

**THE RIVERSIDE GROUP LIMITED**

**IRVINE HOUSING ASSOCIATION**

Special Meeting of the Board held at 6.15p.m. on Wednesday 22 September 2021 at the Gales Hotel, Marine Drive, Irvine

**Minutes**

Present: Mr J. Strang (In the Chair), Mrs M. Burgess, Mrs M. Crearie, Mr G. Darroch, Mr S. Easton, Ms F. Fox, Mrs J. Galbraith, Mr R. Hill, Ms C. McGuinness, Mrs S. Petrie and Mr S. Stewart

In attendance were Mrs M. Hutchinson, Mrs H. Anderson, Mrs D. Boyle and Mrs D. MacLean.

Apologies for Absence

Apologies for absence were received from Mr T. McInnes.

Declarations of Interests

None.

1. **Election of Chair**

In accordance with Rule 47(a), Board Members were invited to elect the Association's Chair, to hold office up to and including the next Annual General Meeting. The Board unanimously agreed to appoint Mr J. Strang as Chair on the motions of Mr R. Hill and Mr G. Darroch.

2. **Preliminaries**

The Chair welcomed Mrs D. MacLean to the meeting. Mrs MacLean thanked the Chair for the invitation to the Annual General and Board Meetings and advised that she was looking forward to commencing her employment as Managing Director with Riverside Scotland in due course.

3. **Committee Memberships**

The Chair advised that further to Ms J. Murray's retiral from the Board and Audit & Risk Committee, it was proposed to operate with a vacancy on the Audit & Risk Committee for the time being to allow for discussions with Board Members about a future appointment.

The Chair clarified that whilst Group's Customer Experience Committee's terms of reference allowed for a nomination from the Board, there was no requirement for this nomination to be the Association's Chair. The Chair highlighted that Committee Membership of Group's Customer Experience Committee was a remunerated position.

After consideration, the Board:

a) approved the membership of the Audit & Risk Committee as follows:

Robin Hill - Chair  
Mary Crearie  
Gerry Darroch

b) approved Mr J. Strang as Riverside Scotland's nominee to Group's Customer Experience Committee.

4. **Co-option Proposal**

The Board approved the co-option of Mr S. Easton to the Riverside Scotland Board to serve on the Board until the Annual General Meeting in 2022.

5. **Audited Financial Statements Return**

Mrs M. Hutchinson advised that the Audited Financial Statements Return was made annually to the Scottish Housing Regulator. The information in the Return had been prepared by Group's Finance Team and had been verified locally.

The Board thereafter:

a) approved the 2021 Audited Financial Statements Return.

b) authorised the submission of the Return to the Scottish Housing Regulator.

6. **Virgin Money Mandate**

Mrs M. Hutchinson elaborated on the Association’s current bank account profile and the proposed initial signatory changes which were required in order to take account of personnel changes. The Board noted that future mandate changes would require further Board consideration following the new Managing Director and Company Secretary commencing employment.

A discussion on the future use of Thistle Housing Services followed and the Board thereafter requested that a discussion paper covering the potential opportunities for use, which aligned with the Association’s strategic priorities, and the associated risks, be presented to a future meeting for consideration.

After consideration, the Board:

- a) approved the proposed changes to the Virgin Money bank mandate.
- b) noted the intention in relation to future mandate changes which would be progressed when the new Managing Director and Company Secretary was in post.

7. **Arrears Recovery Approach**

[REDACTED]

[REDACTED]

[REDACTED]

[Redacted text block]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

8. **Chair's Action Procedure**

In response to a query from the Board, Mrs M. Hutchinson confirmed that the Chair's Action Procedure Form had been signed by the previous Chair, Mr D. McEachran.

The Board thereafter noted the previous Chair's approval of the appointment of BDO as Riverside Scotland's external auditor, in accordance with the Chair's Action Procedure.

9. **Bank Street Office – Licence and Lease**

Mrs M. Hutchinson advised that notice had been served for the short term licence of the front office at 44-46 Bank Street to end on 29 September 2021. Riverside Scotland would thereafter only occupy the rear ground floor office at 44-46 Bank Street.

The Board thereafter ratified the previous Chair's approval to enter a short term licence for the front office at 44-46 Bank Street, and a five year lease for the rear ground floor office at 44-46 Bank Street with Landek Ltd on the terms outlined in the report.

10. **Any Other Business**

**Board Member Inductions**

A blended approach to progressing the new Board Member Induction meetings was agreed, subject to dates and availability.

11. **Date of Next Meeting**

Special Board Meeting – 5.30 p.m. on Thursday 21 October 2021, via MS Teams.

M. HUTCHINSON  
Interim Secretary  
23 September 2021  
MH/db

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