from the Board and all points noted in Agenda Item 3.2 addressed and responses included in the report back to the Board. She welcomed questions.

5.3.2 Board **approved** the following:

Five notifiable events that will be filed to the SHR to date this quarter (subject to all reports being approved on this agenda):

- The restructure of our Board and Committees;
- The resignation of our Investment Director;
- The intention to secure housing assets to Prudential Trust for Facility C (refer Board Agenda Item 7.2);
- The approval of MMR Leasing agreements (refer to Board Agenda Item 7.4);
- The fire at Alexander Gibson Court on 6 March 2020 and alerted to Board Members that day, which resulted in a tenant being hospitalised.

In addition Board **approved**:

- the new governance proposals and documents.
- Delegated authority to the Chair and Chief Executive regarding the potential allocation of a mid-market property to a CVHA member of staff due to the timescales required
- the rationale for and approach to reaching a formal decision on Board remuneration with an independent consultancy report by North Star to be brought to the June 2020 Board Meeting
- the updated Governance Excellence Plan and new policies.

#### 5.4 **Annual Policy Review Schedule** – Non-confidential

5.4.1 C Garmory confirmed all IT Policies will be updated for Board Meeting on 22 June 2020.

5.4.2 Board **noted** the update and **approved** the contents of the report.

### 6. **Strategy Development** – Non-Confidential

6.1 L Wassell introduced this report, advising Board the planned launch on 27 April 2020 has been postponed, however the approved Design Company (Designline) are working on the Corporate Plan design, editing and launch. It was agreed by Board that Corporate Strategy content and messaging could be reviewed in the light of the Covid 19 pandemic at the Board Strategy Day in September unless this can be achieved earlier.

6.2 Board **discussed and approved** the new CVG Corporate Plan, noting the approach to the communication plan and launch which will be revisited after lockdown.

6.3 Board **discussed and approved** the four key supporting strategies for Customer Experience, People, Digital and Smarthink, Investment and Growth.

### 7. **Strategic Finance**

#### 7.1 **Annual Budget and 30 year financial projections and Business Plan** - Confidential

**Minute removed or edited due to information relating to personal/confidential items or being commercially sensitive.**

##### 7.2.1 **Securities** – Non confidential

7.2.1 The Board updated that the Land Register in Scotland was closed and asked if this presented an issue. C Garmory advised not at present as we don't have an immediate urgency to place security.

7.2.2 Board **approved** the schemes to be assigned to Prudential Trust in respect of the Syndicate for Facility C.

7.2.3 Board **approved** the extract minute of the meeting that is in line with the previous extract of the meeting of 18<sup>th</sup> March 2019, prepared by Harper MacLeod.

#### 7.3 **Changes in between Bank of Scotland and Lloyds Bank and movement of ISDA-** Non-confidential

7.3.1 Board **approved** delegated Authority to the Chair of CVHA and/or the Chair of Audit Committee to sign any required documentation in connection with this transfer given this would not mean any changes to the terms and conditions just the body we would be contracted with.

#### 7.4 **Mid- Market Rent Leases to CVPS – Confidential**

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### 8 **Performance, Procurement & Risk – Non-Confidential**

#### 8.1 **Term Maintenance Contract Award**

8.1.1 Board **approved** the award of the tender to Timetra based on the 3 stage process that has been followed and detailed in the report. The new contract will start in July.

#### 8.2 **Quarter 3 Performance Report – Non-confidential**

8.2.1 The Board confirmed they were happy with the updates to the Performance report they had requested as it gave more clarity to the current position and comparison to the previous quarter.

8.2.2 The Board asked if the various customer satisfaction survey indicators should be on the report if they are annual and do not change quarterly. F Smith confirmed this was an option to remove the indicators, however it should be considered that moving forward as part of the Customer Engagement Strategy the plan is to get more up to date transactional data from our customers, similar to the data collected by the Repairs Team by SMS. He further advised this data would allow us to get more information from our customers and allow us to shape the customer support we offer. It was agreed by Board that this would be reviewed when an update on the Customer Experience Strategy was available.

8.2.3 F Smith advised the current Customer Satisfaction Survey was completed annually and agreed that currently the results would not change, however as noted above there are plans that this change will be more frequent. The Board agreed that it was a good indicator to retain as in the future it would allow the Board to measure impact of service improvements to our customers.

8.2.4 Board **approved** the Strategic Performance Report

#### 8.3 **New Supply Report – Confidential**

**Minute removed or edited due to information relating to personal/confidential items or being commercially sensitive.**

### 9 **Group Parent Monitoring Minutes**

#### 9.2 CVPS Board Minutes

The Board **noted** the minutes of CVPS Board Meeting on 5 December 2019.

#### 9.3 Innov8 Board Minutes

The Board **noted** the minutes of Innov8 Board on 29 November 2019 and 27 February 2020

## **10 Committee Minutes**

### **10.2 Audit & Risk Committee Minutes**

The Board **noted** the minutes of the Audit & Risk Committee Minutes on 6 February 2020.

### **10.3 Health & Safety Board**

The Board **noted** the minutes of the Health & Safety Board on 23 January 2020.

### **10.4 Finance Committee**

The Board **noted** the minutes of the Finance Committee on 13 February 2020.

## **11 COVID 19, Business Continuity Plan and Delegations, Notifiable Events - Confidential**

**Minute removed or edited due to information relating to personal/confidential items or being commercially sensitive.**

## **11 Any other business**

The Board were asked by Chair if they remained assured with the Annual Assurance Statement. All members confirmed yes they remain assured.

The Board expressed their thanks and gratitude to J Turnbull on his time spent in CVG and his constant support and dedication to the Association

## **12 Date of Next Meeting**

13.1 The date of the next meeting is Monday 22 June 2020 at 5.15pm.

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