



**Minutes of the Meeting of the Board
held on 26 May 2022 at 3.00pm
via Zoom**

PRESENT: Lesley Holdsworth Chair
Robert Fernie (from Minute 3636(i) onwards)
David Fisher
Carole Lamond
Margaret Moore
Eric Lewis
Isabel McGarvie
Beth McNeil
Graeme Russell
Willie Smalley

IN ATTENDANCE: Lynne Douglas Chief Executive
Tracey Howatt Director of Customer Experience
Val Hunter Director of Business Development
Paula Rice Director of Finance & Technology
Clare Beesley Governance Manager

Gary Baillie, BR24 Manager, provided a presentation to the Board in respect of his ongoing work. The presentation would be circulated to Board members following the meeting.

3632. Apologies for Absence

Apologies for absence were received from Ingrid Deuling and Nikki Ritchie.

3633. Declarations of Interest

There were no declarations of interest.

3634. Minutes

- (i) Minutes of the Meeting held on 24 March 2022
The Minutes of the Meeting held on 24 March 2022, having been previously circulated, were approved and signed by the Chair.

- (ii) Confidential Minutes of Meeting held on 24 March 2022
The Confidential Minutes of the Meeting held on 24 March 2022, having been previously circulated, were approved and signed by the Chair.
- (iii) Confidential Minutes of Meeting held on 28 April 2022
A suggestion had been made to make clear in the minute, the action in respect of the growth strategy and its importance. The Chief Executive had provided a suggested update as follows:

'In respect of the SAM Strategy, a vision to provide 8K units in Scotland over 20 years which meet the 4 key criterion with a green RAG status; develop 100 units per annum to replace stock – the Board queried whether the potential £7m per annum was affordable. There was a discussion which outlined the necessity to consider our growth strategy and whether sufficient resources were in place to progress at this rate. The Chief Executive confirmed that resources were stretched across the organisation as we modernise and run the business. She advised that, by the end of Q3, there should be a good understanding of the workplan for the next 3 years and a workforce/resource plan would address any short-term resource need.

The Board agreed this amendment.

Thereafter, the Confidential Minutes of the Meeting held on 24 March 2022, having been previously circulated, were approved and signed by the Chair.

3635. Business Arising

- (i) Action List
The Board noted the Action List.

3636. Priority Items

- (i) Confidential Item: Redacted
- (ii) ARC & EESSH Returns
The Board received Report B/5(ii)/MAY/22 from the Head of Strategic Programmes & Improvement.

The Chief Executive advised that the ARC was due to be submitted to the SHR by the end of May. An enormous amount of work had been undertaken over the past 12 months and the ARC was now down to 5 partially validated indicators.

The Board noted the progress made and gave congratulations and thanks to the team involved.

The Board:

- (i) provided feedback on the Annual Return on the Charter (ARC); and**
- (ii) approved the content for submission to the Scottish Housing Regulator.**

(iii) Loan Portfolio Return

The Board received Report B/5(iii)/MAY/22 from the Director of Finance & Technology. She advised that Bield only had one unsecured, interest free loan at the end of the financial year.

The Board approved the Loan Portfolio Return and recommended its submission to the Scottish Housing Regulator.

(iv) Confidential Item: Redacted

3637. Items for Noting

(i) Confidential Item: Redacted

(ii) Confidential Item: Redacted

(iii) Annual Risk Report 2021-22

The Board received Report B/6(iii)/MAY/22 from the Director of Finance & Technology. It was noted that the report had already been presented to the Audit & Risk Committee.

It was noted that a query had been raised prior to the meeting in respect of whether Bield had a risk appetite statement, and this would be made available on Diligent.

The Board:

- (i) noted the content of the paper; and**
- (ii) confirmed that there was a satisfactory system in place for the review of risk.**

(iv) Health & Safety Bi-Annual Update (October 2021-March 2022)

The Board received Report B/6(iv)/MAY/22 from the Health & Safety Advisor.

The Chief Executive confirmed that the report had been reviewed by the SMT. The following areas were discussed:

- Page 7 – a query was raised in respect of fire compliance and that there were 419 cases where no access had been given to flats. It was noted that the report was as at 31 March and that progress had been made since then. The current position was that, in respect of the new legislation, only 6 tenants had refused entry. The Director of Business Development advised that some tenants were still in work, others were still cautious in respect of Covid-19 whilst others just refuse access. A system was in place to contact tenants via letter and email and, as a last resort, forced entry could be undertaken. It was acknowledged that there was a potential risk to other tenants from those who refused entry. In respect of any insurance issues, the Director of Business Development confirmed that Bield would have to demonstrate it had taken all reasonable action.
- Page 9 – in respect of non-completion of mandatory training, a query was raised as to whether the Board should be concerned by this. The Chief Executive confirmed that some classroom based courses could not take place during the pandemic which had caused some issues. She advised that the Director of People & OD was looking closely at this training to ensure that the correct staff were undertaking the correct training. It was noted that this piece of work was included in the workplan of the Director of People & OD for the coming year.
- A query was raised in respect of ongoing risk assessment and how this affected lone workers. The Director of Customer Experience confirmed that there was a lone working system in place which would link in with BR24.

The Board noted and commented on the contents of the report.

- (v) Confidential Item: Redacted

3638. Update Reports for Committees, Sub-Committees and SLWG

- (i) Board SLWG ARC Improvement Plan
The Board noted the update from the Board SLWG ARC Improvement Plan.
- (ii) People & Staff Governance Committee Meeting – Confidential Minutes – 26 April 2022
It was highlighted that discussion had taken place at the meeting in respect of people performance and a request had been made of the Head of HR to change the way reporting was undertaken in respect of recruitment with a view to better reflecting the work being done.
The Board noted the Confidential Minutes of the meeting of the People & Staff Governance Committee held on 26 April 2022.
- (iii) Audit & Risk Committee Meeting – Minutes – 12 May 2022
In respect of Minute 048(ii) – Confidential Treasury Management Annual Report 2021/22, it was noted that the Director of Finance &

Technology had had a discussion with Bruce Saunderson, and it had been agreed that progressing a CAF application would be a good option. In respect of the application, it was noted that details on home addresses and length of time at addresses would be required and the Governance Manager would get in touch with Board members outwith the meeting for this information.

The Board noted the Confidential Minutes of the meeting of the Audit & Risk Committee on 12 May 2022.

3639. Governance

- (i) Confidential: Company Secretary Report
The Board received Report B/9(i)/MAY/22 from the Governance Manager.

The Board:

- (i) **noted the register of legal documents; and**
(ii) **noted the use of SO10.**

- (ii) Declarations of Interest Annual Report
The Board received Report B/9(ii)/MAY/22 from the Governance Manager.

The Board noted the Annual Report on Declarations of Interest.

3640. Date of Next Meetings – Thursday 28 July 2022

The next Board meeting was due to take place on Thursday 28 July 2022.

3641. Any Other Business

- (i) Board Conversations
The Chair thanked her fellow Board members for their time in attending this year's Board conversations. A report would be presented to the July Board with the outcome of the conversation process, together with results of the survey, shown as a comparator for years 2021 and 2022.

- (ii) Board Strategy Session – June 2022
It was confirmed that a session had been arranged with Alison Smith from Allanpark to continue discussions on the Business Strategy. The session would take place on 20 June at Stirling Court Hotel.

The Chair advised that she and the OBs had had a useful meeting with Alison Smith earlier in the week.

- (iii) SAM Board & SMT Discussion

A query was raised, in respect of the upcoming discussion regarding the SAM financials, whether any information would be circulated before the meeting, due to take place on 23 June. The Director of Business Development confirmed that she would circulate information beforehand.

(iv) Pat Dawson

It was noted that Pat Dawson, who had been on special leave of absence from the Board for the past year, would be returning to her duties from 1 June. Meetings would be held with the OBs, Chief Executive and newer Directors in order to assist Pat's transition back into her Board role.

(v) Board Recruitment

This would be progressed over the coming months.