

**Minute of meeting of River Clyde Homes' Board  
held via Microsoft Teams on Tuesday 20<sup>th</sup> September 2022 upon  
conclusion of the AGM**

	<b>Name</b>	<b>Designation</b>
<b>Present</b>	Jillian Moffat (JM) Chris Curley (CC) Gillian McLees (GMcL) Tom Ferrier (TF) Charles Thompson (CT) Christopher Morgan (CM) Robert Speir (RS) Heike Noack (HN) Graeme Brooks (GB)	Board Member (Chair) Board Member Board Member Board Member Board Member Board Member Board Member Board Member Board Member
<b>Apologies</b>	John Quinn (JQ) Ellis Barilli (EB)	Board Member Board member
<b>Others in Attendance</b>	Richard Turnock (RT) John Wright (JW) Stevie McLachlan (SMcL)  Kevin Smith (KS)  Derek Ferguson (DF) Stephen Black (SB) Siobhan O'Kane (SO)	CEO Director of Group Services Director of Housing Services Director of Property Services Managing Director of HFS Observer 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, CM, DF and JW related to their positions on the subsidiary company Board.

CC noted a declaration of interest in respect of item 6.5 paragraph 4.4.

### **3.1 Appointment of Chair of the Board**

**The Board:**

- **Approved the appointment of Jillian Moffat as the Chair of the Board.**

### **3.2 Appointment of Vice Chair of the Board**

**The Board:**

- **Approved the appointment of John Quinn as the Vice-Chair of the Board.**

### 3.3 Appointment of Committees

#### The Board:

- **Approved the following Committee appointments:**

#### **Audit and Risk Committee**

Tom Ferrier  
Jillian Moffat  
Gillian McLees  
Christopher Morgan  
Robert Speir

#### **Social Landlord Operations Committee**

John Quinn  
Chris Curley  
Charles Thompson  
Heike Noack  
Ellis Barilli  
Graeme Brooks  
Stephen Black

#### **Remuneration and Nominations Committee**

John Quinn  
Tom Ferrier  
Jillian Moffat

### 3.4 Appointment of Chair of the Committees

#### The Board:

- **Approved Tom Ferrier as Chair of the Group Audit and Risk Committee.**
- **Approved John Quinn as Chair of the Social Landlord Operations Committee.**
- **Approved John Quinn as the Chair of the Group Remuneration and Nominations Committee.**

### 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 23<sup>rd</sup> August 2022**

##### **The Board:**

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

#### **4.2 Action Tracker**

##### **The Board:**

- Confirmation was given that actions 1 and 2 will be completed in line with timescales previously provided and action 3 is included on the agenda for this meeting.

##### **The Audit & Risk Committee:**

- Confirmation was given that all actions have been completed.

##### **Social Landlord Operations Committee:**

- Confirmation was given that the completion date for action 1 will be amended and all other actions are on track for completion in line with the identified timescales.

#### **5.1 HFS Board (7<sup>th</sup> September 2022)**

5.1.1 This item was not discussed at the meeting. It will be included on the agenda for the next Board meeting.

#### **6.1 Five Year Corporate Plan**

6.1.1 The revised Five Year Corporate Plan was presented to the Board. The Board was directed to a number of key aspects including the revision of our Vision and Purpose; reference to the recent 'rent freeze' announcement made by the Scottish Government; and initiatives in relation to the Group Operating Model that came out of our 'Change Management Workshops'.

6.1.2 A discussion took place in relation to the rent announcement made by the Scottish Government and assurance was given that we are working closely with others in the sector regarding this and that a number of financial scenarios will be considered fully by RCH in preparation for this.

6.1.3 The Board was happy to approve the Five Year Corporate Plan and made minor suggestions that the Group Operating Model is rebranded and that reference to 'aspirational' should be removed from the Vision.

##### **The Board:**

- **Provided comments in relation to the revised Corporate Plan.**
- **Approved the revised articulation of our Vision and Values subject to the amendment as outlined above.**

- **Approved the Corporate Plan subject to the amendments as outlined above.**

## **6.2 Annual Assurance Statement**

6.2.1 This report was presented and the Board was 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, the Annual Assurance Focus Plan has also been followed in preparation for submission of the Assurance Statement this year.

6.2.2 Confirmation was given that progress against the associated action plan will be monitored on a quarterly basis by the Audit & Risk Committee.

### **The Board:**

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

## **6.3 Rent Strategy**

6.3.1 This report was presented and the Board was advised that as part of our Corporate Initiatives we planned to revise our Rent Strategy in 2022/23, however, in light of the cost of living crisis and the levels of inflation management took the view that it was not appropriate to conduct a full rent strategy review. This approach was supported unanimously by customers who attended a recent customer event.

6.3.2 The Board was advised that a Rent Setting Policy has been developed to formalise the arrangements that are currently in place.

6.3.3 The Board sought clarity on the timescales for consideration of the revised Rent Strategy and confirmation was given that this will be presented in future as a Corporate Initiative when inflation rates are sustained at a low level.

6.3.4 A discussion took place in relation to the rent target and assurance was given that this aligns to others in the sector. The Board was advised that benchmarking information can be provided and there will be a focus on the affordability question in a dedicated session for the Board.

### **The Board:**

- **Noted the recent rent consultation completed at our Customer Engagement Event.**
- **Noted that the government has recently announced a short-term rent freeze that is not conducive to rent setting changes.**
- **Approved the recommendation to postpone full review of rent setting mechanism.**
- **Approved Rent and Service Charge Policy.**
- **Noted the update on Rent Setting for April 2023 and consultation.**

#### **6.4 Electric Vehicle Salary Sacrifice (Confidential Item)**

Contained in the Confidential Minute.

#### **6.5 Voids Performance (Confidential Item)**

Contained in the Confidential Minute.

#### **7.1 Governance Matters**

7.1.1 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.

7.1.2 The Gifts and Hospitality Register and information relating to allocations made to connected persons was presented and confirmation was given that Board approval is sought prior to the allocations being made.

7.1.3 Confirmation was also given that all Board and Committee minutes are up to date and that the Chair will shortly review the declarations of interest register.

##### **The Board:**

- **Noted the entries on the Notifiable Events Register at appendix 2.**
- **Noted the entries on the Gifts and Hospitality Register at appendix 3.**
- **Noted the allocations made in line with our Payments, Entitlements and Benefits Policy at appendix 4.**

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

Contained in the Confidential Minute.

#### **8. AOB**

There was no other business.

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