

Item 3

ABBEYFIELD SCOTLAND LIMITED

Note of Board meeting held at New Mart Road, Edinburgh at 11.45am on Wednesday 22 September 2021.

Board members present: Nance Smith (NS), David Belfall (DB), Tom Dodd (TD), Geoff Hepburn (GH) (via Zoom), Neil McKay (NMck), Jim Pollock (JP), Ken Robertson (KR), Elizabeth Roscoe (ER), Andy Shaw (AS) (via Zoom) (part).

Also present: Karen Barr (KB), Chief Executive (Group), Jennifer Malherbe (JM), note taker, Dave Roberts (DR) (Chiene & Tait).

Apologies: Moira Bayne (MB), Margaret Nethery (MN), Calum Wilson (CW).

NMck and JP declared their interest as Crandeen Board members.

1.
 - (i) KB welcomed the Board to the first Board meeting of the new year. She said the AGM had been successful and thanked everyone for their attendance.

Appointment of Office Bearers

2.
 - (i) NS nominated as Chair. Proposed by KR and seconded by DB. NS was pleased to be nominated and accepted. Duly appointed Chair until September 2022. KB handed over to NS to continue with the appointments.
 - (ii) TD nominated as Company Secretary. Proposed by NS and seconded by KR. TD accepted the post. Duly appointed Company Secretary until September 2022.
 - (iii) NS told the Board that the post of Vice-chair was recommended for the Board. DB nominated as Vice-chair. Proposed by NS and seconded by KR. DB accepted the post. Duly appointed Vice-chair until September 2022.

Opening Remarks

3.
 - (i) NS reported she had attended TAS's virtual AGM where goodbyes were said to the outgoing Chair, Ian Plaistowe and Jenny Lawrence was appointed as interim Chair of the Transitional Council.

Appointment of Audit Committee, Appointment of Finance Committee, Appointment of Crandeen Board

4.
 - (i) In terms of the Audit Committee, the current membership comprised DB, AS, ER, TD and NMck. AS, who had left the meeting at this point, had indicated by email his wish to remain on the Audit Committee. The remaining members agreed to remain and the Chair would be voted in at the next meeting.
 - (ii) The Finance Committee comprised AS, DB, CW, JP and GH. AS and CW had indicated by email their wish to remain on the Finance Committee. The others agreed to remain on the Finance Committee.
 - (iii) CW had indicated by email his wish to remain on the Crandeen Board. JP and NMck indicated they would remain on the Crandeen Board.

CEO Update

5.
(i) KB said she would cover the PPG and SHR later in the meeting.

Minutes of 18 August 2021

6.
(i) The Minutes of the meeting of 18 August 2021 were approved as a true and accurate record of the meeting. Proposed by TD and seconded by NMCK.

Matters Arising

There were no matters arising.

Meeting Schedule 2022

7.
(i) KB proposed the meeting schedule for 2022 to the Board and said it was open to amendment. As the year progressed, it may have to change but asked at this stage if this looked a reasonable timescale. KB to issue formal diary invitations to members regarding the meeting dates.

Health & Safety at Work Policy

8.
(i) KB reported legislation had not changed in any great detail and, therefore, the policy had been updated. She requested the Board members approve the policy and sign up to their responsibility outlined in the policy which was required under the statutory obligation from the HSE. ER said that Covid was not mentioned in the policy and she thought it required to be referenced. KB said she would amend the policy to reflect this.
(ii) KB said she would ask the Property & Compliance Officer, Stephen Whitehead to issue the Health & Safety meeting schedule to Board members.

Board approved the Health& Safety at Work Policy subject to amendment

Meeting with SHR 14 September 2021

9.
(i) KB reported she had received an email from Kirsty Anderson (KA), SHR, with two names of recommendation as co-optees, one of whose CV was attached. KB had requested the other's CV this morning. KB asked for the Board's comments regarding the CV's by 24 September. ASL hoped to be able to approach the two individuals by early next week with a view to arranging a meeting.
(ii) The co-optees would be co-opted under ASL rules and would sign up to the Board Code of Conduct, their first responsibility being to ASL, its residents and staff. It was agreed to contact KA and thank her for the recommendations. The subject led to lengthy discussions by the Board who had expressed (some - delete) reservations about the process but it was agreed to circulate the details supplied and make arrangements to interview both parties in due course and to keep KA informed. NS explained the interview panel would be the officers of the Board (Chair, Company Secretary and Vice-chair). ER asked to join the panel which would be held by Zoom. KB would also join.
NS said the meeting with the SHR had been very positive.
(iii) KB had clarified to KA that the four remaining bungalows managed by Crandeen would be considered for sale as and when they became vacant. JP had had noticed on page 23 in the Partnership Outline Joint Business case that it was stated Crandeen owned four bungalows. KB agreed to have this amended.

Partnership Process and PPG Update

10.

- (i) KR reported that at the meeting on 20 September, the CEO and Chair of Blackwood pointed out that values, good governance and ethos were very important to them and that there was a strong correlation between the two organisations regarding these. KB said there would be a fuller meeting early in November.
- (ii) The next PPG meeting would see the first draft of the Full Business Case before being circulated more widely.
- (iii) KR thought it would be useful to visit one or two of Blackwood's sites.
- (iv) KB said there would potentially be more Board meetings between October and December.

Covid-19 Update

11.

- (i) KB said the booster programme was now underway. The booster was still a voluntary choice. Residents received the booster through their GP.

Any Other Business

12.

- (i) There was nothing to report.
- (ii) NS thanked the Board for their contributions.

The meeting concluded at 14.30pm.

Date of next meeting

Wednesday 27 October 2021 at New Mart Road, Edinburgh.