

Meeting: Minutes of Board Meeting
Meeting Date: 25 January 2022
Time: 5.30pm
Location: Virtual (MS Teams)

Discussion			
Meeting Opening			
1.	<u>Welcome & Apologies</u>		
	Present		Staff
	Liz McKenzie	Chair	Audrey Simpson
	Mark Ingram	Vice-Chair	Chief Executive (CEO) Company Secretary (CS)
	Sharon Richford	Board Member	Nicola Thom
	Ann Marie Docherty	Board Member	Interim Director of Operations (IDO)
	Alex Warren	Board Member	Jacqui Mills
			Corporate & Compliance Officer (CCO) (MS)
			Michelle Hart
			Finance & Corporate Manager (FCM)
			In attendance
	Apologies		Leave of Absence
	Maureen Cope MBE	Board Member	Frank Young
	Karen McDonagh	Board Member	Board Member
	Richard Mahon	Board Member	Mary Eardley
	John Duncan	Board Member	Board Member
	David Byfield	Director of Finance, Digital & Corporate Services (DFDCS)	
2.	<u>Declaration of Interest</u>		
	None.		
3.	<u>Declaration of Receipt and Understanding</u>		
	Members present confirmed they read and understood the contents of the Board papers.		
4.	Minutes of Board Meetings for Approval		
	Minutes of Board Meeting 7 December 2021		

	Approved by: Mark Ingram	Seconded by: Ann Marie Docherty
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5.	<p><u>Matters Arising/ Action Sheet</u></p> <p><u>Board Meeting 1/12/21 Update - Item 11: Mid-Year Review – Reactive Repairs and Voids Report</u></p> <p>CEO advised that it was taking slightly longer than anticipated to extract the day to day Repairs and Maintenance data from our system for reporting to the Board this month. The report will now be presented at the March Board meeting.</p> <p><u>Board Meeting 1/12/21 Update -Item 12 Procurement Plan</u></p> <p>CEO advised she would be seeking approval for the extension of two contracts this evening.</p> <p>CEO sought approval to extend existing stair cleaning contract for a period of three months to allow meaningful engagement with customers on performance and time to review the specification of the contract.</p> <p>CEO also sought approval to extend the landscape maintenance contract until October 2022.</p> <p>*Minutes edited to remove commercially sensitive information*</p> <p>The Board approved extension of both contracts.</p>
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Items requiring a discussion/ approval

6.	<p>CEO Report</p> <p>Report noted.</p> <p>CEO took members through her report providing updates on the following items;</p> <p>*Minutes edited to remove confidential information*</p> <ul style="list-style-type: none"> • HR/ Personnel – CEO advised that the Association has a good reputation which is resulting in a positive interest in both Director posts. • Exit strategy for consultants – CEO has been engaging in positive discussions with our Interim Director of Operations and Asset Management Consultants about their seamless transition from AHA when the time is right and the new Directors are in post. • Senior Housing Officer (SHO) vacancy – CEO advised that the temp SHO covering mat leave has been offered a Director post with another organisation and she will be leaving AHA in February. The post has been advertised internally and two HO were successful in securing the post for the remainder of the mat leave term which ends in May this year. This also allows further upskilling of internal staff and it is anticipated that our Housing Assistants will have an interest in the Housing Officer vacancy.
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	<ul style="list-style-type: none"> • Gutter Contract Amendment – CEO confirmed an amendment to wrongly worded gutter contract report at December Board meeting. The report should have referred to Gutter cleaning rather than gutter replacement. *Minutes edited to remove commercially sensitive information* • Covid Update – CEO sought approval for plans to work towards a Spring opening of the office to the public and planned staff return to a rota system in the office from Monday 31 January. • Board Meeting Schedule 2022 – CEO sought approval for the Board Meeting schedule for the year. <p>The Board approved the Board Meeting schedule for 2022 and working towards a Spring reopening of the office to the public; and for a staff presence in the office on a rotational basis from Monday 31 January.</p>
7.	<p>Rent Increase Consultation</p> <p>Report noted.</p> <p>IDO presented the report on the rent increase consultation. She highlighted the following:</p> <ul style="list-style-type: none"> • In December, the Board agreed to consult on an increase of 3.9% • Consultation with tenants began on 17 December and closed on 14 January • All tenants received a pack of information to help inform their opinion such as local rent comparisons and advice of external financial pressures • 160 Tenants participated by phone, paper or electronic survey • Almost 7 in 10 (68%) tenants were in favour of the 3.9% rent increase to maintain current service. • 21% of tenants surveyed said that they found the current rent difficult to afford <p>IDO recommended that the Board approve the proposed 3.9% rent increase based on the findings that 7 in 10 tenants surveyed agreed with the increase.</p> <p>The Board approved rent increase of 3.9% for 2022/23.</p>
8.	<p>Data Protection Policy</p> <p>Report noted.</p> <p>CCO sought approval of the revised Data Protection Policy advising the Board that the updates reflected changes to terminology and applicable legislation in light of Brexit.</p> <p>The Board approved the Data Protection Policy.</p>
9.	<p>Ardenglen Group Standing Orders and Delegated Authority</p> <p>Report noted.</p>

	<p>CEO took members through a powerpoint on the updated Standing Orders and Delegated Authority for Ardenglen. She advised members that Standing Orders are a key instrument of governance for any Housing Association and set out how the organisation will be controlled and run.</p> <p>The new Orders provide clear guidelines on how we operate along with roles, remits and responsibilities of key parts of the governance structure. These will operate in conjunction with the newly revised Financial Regulations.</p> <p>CEO advised that there were some minor changes to the document to reflect the staffing sub-committee, the removal of the Treasurer role and an increase in the CEO's financial delegation from £15k to £25k.</p> <p>CEO also asked members to note that the meeting schedule for the year will now be agreed at the first meeting following the AGM rather than the new financial year.</p> <p>A new section has been added to request that Board Members submit any items for inclusion on the agenda with 10 days' notice of Board Meeting.</p> <p>CEO sought approval for the updated Standing Orders and Delegated Authority.</p> <p>The Board approved Ardenglen Group Standing Orders and Delegated Authority.</p>
10.	<p>Financial Regulations</p> <p>Report noted.</p> <p>In the absence of the DFDC, the FM took the Board through the revised Financial Regulations. She highlighted that the delegated authority levels within this document are in sync with the Standing Orders and Delegated Authority. The main updates were to ensure the terminology reflects the new senior leadership team.</p> <p>FM sought approval for the Financial Regulations.</p> <p>The Board approved the Financial Regulations.</p>

11.	<p>Board Expenses Policy</p> <p>Report noted.</p> <p>CCO took the Board through the revised Board Expenses Policy highlighting the following changes;</p> <ul style="list-style-type: none"> • New provision included to provide support and assistance to Disabled Board members • Removal of provision to pay Office Bearers Broadband bills in full – this brings our policy into line with best practice in the sector and will be effective from this point forward. • New provision included to offer reimbursement of internet costs accrued whilst attending virtual meetings, training or conferences at flat rate of £5 per month (as long as there has been a meeting within that month). • Members must submit a claims form quarterly to claim internet costs. <p>CCO sought approval for the Board Expenses Policy.</p> <p>The Board approved Board Expenses Policy.</p>
12.	<p>Share Membership Report</p> <p>Report noted.</p> <p>CCO sought approval to remove a deceased shareholder from the Shares Register.</p> <p>The Board approved the Share Membership Report.</p>
Items for Noting	
13.	<p>Notifiable Events</p> <p>None.</p>
14.	<p>Health & Safety</p> <p>None.</p>
15.	<p>Correspondence</p> <p><i>a. SFHA Member Affiliation Fees 2022/23</i></p> <p>CEO sought approval to retain SFHA Membership for 2022/23.</p> <p>The Board approved SFHA Membership costs for 2022/23.</p> <p><i>Item 15b. Email from EVH re Membership Renewal dated 9 December 2021</i></p>

	<p>CEO sought approval to renew EVH Membership for 2022/23.</p> <p>The Board approved EVH Membership for 2022/23.</p>
Meeting Closure	
16.	<p>Use of Delegated Authority None.</p>
17.	<p>A.O.C.B</p> <p>Insurance Tender Report CEO sought delegated authority for Insurance Tender Report to be brought to the Audit, Performance and Risk Assurance Sub-committee meeting for approval.</p> <p>Staff and Board Catch Up session The Board queried whether there had been any discussions around the staff and board having an informal get together to reconnect as it has been a long time. CEO advised that this is on her radar and that she is embarking on a coffee and chat session with all employees starting this week. She will monitor how these sessions go and consider a possible roll out of these for the Board.</p>
18.	<p>Summary of actions/ decisions at this meeting</p> <ul style="list-style-type: none"> • The Board approved extension of Stair Cleaning and Landscape contracts • The Board approved Rent Increase of 3.9% for 2022/23 • The Board approved CEO Report including Spring office reopening and Board meeting schedule 2022/23 • The Board approved Standing Orders and Delegated Authority • The Board approved Data Protection Policy • The Board approved Financial Regulations • The Board approved the Board Expenses Policy • The Board approved SFHA Membership fees 2022/23 • The Board approved EVH Membership fees 2022/23 • The Board approved Insurance Tender Report to be brought to Audit sub committee
20.	<p>Meeting Evaluation</p> <p>The Board advised that it was a good meeting and liked the use of the MS Team hand raising facility to cast their vote during the meeting.</p>
21.	<p>Date and time of next meeting – 8 March 2022, 5.30pm</p>
22.	<p>Meeting Close</p> <p>The meeting closed at 6.45pm with a vote of thanks to the Chair.</p>