

**Minute of meeting of River Clyde Homes' Board**  
**held in a hybrid meeting format via Microsoft Teams on Tuesday 22<sup>nd</sup>**  
**August 2023 at 5.30pm**

	<b>Name</b>	<b>Designation</b>
<b>Present</b>	Jillian Moffat (JM) John Quinn (JQ) Gillian McLees (GMcL) Charles Thompson (CT)* Robert Speir (RS) Ellis Barilli (EB)* Elizabeth Taylor (ET)	Board Member (Chair) Board Member Board Member Board Member Board Member Board Member Co-optee
<b>Apologies</b>	Graeme Brooks (GB) Chris Curley (CC) Stephen Black (SB) Heike Noack (HN) Tom Ferrier (TF)	Board Member Board Member Board Member Board Member Board Member
<b>Others in Attendance</b>	Richard Turnock (RT) John Wright (JW) Stevie McLachlan (SMcL)  Kevin Smith (KS)  Derek Ferguson (DF) Steven Duffy (up to conclusion of item 6.1) Gillian Mair (GM)* (item 7.1 only) Juliet Bayne (JB)* (item 7.1 only) Siobhan O'Kane (SO)  (* represents online attendance)	CEO Director of Group Services Director of Housing Services Director of Property Services Managing Director of HFS Head of Finance and IT  Brodies Solicitors Brodies Solicitors Minute Taker

### **1. Sederunt, welcome introduction and apologies**

JM welcomed all and sederunt as outlined above. The Board agreed that item 7.1 will be considered first to accommodate external consultants.

### **2. Declarations of Interest**

Declarations of interest were raised by JM, ET, JW and DF regarding their positions on the HFS Board.

The Board was advised that management present are not conflicted with regards to item 7.1 on the agenda.

### **7.1 Pension Strategy Update (Confidential Item)**

Contained in the Confidential Minute.

### 3.1 Minute of meeting held on 23<sup>rd</sup> May 2023

#### The Board:

- Approved the minutes as a true record.

### 3.2 Confidential Minute of meeting held on 23<sup>rd</sup> May 2023

#### The Board:

- Approved the minutes as a true record subject to inclusion of the words 'further consideration will be given to this' at the end of paragraph 6.1.8.

### 3.3 Confidential Minute of Meeting held on 31<sup>st</sup> July 2023

#### The Board:

- Approved the minutes as a true record.

### 3.4 Action Tracker

#### The Board:

Both actions have been completed and can therefore be removed from the action tracker.

#### Audit & Risk Committee:

Confirmation was given that the three actions identified will be completed within the defined timescales.

#### SLOC:

Confirmation was given that the actions identified for both Customer Services and Property Services Directorates will be completed within the defined timescales.

### 4.1 Ratification of Board and Committee Approvals (Confidential Item)

Contained in the Confidential Minute.

## 5. Approved RCH Committees and HFS Minutes for Noting

### 5.1 Audit and Risk

[RS presented the minutes].

5.1.1 The Board noted the minutes and further noted that the most recent Audit & Risk Committee discussed the Financial Statements being considered by Board at item 6.1. Confirmation was given that Committee members will provide more detail on the discussion that took place during this item.

## **5.2 Social Landlord Operations Committee**

- 5.2.1 The Board noted the minutes and was further advised that a priority for this Committee continues to be Voids Management and confirmation was given that this is a standing agenda item with robust scrutiny and close monitoring of the Voids Action Plan.

## **5.3 Remuneration and Nominations Committee**

- 5.3.1 The Board noted that the last R&N Committee meeting was on 20th March 2023 during which the Committee approved the Remote Working Policy and also discussed recommendations to Board regarding RCH and HFS Board membership and recruitment. These were thereafter taken to Board for approval and subsequent recruitment activity was undertaken.

[See Confidential Minute]

## **5.4 HFS Board**

- 5.4.1 The Board was advised that the HFS Board discuss the risk register regularly and, to ensure best practice, a dedicated session to review and discuss the risk register is going to be arranged. The Board was also reminded that the HFS Board has taken part in a Strategy Event and the Housemark Report workshop with the RCH Group Board.
- 5.4.2 The Board was then advised of the Health and Safety discussions that take place at the HFS Board meetings and confirmation given that a dashboard is going to be presented at all Board meetings and a Board Champion will be appointed.
- 5.4.3 A discussion then took place in relation to Health and Safety management and assurance was given that there is extensive internal scrutiny of Health and Safety within the RCH Group, and we will consider additional opportunities for Board involvement.

## **6.1 Approval of Financial Statements 2022/23**

- 6.1.1 This report was presented to the Board and assurance was given that this agenda item was discussed at the recent Audit & Risk Committee. Our External Auditor presented the report to the Committee and confirmed that overall this was a clean audit.
- 6.1.2 RS from the Audit & Risk Committee provided feedback to the Board and noted firstly congratulations to the team for the clean audit report by the External Auditor. He advised that over and above the presentation of the report at the Audit & Risk Committee meeting, the Committee was given the opportunity to meet with the External Auditor out with the presence of management who confirmed that the process has gone well and there were no matters to bring to the attention of the Committee.
- 6.1.3 The Board was further advised that the Committee was asked by the Auditor whether there was anything it was aware of that had not been accounted for and

there was a discussion in relation to liability for claims particularly in relation to dampness and mould. The External Auditor reviewed this further and confirmed that this was not considered material and therefore no provision is required nor is there any requirement to disclose as a potential liability.

6.1.4 A discussion also took place in relation to the going concern and the Board noted the analysis and assurance provided by management regarding this. The Committee was then thanked by management for their continued support and scrutiny throughout the year which ultimately enhances the governance and final iteration of the financial statements.

#### **The Board:**

- **Noted the recommendation of the Audit and Risk Committee and approved to sign the Financial Statements for year ended March 2023.**
- **Noted the Final Management Report – authored by Armstrong Watson.**
- **Noted the Home Fix Scotland Financial Statements (these have already been signed following HFS Board approval).**
- **Approved use of electronic signature for RCH Chair and Vice Chair on the Financial Statements.**

#### **6.2 Group Services Staffing Refinements (Confidential Item)**

Contained in the Confidential Minute.

#### **6.3 Compliance Policies**

6.3.1 The Board was presented with the Dampness and Mould, Asbestos Management and Fire Safety Policies for approval.

6.3.2 The Board noted that with regards to the Asbestos Management Policy, there should be recognition of training requirements for key roles within the organisation and clarity regarding responsibilities.

6.3.3 The Board was advised that, in relation to the Fire Safety Policy, the review was supported by our newly appointed Health and Safety Manager and amendments are generally regarding roles and responsibilities.

6.3.4 A discussion then took place in relation to the Dampness and Mould Policy and the Board was advised that procedures are currently being developed to support this policy. The Board was also advised that, if approved, we will consult with customers on this policy and report back to Board if amendments are required.

#### **The Board:**

- **Approved the Asbestos Management Policy subject to inclusion of recognition of training requirements for key roles within the organisation and clarity of responsibilities.**
- **Approved the Fire Safety Policy**
- **Approved the Dampness & Mould Policy (Subject to review by external stakeholders)**

#### **6.4 General Membership Applications (Confidential Item)**

Contained in the Confidential Minute.

#### **6.5 Board Membership (Confidential Item)**

Contained in the Confidential Minute.

#### **6.6 Board Member Appraisals (Confidential Item)**

Contained in the Confidential Minute.

#### **6.7 Transfer of Property (Confidential Item)**

Contained in the Confidential Minute.

#### **7.2 CEO Update (Confidential Item)**

Contained in the Confidential Minute.

### **8. AOB**

8.1.1 A discussion took place in relation to the approach taken by the organisation to address the risks associated with lithium batteries particularly in relation to devices powered by these batteries that are owned by our customers. Confirmation was given that we have a Mobility Scooter Policy which references this. Further assurance was given that with regards to other devices, this issue has recently been raised by our newly appointed Health and Safety Manager and we will seek to build this into other policies and documentation. Assurance was also given that we will liaise with our Communications Team to ensure the 'Keeping You Safe' page on our website is updated to reflect this risk.

8.1.2 The Board also suggested that this should perhaps be reflected in our Building Insurance Policy.

#### **Date of next meetings**