

Agenda Item 3.1



BOARD MEETING

Wednesday 19 May 2021, at 6.30pm via video call on Microsoft Teams

CHAIR'S BRIEF

Attendance:

Board Members: C Edward (Chair), G Laurie, K Johnson, J Henderson, L Lester, M Donnelly, G Waddell, N Gerrard, G Connell

Leave of Absence M Cameron, A Williamson

Staff/Advisor(s): Anne Marie Brown, Chief Executive
Dougie Wilson, Customer Services Team Leader
Carla Cameron, Senior Finance Officer
Arlene Dickson, Care Services Manager
Graeme Bruce, Finance Adviser
Lesley Gillespie, Senior Corporate Services Officer (Minutes)
Paul McNeil, Housing Regeneration Consultants (HRC) (Item 8.2.1 only)

ITEM	NOTE	ACTION
	WELCOME AND ORDER OF BUSINESS	
	Members agreed to take item 8.2.1 first to allow Paul McNeil to present his report.	
8.2.1	Independent Financial Appraisal: Outcome – Confidential See confidential minutes. <i>Paul McNeil left the meeting at this point</i>	
1.	APOLOGIES Apologies were tendered on behalf of G Laurie and I Lennox.	
2.	DECLARATIONS OF INTEREST There were no declarations of interest.	
3	MINUTES	
3.1	Minute of previous meeting (17 March 2021) The minutes were approved on a proposal by L Lester and seconded by J Henderson.	
3.2	Confidential Board Meeting (17 March 2021) The minutes were approved on a proposal by J Henderson and seconded by K Johnson.	

3.3	Confidential Staffing Committee Meeting Notes (31 March 2021)	
	Members noted the notes of the meeting.	
3.4	PRWG Meeting (28 April 2021)	
	Members noted the minutes of the meeting.	
3.4	Audit and Risk Meeting (10 May 2021)	
	Members noted the minutes of the meeting.	
3.4	Confidential Audit and Risk Meeting (10 May 2021)	
	Members noted the minutes of the meeting.	
4.0	RECOMMENDATIONS TO THE BOARD FOR APPROVAL FROM PRWG MEETING (29 APRIL 2021)	
4.1	PRWG Report	
Report Summary	A M Brown presented the report advising the Board of the policies that were considered by Policy Review Working Group (PRWG) at its meeting on 29 April 2021 and recommended the Staff Annual Performance and Development Review Policy to the Board for approval. They noted an anomaly at point 1.1 - the meeting was on the 29 April and not 28 April.	
Discussion	The Chair noted it was good to see staff performance reviews will be up and running soon.	
Decision	Following consideration, the Board: Noted the contents of this report. Approved the Staff Annual Performance and Development Review Policy at Appendix 1 .	
5.0	RECOMMENDATIONS TO THE BOARD FOR APPROVAL FROM AUDIT & RISK COMMITTEE MEETING (10 MAY 2021)	
5.1	Management Accounts to 31 March 2021 (Q4) Confidential See confidential minutes.	
5.2	Loan Portfolio Return	
Report Summary	G Bruce advised the Loan Portfolio 2020/21 was presented and discussed in detail at the Audit & Risk Committee meeting held on 10 May 2021 and was now being recommended by the Committee to the Board for approval. They noted that DPHA had no loans as of 31 March 2021, so this would be a nil return, however an in-year return would be submitted once the Unity Bank Loan was drawn down.	
Discussion	None.	
Decision	Following consideration, the Board: Noted the report contents. Approved the Loan Portfolio as of 31 March 2021 to the Board for approval on 19 May 2021 and subsequent submission to the SHR by the 30 June 2021.	

5.3	Five Year Financial Projections	
Report Summary	G Bruce advised the Five-Year Financial Projections 2021 – 2026 and subsequent submission to be made to the Scottish Housing Regulator (SHR) had been presented and discussed in detail at the Audit & Risk Committee meeting held on 10 May 2021 and was now being recommended by the Committee to the Board for approval.	
Discussion	It was confirmed that this year’s Management Accounts had been used as a basis then projected over five years, with some additional information and loan covenants added.	
Decision	Following consideration, the Board: Noted the report contents. Approved the Five-Year Financial Projections 2021 – 2026 as at Appendix 1 and subsequent submission to SHR by the 30 June 2021.	
5.4	Risk Register: 6 Monthly Review Confidential See confidential minutes.	
5.5	External Audit Fee for 2021	
Report Summary	G Bruce advised the External Audit Plan and audit fee 2020/21 had been presented and discussed in detail at the Audit & Risk Committee meeting held on 10 May 2021 and was now being recommended by the Committee to the Board for approval	
Discussion	None.	
Decision	Following consideration, the Board: Noted the External Audit Plan for 2020/21 from French Duncan. Approved the audit fee of [REDACTED] plus VAT and expenses.	
6.0	MATTERS ARISING SCHEDULE	
Report Summary	A M Brown presented the Matters Arising Schedule advising she had nothing further to note.	
Discussion	None.	
Decision	Members noted the Matters Arising Schedule.	
7.0	CHIEF EXECUTIVE’S PROGRESS UPDATE CONFIDENTIAL See confidential minutes.	
8.0	GOVERNANCE	
8.1	Governance & Financial Management & Improvement Plan	
Report Summary	AM Brown presented a progress update to the Board on achieving the actions contained within the Governance & Financial Management Improvement Plan (GFMIP). They advised that the Unity Bank draw down by the end of August was now being drawn down in May.	

Discussion	Members requested updating the date formal engagement ended with the SHR, to the actual date of March 2020.	LG
Decision	Following consideration, the Board: Approved the updated GFMIIP at Appendix 1.	
8.2	Options Appraisal Confidential	
8.2.2	Strategic Options Appraisal: Outcome Confidential See confidential minutes.	
8.3	Preparation of New 3-Year Business Plan: Update	
Report Summary	AM Brown presented the report providing the Board with an update on progress with the preparation of the new Business Plan for DPHA for the 3-year period 2021/22 to 2023/24. They advised this would be issued two weeks in advance to give members time to read over. The analysis on results from the consultation on the proposed new Mission Statement and Strategic Objectives were encouraging, with 19 tenants taking the time to complete the survey and provided interesting feedback.	AMB
Discussion	It was clarified for members that the new strategic objective of providing quality homes included bringing homes up to appropriate conditions, where required. With regards to the comments on the survey about close and back courts, it was confirmed that all customer service staff are continuing to carry out inspections and monitoring contractors.	
Decision	Following consideration, the Board: Noted the contents of this report.	
8.4	Equality & Human Rights Action Plan	
Report Summary	AM Brown presented the new Equality & Human Rights Action Plan to the Board for discussion and approval. The Action Plan is attached in Appendix 1 . They advised that this was an overhaul of the existing plan to match the new policy and guidance from SFHA was still being finalised.	
Discussion	None.	
Decision	Following consideration, the Board: Approved the Equality & Human Rights Action Plan as attached at Appendix 1 .	
8.5	Shareholders Membership	
Report Summary	L Gillespie presented the report seeking approval from the Board for new applications to the Association to become a Shareholder and removal of Shareholders who no longer meet the requirements to be one.	
Discussion	None.	

Decision	<p>Following consideration, the Board:</p> <p>Approved the proposed new memberships at para 3.1.</p> <p>Noted summary of Shareholders at para 5.1.</p>	
8.6	New Board Member	
Report Summary	<p>AM Brown presented the report to recommending to the Board they appoint D McIndoe to fill the Casual vacancy that would be created due to A Stockley resigning as a Board member from 20 May 2021.</p>	
Discussion	<p>Members requested their thanks be passed to A Stockley for their input to the Board during their service.</p>	LG
Decision	<p>Following consideration, the Board:</p> <p>Approved David McIndoe's appointment onto the Board to fill the Casual vacancy left by A Stockley's resignation. The appointment to be effective from 20 May 2021.</p> <p>Noted the updated Board Succession Plan attached at Appendix 1.</p>	
8.7	Annual Return on the Charter (ARC)/ESSH	
Report Summary	<p>D Wilson provided the Board with the results of key Annual Return on the Charter (ARC) indicators for the Board's approval prior to the submission date of the 31 May 2021. They noted an amendment to the report that gross rent arrears were £122,476, however the percentage remained the same.</p> <p>They advised that the pandemic had affected performance over the year and the total number of non-emergency repairs had decreased dramatically from last year and the time to complete these had also increased from 3.62 days to 6.4 days.</p> <p>The average time to complete emergency repairs had improved this year from 2hrs to 1.43hrs and the average length of time to re-let properties in the last year had increased to 34 days from 13.7.</p> <p>The percentage of total rent collected had decreased slightly to 98.62% this year from 97.9% last year and total rent arrears had decreased from £155,017 last year to £122,866 this year, subsequently arrears had recently reduced even further with a double housing benefit payment at the end of April.</p>	
Discussion	<p>Members recognised the drop in percentage of repairs right first time from 90.5% last year to 74% this year and it was clarified that meetings were due to be held with contractors to investigate this further. They also noted the average time to re-let had increased due to COVID and suggested doing some further analysis on the figures to show the impact of COVID.</p>	
Decision	<p>Following consideration, the Board:</p> <p>Noted the contents of the report.</p> <p>Approved the draft ARC for submission to the Scottish Housing Regulator, noting a summary of key indicators are attached in Appendix 1.</p> <p>Delegated authority to the Chief Executive to agree any non-material changes to the ARC which may be required prior to submission.</p> <p>Delegated authority to the Chief Executive to make the ARC submission on behalf</p>	

of the Board by the 31 May 2021.

9.	STRATEGY	
	No reports.	
10.	FINANCE	
10.1	Salary Review 2021/22	
Report Summary	<p><i>All staff left the meeting.</i></p> <p>The Chairperson presented to the Board the outcome of EVH's (Employers in Voluntary Housing) Employer's ballot for the salary review and to sought Board approval for the wage deal for 2021 and 2022.</p>	
Discussion	Members reviewed the report provided and agreed that this was a sector-wide agreement and accepted this was the right decision for DPHA to take.	
Decision	Following consideration, the Board: Noted the report contents. Approved the wage deal for 2021 and 2022 as detailed in sections 3.3.1 and 3.3.2 above, noting that the increase for 2021 will be backdated to 1 April 2021. <i>All staff returned to the meeting.</i>	
11.0	STAFFING	
	None.	
12.	OPERATIONS	
12.1	Performance: Quarter 4 2021/22	
Report Summary	<p>D Wilson presented the progress against Key Performance Indicators (KPIs) to the end of Q4 giving the year end position for 20/21. This report also related to the ARC return for the year which was reported under Agenda Item 8.7 of the meeting.</p> <p>They provided a few highlights from the report, mainly that Section 5 referrals had dropped to 16.4% in Q4. WDC had put these on hold and were still not providing any referrals. Annual Gas Servicing access had achieved 100% and it was thought that the low repairs satisfaction result in Q4 had been affected by the restrictions and being unable to carry out repairs the pandemic.</p>	
Discussion	It was clarified for members that the outcome of the meeting with contractors regarding the increased days for non-emergency repairs right first-time will be reported to the next Board meeting.	DW
Decision	Following consideration, the Board: Noted the content of the report and appendices and next steps noted within the presentation report to improve performance.	

12.2	Electrical Testing Contract: Tender Report - Confidential See confidential minutes.	
12.3	Landscaping Contract: Homologation Report Confidential See confidential minutes.	
13.	HEALTH AND SAFETY	
13.1	Health & Safety Manual Update & Policy Statement	
Report Summary	L Gillespie presented the report to update the Board on the Health and Safety (H&S) Control Manual updates, to approve the Annual H&S Policy Statement, to provide clarification on the overall responsibilities of H&S at DPHA and to advise of the current management systems in place.	
Discussion	None.	
Decision	Following consideration, the Board: Noted the contents of this report. Noted the H&S Control Manual Updates at section 3.1.1 Approved and sign the policy statement at Appendix 1 . Noted the Accountability and liability for H&S at section 3.3. Noted the systems in place to manage H&S at section 3.4.	
14.	ANY OTHER COMPETENT BUSINESS	
14.1	Correspondence There was no correspondence to report.	
14.2	Updated Board/Audit & Risk Committee Workplan 2020/21	
Report Summary	AM Brown presented the Workplan for 20-21 and had no further comments on this.	
Discussion	None.	
Decision	Members noted the workplan.	
14.3	AGM and Board Meeting Arrangements	
Report Summary	AM Brown asked for members thoughts in terms of where to hold the next AGM and continuing with virtual board meetings.	
Discussion	<i>L Lester declared an interest as she works in the Golden Jubilee Hotel where the AGM has been held previously.</i> Following a discussion, members suggested investigating the option to hold a blended AGM with some attending virtually and some in person. The local hotel already has video conferencing facility and would be accessible to access for tenants. They also suggested making use of technology to have more interaction with participants, similar to what is used at SFHA conferences. Members agreed this approach would need intensive testing to ensure participants from both approaches could participate equally, however if this didn't work out then an all	LG LG

or nothing approach should be taken.

With regards to Board meetings, these should rotate from online meetings to in person meetings, as members commented that from their own employment, it can feel isolating and difficult to manage the room if there are lots of people in multiple locations joining online.

Decision **Agreed in principle** to a blended AGM, however this would dependant on the venue, technology available, testing and survey to assess preference from Shareholders.

Agreed to rotate Board meetings from online and in person when restrictions allow.

14.3 External Auditors

One member advised that they had checked with Internal Audit Guidance for public sector users and advised the same external auditor can be used consecutively for seven years. The same audit team can be used up to three years and can extend to five, however they must change to a different audit team after seven years.

15. DATE OF NEXT MEETING VIA MICROSOFT TEAMS

The Chairperson advised dates of the next meetings

- Board: 16 June 2021 at 6.30pm
- Staffing Committee: 9 June 2021 at 6pm
- PRWG: 28 July 2021 at 6pm
- Audit and Risk: 9 August 2021 at 5pm

The meeting closed at 9pm

Signed C Edward Date 16/06/2021

(Chairperson)