Board/COM Meeting: 23rd January 2025

Thu 23 January 2025, 10:30 - 12:30

100 Berkeley Street, Ground Floor

Attendees

Board members

Leanne Keegan, Jonathon McNaughton (Chair), Elisa Campanaro, Karen McLaughlan, LESLEY Munro, Jonathan Hempsey, Gary Meek, Margaret Gibb, David Mitchell, Mike Trant, Gavin Mochan, John Edwards, Sarah Randell, Louise McElroy

Absent: Rhona Harper, Heather Ward

Meeting minutes

1. Closed Session: COM
Discussion

Jonathon McNaughton

Discussion with committee members prior to meeting.

2. Present

Jonathon McNaughton

In person: J McNaughton (JMcN - Chair), E Campanaro (EC), K McLaughlan (KM), M Gibb (MG), M Trant (MT), J Ewards (JE) and S Randell (SR)

Via Teams: D Mitchell (DM) and G Mochan (GM)

3. In Attendance

Jonathon McNaughton

G Meek (CEO), L Keegan (LK), L Munro (LM), J Hempsey (JM) and L McElroy (LMcE)

4. Apologies and Attendance Tracker
Information

Jonathon McNaughton

H Ward and R Harper

📄 4. COM SubCom Attendance.pdf

5. Minute Approval: 21st November 2024
Decision

Jonathon McNaughton

Minutes read and approved.

📄 5. NOM COM 211124.pdf

6 Matters Arising/Corporate Action Tracker

Jonathon McNaughton

No matters arising.

Action Tracker - access to the Microsoft licenses and confirm period of license pricing via TSG.

We have had no clarification for the reason our NFP status is no longer applicable.

DM provided contact information for organisation re licensing for discussions. LK and LMcE will engage. Further

costing from third party for Microsoft licensing - **LMcE**

Discussion

📄 6. Action Tracker.pdf

6.1. Services: Positive Updates

LESLEY Munro

Shared with committee in advance of meeting. Noted positive story of support provided by staff in services.

No actions or resolutions.

Information

📄 6.1 Service Positive Updates.pdf

6.2. Board Members: Changes and Future Recruitment

Jonathon McNaughton

Committee welcomed J Edwards back to committee as casual member prior to AGM.

JN has resigned from committee and JMcN noted thanks for her contribution to Board and service visits.

Board Recruitment will be undertaken with review of skills matrix to identify gaps.

Vice Chair nominations. Information on role and responsibility shared with committee. No noted interest which will be discussed at closed session, may seek to appoint Vice Chair through external recruitment.

Board recruitment process will be carried out **JMcN/LMcE/JH**

Discussion

7. Health and Safety

Leanne Keegan

Standing Item for any reports

Information

8. FOR APPROVAL

No update.

8.1. Code of Conduct: Staff

Louise McElroy

Update to the staff Code of Conduct in line with the SFHA model. Confimration that this includes all staff, employed permanently as relief or volunteering. This will replace current Code and be rolled out to new recruits and current staff to update records.

Committee **approved** implementation of code of conduct for staff.

Decision

📄 8.1 Staff Code of Conduct.pdf

8.2. Dignity at Work Policy

Jonathan Hempsey

Dignity at Work Policy was created to support the Code of Conduct.

Decision

Approved implentation of policy.

⊞ 8.2 Dignity at Work Policy.pdf

8.3. IT Policies: Acceptable Use and Mobile Device Policies

Leanne Keegan/Louise McElroy

New policies brought for COM review and approval.

Policies will be uploaded to Thrive and Involv to ensure logged review by all staff. Rollout of policies is communicated to staff via Involv, newsletter, and managers meetings with staff.

Consideration of digital tracking of assets KMcL.

MG - encryption of data discussion to take place outside meeting.

Committee **approved** policies which will be rolled out to all staff. **LMcE**

⊞ 8.3 IT Policies.pdf
⊞ 8.3b Mobile Device Policy.pdf
⊞ 8.3a Acceptable Use Policy.pdf

Decision

8.4. Scheme of Delegation: Update (To Follow)

Louise McElroy

Noted apologies for paper not being circulated. This will be brought to March meeting.

Paper will be brought to March meeting **LMcE**

⊞ 8.4 Scheme of Delegation.pdf

Decision

9. FOR DISCUSSION

See each item

Items brought for COM input

Discussion

9.1. Strategy Update

Discussion

Jonathon McNaughton/Leanne Keegan

Strategy actions and output from Strategy session.

Action tracker shared with committee showing **R**ed, **A**mber, **G**reen status. Feedback sought from Board as to whether report is what they are looking to see.

Consideration of strengths and concerns on strategy points. Prioritisation of the actions to allow COM to view in a structured way. Priorities within sections based on business need. KMcL noted might be useful for spot check item for a deeper dive every second committee meeting.

Report can flag any concerns where board input may be needed.

Strategy report - DM noted some BAU elements not key pillar for strategic overview. Focus report on strategic aspects of actions. JE noted these are useful as failure to complete action has an impact on other strategy aspects.
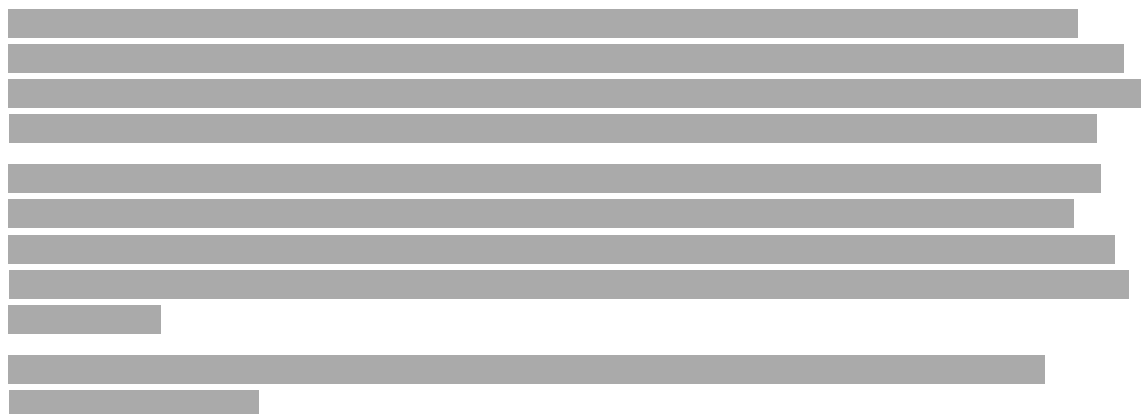
LK noted that biggest barrier at present is staffing capacity and recruitment. LM noted the changed approach to improve recruitment in services with shift options to suit applicants which has been beneficial.

Strategy Targets: Refresh of papers completed, COM encouraged to provide feedback to allow the papers to be adapted.

Onboarding: noted new process through training team. Further session will be scheduled.

Closed sessions at start and end of meeting.

Support communication between SLT and board encouraged.

Board encouraged to attend services to see how they operate. Link in with LM and LMcE to arrange.

Deep dive agenda item every second committee session. **LMcE**

🗎 9.1b Blue Triangle Strategy Session.pdf
🗎 9.1 Strategy Update.pdf
🗎 9.1a Strategy Implementation Plan.pdf

10. For Information

Information

See each item

10.1. CEO Update

Information

Noted article with reference to Blue Triangle. Notifiable submitted to SHR from pr perspective, no further details requested.

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🗎 10.1 CEO Update.pdf

10.2. Procurement: Spend Information

Discussion

Louise McElroy

Outline of high value spend over 10K and information on procurement routes with commentary

Report going forward will be categorised by type of spend (IT, Property etc) This will be shared with FIA on an annual basis and monitored internally.

📄 10.2 Procurement Spend Report.pdf
📄 10.2a Supplier Spend.xlsx

10.3. Business Development Report

Information

Noted.

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📄 10.3 Business Development Report.pdf

10.4. Quality of Buildings: Health and Safety

Noted.

Trends will be provided going forward.

📄 10.4 Quality of Buildings.pdf

10.5. Corporate Risk Register

Noted.KMcL noted the need for inclusion of staffing risk relating to recruitment and retention and impact on strategy implementation where specific staff arent in post.

Review of high level risks at meeting under deep dive. Focus of register will be outlined in cover paper.

Consideration for review date for risks to ensure actions are not missed.

Addition of risk as above. **LMcE**

Deep dive review of red risks at COM: **COM**

Review date to be added to the register. **LMcE**

📄 10.5 Corporate Risk Register.pdf

10.6. Financial Commentary: November 2024

Information

Leanne Keegan

Update on November management account status.

DM sought views on cost impact of NI and licenses over the next 6 months . From a cash point of view what will the impact be. Expected impact for the organisation. LK advised this will be taken into account for annual budget and include this in discussions with V Meacham.

Commentary provided: MG requested narrative on actions at a service specific level in terms of their budgets to flag what action is needed or underway if there is a deficit.

Committee noted the work undertaken in the finance team to improve reporting.

Call with R Harper and D Mitchell prior to FIA papers being distributed: **LK**

Service specific commentary on actions. **LK**

📄 10.6 Finance Commentary November 24.pdf

11. Sub-Committee Reports

11.1. Delivery and Change: 14th November and 9th January

Noted.

Note to be amended to minute on 14/11/24 minute.

📄 11.1A NOM DC 141124.pdf
📄 11.1B Draft Minutes_Delivery and Change Committee_090125.pdf

12. Chair Update

Information

Jonathon McNaughton

13. Any Other Business

Information

Jonathan Hempsey

Internal Audit: Governance and Risk

Expected outcome of substantial controls for both audits which is an excellent outcome. Noted thanks to committee for providing input to auditors.

14. Dates of Next Meetings

Information

COM: 27th March 2025

FIA: 20th February 2025

Delivery and Change: 6th March 2025

15. Closed Session: CEO and COM

Discussion

Jonathon McNaughton

16. Closed Session: COM

Discussion

Jonathon McNaughton

Signed: J McNaughton, Chair   Dated:27th March 2025

The COM minutes may be required to be posted on our external website to comply with Scottish Housing Regulator guidance and Freedom of Information legislation. Should we be asked for information in relation to this meeting. Text will be redacted and the reason for redaction noted below.		
Page	**Section**	**Reason**
4	9.1	Strategic discussion.