

Board Meeting

Minutes of the meeting of the Board
at 5:30pm on **07 February 2023**

Board Members

Mr I Thompson (Chair)
Mr S R Mclvor (RM)
Mr T Roehricht (TR)

Mr J Clyne (JC)
Ms K Kennedy (KK)

Mr S Robertson (SR)
Mr D McIntosh (DMI)

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)
David Aitken, Head of Finance (HF)
Lynne Feeney, Administrator (minute taker)

Apologies received

Mrs C Lumsden (CL) (leave of absence)
Mr L Parry (LP)

Ms P Russell (PR)

Minutes

Item	Subject	Action	Due Date
00	Welcome		
a	There being a quorum present, the Chair welcomed all and opened the meeting.		
b	IT welcomed David Aitken, Head of Finance (HF), to the meeting.		
c	CL is currently on leave of absence. PR and LP had given their apologies.		
d	As tenants, RM JC declared an interest in Agenda Item 2b (Rent Consultation). There were no other conflicts of interest noted other than those presently on record.		
01	Minutes of previous meetings		
a	The minutes of the meeting on 13 December 2022 were reviewed and unanimously approved as an accurate record.		
b	The private minutes of the meeting on 13.12.2022 were also reviewed and unanimously approved as an accurate record.		

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01c	Matters arising and outstanding actions		
a	Matters and actions arising from previous minutes were discussed and key updates provided as follows:		
b	Action 168: The Risk Register will be considered by the DBS and the Chair by 31.3.2023.		
c	Action 170: A paper of the variations on work orders will be presented to the Ops Committee in February.		
d	Action 174: close.		
e	Action 179: close.		
f	Action 180: close.		
g	Action 181: CI Inspection in Marian House – final report has not been received yet.		
h	Action 182: close.		
i	Action 183: close.		
j	Action 184: close.		
k	There were no other matters arising which were not on today's agenda.		
01d	Risk and Audit Committee Update (verbal)		
a	The Risk and Audit Committee met on 17 January 2023.		
b	TR gave a verbal update on the meeting, where they had welcomed LP to the Committee although he had been unable to attend that meeting.		
c	There were two internal audit reports presented – one on IT Systems and one on Health and Safety Compliance.		
d	IT Systems Audit – we had a substantial conclusion with 4 medium and 1 low recommendations. A number of examples of good practice were also highlighted. Thanks go to the ICT Team.		
e	Health and Safety Compliance Audit – again we had a substantial conclusion, with 3 medium recommendations and 1 low. Again examples of good practice were outlined. Thanks to all who were involved.		
f	Risk Register – this was approved at the meeting, and it was felt it was now a solid working document.		
g	The Whistle Blowing Policy was updated and approved.		
h	The main discussion at RAC had been the proposed Terms of Reference (ToR) for RAC and Finance as two separate committees. ToR for both were presented. There was significant discussion around whether two separate committees were required. There will be more about this in the Governance paper to be presented by DBS later in the meeting.		

Item	Subject	Action	Due Date
02	Finance Papers – October 2022 Management Accounts		
a	<p><u>December 2022 Management Accounts and Reforecast to 31.03.23</u></p> <p>The DF reported that there had been a meeting of the Finance Resilience Short Life Working Group on Thursday 2 February 2023 which discussed the Finance papers in advance of today's meeting.</p> <p>The DF highlighted the key variances in the December 2022 Management Accounts as follows;</p> <p>Overall turnover was down by £407k but of this £361k related to the reduction on fees at Lennox House.</p> <p>Operating Costs were under budget by £622k, the main elements of which were</p> <p>Housing Planned Maintenance – under budget by £612k</p> <p>Care Home Service Costs (Staff) – over budget by £300k</p> <p>Central Support Costs - under budget by £269k</p> <p>The surplus for the period is ahead of budget by £304k (before unrealised investment losses).</p> <p>In terms of the reforecast for the remainder of the financial year the key highlights were;</p> <p>Overall maintenance costs are forecast to come in at c£100k less than budget for the year.</p> <p>The new Telecare contract has been delayed with the resultant expected savings for the year not now being achievable.</p> <p>Care Homes – Lennox House – the last resident left on 13/12/22 meaning there will be no further fee income from that date. The majority of the salary costs (including redundancy and pay in lieu of notice payments were processed in the December 2022 payroll.</p> <p>The reforecast includes sufficient staff costs for the two remaining staff members for the remainder of the year. The DF also highlighted the cost of additional and seconded staff involved in the closure project together with ongoing costs relating to maintenance of the property and security costs.</p> <p>The DF said that it is likely that the deficit will be less than the previous version of the reforecast with the possibility of some further savings being realised before the year end. The CEO confirmed that we had informed the Regulator about Lennox House and alerted them to the likely costs associated with the closure.</p> <p>There were no questions on the management accounts.</p> <p><i>The Board approved unanimously the December 2022 Management Accounts and Reforecast to 31.03.23.</i></p>		
b	<p><u>Rent Consultation Outcome Report</u></p> <p><i>RM and JC having declared a conflict of interest in this item did not participate in the decisions taken.</i></p> <p>The DHS outlined the affordability assessment set out in the report and the range of outputs which it displayed.</p> <p>The DHS outlined the background to the survey sent to all tenants about a proposed 7% rent increase with changes in the levels of service charges as well.</p>		

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	<p>It was noted that RM would welcome the opportunity to have some input to this process when we are doing the next rent consultation.</p> <p>We had a response rate of just slightly under 20% and the breakdown of responses is shown in the papers.</p> <p>JC expressed his opinion that we perhaps were not getting a true picture due to only 20% of tenants having responded. TR, who has been responsible for market research in a number of organisations, felt that our response rate was good and better than what would generally be expected using this survey method.</p> <p>The Board noted that we will review our approach to next year's rent consultation in order to see if we can improve the response rate.</p> <p>The DHS confirmed tenants were involved in putting together the information leaflet and survey and we would always look to involve tenants in that way if we can.</p> <p>The CEO confirmed that the Scottish Housing Regulator (SHR) had asked that RSLs advise them of their annual increases once this was agreed. CEO to complete this return as requested.</p> <p><i>The Board unanimously approved the Rent and Service Charge proposals for the next year.</i></p>		
c	Remuneration Committee Update		
i/ ii	Salary Review and Proposed Cost of Living Increase - The HF and Minute Taker left the meeting at this point as this item was confidential and is subject to a private minute.		
iii	Executive Team Review – The DBS, DHS, DF and DA left the meeting at this time. This item was confidential and is subject to a private minute.		
	To enable the Board to discuss the CEO salary the CEO left the meeting at this point. This item was confidential and is subject to a private minute.		
03	Final Draft Budget		
a	<p>The DF presented this report.</p> <p>The Financial Resilience Short Life Working Group had asked at their meeting on 2 February 2023 that a supplementary sensitivity table be prepared for this Board meeting which would highlight some of the key risks within the budget presented for approval.</p> <p>The main area of sensitivity was in the area of care home occupancy with both homes income levels being included at the rates as of 31 December 2022. These rates are below historical levels and as such the DF intimated that the income levels would hopefully prove to be conservative.</p> <p>It was agreed that the table of sensitivities would be placed on Convene following the meeting.</p> <p>The Board agreed this was an excellent paper.</p> <p>It was also noted that Care Home staff vacancies were currently low.</p> <p>The DBS stated that he will be presenting staff turnover figures at the next Operations Committee meeting.</p> <p>It was felt that this was the most robust budget we have had for quite some time.</p>		

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	<i>The Board unanimously approved this draft budget and thanked the DF and HF for their work.</i>		
04	CEO Update Report		
a	The Board noted the CEO report.		
b	With regard to the staffing pressures in Housing, DHS confirmed these were due to some long term absences and a number of vacancies. She confirmed it had been a challenging time and that there is still too much movement for the restructured team to have had the chance to build as a team together.		
c	JC enquired about the King's Coronation and it was noted that the DBS would address this under AOCB. It was acknowledged that Viewpoint would make a contribution similar to that made at the time of the Queen's Platinum Jubilee in 2022 to any complexes which were holding a celebration party.		
	<i>The Board noted the CEO Report.</i>		
5	Governance Report		
a	DBS presented the report, and drew attention to the ToR for the FRAC which requires the Board's approval. The DBS mentioned the upcoming training event on Teams on 22 February, 1.5 hours – all members will have received a Hold the Date invitation.		
b	<u>Terms of Reference for Finance Risk and Audit Committee</u> It was noted that the discussion at the RAC had centred round whether the Finance Committee should be a separate Committee or whether it should be part of RAC (FRAC). DF confirmed that the Financial Resilience Short Life Working Group would still be used as and when required to support FRAC. The Board agreed that we would trial FRAC as one committee and review how successful this had been after the AGM in September 2023.		
	<i>The Board approved the revised Terms of Reference for the FRAC.</i>		
	<i>The Governance Report was noted with no other questions or comments.</i>		
6	Policies for Approval		
a	<u>Rent and Service Charge Policy</u> DHS outlined the updates in the policy since it was discussed at the last Board meeting. None of the changes were substantive, and mostly related to the removal of the proposal to move the service charge for housing support into rent. .		
	<i>The Board approved the Rent and Service Charge Policy unanimously.</i>		
7	AOCB		
a	<u>Additional Public Holiday</u> The DBS raised the fact that to celebrate the milestone of the King's Coronation, an additional Bank Holiday will take place throughout the UK on Monday 8 May 2023. The Bank Holiday will provide an opportunity for communities and people throughout the UK to come together to celebrate the historic milestone. The Board were asked to approve that for this year employees each receive an extra holiday to mark this occasion and to note the office will be closed on this date. It was recognised that some staff will		

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	be required to work on this date and it was proposed that these staff be awarded one additional day added to their annual leave allowance.		
	<i>The Board approved an additional public holiday for all staff.</i>		
b	<u>Balfour House</u> – JC reported that Balfour House is having its 40 th anniversary on 19 May 2023, and they are celebrating with a party on 26 May to which the Chair and the CEO are invited.		
c	<u>Balfour House</u> – the Board noted that for the second time in its history, Balfour House have a resident who will reach the age of 100 in the next month.		
8	Date of next meeting		
a	The next Board Meeting will take place on Tuesday 21 March 2023 at 5.30pm in Viewpoint HQ.		

The formal meeting closed at 7.20pm.

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:

Iain Thompson, Chair