

**Minutes of the Board Meeting
Held on Wednesday 30 August 2023 at 6pm
in person in The McGinlay Suite of the Association's offices**

Present

Simon Gaunt (SG)
Kimberley Barker (KB)
Emma Brown (EB)
Allan Edgar (AE)
Helen Gracie (HG)
Fiona Koroma (FK)
Michael Smith (MS)

Jennie Robertson, Observer (JR)

In attendance:

Nicola Logan, Chief Executive Officer (NL)
Donald Weir, Technical Director (DW)
Kirsty Wilson, Housing Services Director (KW)
Martha Hutcheson, Corporate Services Manager (MH)
Catherine Sloey, Corporate Services Assistant (CS)
Kevin Booth, Partner, Alexander Sloan (KB) (item 2 only, via Teams)
Eleanor Stewart, SIG representative (item 3 only)
Jim Stewart, SIG representative (item 3 only)
Marek Stachowiak, SIG representative (item 3 only)

Welcome

SG welcomed Jennie Robertson, member of the Service Improvement Group (SIG) as an observer to the meeting. The Board agreed to discuss her application to become a Board member at the end of the meeting.

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

Apologies: Apologies were received from Kerry Clayton, Patricia Gallagher and Johnson Ayorinde.

Declarations of Interest: None.

2.0 Annual Financial Statements for the Year ended 31 March 2023

Kevin Booth from Alexander Sloan, Accountants and Business Advisers, had been invited to the meeting to present the Financial Statements and Audit findings. He gave an overview of the Financial Statements and confirmed that the Association had received a clean audit report.

He then discussed the Audit Summary report and highlighted some of the key audit issues. He highlighted the one unadjusted error and outlined the internal control observation in relation to the SHG creditor, which was a sector wide issue.

Kevin Booth outlined the detail in the Letter of Representation. He commented that, overall, there were no significant issues to bring to Board's attention and asked that Board now sign off the Letter of Representation.

SG thanked Kevin Booth for his report and his team for completing the Audit. KB left the meeting.

A short discussion followed by Board members.

See Confidential Minute

SG thanked the Finance team for their continued hard work and efforts to ensure that the Association had the necessary financial control measures in place.

The Board **approved** the Letter of Representation and the Annual Financial Statements for the Year Ended 31 March 2023.

NL **agreed** to progress the signatories on the Letter of Representation and forward to Kevin Booth.

3.0 Service Improvement Group - Review of Close Cleaning Service

In attendance from the SIG group were, Jennie Robertson, Eleanor Stewart, Jim Stewart and Marek Stachowiak. SG thanked the members for attending the Board meeting. Jennie Robertson gave a PowerPoint presentation on the recent review of close cleaning services last year.

See Confidential Minute

The Board **noted** the SIG report.

The Board **agreed** that the SIG and the CMT look further into the deep clean aspects and include in the CMT action plan. It was also **agreed** that the Board would receive a copy of the action plan.

On behalf of the Board, SG thanked the SIG representatives for attending the meeting. He was confident that the CMT would agree an action plan to ensure issues raised within the report were followed up.

The SIG representatives left the meeting.

4.0 Health & Safety Report

DW spoke to his report and highlighted the key issues.

Accident: **See Confidential Minute**

Excavation of Ground (Thornliebank Industrial Estate) – **See Confidential Minute**

Dampness and Mould – A short discussion took place on whether there were any significant patterns emerging within the properties. DW reported that there was nothing significant to report but it was likely that there would be an increase in cases over the winter.

The Board **noted** the report.

5.0 Minutes of previous Board Meeting

5.1 Decisions taken between meetings.

Nothing to report.

5.2 Board Meeting 28.06.23

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

5.3 Matters Arising/Actions/Decisions

The Board **noted** the Decisions report.

Actions report:

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

Fire Exits – it was **agreed** that DW would arrange an external fire assessment to be carried out on the rear fire exit at the Association's offices.

Previous Notifiable Event – **see confidential minute**

Building Information Modelling (BIM modelling) - NL advised that, unfortunately, the Association currently do not have the staff resources to progress this issue. However, going forward, after the CMT reviewed the staffing structure, the position could be reviewed.

6.0 Minutes of Sub-Committees and other Meetings

6.1 Minutes of Housing Technical and Health & Safety Sub-Committee 14 June 2023

The Minutes were **noted** by the Board.

6.2 Minutes of the Finance, Audit and Corporate Services Sub-Committee 7 June 2023

The Minutes were **noted** by the Board.

7.0 Matters for Discussion

7.1 Chief Executive's Report

NL spoke to her report and highlighted the following key issues:

New Appointments - NL updated Board on new appointments within the Association. She was pleased to inform Board that a new Finance Director, Cindy McNeill, had been appointed and would join the Strategy Event.

Unfortunately, 2 temporary staff within the Technical Department had taken up new positions out with the Association. Recruitment for technical staff will commence shortly.

Annual General Meeting 2023 – The AGM would take place on Wednesday, 20 September. Letters inviting shareholders to attend, would be circulated tomorrow.

Membership Applications -- **(See Confidential Minute)**

Board Strategy Event - This would take place on 1 – 2 September 2023 at The Village Hotel, Glasgow. NL advised that, as part of the programme, the CMT would give a presentation on organisational Objectives.

KB mentioned that any members requiring transport should contact CS.

Stock Tour – date to be arranged. NL to follow up on suitable date and time.

Finance, Audit & Corporate Services Sub-Committee – NL highlighted the proposed new date of Wednesday, 4 October 2023. The Board **agreed** to the new date.

SHFA – NL commented that she recently received some communication from SHFA on forums that Board members might like to attend. NL **agreed** to circulate the information to Board.

(**See Confidential Minute**)

The Board **noted** the Chief Executive's report.

7.2 Update on Arden Hall

See Confidential Minute

8.0 Matters for Approval

It was **noted** there were no matters for Board approval.

9.0 Performance Reports

9.1 Risk Management

It was **noted** that the Risks and Risk Appetite would be reviewed at the Board Strategy Event.

9.2 Quarterly Business Plan and Performance Review

The Board **noted** the Quarterly Business Plan and Performance report.

9.3 Management Accounts for the year ended 30 June 2023

The Board **noted** the Management Accounts for the period ended 30 June 2023.

9.4 Wider Role Report

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

10.0 Assurance Statement

10.1 Assurance programme

NL confirmed that Laura Strang, Corporate Services Officer, would attend the October Board meeting to discuss the Assurance process, to provide an update on compliance with all Regulatory Standards and legislation and discuss the internal Audit report.

The Board **noted** the Assurance Programme.

A Board member raised the number of changes that staff had dealt with over the last few months and highlighted that they were doing an excellent job.

10.2 Regulatory Standard 3

The Board **noted** Regulatory Standard 3.

10.3 Regulatory Standard 6

The Board **noted** Regulatory Standard 6.

11.0 Strategy and Policy Review

11.1 Strategy and Policy Register

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

11.2 Procurement Strategy

The Board **noted** the report - the Procurement exercises to be completed in 2023-24.

11.3 Acquisition Policy

As the Board members had a few questions regarding how the policy aligned with the organisational strategy, it was **agreed** that a further discussion would take place at the Board Strategy Event.

The Board **approved** the Acquisition policy and amendment to the Financial regulations.

12.0 Report back from Meetings/Conferences attended.

Nothing to report.

13.0 Any Other Competent Business

SFHA Forums – NL **agreed** to circulate communication on forums for Governing bodies to Board members.

Grass Cutting - See **Confidential Minute**

DW to progress a new tender exercise.

Trees (falling leaves) - A Board member commented that some of the trees were becoming an issue. DW **agreed** to investigate this.

Tree Cutting, Darnley – SG requested that this item was raised at the HTHS Sub-committee.

EVH Salaries Consultation – NL **agreed** to circulate information to Board for discussion at the Strategy Event.

Board Application: Jennie Robertson – SG asked JR to leave the room to allow the Board to discuss her application. The Board **approved** Jennie Robertson's membership application to the Board. JR would be offered a co-opted place on the Board and stand for election at the AGM for a full place on the Board.

14.0 Date and Time of Next Meeting

The Business Strategy Event to take place at the Village Hotel (Glasgow) on the evening of Friday, 1 September and all-day Saturday, 2 September 2023.

The Annual 32nd AGM will take place in the Association's offices at 3 Kilmuir Drive, on Wednesday, 20 September 2023 at **7pm** followed by a Special Board Meeting at **8.30pm**.