

MINUTES OF BOARD OF MANAGEMENT HYBRID MEETING

Meeting held on Tuesday, 26 November 2024 at 6.00pm in DPHA's Office, Beardmore House, 631 Dumbarton Road and on-line via Microsoft Teams

Attendance:

Board Members:	Gavin Waddell, Chairperson (in-person) Francis Polding, Vice-chairperson (18:27 onwards & on-line) David Edgar (in-person) Sonia Smith (in-person) Stephen Boag (in-person) Michelle Donnelly (in-person) Ian Lennox (in-person)
Staff/Advisor(s):	Anne Marie Brown, Chief Executive (in-person) Carla Cameron, Finance & Corporate Services Manager (in-person) Dougie Wilson, Customer Services Manager (in-person) Arlene Dickson, Care Services Manager (in-person) Anne E Smith, Corporate Services Officer (in-person) Jennie Cameron, Senior Customer Services Officer (on-line) Graeme Bruce, Finance Agent (on-line) Scott McCready, Wylie Bisset Group (agenda item 7.3) (on-line) Paul McNeil, HRC (agenda item 9.6) (on-line)
Observer(s):	Karen Dyson, Potential New Board member (in-person)

Board meeting minute prepared by Anne E Smith, Corporate Services Officer from the meeting recording.

ITEM	NOTE	ACTION
	<p>WELCOME AND ORDER OF BUSINESS</p> <p>G Waddell, Chairperson welcomed all to the meeting and confirmed that an interim pack was issued to members on Tuesday 19 November 2024 with the full meeting pack issued on Wednesday 20 November 2024.</p> <p>The Chairperson welcomed the following to the Board meeting: - Scott McCready from Wylie Bisset Group, Auditors (agenda item 7.3), P McNeill from HRC (agenda item 9.6) and Karen Dyson (potential new board member).</p> <p>Members approved the following items to be brought forward for discussion immediately after agenda item 2: - agenda item 7.3 Scott McCready, Wylie Bisset</p>	

	<p>Group, agenda item 9.6 Paul McNeil, HRC and agenda item 11.1 Dougie Wilson/Jennie Cameron, Rent Harmonisation.</p> <p>Once agenda items 7.3, 9.6 and 11.1 were delivered and concluded, the meeting proceeded as per the agenda.</p>
1.0	APOLOGIES
	<p>The Chairperson asked for any apologies and confirmed all those in attendance at tonight's meeting.</p> <p>Apologies were received from:</p> <ul style="list-style-type: none"> • David McIndoe. • Jade Murray.
1.1	Approved Leave of Absence
	<p>The Chairperson advised the Board that [REDACTED] had requested a 3-month Leave of Absence [REDACTED], with effect from the 19 November 2024. Board approved requested leave of absence until 18 February 2025.</p> <p>No other Board members are currently on a LOA.</p>
1.2	Non-Attendance
	<p>The Chairperson confirmed that there were no Board members who were not in attendance at the meeting and had not submitted apologies.</p>
2.0	DECLARATIONS OF INTEREST
	<p>G Bruce declared an interest at Agenda item 9.5. D Wilson, A Dickson, C Cameron, J Cameron, A Smith all declared an interest section 4.6 – Succession Planning Policy.</p>
	AGENDA ITEMS BROUGHT FORWARD
7.3	Draft Internal Audit Needs Assessment 2024/25 to 2026/27
Report Summary	<p>AM Brown introduced S McCready to the Board and asked them to present their report to Board.</p> <p>S McCready delivered their report to the Board and summarised the content of the draft Audit Needs Assessment for 2024/25 to 2026/27. Members were advised that the content of the Audit Needs Assessment can be adjusted as and when required with the Board's approval. S McCready noted that an annual meeting will be held with the Leadership Team to review the contents of the plan.</p>
Discussion	<p>Members are asked to note the following audits will take place between December 2024 and 31 March 2025: Cyber Security; Complaints Handling; Void Management and Rent Collection.</p> <p>Members commended the inclusion of Cyber Security within the audit plan given the potential risk of cyber fraud.</p>
Decision	<p>The Board: Noted the contents of this covering report.</p>

Approved the Audit Needs Assessment 2024/25 to 2026/27 (Appendix 1).

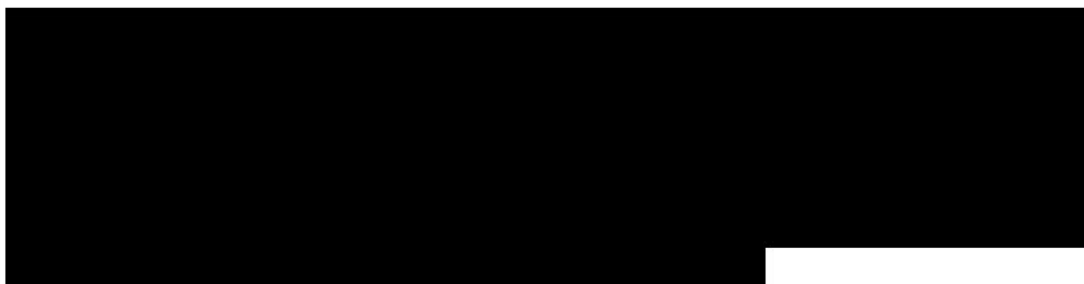
S McCreedy left the meeting at 18:17

9.6 Unity Bank Lending Facility

Report Summary

P McNeill presented their report to Board.

Discussion



Members were asked to review the letter of variation.

Decision

The Board:

Noted the contents of this covering report.

Reviewed the Unity Trust Bank Letter of variation and approved



Noted that the revised 2024/2025 budget approved by the Board in October 2024 included the arrangement fee for the Unity Bank loan.

P McNeill left the meeting at 18:21

11.0 OPERATIONS

11.1 Rent Harmonisation Convergence Options

Report Summary

D Wilson presented the report (Co-written by AM Brown & J Cameron, Senior Customer Services Officer) and highlighted the options available to the Board for implementation of rent harmonisation.

Discussion

The Board had previously asked for rent comparisons information with other local RSLs in the area. This information is included in the report. The rent figures noted in the report are based on 2024/25 rates. Members were asked to note that the annual increase as part of the annual rent review process will be applied in addition to any increase or decrease arising from rent harmonisation, which will come into effect from the 28 March 2025.

Members were asked to refer to Table 2 within the report which showed the overall increases and decreases as a result of the two rent harmonisation options.

Members were informed that a small number of tenants, 31 in total would be facing a rent increase of £40 per month and above. J Cameron asked the Board to note that the majority of tenants would fall below this amount per month.

Since the last Board meeting further meetings took place between the Leadership Team, Finance Agent and the Senior Customer Service Officer in order to explore the

convergence options. As a result, the following two options were being proposed to the Board for considered, with option 1 being recommended to the Board for consideration and approval.

- Convergence Option 1 – Rent phased over 2 years
- Convergence Option 2 - Rent phased over 3 years

[F Polding joined the meeting on-line at this point 18:27]

Members had an in-depth discussion around the information contained within the report and how it would affect tenants. Members enquired why there were so many rent levels throughout the Association's housing stock and were advised that one of the main reasons was due to historical new build development processes and the financing of these. G Bruce confirmed that different developments would have had different rents.

Members were advised that going forward any properties that became void, would be charged the new rent irrespective of the convergence option approved this evening.

G Waddell discussed how the Association would approach incentivising downsizing as the report touched on this. He advised that the Board would be keen to discuss this in 2025 and is open to suggestions on how the Association tackles this issue.

J Cameron confirmed that rent consultation letters would be sent out before the Christmas break and rent harmonisation letters would be sent in January 2025.

JC

Decision

The Board:

Noted the contents of the covering report.

Approved convergence option 1, which will come into effect on the 28 March 2025.

Noted that the new Rent Setting Policy will be presented to the Board in January 2025.

3.0 MINUTES FROM PREVIOUS MEETINGS

3.1 Board Meeting (29 October 2024) – For Approval

The Chairperson asked for accuracy and approval.

The minutes were **approved** on a proposal by J Lennox and seconded by M Donnelly.

3.2 People and Policy Sub-Committee (19 November 2024) For Noting

The Chairperson ask for accuracy and noting.

The minutes were **noted** by the Board.

4.0 Recommendations for Approval from People & Policy Sub-Committee (19 November 2024)

4.1 Entitlement, Payments & Benefits Policy

Report Summary Discussion	<p>AM Brown presented the Entitlement, Payments & Benefits Policy.</p> <p>It was noted that the main change to the policy was the removal of the list of contractors from Appendix A and the reason for this.</p>
Decision	<p>The Board: Approved the revised Entitlement, Payments & Benefits Policy.</p>
4.2	IT Security Policy
Report Summary Discussion	<p>C Cameron presented IT Security Policy.</p> <p>Members were informed that the changes to the policy was minor and came about after the IT audit was conducted earlier in the year. It was highlighted in the policy that Individual users are responsible for the safety and security of their own equipment as they travel to and from the workplace. The main change to the policy is the Association has transitioned to cloud- based back up servers instead of relying on physical servers with tapes stored off-site.</p>
Decision	<p>The Board: Approved the revised IT Security Policy.</p>
4.3	Data Protection Policy
Report Summary Discussion	<p>A Smith presented the revised Data Protection Policy.</p> <p>Members were advised that the Association's Data Protection Officer (services supplied by RGDP) revised the Policy on behalf of DPHA.</p>
Decision	<p>The Board: Approved the revised Data Protection Policy.</p>
4.4	Digital Strategy (New)
Report Summary Discussion	<p>C Cameron presented the new Digital Strategy.</p> <p>Members were advised this Strategy is new to the Association. The strategy sets out our plans on how we will move forward with our IT and digital plans for improving communications and service delivery.</p>
Decision	<p>The Board: Approved the new Digital Strategy.</p>
4.5	Anti-Social Behaviour Policy
Report Summary Discussion	<p>D Wilson presented the revised Antisocial Behaviour Policy.</p> <p>Members were advised that there were three main changes to the Policy and these relate to the reporting days in terms of the seriousness of the category of the complaint. It was noted that the Tenants' Panel had been consulted on the changes to the policy.</p> <p>Members were informed that each complaint of ASB received is treated on its own merit and the staff member responsible for dealing with the complaint determines</p>

	the ASB category based on the Policy.	
Decision	<p>The Board: Approved the revised Anti-Social Behaviour Policy</p> <p><i>Jennie Cameron left the meeting at this point 18:51</i></p>	
4.6	Succession Planning – Senior Staff Policy (New) & the Creation of a Depute for the Chief Executive	
Report Summary	<p>AM Brown presented the new Succession Planning.</p> <p>Members were advised that the new Succession Planning Policy and the connected recommendation to create a depute for the Chief Executive has been on the agenda for the Sub-Committee since March 2024 and required input from EVH and the new Head of People and Culture.</p>	
Discussion	<p>Members were satisfied with the level of scrutiny that has gone into the development of the Policy and the need for, and the process connected to creating a depute for the Chief Executive.</p> <p>Members were advised that at the start of the New Year EVH would be carrying out job evaluations [REDACTED] and a report is expected to be presented to the People and Policy Sub-Committee in March 2025.</p>	AMB
Decision	<p>The Board:</p> <p>Approved the new Succession Planning Policy – Senior Staff. Approved the creation of a Depute for the Chief Executive by adding in the responsibility to the Finance & Corporate Service Manager’s role profile effective from the 1 April 2025. Noted Succession Plan for the Leadership Team at Appendix 1 (Confidential)</p> <p><i>Ian Lennox left the meeting at this point 19:04</i></p>	
4.7	Child Protection & Vulnerable Adults Policy	
Report Summary	A Dickson presented the Child Protection & Vulnerable Adults Policy.	
Discussion	Members were advised of the key changes to the Policy.	
Decision	<p>The Board Approved the revised Child Protection & Vulnerable Adults Policy.</p>	
5.0	Board Matters Arising Schedule	
Report Summary	<p>AM Brown gave the Board a brief update on the schedule and advised them of the Following:</p> <p>Item 1- Income and debt Management Policy will be presented at the People & Policy Sub-Committee on 10 December 2024.</p> <p>Item 2- The final phase of transitioning all staff to laptops for use in the office and at home concludes on the 5 December 2024.</p> <p>Item 3- All annual declarations have been completed and returned.</p>	

	Item 7- Salary Sacrifice Policy was deferred from this Board meeting and will be presented at the People & Policy Sub-Committee meeting on 10 December 2024.	AMB
Discussion	No comments or questions were raised by the Board following the update.	
Decision	The Board: Noted the contents of the Matters Arising Schedule and the updates.	
6.	Chief Executive's Progress Update	
Report Summary	AM Brown presented the Chief Executive's Update report, highlighting the following.	
Discussion	New Supplier: - One New supplier was added to our approved contractor list. Members were reminded to declare any connections to this contractor. Leave of Absence – A Board member requested a leave of absence, effective immediately from November until February 2025. Whatsapp Group – It was confirmed that the Board WhatsApp group had been established for communication purposes only. Ratification of Chair – The Board were being asked to ratify D McIndoe as the new chair of the People & Policy Sub-Committee. Committee Papers approach - A new approach to Board/Sub-Committee papers will be trialled in the New Year, which will involve splitting essential and non-essential papers as a way of reducing the volume of meeting papers, but without impacting on the quality of information presented to the Board/Sub-Committee. Funding Application – Members were informed about a new funding stream called Community Health and Wellbeing Fund and was available for the Association's sheltered housing residents. A funding application was submitted for [REDACTED] for an arts and crafts project for tenants.	
Decision	The Board: Noted the contents of the report, especially Appendix 1 - Chief Executive's Work Objectives 2024 update. Approved the Chair of the People & Policy Sub-Committee as being D McIndoe. Noted that changes to the format for issuing Board papers come January 2025 on a trial period of 6-months.	
7.0	GOVERNANCE	
7.1	Delivery Plan – Quarterly update	
Report Summary	Members were advised that the Quarterly Update Report will be carried over to the Board Meeting in January 2025.	
Discussion	Report not available for discussion at tonight's meeting.	
Decision	The Board: Noted the Delivery Plan Quarterly Update Report will be presented to the January	AMB

	2025 Board meeting.	
7.2	Board & Staff Code of Conduct	
Report Summary	A Smith presented the Board & Staff Code of Conduct Report.	
Discussion	<p>Members were advised that the Code of Conduct for Board and Staff were updated and revised by SFHA in 2024. Members were asked to note the staff Code of Conduct underwent minimal changes, primarily focused on tidying up aspects of the code and accompanying guidance based on feedback received.</p> <p>The Board Code of Conduct has had more changes made to it by SFHA; however, the fundamental principles have remained unchanged. The revisions have been documented in the revised Model Code of Conduct and can be seen in red type. The updates to the Board Code of Conduct primarily focus on enhancing the accompanying guidance to provide greater clarity, particularly regarding the Model Protocol for dealing with alleged breaches of the Code. A new Appendix E had been added, which outlines a template for the oversight role of the Chair and Vice-Chair.</p>	
Decision	<p>The Board: Noted the contents of the report which highlights the changes. Approved the revised Code of Conducts at Appendix 1 and Appendix 2. Noted the EIA at Appendix 3.</p>	
7.3	Draft Internal Audit Needs Assessment 2024/25 to 2026/27	
	Item brought forward and discussed earlier in the meeting.	
7.4	Phase 3 Review of the Standing Orders: Role Profiles	
Report Summary	AM Brown presented Phase 3 of the revision to the Standing Orders.	
Discussion	<p>Four Appendices to the Standing Orders have been updated and refreshed based on SFHA model guidance produced in July 2024. These updates ensure alignment with the SHR regulatory framework to guarantee compliance with SHR requirements.</p> <p>G Waddell highlighted that development of mentorship for new Board members was a positive step and worthwhile exercise.</p>	
Decision	<p>The Board: Noted the contents of the report. Approved Phase 3 of the revised Standing Orders, which includes appendices 4, 5, 6 and 7 of the Standing Orders.</p>	
7.5	Shareholding Membership Report	
Report Summary	A Smith presented the Shareholding Report.	
Discussion	A Smith advised the Board that one new tenant has completed a Shareholding membership application form. Members were notified that a total of 4 Shareholders have been removed from the register; two under Rule 11.1.3 and two	

	<p>under Rule 11.1.1.</p> <p>Members were asked to note that an amendment to the total number of Shareholding members has been made to the register since last Board meeting. This was due to a calculation error. Total number of members were confirmed as 66.</p>
Decision	<p>The Board:</p> <p>Approved the proposed new Shareholder membership as detailed at section 3.1 within the report.</p> <p>Noted the summary of Shareholders at section 3.2 within the report.</p>
8.0	STRATEGY
	No agenda items to be discussed.
9.0	FINANCE
9.1	Bad Debts Write offs
Report Summary	C Cameron presented the Bad Debt Write Offs report.
Discussion	<p>Members were informed of the total amount of bad debts identified for write-off, which came to [REDACTED] across seven cases.</p> <p>It was noted that one specific case had already been requested for write-off in July 2024. At that time, the tenant contacted the Association and agreed to a payment plan, which resulted in the write-off request not being processed. The total amount for this case is [REDACTED]. The reason for highlighting this to Board was for audit purposes. Members were assured that measures are taken to recover outstanding debts prior to the recommendation for write-off.</p> <p>A discussion took place on how best to maximise the debt recovery by using various debt collection companies. Members were assured that the company used has a proven track record and was used by other local RSLs.</p>
Decision	<p>The Board:</p> <p>Noted the contents of the report.</p> <p>Approved the debt write offs contained in Appendix 1 to the sum of [REDACTED]</p> <p>Noted the debt write off of [REDACTED] (former tenant arrears) in relation to balances of less than £100 has been written off in line with the Write Off Policy.</p>
9.2	Financial Regulations – Amendment to Scheme of Delegation
Report Summary	C Cameron presented the report to the Board highlighting key amendments.
Discussion	<p>Board were asked to note the key amendments which included:-</p> <p>The addition of two new posts in Customer Services Team, which were not Previously included in the Scheme of Delegation. An increase in the authorisation limit for Housing Officers for work orders and invoices etc to £2,000. The Finance Administrator, who previously did not have any authority is now included in the</p>

	updated Scheme of Delegation. Members were informed that, although a write-off policy was in place it was not included in the previous version of the Scheme of Delegation.
Decision	The Board: Approved the amendment to the Scheme of Delegation contained within Appendix 1 .
9.3	Property Acquisitions Report
Report Summary	C Cameron presented the report to the Board and offered her apologies for an administration error at the beginning of the report.
Discussion	Members were advised that an owner had approached the Association to buy back their 50% share in their Shared Ownership property. A valuation was confirmed as [REDACTED] for the whole property, which meant a cost of the share is [REDACTED] for the Association to buy back. Members were asked to note the components within the property were of an acceptable standard as noted in the stock condition survey.
Decision	The Board: Noted the contents of this report and attached financial appraisal at Appendix 1 to the report. Approved DPHA to commence engagement with legal representatives to start conveyancing in order to purchase the property known as property A from the sharing owner at a maximum cost of [REDACTED]
9.4	Management Account: 2nd Quarter to 30 September 2024
Report Summary	C Cameron presented the Management Accounts for Quarter 2, 1 July 2024 to 30 September 2024.
Discussion	C Cameron provided a summary explanation of the variations between the approved revised Budget for 2024/25 and actual income and expenditure to date. The Statement of Comprehensive Income reports a surplus of [REDACTED] with a positive variance of [REDACTED] against the budget. This is primarily due to low housing spending and reduced overhead costs related to bad debt and depreciation. Housing Property Costs - Total costs amounted to [REDACTED] showing a positive variance of [REDACTED] which will decrease during Q3 and Q4 as the planned maintenance program progresses. Component installations totalled [REDACTED] with [REDACTED] for the window replacement scheme carried over from the previous year. Dalmuir Out of School Care Scheme - This scheme has a deficit of under [REDACTED] and a slight decrease in usage. The team is exploring ways to increase participation, with a report to be presented to the Board in the near future. Staff Costs totalled [REDACTED] with a positive variance of [REDACTED] against the budget, but this is expected to decrease by year-end.

	<p>Overheads show a spend of [REDACTED], which is a positive variance of [REDACTED] against budget. This is due to lower costs and bad debts write offs and housing property depreciation. This will increase as new components are installed.</p> <p>Fixed Assets - There was an underspend in the first half of the year, but the positive variance is likely to decrease next quarter due to delayed computer installations.</p> <p>All covenants with Unity Bank are being complied with.</p> <p>Member were advised that peer comparison figures for 2023/2024 will not be available until the end of Quarter 3 as they are not released by SHR until end of October 2024.</p> <p>Treasury Management - The Association deposited funds into various financial institutions, with differing rates of return and terms. Several accounts have reached maturity, creating an opportunity for the Association to reinvest these funds. The Association plans to reinvest the matured funds along with other available funds.</p> <p>Discussion took place with Board Members around the content of the Management Accounts.</p> <p>Decision The Board:</p> <p>Noted the Management Accounts for Quarter 2, from the 1 July 2024 to 30 September 2024.</p> <p><i>Graeme Bruce left the meeting at 19:47</i></p>
9.5	Financial Services Tender Report
Report Summary	C Cameron presented the Financial Services Tender Report.
Discussion	<p>Members were advised that the procurement for financial services went out to tender in October 2024. At closing date one tender was received. Members were asked to note that 8 notes of interest were received on the Public Contracts Scotland portal. The tender received was scored with the details and the outcome noted within the tender report. The tender price was [REDACTED] and the budget for 2024/2025 assumed costs of [REDACTED]</p>
Decision	<p>The Board:</p> <p>Noted the contents of the tender report.</p> <p>Approved acceptance of the tender from Lethame Business Services for 3 years starting on the 1 January 2025, noting the contract can be extended annually for a further 2-years.</p> <p>Accepted the tender price of [REDACTED] per year.</p>
9.6	Unity Bank Lending Facility
	Agenda item brought forward and discussed earlier in the meeting.
10.0	People & Culture

	No agenda items to be discussed.	
11.0	OPERATIONS	
11.1	Rent Harmonisation Convergence Options	
	Agenda item brought forward and discussed earlier in the meeting.	
11.2	Staff Away Day Feedback	
Report Summary Discussion	<p>A Smith presented the Away Day Report.</p> <p>A Smith discussed the feedback with Members and advised that it was an excellent event with great feedback from staff. The responses received from a staff survey monkey scored 4.5 and above out of 5. This included venue, food, guest speakers and team building exercises. Members were advised that the Away Day was a great Team bonding session with all staff from every area of the business taking part.</p>	
Decision	<p>The Board:</p> <p>Noted the feedback received from Staff about the Away Day and the intention to arrange another Staff Away Day in 2025.</p>	
12.0	HEALTH AND SAFETY	
	No agenda items to be discussed.	
13.0	USE OF DELEGATED AUTHORITY	
13.1	Flexible Working Policy - Review	
Report Summary	AM Brown gave a verbal update about the use of delegated authority on two occasions since the last Board meeting.	
Discussion	<p>Members were advised that Chief Executive used Delegated authority to review the Flexible Working Policy, due to only minor changes being required.</p> <p>Members were informed that a funding application from a local Primary School for £1,000 to provide football strips had been received. Both the Chief Executive and Chairperson approved the request using Delegated authority. Members are asked to note this.</p>	
Decision	<p>Members asked that an article advertising the Giving by Margo Fund should be included in the next newsletter as a way of promoting this funding opportunity.</p> <p>The Board:</p> <p>Noted the verbal update provided.</p>	CC
14.0	AOCB	
14.1	Correspondence	
	There were no items of correspondence.	
14.2	Updated Board/Sub-Committee Workplan 2024-2025	
Report Summary	AM Brown advised the Board that there were no updates to the Workplan.	

Discussion	No matters were discussed.	
Decision	The Board: Noted the updated Board/Sub-Committee Workplan.	
14.2	The Chairperson – Additional AOCB Matters	
Report Summary	The Chairperson gave the Board a verbal update on two additional matters under AOCB.	
Discussion	<p>The Chairperson informed the Board that they had a positive visit to the Beardmore House in October. The Chairperson attended a monthly staff team meeting and wants to continue to promote a good working relationship between staff and Board throughout the year ahead. The upcoming Winterfest Event will be a good opportunity for everyone to come together, staff and Board Members.</p> <p>The Chairperson also advised the Board that he met with a staff member who was affected by the change in the pension scheme and noted further consultation is warranted. The Chairperson will email Board Members direct with the view to setting up a short life working group. Board will be kept up to date with developments on this matter.</p>	
Decision	The Board: Noted the updates provided by the Chairperson. Members agreed to think about joining the short life working group and respond back to the Chairperson's email once issued.	GW
15.0	DATE OF NEXT MEETINGS	
	Audit and Risk Sub-Committee (Budget Presentation): 3 December 2024 at 6pm. People & Policy Sub-Committee: 10 December 2024 at 6pm. Business Planning Session: 14 January 2025, time TBC. Board Meeting: 28 January 2025 at 6pm. <i>The meeting closed at 20:09</i>	

Signed _____ Date _____

(Chairperson)