

## Board meeting

Minutes of the meeting of the Board  
at 5:30pm on **08<sup>th</sup> February 2022**

### Board Members

Mr I Thompson (Chair)  
Mr T Roehricht

Ms K Kennedy (MS Teams)  
Mrs C Lumsden (MS Teams)

Ms P Russell (MS Teams)  
Mr D McIntosh

### Attending

Jean Gray, Chief Executive Officer (CEO)  
John Bain, Director of Business Support (DBS)  
Tom Hainey, Director of Assets (DA)  
Howard Vaughan, Director of Finance (DF)

Esther Wilson, Director of Housing and Support (DHS)  
Ann Wood, Director of Care (DC)  
Bianca Culbert, Corporate Support Administrator  
(Minutes)  
Lee Parry (observing)

### Apologies received

Mrs C Jardine  
Mr John Muir

Mr J Clyne

### Minutes

Item	Subject	Action	Due Date
00	Welcome		
a	There being a quorum present, the Chair welcomed all and opened the meeting.		
b	An especially warm welcome was extended to Lee Parry, who was observing the meeting.		
c	Apologies were received from Caroline Jardine. Jack Clyne and John Muir did not pass on apologies and were not in attendance.		
d	No declarations of interest were made, or conflicts of interest noted.		
01a	Minute of previous meetings (07.12.2021)		
a	The minutes of the meeting on 07.12.2021 were reviewed and approved as an accurate record.		
b	The minutes of the private meeting on 07.12.2021 were reviewed and approved as an accurate record.		
c	There were no queries regarding either minute.		

Item	Subject	Action	Due Date
01b	Matters arising and outstanding actions		
a	Matters and actions arising from previous minutes were discussed and key updates provided as follows:		
b	Action 1.4.2 – IT and the CEO are still considering Board Training and a potential Away Day for April 2022.		
e	Action 1.4.3 – notes from half year reviews will be circulated once reviewed.		
d	All other outstanding actions were considered to be closed.		
e	There were no other matters arising not on the agenda or not included in the outstanding actions log.		
01c	RAC Meeting		
a	The Risk and Audit Committee met on 25 <sup>th</sup> January.		
b	<p>The Chair of the RAC provided a verbal update of the Key points discussed:</p> <ul style="list-style-type: none"> <li>• Risk register approved, to be reviewed annually by the Board. Need to consider compliance and beneficiary in more detail, which are currently quite far out with the risk appetite.</li> <li>• Policies approved: H&amp;S Policy reconfigured as overarching policy above other H&amp;S documentation. Also approved: timetable for reconfiguration of H&amp;S policies/documentation, Gas and Carbon Monoxide Safety Policy, Electricity and Electrical Safety Policy, Health &amp; Safety Manual, and Anti-Fraud and Money Laundering Policy.</li> <li>• Treasury management discussed. RAC have requested a more detailed update from Brewin Dolphin as well as further information on the Flagstone investment platform and its alternatives. (redacted)  <div style="background-color: black; width: 100%; height: 1.2em; margin-top: 5px;"></div> </li> <li>• H&amp;S and Landlord H&amp;S reviewed. Although our performance has improved, we remain non-compliant in terms of electrical assessments. All high priority actions arising from FRAs have been completed. All other tasks are expected to be completed within the required timescales.</li> <li>• No whistle-blowing or AOCB raised.</li> </ul>		
02	Governance Improvement Action Plan		
a	<p>The CEO has met with our Regulator (SHR), who was satisfied that actions within the OGAP, which we regularly shared with them, are now in hand.</p> <p>It is the intention that further to approval by the Board that the OGAP is considered completed. The Regulator agreed that following approval at the Board meeting that this could be closed. The CEO advised the SHR that any outstanding training and superseded actions will be moved into a new Continuous Improvement plan which will also include any actions arising from the Indigo House review. The SHR is are looking for us to get the old OGAP signed off by the Board as complete and upload this onto the Regulator`s portal. They would then consider us to be compliant in this area.</p>		
b	<p>On completion of the OGAP and also completion of all relevant compliance matters alluded to in the Annual Assurance Statement it is hoped that would move our Engagement Plan to compliant from April 2022. At the meeting with the SHR held on 25 January it was agreed we would provide an update on the</p>		

Item	Subject	Action	Due Date
	compliance matters by 28 February 2022. This would enable due consideration before our Engagement Plan was finalised.		
c	The CEO has updated the OGAP and moved the 9 superseded actions to the new Continuous Improvement Plan GIAP together with any agreed actions arising from the review by Indigo House.		
d	The CEO asked the Board to sign off the OGAP as closed, so this can then be presented to the Regulator as complete. The Board unanimously approved the OGAP as presented tonight.	CEO	15.3.2022
03a	Rent Consultation Outcome Report		
a	The DHS presented a report summarising the outcome of the tenant consultation on rent and service charge increases as proposed at the Board Meeting in November.		
b	We consulted with tenants in social rent, loanstock and shared ownership properties on slightly different proposals as set out in the executive summary.		
c	(redacted)		
d	(redacted)		
e	The consultation was conducted in the same way as in recent years.		
f	Table 2 outlines responses by housing type. We will try to obtain a wider spread next year. The return rate for social rent was considered very good at just under 20%, which we will try to increase further next year. The DHS also agreed to add more context around the total number of each accommodation type next year, to better reflect the proportion of different accommodation types we own.		
g	Most tenants who responded, although less than last year, agreed that 'a rent increase is necessary to maintain services and investment in our stock', and more tenants than last year (60%), felt their 'rent is affordable' a 58% felt that they were getting value for money from Viewpoint – the same as last year.		
h	The DHS proposed implementing rent and service charge increases as proposed at the November 2021 Board Meeting, which was unanimously approved by all.		
i	TR mentioned that the paper included a reference to the Housing budget surplus for 2022/23 of £56,000 which is incorrect. The DHS advised that she had identified the error and meant to correct this prior to presenting the paper. The value of £56,000 refers to the organisation's overall budget surplus for 2022/23.		
j	There were no further questions or comments.		
03b	Salary Increase (verbal)		
a	This was a confidential discussion subject to a private minute.		
03c	Finance – Management Accounts to 31 December 2021/ Reforecast to 31st March 2022/ Draft budget 2022/23 / Finance SLWG Feedback		

Item	Subject	Action	Due Date
a	The Management Accounts were circulated to the group.		
b	The reforecast was updated to reflect a high amount of planned maintenance spend expected between now and March, care home occupancy, higher staff cost and housing voids. All other things being equal, our year end surplus was reforecast at £105K.		
c	Our budget only changed by £10K since November, although there were several large movements, most notably salaries. The draft budget was approved as presented.		
d	The DF invited any feedback, questions and comments with regards to the Draft Finance Strategy to himself by email before submission of the final version in March.		
04	Draft Business Plan 2022-25		
a	The Draft Business Plan remains a work in progress, and the CEO thanked members of the Executive for their input so far.		
b	We were initially looking to develop a 3-year strategy, but most organisations appear to be favouring shorter term business plans now given the continued challenges from the external environment – no more than 2 years suggested. While understanding the need to focus on the short term, DM stressed that we need to keep an eye on longer term plans as well, which he suggested making clearer in the Business Plan.		
c	The CEO has started drafting the Business Plan following the format provided by the SHR. Key themes and high level objectives are provided in section 6. More detail on both is included in the Internal Management Plan (IMP), which is submitted to the Board quarterly. The CEO and Executive team will review the objectives again with a view to condensing those down to a more achievable number – link to performance data to enable better monitoring.		
d	More data, charts and diagrams will be added – financial figures, stock condition survey, etc.	CEO, Exec	8.3.2022
e	SWOT and PESTLE analysis will be considered in more detail together with Board at the March Meeting.		
f	The CEO invited the Board to send any further comments and questions about the Business Plan directly to herself by email prior to submission of the final version, with supporting strategies, at the March meeting. Board Members complimented the CEO and Exec team on the work done so far and agreed to email some comments to the CEO.	Board CL, PR	15.3.22 8.3.2022
05	CEO Update Report		
a	The CEO has recently attended a session with Shona Robison, Cabinet Secretary for Housing, Criminal Justice and Local Government and Kevin Stewart, Minister for Wellbeing and Social Care to discuss the National Care Service. No new information was shared. New legislation is expected by the end of February 2022.		
b	There was also a discussion about independent living standards, the concept of Home for Life, accessibility, technology and how to link those together to		

Item	Subject	Action	Due Date
	benefit people living in our communities. There was noted to be a lot more focus on retrofitting homes or developing new-builds than on residential care.		
06	Q3 Performance Report		
a	The Q3 Performance Report will be considered at the next meeting.		
b	We will include variations, which have decreased slightly since the last report.	DA/DF	8.3.2022
c	The CEO will ask the Leadership Team to review the Performance Report in terms of data visualisation.	CEO	8.3.2022
07	Q3 Procurement Report		
a	The Procurement Audit was completed with a "strong" conclusion, which was credited to the HA, CTL, DF and other members of the Executive Team.		
b	Our contract with Wyllie & Bisset as internal auditors is due to end in March 2022. The DF recommended extending this for another 2 years, which was approved unanimously.  We work very well with Wyllie & Bisset and consider them very knowledgeable, sound and honest. Their audits are always of high quality and include benchmarking against our peers and highlighting of good practice.	DF	31.3.2022
c	The Procurement Report (paper 7a) now includes a budget column. For some items the tendered value represents the value of a "shopping basket" containing every Schedule of Rates item, which we ask tenderers to quote on. This column does not therefore represent actual spend expected.		
d	DM asked for an update on response rates and pricing of recent tenders, both of which appear to depend on what is being tendered. We still receive a good number of submissions, but some tenders are of poor quality or cause for concern due to exceptionally low prices. Prices for materials are rising, which we are mitigating where possible through procurement frameworks.		
08	Governance Report		
a	The DBS has emailed our Regulator and asked for an update on any further information required that was preventing the closure of some of the Notifiable Events, many of which are historic – still awaiting response.	DBS	15.3.2022
b	The Fraud Register was presented and updated in terms of signatures – no new entries.		
c	No data were divulged during the GDPR breach, which is considered a near-miss resulting in lessons learnt. Following this breach, we have updated our IT/HR systems so people`s personal email addresses are not shown.		
d	To celebrate the Queen`s Platinum Jubilee, the DBS requested approval of an additional public holiday for all Viewpoint Staff on 3 <sup>rd</sup> June, or TOIL for care workers. This was approved unanimously.		
e	The Board also approved the update to the List of Signatories to reflect new people joining the organisation and removal of people who had left.		
09	Write-off Report		
a	The Board unanimously approved the write-off of a total figure of £1,640.27, as well as a write-on figure of £9,862.75.		

Item	Subject	Action	Due Date
b	The DHS has delegated authority for approving write-offs and write-ons up to the value of £250, which are presented in Appendix 1 of the report for information only. The Board noted the contents of Appendix 1.		
10	Policy Updates		
a	<u>Rent and Service Charge Policy</u> This policy was due to be reviewed in August 2021, which was extended for a 6 month-period pending some decisions which could have impacted on the policy.		
b	There were only some minor changes to the Policy, which were listed in the cover sheet.  The Rent and Service Charge policy was approved as presented.		
11	AOCB		
a	This was a confidential discussion subject to a private minute.		
11	Date of next meeting		
a	The next meeting will take place on 15 <sup>th</sup> March 2022 at 5.30pm – venue TBC, but likely HQ Boardroom.		

The meeting closed at 7:31pm.

### **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:  
15.3.2022

Iain Thompson, Chair