

**MINUTE OF MEETING OF KEY BOARD
HELD ON WEDNESDAY, 6 DECEMBER 2023**

At 6.00 p.m. in 70 Renton Street, Glasgow.

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PRESENT

Sheenagh Simpson (Chair)
John Paterson
Jack Crombie
Ann McGuigan
David Meechan
Dave Le Sage (online)
Angus Turner
Rebecca O'Donnell
Dee Fraser (online)
Paul Hush

IN ATTENDANCE

Andrea Wood (CEO)
Alison Wood (Head of Finance)
Gordon Anderson (Head of Housing, Development
and Corporate Services)
Grace Semple (Head of HR)
Jean Ramsay (Head of Support)
Asa Brooks (Governance, Regulation and Compliance Manager)
Leam MacKeown (Inclusion Manager – Supporting TAG)

ACTION

1.1 APOLOGIES

Apologies were received from Gillian Anderson, Karen Jamieson, Brian Kemsley and Musab Hemsli.

1.2 DECLARATIONS OF INTEREST

There were no declarations of interest.

1.3 MINUTE OF PREVIOUS MEETING (4.10.23)

The minute of the meeting of 4 October 2023 was approved.

1.4 MATTERS ARISING

1.4.1 Issues arising from Board appraisals (Old item 1.4.1)

Chief Executive informed the Board that she had been unable to attend the on-line "Governance in Difficult Times" conference as planned. She is expecting to receive a video recording of the event and will either provide a summary for the Board, or provide a more substantial briefing depending on how helpful the conference was.

CEO

1.4.2 Annual Assurance Statement (Old item 1.9)

The Annual Assurance Statement which the Board approved at its October 2023 meeting was submitted to the Scottish Housing Regulator before the end of October as required.

1.5 STAFFING ISSUES

Head of HR spoke to the report which was noted by the Board.

Following the Head of HR's decision to retire at the end of March 2024, the Chief Executive and Board members had considered the staffing structure required to support the organisation through this period of change.

The Board discussed the resulting proposals, noting the intention to ensure consistency in our HR function and create the right capacity at a senior level to allow Key to respond positively to an increasingly complex and everchanging environment. Also noted was the move to introduce a senior structure that is more recognisable to the external world and will be sustainable for the future.

The Chief Executive confirmed that the plans were achievable within the current head office staffing budget and after discussion, the Board approved the proposals.

CEO

1.6 REVIEW GROUPS

1.6.1 Housing & Development (4.10.23)

Noted by the Board.

1.6.2 Workforce Review Group (24.10.23)

Noted by the Board.

1.6.3 Finance (7.11.23)

Noted by the Board.

1.7 6-MONTH VARIANCE REPORT

Head of Finance spoke to a report and presentation reviewing income and expenditure during the first six months of the current financial year. The overall position shows a surplus. The Board noted the factors contributing to the financial position, including head office budget savings and underspend in the planned maintenance programme for housing. It was also noted that in several local authority areas, there was increased agency use.

With the detail of the variance report having been considered at the Finance Review Group meeting in November 2023, the Board noted the report.

1.8 NATIONAL CARE SERVICE

Chief Executive provided a presentation to the Board on national developments in public policy and social care, with a focus on the National Care Service (NCS).

The Board noted that stage 1 of the parliamentary process had been extended to January 2024 and concerns about the NCS had been raised by stakeholders, and more recently by the Health, Social Care and Sport Committee who were responsible for scrutinising the Bill. The Board noted particular concerns around a lack of genuine co-production in developing the Bill, a move away from the commitments outlined in the Feeley report and the emergence of the Verity House Agreement.

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The Board also heard of plans to achieve broad parity in selected terms and conditions for staff in the public, private and voluntary sectors by the year 2030, including through the creating a tripartite negotiating group made up of employers, employees and the Scottish Government. The Chief Executive also updated the Board on the implementation of SDS and the Independent Review of Inspection, Scrutiny and Regulation.

The Board agreed to ensure Key will continue to contribute to these developments in a positive manner and to seek updates from the Chief Executive as appropriate.

1.9 OFFICE HEALTH & SAFETY REPORT

Head of HR spoke to the report, which was noted by the Board.

1.10 AUDIT COMMITTEE – MINUTE OF MEETING (7.11.23)

Noted by the Board.

1.11 TRAINING/BRIEFING SESSIONS 2024

Chief Executive spoke to propose the schedule contained in the report, including making time for the Board to meet with Key's Operational Management Team and people we support. It was agreed that the schedule of sessions would remain subject to change, at the discretion of the Board.

Several Board members had attended Key's Managers' Conference in autumn and valued the additional insight this provided into Key's leadership teams. Chief Executive confirmed that we are planning a Team Managers' Conference in 2024, which would allow Board members to engage with frontline management.

The report was noted with approval.

1.12 TENDER AND DEVELOPMENT REPORT

Head of Housing & Development spoke to the second of this year's biannual reports on tendering and service development, providing a summary of activity since April 2023.

Acknowledging that tender responses and service developments were appropriate and in line with Key's strategic objectives, the Board noted the report.

The Board decided that from May 2024 onwards the report would become an annual one.

1.13 NOTE OF BUSINESS CONTINUITY TEAM MEETING (23.11.23)

The minute of the latest Business Continuity Team meeting was noted.

The Board also noted that given the slight amendment to the timings of the BCP meetings the minutes would be tabled at the June and December Board meetings from 2024 onwards.

1.14 MEETINGS CALENDAR 2024

Chief Executive presented the calendar of meetings for 2024.

The Board approved the calendar.

1.15 SERVICE TRANSFER IN STIRLING/CLACKMANNANSHIRE

Head of Development spoke to a report on the proposed transfer of support arrangements from an existing provider to Key in the Stirling and Clackmannanshire local authority areas. The HSCP had approached Key in October, viewing us as the best organisation to take the service on.

Transfer is expected to take place in early January 2024, and the Board noted that the appropriate mitigations were being developed in relation to any anticipated risks with the transfers.

2. COMMUNITY LIFESTYLES – MEETING OF DIRECTORS (21.11.23)

The Board noted the report.

3. QUARTERLY REPORTS

The Board noted the quarterly reports.

4. HOUSING, DEVELOPMENT AND ADMINISTRATION ISSUES

4.1 SHR Regulatory Framework Consultation

The Board noted that the Scottish Housing Regulator is now formally consulting on the updated Regulatory Framework it is planning to publish in late February 2024, with a view to it becoming fully operational on 1 April that year. As a result, statutory guidance is expected to change, allowing the SHR to seek assurances from landlords on specific topics in their annual assurance statements. There will also be a full review of the Annual Return on the Charter and landlords will have additional requirements to listen to tenants and others in the delivery of their services.

Head of Housing informed the Board that, as Key is a systemically important RSL, our SHR Regulation Manager is due to attend one of our Board meetings every two years. We are currently in discussions to agree an appropriate date, likely to be either in January or March 2024.

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4.2 Delegated Authorities

The Board approved delegation of authority to the Workforce Review Group, authorising it to approve the Modern Slavery Statement each year. The next statement will go to the Workforce Review Group in June 2024.

4.3 Share Applications

The Board approved the applications for Association membership and use of the seal on share certificates for two applicants.

4.4 Board member Leave of Absence

The Board approved leave of absence for Karen Jamieson, Brian Kemsley and Musab Hemsli.

4.5 Lease Agreement

The Board noted the renewal of a lease agreement for offices in Falkirk.

4.6 Bank Mandates

The Board approved the signatories on new bank mandates for the accounts presented, and noted the amended bank mandates that were also presented.

5. AOB

The Governance Manager informed the Board that Key's latest Housing Charter Report is currently being distributed to all Board members.

4. DATE OF NEXT MEETING

The Board will next meet on Wednesday 24 January 2024