

## Item 3a

### **ABBNEYFIELD SCOTLAND LIMITED**

Minutes of Board meeting part conducted via Zoom at 11.00am on Wednesday 29 July 2020 and, under the addendum to the Standing Orders and Delegated Authority, considered a quorate meeting subject to attendance.

**Board members present:** Nance Smith (NS), Chair, David Belfall (DB) (by Zoom), Moira Bayne (MB) (by Zoom), Margaret Nethery (MN), Jim Pollock (JP) (by Zoom), Ken Robertson (KR) (by Zoom), Elizabeth Roscoe (ER) (by Zoom), Calum Wilson (CW) (by Zoom)

**Also present:** Karen Barr (KB), Chief Executive (Group), Dave Roberts (DR), (Chiene & Tait) (by Zoom), J Malherbe (JM), note taker

**Apologies:** There were no apologies

1.
  - (i) NS opened the meeting and welcomed the Board. She stressed the documents regarding the Base Line Business Plan and the ARC required approval.  
NS had attended the ASiS meeting on 3 July. ASiS houses were experiencing the same void problems as ASL.  
There was a suggestion in the Baseline Business Plan to move Board meetings to once every six weeks rather than monthly. Currently, there was a 50/50 split of those on the Board who in employment and those who were retired. NS would suggest to the new elected Chair, at the Board meeting following the 2020 AGM, to move to either bi-monthly or six weekly meetings.  
KB had a discussion with two potential Board members, one of whom was an accountant.  
The Implementation Group met for the first time the previous day.  
NS informed the Board she would be meeting with the SHR on 6 August together with KR, KB and Andrea Paterson (AP).  
NS advised that she had formally accepted the resignation of David White, tendered 26<sup>th</sup> June 2020.

### **Chief Executive's update**

2.
  - (i) KB, as requested, made amendments to the minute and under items 9 and 10.
  - (ii) The copy of the lease had been passed to JP.
  - (iii) The north pilot was ongoing and there were no major issues arising.
  - (iv) Board had asked for information on consultancy costs and DR had supplied
  - (v) The Implementation Group met for the first time the previous day
  - (vi) KB reported the internal audit was going well and KB and TK hoped to have an interim report to the Audit Committee on 13 August.
  - (vii) The valuation of the Aberdeen bungalow is in hand.
  - (viii) A meeting was scheduled with the SHR for 6 August via Teams (NS, KR, AP and KB).

### **Minutes and Note of the Board meeting of 24 June 2020**

3.

The Minutes of the meeting of 24 June 2020 were approved as a true and accurate record of the meeting. Proposed by DB and seconded by CW.

#### **Matters Arising**

DB asked re progress with Haddington. KB replied that matters remained on-going.

### **Draft Statutory Accounts**

4.  
DR explained the accounts were consolidated accounts and included ASL and Crandeen's accounts. The accounts included additional statements, a consolidated profit and loss account and a profit and loss account for ASL only and the same for the balance sheet. Board was asked to note the draft statutory accounts which would be brought back to the next Board meeting for approval.

**Board noted draft statutory accounts.**

### **Annual Return of the Charter**

5.  
NS advised the ARC had to be approved by the Board as it was required to be submitted to SHR by 31 July.

**ARC approved by Board.**

### **Base Line Business Plan**

6.  
It was agreed to change the name of the plan to Business Development Interim Plan. KB thanked the Board for the time they had taken to read through and comment on the paper. This she had found extremely helpful.  
The Board discussed the report and agreed the changes, including narrative and explanatory notes on the financial appendix.  
NS said that the document covered all for the SHR.  
NS added she would be happy to take the Plan to the SHR with changes suggested and as a discussion document for the ensuing meeting.

**KB to redraft the main body of the report and a page explaining Appendix C.  
Board agreed to paper with clarifications.**

### **Audit Committee Membership**

7.  
DB reported that with DW's resignation, the Audit Committee now had minimum membership. ER was invited to join the AC and she agreed, therefore formally appointed until further notice. KR would join if he were available.

**Board approved ER to join the meeting on 13 August 2020.**

### **Crandeen Board**

8.  
KB advised that JC had resigned from the Crandeen Board with effect from 21 August 2020. NS had formally accepted same on behalf of ASL, the Parent. KB had sought advice from TC Young and SHR whether, under the circumstances and due to our imminent transition, the Crandeen Board could be made up entirely of ASL Board members. SHR has advised this is acceptable in the short term.

**Approved - CW, JP and KR to form Crandeen Board as members.**

### **Cost Control Group update**

9.  
DB reported there had been one meeting where some savings had been identified. A further meeting would be held and a note would be produced for the August Board meeting.

### **Business Planning Group update**

10.  
KR reported the background to the business had been scrutinised in terms of the measures to be taken. The new Marketing and Communications Officer's role was important as marketing was critical to generate increased business. In summary, it was a positive meeting resulting in good contributions but matters did need to be moved along expeditiously.

### **Management Accounts 30 June 2020**

11.  
DB asked why ASL spend was less than expected. DR advised that voids were higher than budget at present and many cost savings were due to Covid-19 which had also affected the predicted spend in the repair budget.

### **Voids Report**

12.  
KB said the Carolynn Malone's report contained in depth information for the Board.

### **Covid-19 update**

13.  
KB reported that ASL had not been badly affected. There was some staff absence but that had not caused major problems.

### **Health & Safety Report**

14.  
CW requested to see three accident investigation reports. There were no major concerns or risks associated at this time.

### **Operations Report**

15.  
No questions were asked.

### **Any Other Business**

16.  
There was no other business.

The meeting concluded at 2.40pm.

### **Date of next meeting**

Wednesday 26 August 2020 (means of meeting to be reviewed subject to lockdown exit plans)