



**MEETING of the
GOVERNING BODY OF
SCOTTISH VETERANS' RESIDENCES
at Whitefoord House, Edinburgh, Friday 6 March 2020**

Record of Decisions

Present: George Lowder MBE, Chair
Rev Neil N Gardner (NG)
Sue Bomphray (SB)
Richard Edlmann (RE)
Troy Johnson (TAJ)
Tony Jones (TJ)
Iain Lindsay, representing MNWB (IL)
Pippa Shields (PS)
Clive Masson (CM) (by telephone)

In attendance: Jeremy Chittleburgh, Treasurer (JC)
George Corbett (DCEO)
Susie Hamilton, Head of External Relations (HER)
Martin Nadin OBE, Chief Executive (CEO)
Susan Duthie, Company Secretary (Minutes) (CS)

Apologies: Jonathan Tweedie, Vice Chair (VC)
Maj Roddy Laing (RL)
Sqn Ldr Derek Morrison (DM)

	Subject	Raised by	Additional Documents	Decision
1	Chairman's Introduction	Chairman		
	The Chairman thanked everyone for attending.			
2	Apologies	SD		
	As noted above.			
3	Previous Minutes	SD		Accepted
3.1	Minutes of the Governing Body Meeting of SVR held on 13 Dec 19 were reviewed. There were no matters arising.			
3.2	Minutes accepted: Proposed by: N Gardner Seconded by: R Edlmann			

4	Action Log		Approved
	<p>Actions:</p> <p>50. The action for the merger is complete with Companies House striking <i>SVR Exitus</i> from the company register. Subsequently, OSCR has been requested to strike <i>SVR Exitus</i> from the charity register. CEO will update the Constitution following publication of new SFHA Model Rules 2020; these have been sent out but are awaiting confirmation of acceptance by the FCA. Action 50 will be closed with a new action opened to update the Constitution with a timeline.</p> <p>55. Risk Management Training to be arranged. c/f.</p> <p>56. Whitefoord House dining room re-opened by the Lord Provost on 11 Dec 19. Chairman thanked the team for the hard work that went into a successful refurbishment. Also thanks to HER for an excellent launch event and photo exhibition. Action closed.</p> <p>57. Rosendael Lodge conversion has been approved and can be closed on the Action Register. Updates on progress will follow from the Property Manager.</p> <p>63. Bowling Green redevelopment – City of Edinburgh Council have not raised any objections verbally. Awaiting its written report to come in the week of the 9th March. CEO will then develop the detailed business case. CEO suggested an estimated cost of up to £500k. Chairman did not believe that the project would cost that much but asked the Governing Body what they would agree to as a justifiable cost. RE did not think the costs would be that high. SB did not think donors would want to donate to a garden at such high cost. CEO considered that there will be employment opportunities if Veterans are involved in the café and also potentially with training in horticulture. The Chairman added that the proposed café should not be considered as a source of income and that we should actively seek a gardening personality to be associated with the project. HER added that funders are more amenable to supporting projects if project costs are split 50% with matched funding from the potential recipient.</p> <p>CEO will develop the business case for formal approval. The Chairman asked for an indicative timeline. CEO said he hoped to bring back a business case at the next meeting and anticipates opening by Spring 2021. c/f</p> <p>65. Annual Assurance Statement had been published along with the Action Plan. Now falls under BAU. Action closed.</p> <p>66. Service updates, c/f.</p> <p>67. CEO confirmed that he had spoken to the Residence Manager at Whitefoord House. He confirmed it was the policy of SVR to allow residents to smoke in their rooms. Precautions have been taken with a new smoke detector system fitted in every room. Whilst it does slow down the turnover of rooms, it also re-creates a homely atmosphere for those veterans who do smoke. Leavers are billed for any damage caused by their smoking. Action closed.</p> <p>68. CEO has written to FOSNI, awaiting reply. c/f</p> <p>69. Action complete. Closed.</p>		

5	Sub-Committee Reports	Chairs	Minutes	Approved
5.1 5.1.1 5.1.2 5.1.3 5.1.4 5.2 5.2.1 5.2.2 5.2.3 5.2.4 5.3 5.3.1 5.3.2 5.3.3 5.3.4 5.3.5 5.3.6 5.3.7	<p>Audit & Risk Committee</p> <p>TJ advised that the committee met on 13 Jan 20. The committee met with the RSM audit team. Their audit plan was sent out on 3 Mar 20. The Strategic Risk Register had been updated to include Covid-19. CEO added that he is was relatively sanguine about the situation. The Residences' infection control procedures are good. He acknowledged the potential that some staff and residents may be at high risk and they had been identified by the residence managers. There was no specific public health guidance for RSL as yet.</p> <p>CS requested that the quorum be raised from 2 to 3 to comply with the SFHA Model Rules 2020 that SVR is moving towards adopting.</p> <p>Decision: AGREED TOR to be updated to a Quorum of 3.</p> <p>Next meeting 27 Apr 20.</p> <p>Quality Committee</p> <p>PS advised that the committee met on 4 Feb 20.</p> <p>The Quality Assurance Policy is still in draft with the final version due to be completed by Apr 20. There will be a staff consultation. This will take into account the National Health & Social Care Standards Framework.</p> <p>The Care Inspectorate Framework has now been released. Rosendael has received a CI questionnaire which was an indicator that an inspection would follow in the next 6 weeks.</p> <p>Afternote: Questionnaire completion and inspection postponed due to Covid-19 pandemic.</p> <p>Next meeting is 10 Nov 20.</p> <p>Investment, Remuneration & Finance Committee</p> <p>Chairman advised that the committee met on 10 Feb 20.</p> <p>The draft budget and pay award had been discussed. The pay review for 2021 is to be brought forward to earlier in the year.</p> <p>CEO will review job specifications.</p> <p>Rathbones (investment manager) updated on the market and the performance of the investment portfolio which has been steady with a good yield.</p> <p>VC confirmed that he was happy with Rathbones' management of the portfolio and JC agreed. VC will review their rates and service from our current provider and selected others as we have been with Rathbones for over 13 years and it is prudent to compare their position in the market to ensure that we are receiving VFM.</p> <p>Draft IRFC minutes to be updated to reflect that the CEO's estimated costs of up to £500k for the Whitefoord House Garden Project have not been endorsed or agreed and that the CEO would revise his estimate in consultation with the developers.</p> <p>Next Meeting 14 Aug 20</p>			
6	Treasurer's Report	Treasurer	Mgt Accts	
6.1 6.2 6.3 6.4	<p>Overview</p> <p>The management accounts for the 12 month period to end of Dec 19 were presented.</p> <p>The statutory accounts for the year end to Dec 19 had been prepared. The auditors were conducting their audit of the accounts this month.</p> <p>The management accounts show a better than forecast outturn. This was partly due to rents received being higher than anticipated.</p> <p>The Supporting People funding was not previously included within forecast income, but with a 3-year contract with City of Edinburgh Council now in place, it will be included in the future.</p>			

6.5	There was some further savings due to delays in recruiting to some appointments.
6.6	There was an increase in the balance of the investments as the funds were transferred following the merger of SVR and SVHA. The accounts show an unrealised gain on investments at that point in time.
6.7	The former tenants' arrears are being managed with monthly reports to the managers. The level of write-off has been budgeted for.
6.8	The new Catering Manager was selected on 3 Mar and he has since accepted the position.
6.9	There has been an increase in food prices reflected in the catering costs.
6.10	Void levels were higher than the budget of 10%.
6.11	The Balance Sheet reflected a strong cash position. Assets have risen from £12m to £17m with the transfer of the investment portfolio from SVR Exitus.
6.12	Chairman noted the change in unrealised investments but notes the advice from our investment manager to hold steady.
6.13	The Chairman noted the Rosendael Lodge development had been included.
6.14	Bellrock Close Residence review of service delivery was to take place.
6.15	The statutory accounts should include a discussion of our description of the reserves. Added note to clarify the increased position. The property condition surveys will add detail on the potential costs to be set aside for cyclical maintenance and ongoing repairs.

7	Chief Executive's Report	CEO	Reports	Actions
7.1	There has been a higher than normal rate of staff sickness in Whitefoord House in Q1 however, service had been maintained.			
7.2	Regarding the Covid-19 outbreak, it appeared that Scotland was in the Contain phase and England in the Delay phase. Afternote: All UK now in the Delay phase.			
7.3	There was one incident of violent behaviour reported with the perpetrator now in jail. One Whitefoord House resident, with a terminal diagnosis, had sadly passed away.			
7.4	CEO took 10 staff to Gulabin Lodge for a team building weekend. The weather was extremely challenging to those attempting to ski whilst severe gusts blew everyone off their feet. CEO felt that it was a successful pilot and wants to repeat it in the summer.			
7.5	Governance			
7.5.1	CEO meeting with Scottish Housing Regulator on 12 March to take them through the progress being made with the Self Assurance Statement. Afternote: Due to Covid-19 restrictions, the meeting was changed to a teleconference.			
7.5.2	The constitution is to be updated to adopt the SFHA New Model Rules 2020 which are available but still to be cleared for publication by the FCA.			
7.5.3	The Tenant Engagement Strategy is to be re-written by CEO during April. Three policy documents require revision to be fully compliant for the Self Assurance Update.			
7.6	Sustainability Review			
7.6.1	CEO proposed to pause the review to the end of Q2 so that the results of the condition surveys of the estate would be available. Decision: AGREED There could be significant energy reductions by way of regional heating systems in 4 locations i.e. Whitefoord House, Rosendael, Bellrock and Gilmerton. PS added that in her experience ground source heating is only suitable in modern buildings due to the quality of insulation in older buildings. DCEO added that in relation to EESSH2, which has a target of 2032, improvements were previously made for cost effectiveness however now the focus is on energy efficiency and less about cost. CEO believed that it could be an expensive decision to be early adopters of some aspects of new technology. Chairman recognised this but also that grants were now available to offset capital costs. These might not be available in future. Chairman			

7.6.2	<p>added that different cities in Scotland have different targets and that the City of Edinburgh's is 2030. DCEO is already looking at electric car charging points. Chairman confirmed that these are to be installed now.</p> <p>CEO requested a special purpose fund to pay for future costs and look to maximise grant availability to offset capital outlay.</p> <p>Decision: It was agreed that the CEO set up a special purpose fund for costs related to Sustainability.</p>
7.7	<p>Internal Audit</p>
7.7.1	<p>CEO will submit the tender document for an internal audit service to the Audit & Risk Committee for approval. It is to provide 15 days of activity per annum.</p>
7.8	<p>Bellrock Close Review</p>
7.8.1	<p>CEO had approached 3 consultancy firms following suggestions from the SFHA. One no longer undertook service delivery review and he had met with the other 2. Both are able to do the work this year and would be able to report back for the Q3 Governing Body Meeting. This will include service review of staff and the support structures. CEO will ask both to submit tender proposals.</p>
7.8.2	<p>There was also the potential option to seek peer review from another RSL. Chairman was not in favour of this option. Chairman asked if anyone knew of any other company that would do this to contact CEO, otherwise he should proceed with the 2 consultancies above. Costs are expected in the region of £12 – 15kpa.</p>
7.8.3	<p>Chairman requested CEO to include SB in developing the TORs for the review.</p> <p>Afternote: CEO to continue to draft TORs as the basis for tender but award and fieldwork will be postponed until it is clear when Covid-19 restrictions will be lifted.</p>
7.9	<p>Visits</p>
7.9.1	<p>Maj Gen (ret'd) Mark Strudwick visited CEO at SVR. Chairman was interested to know what Gen Strudwick thought of what has been achieved in SVR since his time as Chairman. CEO advised that it was a successful visit and Maj Gen Strudwick had discussed the potential of his wife assisting with the garden project.</p>
7.9.2	<p>Chairman asked why Police Scotland have an Armed Forces Champion. CEO advised his thought that it was government policy. Chair asked if it was for veterans that were in the police. HER added that it is for when veterans come into contact with the police. It helps to have a point of contact to aid both sides understanding of the help that is available. HER has spoken with the E Divisions, ARC who covers Edinburgh and has invited him to SVR. The Police AFC forms part of the Community Engagement within each region.</p>
7.10	<p>DCEO Report</p>
7.10.1	<p>Awaiting the results of the property condition surveys before arranging a programme of works. DCEO initially looking at a programme of improvement to bathrooms and kitchens in Whitefoord House.</p>
7.10.2	<p>The architect had hastened the planners for a response to his drawings for Rosendael Lodge. Once this has been received the tender documents can be finalised. In the interim period DCEO was looking at opportunities to bring the building up from EESSH to EESSH2 compliance.</p>
7.10.3	<p>A £15,000 donation was received towards the window repairs. £30k has been included in the budget. The additional donation received could be put to good use by erecting scaffolding to go up at 57 Canongate which would allow a greater range of maintenance tasks to be completed. Full proposal to follow but anticipated to carry out some other minor repairs and redecoration to be carried out whilst access is enabled by the scaffolding.</p>
7.10.4	<p>EESSH. Only one SVR property does not meet the standards as it has a flat roof and costs to bring it up to standard are judged to be excessive. Every other measure to bring it up to standard has been carried out, e.g. LED lighting and new boiler. DCEO to seek waiver. DCEO was in discussion with EDP about measures to bring properties up to EESSH2 compliance.</p>

7.10.5	Voids. There was an upturn in referrals in Q1, with around 5 or 6 referrals being received weekly. The Voids & Allocations officers regularly make contact with our referral agencies. DCEO e-mailed 170 people listed as contacts for veterans. Also 18 key local authorities were identified as those who have provided the majority of referrals, DCEO to arrange visits or attend events to brief them on the work of SVR.
7.10.6	Paper. DCEO handed out a paper showing the ' <i>Number of homelessness applicants formerly in the armed forces in Scotland</i> '. The statistics confirmed the number of veterans over the last 5 years formally completing a form to state that they were homeless. Figures show a slow rise to nearly a 1,000 last year. Chairman suggested that SVR brief at the COSLA Chief Officers' meeting as that would provide a useful forum to cascade information regarding our service to Local Authority housing services.
7.10.7	Chairman asked why the 10% void rate is not coming down if the number of homeless is going up. How are we projecting this forward and by when? DCEO noted that the 10% is the sector norm. CEO considered that this figure could be realistically reduced to 7 or 8%, any lower might create waiting lists and delays. The top end is 10% where it has sat for a while. The figure is a budgetary number rather than a measure of efficiency.
7.11	Head of External Relations' Report
7.11.1	A large legacy of nearly £40,000 from a former resident of Rosendael has been received. It was not restricted but has been requested to go towards Rosendael. A further bequest from a Broughty Ferry resident to Rosendael for £5,000 is due to be received. Also a new bequest for £10,000 has been advised by solicitors.
7.11.2	The Positive Pathways grant application was successful which will go towards recruiting a 'Join In, Live Well Officer' for 2 years. This role will promote engagement towards healthy outcomes for the residents. SB asked if it was similar to the previous 'Healthy Lives Officer' role. HER advised that whilst there are some similarities, this role will not be based in Bellrock Close and will have defined responsibilities and outputs.
7.11.3	The Annual Report is being drafted, together with the infographic which shows the information gathered over the last 5 years. Our population had aged slightly last year against longer term downward trend. Combined statistics show very little difference over the years in the type of demands for our services. CEO added that numbers sofa surfing and rough sleeping seem to be on the increase.
7.11.4	Copies of the Parliamentary Review, which included an advertorial about SVR, will be sent to 160 named individuals including the Armed Forces Champions.
7.11.5	The ABF had visited Whitefoord House and interviewed some Army Veterans. ABF will include these in its publicity material adding to our positive exposure.
7.11.6	A new web developer has been appointed and the website will be refreshed and more functionality and artwork will be added.
7.11.7	One Freedom of Information request had been received and completed within the statutory timeline.
7.12	Company Secretary Update
7.12.1	Constitution. SFHA's new Model Rules are very close to being published, requiring final ratification from the FCA. The template and guidelines are out in advance of this decision. As SVR is in the position of updating from the 2003 version to the 2020 version there are over 100 details to be changed which are to be approved later. A summary of the key changes was included in the pack. If the update is to be approved in its entirety, there is a designated approval process to follow, after a resolution is put to the Members at a Special General Meeting.
7.12.2	The meeting provides advance notice that the Governing Body will need to agree the objects to be included in the new Rules. Any change to the objects need to be given consent from the Scottish Charity Regulator. This will add 42 days to the

7.12.3	<p>process. The wording of the Model Rules template is based on a typical Housing Association rather than a charitable HA focused on veterans.</p> <p>Following this meeting a form of words will be drafted for the Members to review in order to agree and start progress towards the full update to the Model Rules 2020. Chairman agreed for a draft to be written. CEO added that the draft objects will be circulated with the draft constitution ahead of the May meeting to be discussed and approved in principle at that meeting. Thereafter, the submission will be made to OSCR.</p>			
7.12.4	<p>AGM. CS noted that the ARC survey is discussed and approved at the AGM. The external company commissioned to gather the research from service users offered to present their findings to the Governing Body. CS proposed this would be an interesting way to bring the results of what the service users think of SVR to life. There was however, no appetite for this. CS asked if the format should be changed in order to use it as an opportunity to invite guests along. There was no appetite to change the format.</p> <p>The AGM is scheduled be held in the normal manner on the 29th May.</p>			
8	House Committee Reports	Various		
8.1	Bellrock Close – SB			
8.1.1	<p>Some issues being looked into around the café. Reports of complaints by RVS staff against SVR staff and vice versa and from residents against RVS.</p> <p>Afternote: Following an investigation by the CS, the CEO has replied to a RVS individual’s written complaint.</p>			
8.1.2	<p>No overly challenging residents at the moment and several are engaging with the staff in the refresh of the induction pack.</p> <p>CEO added that a resident is working hard to gain a cyber security qualification.</p>			
8.2	Rosendael – CM			
	<p>No residents attended the last residents’ meeting. Plan to make the future meetings more structured. Generally happy and content.</p>			
8.3	Whitefoord House – NG			
	<p>Residents meeting to take place the next week. Generally content in the house.</p>			
9	Strategic Risk Register	CEO		Approved
9.1	<p>On the subject of Internal Audit the CEO had met with the Strathcarron Hospice Chief Operating Officer which recently tendered for an internal auditor. The Hospice’s Strategic Risk Register was included in the tender documentation pack. CEO asked the Governing Body if we should we do the same. TJ said subject to it being received on a confidential basis. The Chairman did not think it needed to be shared until a provider had been selected. TJ agreed. JC advised that in his experience there was a 50:50 split in tenders between including the Register and those that did not. Chair stated that if the provider asked for it then they could have it, on a confidential basis. There was no disagreement.</p>			
9.2	<p>Chairman noted that the risk register has a lot of High Risk but that these were being actively worked on and mitigated, including the newly added Covid-19 risk.</p>			
10	KPIs	CEO		
10.1	<p>CEO noted that the KPI pack was a work in progress and that it currently was extremely resource intensive to draw the information and metrics together. He would prefer to use the resource to focus on digitalisation of the organisation. Chairman stated that we have recruited another member of staff to process the data (BIA). It was acknowledged that the BIA was also progressing the digitalisation programme. Chairman acknowledged that was a priority but we need to get to a format that provides meaningful data in order to meet duty of governance. We will have a</p>			

10.2	balanced scorecard which will allow and provide greater detail. If we use PowerBI it will make those bespoke to the user.		
10.3	RE asked about the numbers self-funding. HER updated that we do have a few residents with private incomes that wish to stay with SVR, mostly in Rosendael.		
10.4	JC added that the dashboard highlights the concerns about voids and catering that were raised earlier.		
10.4	JC noted that Rosendael does not have any unplanned departures which highlights the different types of residents that we deal with.		
11			
	Service Updates	Various	
11.1	Royal Navy No update		
11.2	Army No update		
11.3	Royal Air Force No update		
11.4	Merchant Navy – IL		
11.4.1	A summary was passed out. Study of veterans by IPC in 4 locations on their welfare since leaving the service. Study shows that some members are doing well and others not so well which was not a surprise.		
11.4.2	£700k raised by Nautilus for the benefit of their membership.		
12			
	AOB		
12.1	CS included new Governing Body joining packs which will be used going forward in order to provide new members with an insight into what will be required from them and given to them in the future. There were no questions.		
12.2	CEO advised that there is a vacancy for the Co-Chair of the COBSEO Housing Cluster. CEO would like support to allow him to volunteer for this vacancy. In the 18 months the CEO has been attending these meetings Scotland is often marginalised or forgotten and he would like to raise the profile. Chairman added that there should not be an additional time burden as CEO attends these meetings anyway and therefore also no additional T&S costs to what is already being funded. There was no objection.		
12.3	CEO added that he was running the Edinburgh Marathon on 24 May 20 and is doing it to raise funds for both SVR and one other charity. Afternote: Due to Covid-19 restrictions, the Edinburgh Marathon has been postponed until 6 Sep 20.		
12.4	SB also walking the Kilt Walk for charity on 26 Apr 20.		
12.5	TAJ asked about the continuing use of AdminControl when we now have Microsoft Teams. CS replied that we are looking to move over however when compared AdminControl has one unique function that Teams is not able to replicate. This is being reviewed under the products of Digitalisation programme.		
12.6	There was no other business and the meeting was concluded.		
DONM – Friday, 29 May 20, 12.00 – 14.00, Whitefoord House, Edinburgh.			