

**Minutes of the Board Meeting
Held on Wednesday, 25 October 2023 at 6pm
in person at The McGinlay Suite in the Association's offices**

Present

Simon Gaunt (SG)
Fiona Koroma (FK)
Johnson Ayorinde (JA)
Kimberley Barker (KB)
Patricia Gallagher (PG)
Helen Gracie (HG)
Michael Smith (MS)
Jennie Robertson (JR)

In attendance

Nicola Logan, Chief Executive Officer (NL)
Donald Weir, Technical Director (DW)
Joyce Slicer, Housing Services Director (JS)
Cindy McNeill, Finance Director (CMcN)
Martha Hutcheson, Corporate Services Manager (MH)
Catherine Sloey, Corporate Services Assistant (CS)

1.0 Apologies and Declarations of Interest (including agenda item to which this refers)

Apologies: Apologies were received from Board members: Emma Brown, and Allan Edgar.

NL advised that, due to personal reasons, Kerry Clayton (KC) had submitted her resignation to the Board. She asked NL to thank Board members for their help and support during her time as a Board member.

On behalf of the Board, SG passed on his thanks to KC for her contributions made at Board meetings.

A Board member raised a concern that the Succession Plan had been raised previously as a priority item for the Board, SG agreed and confirmed that this was a key action from the Board Strategy Event.

Declarations of Interest: None.

Welcomes: SG welcomed Joyce Slicer and Laura Strang to the meeting.

2.0 Election of Office Bearers

2.1 Chairperson

Simon Gaunt was nominated by Patricia Gallagher and seconded by Fiona Koroma. There were no other nominations.

Simon Gaunt was elected as **Chairperson** and chaired the remainder of the meeting.

2.2 Vice-Chairperson

Michael Smith was nominated by Helen Gracie and seconded by Patricia Gallagher. It was noted that Kimberley Barker had put her name forward however this was not supported by a nomination.

Michael Smith was elected as **Vice-Chairperson**.

2.3 Treasurer

Kimberley Barker was nominated by Fiona Koroma and seconded by Michael Smith. There were no other nominations.

Kimberley Barker was elected as **Treasurer**.

2.4 Secretary

Fiona Koroma was nominated by Simon Gaunt and seconded by Kimberly Barker. There were no other nominations.

Fiona Koroma was elected as **Secretary**.

3.0 Assurance Statement – Discussion and Approval

3.1 Review of Assurance

LS gave a presentation to Board on the Annual Assurance Statement and the self-assessment process. This process gave assurance to Board that the correct level of compliance was being achieved for governance purposes. A question-and-answer session followed.

A Board member asked if the internal audit was a standalone audit. NL confirmed that Henderson Loggie carry out an Internal Audit on our Assurance process and evidence list to provide Assurance to the Board on the process followed. LS added that it had been a very thorough audit.

Board members recognised that it was a good exercise that was held annually ensuring that the Board was compliant.

NL added that the report had noted areas that were in the Associations Assurance Action plan. NL confirmed that progress had been made in a number of these areas.

It was also noted by a Board member that it was good to see that the Association was refining the evidence yearly.

SG thanked LS for her presentation and for carrying out a thorough review of each

standard throughout the year.

The Board **noted** the Assurance information presented by LS.

3.2 Assurance Internal Audit Report

See Confidential Minute.

The Board members **noted** the Internal Audit Report.

3.3 Assurance Statement

See Confidential Minute.

The Board **approved** the Assurance Statement subject to the amendment.

SG thanked LS for her excellent presentation and for her thorough review of standards, throughout the year, and carrying out a final review.

(LS left the meeting)

4.0 Health and Safety

4.1 Health and Safety Report

See Confidential minute.

The Board **noted** the Health & Safety report.

4.2 Confidential Report -

See Confidential Minute.

5.0 Minutes of previous Board Meeting

5.1 Decisions taken between Meetings.

Nothing to report.

5.2 Board Meeting 30.08.23

The Minutes were **approved** as an accurate record of the meeting.

5.3 Matters Arising/Actions/Decisions

The Board **noted** the Actions report and discussed the following Issues:

Actions from SIG Presentation – NL to discuss at the next SIG meeting. An action plan has been prepared.

External Fire Risk Assessment – to be carried out before the end of the year.

Guttering - new contractor starting shortly for phase one.

Audit and Insurance Procurement - on agenda.

Grass Cutting - out for tender (due in 2 weeks). Tender to go to Sub-Committee for approval.

Falling Branches – DW to follow up specific issue raised by the Board member.

Trees Darnley – As this was an ongoing issue, SG requested that NL meet with the Board member and DW to agree a solution.

The Board **noted** the Decisions report.

6.0 Minutes of Sub-Committee Meeting

6.1 Housing, Technical and Health & Safety Sub-Committee

It was noted that current Board members on the Sub-Committees were happy to continue. Appointment of Chair would be held at the next Sub-Committee meetings. SG added if anyone would like to become a member, they should contact him.

It was noted that JR agreed to join the Housing, Technical and Health & Safety Sub-Committee.

MS submitted his apologies for the December meeting of the Sub-Committee.

The Board **noted** the Housing, Technical and Health and Safety Sub-Committee Meeting Minutes.

7.0 Matters for Discussion

7.1 Chief Executive's Report

NL highlighted the following key issues from her report.

Notifiable Event – it was noted that this had now been resolved and the Regulator had been informed.

Kirsty Wilson, Housing Services Director - She was delighted to advise Board that KW had a baby girl.

Technical Staff – It was noted that a member of staff, who recently left the department, had returned to the Association.

As outlined in the report, the Association will be employing two Modern Apprentices

The Finance and Audit and Corporate Services Sub-Committee reviewed the Board Training and Development plan and agreed the following areas would be covered:

- Tenant Participation/Community Engagement
- Finance, Accounts and Treasury Management
- Asset Management
- Procurement

- Regeneration and Investment
- Marketing and PR

The Board **approved** the Training and Development plan.

It was **agreed** that the Tenant Participation/Community Engagement training would be held in November, via video conference, and hosted by TIS.

External Advisor on Damp and Mould – it was **agreed** that an external advisor would be invited to give a talk at the Board meeting on 6 December 2023.

Additional training - NL highlighted training available for Board members via SHARE.

Stock Tour – NL to rearrange a date.

Arden Community Hall – **See Confidential Minute.**

Office Decoration/Refurbishment – **See Confidential Minute.**

It was **agreed** that the CMT would keep Board updated with progress on refurbishment plans/costs.

Insurance Renewal Tender – **See Confidential Minute**

Auditors Renewal/Tender – NL sought Board approval for the following in line with the report:

- Tender for internal auditors to be carried out in the current financial year.
- Tender for external auditors to be carried out in the first quarter of 2024/25.

The Board **approved** request to tender for internal and external auditors.

Tribute to Alasdair McKee - **See Confidential minute**

The Board **noted** the donation to the Lintel Trust of £500.

Glen Oaks HA Tribute to A McKee – in order that the Association made a fitting tribute to Alasdair, staff suggested working with Workingrite to set up an annual award scheme. A monetary award would be included.

The Board **agreed**, in principle, to this proposal and asked that the CMT bring back further details of the proposal to Board at a later date.

It was **noted** that if any Board member would like to raise any specifics of the award scheme, they should contact MH out with the meeting.

Scotland's Housing Network (SHN) – As a member of SHN, the Association was entitled to a free performance analysis visit.

The Board **agreed** that NL should contact SHN and set up a visit.

Annual Report 2022/23 – this was **noted** by Board.

SHR and RAAC – **noted** as discussed above.

7.2 Rent Consultation 2024/25

See Confidential Minute

As it was now 8pm, the Chairperson asked the Board for permission to suspend the Standing Orders to allow discussion of the final items on the agenda. The Board **granted** permission.

7.3 Reactive and Void Contracts

See Confidential Minute

8.0 Matters for Approval

8.1 Revised Budget for the year to 31 March 2024

NL referred to the discussion above and seeking Board approval on revised refurbishment costs (Item 7.1).

The Board **approved** the Revised Budget for the year to 31 March 2024 including the revised refurbishment costs.

9.0 Performance Reports

9.1 2022-23 ARC Report

The Board **noted** the ARC Review.

9.2 Risk Management

The Board **noted** the Risk Management report.

9.3 Wider Role Report

The Board **noted** the Wider Role report.

10.0 Strategy and Policy review

10.1 Strategy and Policy Register

The Board **noted** the Strategy and Policy Register.

10.2 Void Management Policy

The Board **approved** the Void Management policy.

10.3 Equality and Diversity Policy

The Board **approved** the Equality, Diversity and Inclusion policy.

10.4 Whistleblowing Policy

The Board **approved** the Whistleblowing policy.

10.5 Amendment to Procurement Policy and Financial Regulations

This will be presented to the next Board meeting.

10.6 Board Succession Plan

See Confidential Minute

The Board **noted** the Board Succession Plan.

11.0 Report back from Meetings/Conferences Attended

Nothing to report.

12.0 Any Other Competent Business

Nothing to report.

13.0 Date and Time of Next Meeting

The next Board meeting is scheduled for Wednesday, 6 December 2023 at 6pm. It was noted that prior to the meeting, **a Christmas buffet would be available at 5.30pm.**