

## Agenda Item 3.1

### MINUTE OF BOARD MEETING

Held on Wednesday, 23 March 2022 at 6.30pm via video call on Microsoft Teams

**Attendance:**

**Board Members:** Craig Edward (Chair), Gordon Laurie, Karen Johnson, Jordan Henderson, Loraine Lester, Gavin Waddell, Gemma Connell and David McIndoe

**Leave of Absence:** Nicola Gerard

**Staff/Advisor(s):** Anne Marie Brown, Chief Executive,  
Graeme Bruce, Finance Agent,  
Carla Cameron, Finance & Corporate Team Leader,  
Arlene Dickson, Care Services Manager,  
Tom Atkinson, Atkinson Partnerships Ltd (Agenda Item 11.2 only)

Board meeting minute prepared by J Shute post meeting from the meeting recording.

ITEM	NOTE	ACTION
	<p><b>WELCOME AND ORDER OF BUSINESS</b></p> <p>The Chair welcomed everyone to the meeting and members agreed to take agenda item 11.2 first to allow the representative from Atkinson Partnerships to leave after this item.</p>	
11.2	<p><b>Maintenance Framework Contract 2022-2026 Confidential</b> See Confidential minutes.</p>	
1.	<p><b>APOLOGIES</b></p> <p>Apologies received from I Lennox, M Donnelly and D Wilson.</p> <p>M Cameron has asked for a Leave of Absence from today until 30 June 2022. The Board agreed to the Leave of Absence.</p>	
2.	<p><b>DECLARATIONS OF INTEREST</b></p> <p>L Lester noted their interest at item 6 as they work for the Golden Jubilee Conference Hotel.</p>	

<b>3.</b>	<b>MINUTES</b>	
<b>3.1</b>	<b>Minutes of Previous Meeting (23 February 2022)</b>	
	The minutes were <b>approved</b> on a proposal by G Waddell and seconded by D McIndoe.	
<b>3.2</b>	<b>Confidential Minutes of Previous Meeting (23 February 2022)</b>	
	The minutes were <b>approved</b> on a proposal by D McIndoe and seconded by G Waddell.	
<b>3.3</b>	<b>PRWG Meeting Note (9 March 2022)</b>	
	The meeting note was reviewed for accuracy and <b>noted</b> .	
<b>4.0</b>	<b>RECOMMENDATIONS TO THE BOARD FOR APPROVAL:</b>	
<b>4.2</b>	<b>From PRWG (19 January 2022)</b>	
<b>4.2.1</b>	<b>PRWG Update Report</b>	
<b>Report Summary</b>	AM Brown presented the PRWG report to the Board following the non-quorate PRWG meeting due to be held on 9 March 2022. The Board were advised that there have been minor amendments made to the Client Finance & Cash Handling Policy, Volunteer Policy, Income, Arrears & Debt Management Policy, Asbestos Policy & New Tenant Pack through the Chief Executive's use of Delegated Authority.	
<b>Discussion</b>	There were no questions raised.	
<b>Decision</b>	Following consideration, the Board: <b>Noted</b> the minor changes to the following policies or documents made by the Chief Executive in March 2022 with delegated authority by the PRWG at its meeting on 9 March 2022: <ol style="list-style-type: none"> <li>1. Client Finance &amp; Cash Handling Policy.</li> <li>2. Volunteer Policy.</li> <li>3. Income, Arrears &amp; Debt Management Policy.</li> <li>4. Asbestos Policy.</li> <li>5. New Tenant Pack.</li> </ol> <p><b>Noted</b> the Equality Impact Assessments for each of the policies/documents reviewed.</p>	
<b>4.2.2</b>	<b>Internal Audit Policy</b>	
<b>Report Summary</b>	AM Brown presented the new Internal Audit Policy to the Board for approval. This Policy is being presented directly to the Board as the PRWG meeting due to be held on 9 March 2022 was not quorate.	
	Members were advised that slight amendments to the wording of Section 8 and section 12.2 have been recommended by the Internal Auditor via an email to the Chief Executive.	AM Brown
<b>Discussion</b>	There were no questions raised.	
<b>Decision</b>	Following consideration, the Board:	

	<p><b>Approved</b> the new Internal Audit Policy attached at <b>Appendix 1</b>, subject to the amendments to the wording in Sections 8 and 12.2 suggested by the Internal Auditor and noting the Policy will be reviewed in 3-years' time or earlier if required.</p> <p><b>Noted</b> the content of the Equality Impact Assessment.</p>	
<b>4.2.3</b>	<b>Asset Management Strategy</b>	
<b>Report Summary</b>	AM Brown presented the Asset Management Strategy to the Board for approval following the non-quorate Policy Review Working Group meeting due to be held on 9 March 2022.	
<b>Discussion</b>	It was clarified that in regard to Section 16.6, Stock Valuation, the number of units noted as unencumbered are not fixed. The Association will only give up what is needed to minimise the level of security required by the loan from Unity Bank.	
<b>Decision</b>	<p>Following consideration, the Board:</p> <p><b>Noted</b> the contents of the report.</p> <p><b>Discussed</b> and <b>approved</b> the updated Asset Management Strategy 2021 to 2024 at <b>Appendix 1</b>.</p> <p><b>Noted</b> the Strategy will be fully reviewed every 3-years in line with the Business Plan, with the data tables being updated on an annual basis.</p> <p><b>Noted</b> the Equality Impact Assessment.</p>	
<b>4.2.4</b>	<b>Void Management Policy</b>	
<b>Report Summary</b>	AM Brown presented the Void Management Policy to the Board for approval following the non-quorate Policy Review Working Group meeting due to be held on 9 March 2022.	
<b>Discussion</b>	There were no questions raised.	
<b>Decision</b>	<p>Following consideration, the Board:</p> <p><b>Approved</b> the revised Void Management Policy at <b>Appendix 1</b>, with a review planned in 3 years.</p> <p><b>Noted</b> the Equality Impact Assessment.</p>	
<b>5.</b>	<b>MATTERS ARISING SCHEDULE</b>	
<b>Report Summary</b>	<p>C Cameron presented the Matters Arising Schedule.</p> <p>Members were advised that the Association are recommending the removal of Engagement for Tenants and CE Centre actions from the Schedule as they will be included with the Delivery Plan for 2022-2023.</p>	
<b>Discussion</b>	Members were assured that when it comes to specific tenant related actions, the deadline dates will be reviewed and shortened where possible.	C Cameron
<b>Decision</b>	<p>Following consideration, the Board:</p> <p><b>Noted</b> the Matters Arising Schedule.</p> <p><b>Approved</b> the removal of the Engagement for Tenants and CE Centre actions from the Matters Arising Schedule.</p>	

6.	<b>CHIEF EXECUTIVE PROGRESS UPDATE – CONFIDENTIAL</b>	
	See Confidential minutes.	
7.	<b>GOVERNANCE</b>	
7.1	<b>Business Plan – Delivery Plan Year 1 Update for 2021-2022</b>	
<b>Report Summary</b>	AM Brown presented the Business Plan to provide the Board with a progress update on actions that have been taken to implement the activities identified within the approved Delivery Plan for Year 1, 2021/2022. The Delivery Plan is an appendix to DPHA’s approved Business Plan, 2021/2024.  Members were advised that as the financial year will be coming to an end shortly, any actions that are not yet started, or are currently ongoing, will be carried forward into the Year 2 Delivery plan.	
<b>Discussion</b>	There were no questions raised.	
<b>Decision</b>	Following consideration, the Board are invited: <b>Approved</b> the Delivery Plan, Year 1, 2021/2022 progress report as at <b>Appendix 1</b> .	
7.2	<b>Business Plan – Delivery Plan Year 2 Update for 2022-2023</b>	
<b>Report Summary</b>	AM Brown presented the report to provide the Board with a draft Delivery Plan Year 2 for 2022/2023, which will come into effect from 1 April 2022.  Members were assured that any actions that are approved as per the Business Plan and any ongoing or not yet started actions from the Year 1 plan have been added to the Year 2 Delivery plan. Members were also advised that any new actions that have arisen within the last year have also been added to the Year 2 Plan. Amendments made to the Delivery Plan are highlighted through tracked changes.	
<b>Discussion</b>	It was clarified that whilst the timescale set for the review of the Association’s Asset Management Services is challenging, the Association feels that it is manageable.	
<b>Decision</b>	Following consideration, the Board: <b>Approved</b> the outline Delivery Plan, Year 2, 2022/2023 as at <b>Appendix 1</b> subject to any changes made at tonight’s meeting and noting the revised Plan will come into effect from 1 April 2022 onwards.	
7.3	<b>Governance &amp; Financial Management Improvement Plan</b>	
<b>Report Summary</b>	AM Brown presented the report to provide the Board with a progress update on actions that have been taken to implement the areas for improvement contained within the Governance & Financial Management Improvement Plan (GFMIP).	
<b>Discussion</b>	There were no questions raised.	
<b>Decision</b>	Following consideration, the Board: <b>Approved</b> the updated GFMIP at <b>Appendix 1</b> .	
7.4	<b>Final Budget 2022-2023 &amp; Long-Term Projections</b>	

<b>Report Summary</b>	<p>G Bruce presented the report to the Board following on from the Draft Budget that was presented at the last Board meeting held on 23 February 2022.</p> <p>Members were advised that due to the recent spikes in inflation and the further forecasted increases to CPI, the Final Budget will most likely be under constant review and will require revisiting at least once during the upcoming financial year.</p> <p>It was advised that minor changes have been made to the Stoneworks, Roofing costs, Property Insurance and another £5,000 has been given to the Staffing support costs for the Asset Advisor. Members were also advised that increases have also been given to Heat and Light and Office Insurance. Due to these increased costs, there has been a change to the Housing depreciation and the Other Fixed Asset depreciations.</p>	
<b>Discussion</b>	<p>Members were assured that regarding EESSH 2, costs have been built in as much as possible based on the knowledge available. Members were also advised that regarding decarbonisation, staff are waiting on appropriate sector guidance being issued by Scottish Government and others. This situation will be monitored and any association costs with decarbonisation included in the figures as the Association progresses through the financial year.</p>	G Bruce / C Cameron
<b>Decision</b>	<p>Following consideration, the Board: <b>Reviewed</b> and <b>approved</b> the final 2022/23 Budget as attached in appendices 1 to 6.</p>	
7.5	<b>Annual Register of Interest Report</b>	
<b>Report Summary</b>	<p>C Cameron presented the report to provide the Board with an annual update on any interest declared by Board members or staff.</p> <p>Members were advised that there are some declarations outstanding from Staff members and Board members, but that these will be obtained within the next few weeks. Members were assured that in regard to the outstanding declarations for the Board, these are members who are currently on a Leave of Absence.</p>	C Cameron
<b>Discussion</b>	<p>It was clarified that only Staff or Board members names were listed if they had made a declaration, and that all information will be cross checked for accuracy.</p>	C Cameron
<b>Decision</b>	<p>Following consideration, the Board: <b>Noted</b> the contents of this report and the returns received for Code of Conducts and Declarations of Interest. <b>Noted</b> that the Register of Interests for Board members and staff have been updated.</p>	
7.6	<b>Review of Financial Regulations &amp; Procedures</b>	
<b>Report Summary</b>	<p>C Cameron presented the report to the Board for consideration and approval.</p> <p>Members were advised that the Regulations and Procedures have been updated to reflect the recent changes to staff roles and restructure within the Finance &amp; Corporate Services team.</p>	

	<p>Members were notified of an addition to the Regulations and Procedures to provide temporary cover for the Chief Executive when absent from the Association. If an absence is for longer than 4 weeks, the Association will consult with the Chair to discuss an extension to the temporary cover period.</p> <p>It was clarified that further amendment to the Delegated Authority limits was due to the new roles created following the staff restructure.</p>
<b>Discussion</b>	There were no questions raised.
<b>Decision</b>	<p>Following consideration, the Board:</p> <p><b>Approved</b> the revised Financial Regulations and Financial Procedures as contained within appendices 1 and 2.</p> <p><b>Approved</b> the increase to the delegated authority limit for the Finance &amp; Corporate Services Team Leader.</p> <p><b>Approved</b>, when required the temporary increase of Finance &amp; Corporate Services Team Leader in the absence of the Chief Executive.</p> <p><b>Approved</b> the addition of the Assistant Finance Services Officer post to the Scheme of Financial Delegation.</p> <p><b>Noted</b> that the Financial Regulations and Procedures will be due for review in 3 years' time or earlier if required.</p>
<b>8.</b>	<b>STRATEGY</b>
	There are no reports.
<b>9.</b>	<b>FINANCE</b>
<b>9.1</b>	<b>Value for Money Report for 2022/2023</b>
<b>Report Summary</b>	C Cameron presented the report to the Board to provide details of how Value for Money (VFM) was achieved within the draft 2022/23 budget.
<b>Discussion</b>	It was clarified that the reduced costs for the DOSCG salaries and pensions were a result of not refilling posts due to a decrease in service demands.
<b>Decision</b>	<p>Following consideration, the Board:</p> <p><b>Noted</b> the contents of the report.</p> <p><b>Approved</b> the VFM Review attached at <b>Appendix 1</b> in terms of evidence to demonstrate VFM.</p>
<b>9.2</b>	<b>Bad Debt Write Offs</b>
<b>Report Summary</b>	<p>C Cameron presented the report to seek approval from the Board to write off former tenants rent arrears where there is no prospect of recovering the debt.</p> <p>Members were advised that the amount of £1,777.48 is requesting to be written off as the arrears are now over a year old and staff members have exhausted all ways of trying to recover these rent arrears to no avail. Members were also advised that an additional amount of £154.70, which equated to four balances under £100, has already been written off by the Chief Executive using their Delegated Authority.</p>

<b>Discussion</b>	There were no questions raised.	
<b>Decision</b>	Following consideration, the Board: <b>Noted</b> the contents of the report. <b>Approved</b> the debt write off contained in <b>Appendix 1</b> to the sum of <b>£1,777.48</b> .	
<b>10.</b>	<b>STAFFING</b>	
	There are no reports.	
<b>11.</b>	<b>OPERATIONS</b>	
<b>11.1</b>	<b>Duty of Candour Report 2021-2022</b>	
<b>Report Summary</b>	A Dickson presented the report to provide the Board with an overview of the legal obligation of Duty of Candour, for the Board to approve the Annual Report that is required of the Association for 2021-22 and the development of requirements to fully meet the Duty of Candour.  Members were assured that there have been no triggers of Duty of Candour for 2021-2022 to date.	
<b>Discussion</b>	It was clarified that should there been any triggers that will require to be added, they will be reported to the Board at the earliest opportunity.  Members were assured that the typo to the wording of 1.1 of the appendix will be amended.	A Dickson
<b>Decision</b>	Following consideration and subject to the amendments raised above, the Board: <b>Noted</b> the contents of the report. <b>Approved</b> the Annual Report on Duty of Candour for 2021-22 at <b>Appendix 1</b> of this report for submission to the Care Inspectorate. <b>Agreed</b> that the Chief Executive can approve the inclusion of any additional Duty of Candour to the report if required.	
<b>11.3</b>	<b>Review of Housing Management &amp; Financials Software Confidential</b> <b>See Confidential minutes.</b>	
<b>12.</b>	<b>HEALTH &amp; SAFETY</b>	
	There are no reports.	
<b>13.</b>	<b>ANY OTHER COMPETENT BUSINESS</b>	
<b>13.1</b>	<b>Correspondence</b> AM Brown advised there was no correspondence.  G Bruce advised that the 5 Year Financial Projections will need to be presented at the May 2022 Board meeting for approval due to the Scottish Housing Regulator bringing the submission dates forward from the end of June to the end of May 2022.	G Bruce / C Cameron
<b>13.2</b>	<b>Updated Board/Committee Workplan</b> AM Brown advised there were no further updates to add.	

13.3	<p><b>Updated Board Training Plan 2022</b></p> <p>AM Brown presented updated Board Training Plan for 2022.</p> <p>Members were advised that the specific training dates shown between 6 April and 2 November 2022 are definite dates with the trainers shown on the plan. It was also clarified that the Association are still looking into LearnPro for the purposes of Board Training courses. Members were assured that the Association will check to ensure that all meeting invites have been issued or updated as necessary.</p>	AM Brown / C Cameron
13.4	<p><b>Request to change the day meetings &amp; training are held on</b></p> <p>The Chair presented a proposal to change meeting dates and training dates following a Board Member's request as they are unable to attend any meetings or training being held on a Wednesday night due to work commitments.</p> <p>The Board is being asked to consider:</p> <ul style="list-style-type: none"> <li>• Changing the day of its meeting from a Wednesday to another day of the week, or</li> <li>• Alternate the day meetings are held on, say one Board meeting is held on a Wednesday and the next one a Tuesday for example.</li> </ul> <p>Members were advised that Mondays are not ideal for Board meetings due to public holidays and staff frequently take a Monday off to gain a long weekend. Staff currently work round A&amp;R Committee being on a Monday night.</p> <p><b>Discussion</b> The Chair advised that they are keen to support Board members as much as possible, however the Board needs to be mindful that any solution should suit everyone.</p> <p><b>Decision</b> Following consideration, the Board: <b>Agreed</b> to alternate the days of meetings between Tuesdays and Wednesdays up to the AGM with further review at that point for the year ahead.</p>	
13.	<p><b>DATE OF NEXT MEETING (S)</b></p> <p><b>Staffing Committee</b>, Wednesday, 30 March 2022 @ 6pm  <b>PRWG</b>, Wednesday 27 April 2022 @ 5.30pm  <b>Audit &amp; Risk Committee</b>, Monday 16 May @ 5pm  <b>Board</b>, Tuesday 24 May 2022 @ 6.30pm</p> <p>The meeting closed at 8.10 pm</p>	

Signed Craig Edward Date 24 May 2022

(Chairperson)