

## BOARD MINUTES

**Date of Meeting: 22 June 2020**

Please note that these minutes have been edited to remove any commercially sensitive or confidential discussions.

If you need this publication in larger print, audio form, Braille, or in another language, please contact our office and we will try to help you.



**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	22 June 2020
Venue of Meeting	Zoom Virtual Meeting	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, M Gilfillan, I Saunders, L Wilson

#### In Attendance

L Wassell (Chief Executive), J Turnbull (Investment Director), C Garmory (Finance & Corporate Services Director), F Smith (Customer Services Director), L Hughes (minute), F Lees North Star (agenda item 4.3 only)

#### Apologies

None

### 2. Declaration of Interest

2.1 A Murray (Chair) and A McFarlane (Chair of Audit Committee) noted a declaration of interest at Agenda Item 4.3. Members were advised they would disconnect from the zoom session at the appropriate time and that this section of the meeting would be chaired by C Boyd.

### 3. Minutes of Previous Meeting

3.1 With no formal questions, Board **approved** the minutes of the meeting held on Monday 2 April 2020.

### 4. Governance

#### 4.1 Board Action Log – Non Confidential

4.1.1 A Murray introduced Board to the action log advising Board that all outstanding actions with the exception of item 5.3.2 (fire incident) were covered as part of the meeting agenda. No questions were received from Members.

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

#### 4.2 Governance Report – Non-Confidential

4.2.1 C Garmory introduced this paper, noting approvals were required for policy updates and invited questions. C Garmory, in response to a question, outlined that as a result of a number of IT changes happening within the organisation the policy was marked as next review within one year and not the standard 3 year review to ensure the policy aligns with the business needs.

4.2.2 The Board had an in-depth discussion on the policies and noted the ICT policy would be aligned to the new IT strategy and reviewed within 12 months.

4.2.3 The Board

- **noted** the Annual Assurance Statement update
- **noted** submission of no notifiable events
- **approved** updated Code of Conduct and ICT Policy Manual
- **noted** there are no new share membership applications, payment or benefit approvals or disposals to approve

4.3 **Board Remuneration - Confidential**

4.3.1 Item removed or edited due to information relating to personal/confidential items or being commercially sensitive.

4.4 **New Rules – Confidential**

4.4.1 Item removed or edited due to information relating to personal/confidential items or being commercially sensitive.

5. **Strategy Development – Non-Confidential**

5.1 L Wassell introduced the Corporate Strategy paper to Board and gave a brief update on annual delivery priorities. L Wassell invited comments on the new style Corporate Strategy documents.

5.2 Board **agreed** the format and look of the documents and thought these were professional and in line with CVG values and brand. Reference was made to incorporating and cross-referencing the four core pillars throughout the document. Board further agreed they liked the messaging on the strategy and felt it looked modern and sharp. The Board agreed that it was important the outcomes and narrative were clear and meaningful for the customer in terms of the difference CVG will make. Board liked the customer experience approach in general. In terms of the options for cover design, the Board preferred to use 'customer' in the sub title and 'with' customers rather than 'for' and suggested it might stand out better if this was in a different colour. The Board also felt the customer panel contribution to the business could be more defined in the strategy and it was agreed to include a case study from the panel. Board welcomed the delivery plan and asked if the links to the strategic objectives could be made explicit as cross references in the plan as they felt this will ensure all actions were in line with strategic objectives.

5.3 F Smith advised Board that the Customer Engagement Strategy is currently being updated to reflect the Corporate Strategy and delivery plan content. In response to questions about earlier Board feedback on the People Strategy, C Garmory advised that comments from Board had been largely taken on board and further discussions needed to take place more around the delivery plan and not the strategy.

5.4 L Wassell updated Board on the People Director recruitment advising a good response had been received and interviews are planned for early July.

5.5 L Wassell confirmed that the Corporate Strategy, other supporting strategies and delivery plan have taken into account the impact and potential changes due to the pandemic.

5.6 The Board asked that our own photography is included the strategy documents that is relevant and up to date as can practicably be achieved.

5.7 The Board

- **discussed** and commented on the new updated CVG Corporate Plan;
- **discussed** and agreed arrangements and timing for publication;
- **approved** the annual delivery plan priorities for 2020-21 and noted that progress will be reviewed at the Board Strategy session planned for September 2020.

## 6. Performance, Procurement & Risk

### 6.1 Strategic Risk Register – Non-Confidential

6.1.1 C Garmory introduced the Strategic Risk Register to Board, advising the new format was approved by Audit Committee on 21 May 2020. She further advised the format change allowed a clear vision of the risk, mitigating factors and controls in place as well as a target risk with actions required to reach the target risk. Board were asked to note the Risk Register has been adapted to accommodate specific sub risks that materialised from the Covid situation. These have been shaded in grey and linked to risk as applicable. Any mitigations have been identified and further actions to be carried out to mitigate this risk further has been included. Chair of Audit Committee confirmed this document had been reviewed stringently by the Audit Committee and he was satisfied by the level of assurance with regards to Risk in CVG.

6.1.2 F Smith addressed Board concerns: **SR4 Failure to address affordability**, in the current climate in relation to financial burdens imposed on our customers with regards Covid. F Smith confirmed to Board this was a challenging time for our customers, he made reference to a briefing note he shared with Board on morning of 22 June, *'Impact of COVID and our response'*. F Smith gave further updates to Board on the positive response from the CX Communication tool, which highlighted the scope of issues facing our customers and also allowed the Customer Service Team to plan responses and actions to ensure as many customers as possible would benefit.

6.1.3 F Smith advised the Board that support is being provided to customers from the Income Maximisation Team, who are offering support on DWP claims and grants available from local authority partners. It was agreed by all that all RSLs and Local Authorities are working collaboratively during the pandemic to support each other and customers.

6.1.4 F Smith confirmed he will provide a further update on all points noted above in regards to rent affordability to the Audit Committee on 6 August. He also noted that he will continue to complete weekly rent affordability reports which are saved in the BoardPacks knowledge library.

6.1.5 J Turnbull provided Board with an updated on; **SR5 Failure to deliver and/or delay in our new supply linked to our current private placement deal**. He confirmed nearly all new sites have now reopened and updated Board on contract negotiations and what financial implications our contractors may incur.

6.1.6 C Garmory responded to Board challenge on **SR2 Failure to comply with Health and Safety Legislation and other regulatory requirements**, on why with further mitigating steps in place the current risk had not changed, she confirmed this was due to some Gas Safety Checks outstanding due to Covid and therefore the mitigations do not reduce the raw risk.

6.1.7 With no further questions Board **reviewed** and **approved** the Strategic Risk Register and updates in regards of COVID 19.

## **6.2 Performance – Non-Confidential**

6.2.1 C Garmory introduced this report, advising Board that the Audit Committee has reviewed the ARC submission that should be approved by our Chair by end of June and submitted to the Regulator. The ARC audit had been completed by C Dugan and minor changes had been identified.

6.2.2 She advised a new performance framework is currently being updated and moving forward Board will be given quarterly performance updates in a different report format, and the data provided will be more current and up to date. She asked for Board feedback and approval on Performance Targets for 2020.

6.2.3 Board asked for clarity on how each target and KPI links to strategic objectives. C Garmory confirmed the strategic objectives will be added to the report. Further challenges from the Board were in the interest of continuous improvements, questions were asked why some targets had been set lower than previous year's results. In response.

6.2.4 J Turnbull advised Board that the repairs 'first time fix' KPI had been reduced from previous years due to concerns that our suppliers may struggle for materials and as a result some repairs may not be completed first time. Board agreed this is an evolving situation and they are content to approve targets that have been set by Executive Team.

6.2.5 LW advised that the employee turnover target was linked to work underway on succession planning. Board have been sent a separate update on turnover and progress and a report will be presented to August Board.

6.2.6 The Board

- **discussed** and **approved** the Strategic Performance Report.
- **approved** performance targets for 2020/21
- **approved** delegated authority for the Chair can approve the changes to the ARC and sign off the submission by the end of June 2020.

## **6.3 Procurement Strategy – Non-confidential**

6.3.1 J Turnbull confirmed he had nothing to add to this report and sought Board approval. He advised that in line with Scottish Government guidance this report will be uploaded to the CVHA website.

6.3.2 Board **approved** the Procurement Strategy and otherwise noted the contents of this report.

## **6.4 Asset Management Strategy – Non-confidential**

6.4.1 J Turnbull introduced the Asset Management Strategy and confirmed there were no new actions for this year, he apologised for the typographical error in the report in relation to 3 new actions.

6.4.2 Board thanked J Turnbull for the update and noted the comments relating to progress contained the Action Plan and otherwise noted the contents of the report.

## **6.5 New Supply Report – Confidential**

6.5.1 Item removed or edited due to information relating to personal/confidential items or being commercially sensitive.

## **6.6 Update on Contractual issues – Confidential**

6.6.1 Item removed or edited due to information relating to personal/confidential items or being commercially sensitive.

## **7. Strategic Finance**

### **7.1 Business Plan 2020 and update on Five Year Return to the Regulator – Confidential**

7.1.1 Item removed or edited due to information relating to personal/confidential items or being commercially sensitive.

### **7.2 Treasury Management Update – Confidential**

7.2.1 Item removed or edited due to information relating to personal/confidential items or being commercially sensitive.

## **8. COVID Recovery Plan & BCP – Confidential**

8.1 Item removed or edited due to information relating to personal/confidential items or being commercially sensitive.

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

### 9.1 CVPS Board Minutes

**The Board noted the minutes of CVPS Board Meeting on 5 March 2020.**

## **10. Committee Minutes**

### 10.1 Audit & Risk Committee Minutes

**The Board noted the minutes of the Audit & Risk Committee Minutes on 21 May 2020.**

### 10.2 Health & Safety Board

**The Board noted the minutes of the Health & Safety Board on 16 April 2020.**

## **11. Any other business**

11.1 The Board were asked by Chair if they remained assured with the Annual Assurance Statement in light of the discussions and reports on this agenda. All Members confirmed yes they remain assured.

11.2 The Chair advised that Board appraisals would be completed virtually on 20 and 22 August, details would follow shortly from L Hughes.

11.3 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**

12.1 The date of the next meeting is Monday 24 August at 5.15pm.

All members of CVHA staff left the meeting.

**13. Annual Chief Executive Appraisal and Company Car – Confidential**

13.1 Item removed or edited due to information relating to personal/confidential items or being commercially sensitive.

Followed the meeting Board held a check out session.