3090. Apologies for Absence

Apologies for absence were received from Mr H Carr.

3091. Declaration of Interest

There were no declarations of interest.

3092. Minutes of the Meeting held on 19 May 2016
Confidential Minutes of the Meeting held on 19 May 2016

It was noted that the Minutes had incorrectly stated that the meeting had taken place in Edinburgh when it should have been Glasgow. Thereafter, the Minutes and Confidential
Minutes of the Board meeting held on 19 May 2016, having been previously circulated, were approved and signed by the Chair.

3093. Business Arising from the Meeting on 19 May 2016

There was no business arising from the meeting on 19 May 2016.

3094. Priority Items

(i) Confidential Item: Report from the Chief Executive

(ii) Confidential Item: Annual Accounts and Letter of Representation

(iii) Confidential Item: Annual Audit Report from the Performance & Audit Committee

The Board received Report BOM/5(iii)/JUL/16 and a report in relation thereto from the Director of Finance & ICT Services/Interim Company Secretary.

The Board noted the terms of the Annual Report from the Performance & Audit Committee.

(iv) Confidential Item: Care Services in Glasgow – Update

3095. Performance

(i) Key Performance Indicators – Year End Report

The Board received Report BOM/6(i)/JUL/16 and a report in relation thereto from the Assistant Director (Strategic Development).

The Chief Executive advised that there was an error within the paper on the section relating to ‘Implications’. In respect of ‘Risk’, any KPIs with high levels of business risk were picked up through the Risk Register in the normal way.

It was noted that the paper had been presented to the Performance & Audit Committee at its meeting in June at which the new KPIs had been considered. The reporting on these would begin at the next Board/Committee cycle and therefore the report would be presented in a different style.

The following areas were highlighted/discussed:

Page 6 – a query was raised as to why some properties had been void for over 6 months. The Director of Care Services advised that this could be due to a number of factors including location, local market conditions or the physical design of the property.

Page 8 – a query was raised as to why Bield’s absence was higher than the peer group. The Director of Human Resources advised that the figures covered all areas of the business, including Care, which made it more difficult to have a like for like
comparison. Few of those in the peer group would have the same extent of Care business.

Page 19 – it was noted that there was a typo in the analysis box relating to KPI 57. On the second line, 29th February 2015 should read 29th February 2016.

Page 19 – a query was raised in respect of reference to the Average Care Home Occupancy Levels referred to within the Resolution section of KPI 57. It was not clear what this related to. The Director of Care Services advised that this would relate to Munro Court and Finavon Court. The Chief Executive advised that the figures this related to were presented to the Performance & Audit Committee but not to the Board. It was suggested that the Board receive the same version as the Committee in order to assist with consistency.

The Board noted the current update for the period 1 January – 31 March 2016.

(ii) Business Priorities – Year End Report
The Board received Report BOM/6(ii)/JUL/16 and a report in relation thereto from the Assistant Director (Strategic Development). It was noted that the report had previously been presented to the Performance & Audit Committee at its meeting in June.

The Board noted the current update for the period 1 January – 31 March 2016.

3096. Governance

(i) Board Conversation Process and Succession Plan - Feedback
The Board received Report BOM/7(i)/JUL/16 and a report in relation thereto from the Chief Executive.

It was highlighted that there was a typo on page 1 of the covering paper within the section relating to Retiral of Board Members – reference to ‘September 2015’ should read ‘September 2016’.

Discussion followed in respect of progress in relation to the Board conversation process which had taken longer than anticipated due to availability of those participating but the process should be complete by August. A full report would be presented to the Board in September.

In respect of Board retirals, it was noted that only two members were due to retire in September although four were required to retire. Mr Nicolson and Mrs Napier volunteered to stand down in 2016 rather than 2017 to complete the required number.

At the AGM in September, therefore, there would be five vacancies on the Board with three individuals seeking re-election. Given the gap, a recruitment process would be undertaken to recruit two new Board members. A panel of the Board would require to be formed to take this forward. The Chair confirmed that he
would consider this and advise the Chief Executive in due course as to who would sit on the panel. Mrs McBain offered her assistance if this was required.

In respect of the report prepared by Linda Ewart, Consultant, it was suggested that ‘Financial/accountancy’ expertise be added to the list of priorities for new Board members.

The Chair advised that, in respect of the vacancy for Chair which would arise at the AGM in September, two Board members had put themselves forward for the position. However, he stressed that potential candidates could still come forward for the Chair position as well as those of Vice Chairs.

In respect of the AGM in September, the Chief Executive advised that there had been some media reports in relation to the Scotsman Hotel, Bield’s proposed AGM venue, going into liquidation. However, having checked with the company Bield use for sourcing venues, it has been confirmed that there was no risk to the booking. However, a contingency would be put in place in case of any change to the position.

The Board:
(i) noted the update report provided by Linda Ewart on the progress of the 2016 Board conversation process and considered the areas highlighted for discussion;
(ii) noted the members due to retire at the 2016 Annual General Meeting and identified one additional member to stand for election;
(iii) considered membership of a recruitment panel to conduct a recruitment exercise for potential new Board members;
(iv) confirmed the arrangements to fill thirteen elected places and to leave two places for co-option; and
(v) authorised the Office Bearers and Chief Executive to finalise the detailed programme for the Annual General Meeting.

3097. Update Reports

(i) Confidential Item: Report from the Interim Company Secretary
The Board received Report BOM/8(i)/JUL/16 and a report in relation thereto from the Director of Finance & ICT Services/Interim Company Secretary.

The Board:
(i) noted the Register of Legal Documents; and
(ii) noted the uses of Standing Order 10.

(ii) Treasury Management Annual Report
The Board received Report BOM/8(ii)/JUL/16 and a report in relation thereto from the Director of Finance & ICT Services/Interim Company Secretary.

A query was raised in respect of the cash balances and the differing rates between banks and whether these could be moved to those banks providing the better rates.
The Director of Finance & ICT Services/Interim Company Secretary advised that this could be done but that rates were a moment in time and very changeable.

The Board noted the contents of the Annual Report on Treasury Management.

(iii) Complaints Annual Report
The Board received Report BOM/8(iii)/JUL/16 and a report in relation thereto from the Assistant Director (Strategic Development).

The Communications & Marketing Manager highlighted the following:

- more complaints had been recorded during the period. This was mainly due to more staff training and reminding staff to record all complaints
- KPI targets – 75% of Stage 1 complaints had been responded to within the timescale. It was acknowledged that more work was required on this and reminders sent to staff to close down complaints once they were completed
- KPI targets – 50% of Stage 2 complaints had been responded to within the timescale. Although this seemed low, it was noted that there were only 17 complaints of this nature so it would take only one or two of these to be outwith the timescale and figures could be distorted. However, it was acknowledged that there was still work to be done
- it was suggested more relevant to receive information on what had been changed within Bield following a complaint rather than what had been learned, i.e. policies had been changed, a review of the use of standard letters had been undertaken etc. The Board agreed that this would be more useful information to be presented within the report

A query was raised in respect of how Bield compared with its peers. The Communications & Marketing Manager advised that reporting was done differently between RSLs although we were similar to both Hanover and Trust. She confirmed that she could look further into this to gain more information in this respect.

The Board noted the contents of the Complaints Report for the period 1 April 2015 – 31 March 2016.

(iv) Confidential Item: Owner Services Growth Strategy – Annual Update

The Board received Report BOM/8(v)/JUL/16 and a report in relation thereto from the Health & Safety Manager. It was noted that the fire risk assessments within Care had been delayed and an update would be provided at the next Board meeting.

It was noted that there were two typos within the paper as follows:

(i) On the page relating to ‘Violent Incidents at Work’, the total number of incidents from Oct 2015-March 2016 was 8 and this should be reflected in the table below the text.
On the page relating to ‘Health and Safety Training’, the total number of staff trained should read 658.

The Chair thanked the Director of Human Resources, Health & Safety Manager and the Health & Safety Management Group for their work in this area.

The Board noted the contents of the paper.

3098. Policy Review

(i) Staff Code of Conduct – revised
The Board received a verbal report in relation thereto from the Director of Human Resources. She advised that the SFHA had produced a model Code of Conduct for staff and that a review of Bield’s existing Code had been undertaken at the same time which appeared to be largely compliant. Bield’s Code would require updating to include references to e.g. social media and declarations of interest.

The Board noted the position.

3099. Compliance

(i) Loan Covenant Compliance
The Board received Report BOM/10(ii)/JUL/16 and a report in relation thereto from the Director of Finance & ICT Services/Interim Company Secretary.

The Board noted the current position that all financial loan covenants had been complied with to the end of March 2016.

(ii) Confidential Item: Five Year Financial Projections – SHR Return
The Board received Report BOM/10(ii)/JUL/16 and a report in relation thereto from the Director of Finance & ICT Services/Interim Company Secretary.

The Board considered the Five Year Financial Projections and approved their submission to the Scottish Housing Regulator.

3100. Reports from Committee

(i) Minutes of the Partnership Forum held on 10 May 2016
The Board noted the Minutes of the Partnership Forum held on 10 May 2016.

(ii) Minutes of the Owners’ Forum held on 26 May 2016
The Board noted the Minutes of the Owners’ Forum held on 26 May 2016.

(iii) Minutes and Confidential Minutes of the Performance & Audit Committee held on 21 June 2016
The Chair of the Committee advised that there had been a great deal of discussion around the disagreement between Bield and the external auditor. However, the
situation had been handled very professionally and both Bield and the auditor should be commended for this.

The Chair of the Board wished to recognise the efforts from the Housing team in respect of the reduction in voids as referred to on page 4 of the Minute.

The Board noted the Minutes and Confidential Minutes of the Performance & Audit Committee held on 21 June 2016.

(iv) Confidential Minutes of the Remuneration Committee held on 27 June 2016

3101. Any Other Business

There was no other business.

3102. Date of Next Meeting – Thursday 1 September 2016, Edinburgh Office

The date of the next meeting was confirmed as Thursday 1 September 2016 within Bield’s Edinburgh Office.