

Board of Management Minutes

16th October 2020:

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KINGDOM HOUSING ASSOCIATION (KHA) LIMITED

MINUTES OF THE BOARD OF MANAGEMENT MEETING

HELD ON MONDAY 16 OCTOBER 2020

AT 5.30 PM

VIA VIDEO CONFERENCING

PRESENT:	Tom Barr	Laurie Naumann
	Laura Brotherton	Charles Oliver
	Freya Lees (Chair)	David Redpath
	Linda Leslie	Stephen Swan
	Graeme Mackay	Guy Thomson
	Loretta Mordi	Carol Watson
IN ATTENDANCE:	Bill Banks	Alan Simpson
	Andrew Latto	Ken Tudhope
	Lesley Proudfoot	

Freya welcomed everyone to the virtual meeting and commented that we have been using virtual meetings now for 6 months and everyone is familiar with the protocol for these meetings, therefore advised that she did not intend to go through the process.

Freya advised that questions have been submitted pre meeting and confirmed responses have been provided, copies are available in Admincontrol. They are attached as appendix A of these minutes.

Freya handed the meeting over to Bill, in his capacity as Secretary, to present agenda item 1.

1. ELECTION OF THE CHAIR

Bill advised that this item covers the election of the Chair and as can be seen from the report, Freya Lees was unopposed and is thereby duly elected as the Chair for a further year.

Bill commented that the process for the election of the Vice Chair will commence tomorrow, 20 October 2020.

It was noted that our current Vice Chairs, Laurie Naumann and Linda Leslie have both confirmed they would be happy to continue as Vice Chairs for a further year, if supported by the remainder of the Board. Bill advised that he had issued an email to the Board seeking agreement that we have Joint Vice Chairs for a further year, and it was noted that the majority of Board members have replied saying they are supportive of this approach therefore the Board approved that we progress this years election process on the basis of having Joint Vice Chairs for a further year.

ACTION BY

Calum

Bill advised that should any other member wish to register an interest in the position of Vice Chair, this can be confirmed as part of the process and if more than 3 registrations of interest submissions are received, an election will take place.

Bill handed back to Freya as Chair for the remainder of the meeting.

2. **APOLOGIES**

None.

3. **DECLARATION OF INTEREST**

Freya highlighted that Board members may have an association or working relationship with other organisations that work in partnership with Kingdom 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 9, Chief Executive Report - Board Directors of KSC

The Board **noted** that Linda Leslie is a Board member of KSC. It was agreed that Linda could remain at the meeting while this item is being presented, however will not participate in any decision taken.

Agenda item 9, Chief Executive Report - Board of Directors of KI

The Board **noted** that Loretta Mordi is a Board member of KI. It was agreed that Loretta could remain at the meeting while this item is being presented, however will not participate in any decision taken.

Agenda Item 10a & 10b - Confidential Items

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

4. **TO APPROVE THE MINUTES OF THE BOARD OF MANAGEMENT MEETING AND NOTE THE AGM AND SGM MINUTES HELD ON 21 SEPTEMBER 2020**

The following amendments were requested;

Agenda item 2 – Agenda item 7, Chief Executive Report - Board of Directors of KI 2nd line; Linda should read Loretta.

Agenda Item 7 – Connecting Scotland Digital Fund; hardware should read internet access.

Subject to the above amendments being made, the minutes were **approved** by Loretta Mordi and seconded by David Redpath.

The minutes from the AGM and SGM meetings were **noted**.

**Board
Members**

Lesley

Lesley

5. **MATTERS ARISING FROM THE MINUTES OF THE MEETING HELD ON 21 SEPTEMBER 2020**

The Board **noted** that all items are concluded or covered in the papers.

6. **ASSET MANAGEMENT REPORT**

Alan presented the report.

2.1 – Tender Reports

Alan advised that there are 6 tender reports for Asset Management projects that are currently being progressed, as detailed in Appendix C:

- Bathroom Replacements,
- Electrical Safety Check,
- Roofing Replacement project,
- Stair Vinyl,
- Window and Door Replacements,
- Roughcasting work.

The tender reports were **noted**.

2.2 - Annual Report on the Charter (ARC) Results

Alan explained that, to allow consideration of our performance against the national averages prior to preparing the tenant report, they have produced a comparison based on the averages produced by the Scottish Housing Network from their members ARC returns.

It was noted that Appendix D provides a Summary of ARC Results Against Scottish Average and Peer Groups for 2019/20.

Alan highlighted that Fife and Ore Valley Housing Association's are not part of the Scottish Housing Network, therefore information has been included for NG Homes and Homes Scotland.

Although Fife and Ore Valley Housing Association's are not part of this benchmarking group, it was noted that they may share this information with us.

2.3 - Summary of ARC Results for Kingdom Housing 4 Year Period

Steven advised that he would like to see the SHR ARC reference number against the applicable indicator in future reports.

Alan

3.2 - Planned Maintenance & Minor Works 2020/21

Alan confirmed that for Gas boiler replacements Kingdom power flush the system and does not use magnetic filters.

3.4.4 - Change of Tenancy Performance 2020/21

Alan highlighted the impact Covid-19 is having on change of tenancies due to the restrictions which include, limiting staff numbers working in a property at the same time to comply with social distancing rules, having a mandatory 3 day stand still period on receipt of keys to reduce the risk of Covid-19 infection lingering and pre-cleaning and disinfection to be carried out before anyone can work in an empty property.

The Board noted that these new practices have resulted in COT's taking longer than normal and have affected our ability to achieve our target turnaround times. Alan highlighted that they will also impact on our ability to meet the COT turnaround time set for this year.

Alan explained that it is too early to confirm what impact these restrictions will have on average turnaround times as it will vary depending on the work needed to the property. As a minimum there will at least be a 3 day increase on our turnaround times due to the 3 day standstill period.

Asset Management Addendum Report Contract Acceptance

Minute removed due to confidential or commercially sensitive information

7. JOB EVALUATION REPORT

Minute removed due to confidential or commercially sensitive information

8. FINANCE REPORT

Ken presented the report;

1.1 - Corporation Tax and Group Relief

2.1 – Gift Aid from KI

The Board **noted** the position not to propose a payment of a Gift Aid donation to KHA at this point.

9. CHIEF EXECUTIVE REPORT

2.1 - Delegated Authority and Reserved Powers

It was noted that the Chairs Emergency Powers have not been used and this item identifies the matters progressed over the last month related to EPB Tenancy Allocations and Disposals for utility purposes as part of the development programme.

The Board **noted** and **agreed** the following disposals;

- Sale of Land to Scottish Water,
- SUDS Pond at Station Road, Cairneyhill - £Nil,
- SUDS Pond at Pitscottie Road, Cupar - £Nil,
- SUDS Pond at Orebank Terrace, Thornton - £Nil,
- SUDS Pond at Dunlin Drive, Dunfermline - £Nil,
- SUDS Pond at Pittencrieff Street, Dunfermline - £Nil,
- SUDS Pond at Delph Road, Tullibody, Alloa - £Nil.

2.2 - Electronic Decisions and Decisions through Delegated Authority

It was noted that there have been no electronic approvals over the last month.

2.3 - Annual Assurance Statement (AAS)

It was noted that this agenda item gives an update on the Annual Assurance Statement which is due to be submitted by the end November. Bill advised that the report identifies the main areas and documents that should provide the Board with Assurance, both internally and from external sources.

Bill advised that the proposed Draft Annual Assurance Statement is provided as appendix C.

The Board considered the evidence seen throughout the year and **approved** for submission to the SHR.

Bill

2.4 – Cancellation of Memberships

The recommendation to cancel 1 membership was approved.

Calum

2.5 – Strategy Events

It was noted that we are scheduled to have a KHA strategy event on 4 December and a draft programme has been suggested.

Bill advised that since producing this draft, he has discussed this with the Chair and feels it may be worth thinking about asking an external speaker from an RSL who has experience of Strategic Constitutional Growth to come along and give a short 30 minute presentation on their experiences of the areas we will be discussing.

The Board considered the draft schedule provided and agreed that we should invite an external speaker. Bill agreed to speak to Angela Linton, CEO with Hillcrest to see if she could do this.

Bill

Bill advised that a revised programme will be developed for final approval at the November meeting.

Bill

It was also recommended the Board consider if they want to have a mid year strategy session in June this year.

KHA Board

2.6 - Kingdom Group Strategy Day

It was noted that a Kingdom Group Strategy Event is also scheduled for 18 January and a draft programme has also been provided as section 2.6.

Bill highlighted that there is an option to have it as a half or full day session and the programme is structured to reflect this. It was noted that when agreed the views of the subsidiaries will be sought and a final programme will be provided in November.

Discussion took place on the preference for a half or full day and through comments from Board members Bill advised that something can be arranged to suit due to the majority not wanting to do a full day session.

It was noted that Board members will be issued with papers before the event on 18 January so it will be possible to submit comments or questions if Board members are not able to attend the strategy day.

It was therefore agreed that Freya and Bill discuss the content of this further and a revised programme can be presented to the Board at their November meeting.

Freya / Bill

2.7 – Board Appraisal Action Plan

It was noted that this section provides a draft action plan based on the Board Appraisals and the updates identifies the different approaches that can be taken in respect training, learning and development.

The Board **approved** the draft action plan and it was noted that the Board members did not identify additional topics to be covered through the range of approaches suggested.

2.8 – 2021/22 Rent Review

Minute removed due to confidential or commercially sensitive information

2.9 – Board Member Annual Declarations

It was noted that this section deals with the Board Member Annual Declarations and a survey has been set up with the link in the report.

Board Members asked for the link for the survey to be emailed to them to remind them to complete the survey by 30 October 2020.

2.10 – Approve the Remits and Membership of Sub Committees

It was noted that this is the time of the year that the remits for the sub committees are reviewed and agreed.

Bill highlighted that some questions were raised as part of the pre Board question process and it is recommended a standard clause is added to each of the remits to say:

Arrangements for Meetings:

Meetings can be arranged as physical meetings, normally held in one of Kingdoms office, in an alternative venue to suit, or arranged as virtual meetings.

Where a physical meeting has been arranged, members of the subcommittee can attend the meeting virtually and will form part of the quorum.

Matters can also be agreed electronically by the sub committee members on the basis of a majority approval by the sub committee members and all decisions agreed electronically will be recorded at the next scheduled sub committee meeting.

The Board **reviewed** and **approved** the remits for the Policy, Audit & Financial Compliance and Senior Management & Succession Planning sub committees.

The Board noted that Sections B, C and D were all for information and noting.

10. **CONFIDENTIAL ITEMS**

All staff members except from Bill Banks were excused from the meeting at this point.

11. **ANY OTHER BUSINESS**

Calum

Calum

None identified.

12. **DATE OF NEXT MEETING**

16 November 2020

3.00 pm - Audit & Financial Compliance Sub Committee

5.30 pm - KHA Board of Management

Signed _____
Chair

Signed _____
Secretary