



**MINUTES OF A MEETING OF THE BOARD OF MANAGEMENT OF ANCHO LIMITED  
HELD AT SOVEREIGN HOUSE, ACADEMY ROAD, IRVINE  
ON THURSDAY 10 OCTOBER 2019 AT 7:00PM**

Present: J Browne (Vice-Chair), J Rodgers, M Allan, S Hughes, M Black, E Mounce, B Finlay, E Mounce

In Attendance: K Henderson, Head of Service (ANCHO), J MacGilp, CEO and Company Secretary, D Adam, Director of Finance and Business Services, J Davidson, Director of Customer Services, Cairn, C Owens, Governance Services Manager, Cairn (Minutes), Ali Jarvis, Governance Consultant

The Vice-Chair welcomed everyone to the meeting and introduced Ali Jarvis

| Report | Item   | Action  |
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| 1.     | <p><b>Apologies</b></p> <p>S Campbell-Perry, Ruth Burley and L Shepherd</p> <p>The CEO advised members that Sonya Campbell-Perry (Chair) had requested a 3 months leave of absence. Board members approved the LOA and it was agreed that J Browne, Vice-Chair, would Chair any meetings during the Chair's LOA period.</p>  |         |
| 2.     | <p><b>Declarations of Interest</b></p> <p>2.1 S Hughes and E Mounce declared an interest in item 7.1, Rent Consultation.</p> <p>2.2 J MacGilp, D Adam, J Davidson, K Henderson and C Owens declared an interest in item 8.1 T&amp;C's Harmonisation and Job Evaluation.</p>  |         |
| 3      | <p><b>Board Membership</b></p> <p>3.1 The CEO advised members that the Cairn Board had approved M Allan as its nominee to the ANCHO Board, Board approved the nomination.</p> <p>3.2 A Shareholding Membership Application received for B Finlay was <b>approved</b>.</p> <p>3.3 Following a successful recruitment interview the Board membership of B Finlay was proposed by J Browne, seconded by M Black and <b>approved</b>. The Board membership would be presented to Cairn HA as parent for approval at their next meeting on 17 October 2019.</p> | C Owens |
| 4.     | <p><b>Minutes Of Previous Meeting</b></p> <p>4.1 The Minute of the Board Meeting held on 1 August 2019 was proposed by J Rodgers, seconded by M Black and <b>approved</b>.</p>   |         |

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| 4.2 | The Minute of the Board Meeting held on 29 August 2019 was proposed by E Mounce, seconded by Z Brawn and <b>approved</b> .   |                              |
| 5.  | <b>Action Tracker</b><br>The report was noted.   |                              |
| 6.  | <b>OPERATIONAL UPDATE</b>  |                              |
| 6.1 | <b>Office Refurbishment Project Update</b><br><br>The Head of Service (ANCHO) advised that some revisions had been made to the proposal in order to reduce the scope of work and reduce overall project costs. Space Solutions would be submitting revised costings which K Henderson would chase up.  | K Henderson                  |
| 6.2 | <b>Small Steps Project Update</b><br><br>K Henderson reminded members that following the resignation of the project worker and unsuccessful Big Lottery funding application a decision had been made to retract the Scottish Government funding application for the Small Steps Project. However, on contacting the Scottish Government they had recommended not to withdraw the application at this time and await the outcome before taking any further action. Members agreed to await the outcome and if the funding application was accepted consider alternative ways to deliver the service.  |                              |
| 6.3 | <b>Other Current Operational Matters</b><br><br>None   |                              |
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| 7.  | <b>ITEMS FOR DECISION/APPROVAL</b>   |                              |
| 7.1 | <b>Rent Consultation</b><br><br>The Director of Customer services presented the report advising that the rent increase consultation would be based on the September CPI as previously set out in the Partnership Promises. Once the CPI figure had been confirmed it would be circulated to Board members.<br><br>It was also agreed to change the response date to Monday 6 January 2020 and M Black suggested including alternative ways to respond using tenants' preferred method of contact eg, by telephone or coming into the office.<br><br><b>Board:-</b><br><b>NOTED</b> the contents of the report.<br><b>AGREED to</b> consult on increase of September CPI in line with the Rent Guarantee<br><b>APPROVED</b> the Rent Increase Consultation Letter to be sent out the tenants. | J Davidson<br><br>J Davidson |

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|     | <p><b>AGREED</b> to receive a further report in January on the outcome of the consultation exercise which will include a recommendation on the increase to be applied from 1 April 2020.</p>  |                   |
| 7.2 | <p><b>Independent Governance Review</b></p> <p>Ali Jarvis referred to the Governance Review previously circulated to members and reiterated the reasons for the review including ongoing good practice, regulatory expectations, assurance for the Annual Assurance Statement and formal follow up to former activity at ANCHO, as well as providing an opportunity to review partnership arrangements and respond to any areas of concern and cultural factors. Ali provided an overview of the report, highlighting the differences in CHA and ANCHO structure and that during the early days of a constitutional partnership the findings were not unexpected. Ali confirmed that the review did not find any systemic failures, there were no issues impacting tenants, the cultural challenges identified did not constitute non-compliance and that CHA as parent has the statutory duty to ensure its subsidiaries are compliant. The methodology used during the review was detailed.</p> <p>Members discussed the report, expressed their views and collectively agreed that they were keen to progress the partnership, resolve issues and look forward. As part of the review Ali identified a low understanding amongst some Ancho members of the content of the Intra-Group Agreement and Business Case documents which provide clarity on the agreed detailed arrangements for the partnership and related constitutional and regulatory requirements.</p> <p>The Vice-Chair commented that the Chair and Vice-Chair had not had an opportunity to comment on points of accuracy in the report prior to its circulation. She raised issues of support post-partnership, but accepted the report and recommendations and reiterated the importance of members' input to the Joint Board Governance Session on 2 November 2019 to agree the Action Plan and moving forward.</p> <p>In response to an enquiry from M Black whether staff could be surveyed on the impact of partnership, the CEO advised that the Best Companies Survey launching later in the month would be a vehicle for staff input on this.</p> <p>Board <b>Approved</b> the findings and recommendations from the Report</p> | All Board Members |
| 7.3 | <p><b>Annual Assurance Statement</b></p> <p>A review of the process, evidence and assurance gathered by the Joint Board Working Group in preparation for the group's Annual Assurance Statement submission was presented by the Governance Services Manager. Members discussed the process in further detail, acknowledged the proposed action plan and were in agreement with the content and timeline for submission.</p>   |                   |

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|     | <p>Following presentation of the information to the CHA Board on 17 October 2019 the Group Annual Assurance Statement would be presented for approval and sign-off on behalf of the group, by CHA as group parent, at the Strategy Day Board Meeting on 25 October 2019.</p>   | C Owens             |
| 7.4 | <p><b>Group Policy: Board Development &amp; Succession Plan</b></p> <p>The CEO presented the Policy which had previously been considered and reviewed to reflect ANCHO Board members' comments and to sustain the outcomes of the Governance Review.</p> <p>Board <b>endorsed</b> the Group Board Development and Succession Plan Policy which would be presented to CHA Board, as group parent, for approval on 17 October 2019.</p>  |                     |
| 7.5 | <p><b>Group Policy: Health &amp; Safety; Audit, Strategy, Action Plan</b></p> <p>The Director of Finance and Business Services presented the Policy and provided an overview. It was confirmed that items ticked on the checklist had been completed and the Action Plan would be amended to reflect the current position.</p> <p>In response to members' questions;</p> <ul style="list-style-type: none"> <li>- The withdrawal from EVH H&amp;S manual processes was confirmed.</li> <li>- It was agreed that H&amp;S would be a standard verbal agenda item and any higher level incidents or risks would be fully reported to the Board.</li> <li>- Z Brawn raised some points for amendment which would be emailed to the Director of Finance and Business Services.</li> </ul> <p>Board <b>endorsed</b> the Policy which would be presented for approval to CHA Board as group parent, on 17 October 2019.</p> | Z Brawn /<br>D Adam |
| 7.6 | <p><b>Group Policy: Anti-fraud, Bribery and Corruption</b></p> <p>The Director of Finance and Business Services presented the Policy. It was agreed to amend the Policy in relation to ANCHO/CHA/Group Board, and to include Group Procurement Policy in the related policies section.</p> <p>Board <b>endorsed</b> the Policy which would be presented for approval to CHA Board as group parent, on 17 October 2019.</p>   |                     |
| 7.7 | <p><b>Group Policy: Freedom of Information</b></p> <p>The Governance Services Manager presented the Policy and agreed, in response to a query from M Black relating to the use of Solicitor as DPO, to clarify with Harper Macleod that this would not present a conflict of interest.</p> <p>Board <b>endorsed</b> the Policy which would be presented for approval to CHA Board as group parent, on 17 October 2019.</p>   | C Owens             |

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| 7.8 | <p><b>Group Policy: Code of Conduct for Governing Body Members</b></p> <p>The Governance Services Manager presented the Policy. Z Brawn queried wording on the SFHA model policy however members were reminded that they had previously signed the Agreement.</p> <p>Board <b>endorsed</b> the Policy which would be presented for approval to CHA Board as group parent, on 17 October 2019. Once approved copies of the Policy and Agreement would be circulated to all Board members for signing.</p>   | C Owens                   |
| 7.9 | <p><b>Landlord Report</b></p> <p>The Head of Service (ANCHO) presented the report advising that some further work was required and a final version would be sent to Board members prior to circulation to tenants. It was confirmed that the Landlord Report will refer to the SHR report which will be available on the website. It was clarified that the satisfaction survey would be completed this financial year (3 yearly) by an external company already procured by Cairn on behalf of the group and that service specific surveys will be introduced for ANCHO.</p> <p>S Hughes requested a performance snapshot be circulated with the survey. K Henderson agreed to produce a summary version in co-ordination with the Communication and Engagement Team and circulate to Board members.</p> <p>Board <b>noted</b> the Report</p> | K Henderson               |
| 8.  | <b>GROUP UPDATES</b>   |                           |
| 8.1 | <p><b>T&amp;Cs Harmonisation and Job Evaluation Project</b></p> <p>The Director of Finance and Business Services gave a verbal progress update on the project</p> <p>Board <b>noted</b> the Report.</p>  |                           |
| 8.2 | <p><b>Partnership Investment Delivery Update</b></p> <p>The Director of Customer Services presented the report highlighting that kitchens would be on target by the end of December and that overall investment delivery is on target. In response to a query from the Vice-Chair on anticipated overspend the CEO advised that the Asset Manager and Head of Customer Services (Property) would provide further information and an issues statement at Yr 2 end.</p> <p>Board <b>noted</b> the Report.</p>  | P Andrews /<br>W Clarkson |
| 8.3 | <b>Group Transition &amp; Integration Plan Update</b>  |                           |

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|            | <p>The Director of Finance and Business Services presented the report highlighting the ongoing monthly meetings to discuss the integration plan and current IT/telephony and governance work.</p> <p>A discussion on KPI benchmarking in relation to the Contact Centre and customer service performance took place, the CEO advised that part of the long term strategy was to roll out the service at ANCHO next year.</p> <p>In response to a member's enquiry it was clarified that support on customer involvement related to TPAS sessions for tenant engagement across the group. Members were advised that a new Head of Business Services had been recruited and would be developing the report going forward.</p> <p>Board considered and <b>noted</b> the report.</p> |                        |
| <b>9.</b>  | <b>ITEMS FOR DISCUSSION/EARLY VIEWS</b>  |                        |
|            | None   |                        |
| <b>10.</b> | <b>ITEMS FOR NOTING/PROGRESS MONITORING</b>  |                        |
| 10.4       | The Board Meetings Schedule/Forward Planner was <b>noted</b> .   |                        |
| <b>11.</b> | <b>GOVERNANCE &amp; REGULATION</b>   |                        |
| 11.1       | Recent SHR publications/guidance for information. Members were referred to the SHR website.  |                        |
| <b>12.</b> | <b>DECISIONS TAKEN UNDER DELEGATED AUTHORITY</b>   |                        |
| 12.1       | The FCA Annual Return would be submitted by the Company Secretary on behalf of ANCHO.  | J MacGilp /<br>C Owens |
| <b>13.</b> | <b>AOCB</b>  |                        |
|            | None   |                        |

Signed .....

Chairperson

Date: 28 November 2019