

**Minutes of the Meeting of the Board of Management
held on Thursday 14 September 2017 at 2.15pm
The Radisson Blu Hotel, The Royal Mile, 80 High Street, Edinburgh**

PRESENT:	Mrs S Napier	Chair
	Mrs P Dawson	
	Mrs I Deuling	
	Mr R Fernie	
	Dr L Holdsworth	
	Ms I McGarvie	
	Mr W Nicolson	
	Mr G O'Sullivan	
	Mr D Scobie	
	Ms M Sibbald	
Mr W Smalley		
IN ATTENDANCE:	Mr B Logan	Chief Executive
	Mr C Dickson	Director of Care Services/Interim Director of Housing Services
	Mr S Smith	Director of Finance & ICT Services
	Miss C Beesley	Governance & Administration Manager

3202. Appointment of Chair & Vice Chairs

The Governance & Administration Manager advised that, in accordance with normal practice, nominations had been sought in advance of the meeting for the position of Chair of the Board of Management. Mrs Susan Napier was proposed as Chair by Mr G O'Sullivan and seconded by Mr D Scobie for the period to the end of the Annual General Meeting on 20 September 2018.

In respect of the position of Vice Chair of the Board of Management, the Chair advised that Mr W Nicolson had, that morning, tendered his resignation from the Board, to take effect at the end of the Board meeting. The Chair, supported by the Board, thanked Mr Nicolson for his contribution to Bield and wished him well in his retirement.

Three nominations had been received for the two posts of Vice Chair. Mr D Scobie was proposed by Ms M Sibbald, seconded by Mr O'Sullivan and Mr W Smalley was proposed by Mr W Nicolson and seconded by Mrs I Deuling. Therefore, a ballot would require to be undertaken as there were more nominations than there were spaces.

The Governance & Administration Manager advised that she would arrange to send out ballot papers to the Board the following day with a closing date for nominations at the end of September.

3203. Apologies for Absence

Mr H Carr is currently on a previously approved leave of absence.

3204. Declaration of Interest

There were no declarations of interest.

3205. Governance

(i) Board and Committees

The Board received Report BOM/4(i)/SEP/17 and a report in relation thereto from the Chief Executive.

In respect of the approval of Committee memberships, the Chief Executive highlighted the proposed membership of the Performance & Audit Committee and Remuneration Committee. It was noted that Mr O'Sullivan had requested a switch from the Remuneration Committee to the Performance & Audit Committee.

The Chief Executive advised that the remit of the Remuneration Committee stated that at least one of the Office Bearers should be a member of that Committee. However, given the forthcoming ballot for Vice Chairs, it was agreed to defer any action on this until the outcome of the ballot was known.

The Chief Executive also advised there was a requirement for Board representative to attend the Owners' Forum meetings. These meetings were held 4 times per year, two in Glasgow and two in Edinburgh. It was noted that the next meeting was due to take place in November. Ms I McGarvie offered to be the Board representative at the Owners' Forum meetings going forward.

In respect of the Corporate Calendar, the Chief Executive advised that the additional Board meeting due to take place on 10 October 2017 had yet to be included in the calendar but that this would be updated. He also advised that, usually during the first week of June each year, Volunteers' Week took place and Board members are encouraged to attend local events.

A query was raised in respect of the gap between Board meetings in November and February given the upcoming announcements. However, it was felt that any requirement for updates or decisions requiring to be made could be done via email or through the SLWG.

The Board of Management considered the terms of the paper and:

- (i) approved the membership of the Committees of the Board and Working Groups;**
- (ii) noted the procedure for electing Chairs of Committee to serve until the first meeting of the Committees after the AGM in 2018; and**
- (iii) approved the Meeting Schedule for 2017-18.**

3206. Any Other Business

(i) Members' Access to Intranet (Grapevine)

The Governance & Administration Manager advised that the current arrangements for Board access to the 'Members Area' of the website were changing. Moving forward, Board members would be given access to Bield's intranet site, 'Grapevine'. In order to set this up, Board members would require to be provided with a Bield email address and all members agreed to this suggestion. It was hoped that this would be up and running within the next couple of weeks and the Governance & Administration Manager confirmed that she would keep Board members updated. She also confirmed that she would arrange for an information sheet to be provided to Board members in order to assist with accessing the system.

(ii) Annual General Meeting

The Chair wished to express her congratulations to the four newly elected Board members and welcome them to the Board as fully elected members following the AGM that morning.

In respect of the AGM, the Board agreed that this had been a successful event and that the venue and catering had been very good. It was agreed to provisionally book the venue again for the following year.

Thanks were given to staff for organising the event.

(iii) Board Away Day

The Chief Executive advised that the Board Away Day would be facilitated by Linda Ewart again this year. He had met with Linda the previous week and she was preparing a draft agenda and programme. The theme for the day would be 'Governance' and it was proposed to approach an external speaker (Michael Willis) to come along to the meeting.

3207. Date of Next Meetings – Tuesday 10 October 2017, Edinburgh and Thursday 23 November 2017, MacDonald Forest Hills Hotel, Aberfoyle

The date of the next meeting was confirmed as Tuesday 10 October 2017 within Bield's Edinburgh Office. Thereafter, the next meeting would be on Thursday 23 November within MacDonald Forest Hills Hotel, Aberfoyle. It was noted that the Board Away Day would be the day before on Wednesday 22 November at the same venue.