

COMMITTEE MINUTE RECORD

Minute of: Ark Board of Management Meeting

Date Held: 29 May 2025, 2pm

Venue: Hybrid

Chair: Ian Logan

Secretary: Bobby Duffy

Present: Mr Ian Logan (Chair) IL, Mr Dave Proudfoot DP, Ms Isla Gray IG (from 2pm), Mr Craig Unsworth CU, Mr Darcey Black (DB), Ms Kerrie Mitchell KM(r), Ms Jane Dunlop JD(r), Mr Richard Stark RS(r), Ms Catriona Clarke CC, Ms Donna Downie DD(r)

In Attendance: Mr Bobby Duffy (Chief Executive Officer) BD, Mr Mark Hall (Director of Care & Support) MH, Ms Victoria Knox (Director of Workforce Strategy & Business Transformation) VK, Ms Caryn Innes (Director of Development & Customer Experience) CI, Mrs Nina Adamson (PA to CEO) (Minutes)

ITEM	
	Board of Management Pre-Board session – 1.15pm - 13.50, on Data Protection Annual Report – Michaela Loughlin, Head of Compliance and Improvement and Trish Knight, RGDP
1.	Welcome The Chair, Ian Logan, welcomed everyone to the meeting.
2.	Apologies for Absence: Joanna Mansell, Oliver Saint, Stuart Green (Director of Finance and Digital Improvement)
3.	Declarations of Interest: (Update) DP declares being Chair for the Board of Ark Commercial Investments Ltd. CC (Chair) DP, IG & JD are also on the Audit, Finance & Risk Sub-Committee. DB (Chair), KM, & RS are also on the Business Performance & Compliance Sub-Committee.
4.	<p>Chair's Remarks:</p> <p><u>Appraisals:</u> The Chair begins with appraisals which are due to be held during mid-June-July.</p> <p><u>Action:</u> NA will send an info email after the Board meeting today, containing details.</p> <p><u>Tenant Feedback:</u> The Chair has had a meeting with FR regarding tenant feedback, which was fruitful. It was agreed that IL will visit central belt properties and meet some tenants for insight and state of stock etc, and report back to the Board. There is no confirmed timeline for this at present.</p> <p><u>Communications Event:</u> The Chair attended this vital event, where staff were informed as to what is going on within the organisation right now & expressed that it is good to be communicating.</p> <p><u>Emma Johnston:</u> has resigned. The Chair concludes that the Board numbers are sufficient as they are at present and there is no urgency to fill the void, as Sub-Committee Members are very capable.</p> <p><u>Stuart Green:</u> will be leaving Ark on 18th July. The Chair expresses deep thanks on behalf of the Board for all his work, and expresses his personal thanks too.</p> <p><u>Victoria Knox:</u> The Board welcomes VK back, to her new role as Director of Workforce Strategy & Business Transformation.</p> <p><u>Nina, PA to CEO:</u> will be taking Maternity leave in August for one year. The Board sends best wishes.</p> <p>Members noted the Chair's remarks</p>

5.	<p>CEO's Remarks: <u>Stuart Green:</u> will be leaving in July and whilst we will not be recruiting a replacement permanent director at this time, an interim position will be available to ensure Ark's safe & legal operating. In 2026, this Director's post will be reviewed.</p> <p><u>Annual Business Performance Report:</u> this is not on today's Agenda, as this is not an area currently identified for reporting, but an annual report for the Board in terms of performance across various business areas will be produced & shared.</p> <p>Members noted the CEO's remarks</p>
Items for Approval	
6.	<p><u>Item 6.1</u> Minutes of Meeting held on 27 March 2025</p> <p><u>Page 1:</u> DP flags on the BP&C committee: the chair reads <i>DD</i>. This should be <i>DB</i>. <u>Page 2:</u> DP: Typo: Victoria <i>Know</i> – amend to 'Knox'.</p> <p>NA to amend the above.</p> <p>Members have approved the Minutes from the 27 March 2025</p> <p>Actions from the meeting: <u>13/02/25</u></p> <ul style="list-style-type: none"> <u>Item 8.1: Proposed Rent Increase:</u> IL & FR meeting: to be rescheduled – Remove <p><u>27/03/25</u></p> <ul style="list-style-type: none"> <u>Item 5: CEO's Remarks:</u> Board to consider timings/frequency for Sub-Committee meetings: BD: have picked this up with both subs and agreed timetable – Remove <u>Item 11.3: C&S Strategy Quarterly KPI Report:</u> Amend C&S Strategy Quarterly KPI Report to reflect exec summary: – Remove <u>Item 12.2: AOB:</u> <ul style="list-style-type: none"> Session on 'Behaviours of Concern' & Medication: discussed at pre-board and will bring it forward as a pre-board on 28th Aug – Remove Timely Minutes approved & sent to the Board: BD comments, that the Standing Orders allow Minutes to be presented to the Board without being approved by a Sub-Committee, however the Sub-Committee will voice any concerns if any should arise. He clarifies it is up to the Board to determine if they would like this to stand or not. Meeting Minutes were submitted on the Portal in a timely manner last week. The drafted Standing Orders will be presented to the PPRG for review, issued to the Board over the summer inclusive of the above discussion. This requires a level of practicality as there are tight timings around meetings & it is not essential for the Board to see Minutes at the very next meeting – Leave on <p>DD joins the meeting at 2.29pm.</p>
7.	<p>Policies: None</p> <p>Members note that there are no Policies to approve</p>
8.	<p><u>Paper 8.1</u> Annual Return on the Charter</p>

	<p>The Annual Return is now due to the SHR. The Paper's first section summarises the rationale behind this and necessity for submission.</p> <p>Key areas of performance decline:</p> <ol style="list-style-type: none"> 1. Performance & outcomes; a number of items within the Charter are detailed in the supplementary appendix. 2. Key indicators around customer satisfaction/value for money; which were down in 2020 but satisfactions have improved. 3. Surveys are now annual so that we can get immediate responses and address any issues in a timely manner, despite the regulator expecting this only every 3 years. <p>Operational Challenges:</p> <ul style="list-style-type: none"> -Communication continues to be a key challenge in terms of complaints. -The management of the neighbourhood has been disappointing at site visits, despite efforts and investment. Perhaps a lack of proactivity, and leading to some changes within the Asset Team which now need time to bed in. Dissatisfaction is very much being addressed overall. -The Q1 new digital platforms rollout is now live for communication and sets objectives for the teams in specific areas of the neighbourhood going forwards. Submission to the SHR is scheduled for tomorrow. <p>CU highlights that customer participation is vital as without this data, there is no analysis. CI hopes that with automated/digital platforms it will become easier & faster, with short questions, rather than lengthy surveys.</p> <p>IG thanks the team for their hard work and finds the Papers very helpful. Customer feedback is very telling.</p> <p>Members have discussed & approve the Annual Return on the Charter and its submission</p>
9.	<p><u>Paper 9.1</u> SHR Loan Portfolio Return IL welcomes TL to the meeting 2.42pm</p> <p>TL states that he is open to questions on the paper. The Loan Portfolio submission is one of 3 submitted annually to the SHR, so if we were to enter any new loan agreements, it would be an ad-hoc submission to SHR. Detailed in the appendix.</p> <p>IL asked whether the ratios included cash. TL confirmed they did, noting that the web portal submission process is unfortunately unclear.</p> <p>TL leaves meeting 2.45pm</p> <p>Members have discussed & approve the SHR Loan Portfolio Return</p>
10.	<p><u>Paper 10.1</u> Corporate Objectives 25/26 At the last meeting the Objectives for this reporting year were presented & approved in terms of direction of travel. The team have since built on this and created milestones and worked on these objectives; at the time of the last meeting we did not have the required detail, so are presenting it for approval again.</p> <p>Some of the '24-25 Objectives will be carried forward to '25-26 and feature on the report.</p> <p>Members have discussed & approve the Corporate Objectives 25/26</p>
11.	<p><u>Paper 11.1</u> Windsor Square Cost Proposal</p>

Members have discussed & approve the Windsor Square Cost Proposal	
Items for Discussion	
12.	<p><u>Paper 12.1</u> Corporate Objectives Q4 Report BD updates with Q4 results & performance of Corporate Objectives.</p> <p>Performance: there have been some mitigating circumstances around objective progression, so some were paused and reallocated after VK's departure, and more discussion around communication & engagement was pursued. Despite this, good progress was made: Successful head office relocation, completed priory sale, good outcomes in Housing & Asset performance, C&S customer service strategies implemented.</p> <p>KM left meeting at 3.16pm.</p> <p><u>Paper 12.2</u> C&S Strategy KPI Q4 Report The strategy was approved in February 2024, and whilst further investment was considered at end of Year 2, it saw some delays, which were mostly down to recruitment with posts not being filled until Q4 24-25. This means that the strategies' effects are only starting to impact & embed now.</p> <ul style="list-style-type: none"> -MH shares that key milestones were achieved, meaning expenditure was lower than expected and KPIs fared better than foreseen too. Clearer reviews will be issued further down the line. -The Paper contains a bit more detail this time and whilst we didn't achieve the expected growth target, the outcomes have been positive. Contract hours target was however exceeded. -Reduced Agency costs was the most positive KPI. -Overtime hours increased at the end of the Q, following the introduction of the enhanced rate. -Staffing percentages have marginally improved, too. -AIMS Compliance: this is fairly static currently, as a lot of the time staff are forgetting log in/out; MH will address this. <p><u>Action:</u> MH to address AIMS Compliance, staff accountability for logging in/out.</p> <p>The process of rolling out individual staff email accounts is in progress which will simplify things & improve compliance versus the shared accounts currently.</p> <p><u>Action:</u> MH to investigate the shared staff email accounts and put something on portal about this for the Board.</p> <p>Members have discussed & note the above items</p>
Items for Noting	
13.	<p>ASL Chair Update The Chair, Joanna Mansell is absent today so BD updates: AL chaired today, and there is not much to update. During the meeting there was focus on Management Accounts, Operational Performance & refurbishments of varying properties. ASL has competent & capable Board Members. We will hold an additional session for the Subsidiary Companies on KPIs & to share some of the Organisational Rview corporate position.</p> <p>ACIL Chair Update DP updates; same as above.</p> <p><u>Action:</u> NA to set up additional session, mid-June, for ASL/ACIL on setting KPIs.</p> <p>Business Performance & Compliance Sub Chair Update</p>

	<p>DB updates that the first meeting was held a few weeks ago and had a similar Audit Sub-Committee structure. Items covered includes; Business Performance, Complaints, Exceptions Report, Compliance, MH discussed points on C&S. The Audit Sub-Committee annual report is to be written by DB and there will be an annual BPC report written for next year.</p> <p>There are no issues at present and energy is focused on decision making and providing guidance for the Board.</p> <p>Audit, Finance & Risk Sub Chair Update</p> <p>CC updates as above, during the meeting the Standing Items were discussed. At present, the Committee lacks the proper remit to review & approve certain things, thus potentially being sent back to the main Board.</p> <p><u>Action:</u> CC suggests a Remit review.</p> <p>The H&S plan was discussed: this was previously submitted to the Audit Sub-Committee, and it now needs to be considered how it will be split across the 2 Sub-Committees going forwards, to avoid duplication, as some items will fall under Compliance (BP&C) and some things under Audit (AF&R).</p> <p>Business Continuity was discussed; it was raised that there was some discrepancy with items that were approved by the main Board, which should have been presented to the AF&R Committee. Namely, the Business Continuity Plan should have come to the Sub-Committee, but did not due to Remit restrictions.</p> <p>The Committee also received an update on SHAPS from a pension perspective and the numbers may be subject to change. SG has more clarity on this within the 5YFP.</p> <p>Organisational Review/Workforce Strategy</p> <p>VK shares the presentation <i>Business Review& Workforce Strategy Planning</i> (available on the Portal).</p> <p>Members note the above items</p>
AOB	
14.	<p><u>Paper 14.1</u></p> <p>Annual Procurement Report</p> <p>CC begins that SG presented the report to the AF&R meeting which was discussed. Members were happy to approve & publish, however lacking remit to do so, it needs to be approved by the main Board for publication onto the website.</p> <p>We now seek approval from the Board for item 14.1, for publication to the website.</p> <p>Members have discussed the above item and approve the publication of the Annual Procurement Report</p>
	The Chair thanks everyone & wishes everyone a good summer until the next meeting.
	The Meeting closed at 16.11

2025 Dates for Board of Management Meetings: Thursday 28 August, Lochside House, 14.00

Board Member Only sessions will commence at 13.30 unless agreed otherwise.

-  **28 August (Hybrid)**
-  **25 September (Hybrid)**
-  **30 October (Strategy Day)**
-  **4 December (Hybrid)**

ACTIONS

Meeting Date	Agenda Item	Action	Who	Status