

**BOARD MINUTES**

<b>MINUTES OF</b>	:	Board of Management Meeting
<b>TIME &amp; DATE HELD</b>	:	26th April 2022 at 6.00pm
<b>DATE APPROVED</b>	:	24th May 2022

<b>BOARD MEMBERS PRESENT</b>	:	Ms Scoffield ,Ms Thomson, Ms Battersby, Ms Barbour, Ms Hassan, Ms Johnston and Mr McIntosh
<b>APOLOGIES</b>	:	Mr Barclay, Mr Connor, Ms Kiernan and Mr Robertson
<b>STAFF PRESENT</b>	:	Tony Teasdale (CEO)
<b>IN ATTENDANCE</b>	:	Olwyn Gaffney (SHARE)

**1. Apologies**

Apologies were noted as indicated above.

**2. Declarations of Interest**

There were none.

**3 Minutes for Information**

The draft minutes of the following meetings were noted:

- 3.1** Housing & Community Services Meeting : 05.04.2022
- 3.2** Property Services Committee Meeting : 12.04.2022

**4. Minutes for Approval**

The draft Minute of the Board of Management meeting held on 29th March 2022 was **approved** as a correct record on a motion from Ms Barbour, seconded by Ms Thomson.

**5. Governance issues**

The Board agreed to take this item earlier on the agenda than scheduled.

Members noted the content of the report and:

- Welcomed Marian Hassan, new co-optee, to her first meeting.
- **Approved the proposal to grant leave of absence to Jenny Kiernan until the end of June and agreed to extend Sean Connor’s leave of absence into May.**

The Board noted that, in accordance with the authority delegated to them at the April meeting, the Office Bearers had agreed to appoint SHARE to support this year’s annual Board appraisal and CEO annual appraisal processes. Olwyn Gaffney (SHARE Learning & Development Manager) was welcomed to the meeting and it was explained that she would be staying for the rest of the meeting to observe the functioning of the Board as part of the annual review.

Olwyn gave a presentation on the Board review process (see **Appendix 1**). Members noted and discussed the format for the questionnaire that all members had been invited to complete and return to SHARE in advance of the Individual meetings with Board members. These had now been arranged for the 4th, 5th and 6th May. A report with recommendations would be presented to the May Board meeting.

## 6. **Matters Arising**

The Board noted the content of the report and in particular:

*Minute Ref. Item 8: Staffing issues:* That IBP Strategy & Research had been appointed to carry out the staff satisfaction survey. It was agreed that the **draft survey form be circulated to Board Members for any comment as part of the internal consultation.**

*Minute ref. Item 9.1: Budget 2022/23:* That the outcome of the EVH pay negotiations was a 4.1% salary uplift for 2022/23.

## 7. **Compliance and Safety Update**

Members noted the content of the report, including the formal notification to SHR regarding the sale of Tollcross Mansionhouse. The Notifiable Event had now been closed by SHR.

## 8. **CEO Progress Report**

The Board noted the content of the report and:

- **Approved £300,000 gift aid from Upkeep to SHA from 2021/22 accounts.** Query raised as to whether any of this might be used to increase payments to those struggling from cost of living crisis. Noted that not a matter for that meeting but open to Board in future to decide to prioritise that against other priorities of investment in stock/maintaining cash-holdings.
- Noted updated insurance cover for 2022/23 and significantly increased premiums. A Member queried the significantly increased excess for fire and it was **agreed to share what the higher cost of the premium would be if excess had been maintained at previous level.**
- Noted the content of the Spring newsletter and **agreed that consideration be given to re-introducing the competition for the next edition.** Noted that the reduction in length from 16 to 12 pages had saved in the region of £1000.

## 9. **Staffing Issues**

The Board noted and considered the content of the report and made decisions as follows:

- **To commence recruitment to the vacant Director of Finance and Corporate Services (DFCS) post.** The Job description to be finalised in consultation with the Office Bearers. The Chair to be a member of the selection panel. The services of Aspen Executive Recruitment to be used again.
- **To re-integrate the responsibilities of the vacant Governance & Communications Officer (G & CO) post into the Finance & Corporate Services Team by:**
  - Expanding the remit of the Corporate Services Manager (CSM) post to cover operational management responsibility for these matters

- Replace the G&CO role with a more generic corporate/business support officer role (at same grade) to enable the post-holder to provide support to the CSM.
- Provide support and development opportunities as necessary to managers within the F&CS team.
- **To put in place interim cover arrangements for the vacant DFCS post, including:**
  - **temporary upgrading of Finance Manager post** to reflect enhanced responsibility.
  - **procurement of services of consultant Paul McNeill as back up** in respect of strategic finance issues that arise and on a planned basis in relation to:
    - preparation of Loan Portfolio Return to SHR.
    - overview of quarterly management accounts.
    - training to Finance manager on BRIXX system and related business planning issues.
    - carrying out a review of the Association’s approach to minimum cash-holdings as part of annual Treasury management Report to Board in August.
    - other issues of a similar nature that may arise during the period that the DFCS post is vacant.

The CEO estimated that at this stage the cost was unlikely to exceed £5000.

The Board also noted the position regarding other staff vacancies and the aim to bring proposals regarding these to the Audit and Corporate committee meeting on 31st May 2022.

**10. Business Plan 2022**

The Board noted the content of the report and received a presentation from the CEO highlighting the key updates proposed to the Plan. **Board Members were invited to submit comments in advance of the May Board meeting at which the draft Plan will be presented for final approval.**

**11. Membership Applications**

There were none.

**12. Any Other business**

The Board agreed that a stock tour for Members be arranged before the end of June.

**Minute prepared by  
Tony Teasdale, Chief Executive**

**SIGNED:** .....

**DATE:** .....