

**Minute of meeting of River Clyde Homes' Board
held via Microsoft Teams on Tuesday 31st August 2021 at 5.30pm**

	Name	Designation
Present	Jillian Moffat (JM) Marilyn Beveridge (MB) Chris Curley (CC) John Quinn (JQ) Christopher Morgan (CM) Gillian McLees (GMcL) Charles Thompson (CT) Robert Speir (RS)	Board Member (Chair) Board Member Board Member Board Member Board Member Board Member Board Member Board Member
Apologies	Tom Ferrier (TF)	Board Member
Others in Attendance	Richard Turnock (RT) John Wright (JW) Sandra McLeod (SMcL) Freya Lees (FL) (up to conclusion of item 5.2 only) Richard Orr (RO) (item 6.2 only) Siobhan O'Kane (SO)	CEO Executive Director Group Services Executive Director Customer Experience Board Support Consultant (North Star) Senior Project Manager - Factoring Minute Taker

1. Sederunt, welcome introduction and apologies

JM welcomed all and sederunt as outlined above.

The Board agreed that item 5.2 would be presented after item 4.4.

2. Declarations of Interest

3.1 The Board noted the declarations of interest made by JM and CM related to their positions on the subsidiary Board.

3.2 JQ declared an interest in respect of a matter raised during the CEO update in relation to the Lettings aspect of the presentation.

3.1 Minute ad Confidential Minute of Board Meeting held 25th May 2021

The Board:

- **Approved the minutes as a true record.**

3.2 Confidential Minute of Board Meeting held 27th July 2021

The Board:

- **Approved the minutes as a true record.**

3.3 Action Tracker

3.2.1 The Board was advised that the action on the Board tracker will remain until Covid-19 guidelines allow for this to take place.

3.2.2 Actions on the Social Landlord Operations Committee tracker will be achieved in line with the dates identified.

3.2.3 Actions on the Audit & Risk Committee tracker will be achieved in line with the dates identified. Assurance was also given that whilst a number of actions are due for October 2021, they will all be achieved within the timescales identified.

4.1 Audit & Risk Committee (27th July and 19th August 2021)

4.1.1 The Board was advised that the Committee considered the Financial Statements and the views of the Committee will be outlined at item 5.1 below. Other discussions, however, were in relation to Pensions and the Risk Register. A discussion also took place in relation to the Pensions cessation liability, consideration should be given to incorporating this on the Risk Register.

4.2 Social Landlord Operations Committee (17th August 2021)

4.2.1 The Board was advised that the Committee was presented with a revised Repairs & Maintenance Policy and a revised Customer Services Strategy. Confirmation was given that discussions also took place in relation to sale of land, the Asset Strategy Plan and void performance. The Board was also advised that the Committee agreed to retain the internal transfer cap subject to annual review.

4.3 Remuneration and Nominations Committee (14th July and 23rd August 2021)

4.3.1 Confirmation was given that the Committee noted the notifiable events made to the SHR.

4.4 HFS

4.4.1 The Board was advised that voids continue to be a priority for the HFS Board. Confirmation was given that the Board approved the financial statements along with the approval of a small gift aid payment to RCH.

5.2 Board Member Appraisal Report (Confidential Item)

Contained in the Confidential Minute.

5.1 Approval of Financial Statements 2020/21

5.1.1 The Board was given a presentation to supplement the report and it was reminded that the Financial Statements have been reviewed by the Audit & Risk Committee at its meeting in July. The presentation focussed on the basis of accounting, the RCH Group Financial Statements, Covenants, HFS Financial Statements, a short summary and a reiteration of the recommendations.

5.1.2 The Audit & Risk Committee then provided details of their previous discussion in relation to the Financial Statements and advised that the Committee took assurance from the fact this was regarded as a clean audit. The Committee confirmed that they focussed on the carrying value of the loan from RCH to HFS and they also discussed the material issues and, in particular, if there were any requirements to disclose these. However, they got comfort from the external auditor that this was not required. They also focussed on the business as a going concern and again got comfort from the external auditor that we are in a good position to trade.

5.1.3 The Committee finally noted minor suggestions made by the Committee in relation future presentations to enhance further the assurance that Board are discharging their responsibilities appropriately.

The Board:

- **Noted the recommendation by Audit & Risk Committee to approve the Financial Statements**
- **Noted the Final Management Report prepared by external auditors**
- **Approved the 2020/21 Financial Statements and Letter of Representation for signing**

5.3 Governance Matters Confidential Item)

Contained in the Confidential Minute.

5.4 Business Assurance

5.4.1 The Board was presented with this report and was reminded of the approach taken by RCH in relation to its 2021 annual assurance process and it was also advised of the proposed approach for 2022.

The Board:

- **Noted the approach taken to Annual Assurance Compliance for the 2021 Assurance Statement**
- **Noted the suggested approval process for the Annual Assurance Statement submission for 2021**
- **Approved the recommended approach regarding Assurance Compliance for the 2022 Assurance Statement outlined in section 3 of the report.**

5.5 Pay Scales Report (Confidential Item)

Contained in the Confidential Minute.

6.1 CEO Update (Confidential Item)

Contained in the Confidential Minute.

6.2 Broomhill Update (Confidential Item)

Contained in the Confidential Minute.

AOB

Contained in the Confidential Minute.

Date of next meetings

Tuesday 28th September 2021 upon conclusion of the AGM which is scheduled to start at 5.30pm.

I certify that the above minute has been approved as a true and accurate reflection of the proceedings:

Signed..... (Chair)

Date.....