

Board meeting

Minutes of the meeting of the Board
at 3:45pm on **21st September 2021**

Edinburgh Training & Conference Venue
16 St Mary's Street,
Edinburgh EH1 1SU
And
Webex video conference

Board Members

| | | |
|--------------------------|----------------|--------------|
| Mr I Thompson (Chair) | Ms K Kennedy | Ms P Russell |
| Ms C Lumsden (via Webex) | Mr D McIntosh | Mr J Clyne |
| Mr J Muir | Mr T Roehricht | |

Attending

| | |
|------------------------------------------------------|------------------------------------------------------|
| Jean Gray, Chief Executive Officer (CEO) | Ann Wood, Director of Care (DC) |
| Esther Wilson, Director of Housing and Support (DHS) | Howard Vaughan, Director of Finance and Assets (DFA) |
| Helen McMorran, Director of Business Support (DBS) | |
| John Rankin, Head of Business Support (HBS) (Minute) | |

Apologies received

Ms C Jardine

Minutes

| Item | Subject | Action | Due Date |
|------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------|----------|
| 00 | Welcome | | |
| a | There being a quorum present, and given that at today's meeting it would be necessary to elect the Chair and Vice Chair for the year, the CEO welcomed all and opened the meeting. | | |
| b | Apologies were received from Ms Caroline Jardine. | | |
| c | No declarations of interest were made, or conflicts of interest noted. | | |
| 01 | Appointment of Chair of Board | | |
| a | The CEO asked for nominations to Chair of the Board for the forthcoming year. Ms K Kennedy nominated Mr I Thompson and the nomination was seconded by Ms P Russell. There being no other nominations for Chair, Mr I Thompson was therefore elected as Chair, until the next Annual General meeting. The Chair assumed the Chair for today's meeting. | | |
| 02 | Appointment of Vice Chair of Board | | |
| a | The Chair asked for nominations to Vice Chair of the Board for the forthcoming year. Mr J Clyne nominated Mr T Roehricht and the nomination was seconded by Ms P Russell. There being no other nominations for Vice Chair, Mr T Roehricht was therefore elected as Vice Chair until the next Annual General meeting. | | |

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| 03a | Minute of previous meetings (17.08.21 and 07.09.21) | | |
| a | The minutes of the meeting of the Board on 17.08.21 were reviewed and approved as an accurate record. | | |
| b | The minutes of the private meeting of the Board, also on 17.08.21, were reviewed and approved as an accurate record. | | |
| c | The minutes of the private meeting of the Board on 07.09.21, were reviewed and approved as an accurate record. | | |
| d | There were no queries regarding any of the minutes. | | |
| 3b | Matters arising and outstanding actions | | |
| a | Matters arising and actions from the previous minutes were discussed and updates provided as follows: | | |
| b | Actions 114 and 117 were noted to be ongoing, and all other actions were considered to be closed. | | |
| c | There were no matters arising not on the agenda, or not included in the outstanding actions log. | | |
| 4 | Operational Governance Action Plan / Validation | | |
| a | The CEO spoke to the Operational Governance Action Plan ('OGAP') paper which had been presented to today's meeting, noting that, subject to Board approval, this would be the version that would be presented to the Scottish Housing Regulator ('SHR'), by way of update. | | |
| b | The CEO advised that 81 out of 100 actions had been completed, and with regard to actions which were late, such as with regard to Board Training, the CEO advised that relevant templates had been developed, and it was consequently simply a question now of arranging for the training to be provided. | | |
| c | The CEO updated on the timeline with regard to the validation exercise being carried out by Indigo House, noting that the consultant would be in Head Office on 22.09.21, and thereafter a findings presentation would be made to the OGAP Short Life Working Group on 30.09.21, with a full report to the Board in October. | | |
| d | With regard to Board training to be provided by Indigo House, the CEO advised that this would be provided subsequent to the validation exercise. | | |
| e | A question was asked in relation to what the SHR's position might be with regard to the items on the action plan which were late. The CEO advised that, given that there were justifications for the delays, and that it was now more a question of arranging dates, she was hopeful that the SHR would be satisfied that Viewpoint was on the right journey. | | |
| f | The Board approved submission of the updated OGAP to the SHR. | | |
| 5 | Finance – Finance SLWG Update / August Management Accounts / Reforecast | | |
| a | The DFA summarised the main points from the most recent Financial Short Life Working Group ('FSLWG') meeting, noting that the main discussion points were ongoing issues with Housing Voids, and longer term the financial model | | |

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| | for the care homes. With regard to Housing voids, the DFA noted that this was an area of ongoing focus for the Housing and Assets teams, and that a newly appointed Technical Officer would be focussing on this area also. | | |
| b | The DFA noted that there was ongoing discussion in relation to the potential for extension of sustainability funding payments to 31.03.22. | | |
| c | The DFA advised that the FSLWG had agreed a high level sensitivity analysis should be provided to the next meeting, although he noted also that there would be challenges in stripping out those costs which were Covid-19 related. | | |
| d | With regard to the accounts, the DFA noted the position was generally as expected, and that the Housing Team had been able to provide some positive feedback in relation thereto. | | |
| e | The DFA noted with regard to the reforecast that some reserves had been freed up to make inroads in relation to delayed expenditure from last year, and that the position had shifted from a deficit of £274k to a surplus of £249k. | | |
| f | Noted that there had been discussion at the FSLWG in relation to what central costs actually are, and in this regard the DFA advised that, between the budget and the sensitivity analysis, officers would provide more information on that area. | | |
| g | With regard to the desire of the FSLWG to understand what a 'normal' (ie non Pandemic affected) year might look like the CEO noted that it would also be necessary to align with affordability, and in that regard noted that there would be decisions in that regard to be taken at the November Board meeting, and also on the proposed salary review. | | |
| h | With regard to voids, the DHS advised that these were being considered by the operational teams on a daily basis, and that to date this month there had been more lets than terminations, and staff were focussing on prioritising this. It was noted that if the position in relation to voids endured to the end of this month, that would be very positive news, after a period of excess terminations in relation to lets made. | | |
| i | The Board noted the terms of the FSLWG update, August Management Accounts, and Reforecast. | | |
| 06 | Membership of Sub-Committees | | |
| a | The DBS asked if there were any Board Members who had served on the Risk and Audit and Operations Committees last year, who did not wish to continue in that role this year. Board Members confirmed that membership of the Sub-Committees would remain as last year. | | |
| b | The CEO noted that it would be helpful to appoint another member to the Risk and Audit Committee in due course, although membership would remain as is at present. | | |
| c | With regard to Short Life Working Groups, whilst there was the potential for the work of the FSLWG to be picked up at the Risk and Audit Committee, for now it was agreed that this should remain as a separate working group. With regard to the OGAP Short Life Working Group, agreed that this would likely wind up at the point of delivery of the Annual Assurance Statement, albeit | | |

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| | with a clear action plan, which would be reported on at the Operations Committee. | | |
| 07 | CEO Update Report | | |
| a | The CEO spoke to the report, and associated appendices, and invited questions from the Board. | | |
| b | A question was asked in relation to staff vaccinations, in terms of what proportion of the staff group was vaccinated, and how this compared with other organisations. The CEO pointed out that not all information was available in relation to Head Office staff, however, with regard to Care Home Staff the DC advised that 90% of St Raphael's care home staff, and 70% in the other care homes, which figures were comparable with other providers. The DC added that, whilst there was focus from managers on encouraging staff members who had not been vaccinated to obtain the vaccine, those staff who had as yet not been vaccinated seemed to be fairly fixed in their positions. | | |
| c | Following on from the above the Board discussed mandatory vaccination in care homes, and the DC noted that whilst there had been discussion within the sector, including the obtaining of legal opinions, this is not something that would currently be considered by Viewpoint. Board Members noted that there might be the risk of challenges under the Equality act should such measures be adopted, albeit it was acknowledged that by not adopting a mandatory testing approach there may also be a residual risk to the organisation. | | |
| d | A question was asked in relation to the data processing requirements with regard to vaccination data, as this would be special category data, requiring additional measures. The DC advised that officers would consider this aspect. | DC | 09.11.21 |
| e | A question was asked in relation to the delay with regard to the Civica software implementation, and the DFA advised that whilst there would be a delay in relation to training on the dashboard module, this would not delay implementation of the primary modules. | | |
| f | A question was asked in relation to the National Care Service Consultation, and what Viewpoint's position and approach might be. The CEO advised that, whilst it might be possible to participate via CCPS or SFHA, it was felt preferable for Viewpoint to take a standalone approach. With regard to Viewpoint's response, the CEO and DC would attend various events before drafting the relevant organisational response. The CEO advised that officers would share the draft response with the Board. Board Members could also comment on the consultation. | CEO/DC | 02.11.21 |
| g | A question was asked in relation to heating bills in the context of rising fuel costs, and the DFA advised that Viewpoint had fixed energy utility costs. The DHS would consider how to communicate this to tenants. | DHS | 31.12.21 |
| 08 | Governance Report | | |
| a | The Chair updated in relation to the Board Training Plan, and following discussion it was agreed to remit the preparation of the training plan to the Board Development Working Group, consisting of the Chair, Ms Lumsden, and Ms Russell, supported as necessary by the CEO and DBS. Noted in relation to Board training, that it might for example be possible to combine training with certain Board meetings, or perhaps with Board Away Days. | Board Development Working Group | 09.11.21 |
| b | A question was asked in relation to membership of the Association, and whether this terminated automatically at the end of a Board Member's tenure. | | |

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| | The DBS advised that this was not the case, and that simply retiring from the Board would not mean that membership ceased, as membership would need to be resigned separately. | | |
| c | The Board noted the contents of the Governance Report, and approved the removal of the 4 relevant members. | | |
| 09 | Critical Incident Update | | |
| a | The DHS noted that this was covered in the CEO report, and that there was no further update to provide at today's meeting. The DHS added that, all being well, the work of the Critical Incident Team would end in mid-November. | | |
| 10 | Any Other Competent Business | | |
| a | The DFA advised that officers had asked the Chair and Vice Chair to approve changes to Viewpoint's authorised signatories, removing the name of an employee who had since left the organisation, and adding the Head of Business Support. | | |
| b | No other competent business was raised. | | |
| 11 | Date of Next Meeting | | |
| a | The next meeting will take place w/c 11 th October 2021, at a time and venue to be confirmed. | | |

The meeting closed at 4:40pm.

Approval of the minutes

Signed as a true record of the meeting, following the approval of the draft minutes by a meeting of the Board.

Signed:

Date:
09.11.2021

Iain Thompson, Chair