

**COMMITTEE MINUTE RECORD**

**Minute of:** Ark Housing Association Board of Management  
**Date Held:** 28 September 2023 1.00pm  
**Venue:** The Priory, Canaan Lane, Edinburgh EH10 4SG  
**Chair:** Ian Logan  
**Secretary:** Bobby Duffy

**Present:** Mr Graham Mitchell, Mr Ian Logan, Dr Darcey Black, Ms Catriona Clarke, Mr Dave Proudfoot  
**Remote:** Ms Joanna Mansell, Ms Lucy Robertson, Mr Oliver Saint, Mr Craig Unsworth, Mr David Belfall (for item 6)  
**In Attendance:** Mr Bobby Duffy (Chief Executive Officer), Mr Stuart Green (Director of Finance & Digital Improvement), Ms Victoria Knox (Director of People & Organisational Development), Ms Caryn Innes (Director of Development & Customer Experience), Ms Mary Bell (PA to CEO) (Minutes)

ITEM	
1.	<p><b>Welcome</b> The Chair welcomed all attendees to the 28 September 2023 Board of Management meeting</p>
2.	<p><b>Apologies:</b> Ms Kayleigh Bryan, Ms Donna Downie, Mr Mark Hall</p>
3.	<p><b>Declaration of Interest</b> It was noted that, Ms Catriona Clarke is a member of Ark Commercial Investment Limited (ACIL) Board and Mr Ian Logan and Mr Oliver Saint are members of Ark Services Limited (ASL) Board.</p>
4.	<p><b>Election of Chair and Depute Chair</b></p> <ul style="list-style-type: none"> <li>○ The Secretary advised that following the AGM Members require to elect the Chair and Depute Chair for the next year and informed that Mr Graham Mitchell is standing down as Chair after serving his five-year term. Mr Mitchell nominated Mr Ian Logan as the incoming Chair, Mr Darcey Black proposed and Mr Dave Proudfoot seconded Mr Logan’s appointment to Chair of the Ark Board of Management for his first year in post. Mr Logan thanked Members for their support in becoming the new Chair of Ark Board of Management noting it was an honour and a privilege to have been chosen.</li> <li>○ The Secretary asked members to approve Ms Catriona Clarke as Depute Chair of Ark Board of Management for her first year in post. Mr Dave Proudfoot nominated Ms Clarke, Mr Graham Mitchell proposed Ms Clarkes appointment to Depute Chair and this was seconded by Ms Lucy Robertson.</li> </ul> <p><b>Members noted and approved the appointment of Mr Ian Logan to Chair and Ms Catriona Clarke to Depute Chair</b></p>
5.	<p><b>Items for Approval</b></p> <p>5.1 <b>Proposed Governance Structure</b></p> <ul style="list-style-type: none"> <li>○ The Chair welcomed all in attendance at today’s meeting and thanked Mr Mitchell for his undoubted commitment, guidance, and leadership throughout his time as Chair. The Chair noted how Ark and the work it carries out enriches people’s lives and that he is looking forward to the future challenges and achievements.</li> </ul> <p><b>Chair &amp; Members of the Finance Sub-Committee</b></p> <ul style="list-style-type: none"> <li>○ The Chair advised that Ms Catriona Clarke was willing to accept the Chair’s role for the Finance Sub-Committee and proposed that the membership of the Finance Sub-Committee consists off, Ms Donna Downie and Mr Dave Proudfoot.</li> <li>○ The CEO confirmed that following review of the standing orders that the quorate for the Finance Sub-Committee meeting to go ahead will be reduced from three to two to allow decisions to be made. In addition, the CEO advised that during reviews of the remit consideration will be given to what should be reported at the Finance Sub-Committee meetings and what should go directly to the Board of Management to eliminate double reporting. Members approved the Finance Sub-Committee Membership.</li> </ul> <p><b>Chair &amp; Members of the Audit Sub-Committee</b></p> <ul style="list-style-type: none"> <li>○ The Chair noted that Mr Darcey Black is willing to remain as Chair of the Audit Sub-Committee for his second year and proposed that the membership of the Audit Sub-Committee comprise of Ms Joanna Mansell, Ms Lucy Robertson, Mr David Belfall and Ms Kayleigh Bryan. Members approved the Audit Sub-Committee Membership.</li> </ul> <p><b>Chair and Members of Ark Commercial Investments Ltd. (ACIL)</b></p>

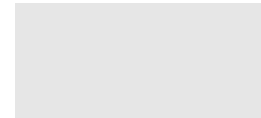
	<p>o The Chair advised that Mr Dave Proudfoot was willing to accept the Chair’s role for ACIL for his first year and proposed that the membership consists of Ms Catriona Clarke and Mr Oliver Saint. Members approved the Non-Executive Directors for ACIL.</p> <p><b>Chair and Members of Ark Services Ltd. (ASL)</b></p> <p>The Chair noted that Ms Lucy Robertson was willing to accept the role of Chair for ASL for her first year and proposed that the membership consists of Mr Oliver Saint and Mr David Belfall. Members approved the Non-Executive Directors for ASL.</p> <p><b>Housing &amp; Property Working Group</b></p> <p>The Chair proposed that the Housing &amp; Property Working Group will continue to be chaired by Ms Caryn Innes and meetings will be called when necessary.</p> <p><b>Members noted and approved the status of the Finance and Audit Sub-Committees and the ACIL and ASL Subsidiary Companies membership and the informal arrangements for the Housing &amp; Property Working Group</b></p>
6.	<p><b>Annual Assurance Statement</b></p> <p>o Mr Belfall noted his comments regarding the Annual Assurance Statement and Customer Engagement Strategy. Mr Belfall questioned whether we were fully compliant as he questioned whether we hold enough evidence of engaging and communicating with tenants to be compliant. The DDCE outlined the various way in which we communicate and engage with tenants, noting that it is on this basis the ET have assessed Ark as compliant with this standard statement.</p> <p>o Mr Belfall asked when the Communication and Engagement Strategy would be available for review and when would it be implemented. The DDCE advised that further discussions will be taking place with the HPWG regarding the Communication and Engagement strategy noting that this is part of an overarching strategy and will be completed by Q4. The DDCE noted the timeline for completion and the milestones to be reached by Q4 and that the draft after consultation with all customers will be ready for Members in Q4. In addition, the DDCE advised that a comprehensive update will be provided to Members for the 14 December 2023 meeting. It was noted that time is required to produce an effective and efficient document and that the draft will be finalised by March 24.</p> <p>o The CEO advised that in terms of the electrical testing safety certificates aspect this has been shared with the Regulation Manager who has provided positive feedback with no issues identified. The CEO added that the ET will be happy to provide regular updates on an ongoing basis to Members to be clear and show how the work is progressing.</p> <p><b>Members noted the discussions and approved that the Chair signs the 2022/23 Annual Assurance Statement</b></p>
7.	<p><b>AOB</b></p> <p>The Chair encouraged Members to attend the 26 October 2023 Strategic Development Day to utilise the skills across the Board of Management. There was no other business to discuss, the Chair thanked Members for their input and closed the meeting at 2.20pm</p>
	<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.</p>
8.	<p><b>Date of Next Meeting: Thursday 26<sup>th</sup> October 2023 – Strategic Development Day being held at the Priory.</b></p>

**2023 Dates for Board of Management Meetings – commencing 14.00.**  
**Board Member Only sessions will commence at 13.30 unless agreed otherwise.**  
 📅 14 December (Hybrid)

**2024 Dates**  
 📅 TBC.

**ACTIONS**

Meeting Date	Agenda Number	Action	Who	Status
25/05/23		Members to consider their interest in the Depute Chair position	ALL	C/F
29/06/23	4.1 - 25/05/23 Minutes	30 May 23 Voices Group Minutes to be shared with Members	VK	To be shared by 28 September 23



24/08/23	6 – Annual Accounts	Ark HA financial statements to be shared with Members	MB	Complete
	7 – Chairs Remarks	Outcome from BoM Reviews to be shared	GM	Complete
	9.1 – Board Reporting	Annual summary Complaints report to be added to the reporting plan.	BD	Complete
		2022 SHR performance submission to be discussed at the strategic development day	CIN	Complete
28/09/23	6 – Annual Assurance Statement	Electrical safety testing updates to be provided and	CIN	
		Communication and Engagement Strategy - Comprehensive update to be provided 14 December 2023 meeting	CIN	