



KINGDOM

Housing Association

Board of Management Minutes

Date of Meeting: 17 February 2020

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

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HAPPY TO TRANSLATE

KINGDOM HOUSING ASSOCIATION (KHA) LIMITED
MINUTES OF THE BOARD OF MANAGEMENT MEETING
HELD ON MONDAY 17 FEBRUARY 2020
AT 5.30 PM
AT SALTIRE CENTRE, GLENROTHES

PRESENT:	Laura Brotherton	Laurie Naumann
	Tom Barr	David Redpath
	Freya Lees (Chair)	Guy Thomson
	Linda Leslie	Carol Watson
IN ATTENDANCE:	Bill Banks	Andrew Latto
	Calum Kippen	Nick Pollard
	Scott Kirkpatrick	Alan Simpson

At the start of the meeting Freya acknowledged that Nick Pollard will be leaving KHA to take up a post with another RSL. On behalf of the Board, Freya thanked Nick for his considerable contribution to the work of Kingdom during his time with the Association and wished him every success in his new appointment.

Freya referred Board Members to the questions submitted pre meeting and confirmed responses had been provided, that copies were circulated at the meeting and a copy would be attached to the minutes as appendix A.

1. APOLOGIES

Iain Connelly.

The Board **granted** a special leave of absence for Graeme Mackay until June 2020. The Board **agreed** some flexibility in the leave of absence depending on Graeme's employment situation the leave could be shortened or extended.

Special leave of absence – Stephen Swan.

2. DECLARATION OF INTEREST

Freya highlighted that Board members may have an association or working relationship with other organisations that work in partnership with Kingdom

ACTION BY

**Board
Members**

and whilst this may not be a direct conflict of interest the relationship should be declared as a standard declaration. It was noted that if Board members are in doubt about what to declare speak to Bill or Calum.

The Board reviewed and **approved** the proposed treatments below;

Agenda Item 6, Chief Executive Report, Section 3.1 - Board Directors of KSC

The Board **agreed** that Linda Leslie can remain at the meeting while this item is being presented.

Agenda Item 7a, b, c , Confidential Items

The Board **agreed** that all staff apart from Bill Banks will be excused from the meeting whilst these items are being presented.

Agenda Item 7d, Confidential Items

The Board agreed that Bill Banks will be excused from the meeting whilst this item is being presented.

3. TO APPROVE THE MINUTES OF THE BOARD OF MANAGEMENT MEETING HELD ON 20 JANUARY 2020

The minutes were **approved** by Carol Watson and **seconded** by Laurie Naumann.

4. MATTERS ARISING FROM THE MINUTES OF THE MEETING HELD ON 20 JANUARY 2020

It was **noted** that all action points are included in the papers or are complete.

5. FINANCE & DIGITAL & ANNUAL BUDGET REPORT FOR 2020/ 2021

Nick presented a comprehensive review of Kingdom's financial position at the pre Board briefing session before the meeting.

1.1 - KHA Management accounts Third Quarter to 31 December 2019

Nick presented the management accounts and highlighted that overall they indicate a positive outturn position of a surplus of £3.2 million against a forecast surplus for the period of £3 million.

The Board **noted** the KHA management accounts outturn position for the third

quarter to 31st December 2019.

1.2 - KHA Treasury Management Report as at Third Quarter to 31 December 2019

The Board **noted** the KHA treasury management report for the third quarter to 31st December 2019.

1.3 - KHA Cash Projection report Third Quarter to 31 December 2019

Nick presented the report and advised that the report indicates that KHA will have more than sufficient cash to meet its current obligations to the financial year end.

The Board **noted** the KHA cash projection report for the third quarter to 31 December 2019.

1.4 - KHA Development Spend Report Third Quarter to 31 December 2019

The Board **noted** the KHA development spend report for the third quarter to 31st December 2019.

1.5 - KHA Budget Proposals 2020-21

Nick provided the Board with a detailed breakdown of all aspects of the proposed budget following some clarifications and discussion the **approved** the KHA financial budget for the financial year 2020-21.

1.6 - KI Budget Proposals 2020-21

The Board **noted** and **approved** the KI financial budget for the financial year 2020-21. It was also noted that the KI Directors had not yet approved the KI budget electronically.

1.7 - KSC Budget Proposals 2020-21

The Board **noted** and **approved** the KSC financial budget for the financial year 2020-21. The Board also **noted** that the KSC Directors approved the budget at their meeting on 13 February 2020.

The Digital Update for February 2020 was noted.

6. CHIEF EXECUTIVE & CORPORATE GOVERNANCE REPORT

Bill presented the report.

Section A – Items for Specific Approval and Consideration / Discussion

2.1 – Delegated Authority and Reserved Powers

Bill advised that full details are given in appendix B of the report.

The Board **noted** and **agreed** the report. The Board **endorsed** the approval of the financial due diligence enhancement to the scope proposal on 24 January 2020 using Chairs emergency powers.

2.2 - Group Board Members and Management Strategy Study Day

Bill advised that the event took place on 20 January 2020.

The Board discussed the notes from the event and asked to be provided with more detail on the discussion recorded by the SMT members at each table.

SMT

The proposed response to the Vision 2040 consultation was considered and agreed pending the proposed changes (see appendix A) which had been circulated to Board members. Delegated authority was granted to the Chief Executive to submit the response on behalf of Kingdom.

Bill

Bill

The evaluation report was **noted** and the Board asked for the final comments section to be re-issued as the end of the sentences were not visible on Admincontrol.

Calum

The analysis report from the Governance survey was **noted** and the Board **agreed** to implement ;

Calum

- Annual Chairs Meeting across the Kingdom group;
- Agendas to include suggested time allocation for each item;
- Volume of Board papers to be reviewed;
- Questions for clarification to be submitted ahead of time;
- External Compliance Calendar;
- Internal Compliance (Rules, Policies) document;
- Assurance Evidence Bank.

2.3 Annual Health & Safety Statement

The Health & Safety statement was considered and **approved**. The statement will then be signed by the Chair and Chief Executive.

Calum

2.4 KHA Board Strategy Day – 6 December 2019

The Board **approved** the summary note as an accurate reflection of the discussion.

Section B – Highlighted items, including areas for noting

Bill advised that the information in section B is highlighted for update.

3.1 – Kingdom Support & Care (KSC) update

The Board **noted** the update.

3.2 – Kingdom Initiatives update

The Board **noted** the update.

3.3 - Board Member Focus Groups

The Board **noted** the dates for the next focus groups meeting.

Guy asked if a reminder could be issued to all Board members about the Treasury Management training.

Lesley

3.4 - Annual Procurement Report

Bill advised the report had been uploaded to our website confirmed the report was submitted on 29 January 2020.

The update was **noted**.

3.5 - Annual Meeting with the SHR

Bill advised the meeting with members of the Executive Management Team was held on 14 January and the meeting with the Chair and Vice Chairs was held on 21 January.

The Board **noted** the update.

3.6 - Housing Futures Steering Group

The Board **noted** the update.

3.7 -

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

3.8 Naumann Initiative Phase 2

The Board **noted** the update.

3.9 Purchase of NHT Properties at Crail for MMR

The Board **noted** the update.

Section C of the report was **noted**.

Section D of the report was **noted**.

Section E – Corporate Governance Report

Bill advised that Section E is the Governance update for information and update.

All items within this section were **noted** by the Board.

7. CONFIDENTIAL ITEMS

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

8. ANY OTHER BUSINESS

Freya advised the Board that the Digital Focus Group was scheduled for 25 February 2020.

Freya advised the Board that the CIH Housing Festival takes place in early March – if Board members wish to attend they should contact Calum Kippen.

9. DATE OF NEXT MEETING

Monday 16 March 2020

2.30 pm – Treasury Management Training for Board Members

5.00 pm - An overview of Kingdom’s Development programme, Presented by Scott Kirkpatrick, Director of Development

5.30 pm - KHA Board meeting

Signed _____
Chair

Signed _____
Secretary

ITEMS CARRIED FORWARD

Date of Meeting	Minute Ref.	Item	Scheduled Meeting Date
20 August 2018	11	Management Salary, Terms & Conditions Benchmarking Review	August 2023 (or earlier if required)
20 May 2019	9	ARC - The Board asked that in the future an external validation exercise is carried out every year; previously validation exercises were carried out every 2-3 years.	May 2020