

**CASSILTOUN HOUSING ASSOCIATION**

**MINUTE OF MEETING OF BOARD OF MANAGEMENT  
HELD ON WEDNESDAY 25<sup>TH</sup> MAY 2022 VIA BOARDROOM AND ZOOM**

**Present:** George Kelly Anne M Stuart MBE  
William Craig Evelyn Ferguson  
Teresa McGowan (Via Zoom)  
Richard Sullivan (Via Zoom – left meeting at 7.00 pm)  
Barbara Dusik (Via Zoom – joined meeting at 6.20 pm)

**In Attendance:** Clair Malpas Chief Executive Officer  
Fiona McGowan Director of Operations  
John Williams Asset Manager  
Paula Brownlie Head of Corporate, HR & Finance  
Fettes McDonald FMD Financial Consultants (Part meeting – joined at 6.25 pm and left the meeting at 7.10 pm)

**1a. WELCOME, INTRODUCTIONS, SEDERUNT & APOLOGIES**

The Chairperson welcomed everyone to the meeting.

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 Kim McKee, Julie McNeil and Chris O'Brien.

**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)**

Agenda Item 5, Pay Award – all officers present at meeting

**3a. MINUTE OF MEETING HELD ON 27<sup>TH</sup> APRIL 2022**

The minute of meeting held on 27<sup>th</sup> April 2022 where noted and approved on the motion of Anna Stuart MBE and seconded by William Craig.

**3b. MATTERS ARISING FROM MEETING HELD ON 27<sup>TH</sup> APRIL 2022**

No matters arising.

3c. **ACTION LIST FROM MEETING HELD ON 27<sup>TH</sup> APRIL 2022**

	Details	Person Responsible	Status
<b>Actions from meeting held on 23<sup>rd</sup> June 2021</b>			
1.	Benchmarking on reactive repair costs to be carried out Qrt 3	CEO	This information is contained within the 30 Year Financial Plan that is being presented at meeting on 25 <sup>th</sup> May 2022
2.	Set up workshops for next review of Regulatory Standards – dates to be sent out prior to Christmas	CEO	As the Board are aware, internal auditor Wylie and Bisset will carry out this piece of work and workshops will be set up with the Board in due course. Wylie & Bissett will be carrying out the audit in July and will report back to the Board of Management.
<b>Actions from meeting held on 24<sup>th</sup> November 2021</b>			
3.	Community Advisory Report – Estate Management Action plan of recommendations to be presented to the next Advisory Panel. Updates on Action Plan to be given to Board.	CEO	Included in CEO Bi Monthly Report at 25 <sup>th</sup> May 2022
<b>Actions from meeting held on 26<sup>th</sup> January 2022</b>			
4.	<i>Redacted as contains sensitive information</i>	CEO	
<b>Actions from meeting held on 23<sup>rd</sup> February 2022</b>			
5.	Recruit an additional board member with skills and knowledge in Corporate and Finance	CSM	<b>Ongoing</b>
6.	Procurement of a Facilities Management Contractor for Buchanan Lodge  Approval granted to  <i>Redacted as contains commercially sensitive information.</i>	DoO	<b>Ongoing</b>

<b>Actions from meeting held on 27<sup>th</sup> April 2022</b>			
7.	Agenda Item 5 – CEO and CSM registered an interest. Database to be updated	CSM	<b>Completed</b>
8.	Staff Review paper – approved. Staff and finance to be notified	SMT CSM	<b>Completed</b>
9.	Azets Audit and Non Engagement letters to be signed by Chair and sent to auditors	Chairperson	<b>Completed</b>
10.	Membership policy approved. Policy register to be updated	CSM	<b>Completed</b>
11.	Staffing Sub Committee to be notified of data and time of next meeting	CSM	<b>Completed</b>

#### 4. **CHAIR'S REPORT**

##### **Board appraisals**

The Chair reported that he had completed a few board appraisals this month and will continue to meet with other board members to complete this exercise.

##### **Staffing Sub Committee**

The Chair had attended the Staffing Sub Committee on 17<sup>th</sup> May 2022

Decisions to be reported under Agenda Item 16

#### 5. **CHIEF EXECUTIVE'S BI MONTHLY REPORT**

The Chief Executive Officer presented her Bi Monthly Report previously circulated with the agenda.

##### **SHR's Regulatory Framework and Assurance Improvement Plan**

*Redacted as contains sensitive information.*

##### **Business Continuity – Covid 19**

The office will return to normal opening hours from Monday 6th June. The Association are following Scottish government guidelines. Staff are no longer required to wear masks in the office (optional) and the business will no longer be fogged on a monthly basis.

The 'Covid risk register' is being retired from the end of May

This is the last Covid-19 update that the Chief Executive will provide to the Board.

##### **Housing Development**

Castlemilk Drive: Now fully off site.

*Redacted as contains sensitive information.*

### **Industry Updates**

Factsheet on significant performance failures

<https://www.housingregulator.gov.scot/about-us/news/housing-regulator-publishes-factsheets-on-complaints-and-significant-performance-failures>

The SHR has also produced a factsheet that needs to be displayed in reception and on the website

SHR Strategy and workplans published. Priorities are:

- The quality of the homes, tenant and resident safety and the standard of sites for Gypsy/Traveller;
- Homelessness, with a particular focus on duties to provide temporary and settled accommodation;
- Landlords' recovery from the pandemic including handling of any backlogs in housing services
- Rent affordability and value for money
- Governance & financial health in RSLs
- Being an effective public body

<https://www.housingregulator.gov.scot/about-us/news/housing-regulator-publishes-strategy-and-work-plans-for-202223>

## **CEO Training/networking**

Since the March Board meeting the CEO has attended:

- Meeting with Mentor (free as part of ACOSVO membership)
- Social Enterprise conference (free event)
- Rethinking transformation for Housing leaders (free event)
- World of work (EVH)
- GWSF meeting on equalities data
- SFHA thought leadership
- Resilience Meeting (SFHA)

## **New Staffing Structure**

*Redacted as contains sensitive information.*

## **Community Advisory Panel**

The CEO and Asset Manager met with the Panel on 6th June 22 to discuss the action plan that they developed on estate management. This Action Plan will form part of the Operations Sub Committee agenda.

## **Visitors to the Association**

The Association has hosted 2 visits from groups of students over the past 3 weeks. On 6th May 2022, 30 undergraduate students from the School of Forestry from the University of Cumbria visited the woodland as part of their study tour. On 11th May, 30 undergraduate students from the department of Urban Studies from University College London visited the Association to learn about our history, housing development and community engagement programmes.

*Redacted as contains sensitive information.*

***The Board noted and approved the Chief Executive's Bi Monthly Report.***

6.20 pm – Barbara Dusik joined the meeting

## **6. ARC 2021/22 SUMMARY REPORT**

The Director of Operations presented the ARC findings via a powerpoint presentation.

In order to provide the Board with assurance that the performance information is correct, the Board had received Christine Dugan's report (January 2022) from the areas that she interrogated and verified from the evidence that we had produced.

Performance has been good. Satisfaction indicators have not changed as we have not done a Tenants Satisfaction Survey – this is due this year. We carry out satisfaction survey's annually of repairs carried out. Satisfaction has gone up slightly. This is a reflection of the work that has been carried out in this area.

Complaints has increased this year, mainly due to our Environmental Contract which the Board were aware of.

***After discussion, the Board noted the findings from the ARC Return and unanimously noted and approved the ARC Return to the SHR.***

The CEO will authorise the online submission of the ARC Return on behalf of the Association.

**7. DRAFT AUDITED ACCOUNTS 2021/22**

The Chief Executive Officer presented the above report previously circulated with the agenda.

As the Board are aware, in April the March management accounts are presented which are then passed to the lenders. However the lenders have agreed to take a set of brief audited accounts which highlight our surplus for year end and that we are meeting all our loan covenants.

If the lenders have any queries, Fettes McDonald will be able to assist.

***After discussion, the Board unanimously approved the Draft Audited Accounts for 2021/22.***

**8. 30 YEAR FINANCIAL PLAN**

Fettes McDonald, Financial Management Consultant presented the 30 Year Financial Plan previously circulated to the Board.

The reason for carrying out a 30 year financial plan is that the Scottish Housing Regulator would expect RSLs in terms of knowledge of the business, demonstrate we are viable and that we are viable on reasonable assumptions. Comply loan covenants, repay our loans on time; demonstrate that we are charging reasonable affordable rents; compliance with KPIs.

The Financial Plan is based on the best estimate at the time of the likely outcomes over short, medium and long term.

As with any budget (however long), you need to take into account the environment you work in ie recently the COVID impact; Brexit; events in Ukraine, high inflation costs (globally), welfare reform; high repair costs; pension deficits (4<sup>th</sup> year the pension deficit is shown in the balance sheet)

*Redacted as contains sensitive information.*

### **Projections**

In terms of cash, no material concern over the short, medium and long term

There is more cash going out than is coming in for four of the first five years. This is not a major concern as our projections assume that there will be elements of catch up on the repairs side.

*Redacted as contains sensitive information.*

### **Statement of comprehensive Income (Income and expenditure)**

Surplus each year

### **Statement of Financial Position (Balance Sheet)**

*Redacted as contains sensitive information.*

**Loan Covenants** – no issues

### **Pension review**

*Redacted as contains sensitive information.*

**7.00 pm - Richard Sullivan left the meeting**

*Redacted as contains sensitive information.*

***After discussion, the Board unanimously approved the 30 Year Financial Plan.***

Fettes McDonald will upload to the SHR Portal the first five years of the Financial Plan and will forward to our lenders. Auditors have already received the document.

**7.10 pm Fettes McDonald left the meeting**

## **9. CEO SMART PLAN 2022/23**

The Chief Executive Officer presented her SMART Plan 2022/23 previously circulated with the agenda.

***After discussion, the Board unanimously approved the CEO's SMART Plan for 2022/23.***

## **10. GDPR/FOI**

SAR Requests - 2  
FOI Requests – 1

11. **CORRESPONDENCE**

**Email from National School Forestry:** Thanked Clair and Stuart for giving up their time to facilitate a visit for their students.

**Email from Finance and Public Admin Committee:** Thanked for our feedback to the National Framework.

**Email from University of London:** Thanked the Association for facilitating a visit from 30 of their students.

12A. **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.

12B. **SHARE REGISTER**

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

In accordance with the Association's Rules, Section 11, Ending Membership, if Committee are satisfied that "you have failed to attend five annual general meetings in a row and you did not submit apologies", we will end your membership and cancel your share.

***The Board unanimously approved to write to those members who have not complied with Section 11 of the Association's Rules to inform them of the decision to end their membership. The members will be removed from the share register.***

13. **USE OF SEAL**

None

14. **ENTITLEMENT, BENEFIT AND PAYMENTS**

2 books received from UCL

15. **NOTIFIABLE EVENTS**



None

16. **SUBSIDIARY AND SUB COMMITTEE DECISIONS MADE BETWEEN 28<sup>TH</sup> APRIL 2022 – 25<sup>TH</sup> MAY 2022**

**Staffing Sub Committee**

*Redacted as contains sensitive information*

COVID 19 Risk Assessment update – approved

Senior Leadership Team Remit – approved

H&S Policy revised - approved

ICT & Acceptable Use Policy revised – approved

Serious Complaint against CEO revised – approved

Grievance revised - approved

Flexi Time and Toil revised - approved

17. **HEALTH & SAFETY/HWL**

**H&S Control Manual:** The Committee met and reviewed a new reporting format of the H&S Control Manual. We went through the first section, gathered the evidence against each point and highlighted any action points.

18. **AOCB**

*Redacted as contains sensitive information.*

***The Board unanimously approved.***

*Redacted as contains sensitive information.*

18A. **ANNUAL GENERAL MEETING**

The Association's Annual General Meeting will take place on Monday 22<sup>nd</sup> August 2022 at 7pm in the Stables (Marquee).

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

Wednesday 22<sup>nd</sup> June 2022 at 6.00 pm

There being no further business the meeting concluded at 7.30 pm

Signature:  
**Chair of Board of Management**

Date: