



DUNEDIN CANMORE HOUSING LIMITED

**MEETING OF BOARD OF DIRECTORS
held at 8 New Mart Road, Edinburgh**

on Thursday 30th May 2019

Present: Mary Mulligan (Chair), Jack Cadell, Jill Cronin, George Cunningham, Terry Kirby, Ruth Kynoch, Anne McGovern, Arron Peters, Bryan Pitbladdo and Surbhi Gosain

In Attendance: Hazel Young (Managing Director), Anthony Allison (Director of Governance), Alan Glasgow (Director of Housing Services), Elaine Melrose (Group Director of Resources), Pauline Turnock (Director of Financial Reporting) and (In Part) David Fletcher (Director of Development), Elspeth Lang (Development Manager) and Laurie Carberry (Procurement Manager).

1. Apologies

There were no apologies for absence.

2. Declarations of Interest

The Board noted the standing declarations of interest.

3. Minute of Meeting held on 28 March 2019 and Matters Arising

The Board approved the minute from 28 March 2019.

4. Managing Director Update

The Board received an update on the EFQM and liP Group assessments and the recent NETs conference.

The Board also received feedback from a member's attendance at the CIH Scotland conference.

5. Strategy update

The Board received a summary strategy document which sought to capture the discussions at the recent strategy workshop. The Board received feedback from staff engagement on our values and the view that the Group values reflected our organisation. The Board agreed the timing was appropriate to operate solely under the Group values.

The Board discussed the summary document and agreed that it reflected the strategic priorities discussed in depth at the strategy workshop. The Board discussed how we understand future demand, how tenant priorities will evolve and how our strategy can be flexible to respond to changes.

Decided: The Board:

- 1) Noted the output reflecting the discussion at the Dunedin Canmore Strategy workshop on 14 March 2019;**
- 2) The feedback from staff on values set out in the report;**
- 3) Consider the draft summary Dunedin Canmore Housing Strategy 2020-25; and**
- 4) Approved the values of Excellence, Community, Ambition and Trust be included with the Dunedin Canmore Housing Strategy 2020-25.**

6. Potential transfer of stock from Barony to Dunedin Canmore

The Board received a report setting out further detail the potential integration within the Group discussed at the strategy workshop. The detail of the potential structure of the changes were set out and how they have been assessed against our business growth authorising framework.

The Board discussed the structure in detail and at length, in particular the potential arrangements for future rent setting and the implications for future operational management. The Board discussed the communication approach to our existing tenants, the sensitivities that could arise and the importance of having clear messaging on any future proposals.

Decided: The Board

- 1) Approved the offer outlined to Barony tenants; and**
- 2) Agreed that the housing activities of Barony, in areas other than West Lothian, should, subject to a ballot of tenants, be transferred to Dunedin Canmore.**

7. a) Group Governance Update

The Board received an update on our succession planning, proposed amendments to the Intra Group Agreement and the associated legal advice on the changes, and the revised membership policy.

The Board discussed the proposals and reiterated the importance of engaging our members, including at the Annual General Meeting.

Decided: The Board:

- 1) Approved the skills matrix;**
- 2) Approved the DCH 3-year succession plan;**
- 3) Approved the changes to the Intra Group Agreement and delegate authority to any Board member to sign the Intra Group Agreement on behalf of the company;**
- 4) Delegated authority to the Managing Director to agree the form of the services agreement schedule to the IGA on behalf of the Company;**
- 5) Approved the revised membership policy;**

- 6) Noted the revised Group Standing Orders, effective immediately;
- 7) Authorised Stephen Wright to perform the duties of the Company Secretary, effective immediately; and
- 8) Agreed to amend our funding arrangements by entering into the amendment letters attached to this report and delegate authority to the Group Chief Executive, Group Director of Finance or Group Director of Governance to agree and execute the amendment letters and any ancillary documentation.

b) Development governance (including 5 year programme)

The Board received a report setting out proposals for how we strengthen the governance of our development programme, including through the introduction of a new Group Development Committee.

The Board's strengthened strategic role under the proposals was set out, in particular in relation to the agreement of our strategic footprint, core development criteria and a five year programme. It was explained that these represented the parameters within which the Committee would operate.

The Board received a detailed presentation on the 5 year programme, including potential strategic footprint and site selection.

The Board discussed the Committee terms of reference, how the proposals would strengthen our governance and the diligence we undertake on contractors.

Decided: The Board

- 1) Agreed that our development footprint be extended to include Stirling;
- 2) Agreed to the limited new build in Fife to Barony re-provisioning requirements;
- 3) Agreed the revised approach to development governance, including individual project appraisals being remitted to the Group Development Committee;
- 4) Approved the 5 year development programme, which will be reviewed annually and presented to the Board, in conjunction with the business plan; and
- 5) Noted the Group Development Committee Terms of Reference.

8. New Build Performance Dashboard

The Board received an update on delivery of the development programme and the changes agreed at the Greendykes.

Decided: The Board noted the contents of the report and attached New Build Performance Dashboard, including highlights and exceptions outlined in Section 5.

9. Customer Savings Portal “MySavings”

The Board received an update on the MySavings portal and the range of benefits it can open up for tenants in typical household expenditure.

The Board welcomed the continued efforts to support tenants in the cost of a home and affordability more broadly.

It was confirmed that a Data Protection Privacy Impact Assessment was undertaken for the project.

The Board discussed take up to date, how we will continue to promote the portal and support tenants in accessing if necessary.

Decided: The Board is asked to note the development of MySavings.

10. a) Annual Return on the Charter and year end delivery plan report 2018/19

The Board received an update on our performance over the year against the Charter indicators, our progress against our target of top quartile measures and the analysis of our performance relative to the other Group members.

The Board considered our performance over the year and welcomed in particular our continued improvement in letting and absence.

Decided: The Board:

- 1) **Approved the draft Charter results and note the robustness of the assurance approach deployed;**
- 2) **Noted the detail of activity involved in performance results achieved;**
- 3) **Delegated authority to the Group Director of Housing and Care to sign off any non-material changes to the results which may be required prior to submission;**
- 4) **Delegated authority to the Group Director of Housing and Care to sign off the Charter and EESSH submissions on behalf of the Governing Body; and**
- 5) **Approved the targets and projects contained within the 2019/20 Delivery Plan.**

b) Complaints handling performance

The Board received an update on complaints handling performance, analysis of our complaints and how we are using it to inform learning.

The Board welcomed our continued focus on learning from complaints and reiterated the importance of utilising this form of tenant feedback.

Decided: The Board noted complaints performance during 2018/19, the work undertaken to learn from the complaints we receive and ensure continued compliance with our Complaint Handling Procedures.

12. Universal Credit & Welfare Reform Update

The Board received a report reiterating the challenge that is posed by universal credit for our tenants, how we are continuing to support our tenants and the underlying changes of arrears accruing for new applicants. The Board discussed the issues with the impact on arrears performance and bad debt provisions and the need to remain vigilant.

Decided: The Board:

- 1) Noted the update on UC and welfare reform; and**
- 2) Noted the range of mitigations in place to manage the impact of Welfare Reform on our customers, communities and business.**

13. Finance Report for the period to 30 April 2019

The Board received a summary of financial performance for the year to date.

The Board considered performance, which was broadly in line with expectations and there were no material variations.

The Board considered the regulatory returns, which were in line with our agreed business plan.

Decided: The Board

- 1) Noted the management accounts for the year ended 31 March 2019 and the month to 30 April 2019 at Appendix 1;**
- 2) Approved the summary sheet and accompanying financial data and projections at Appendix 2, and authorise these to be submitted to the Scottish Housing Regulator;**
- 3) Delegated authority to the Group Director of Finance to undertake any factual data updates required to the data in advance of the submission; and**
- 4) Approved the loan portfolio submission in Appendix 3 and authorise this to be submitted to the Scottish Housing Regulator and delegate to the Group Director of Finance authority to approve any factual data updates required to the data in advance of the submission.**

14. Corporate Risk Register and Risk Appetite Statement

The Board discussed the amendments to the risk register, which it agreed reflected our risk appetite and profile.

Decided: The Board approved the revised Corporate Risk Register.

15. Group Health and Safety Update

The Board received an update on the implementation of our health and safety policy.

Decided: The Board noted the contents report.

16. Fire safety update

The Board received an update on the implementation of our fire prevention and mitigation framework and the recently agreed charter with the Scottish Fire & Rescue Service.

The Board:

a) Noted the contents of this report.

b) Group Fire Prevention Charter with Scottish Fire & Rescue Service

17. Update on implementation of the Housing (Scotland) Act 2014

The Board received an update on the implementation of the Housing (Scotland) Act 2014.

The Board noted the content of this report.

18. AOCB

There was no other competent business.