

COMMITTEE MINUTE RECORD	
Minute of:	ARK Housing Association Board of Management
Date Held:	23 rd September 2020, 11.00am
Venue:	via Zoom
Chair:	Graham Mitchell
Secretary:	Bobby Duffy
Present:	Mr Graham Mitchell (Chair), Ms Shona Dunsmore (Depute Chair), Mr Dave Proudfoot, Ms Marilyn Barrett, Mr Neil McKnight, Mr Ian Logan, Ms Lucy Robertson, Dr Darcey Black, Mr Ken Brown, Mr Michael Catlin, Ms Joanna Mansell, Dr Fraser Quin, Mr Nikolas Koutris, Ms Anne Lane
In Attendance:	Mr Bobby Duffy (Chief Executive Officer), Mr Ron Watson (Director of Finance), Ms Victoria Knox (Director of People & Organisational Development), Ms Mary Bell (PA to CEO) (Minutes) Mr Mark Hall, (Director of Operations), Ms Caryn Innes (Director of Development and Business Improvement)
ITEM	
1.	<p>Welcome</p> <p>The Chair welcomed all attendees to the Board of Management zoom meeting of 23rd September 2020 noting that Ms Mansell will be joining the meeting at 11.30am</p>
2.	<p>Apologies: No apologies were noted for today's meeting.</p>
3.	<p>Declaration of Interest</p> <p>It was noted that, Mr Neil McKnight, Mr Ken Brown and Mr Ian Logan were also members of Ark Commercial Investment Limited (ACIL) Board and Ark Services Limited (ASL) Board.</p>
4.	<p>Election of Chair and Depute Chair</p> <ul style="list-style-type: none"> ○ The Secretary advised that following the AGM that Members require to elect the Chair and Depute Chair for the next year and informed that Mr Mitchell and Ms Dunsmore are willing to stand again. ○ The Secretary asked members to approve that Mr Graham Mitchell continues as Chair of ARKHA Board of Management for his third year in post. ○ Mr Logan proposed Mr Mitchell's appointment and this was seconded by Mr Koutris. ○ The Secretary asked members to approve that Ms Shona Dunsmore remains Depute Chair of ARKHA Board of Management for her third year in post. ○ Mr Dave Proudfoot proposed Ms Dunsmore's appointment and this was seconded by Mr Brown. <p>Members duly noted and approved the appointment of Mr Graham Mitchell to Chair and Ms Shona Dunsmore as Depute Chair</p>
5.	<p>Items for Approval</p>
5.1	<p>Minutes of Previous Meeting held on 20th August 2020</p> <p>The Chair enquired if Members had any comments or queries in regards to the 20th August 2020 BoM meeting minutes.</p> <p>No comments or queries were noted and the minutes were approved as an accurate record of the 20th August 2020 Board of Management meeting.</p> <p>Members approved the 20th August 2020 Board of Management meeting minutes</p>
5.2	<p>Matters Arising and Actions from Previous Minute</p> <p>Actions</p> <p>The action list was reviewed and updated and the following was noted:-</p> <ul style="list-style-type: none"> ○ Review of remit of Executive Committee is in progress ○ Parameter variation for the dashboard is in progress and will be available for 10th December 2020 Board of Management meeting ○ The Chair will make contact with Ms Robertson for discussion in relation to the Housing Sub Committee/Working Group ○ Letter of Representation and Audited Accounts have been returned duly signed ○ Annual Reporting plan is in progress for discussion and agreement at the Board only session taking place on 22nd October 2020. ○ Director of Development and Business Improvement to make contact with the Chair to agree property reporting format for Board of Management meetings <p>All other actions were noted as being completed.</p> <p>Members noted the Actions responses</p>

5.3	<p>Sub Committee Membership Appointment</p> <ul style="list-style-type: none"> ○ The Chair noted that from discussions during the Members annual reviews that Mr Brown had confirmed that he would continue to stand as Chair of the Finance Sub-Committee for one year. The Chair advised that membership of the Finance Sub-Committee consists of Mr Nikolas Koutris, Mr Ian Logan and Dr Fraser Quin. ○ The Chair asked Mr Dave Proudfoot if he was willing to remain Chair of the Audit Sub-Committee and Mr Proudfoot confirmed he was willing to stand as Chair for a further year. The Chair advised that membership of the Audit Sub-Committee comprise of Ms Marilyn Barrett, Mr Michael Catlin, Ms Anne Lane and Ms Joanna Mansell. ○ The Chair proposed that Dr Quin and Ms Mansell would serve for 6 months on their respective Sub-Committees and swap for a further 6 months to provide them both with a broad spectrum of the operations of ARK. ○ The Chair proposed that the Housing Working Group would be chaired by Ms Lucy Robertson and membership would include Ms Shona Dunsmore, Mr Neil McKnight and Dr Darcey Black. ○ The Chair highlighted that at present both ACIL and Ark Services subsidiary company's have three Directors, namely Mr Ken Brown, Mr Ian Logan and Mr Neil McKnight and proposed a further two Directors to serve on both subsidiaries and asked for volunteers. Dr Darcey Black and Ms Lucy Robertson agreed to join both subsidiary companies as Directors. ○ Mr McKnight asked for clarification in terms of the Housing Working Group's focus, being on an asset management strategy as a short term housing group and all other areas will be addressed by the Finance Sub-Committee. The Chair clarified what the thinking was around the working group and noted that if it is set up as a Sub-Committee that it will require to be formalised with a terms of reference and standing items will require to be discussed at each meeting and that it would be beneficial to have a more flexible approach to the Housing Working Group where they can work with the Housing Department freely and report directly back to the Board of Management. ○ A discussion took place in regards to the Finance Sub-Committee remit and the Chair clarified that the responsibilities of the Finance Sub-Committee will not change and the Housing Working Group will work directly with Housing to inform the Board of Management what they are involved with to allow them to make decisions in regards to strategy. ○ Further discussion took place in relation to extra work load for the ET and the Chair confirmed that this had been considered at the time of thinking about the group. The DoD&BI added that her initial thinking around the Business Plan and Strategic Objectives that the opportunity to have various short time working groups for housing is ideal as there are a few key areas of work forthcoming that need to be designed, delivered and implemented and this is where the support will be provided. The DoD&BI said that she is keen to reach agreement on the reporting tools for various groups to ensure the right Governance level of reporting and that the Housing Working Group will provide the connection and engagement around key pieces of work. ○ The Chair clarified that the Audit and Finance Sub-Committees remit and responsibilities do not change and the Housing Working Group will be an addition where there is no term of reference as it is not a Sub-Committee and there will be no duplication. The Chair added that the detail that is discussed will form part of an agenda for discussion and decision and will form parts of the Business Plan and strategic aims. <p>Members noted and approved the status of Sub-committees and the Subsidiary Companies membership.</p>
6.	<p>Items for Discussion/Decision</p>
6.1	<p>SHR Regulatory Framework Review</p> <ul style="list-style-type: none"> ○ The CEO explained that he had advised the Board at the 23rd August meeting that he would implement an additional review undertaking a "spot check" across the 20% of the self assessment documentation with members of the ET and SLT, to ensure he is satisfied with the currency and robustness of the evidence held against each of the standards. The CEO informed Members that the process had been completed and advised how it had been implemented. The CEO said that each Director has now submitted a document to him confirming compliance of the standards that they were asked to review. ○ The CEO said that this additional review, added to the full review carried out in July, confirms that the Executive team is satisfied that we are compliant with all standard statements within the SHR Regulatory Framework and the Board can now prepare its annual assurance statement for publication in October and noted that the process going forward was to implement an ongoing review of the standards framework in line with the Audit Sub-Committee meetings. ○ The CEO recommended that the Board of Management note the content of the paper and that they ask him to prepare the annual assurance statement for signing and publishing in October 2020. ○ The Chair asked Members if they were content that he signs the Annual Assurance Statement on behalf of the Board of Management. Members noted that they had no issues with the statement and the Chair will duly sign on their behalf for uploading on the SHR website by the end of October 2020. <p>Members noted and approved the Annual Assurance Statement</p>

7.	<p>Chairs Remarks</p> <p>The Chair noted that he had no remarks to make at this time and advised Members to engage with the Launch of the new Business Plan at the beginning of October noting that he believes that Ark are moving in a positive direction and Members will feel proud with what has been achieved.</p> <p>Members noted the Chair's Comment</p>
8.	<p>CEO Remarks/Reports</p> <p>AGM, Business Plan and Rebrand Launch</p> <p>The CEO informed the approach that was being taken in relation to the Launch and noted that filming will take place with a 5 minute film being released for the Launch at 1pm on Thursday 8th October 2020. The CEO explained the reasoning behind this approach.</p> <p>The CEO added that the end product will be used from a marketing point of view and notified that Holyrood PR had been commissioned to work in line with STAND at the Launch.</p> <p>The CEO stated that trailers will be issued to all contacts prior to the Launch and packs including the Business Plan and marketing materials will be sent out to everyone. The CEO added that a series of zoom meetings will be set up across the organisation to engage with the ET team.</p> <p>Dr Black enquired if there would be the opportunity for Members to join in with the roadshows and the CEO confirmed that once the roadshows have been structured he will contact Members for inclusion in the zoom meetings.</p> <p>Members noted the CEO Remarks</p>
9.	<p>Standing Items</p>
9.1	<p>Property Developments Penicuik & Livingston</p> <ul style="list-style-type: none"> ○ The DoD&BI noted that good progress has been made since the last property development update advising that Midlothian Council had approved the planning application on 1st September for Penicuik and she extended her thanks to colleagues who have worked hard on this over the last couple of years. The DoD&BI advised that Ark now required to move forward with securing the land from Midlothian Council and that she is in the process of drafting a Heads of Terms for the Lead Chief Housing Officer. The DoD&BI noted that the council will need to re-advertise their intention to dispose of their land locally due to the time lapse from the initial conversation. This will run for two weeks and if objections are noted it will likely require to go to a full governance committee approval meeting. The DoD&BI noted that, although there is a risk, the council are in support of the purchase and have asked Ark to acquire the whole piece of land and it is eager for Ark to provide an enhanced amenity area for the wider community. The DoD&BI said this would be an opportunity to reconnect with the existing community and will have a positive impact on Ark's development and also to integrate the existing community. The DoD&BI said that she is exploring the types of construction to use and the impact that building on the small site will have on the neighbourhood. The DoD&BI advised that the full title review is now complete. ○ The DoD&BI advised that Livingston has not had final sign from the planners as yet. The main reason for this is the discharge of their site investigation process is outsourced to an external consultant. However, outstanding matters have now been resolved. The DoD&BI noted that the planning developer obligations have been agreed and the contributions have been approved by the ET. ○ The DoD&BI said that there has been a very positive internal design meeting with Property, Care & Support and Housing colleagues and she and Care & Support colleagues had a meeting with West Lothian Councils Adult Social Care Team and Housing to explore wheelchair units for full Care & Support units and engaging with the Local Authority around the need and funding for the units. The DoD&BI advised that there is a need for specialist housing in Livingston and this will be progressed with Care & Support colleagues when West Lothian Council provides feedback from the meeting. ○ The DoD&BI informed that the procurement process with the consultants has been signed off. The DoD&BI advised that she has a meeting planned with the Scottish Government and West Lothian Council to formalise the grant programme to achieve a start on site in March 2021. ○ The DoD&BI advised that a full recruitment process for new and existing posts will be advertised imminently for a full compliment of staff to move everything forward. ○ Mr McKnight noted that there has been a lot of good work in a short space of time ○ It was noted that a written report will be available for the 22nd October 2020 meeting. ○ The CEO clarified that the property developments were identified in year two of the objectives but with the quick progress that has been made this year the ET will review the timescales. <p>Members noted the Penicuik and Livingston Developments Update</p>
9.2	<p>AIMS Update</p> <ul style="list-style-type: none"> ○ The DoO provided the context behind the AIMS project, noting that it commenced in June 2018 and was set up in four phases. He also noted that phase four roll out was delayed from January to March 2020, just as covid-19 arrived, and a decisions had to be made about what was business critical. As a result, the development of AIMS was halted.

	<ul style="list-style-type: none"> ○ The DoO advised that a review of system compliance had taken place as the personnel resource was redirected into Ark's covid-19 response. ○ The DoO explained that the system was previously rolled out on a face-to-face basis and work will be undertaken from October to December 2020 to assess the outcome from remote working amid the pandemic. The DoO added that the original plan was to implement AIMS fully by July 2021. ○ It was noted that AIMS roll out is 9-12 months behind but there is no overall financial impact as spending has simply been delayed e.g. on tablets. ○ The DoO advised that he will provide a revised plan and report back at the 10th December 2020 meeting. ○ Dr Quinn enquired how the Board of Management is satisfied that KPIs are being met and the quality of care in all of the services is what is thought. ○ The Chair advised these reports are monitored through the Audit Sub-Committee. ○ A discussion ensued in regards to the various reports that are produced for the Audit Sub-Committee through Health and Safety statistics and quality of care through the Care & Support performance reports that are produced in detail. ○ Further discussion took place in regards to an internal review of statistical information in relation to performance and it was noted that further discussion will take place at a later date. <p>Members noted the Aims Update</p>
10.	Items for Noting
	The Chair noted that the following 4 items had been carried over from the 23 rd August 2020 meeting and asked Members if they had any comments or queries.
10.1	<p>Ark Commercial Investment Ltd Minutes</p> <p>Mr Proudfoot asked for confirmation that the Audit Summary Report that was presented to Ark Commercial Investments Ltd Board was the Group Audit Summary Report. The Chair confirmed that this was correct.</p> <p>Members noted the content of the Ark Commercial Investment Minutes</p>
10.2	<p>Ark Services Ltd Minutes</p> <p>There were no comments or queries in regards to the Ark Services Ltd minutes</p> <p>Members noted the content of the Ark Services Ltd Minutes</p>
10.3	<p>Q1 Objectives Report</p> <p>There were no comments or queries in regards to the Q1 Objectives</p> <p>Members noted the Q1 Objectives Report</p>
10.4	<p>Finance Report</p> <p>Mr McKnight enquired about the potential re forecasting for spend in the cyclical and planned. The DoF advised that a prudent approach had been applied as there has been a slow-down of activity during this time but it is currently planned to spend all the budget by the end of year. He further explained that a review will take place at the end of September. The DoD&BI added that the Head of Asset Management and Head of Finance are in continuous discussions about budgets and noted that the Head of Asset Management is preparing a report for her providing a summary of all property activities in terms of plans and she will be in a better position to confirm expenditure for Q3 and Q4 within the review. The DoD&BI noted that some priority work has started with replacement kitchens in Perth and fire safety works are being prioritised. The DoD&BI advised that she will provide a financial and performance property report for 10th December 2020 meeting to give a better understanding of finance and activities.</p> <p>Members noted the Finance Report and discussions</p>
11.	AOB
11.1	<p>Declaration of Interest Report</p> <p>The Chair noted the declaration of interest report in regards to a tenancy being offered to the brother of a Care & Support Manager and asked Members to approve the offer.</p> <p>Members approved the offer of a tenancy being offered to the brother of a Care and Support Manager</p>
	It was noted at the end of the meeting that there were no potential impacts identified in relation to people with a protected characteristic.
12.	Date of Next Meeting: Thursday 22nd October 2020

2020 Dates for Board of Management Meetings – commencing 14.00**Board Member Only sessions will commence at 13.30 unless agreed otherwise**✚ Thursday 10th December**Meeting Dates in 2021**✚ Thursday 18th March✚ Thursday 17th June✚ Thursday 26th August✚ Thursday 23rd September✚ Thursday 28th October✚ Thursday 09th December**ACTIONS**

Meeting Date	Agenda Number	Action	Who	Status
20/09/18				
	11.2	Review of remit of Executive Committee to be carried out	ALL	In progress – to be carried out after the AGM
20/02/20				
18/06/20	5.3	ET to provide a Parameter variation for the dashboard and any variations outwith will have additional reportage and the previous year's benchmark will be provided	ET	In progress – Proposed format to be available for 10 th December 2020 BoM meeting
20/08/20	4.2	Further discussions to take place in regards to the Housing Sub-Committee/Working Group	GM/LR	Chair to make contact with Ms Robertson
	6	Discussions to take place with the DP&OD in regards to Member / Participation involvement Get together to be arranged for October/November if permitted	GM GM	
	8.1	DD&BI to discuss with the Chair the reporting format required for future meetings Project risk rating to be further discussed	CI ALL	
23/09/20	5.2	Annual Reporting plan is in progress for discussion and agreement at the Board only session taking place on 22 nd October 2020	GM	
	6.1	Chair to sign Assurance statement on behalf of Members for uploading on the SHR website by the end of October 2020.	GM	
	8.	Once roadshows have been structured contact to Members for inclusion in the zoom meetings.	BD	
	9.1	Property developments objective timescale to be reviewed	ET	
	9.2	Revised plan for AIMs to be reported at the 10 th December 2020 meeting Further discussion to take place in regards to internal review of statistical information in relation to performance	MH ALL	

	10.4	Financial and performance property report to be prepared for 10 th December 2020 meeting	CI	
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