

**Minutes of the Board Meeting held on
Wednesday 28 October 2020 at 6pm
via Zoom video conferencing**

Present:

S. Gaunt - Chairperson (SG)
K. Clayton
A. Edgar
M. Flaherty
F. Koroma
M. Overthrow

In Attendance:

A. McKee, Chief Executive (AM)
N. Logan, Finance Director (NL)
J. Murray, Housing Services Director (JM)
D. Weir, Technical Director (DW)
P. Bridges, Corporate Services Officer (Minutes)

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

Apologies:

Apologies were **noted** on behalf of Board Members J. Ayorinde, K. Barker, E. Gotowicz, H. Gracie, A. Louden and M. Smith. P. McGinlay MBE is currently on leave of absence.

Declarations of Interest:

Nothing to report.

- 2. Minutes of previous Board Meetings**
 - (1) Decisions taken between meetings**

Nothing to report.

- (2) Board Meeting 19.8.20 & Confidential 19.8.20**

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

- (3) Special Board Meeting 16.9.20**

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

(iii) **Matters Arising/Tasks**

(a) Board Meeting - 19 August 2020

The Board **noted** the following:

Page 2, Item 2(1) - Year End Financial Statements: DW has prepared a report on Reactive and Planned Maintenance which has been added to the agenda under Any Other Competent Business.

Page 3, Item 4(iii) - Matters Arising/Tasks: AM has met virtually with the newer Board members, except for M. Overthrow. M. Overthrow will email AM to arrange a meeting.

Page 3, Item 4(iii) - Matters Arising/Tasks: DW has arranged to meet with H. Gracie on Friday 30 October 2020 to discuss the security cameras in Darnley.

Page 4, Item 6(1) - 29th AGM: AM will arrange for the minutes of previous Board meetings to be signed electronically by the end of November.

Page 5, Item 10 - Risk Management: NL confirmed that 'installation of smoke detectors' had been added to the Risk Register. The Chairperson asked about the issue of having linked heat detectors and smoke detectors in all properties by February 2021. A Board member advised that the Scottish Government has delayed the implementation of the new regulations until February 2022 due to the impact of coronavirus. DW has updated the Risk Register with regard to the installation programme.

(b) Special Board Meeting - 16 September 2020

The Board **noted** the report.

3. Minutes of Sub-Committees and other Meetings

A Board Member noted that the Minutes of recent Sub-Committee meetings had not been included in the papers for this meeting. A. McKee apologised for the delay with issuing the Sub-Committee Minutes. The Chairperson advised that the Sub-Committees should follow the same timetable as the Board, i.e. Minutes should be circulated within 5 working days of the meeting. AM will ensure that this is done.

4. Matters for Discussion / Decision

(1) Coronavirus (Covid-19) - verbal update

AM spoke about the heavy impact the pandemic has had on our service, adding that the Association is still operating in semi-crisis mode. AM advised that he does not expect the current situation, i.e. the continued closure of our office, to change any time soon.

The CMT continues to meet daily (via Zoom) and AM advised that, although it is difficult to progress some matters at this time, essential services are being prioritised. A Board member commented that the Scottish Housing Regulator understands that business objectives will not be fully achieved this year.

The CMT meets regularly with the Senior Officers to ensure that all colleagues are being supported. Staff are mainly working from home, although a small number of staff have been going in to the office to carry out essential work or because they need access to equipment. Where relevant, some other staff members have also been allowed to work in the office occasionally to help minimise their feelings of isolation.

The Board **agreed** that it was reasonable to have some staff in the office for well-being purposes. The Board also **agreed** that the Association's staff are doing a great job under the current difficult circumstances.

(2) Development Report

See Confidential Minute

(3) Arden 5 Site Compound

The Board **discussed** the options set out in the report and **agreed** that DW should ask AS Homes if they would be interested in leasing the site on a relatively short-term basis. The Board also **agreed** that they would like to do a site visit once office re-opens in order that they can be assured that there will be sufficient screening in place. The Board is keen to ensure that any use of the site does not spoil the outlook for tenants or cause any unnecessary noise disruption.

See Confidential Minute

(4) Bulk Uplift Service Provision

See Confidential Minute

(5) Treasury Report

NL advised that this is a quarterly report giving details of the Association's current loans and their interest rates. The report also provides information about the Association's investment accounts and loan security.

See Confidential Minute

(6) Approval of Bank Signatories

The Board **approved** the proposed amendment to the Bank signatories following the appointment of the new Office Bearers. NL will contact the Royal Bank of Scotland to ask if they will accept electronic signatures.

(7) Business Plan Quarterly Review

As mentioned in her report, NL advised that Decision Time had been working on a new format of this report for us. The new report is similar to the version we used to produce for the Board prior to using Decision Time. The Board was asked to decide if they preferred the new summary report or the original version. The Board thanked NL for producing both reports and **agreed** that they preferred the level of detail included in the original report which they thought was very comprehensive.

(8) Review of Business Plan Objectives

AM advised that the CMT has reviewed the key measurements detailed in the approved Business Plan to update the Board on the current position with regard to meeting the Association's objectives. AM asked the Board to note that the items in red had been delayed or changed. The Board **noted** the report and **agreed** that this item would be discussed in more detail at the Strategy Event.

(9) Business Plan Strategy Event - Saturday 7 November 2020

AM advised that this year's Strategy Event will be held via Zoom, adding that he hoped the Board would be able to return to Seamill next year. The Board **approved** AM's suggestion to start the Event slightly earlier to allow enough time for the items to be discussed. The Board **agreed** that the Event will start at 9am and finish at 1pm, with a break from 11am - 11.30am. AM proposed inviting Olwyn Gaffney from SHARE to facilitate part of the event, e.g. the icebreaker exercise, the review of the Board's performance and the review of Business Plan Objectives and Board priorities for 2021/22. The Board **approved** this proposal.

(10) Board Learning & Development Plan

A Board member asked if the Learning and Development Plan, once approved, would be populated with dates. AM replied that the first item had already been covered, adding that item 2 will be achieved in November at the training session arranged by M. Hutcheson. AM will report back to the Board with proposed dates for the other items included in the Learning and Development Plan.

The Chairperson commented that the recent training session on Tenant Participation was very good. NL advised that the slides from that session had been saved in the Document Library in Decision Time for the benefit of any Board members who had been unable to attend the training.

The Board **approved** the Development Plan. The Board also **agreed** that the Chairperson should be given a copy of each Board member's Individual Learning Statement to allow him to better support each Board member.

- 5. **Board Priorities**
 - (1) **Board Training**
 - (2) **Rent Harmonisation**
 - (3) **Succession Planning and Staff Resources**
 - (4) **Office / Community Hub**
 - (5) **Tenant Communication / Transparency**

There will be no further updates on these items until next year.

6. **Health & Safety**

The Board **noted** the report and **approved** all proposed recommendations.

7. **Assurance Statement**

(i) **Assurance Report**

The Board **noted** the report and thanked NL for the update. The Board was pleased to note the complimentary feedback from the recent Internal Audit which reviewed our process and the information provided to the Board in order to complete its Annual Assurance Statement. The internal auditor's report concluded that the overall level of assurance is good and made no recommendations. NL confirmed that the final report on the Regulatory Standards will be presented at the Board meeting on 18 November 2020.

(ii) **Assurance Action Plan**

NL confirmed that all tasks, both completed and in progress, have been added to the workplan. The Board **thanked** L. Strang for her ongoing work on the assurance review.

A Board member asked if a draft of the Annual Assurance Statement would be prepared for the November Board meeting. NL replied that a draft document would be provided for the Board to consider and discuss before they agree on the final Statement.

See Confidential Minute

8. **Risk Management**

(i) **Strategic Risks**

NL advised that she had spoken with Decision Time after the last meeting with regard to the Board being able to access this module. NL confirmed that the Association did not need to buy any additional licences, adding that the Board now had read-only access for the module which will let them see the detail behind each of the risks.

NL advised that the link in the papers on Decision Time will always show the Board the most up-to-date information.

The CMT are continually updating the Strategic Risk Register, and are currently working through each of the Risks and controls. NL added that as each control becomes due for review, more detailed information will be added. Assurance will feature in the 'Action' section of the Register and will also be updated frequently.

NL confirmed that 'Installation of heat and smoke detectors' and 'Pensions' have been added to the Register. NL added that there had been no other changes except for updates to controls and assurance. NL advised that she would provide a summary report for future meetings to allow the Board to see the individual scores of each risk (without the detail). This summary report will be useful for discussing changes in levels of risk.

NL advised that last year's Risk Appetite information will be circulated for discussion at the Strategy Event on Saturday 7 November 2020.

The Board **noted** the report.

9. Notifiable Events

Nothing to report.

10. Staffing

See Confidential Minute

11. Membership

(1) Ending of Membership

The Board **approved** the cancellation of 1 shareholding membership as detailed in the report.

See Confidential Minute

12. Use of Seal - *nothing to report*

13. Policy Review

(1) Policy Register

The Board **noted** the Policy Register.

A Board member commented that although the Asbestos Management Policy had been reviewed in June 2019, the Asbestos Management strategy was overdue for review. Following a period of discussion, the Board **agreed** that DW would carry out a review of the Strategy and report to the Housing, Technical and Health & Safety Sub-Committee on this item at their next meeting in December 2020. The Board further **agreed** that the Asbestos Management Strategy will thereafter be reviewed on an annual basis.

(2) Whistleblowing Policy

The Board **approved** the Whistleblowing policy.

A Board member asked if the Board and staff had received training on this policy. A. McKee replied that the Whistleblowing policy is circulated to all staff members and asked if the Board would like him to arrange a formal training session for staff. Following a period of discussion, the Board **agreed** that A. McKee would ask the heads of each department to add the Whistleblowing policy to the agenda for their next departmental meetings to ensure that all staff are fully aware of the policy.

14. Community Regeneration

(1) Wider Role Funding

Following the submission of several grant applications, the Board was **pleased to note** that the Association had been successful in securing grant funding that will help with the running costs of the goConnect project for the next 18 months.

See Confidential Minute

15. Matters for Information

(1) Calendar of Board & Sub-Committee Meetings

The Board **noted** the updated Calendar.

16. Report back from Meetings / Conferences attended

- (i) A. McKee advised that he had attended Positive Action in Housing's AGM last week. A. McKee reported that the meeting had been held virtually and attendance had been good.

17. Correspondence and Other Matters for Decision

The Board **noted** the report.

The Chairperson recommended that Board members read the report prepared by GWSF on rents and rent increases.

18. Any Other Competent Business

(1) Review of Reactive Repairs 2016-20

The Board **noted** that this substantial report had been added to the agenda after the papers for the meeting had been issued. The Board **agreed** that the report should be included with the papers for the November meeting to allow Board members time to read the full report and have the opportunity to ask questions. DW will add this report to the agenda for the November Board meeting.

(2) Review of Sub-Committee Performance

A. McKee suggested inviting Olwyn Gaffney from SHARE to attend the next meetings of the Finance, Audit and Corporate Services Sub-Committee and the Housing, Technical and Health & Safety Sub-Committee to review the performance of both Sub-Committees. The Board **approved** this proposal.

19. Date and Time of Next Meeting

The Business Plan Strategy Event will take place via Zoom on **Saturday 7 November 2020** from **9am - 1pm**.

The next Board meeting will take place on **Wednesday 18 November 2020** at **6pm** via Zoom.

Signed:

Date: