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Discussion

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Decision

Following consideration, the Board:
Noted the contents of the report.
Approved that the Rent Affordability proceed to the next stage and forming a the Working Group.

AM Brown/ D Wilson

3.0 MINUTES

3.1 Minute of previous meeting (27 July 2022)

No errors or omissions noted.

The minutes were **approved** on a proposal by G Laurie and seconded by J Henderson

3.2 Confidential Board Meeting (27 July 2022)

No errors or omissions noted.

The minutes were **approved** on a proposal by G Laurie and seconded by J Henderson.

3.3 Minute of PRWG meeting (02 August 2022) – for noting

No errors or omission noted.

3.4 Minute of Audit & Risk Meeting (15 August 2022) – for noting

No errors or omissions noted.

3.5 Confidential Minute of Audit & Risk Meeting (15 August 2022) – for noting

No errors or omissions noted.

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| 4.0 | RECOMMENDATION TO THE BOARD FOR APPROVAL |
| 4.1 | From PRWG (02 August 2022) |
| 4.1.1 | Sustainability Policy & EIA |
| Report Summary | <p>AM Brown presented the Sustainability Policy and Equality Impact Statement to the Board for review and approval. The Board were invited to approve the policy and action plan with the updated inclusions.</p> <p>AM Brown advised members that this is a new policy for DPHA and support drafting it was received by L McCulloch, Lynn McCulloch Consultancy, due to the lack of examples available. AM Brown advised that the policy itself is split in 4 areas of sustainability across the Association’s business.</p> <p>The policy was presented to the Policy Review Working Group, to which there were no suggestions or changes to be made to the policy body, suggestions were received for inclusions to the action plan which has been updated in red text for consideration and approval by members.</p> <p>The main topics of discussion for the action plan and the subsequent inclusions was around cycling and the cycle to work scheme, back court areas, providing additional cycling facilities and the possible funding options that could be available. The policy review is scheduled for 3 years’ time but it is most likely to come up for review within this timeframe due to the subject being an ever changing environment.</p> <p>It was also noted that the attached EIA statement has not been amended since the PRWG presentation.</p> <p><i>I Lennox left the meeting at this point</i></p> |
| Discussion | There were no comments or discussions regarding the policy. |
| Decision | <p>Following consideration, the Board:</p> <p>Approved the new Sustainability Policy and the supporting Action Plan appendix 1.</p> <p>Members Noted the content of the Equality Impact Assessment, appendix 2.</p> |
| 4.1.2 | Duty of Candour Policy & EIA |
| Report Summary | <p>AM Brown presented the Duty of Candour Policy and Equality Impact Statement to the Board for review and approval. AM Brown advised that this is also a new policy that was discussed at the Policy Review Working Group, again clarifying to the Board there are not many policy examples available to reference.</p> <p>A Dickson had drafted this for the PRWG’s consideration, following consideration there were suggestions and amendments to be made. These changes were made in red text for the members.</p> |

The members of the PRWG made suggestions to include a Duty of Candour Record where the Duty of Candour Policy has been used, this has been added as an appendix to the policy for members to consider.

It was identified and noted by members at the PRWG that the Equality Impact Assessment is positive to some of the protected characteristics in terms of age and disability due to the nature of the Care Services working area.

The Board were invited to approve the policy and action plan with the updates inclusions.

Discussion No comments or discussions relating to the policy.

Decision Following consideration, the Board:
Board **Approved** the new Duty of Candour Policy and Duty of Candour Record, **appendix 1**.
Members **Noted** the Equality Impact Assessment for the policy **appendix 2**.

4.2 From Audit & Risk Committee (15 August 2022)

4.2.1 Management Accounts to 30 June 2022 **Confidential**

See Confidential Minutes

4.2.2 Audit Report, 2021/22 Financial Statements and Management Letter

Report Summary G Bruce presented the Audit Report, 2021/22 Financial Statements and Management Letter to Members. The Financial Statements for the year show a comprehensive income of just under █████ which is in line with the information contained in the management accounts.

There is a spend noted of almost █████ in component renewals and another █████ due to purchasing 2 sharing owner shares and a full owner occupied unit within the year.

The Net Assets for the Association is valued at █████ which was highlighted to be a good position for the Association. The Board noted that the figures are strong. The pension valuation is defined by SHAPS, however overall with a surplus of █████ for the year excluding the pension which is positive.

The figures are reflective within pandemic conditions with spends lesser on properties as hoped. █████

The Boards attention was directed to page 6 of the report, The Statement of the Management Committees Responsibilities. G Bruce highlighted that the Board are ultimately responsible in ensuring that the figures reported are satisfactory by signing off the accounts.

Appendix 2 shows the movement between Management Accounts and the Financial Statements and was noted that there is not much movement. French

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| Discussion | <p>Duncan’s audit report shows no management letter points to be actioned, and includes the areas that their audit covered.</p> <p>Members were advised that French Duncan’s Letter of Representation, is their letter of comfort and is to be signed off by the Board upon approval based on the assumptions made within the accounts. This is normal process followed by French Duncan after their audits.</p> <p>It was noted that there was a private discussion with Board members and the auditors at the Audit and Risk Sub Committee meeting. The members informed attendees that the auditors were content and happy with process. Members noted that the report is informative and compiled extremely well in comparison to some reports that they have seen.</p> <p>It was noted that the accounts are looking healthy and another successful year for the Association. Members commended staff for their hard work.</p> <p>Member were informed that the Association is fully compliant with the covenants set out by Unity Bank.</p> <p>Member asked if the property of sale within their close would provide majority share if it were to be purchased by the Association given the historical maintenance issues that have prevented common works. D Wilson will look into this and will return with his findings via email to the Board.</p> | D Wilson |
| Decision | <p>Members noted that the auditors are happy with the use of electronic signatures and that these will be used if members are happy to approve the Financial Statements.</p> <p>Following consideration, the Board: Noted the contents of the report. Approved the Financial Statements for the year ended 31 March 2022 as attached at Appendix 1. Noted the movement from Management Accounts to Financial Statements as per Appendix 2. Approved on the Letter of Representation contained with the Audit Completion Report in Appendix 3. Approved the response to the Management Letter in Appendix 4. Approved the use of electronic signatures on the accounts.</p> | |
| 4.2.3 | Appointment of Auditor | |
| Report Summary | <p>G Bruce presented the report to members, confirming that this is the 4th year of a 5 year contract. Re-tendering of the contract will take place in roughly 6 months’ time in preparation of the contract end date next year. G Bruce proposed that French Duncan continue with their appointment for the year ahead.</p> | |
| Discussion | <p>No comments or discussions relating to the report or proposed reappointment of French Duncan.</p> | |

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| Decision | <p>Following consideration, the Board: Members Noted the contents of the report. Members approved the recommendation of the reappoint of French Duncan as External Auditor for 2022/23.</p> | K Tennant |
| 4.2.4 Annual Assurance Statement & Self-Assurance Process for 2022 | | |
| Report Summary | <p>AM Brown presented the report to the members, the report had went to the recent Audit and Risk Sub Committee on 15 August 2022. AM Brown informed the Board that a date has been set for 21 September 2022 at 6pm for test sampling. An email will sent to all members inviting them attend and test sample.</p> | |
| Discussion | <p>Member addressed the Board that they carried out testing last year and found the process to be worthwhile.</p> | |
| Decision | <p>Following consideration, the Board: Members noted the update with progress on implementing the methodology for this year’s Annual Assurance Statement and self-assurance process as outlined in sections 3.1.1 to 3.1.7 above.</p> <p>Members noted that the 21 September 2022 at 6pm has been set for carrying out test sampling of the self-assurance evidence and an invite is being extended to any Board members who wish to take part.</p> | |
| 5.0 BOARD MATTERS ARISING SCHEDULE | | |
| Report Summary | <p>AM Brown advised that there are 2 minor updates to bring to the attention of the Board. Item 17 Care Inspectorate complaint, AM Brown advised the Board that she will lead with the response prior to the deadline of 30/8/2022.</p> | |
| Discussion | <p>Item 22 Boards’ Annual Review process; AM Brown has met with Share to plan the appraisal process for this year and is awaiting Share to providing their availability. AM Brown advised members that Share are likely to observe October Board meeting as they had done last year, this will be the start of the Annual Appraisal process.</p> <p>Member asked for an update as listed on the Matter Arising Schedule on the Stonework repairs and the re-tendering of costs of this in relation to the repair works. D Wilson provided an update to members, J Wilson (Asset Advisor for DPHA) had contacted the Scottish Government for an update on the funding application that was submitted. A verbal response was received on 19 August 2022 from the Scottish Government looking for further information.</p> <p>The response was encouraging, compared to other applications that J Wilson had previously submitted, the Scottish Government will respond officially to request further information, which at present is unknown.</p> | |
| Decision | <p>Members noted the Matters Arising Schedule.</p> | |

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| 6.0 | CHIEF EXECUTIVE'S PROGRESS UPDATE: CONFIDENTIAL | |
| | See Confidential Minutes | |
| 7.0 | GOVERNANCE | |
| 7.1 | Governance & Financial Management Improvement Plan | |
| Report Summary | AM Brown provided an update that the report will continue to the next board meeting due [REDACTED] | AM Brown |
| Discussion | There was no discussion or questions from the Board. | |
| Decision | Members noted the update. | |
| 7.2 | Business Plan Delivery Plan: Year 2, 2022/2023 Update | |
| Report Summary | AM Brown provided an update that the report will continue to the next board meeting due [REDACTED] | AM Brown |
| Discussion | There was no discussion or questions from the Board. | |
| Decision | Members noted the update. | |
| 7.3 | AGM Preparation & Secretary's Compliance Report | |
| Report Summary | <p>AM Brown presented to the Board the report and advised that she would be focusing her update on the 4 Appendices. The Report is detailed with lots of reference to The Rules and compliance of the Association.</p> <p>Appendix 1; AM Brown advised that this is the draft Agenda of the AGM, approval was requested. This year at the AGM there will be staff surgeries to allow tenants and shareholders to address their questions and queries prior to the main business of the AGM.</p> <p>Appendix 2; Succession Plan of the Board of Management, whilst cross referencing the document some points of the report identified information that could not be evidenced.</p> <p>Board members were asked to confirm that the information is accurate any changes to be reported back to AM Brown for amending. Due to the members stepping down from Board duties it was noted that we will remain compliant with Rule 68. There will be 10 members remaining on the board after the AGM, the recruitment will be on going throughout the year.</p> <p>Appendix 3; Schedule of Registers as per AM Brown's responsibilities as Secretary AM Brown must ensure that these are reviewed annually, an audit was carried out by L McCulloch and K Tennant on 23 August 2022. In terms of the Shareholding Members Registers all information that should be there is available, although formatting and layout will need to be updated.</p> <p>Gifts and Hospitality Register does not appear to have been updated since February 2022, the Corporate Team will be looking to update this with entries.</p> | Members |

As part of the audit L McCulloch will review our policy to bring in line with discussions and findings.

Register of Seals appeared to be up to date, it was noted that the Register of Seals is now only being used for new Shareholder certificates.

Minutes of Board Meetings Register identified some minutes require to be signed, C Edward was advised that he was required to sign before stepping down as Chairperson at the AGM.

AM Brown

AM Brown advised that there is some work to be done but nothing of notable concern. Staff will be reminded of their responsibilities and to submit any information for inclusion to the registers.

Appendix 4, draft meeting schedule for 2022-23. AM Brown looking to review and align Board Meeting Scheduling and looking to move the meetings to a cyclical flow of every 6 weeks to take in to account workloads and sub-committee meetings.

Board and Committee meetings have been between Tuesday and Wednesday evenings, AM Brown proposed that all future meetings are held on Tuesday evenings.

Discussion

Member advised that they have attended other AGM's within RSL's and what works well is fish supper and bingo, it encourages the community to attend and is well received.

Member also address the Board Member situation, and highlighted that lower numbers can affect rotation of members being involved with investigations, recruitment etc. Member also advised the budget may need to be increased and suggested looking at advertising in local press, SFHA and Clydesider.

K Tennant

Chairperson agreed to attend the office on Friday, 26 August 2022 to sign minutes prior to departure. Corporate Services to ensure all minutes are made available.

C Edward/
K Tennant

Discussion

Noted the AGM Draft Agenda at **Appendix 1**
Noted the Board Succession Plan at **Appendix 2**
Noted the updated arrangements for the AGM at section 3.1
Noted total number seeking election at the AGM at section 3.7.2 and 3.7.3.
Noted the compliance statement at section 3.8.3 in accordance with Rule 68 and **agreed** that this be recorded in the minutes of this Board meeting.
Noted the Schedule of Registers at **Appendix 3**.
Approved recommendations for the approval of the new Board and Committee meeting Schedule for 2022-23 including SGM meeting being held on 13 September 2023, and **noted** the intention is to hold most meetings on a Tuesday rather than a Wednesday evening.

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| 7.4 | Risk Register – 6 Monthly Update Confidential See Confidential Minutes | |
| 7.6 | Gavin Waddell – Board Member Extension of Appointment | |
| Report Summary | AM Brown presented report to the Board. G Waddell at the time of the meeting is an appointee by the Board not the Scottish Housing Regulator. His appointment was from 18/3/21, not 2022 as specified in the report, to 31/8/2022. G Waddell has confirmed that he would like to remain on the Board of Management. Considering the members intentions, there are options open to the Board in terms of the appointment which include option 1 awarding a new appointment for a set period of time, or option 2 extending their current appointment up to and including AGM. AM Brown advised that with the option 2 extending up to and including the AGM, G Waddell can be elected in line with the Rules to the Board of Management at the AGM. | |
| Decision | Following consideration the Board; Noted the contents of this report. Approved and extension to G Waddell’s appointment as a Board member to the 13 September 2022 and nominate G Waddell for election to the Board at the AGM due to be held on 13 September 2022. | AMBrown |
| 8.0 | STRATEGY | |
| | No reports. | |
| Discussion | Member asked if this is a required Agenda item. AM Brown confirmed that due to the current structure of our meetings it is not a utilised agenda topic for the Board of Management Meeting. | |
| Decision | Decision was made to remove the agenda item Strategy from meetings going forward. | AMBrown |
| 9.0 | FINANCE | |
| 9.1 | Treasury Management – Annual Compliance Report 2022 | |
| Report Summary | G Bruce presented the report and advised that it is required to comply with the Treasury Management Policy, and directed members to the appendix contained within the report which is self-explanatory and asked for any questions. | |
| Discussion | Member asked if the stock valuation to be carried out will be a desktop valuation or a physical valuation. G Bruce confirmed that it will be a desktop valuation. Member also asked for clarification on surplus funds in item 6. The text states that there are 4 bank accounts with 3 financial institutions however the table does not reflect that. Member asked which is the correct item. G Bruce confirmed that we have 3 accounts with 2 financial institutions. Current and Investment accounts with The Bank of Scotland and an Investment account with Nationwide Building Society. | |

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| Decision | After consideration, the Board noted the contents of the report subject to amendments highlighted. | |
| 9.2 | Annual Internal Control Assurance Statement 2021/2022 | |
| Report Summary | G Bruce presented the report. As part of the documents reviewed under agenda item 4 the Financial Statement included a statement on the internal financial controls to satisfy to the Board that the Association is meeting and complying with these controls. | |
| Discussion | No questions or comments received. | |
| Decision | Following consideration the Board, Noted the contents of the report. And Approved the Annual Assurance report for 2021/22 at Appendix 1 of the report. | |
| 9.3 | SHAPS Financial Assessment 2021/2022 | |
| Report Summary | G Bruce presented the report to the Board. G Bruce advised that the Association is required to provide an annual assessment to SHAPS to comply with their terms. It is required to be submitted by 31 August 2022. G Bruce is happy to highlight that assessment provides the Association with a low risk assessment. | |
| Discussion | Member asked in relation to question 5d why it was unanswered. G Bruce advised that it is unanswered due to the Scottish Government not issuing specifics to price against. Once the information is published costings shall be investigated and reported back to the Board and SHAPS. | |
| Decision | Following consideration the Board 5.1.1 Note the contents of the report. 5.1.2 Note the SHAPS Financial Assessment Return Appendix 1 . 5.1.3 Note the Finance & Corporate Services Team Leader will submit the SHAPS Financial Assessment return by 31 August 2022. <i>J Henderson and M Cameron left the meeting at this point. The meeting remained quorate with 6 members remaining in attendance.</i> | C Cameron |
| 9.4 | AFS Return to Scottish Housing Regulator 2021/2022 | |
| Report Summary | G Bruce presented the report to the Board and advised that this is part of 3 financial submissions requested by the Scottish Housing Regulator (SHR). The report is produced by using the information provided in the annual accounts which have been approved at item 4.2 by populating the SHR's return. | |
| Discussion | No comments or questions received. | |
| Decision | Following consideration the Board, Noted the contents of the report. Noted and approved SHR Audited Financial Statements Return Appendix 1 . Noted the Chief Executive will submit the SHR Audited Financial Statements | AM Brown |

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| | return by 30 September 2022. | |
| 9.5 | Investment Strategy | |
| Report Summary | <p>G Bruce presented the Investment Strategy and advised it forms part of the Treasury Management Policy, and members noted that the Association is very risk averse. The report is highlighting the controls in place to invest tenants' money.</p> <p>Members noted that G Bruce will be looking to spread out deposits to other financial institutions to comply with the Policy and minimise risk to the Association.</p> | G Bruce |
| Discussion | No comments or questions received. | |
| Decision | <p>Following consideration the Board, Approved the contents of this report.</p> <p><i>G Bruce left the meeting at this point.</i></p> | |
| 10.0 | STAFFING | |
| | <p>No reports.</p> <p>Chairperson asked to review agenda items and remove if not required.</p> | AM Brown |
| 11.0 | OPERATIONS | |
| 11.1 | Performance Report – Quarter 1 | |
| Report Summary | <p>D Wilson presented the report to the Board. D Wilson highlighted that the satisfaction survey has a few red markers of dissatisfaction for attention. These were followed up by the Customer Services Team and as a result the Close Cleaning Contract has been closely monitored, including fortnightly meetings with the contractor expressing the dissatisfaction of our Customers. Close Cleaning monitoring is ongoing, including spot checks.</p> <p>Tenants also reported as part of the satisfaction the website could be used more effectively and that they would like to see increased use of emails/ text messages and other application such as Whatsapp.</p> <p>Fly tipping within the backcourt was also noted as an area of dissatisfaction, all of the issues reported have been addressed and dealt with accordingly.</p> <p>Key Performance Indicator (KPI) area of the report highlighted that there has been an increase of Anti-Social Behaviour with 4 reoccurring cases that account for 9 complaints. These have been addressed and dealt with in line with the Anti-Social Behaviour Policy appropriately with no further incidents reported from the 4 cases.</p> <p>In relation to Emergency repairs, following C Dugans ARC verification, this has now returned to 1.48 hours for emergency repair attendance. Non-Emergency repair now reporting 4.6 days, both indicators showing green on the report meeting the KPI set.</p> | |

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| | <p>Gas Servicing remains at 100% for Q1.</p> <p>Terminations of tenancies; most popular reason for termination is tenants leaving to provide family support and older residents moving into permanent care facilities.</p> | |
| Discussion | <p>Member commented that the Close Cleaning Contractor has been attracting comments of dissatisfaction for some time now. Members stated that staff should ensure that the Association is unhappy with their level of performance and that if the contract is not being met, we may take further action.</p> <p>It was noted that the Asset Officer has been closely monitoring the close cleaning contractor and improvements have been noted throughout the stock. The contractor has been subject to a group of operatives not performing at the level expected of them. The discussion of poor service delivery and the consequences of this has happened.</p> <p>Members also commented that they were happy to see Anti-Social Behaviour being reported as previous lower figures were not representative of what they are aware of within the community.</p> <p>Member advised that they were unsure as a tenant what the tasks carried out are, they have lived in their property for 8 years and cannot recall a deep clean. Member asked for a rota to be sent tenants with dates of expectations. D Wilson informed the Board that there should be 2 sheets within each close one detailing what has been carried out, the other signed off by the site supervisor however, he will look into this further.</p> <p>Member asked a question relating to Indicator 30; Days to relet a property. Noting at the end of 2021/22 the recorded days to relet was 26.8 days, the KPI set is 12 days, and asked if this target is being reviewed? Member noted their concern that the target is unrealistic for the staff team to meet based on the figures.</p> <p>D Wilson advised that there is a new set of KPIs being introduced shortly for the staff, change will be noticeable when this is introduced in the coming months.</p> | <p>D Wilson</p> <p>D Wilson</p> |
| Decision | <p>The Board noted the updates and information.</p> <p>Board agreed to suspend Standing orders due to the meeting almost at the 2 hour mark.</p> | |
| 12.0 | <p>HEALTH and SAFETY</p> <p>Chairperson asked if this items is not required to be removed.</p> <p>It was confirmed that this is to be included within the meeting as per the Health and Safety Policy and must remain.</p> | |
| 13.0 | <p>ANY OTHER COMPETENT BUSINESS</p> | |

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| 13.1 | Correspondence |
| Report Summary | AM Brown confirmed that there is no further competent business to be brought to the Board. |
| Discussion | |
| Decision | |
| 13.2 | Updated Board / Committee Workplan 2022 |
| Report Summary | AM Brown attached for information for members. |
| Discussion | |
| Decision | |
| 13.3 | Retiring Members |
| | <p>AM Brown addressed members who were retiring at the AGM and noted that the meeting would be the last Board meeting for the aforementioned members.</p> <p>AM Brown thanked members for their significant contribution to the Association. Giving up their time, investing their skills, time and experience to the Association. On behalf of the organisation and the tenants AM Brown wanted to express her thanks to those members involved in steering the Association through High Engagement.</p> <p>The Chair informed the Board that he has enjoyed his time with the Association thanking the staff for the skills and knowledge which he has applied in his own career. He also advised that it has been great to see the Association and the staff going from strength to strength and that the Association will continue to be an integral part of the community.</p> <p>It was also noted that G Laurie will continue to be part of the Association's Policy Review Working Group and confirmed that he has enjoyed working with the Association.</p> |
| 14.0 | DATE OF NEXT MEETINGS |
| | <p>Chair advised dates of next meeting:</p> <ul style="list-style-type: none"> • AGM: Tuesday 13 September 2022 @ 6.30pm <p>The meeting closed at 8.36 pm</p> |

Signed J Henderson Date 25.10.2022

(Chairperson)