

MINUTES of the Management Committee Meeting held on 31st August 2021 at 6pm
Location – 65 Golspie Street, Govan, Glasgow, G51 3EW and Zoom

Item	Agenda Item			
1.0	Welcome & Apologies –			
	<p>Committee Present</p> <p>Janet Evans (Chair) John Kane (Vice-chair) Maureen McDonald (Secretary) Ann McEachan Douglas Muir Lindsay Crawford Janice Shields (Casual Vacancy) Kirsty Stoddart (Casual Vacancy) Karen Fee (Co-optee)</p>	<p>In Attendance</p> <p>Gary Dalziel (CEO) Kerry Clayton (CGO) James McGeough (DFCS) (part meeting) David Adam (DMS) [REDACTED – PERSONAL DATA] (Auditor – part meeting)</p>	<p>Apologies</p> <p>Kirsty Wilson(Casual Vacancy) Aidan McGuinness</p>	<p>Special Leave</p>
2.0	Declaration of Interest			

All staff in attendance declared an interest in [REDACTED – CONFIDENTIAL INFORMATION] and left the meeting for the duration of the discussion under agenda item 6.2.

3.0 Minutes		
3.1	Minutes of Previous Management Committee Meeting held on 29th June 2021	<p>The Minutes were agreed as a true record Proposed by: Douglas Muir Seconded by: Ann McEachan</p> <p>Signed by Chairperson: [REDACTED – PERSONAL DATA] Signed by CEO: [REDACTED – PERSONAL DATA]</p>
3.2	Matters Arising	<p>The Chair advised that as the DFCS was on leave but attending the meeting the proposal was to move the Audit Report and reports by the DFCS to the start of the meeting. Committee were in agreement and agenda item 4.3 was taken first. Followed by agenda items 6.1 and 6.2. In keeping with the agenda these items are minuted under the relevant sections.</p> <p>Updates were provided on the following actions from the previous minutes that are not otherwise on the agenda:</p> <ul style="list-style-type: none"> • Electrical Safety Compliance Audit Report – will now be reported in October • Consultation on the proposed mural is underway • Shares issued to new members • All submissions made to SHR • Assurance – Action Plan updated • Policies all published and implemented
4. Governance		
4.1	Governance Report	<p>The CEO gave a very brief overview of the report which covers: AGM arrangements, Committee Member recruitment, stock visit, Committee training and SHR’s first quarterly report on COVID-19 returns.</p> <p>The CEO advised the AGM will be held within the office at 65 Golspie Street unless Scottish Government guidance changes before it takes place. Following a detailed run through of requirements under Rule 39 it was agreed that John Kane and Douglas Muir would stand down as 2 of the longest serving members. Both advised they would be standing for re-election. It was also confirmed that as the number of nominations received was less than available places there would be no requirement to hold an election.</p>

		<p>The CEO updated the current position with the potential new Committee member that had been approached. This has been positive with them showing an interest in the association. Discussions will continue over the coming weeks. Interest from a tenant member was also highlighted with them intending to stand for election at the AGM. The CEO informed Committee [REDACTED – PERSONAL DATA] was no longer able to pursue her interest in becoming a Committee member at this time. The CEO advised the Recruitment and Succession Planning Policy was still to be developed but in light of research currently ongoing with GWSF it made sense to see if anything relevant comes out of these discussions before finalising the Policy for approval. As the Committee are in a reasonably strong position at the moment there is no urgency to formalise this process and likely the Policy will be ready for January 2022 at the latest.</p> <p>A date of 20th October was given for the stock visit and there was confirmation from some members they could make this date. Anyone else wishing to attend should let the CGO know in advance for planning.</p> <p>The CEO advised that since writing the report which outlined proposed dates for training from [REDACTED – PERSONAL DATA] as part of the Review process other sessions required to be slotted in and the proposal was now to push back the training dates to allow a performance analysis presentation from SHN and feedback from the collaborative Governance Review to take place.</p> <p>Committee agreed the schedule and noted the contents of the report.</p>
4.2	Notifiable Events	<p>The CEO highlighted the 3 reports provided to Committee in relation to this Notifiable Event which included a cover report, the second opinion requested by Committee and also the advice notice in relation to fire safety published by Scottish Government in August 2021.</p> <p>The CEO summarised the findings of the fire report and guidance advising Committee the new fire report specifies the material in question is Class B which is considered as offering ‘limited contribution to fire’ which effectively reduces the risk from red to amber. Further work is required to confirm that the fire stops are correctly installed in line with architects drawing which would further reduce this risk to a ‘pale amber’. The building is under 11 meters and the guidance produced from the Scottish Government states Class B, C, D or E may be used and there is also no expectation to remediate current buildings. The CEO advised that following publication of the Scottish Advice note he has sought clarification from the Chartered Fire Engineers who advise that based upon the materials used within the building and this</p>

		<p>guidance there should be no requirement to undertake further action with the exception of confirming fire stops and cavity barriers are correctly installed.</p> <p>There was a brief discussion where Committee agreed they now felt comfortable and the information available. The CEO will now discuss the notifiable event with SHR to confirm the current position.</p> <p>Committee noted the report and anticipated closure of the Notifiable Event.</p>
4.3	<p>Regulatory Returns</p> <p>Financial Statements Year Ending 31st March 2021 and Audit Report</p>	<p>The DFCS sought approval of the Financial Statements for the year end 31st March 2021. The DFCS introduced [REDACTED – PERSONAL DATA] from French Duncan to Committee to present the Audit report.</p> <p>[REDACTED – PERSONAL DATA] provided Committee with a very detailed run through of the Financial Statements and Audit report, outlining the purpose and scope. Highlighting the Audit is carried out in line with legislation to provide Committee with assurance before advising there were no significant issues arising from the audit. Key points highlighted from the accounts included;</p> <ul style="list-style-type: none"> • Revenue has increased due to 2% rent increase and the completion of 82 new homes • Operating costs have increased due to increased staff, depreciation on properties. Offset with reduced overheads due to COVID-19 • Interest receivable is slightly reduced due to lower cash balances and interest rates • Actuarial losses in respect of pensions liability has increased due to volatility in market assumptions due to COVID-19 • Fixed assets show an increase due to development and additions of heritable property • Current assets show a slight increase in rent arrears and a reduction in cash due to funding of development project <p>[REDACTED – PERSONAL DATA] moved on to the significant audit and accounting matters talking through each of the key areas; revenue recognition, fraud and management override of controls, accounting for pension obligations, convents compliance and going concern, financial statement disclosure and related party transactions before confirming checks concluded all income and data was recorded within the correct period</p>

		<p>[REDACTED – PERSONAL DATA] drew attention to the spreadsheet used for calculating depreciation of assets and amortisation figures. Advising this could be broken down further to provide a higher level of accuracy. Committee queried what will be done to resolve this and the auditor advised they will work with the DFCS to review the spreadsheet.</p> <p>The auditor concluded by confirming to Committee that there were no breaches of law found anywhere throughout the process and the Financial Statements provide a true and fair view of the associations affairs.</p> <p>Committee approved the Financial Statements and Audit Report.</p> <p>Proposed: Ann McEachan Seconded: Douglas Muir</p> <p><i>Post meeting note: The Letter of Representation and Financial Statements for the year ended 31st March 2021 were signed and provided to the Auditor to finalise the documents for submission.</i></p>
4.4	Secretary's Report	<p>The CGO talked Committee through the report prepared on behalf of the Secretary. Highlighting Rule 68 which states the Secretary must confirm that Rules 62-67 have been complied with ahead of the AGM. The Secretary confirmed compliance with the relevant Rules.</p> <p>Committee noted the report.</p>
4.5	Membership Application Report	<p>The CGO sought approval for one membership application that has been received since the last meeting. Confirming that all due processes have been followed in line with the Rules. An application has been received from:</p> <ul style="list-style-type: none"> • [REDACTED – PERSONAL DATA] <p>Committee approved the membership application.</p> <p>Proposed: Janice Shields Seconded: Lindsay Crawford</p>
4.6	Ending Membership Report	<p>The CGO sought approval to end 8 memberships following the annual review of the Shareholders Register. Advising the reasons for cancellation were the Shareholders were deceased, moved and provided no forwarding address and application of the 5 year Rule relating to attendance at the AGM's.</p>

		<p>Committee approved the cancellation of 8 memberships.</p> <p>Proposed: Ann McEachan Seconded: Douglas Muir</p>
4.7	Draft Business Plan	<p>The CEO sought approval to finalise the draft Business Plan. The CEO asked Committee to provide any thoughts on the previously circulated draft Business Plan 2021-2024 and to confirm they felt it was reflective of the discussions they had, capturing the vision and objectives for the association.</p> <p>Committee agreed it was reflective of the discussion and felt the Business Plan was strong and captured the vision and objectives set by the Committee throughout the planning sessions. Clarification was sought on the objectives and if they were over the period of the Plan and if review would be annually. The CEO confirmed that was correct.</p> <p>There was a brief discussion around the layout and making it publishable and the CEO confirmed the intention would be to have the graphic designer review the format ahead of publication which would also include a summary being developed to ensure it is accessible to stakeholders.</p> <p>Committee approved the draft Business Plan.</p> <p>Proposed: Janice Shields Seconded: John Kane</p>
4.8	KPI Performance Report Q1 2021/22	<p>The CEO advised the new framework has been developed by the CEO and CGO to ensuring Committee have effective, regular oversight of performance. The framework is based on ARC indicators and research carried out from looking at what others within the sector are reporting on.</p> <p>There was a detailed discussion from Committee on what indicators they felt would be beneficial in this quarterly report and what indicators should only be reviewed annually ahead of submitting the ARC. Committee agreed the format was good but felt that a lot of the content would not be required by them for oversight on a quarterly basis and that a set of key indicators be published of around 12-16 which will be more effective.</p> <p>The CGO noted the requested changes required and agreed the indicators reported at the end of the next quarter would reflect Committees requests.</p>

		Committee noted the associations performance at the end of Q1 2021/22
5.0	Health & Safety	
5.1	H&S Report	<p>The DMS advised Committee the purpose of the report was to provide an update in relation to COVID-19 controls in light of moving to Level 0 and provide updates on any accidents, incidents or near misses since the last report.</p> <p>Key points for noting where initial discussions between the Management Team have taken place to consider how best to facilitate a return to the office and being able to welcoming tenants and service users in. Following these initial discussions the DMS and CGO will now revise the RA.</p> <p>The DMS gave a brief overview of the incident involving a sub-contractor and unsafe practices when dismantling scaffolding and the near miss involving fallen stonework from a tenement. The DMS advised the issue with the contractor has been addressed and there will be ad-hoc survey work done around affected stonework as this type of issue may become more common.</p> <p>Committee highlighted the financial implications of this and asked if allowances have been made for these surveys and any follow up work in the financial projections. The CEO advised as this has only come to light due to the issue at Langlands Road this had not yet been considered in financial projections however it would be monitored closely for any rising or unexpected costs.</p> <p>Committee noted the report.</p>
5.2	Langlands Road – Stonework	<p>The DMS talked Committee through the report outlining the issues with the stonework on one of the tenements at Langlands Road. The DMS advised work was required to the stonework around the windows and rebuild this adding there could be potential for grant funding from CGAP to assist with these unforeseen costs. The DMS also advised the 3 tenants in the affected properties have been notified and the association is discussing with them options for decant for the duration of the work. The</p> <p>DMS highlighted that it should be recognised there may be delays to the work due to difficulties in sourcing the stone at this time.</p>

		Committee noted the report.
5.3	Gas Safety Audit Report	<p>The DMS sought approval for the Gas Safety Audit report provided by Housing H&S Compliance UK Ltd. The DMS advised that the independent audit has provided the association with ‘adequate assurance’ in relation to gas safety.</p> <p>The DMS highlighted the 6 recommendations from the report which were around; policy, overdue annual gas servicing, immediately dangerous or at risk appliances, staff training, in house auditing and monitoring and assurance. The DMS advised the management responses within the report provide details of what will be done to meet the recommendations and highlighted a number of things that were already in place or initial steps taken to implement.</p> <p>Committee approved the audit report.</p> <p>Proposed: Maureen McDonald Seconded: Douglas Muir</p>
6.	Reports for Decision / Approval	
6.1		[REDACTED – COMMERCIAL INFORMATION AND CONFIDENTIAL INFORMATION]
6.2		[REDACTED – COMMERCIAL INFORMATION AND CONFIDENTIAL INFORMATION]
6.3	Appeal against Allocations Procedure	<p>The CEO advised the content and format of this report was to ensure Committee had all the communication to enable them to reach a decision on the appeal made on the Allocations Policy. Following the appeal on points awarded a Stage 2 complaint had been made and as the CEO had dealt with the Stage 2 complaint due to the appeal process having first been exhausted Committee were now required to review the decision.</p> <p>There was a discussion by Committee on the extensive communication entered into with the applicant and highlighting there was no reason to enter into lengthy dialogue when outlining the Policy. Committee also queried the value of referencing an EPC certificate as an indicator on dampness and potentially this could be reviewed.</p>

		<p>Committee supported the original decision made in relation to the Allocations Policy and that no medical points could have been awarded from the information detailed and agreed to support the CEO's response to the complaint as not upheld.</p> <p>The CEO will draft a response and send to the Chair and Vice-chair for approval before issuing on behalf of the Management Committee.</p>
7.0	Reports for Discussion / Information	
7.1	FOISA Q1 2021/22	<p>The CGO updated Committee with details provided to the ICO relating to requests received from 1st April – 30th June 2021 and apologised for the wrong date being on the report. The CGO advised one FOI request had been received in the period and the submission was made to ICO on 20th July 2021.</p> <p>Committee noted the report.</p>
7.2	Risk Register	<p>The CGO advised Committee changes to the Risk Register had been approved at the Audit, Finance and Risk Sub-committee in May and August and all changes were detailed in Appendix 2 which was circulated with the report and Register.</p> <p>Following discussion on the format at the Sub-committee the CGO ran through the suggestions made and asked if there was any other input to be considered ahead of revising the format the report takes. Committee were satisfied the suggestions discussed covered any revisions required and there were no further input. A request was made for the changes made to be marked up on the Register itself. The CGO advised this is the format when it goes to the Sub-committee and agreed to leave the changes highlighted until the 6 month review report.</p> <p>Committee noted the updates to Risk Register over the last 6 months.</p>

8.0	Chief Executive Report
	<p>The CEO advised he would briefly summarise each topic within the report which sets out to keep the Committee informed of key activities.</p> <p>Housing Association of the Year Finalists</p> <p>The CEO advised that a nomination had been submitted to the Scottish Home Awards and the association had been shortlisted as a finalist. The CEO advised a table could be booked and asked any Committee interested in representing the association at the event should let the CGO know.</p> <p>Committee approved the association obtaining a table of ten at the awards ceremony.</p> <p>[REDACTED – PERSONAL DATA]</p> <p>COVID-19 Relaxation of Restrictions</p> <p>The CEO sought the views of Committee on staff returning to work and opening to the public as outlined in the report. Committee were of the opinion that being a community based association requires visibility in the community and this is best done being office based. There was a discussion on being able to deliver the Business Plan while homeworking with delivery of strategic objectives being paramount in driving any decisions. The discussion covered concerns around delays to delivery programmes which require catch up and difficulties around this while having staff working from home. Suggestions on extended opening times also formed part of the discussion as could increase flexibility for tenants as well as staff.</p> <p>[REDACTED – CONFIDENTIAL INFORMATION]</p> <p>Flooding event at Hills Trust Office</p> <p>The CEO updated Committee on the recent flood at the office following significant flash flooding at the start of August. The CEO advised discussions with both the contractor and the architect were still ongoing to identify exactly the cause and what is required to resolve the issue. The CEO added the DFCS will consider the incident when reviewing the Business Continuity Plan and this includes discussions with</p>

		<p>the ICT consultants regarding any additional steps which may be required to safeguard the association's equipment against any such future events of a similar nature.</p> <p>Committee noted the update.</p> <p>[REDACTED – CONFIDENTIAL INFORMATION AND COMMERCIAL INFORMATION]</p>
9.	Feedback from Committee (Verbal)	
	No reports to discuss	
10.	Training	
10.1	Training Schedules for Staff & Committee	Nothing to report.
10.2	Forthcoming Courses / Events	Nothing to Report.
10.3	Feedback from Courses / Events	Nothing to Report.
11.	A.O.C.B	
11.1		The CGO advised SHN have now confirmed they have availability on Tuesday 5 th October at 6pm to carry out the Performance Analysis visit and asked that Committee confirm their attendance.
12.	Date of Next Meeting	Tuesday 28 th September 2021

Approvals

Item No	Agenda Item	Proposed (P) & Seconded (S) by	Lead Officer
3.0	Minutes of Management Committee meeting 26 th June 2021	Douglas Muir and Ann McEachan	CEO
4.3	Statutory Accounts	Ann McEachan and Douglas Muir	DFCS
4.5	Membership Application Report	Janice Shields and Lindsay Crawford	CGO
4.6	Ending Membership Report	Ann McEachan and Douglas Muir	CGO
4.7	Draft Business Plan 2021-2024	Janice Shields and John Kane	CEO
5.3	Gas Safety Audit	Maureen McDonald and Douglas Muir	DMS
6.2	[REDACTED – CONFIDENTIAL INFORMATION]		
6.3	Appeal Against Allocations Policy	Collectively approved	CEO
8.0	CEO Report – Attendance at Scottish Home Awards	Collectively approved	CEO
8.0	[REDACTED – PERSONAL DATA]		
8.0	[REDACTED – CONFIDENTIAL INFORMATION AND COMMERCIAL INFORMATION]		

Additional Actions from Meeting

Item No	Agenda Item	Action Required	Lead Officer / Date to be Actioned by
4.2	Notifiable Events	Discuss closure of Notifiable Event with SHR	CEO
4.3	Regulatory Returns	Submit Statutory Accounts to FCA and OSCR	DFCS
4.3	Regulatory Returns	Review spreadsheet relating to component accounting with French Duncan to reconcile and improve	DFCS
4.5	Membership Application	Issue share certificate and add new member to the Shareholder Register	CGO

4.6	Ending Membership	Update Shareholder Register	CGO
4.7	Draft Business Plan	Produce summary and prepare Business Plan for publication	CEO
5.1	H&S Report	Review RA	DMS / CGO
6.1	Rubixx	Further report to be provided in September with staff costings and market comparison	DFCS
6.2		[REDACTED – CONFIDENTIAL INFORMATION]	
6.3	Appeal Against Allocation Policy	Draft response to Stage 2 complaint – Not Upheld	CEO
8.0		[REDACTED – PERSONAL DATA]	
8.0		[REDACTED – CONFIDENTIAL INFORMATION AND COMMERCIAL INFORMATION]	