

CASSILTOUN HOUSING ASSOCIATION

**MINUTE OF MEETING OF BOARD OF MANAGEMENT
HELD ON WEDNESDAY 22ND JUNE 2022 VIA BOARDROOM AND ZOOM**

Present: George Kelly Anne M Stuart MBE
William Craig Richard Sullivan (Via Zoom)
Kim McKee (Via Zoom)
Julie McNeil (Via Zoom)

In Attendance: Clair Malpas Chief Executive Officer
Laura Edwards Development Consultant (left meeting at 6.25pm)
John Williams Asset Manager
Paula Brownlie Head of Corporate, HR & Finance
Brian Ingram Observer
Jennifer McInness Observer

1a. WELCOME, INTRODUCTIONS, SEDERUNT & APOLOGIES

The Chairperson welcomed everyone to the meeting. There is no fire drill tonight and reminded Board Members of the evacuation procedures.

The Board were reminded that they were to speak through the Chair and to raise their hand if they wanted to ask a question.

Apologies were received from Chris O'Brien, Barbara Dusik, Teresa McGowan and Evelyn Ferguson.

The Chairperson welcomed the two observers to the Board. Both observers wish to join the Board of Management. Everyone introduced themselves to the two observers.

1b. QUORUM

As per the Association's Rules, the Quorum for the Board of Management Meeting stands at 4 members. Today's meeting is therefore quorate.

2. CONFLICT OF INTEREST (PERMANENT REGISTER)

None

3a. MINUTE OF MEETING HELD ON 25TH MAY 2022

The minute of meeting held on 25th May 2022 where noted and approved on the motion of Anna Stuart MBE and seconded by William Craig.

3b. MATTERS ARISING FROM MEETING HELD ON 25TH MAY 2022

Item redacted as contains sensitive information.

3c. ACTION LIST FROM MEETING HELD ON 25TH MAY 2022

	Details	Person Responsible	Status
Actions from meeting held on 26th January 2022			
1.	<i>Item redacted as contains sensitive information</i>		
Actions from meeting held on 23rd February 2022			
2.	Recruit an additional board member with skills and knowledge in Corporate and Finance	CSM	Ongoing
3.	Procurement of a Facilities Management Contractor for Buchanan Lodge Approval granted to <i>Redacted as contains commercially sensitive information.</i>	DoO	On agenda for meeting of 22nd June 2022
Actions from meeting held on 25th May 2022			
4.	SHR's Regulatory Framework and Assurance Improvement Plan – areas highlighted in green to be removed Review of Subsidiary management agreements to be removed	CEO CEO	Completed
5.	<i>Redacted as contains sensitive information</i>	CEO	Completed
6.	ARC – formally approved. Submit to SHR	CEO	Completed
7.	Draft audit accounts to be sent to the lenders	Fettes McDonald	Completed
8.	30 Year financial plan – approved First five years to be uploaded to SHR Portal Copies to be sent to lenders	Fettes McDonald	Completed
9.	SHARE Register and share applications to be processed	HoCHR&F	Completed
10.	<i>Redacted as contains sensitive information.</i>		

4. CHAIR'S REPORT

Monday 6th June 2022

Carried out two board appraisals with the Head of Corporate, HR and Finance.

Tuesday 7th June 2022

Took part in the interview panel for the post of Finance Manager.

Wednesday 8th June 2022

Carried out a Board Appraisal.

Monday 13th June 2022

I attended the Landlord Health and Safety Sub Committee meeting.

I sat on the interview panel for the post of Finance Manager.

Tuesday 14th and Wednesday 15th June 2022

Attended the SFHA Annual Conference which was held in person at the Radisson Blue Hotel Glasgow.

The theme of the conference this year was Housing Scotland 2022 which included sessions on Decarbonisation, Digital Inclusion. Community Sustainment and Rapid Rehousing as well as numerous other topics.

The main speaker at the conference, Shona Robison MSP Cabinet Secretary for Social Justice, Housing and Local Government had to relay her message through video because she had contracted COVID symptoms.

Wednesday 15th June 2022 at 5pm

Attended the Group Audit and Risk Sub Committee.

The Board noted the contents of the Chairperson's report.

5. PLANNED MAINTENANCE PROCUREMENT PROPOSALS FOR 2023-28

Laura Edwards, Development Consultant presented the above report previously circulated with the agenda.

The purpose of the report was to

- Set out options for the Association in relation to the procurement of contractors to carry out planned investment in the housing stock, following on from the recently completed stock condition survey.

- Recommend a procurement route

Item redacted as contains commercially sensitive information.

6. PROPOSED PROCUREMENT OF A FACILITIES MANAGEMENT CONTRACTOR FOR BUCHANAN LODGE 2022-25

Laura Edwards, Development Consultant presented the above report previously circulated with the agenda.

The purpose of this report is to provide an update on progress with the procurement process for selecting a contractor facilities management contract at Buchanan Lodge (further to the report presented to the Board in February 2022)

The report summarises progress to date and specifically seeks input from the Board for the impending tender opening.

Redacted as contains commercially sensitive information.

6.25 pm – Laura Edwards left the meeting.

7. GUTTER CLEANING CONTRACT

Asset Manager presented the Gutter Cleaning Contract report previously circulated with the agenda.

Redacted as contains commercially sensitive information.

8. ANNUAL ACCOUNTS FOR 2021-22

The Chief Executive Officer presented the Annual Accounts for 2021-22.

The Group Audit and Risk Sub Committee were taken through the Group Annual Accounts for 2021-22 for the CHA, Nursery and Trust by James McBride, Auditor from Azets at their meeting on 15th June 2022.

The Audit was very positive and clean audit.

Page 3 of the Accounts highlight comparisons from 2021/22 – 2020/21. There are not many variations compared to last year.

Page 6, highlights rent arrears and there was an improvement of 1% from last year which is an achievement based on the year we had.

Page 18, Group Statement of comprehensive income – turnover has increased

Operating surplus has dropped – reason for this was that in 2021 less money was going out the door as our investment work stopped.

For the Association, the turnover has increased compared to last year.

Operating surplus had increased during 2022 compared to 2021 due to work continuing on major repairs.

Share membership had decreased but hopefully this will increase again now that business has returned to normal.

Page 22, Group Statement of Financial position – our Housing Properties have increased (Castlemilk Drive)

Page 24, borrowing has increased due to Castlemilk Drive.

Page 36 – Director Emoluments this figure is reflective of a recent staffing matter.

Page 37 – Cassiltoun Housing Association staffing costs have increased due to more agency staff; Clerk of Work and Technical Staff.

The Board unanimously approved the Group Annual Accounts for 2021-22.

9. PENSION REVIEW

The Chief Executive Officer gave a verbal update to the Board on the ongoing pension review.

Redacted as contains sensitive information.

The Director of Operations will facilitate the workshop. Date and time to be arranged.

10. SENIOR LEADERSHIP TEAM SMART PLANS

The Chief Executive Officer presented the Senior Leadership Team's SMART Plans for 2022/23.

The Board noted and unanimously approved the SLT's SMART Plans for 2022/23.

11. GDPR/FOI

11a. QUARTERLY RETURN TO INFORMATION COMMISSIONER

Quarterly Return statistics were circulated with the agenda (up to and including 14th June 2022). Anything received after this date will also be included in the return up to and including 30th June 2022. For the last quarter there were 2 SAR requests; 1 FOI requests and 0 EIR.

The Board unanimously approved the contents of the Quarterly Return to the Scottish Information Commissioner. The return will be sent to the Scottish Information Commissioner.

12. GOVERNANCE/ANNUAL GENERAL MEETING – 22ND AUGUST 2022

The Head of Corporate, HR & Finance presented the above report previously circulated with the agenda.

As the Board are aware, in accordance with our Rules, a 1/3 of the Board of Management are required to step down.

Julie McNeil, Kim McKee and Chris O'Brien are required to step down as they are the longest serving board members (elected on 12 August 2019). William Craig is due to step down but will not stand again for re-election.

All three Board Members indicated that it is their intention to stand for re-election.

The agenda for the Annual General Meeting that is due to be held on 22nd August 2022 at 7pm was unanimously approved by the Board.

13. **COMPLAINTS**

The Head of Corporate, HR & Finance presented the above report previously circulated with the agenda.

The complaints received from 1 April – 14th June 2022 = 5

4 Stage 1 complaints were handled within timescales. One stage 1 complaint was handled outwith the timescale, this was due to awaiting information from the contractor.

The Board noted and approved the complaints report for Quarter 1.

14. **CORPORATE/HR REPORT**

The Head of Corporate, HR & Finance presented the above report previously circulated with the agenda.

Redacted as contains sensitive information.

Recruitment: A very busy time during April, May & June as we had a number of jobs being advertised. All posts have been filled apart from Housing Assistant, MA (Housing) and Technical Officer. Closing date for these posts are 24th June and 8th July respectively.

15. **SHR LOAN PORTFOLIO RETURN**

The Chief Executive Officer presented the SHR Loan Portfolio Return previously circulated with the agenda.

The Return gives a summary of our loans that needs to be submitted to the SHR.

Redacted as contains sensitive information.

After discussion, the Board unanimously approved the SHR Loan Portfolio Return and for it to be submitted to the SHR.

16. **DIGITAL TRANSFORMATION STRATEGY**

The Chief Executive Officer presented the Digital Transformation Strategy previously circulated with the agenda.

After a detailed discussion, the Board unanimously approved the Digital Transformation Strategy.

17. **CORRESPONDENCE**

GWSF AGM and Open Meeting Monday 15th August 2022 at 6.30 pm, Reidvale Neighbourhood Centre, 13 Whitevale Street: Anyone interested in attending to contact the Head of Corporate, HR & Finance. Anna Stuart MBE to attend on behalf of the Association.

EVH Annual Conference, 8 & 9 September 2022 in Double Tree Hilton, Strathclyde: Details to be forwarded to board members. Anyone interested in attending, please contact Head of Corporate, HR & Finance.

Conflict of Interest, Code of Conduct etc training: Stuart Eglinton to facilitate refresher training with the Board on 3rd August 2022 between 6-8pm. Board Members to take a note of the date and time.

Daisy Project: Invitation to attend the Daisy Project and Waves 20th Anniversary Celebration on 11th July 2022 between 12-4pm, Community Centre. *Redacted as contains sensitive information.*

18. APPLICATIONS FOR MEMBERSHIP

The Board considered 2 membership applications as outlined by the Head of Corporate, HR & Finance.

The Board noted the eligibility of the applications had been checked.

The Board noted and unanimously approved for the members to be added to the Share Membership Register and that the Share Certificate would be issued.

19. USE OF SEAL

Used on two occasions.

20. ENTITLEMENT, BENEFIT AND PAYMENTS

The Head of Corporate, HR & Finance presented the above report previously circulated with the agenda.

The Board unanimously approved the contents of the Report for 1 April 2021 – 31 March 2022.

21. NOTIFIABLE EVENTS

None

22. SUBSIDIARY AND SUB COMMITTEE DECISIONS MADE BETWEEN 26TH MAY – 22ND JUNE 2022

H&S Landlord Committee Meeting – 13th June 2022

No decision made

Group Audit & Risk Sub Committee Meeting – 15th June 2022

Annual Accounts for Cassiltoun Stables Nursery – approved

Annual Accounts for Cassiltoun Trust – approved

Group Annual Accounts – approved

Letter of Representation for CHA, Cassiltoun Stables Nursery and Cassiltoun Trust – approved

Group Audit Management Report for CHA, Cassiltoun Stables Nursery and Cassiltoun Trust – approved

Group Risk Register – approved pending an update for Cassiltoun Trust

Cassiltoun Stables Nursery – 16th June 2022

Annual Accounts – approved

Management Accounts – approved

Business Plan inclusive of 5 year budget plan – approved

Review of Operation Service Agreement 2022/23 – approved

Operational Report - approved

Undernoted policies were approved

Policies ICT and Acceptable Use Policy

Serious Complaints against the Chief Executive

Complaints/Duty of Candour Policy

Curriculum Policy

Menopause and Perimenopause Policy and Procedure

Responsive Care and Safe Sleep

Tracking Children's Progress

Cassiltoun Trust – 22nd June 2022

Redacted as contains commercially sensitive information.

Accounts to 31st March 2022 – approved

Annual Accounts – approved

5 Year Budget Projections - approved

Variation of the Group Service Agreement for April 2022 – approved

Policies:-

(a) ICT & Acceptable Use Policy - approved

- (b) Serious Complaint against the CEO Policy - approved
- (c) Dignity at Work Policy - approved

23. **HEALTH & SAFETY/HWL**

H&S/HWL: HWL have confirmed that they will not be carrying out assessments against the

H&S Control Manual and H&S Landlord Manual: Both Committees are going through the Manuals to ensure compliance against the contents.

24. **AOCB**

William Craig: The Board thanked William Craig for his years on service on the Board and wished him well.

Windows Replacement Project: Julie McNeil enquired of how this project has been progressing. The Asset Manager confirmed that we are on site at present. The Clerk of Works has been carrying out inspections of each property. A report will be presented to the Operations Sub Committee in August on customer satisfaction. However, the majority of people have been satisfied with the installation. There have been minor issues raised that will be reported back to the contractor.

Internal Audit: The Internal Auditor will be carrying out a review of our Assurance process in July 2022. Workshops will be set up with the Board once this process has been completed.

TPAS Employee of the Year award: Paddy McKenna was presented with this award for her Tenant Participation work. This was a great recognition for Paddy.

25. **DATE AND TIME OF NEXT MEETING**

Monday 22nd August 2022 immediately after AGM

There being no further business the meeting concluded at 7.30 pm

Signature:
Chair of Board of Management

Date: