

**Minute of meeting of River Clyde Homes' Board
held via Microsoft Teams on Tuesday 28th September 2021 upon
conclusion of the AGM**

	Name	Designation
Present	Jillian Moffat (JM) Chris Curley (CC) Gillian McLees (GMcL) Tom Ferrier (TF) John Quinn (JQ) Christopher Morgan (CM) Robert Speir (RS)	Board Member (Chair) Board Member Board Member Board Member Board Member Board Member Board Member
Apologies	Charles Thompson (CT)	Board Member
Others in Attendance	Richard Turnock (RT) John Wright (JW) Jon Grant (JG) (Item 7.1 only) Siobhan O'Kane (SO)	CEO Executive Director Group Services Head of Customer Services Minute Taker
1. Sederunt, welcome introduction and apologies		
JM welcomed all and sederunt as outlined above.		
2. Declarations of Interest		
The Board noted the declarations of interest made by JM and CM related to their positions on the subsidiary company Board.		
3.1 Appointment of Chair of the Board		
The Board: <ul style="list-style-type: none"> Approved the appointment of Jillian Moffat as the Chair of the Board 		
3.2 Appointment of Vice Chair of the Board		
The Board agreed that further consideration was required in respect of this appointment and that this would be approved at a later date.		
3.3 Appointment of Committees		
The Board: <ul style="list-style-type: none"> Approved the following Committee appointments: <p>Audit and Risk Committee</p> <p>Tom Ferrier Jillian Moffat</p> 		

Gillian McLees
Christopher Morgan
Robert Speir
[Inverclyde Council Nominee]

Social Landlord Operations Committee

John Quinn
Chris Curley
Charles Thompson
[new customer board member]
[new customer board member]

Remuneration and Nominations Committee

John Quinn
Tom Ferrier
Jillian Moffat
[Vice Chair]

Post meeting note:

The Board confirmed via email amendment of the Committee composition for the Audit & Risk and Social Landlord Operations Committee as follows:

Audit and Risk Committee

Tom Ferrier
Jillian Moffat
Gillian McLees
Christopher Morgan
Robert Speir

Social Landlord Operations Committee

John Quinn
Chris Curley
Charles Thompson
[Inverclyde Council nominee]
[new customer board member]
[new customer board member]

3.4 Appointment of Chair of the Committees

The Board:

- **Approved Tom Ferrier as Chair of the Audit and Risk Committee**
- **Approved John Quinn as Chair of the Social Landlord Operations Committee**
- **Noted that Chair of the R&N Committee would be confirmed upon appointment of the Vice Chair of the Board.**

3.5 Appointment of Company Secretary

The Board:

- Appointed John Wright as the Company Secretary

3.6 Appointment of HFS Chair

The Board:

- Appointed Christopher Morgan as the Chair of HFS.

4.1 Minute and Confidential Minute of Board Meeting held 31st August 2021

The Board:

- Approved the minutes as a true record.

4.2 Action Tracker

Board

Action 1 – has been postponed until further notice.
Action 2 – will be presented to the SLOC in October.
Action 3 – has been completed.

Audit and Risk Committee

The Board was advised that the actions will be completed within timescales identified.

Social Landlord Operations Committee

Confirmation was given that a stock tour for Board members has been arranged and that other actions will be completed within timescales identified.

5.1 Remuneration and Nominations Committee (23rd August 2021)

5.1.1 The Committee advised that the minutes outline the position clearly and no further update is required.

6.1 Annual Assurance Statement

6.1.1 This report was presented to the Board and was supplemented with a presentation which focussed on each clause within the Assurance Statement. The Board was also directed to the compliance checklist containing links to all of the evidence. The Board was reminded that as well as being available on a real time basis on the Board SharePoint site for members to check and monitor compliance throughout the year, it was also the focus for the Board on a weekly basis over the last few months.

6.1.2 The Board noted the work involved in producing and maintaining this document and confirmation was given that progress against the associated action plan will be monitored on a quarterly basis by the Audit & Risk Committee. The

Board also noted the plan for annual assurance for RCH's 2022 submission.

The Board:

- **Noted the Compliance Checklist attached at Appendix 2.**
- **Approved the Annual Assurance Statement attached at Appendix 1**

6.2 Proposed management refinements to the Customer Experience and Group Services Directorates (Confidential Item)

Contained in the Confidential Minute.

6.3 2021/22 Financial Report as at the end of August 2021

6.3.1 The Board was presented with this report for noting and was advised that questions received from Board members in advance in relation to this item were circulated to all members.

6.3.2 The Board was provided with an update on the 2021/2022 financial monitoring position with a focus on Covenant Compliance for Quarter 1; Management Accounts for period ended 31 August 2021; Capital Programme; Home Fix Scotland; and the Efficiency Register. Assurance was given that the accounts are in a positive position and that all loan covenants continue to be adhered to.

The Board:

- **Noted the financial monitoring in respect of the period ended 31 August 2021 together with financial projections**

6.4 Board Member Recruitment (Confidential Item)

Contained in the Confidential Minute.

7.1 Asset Strategy Update (Confidential Item)

Contained in the Confidential Minute.

7.2 Governance Matters

7.2.1 The Board was presented with the registers as outlined in the report. The Board was reminded that all Notifiable Events are reported to the Board or appropriate Committee and the SHR as and when they occur.

7.2.2 The Gifts and Hospitality Register was also presented and assurance given that gifts given were in line with the SFHA model Entitlements, Payments and Benefits Policy and that we will be reviewing our policy to ensure it reflects the most up to date version provided by the SFHA.

7.2.3 In respect of the spreadsheet containing information on allocations made to connected persons, confirmation was given that Board approval is sought prior to the allocations being made.

The Board:

- **Noted the entries on the Notifiable Events Register**
- **Noted the entries on the Gifts and Hospitality Register**
- **Noted the allocations made in line with our Payments, Entitlements and Benefits Policy**

7.3 CEO Update (Confidential Item)

Contained in the Confidential Minute.

7.4 Board Discussion – Review of Meeting

Board only discussion.

Date of next meetings