

# MINUTE OF MEETING OF KEY BOARD HELD ON WEDNESDAY, 10 MAY 2023

At 6.00 p.m. - in the Square, 70 Renton Street, Glasgow

Page 1 of 5

## PRESENT

Sheenagh Simpson (Chair)  
John Paterson  
Jack Crombie  
Ann McGuigan  
David Meechan  
Gillian Anderson (online)  
Rebecca O'Donnell  
Karen Jamieson  
Musab Hems  
Dee Fraser

## 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)

### 1.1 APOLOGIES

Apologies were received from Angus Turner and Dave Le Sage.

The Chairperson welcomed new co-optee, Dee Fraser, to her first meeting of the Board.

### 1.2 DECLARATIONS OF INTEREST

No interests were declared.

### 1.3 MINUTE OF PREVIOUS MEETING (15.3.23)

The minute of the meeting of 15 March 2023 was approved.

### 1.4 MATTERS ARISING

#### 1.4.1 Muir of Ord (old item 1.10)

Head of Housing advised that, in line with the approvals granted by the Board, Key Housing Association signed a 25-year lease on 20 April 2023. Through this arrangement we will now manage and let six properties in Muir of Ord, Highland. Key is also the support provider and recruitment is ongoing to establish the required support teams. Tenants will begin to move into the properties at the end of June.

#### 1.4.2 New Board co-optee (old item 1.4)

Chief Executive had previously informed the Board that Paul Hush was considering joining Key's Board. The Board gave approval for his co-option, subject to a satisfactory introductory meeting between the Chairperson and the potential appointee in early June.

## ACTION

## Chair

MINUTE OF MEETING OF KEY BOARD  
HELD ON WEDNESDAY, 10 MAY 2023

At 6.00 p.m. - in the Square, 70 Renton Street, Glasgow

Page 2 of 5

1.5 STAFFING ISSUES

The Board noted the report.

An in camera discussion was held at the end of the meeting to discuss the annual pay award.

1.6 REVIEW GROUPS

1.6.1 Finance (2.5.23)

The Board noted the report.

Head of Finance presented the Five Year Financial Projections, which had been discussed in detail at the Finance Review Group meeting. Noting that the final pension disclosure would be included when available, the Board approved the submission of the Projections to the Scottish Housing Regulator. The final version will be circulated to the Board by email for information.

HofF

1.6.2 Housing & Development (10.5.23)

Head of Housing provided a verbal update from the meeting, which had taken place immediately prior to the Board meeting.

Through delegated authority, the Review Group considered and approved the Annual Return on the Charter for submission to the SHR.

The Board discussed the analysis of satisfaction levels and noted the intention to consider ways of improving our qualitative understanding of the results.

The final version of the ARC will be emailed to the Board for information.

HofH

The Housing Strategic Plan and Risk Register had also been reviewed by the Group. The appropriate actions are being taken to monitor and manage these risks.

1.6.3 Workforce (18.4.23)

Head of Support presented the report of the first meeting of the Workforce Review Group, which was noted by the Board.

The Group had reviewed the various initiatives Key and Community Lifestyles are taking to promote workforce wellbeing. The Board noted the wide range of services and supports that are available to staff and heard that the wellbeing action plan is being updated to develop these services further.

The Board considered the specific impact of the cost of living crisis and the financial wellbeing services we signpost our staff to, and the ways in which these can be further enhanced or promoted.

#### 1.7 AUDIT COMMITTEE – MINUTE OF MEETING (2.5.23)

The report was noted by the Board.

Head of Finance highlighted that the Committee had received the annual report from the internal auditors, which gave an overall assurance level of “reasonable”, made up of three substantial assurance level reviews and three reasonable assurance level reviews conducted in the year.

#### 1.8 RISK MANAGEMENT REVIEW

Chief Executive spoke to the report on Key’s Risk Management Review for 2023, relating to Key’s group and support activities. The Board noted the report, not least that the risks are being kept under constant review by senior staff, to ensure Key’s actions are adequate and appropriate.

The Board noted the projected changes in support levels. Other risks noted include the unknown direction and consequences of the National Care Service and the Fair Work Agenda. The Board also noted our strengths, including our governance arrangements in relation to risk management, both now and through the pandemic.

Noting that the Risk Register for Housing had been reviewed at the Housing and Development Review Group meeting today, the Risk Management Plan was approved.

##### 1.8.1 ICT Risk Register

The Board noted this as an officer assessment of ICT-related risks, which will go to the next ICT Review Group meeting for a more detailed review.

The Board discussed the value of trying to co-opt someone with ICT experience onto the Board, to bolster strategic oversight of this function. Chief Executive advised that a volunteer with this background on our ICT Review Group has expressed an interest in joining the Board, but for now is providing their expertise on the Review Group.

#### 1.9 SHR ENGAGEMENT PLAN AND ANNUAL ASSURANCE VISIT

Governance Manager spoke to the report, which was noted by the Board. The Engagement Plan published by SHR at the end of March states that Key’s regulatory status is “compliant” and Key remains “systemically important” due to the scale of our operations. The SHR will meet with our senior staff to discuss progress with our business plan and risks to the organisation.

MINUTE OF MEETING OF KEY BOARD  
HELD ON WEDNESDAY, 10 MAY 2023

At 6.00 p.m. - in the Square, 70 Renton Street, Glasgow

Page 4 of 5

The Board also noted that Key, along with a range of other RSLs, has been selected by the SHR to be part of their study into how Boards assure themselves that compliance with regulatory requirements and standards is being achieved. This has involved the submission of documentation and will conclude with a visit by the SHR involving the Chairperson, Chief Executive and Head of Housing on 15 May 2023.

1.10 TENDER AND DEVELOPMENT REPORT

Head of Housing spoke to the report, which gives an overview of our tendering activities for the year 2022—2023. The Board acknowledged the reasoning for choosing not to make some submissions, and agreed that there would be a risk to our good reputation and the wellbeing of supported people if we took on inappropriate service delivery models.

The Board expressed satisfaction that the approach and decisions taken are aligned with the business aims of the organisation. The report was noted by the Board.

1.11 WRITE-OFF OF NON-RECOVERABLE DEBT

Head of Finance spoke to the report, reviewing debtor balances which will inform part of the year-end external audit.

Noting the circumstances behind each of the debtor cases and the ongoing attempts to recover debt where possible, the Board approved the write-offs of the non-recoverable debt for Key, as detailed in the report.

Due to the timings of Community Lifestyles' Directors' meetings, the Board also approved the write-offs proposed for Community Lifestyles.

1.12 BOARD GOVERNANCE SESSION (21.6.23)

Governance Manager spoke to the report.

The Board noted the draft programme for the Governance Session due to be held on 21 June, which would include a review of the collective appraisals from Board members, the annual review of the composition of the Board and a presentation on proposals for revising how the Board assures itself that Key is meeting its regulatory requirements.

1.13 AGM ARRANGEMENTS

Governance Manager spoke to the report, advising that the AGM is to be held on Wednesday 13 September 2023.

Jack Crombie, Ann McGuigan and Sheenagh Simpson volunteered to retire at the AGM. All may stand for re-election without nomination.

MINUTE OF MEETING OF KEY BOARD  
HELD ON WEDNESDAY, 10 MAY 2023

At 6.00 p.m. - in the Square, 70 Renton Street, Glasgow

Page 5 of 5

---

2.1 HOUSING, DEVELOPMENT AND ADMINISTRATION ISSUES

2.1.1 Lease agreements

The Board noted the renewal of leases for offices in Milngavie, Lanark and Ayr.

2.1.2 Bank Mandates

The Board approved the signatories on a new bank mandate for the service user account presented, and noted the amended bank mandates that were also presented.

2.2 Repairs to the Square Roof

The Board noted the report.

3. AOB

No other business was considered.

4. DATE OF NEXT MEETING

The Board will next meet on Wednesday, 21 June 2023.