

Agenda Item 3.1

MINUTES OF BOARD OF MANAGEMENT IN-PERSON/HYBRID MEETING

Meeting held on Tuesday, 2 July 2024 at 6pm in-person at Beardmore House, 631 Dumbarton Road, Dalmuir, G81 4EU & also on-line via Microsoft Teams

In Attendance:

Board Members:

Gavin Waddell, Chairperson
Stephen Boag
David McIndoe
Jade Murray
David Edgar (online via Teams)
Francis Polding
Michelle Donnelly

Staff/Advisor(s):

Anne Marie Brown, Chief Executive
Carla Cameron, Finance & Corporate Services Manager
Dougie Wilson, Customer Services Manager
Arlene Dickson, Care Services Manager
Paul McNeill, Director HRC (Temp Finance Agent)
Alison Smith, Allanpark Consultants Ltd (Item 8.1 only)

Board meeting minute prepared by Carla Cameron/Anne Marie Brown post meeting.

ITEM	NOTE	ACTION
	<p>WELCOME AND ORDER OF BUSINESS</p> <p>The Chairperson welcomed all to the meeting and confirmed that the full meeting pack was issued to members on Wednesday 26 June 2024. Members had been advised on the 25 June 2024, that there would be a one-day delay in issuing the Board papers.</p> <p>It was agreed that Agenda Item 8.1 be brought forward to allow Alison Smith, Allanpark Consultants Ltd to leave the meeting after the agenda item.</p>	
1.0	<p>APOLOGIES</p> <p>The Chairperson read out the names of all those in attendance at tonight's meeting and also noted apologies were received from Anita Williamson and Jordan Henderson.</p>	
1.1	<p>Approved Leave of Absence</p> <p>J Gherardi and I Lennox are on an approved LOA.</p>	

At the Chairperson’s request, Members noted and approved a 3 month Leave of Absence for Jordan Henderson.

1.2 Non-Attendance
None.

2.0 DECLARATIONS OF INTEREST
None.

AGENDA ITEMS BROUGHT FORWARD

8.1 New Business Plan 2024/2029 & Strategic Delivery Plan Confidential

Report
Summary

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

	meeting at 6.24pm
Decision	<p>The Board:</p> <p>Approved the finalised draft Business Plan 2024 – 2029 as attached at Appendix 1, noting the design work will be carried out in-house within a couple of weeks.</p>
3.1	<p>Minute of previous Board meeting held on 21 May 2024</p> <p>Members noted the following amendment to the minutes:</p> <p><i>Current : 9.1 It was clarified that a sensitivity analysis was carried out and it showed that the Association still had cash in bank and the cash flow would at no point go into a deficit.</i></p> <p><i>Proposed Amendment : Sensitivity analysis undertaken demonstrated the impact of different assumptions on the cashflow and compliance with the Unity Bank lending covenants. Assumptions that involve an inflation only rent policy would deliver significant cash flow deficits from 2040 onwards and there would be a breach of the bank's lending covenants.</i></p> <p><i>DPHA will continue to monitor the financial forecasts closely and in the event of one or more changes in the assumptions made, appropriate action will be taken to ensure that DPHA remains financially viable and covenant compliant.</i></p> <p>The minutes and amendment were approved on a proposal by S Boag and seconded by D McIndoe.</p>
3.2	<p>Minute of Staffing Committee meeting held on 4 June 2024</p> <p>The minutes were noted.</p> <p>Members agreed to schedule a further Staffing Committee on 6 August 2024 at 6pm.</p>
3.3	<p>Minute of Policy Review Working Group meeting held on 11 June 2024</p>

	The minutes were noted .	
4.0	Recommendations to the Board for Approval from:	
4.1	PRWG (12 March 2024):	
	a. Allocations Policy & Equalities Impact Assessment	
Report Summary	D Wilson presented the revised Allocations Policy. Members noted that the Policy has taken time to be revised as the review included consulting the Tenants' Panel and then WDC asked for the percentage of lets to homeless applicants to be changed for 2024/25.	
Discussion	Members noted that WDC has requested an increase to allocations for Section 5 referrals from 65% - 69% for 2024/25. This target is reviewed and discussed with WDC and the other local housing associations each year.	
Decision	The Board: Noted the contents of this covering report. Approved the revised Allocations Policy as attached at Appendix 1 . Noted the Equality Impact Assessment at Appendix 2 .	
4.2	Staffing Committee (4 June 2024)	
	a. Disciplinary Policy & Equalities Impact Assessment	
Report Summary	AM Brown presented the revised Disciplinary Policy. Members noted that this policy has been discussed in full at the Staffing Committee with the Committee suggesting some additional amendments, which have been included within the finalised draft policy.	
Discussion	Members also were informed that the policy has also been revised as a result of learnings from a recent lived experience, and has been revised with the assistance T Carruthers, HR Consultant. A new discipline procedure developed by the HR Consultant is included within the revised policy. This procedure allows the Disciplinary Policy to align more closely with the Grievance Policy, which was revised last year.	
Decision	The Board: Approved the revised Disciplinary Policy as recommended by the Staffing Committee. Noted the Equality Impact Assessment.	
4.3	Policy Review Working Group (11 June 2024)	
	a. Standing Orders	
Report Summary	AM Brown presented phase 1 of the review of Standing Orders. Members noted that the Standing Orders are being revised in 2 phases as it had been some time since the last full review had taken place and a thorough review is required.	
Discussion	Members noted that as the Standing Orders were being reviewed in 2 phases it was necessary to discuss the changes being suggested to the key principles and to seek Board approval before moving to the next phase of the review.	

	<p>Members noted that currently the Board meetings are not consistent and can range from 4-6 weeks in between each meeting, and that some Committee meetings are held on a Monday evening rather than a Tuesday.</p> <p>Members agreed with the proposal that Board meetings should be held on the 3rd Tuesday of each month, meaning an additional Board meeting throughout the year, however, it was noted that overall, this should ease the Board's workload for each meeting and result in consistency in terms of timing of meetings.</p> <p>Members also agreed with the proposal that all Committee meetings should be moved to a Tuesday evening to ensure consistency with the Board meeting schedule.</p> <p>Members noted that it was suggested that the Staffing Committee and PRWG are merged to create a new Committee titled Governance & HR. Members felt that this should be included within the revised Standing Orders.</p> <p>It was also noted that the Scheme of Delegation will be created as a separate Appendix for ease of reference, and the Board agreed to this change, and to the other suggested changes within phase 1 of the review of Standing orders.</p> <p>It was noted that currently within the Standing Orders the Chair of the Association should not be the Chair of the Staffing Committee. However, Members agreed that they were happy for the Chairperson to be Chair of Staffing Committee as long as should any grievance/disciplinary matter arise involving the Chief Executive, the Chairperson should not be part of any initial investigation process in case they are required to participate in the process at a later stage.</p> <p>The Board agreed that the Chairperson could remain as the current temporary Chair of the Staffing Committee, however, It was also noted that Members of the Staffing Committee should be encouraged to consider the position of Chair of the Staffing Committee.</p>	GBMs
Decision	<p>The Board:</p> <p>Noted the contents of this report.</p> <p>Gave in-principle approval to the suggested changes to some of the core principles contained within the current Standing Orders as outlined in Section 10 within the covering Report.</p> <p>Agreed to suspend current Standing Orders and allow the Chairperson to act as temporary Chair of the Staffing Committee.</p> <p>Noted Phase 2; the revised Standing Orders will be presented to the next PRWG meeting in September/October 2024 and thereafter recommended to the Board for approval.</p>	
4.3	<p>Policy Review Working Group (11 June 2024)</p> <p>b. Property Acquisition Policy & Equalities Impact Assessment</p>	

Report Summary	C Cameron presented the policy. Members noted that the review of this policy had been delayed allowing time for investigations to be made into potential sources of grant funding.	
Discussion	C Cameron asked for a further amendment be made to the policy as follows: Members noted that the amendments should say: <i>"a financial appraisal will be carried out to ascertain the financial viability of the potential purchase. Consideration will be given to NPV, Cashflow, Demand and Compliance with Lending Covenants.</i> <i>The financial appraisal should ideally break even within 20 years, 30 years at maximum, noting each property will be considered on its own merits from a business perspective".</i>	
Decision	The Board: Approved the revised Property Acquisition Policy inclusive of the additional amendments. Noted the Equality Impact Assessment.	
5.0	Board Matters Arising Schedule	
Report Summary	AM Brown presented the matters arising schedule to members. It was highlighted that the 1-2-1 support for the training portal would be available for Members and they should contact C Cameron directly to arrange this. Members noted that the Board Declarations will be issued imminently once a final proof-read is carried out. It was noted that other housing associations are experiencing similar issues in regard to Debt Collectors and that Stirling Park is the agency used most by others. Members noted that the Tenants' Panel training with TPAS had originally been suggested for either 1 or 8 August 2024, however, these dates are unsuitable, and D Wilson will contact TPAS for other suggested dates. Members also noted that Tony Kelly from TPAS is retiring, and D Wilson will look into who will now be the Association's main contact at TPAS.	DW
Decision	The Board: Noted the content of the Matters Arising Schedule.	
6.0	Chief Executive's Progress Update: Confidential	
Report Summary	AM Brown presented their report and highlighted the following:	
Discussion		

[REDACTED]

New Suppliers: It was noted that the Association has 2 new suppliers; Miint Cleaning and G3 Consulting. Members were asked to declare any connections with the suppliers if they have any.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

CC

Decision

The Board:

Noted the contents of this report, especially:

- a. Appendix 1 - Chief Executive’s Work Objectives 2024 update.
- b. The details of two new suppliers, Miint Cleaning Services and G3 Consulting Engineers Ltd.

[REDACTED]

7.0	GOVERNANCE
7.1	GFMIP Quarterly Update Report
Report Summary Discussion	AM Brown presented their report giving updates on: Phase 2 of the Stock Condition Survey will commence on 15 July 2024 and should take around a week to survey 200 properties.

	<p>Annual Reviews for the majority of staff have now taken place, with the remaining due to be carried out by the end of July 2024.</p> <p>AM Brown advised the Board that they will lead on arranging Disclosure Scotland checks for non-care services staff and Board Members, starting with the staff at Beardmore House and then Board Members.</p>
Decision	<p>The Board:</p> <p>Approved the updated GFMIP at Appendix 1.</p>
7.2	Board Training Plan
Report Summary	C Cameron presented the report on behalf of K Tennant and highlighted the following:
Discussion	<p>Appendix 1 shows the complete list of courses available through the training portal, however, only those highlighted in lilac are mandatory and require to be completed by Board Members by 29 September 2024.</p> <p>Any Member who wishes a 1-2-1 session on using the portal should contact C Cameron.</p> <p>Members can access any of the other courses available through the portal should they wish to enhance their knowledge and skills.</p> <p>Member highlighted that they found the portal straightforward and easy to use.</p>
Decision	<p>The Board:</p> <p>Noted that they can contact the Finance & Corporate Services Manager individually to arrange a 1-2-1 Member drop-in session to be shown the learning portal.</p> <p>Noted that each Member's portal has been populated with some annual training sessions which should be completed by 29 September 2024.</p> <p>Approved the revised and updated Board Training Plan for 2024/2025 as attached at Appendix 1.</p>
7.3	Equality and &R Action Plan Update Report, Annual Review 2024/25 and Annual Statement 2023/24
Report Summary	AM Brown presented the report and provided the following comments:
Discussion	<p>Any actions outstanding from the 2023/24 plan will be carried forward into 2024/25 plan and target completion dates have been amended.</p> <p>It was also noted that the plan will be reviewed and streamlined over the next few months to make it more user friendly and more specific to DPHA.</p> <p>The Annual Statement outlining the equality targets achieved during 2023/24 will be included within the winter 2024 newsletter.</p>

	The next 6-monthly Board progress report is due to be presented to the Board in January 2025.	
Decision	<p>The Board:</p> <p>Approved the updated Equality & Human Rights Action Plan for 2024/2025 as attached at Appendix 1, noting that this is also the 6-monthly update report to the Board.</p> <p>Noted that the Annual Equalities Statement for 2023/2024 will be published in the Association's Winter 2024 Newsletter and on the Association's website.</p>	
7.4	Revised KPI's for 2024/25	
Report Summary	D Wilson presented the report and provided the following comments:	
Discussion	<p>The KPI's have been reviewed to ensure that targets are either realistic and/or achievable based on previous performance.</p> <p>The percentage of new tenancies sustained greater than one year (Indicator 16) is lower than anticipated at the year-end, March 2024. This figure is usually around the target figure of 92%.</p> <p>Following a question from a Member, it was noted that Indicator 26 is based on the amount of cash received and Indicator 27 is about the level of arrears.</p> <p>Members questioned if there is a risk to the KPI for Indicator 16 not being met due to the increased level of Section 5 referrals previously agreed for 2024/25. D Wilson noted that this is not the case so for the 2024/25.</p> <p>Members noted that the targets are monitored through the quarterly performance report and are revised on an annual basis.</p>	
Decision	<p>The Board :</p> <p>Noted this covering report.</p> <p>Approved revised KPIs for 2024/2025 as at Appendix 1.</p>	
9.0	FINANCE	
9.1	Review of the Bathroom & Window Contract Costs for 2024/25	
Report Summary	D Wilson presented the report and highlighted the following:	
Discussion	<p>Members were informed that with the exception of a handful of surveys still to be carried out, the property survey's for both contracts had been carried out and both Contractor's had highlighted an increase to the original costs.</p> <p>The window contract is expected to increase by £60k, to £396k, although is a worst-case scenario and may decrease when the contract is complete. Members noted that the Bathroom contract is expected to increase by £40k to £208k.</p> <p>Cost increases were connected to a range of issues, such as increase in material costs, manufacturing costs, not including scaffolding costs for the window</p>	

contract, and under-estimating some of the bathroom contract works required.

Members noted their concern that the costs are not finalised. D Wilson assured the Board that the contracts will be monitored closely, and discussions have been held with the Contractors informing them no further cost increases will be accepted.

It was clarified that scaffolding costs for the window contract are necessary for Health & Safety, and general installation reasons.

Decision

The Board:

Noted the contents of the covering report.

Approved the addition of a further [REDACTED] for the window replacement programme, bringing it to a total of [REDACTED] for 2024/25, and **approved** the addition of a further [REDACTED] for the bathroom replacement programme bringing it to a total of [REDACTED] for 2024/25.

10.0 STAFFING

10.1 Pensions – Salary Sacrifice Proposals & DB Pension Consultation Update - Confidential

Report Summary

[REDACTED] presented the report and the following updates:

Discussion

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

PMcN

[REDACTED]

AMB

[REDACTED]

[REDACTED]

Decision	<div data-bbox="279 129 775 174" style="background-color: black; height: 20px; width: 311px;"></div> <p>The Board:</p> <p>Noted the contents of the report and the feedback from staff consultation on the introduction of salary sacrifice.</p> <p>Agreed that the Association proceeds with the introduction of salary sacrifice.</p> <p>Agreed a Salary Sacrifice Policy be developed and presented to the Board at the August 2024 meeting.</p> <div data-bbox="279 483 1300 566" style="background-color: black; height: 37px; width: 640px;"></div> <p>Noted the general update on the DB consultation with staff.</p>
11.0	OPERATIONS
11.1	Debt Write Offs
Report Summary	<p>C Cameron presented the report highlighting the proposed Bad Debt write off relates to one former tenant balance of £2,227.52; with 2 small balances written off which total £152.95.</p>
Discussion	<p>No questions raised.</p>
Decision	<p>The Board:</p> <p>Noted the contents of this covering report.</p> <p>Approved the debt write off contained in Appendix 1 to the sum of £2,227.52.</p> <p>Noted the debt write off of £152.95 (former tenant arrears) in relation to balances of less than £100, which have been written off in line with the Write Off Policy.</p>
11.2	CD Consulting ARC Report & Recommendations - Confidential
Report Summary	
Discussion	
Decision	<p>The Board:</p> <p>Noted the contents of this covering report.</p> <p>Noted the amended ARC summary at Appendix 1 along with <div data-bbox="1077 1767 1281 1812" style="background-color: black; width: 128px; height: 20px;"></div> audit report attached in Appendix 2.</p> <p><i>Members agreed to suspend standing orders at 7.59pm to allow the meeting to continue.</i></p>
12	HEALTH AND SAFETY
	None.

13.0	USE OF DELGATED AUTHORITY	
13.1	<p>G Waddell updated Members on the use of Delegated Authority for the following:</p> <p>By the Chief Executive (04.06.2024) - Minor policy changes made to:</p> <ul style="list-style-type: none"> a. Factoring Policy. b. Unacceptable Actions Policy. c. Stress & Distress Policy. d. Disposal of Assets Policy. e. Domestic Abuse Policy. f. Membership Policy. 	
13.2	<p>By the PRWG (11.06.2024) – Minor Policy changes made to:</p> <ul style="list-style-type: none"> a. Treasury Management Policy. 	
14.0	ANY OTHER COMPETENT BUSINESS	
14.1	Correspondence	
	None	
14.2	Updated Board/Committee Workplan 2024-2025	
Report Summary Discussion Decision	<p>AM Brown advised there were no further updates to be provided.</p> <p>None.</p> <p>The Board:</p> <p>Noted the contents of the report.</p>	
14.3	Additional AOCB Item – CONFIDENTIAL/CLOSED SESSION	
Report Summary	<div style="background-color: black; height: 80px; width: 100%;"></div>	
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	<div style="background-color: black; height: 60px; width: 100%;"></div>	
	<ul style="list-style-type: none"> I <div style="background-color: black; height: 70px; width: 100%;"></div> I <div style="background-color: black; height: 40px; width: 100%;"></div> 	

Decision

The Board:

Agreed to add the review of the DB pension scheme to the agenda for the Staffing Committee meeting being held on the 6 August 2024.

15.0

DATE OF NEXT MEETINGS

Board Meeting: 20 August 2024 at 6pm

Staffing Committee: 6 August 2024 @ 6pm

Audit and Risk Meeting: 12 August 2024 at 6pm (online)

AGM: 3 September 2024 at 6pm

Board Meeting: 3 September 2024 at approximately 7pm

The meeting ended at 20:23

Signed _____ Date _____

(Chairperson)