



**Minutes of the Board Meeting
held on Wednesday 25 May 2022 at 6pm
(via Zoom video conferencing)**

Present:

S. Gaunt - Chairperson (SG)
J. Ayorinde
K. Barker
K. Clayton
P. Gallagher
H. Gracie
F. Koroma
M. Overthrow
M. Smith

In Attendance:

A. McKee, Chief Executive, Chief Executive (AM)
N. Logan, Finance Director (NL)
D. Weir, Technical Director (DW)
J. Slicer, Acting Housing Services Director (JS)
M. Hutcheson, Corporate Services Manager (MH)
K. Wilson, Acting Senior Housing Services Officer (KW)

P. Bridges, Corporate Services Officer (Minutes)

Observer:

Charity Madu

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

Apologies:

Apologies were noted on behalf of Board Member A. Edgar.

Declarations of Interest:

Agenda Item 11(2): M. Smith is a personal friend of the Managing Director of AS Homes (Scotland) Limited, Developers. M. Smith will leave the meeting while this item is discussed by the Board.

2. **Membership** (P. Gallagher was not present for this item)

- (1) The Board **approved** one membership application.

See Confidential Minute

- (2) AM asked the Board to discuss the possibility of granting a casual vacancy on the Board to Patricia Gallagher.

See Confidential Minute

The Board unanimously **agreed** to offer a casual vacancy to P. Gallagher.

P. Gallagher was invited to join the meeting at this point and, on behalf of the Board, the Chairperson welcomed P. Gallagher to her first official Glen Oaks Board meeting.

- (3) The Board **approved** the cancellation of one share as detailed in the report.

See Confidential Minute

- (4) The Chairperson invited Arden tenant Charity Madu to join the meeting. C. Madu is interested in applying to join our Board and is attending this meeting as an Observer. SG welcomed C. Madu and asked everyone present at the meeting to introduce themselves. SG advised that he would provide C. Madu with a brief explanation of each agenda item as the meeting progresses.

3. **COVID-19 Update** (verbal report)

AM advised that this would be the last Board meeting held via Zoom. The IT equipment in the McGinlay Suite is being updated to allow us the option to hold hybrid meetings from August 2022. Board members who are unable to attend Board meetings in person will have the opportunity to join remotely if they wish.

Staff are currently working in the office 2 days per week and working from home 2 days per week (the office remains closed on Wednesdays). We are working with Flexibility Works to develop the best way of working for the Association's staff team going forward.

AM confirmed that the Association's office continues to be open to customers on an appointment-only basis and our tenants seem to be happy with this arrangement. AM advised that this was indicated in the results of the recent Residents Survey, adding that the survey results will be discussed in detail later in the meeting.

4. Minutes of previous Board Meetings

(1) Decisions taken between meetings

Nothing to report.

(2) Board Meeting 30.3.22 & Confidential 30.3.22

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

(3) Matters Arising: Actions/Decisions

Actions

The Board **noted** the Actions report.

See Confidential Minute

Decisions

The Board **noted** the Decisions report.

5. Minutes of Sub-Committees and Other Meetings

The Board **noted** the draft minutes of the Finance, Audit and Corporate Services Sub-Committee meeting 23.3.22.

6. Resident Satisfaction Survey

Lorna Shaw (LS) from Research Resource joined the meeting to present a summary of the key findings from the recent Survey. LS advised that her team were currently analysing the results in detail, adding that the full report would be available to the Board in due course.

See Confidential Minute

The Board was very pleased to note the positive results of the survey and asked Lorna Shaw to pass on the Board's thanks to her team. The Board also thanked LS for attending the meeting and for providing such useful feedback.

7. Matters for Discussion/Decision - Confidential

(1) SHR - Annual Return on the Charter (ARC)

The Board **noted** the ARC Comparison Report and **approved** the Annual Return on the Charter (ARC) for submission to the Scottish Housing Regulator.

(2) SHR - Five Year Financial Plan

NL advised that the Five Year Financial Plan is based on the Association's Business Plan and is submitted to the Scottish Housing Regulator every year.

See Confidential Minute

The Board **approved** the Five Year Financial Projections for submission to the Scottish Housing Regulator by 31 May 2022.

(3) SHR - Loan Portfolio and Treasury Report

NL advised that the Loan Portfolio is submitted to the SHR annually. The document details the Association's loans with each lender, the covenant compliance with the loans, and the amount of security in place.

The Board **approved** the Loan Portfolio Return for submission to the Scottish Housing Regulator by 30 June 2022.

The Board **noted** the Treasury Report at March 2022.

(4) Annual General Meeting 2022

The Board **noted** the timetable for the AGM. AM was pleased to advise that the meeting would be in person this year. AM will look into the possibility of shareholders being able to join the meeting remotely if they are unable to attend in person.

As per the Association's Rules, 3 Board members will be required to stand down at this year's AGM. **Helen Gracie** and **Kerry Clayton** are the longest serving Board members and will be asked to stand down. AM was asked to draw lots to determine the third Board member to stand down. Kimberley Barker, Simon Gaunt and Michael Smith have all served for an equal period of time. AM asked KC to help with the draw and the name drawn was **Kimberley Barker**.

The Board **noted** that **Patricia Gallagher** who is currently filling a casual vacancy will also be required to stand down. All of the Board members standing down can stand for re-election without being nominated.

AM advised that SHARE will be carrying out the Board Appraisals during the next couple of months, noting that H. Gracie and K. Barker would be subject to the 9 Year Rule.

AM asked the Board if they would like to invite a guest speaker to the AGM. AM suggested a representative from Workingrite (and possibly some of the young people who have been supported by the project). The Board was happy to **agree** with this proposal and further **agreed** that AM should liaise with the Chairperson on the final arrangements for the AGM.

(5) Quarterly Business Plan Review

The Chairperson advised that the Board regularly reviews the Association's Business Plan and asked if the Board had any questions or comments.

See Confidential Minute

The Board **noted** the Quarterly Business Plan Review.

(6) Management Accounts for the year to 31 March 2022

NL confirmed that all covenant requirements have been met.

See Confidential Minute

The Board **noted** the Management Accounts.

(7) Report on Wider Role Funding and Outcomes

The Chairperson explained the Association's role with regard to supporting our communities and tenants.

NL advised that the Board had asked for a summary of expenditure with regard to the Association's wider role projects. NL confirmed that most of the projects' activities have been covered by grant. NL added that all salaries were also covered by grant. The Board will receive this report on a quarterly basis going forward. The Board **noted** the report and thanked NL for the update.

AM spoke about the success of the Workingrite project which offers real opportunities for young people. AM advised that he has a case study that he will share with the Board which demonstrates a young person's journey with Workingrite. The Board **noted** the report and thanked AM for the update.

With regard to the goConnect project, JS advised that the report prepared by Brenda Whitelaw highlights the funding received and the work done by the project. The Board **noted** the comprehensive report and was very impressed with the level of detail provided. The Board asked JS to pass on their thanks to Brenda Whitelaw and Jean Murray for the work they have done for the Association's vulnerable tenants.

(8) External Audit (Planning letter and Pension update)

For the benefit of the Observer, SG advised that the purpose of the External Audit is to give independent assurance that the Association complies with statutory and regulatory requirements. NL confirmed that the external Audit would take place during the week commencing 11 July 2022, adding that the Financial Statements would be presented to the Board for approval on 24 August 2022. The Board **noted** the External Audit Planning Letter and the Audit Plan for the year ended 31 March 2022. The Board also **noted** the SHAPS Scheme Benefit Review Update.

(9) Annual Report on Reactive Repairs

DW's report provided an analysis of trends with regard to reactive repairs for the past 5 financial years. DW added that this exercise would inform the updating of the Asset Management Strategy later in the year. The Board thanked DW for the comprehensive information provided and **noted** the report.

(10) Board Strategy Event

AM updated the Board on the arrangements for this year's Strategy Event, confirming that Seamill Hydro had been booked for the evening of Friday 11 November and all day on Saturday 12 November. AM asked Board members who have not confirmed their attendance yet to contact him as soon as possible to allow him to finalise the numbers with Seamill Hydro. The Board **agreed** to delegate the content of the event to the Office Bearers and the Chief Executive (AM will arrange a Zoom meeting for this purpose).

AM advised that his appraisal had been arranged for 9 June 2022 and would be carried out by the Chairperson, Vice-Chairperson and the Treasurer.

8. Board Priorities - on hold

9. Health & Safety

See Confidential Minute

The Board thanked DW for the update and **noted** the report.

10. Assurance Statement

(1) Review of Regulatory Standard 1

(2) Review of Regulatory Standard 2

(3) Review of Regulatory Standard 6

For the benefit of the Observer, SG advised that the Association carries out a self-assessment of our performance against the standards set by the Scottish Housing Regulator.

The Chairperson asked for any comments/questions:

See Confidential Minute

NL advised that all Regulatory Standards will be reviewed again prior to the preparation of the Annual Assurance Statement. AM thanked L. Strang for her work on Assurance.

The Board **noted** the reviews of Regulatory Standards 1, 2 and 6.

11. Update on the Association's Development Programme

(1) Old Darnley

The Board **noted** the report.

See Confidential Minute

M. Smith declared in interest in the following item and left the meeting.

(2) Arden 7

The Board **noted** the report.

See Confidential Minute

M. Smith re-joined the meeting.

12. Risk Management

(1) Risk Management Update

For the benefit of the Observer, SG explained that the Board regularly assesses the risks we face, decides on the importance of those risks and receives reports on any changes to the risks. NL confirmed that there were no changes to the risks.

New Board member PG asked if staff could provide an overview of the Risk Management report. NL will contact PG to arrange this.

The Board **noted** the report.

13. Notifiable Events - *nothing to report.*

14. Staffing

See Confidential Minute

The Board **noted** the verbal report.

15. Use of Seal - *nothing to report.*

16. Policy Review

(1) Policy Register

NL advised that a small number of policies are overdue, adding that staff are working on these items. The Board **noted** the Policy Register.

(2) Governance Handbook

AM thanked P. Bridges for reviewing the Governance Handbook and the Membership Policy. The Board **approved** the Governance Handbook.

(3) Membership Policy

The Board **approved** the Membership Policy.

(4) Communication Strategy

The Board **agreed** with the Chairperson's proposal to defer this document to the August Board meeting to allow more time for discussion.

17. Community Regeneration

(1) Arden Tenants Hall

See Confidential Minute

As it was now 8.30pm, AM asked the Board for permission to suspend the Standing Orders. The Board **granted** permission.

18. Matters for Information

(1) Board Attendance: April 2021 - March 2022

The Board **noted** the report.

(2) Charitable Donations: April 2021 - March 2022

The Board **noted** the report.

19. Report back from Meetings/Conference attended.

The Chairperson asked Board members to circulate information about any meetings or conferences they have attended recently.

20. Correspondence and other matters for discussion

Nothing to report.

21. Any Other Competent Business

(1) See Confidential Minute

- (2) Darnley Football Pitch:** A Board member asked for an update on this item. DW advised that he had received an email from Glasgow City Council (GCC) which confirms that the upkeep of the football pitch is the responsibility of GCC. The Board member understands this but is keen to see the football pitch repaired because it is currently unfit for use by the local children. AM agreed to contact local Councillors to arrange a meeting on site to discuss and resolve this issue.

(3) See Confidential Minute

- (4) **Charity Madu, Observer:** SG thanked Charity Madu for joining the meeting and advised that he would contact C. Madu for feedback on her experience of observing her first Board meeting.

22. Date and Time of Next Meeting

The next Board meeting will take place in the Association's office at 3 Kilmuir Drive, Arden, on Wednesday 24 August 2022 at 6pm.

The Chairperson thanked everyone for attending and apologised for the meeting running over. SG hoped to be able to see everyone in person at the next Board meeting.

Signed:

Date: