

**Minutes of the Board Meeting held on  
Wednesday 21 August 2019 at 6pm  
in The McGinlay Suite at the Association's Arden Office**

**Present:**

J. Ayorinde  
K. Barker  
K. Clayton  
M. Flaherty  
S. Gaunt  
E. Gotowicz  
F. Koroma  
E. McShane  
M. Smith

**In Attendance:**

N. Logan, Finance Director  
J. Murray, Housing Services Director  
D. Weir, Technical Director  
M. Hutcheson, Corporate Services Manager (Minutes)  
L. McNicol, Technical Manager  
L. Strang, Corporate Services Officer  
  
K. Booth, Alexander Sloan (for item2)  
A. Ferguson, SHARE (for item 3)

**1. Apologies and Declarations of Interest** (including agenda item to which this refers)

**Apologies:**

Apologies were **noted** on behalf of Board Members M. Overthrow, A. Edgar, P McGinlay MBE, and staff member P Bridges.

**Declarations of Interest:**

Nothing to report.

**2. Year End Financial Statements**

**(1) Report on Financial Statements for the year to 31 March 2019**

N Logan presented her report on the Financial Statements. She introduced K Booth from Alexander Sloan. There was some discussion on the key ratios

and N Logan agreed to include a peer group comparison in future years (in addition to the SHR average). It was also agreed that the Finance, Audit & Corporate Services Sub-Committee would look at key ratios in detail and compare them to other Associations.

## **(2) Financial Statements for the year to 31 March 2019**

K Booth summarised the audit process and presented the Financial Statements. These were approved by the Board.

## **(3) Management Letter**

K Booth confirmed that the Financial Statements provide a true and fair view of the Association's affairs and that Alexander Sloan had therefore issued an unqualified audit opinion on them. He thanked N Logan and her team for their co-operation during the audit.

## **(4) Letter of Representation**

The Letter of Representation was signed by the Association's Chairperson and Treasurer.

## **(5) Report from the Finance, Audit and Corporate Services Sub-Committee**

The Board noted the report from the Sub-Committee and confirmed that it was satisfied with the effectiveness of internal control and risk management.

## **3. Board Appraisals**

A McKee introduced A Ferguson, Director, SHARE and asked him to present the findings from the recent Board appraisals. A Ferguson highlighted the recommendations from the appraisal exercise and said that some of them had been carried forward from the previous year. He said these should be addressed in the next few months. Some of the key issues to be considered were: tenant / customer profile, how the needs and aspirations of tenants influence decisions, the implications of the revised Regulatory Standards & agree a plan for Board training and development. He said it would be useful for the Board to have access to SHR statutory intervention reports – A McKee agreed to add these to the Decision Time Document Library.

The Board thanked A Ferguson for his presentation.

## **4. Risk Management**

The Board reviewed the Risk Register and noted the amendments to incorporate reference to Board assurance. There was discussion about the problems caused by the lack of GCC services. A McKee confirmed this was an issue across the city and will be taken up with GCC by the SFHA and GWSF (on behalf of housing associations).

## **5. Assurance Statement**

A McKee explained that L Strang was leading the Association's work on the Assurance Statement and asked her to update the Board on progress. K Barker expressed concern about the progress made to date as she had been highlighting the importance of this work for many months. L Strang reassured the Board that significant progress had now been made and went on to explain the process being followed by the Association in preparing its first Annual Assurance Statement. L Strang confirmed that the Board would be involved in reviewing all the evidence over two special meetings.

The Board discussed proposed changes to the agenda for meetings. Items that are considered priorities should appear at the beginning of the agenda to allow sufficient time for discussion. It was agreed that the Chief Executive and Chairperson would prioritise all agenda items in advance.

## **6. Business Plan Quarterly Review**

The Board noted the Quarterly Review.

## **7. Health & Safety**

D Weir discussed the main issues detailed in his report and the Board confirmed they were satisfied with the update.

## **8. Staffing**

See Confidential Minute.

## **9. Minutes of previous Board Meetings**

### **(i) Decisions taken between meetings**

Nothing to report.

### **(ii) Board Meeting 19.6.19 & Confidential 19.6.19**

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

### **(iii) Matters Arising (please also see Confidential Minute)**

There were no matters arising.

## **10. Minutes of Sub-Committees and other Meetings**

### **(i) Housing, Technical and Health & Safety Sub-Committee 17.6.19**

The Board noted the Minutes.

## **11. Membership**

There were no applications for membership.

## **12. Use of Seal**

The Board noted the use of the Seal for four Share Certificates.

## **13. Policy Review**

### **(1) Equality & Diversity**

N. Logan thanked P. Bridges for her assistance with reviewing a number of policies including this one.

The Board **approved** the Equality & Diversity policy.

### **(2) Openness & Confidentiality**

The Board **approved** the Openness & Confidentiality Policy.

### **(3) Staff Severance and Settlement Agreements**

The Board asked if this policy could be reviewed by the Association's solicitor prior to approval. A McKee agreed to do this.

### **(4) Entitlements, Payments & Benefits (Appendix 2 – Contractors List)**

The Board **noted** the appendix to the Entitlements, Payments & Benefits Policy.

## **14. Matters for Discussion/Decision**

### **(1) 28<sup>th</sup> Annual General Meeting – Wednesday 18 September 2019**

#### **(a) AGM Arrangements**

The Board agreed that 5 Silverburn vouchers should be purchased for raffle prizes.

#### **(b) Supplementary Information**

The Board noted the report confirming that Rules 62 to 67 had been followed.

#### **(c) Ending of Membership**

The Board agreed to cancel 12 shareholding memberships as detailed in the report.

**(2) Service Improvement Group – Allocations Action Plan**

The Board noted that good progress had been made since the SIG completed their review into allocations.

**(3) Development – Arden Phase 7 and Old Darnley Phase 1**

D Weir outlined the proposals contained in his report. Following discussion, the Board agreed to proceed to Stage 2 of the Flood Risk Assessment process for Arden Phase 7. They also agreed to review the Feasibility Study for Old Darnley Phase 1 on 11 September.

**(4) Office Options**

The Board noted the points to be included in a feasibility study and said it was important for the Working Group to meet again soon. It was agreed that the Arden Development framework report prepared by GCC in 2008 should be circulated to the Working Group for its next meeting. The Board asked if street names could be added to phase names for easier identification.

**(5) Management Accounts for the period to 30 June 2019**

N Logan discussed the key points from the Management Accounts and confirmed that all covenant requirements were being met.

**(6) SHAPS 2019 Financial Assessment and Pension Trust Correspondence**

N Logan updated the Board on the 2019 SHAPS Financial Assessment. She explained it was likely that deficit payments would continue until 31 March 2023. This will require an update to the current Business Plan which has deficit contributions ceasing in early 2022.

**(7) Business Plan Strategy Session**

It was agreed that A McKee would discuss the content of the event with E McShane and S Gaunt. He would ask A McKenzie to facilitate the session.

**15. Community Regeneration**

Nothing to report.

**16. Matters for Information**

**(1) Calendar of Board & Sub-Committee Meetings**

The Board **noted** the updated calendar of meetings.

**17. Report back from Meetings/Conferences attended**

Nothing to report.

**18. Correspondence and Other Matters for Decision**

GWSF conference on 15 November – anyone wishing to attend should contact A McKee.

**19. Any Other Competent Business**

Approval for adjustment of interest – N Logan presented a report seeking Board approval for an adjustment of interest as a result of additional funds being drawn down. This was **approved**.

**20. Date and Time of Next Meeting**

The next Board meeting will take place on **11 September 2019** at **6pm**. The purpose of this meeting is to review the evidence for the Annual Assurance Statement (standards 1-3). Board members are invited to attend at 5.30pm for an informal chat with A. McKee if they wish.

**Signed:** .....

**Date:** .....