

CASSILTOUN HOUSING ASSOCIATION

MINUTE OF MEETING OF BOARD OF MANAGEMENT
HELD ON MONDAY 14TH AUGUST 2023 IN CASTLEMILK STABLES, 59 MACHRIE ROAD
IMMEDIATELY AFTER AGM (7.30 PM)

Present: George Kelly Anne M Stuart MBE
Julie McNeil Jennifer McInnes
Gayle Fitzpatrick Faye Mitchell

In Attendance: Clair Malpas Chief Executive Officer
Paula Brownlie Head of Corporate, HR & Finance
Amanda Laing Finance Manager
John Williams Asset Manager

1a. WELCOME, INTRODUCTIONS, SEDERUNT & APOLOGIES

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

Apologies were received from Teresa McGowan, Evelyn Ferguson, Richard Sullivan, Chris O'Brien, Barbara Dusik, Ryan Davidson and Harry Mills.

The Chief Executive Officer welcomed all board members to the new governance term.

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

3. INTRODUCTION AND WELCOME TO NEW MEMBERS

The Chief Executive Officer welcomed our new board members who were elected at the Annual General Meeting tonight

Gayle Fitzpatrick
Faye Mitchell
Harry Mills

The Board of Management approved for Ryan Davidson to remain on the Board of Management as a Co-optee.

Subsidiary Board Membership

Cassiltoun Stables Nursery	Cassiltoun Trust
Anna Stuart MBE	Anna Stuart MBE
Jean Farrell	Christine Devine
Jennifer McInnes	Charlie Turner
Parent Board Member – Leanne Gardiner	Lewis MacSween
	Susan Casey
	Charlie Millar
	Councillor Margaret Morgan
	Glenn Elder

Chief Executive Officer intimated that the timings of all meetings will be set to accommodate all Board and Sub Committee membership.

7a. MINUTE OF MEETING HELD ON 21ST JUNE 2023

The Chairperson asked all board members present at today’s meeting received their papers in time and have read and understood the papers.

All board members confirmed that they had received their papers in time and that they had read and understood the papers.

The minute of meeting held on 21st June 2023 where noted and approved on the motion of Anna Stuart MBE and seconded by Julie McNeil.

7b. MATTERS ARISING FROM MEETING HELD ON 21ST JUNE 2023

Page 4, Item 8, Reactive Maintenance Procurement of Contractor: Julie McNeil enquired if we had joined Scotland Excel. The Chief Executive Officer confirmed that we were currently awaiting Scotland Excel’s Board decision to confirm the Association’s membership.

7c. ACTION LIST FROM MEETING HELD ON 21ST JUNE 2023

	Details	Person Responsible	Status
Actions from meeting held on 29th March 2023			
1.	<i>Redacted as contains sensitive information</i>	Housing Manager Director of Operations	Ongoing

2.	Analysis of expenditure over the last 3-4 years to present to the Board at a future meeting.	Finance Manager	The Finance Manager presented at the Board Meeting held on 14th August 2023 the analysis of expenditure over the last 3 years. 2020/21 was COVID year.
Actions from meeting held on 21st June 2023			
3.	AOCB: Cassiltoun Trust – Anna Stuart and Evelyn Ferguson declared an interest – register to be updated	HCHR&F	Completed
4.	<i>Redacted as contains sensitive information</i>	DoO DoO/ HCHR&F	<i>Redacted as contains sensitive information</i>
5.	The Board approved to delegate authority the Director of Operations to advertise the procurement, agree the Stage 1 brief, undertake Stage 1 shortlisting and approve Stage 2 tender documents. Delegated authority register to be updated	DoO HCHR&F	Ongoing Completed
6.	An update report on progress with the procurement in August 2023 to the Regeneration/Operations	Development Consultant	To be presented at the Regeneration/Operations Sub Committee in August 2023
7.	Stables Heating Project To utilise the Link Framework for the appointment of M+E Engineer and QS Services having successfully used this framework before and in order to keep the expenditure 'within the sector'. <i>Redacted as contains sensitive information</i> Board give delegated authority to the CEO to select the respective consultancy firms for M+E and QS Services from the Link Group Framework.	Development Consultant Development Consultant CEO	Ongoing Ongoing Ongoing

	That the Board give delegated authority to the CEO to seek external funding to assist with the cost of the project and to engage with the Scottish Housing Regulator (SHR) over the planned investment, as necessary. Delegated authority register to be updated	CEO HCHR&F	Ongoing Completed
8.	Loan Portfolio Report to be submitted to the SHR by 30th June 2023.	Fettes McDonald	Completed
9.	Access to Welfare and Debt Advice Policy – approved. Policy register to be updated	HCHR&F	Completed
10.	Quarterly Return To Scottish Information Commissioner – approved. To be submitted to Commissioner	CSO	Completed
11.	Policies – approved Domestic Abuse Policy Board Privacy Notice Staff Privacy Notice Tenant Privacy Notice Website Privacy Notice Policy Register to be updated and staff informed	HCHR&F	Completed
12.	<i>Redacted as contains sensitive information</i>	AM	Completed
13.	Share Certificates to be sent to relevant new members and membership register updated	HCHR&F	Completed
14.	<i>Redacted as contains sensitive information</i>	HM	Completed
15.	<i>Redacted as contains sensitive information</i>	CEO	Completed – dates of training have been circulated to the Board
16.	SHR Discussion paper on Regulation of Social Housing – paper to be circulated to Board members along with GWSF Response to the paper for their views and comments	CEO	Completed
17.	<i>Redacted as contains sensitive information</i>	CEO	Ongoing

8. **CHIEF EXECUTIVE’S BI MONTHLY REPORT**

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

Redacted as contains sensitive information

Staff team building day 25th August 2023 and Business Planning Day 6th October 2023: The Board of Management approved to close the office on both days.

Subsidiary Matters, Cassiltoun Stables Nursery and Cassiltoun Trust: Decisions noted as at Appendix 17. Copies of minutes circulated with the report.

Industry Updates: The Chief Executive Officer took the Board through recent Industry Updates as outlined in her report.

Discussion paper on the future of regulation - SFHA and GWSF have already responded on behalf of the sector. The Chief Executive Officer confirmed that she did not have any issues on the proposals outlined in the discussion paper.

CEO Training/networking: The Chief Executive Officer highlighted the training/networking that she had carried out during June as outlined in her report.

Redacted as contains sensitive information

Changes to Fire Response/Health and Safety: The Fire Brigade will no longer attend the building if the fire alarm is triggered. Staff will need to confirm there is a fire first and if confirmed call out the fire brigade. We are putting in place more Fire Warden training (15th August 2023) to increase the number of fire wardens and to ensure that they have the skills required to take on this extra responsibility.

Digital update: The Digital Transformation is progressing to plan *Redacted as contains sensitive information*

Careers in housing (CIH): CIH are trying to raise the profile of housing as a career with both school age children and older adults. They are creating a website and are filming various people who can speak about their motivation for having a career in the sector. The website creators are filming staff members at Cassiltoun on Wednesday 9th August 2023.

After discussion, the Board noted and approved the contents of the Chief Executive Officer's Bi Monthly Report.

9. MANAGEMENT ACCOUNTS – JUNE 2023

The Finance Manager presented the Management Accounts for the first quarter previously circulated with the agenda.

Page 4 of the report highlighted that the budget for the period to June 2023 projected a loss of around £47k. Based on the results to date, the actual surplus is sitting at around £77k, therefore there is an overall favourable variance of around £124k for the year.

The main variances to date are:-

Higher amortised HAG - £11k (favourable variance). The calculations are based on actual amortisation at the year end.

Factoring Grants and other income - £53K. At this time, it looks like we have more money coming in compared to budget. However, at the time of setting the budget it wasn't anticipated that we would carry forward as much into the new year. We had only budgeted for awards that had been confirmed. There has been other awards confirmed after this date.

Higher interest receivable - £7k. This is purely a timing difference. The £2m that we had put on deposit has gained £42k interest. We have another £1m on deposit which is due to come back sometime this month. We are currently looking at options to reinvest some monies.

Lower Repair costs £52k – we have underspent just under £52k

Lower staff overheads – underspend of £11k

Higher other overheads (£4k) – we have an overspend against computer consumables and software, this is due to an additional purchase with regards to Homemaster and a software invoice that had come in after the audit had been completed.

Underspend against insurance costs – the budget had been set at the total cost of the insurance renewal but some of the costs had to be allocated to subsidiaries and other budgets

Regeneration and wider role activities – over budget by £3k. This is due to phasing.

Loan interest is over budget for the period – we had set the budget higher due to the interest rate at the time.

Anna Stuart MBE enquired of the budget for heating and lighting. The Finance Manager confirmed that once the matter had been confirmed by Cassiltoun Trust with regards to heating and lighting costs, the budget would then be looked at if required.

Statement of financial position

Net Assets of £9.6m.

Capital spend in the period of around £63K. This comprised of purchases of new IT equipment ie laptops £14k; telephone system £6k; specialised housing equipment £14k and component replacements of £29k (boilers and kitchens).

Cash position remains healthy with overall cash at £4.5m.

We currently have a pension deficit in the balance sheet. Updates to the valuations are accounted for as part of the year end process when the valuation information becomes available.

Covenants

No issues with regards to our loan covenant compliance. As the Board are aware this demonstrates to the lenders that we have the ability to pay our debt.

Cash flow statement

There are no issues for the Association currently regarding cash resources or liquidity.

Lenders

The Chair enquired if the lenders have been in contact with regards to meeting with the Association. The Chief Executive Officer confirmed that once the lenders had been in contact, she would invite representatives from the Board to attend the meeting.

After discussion, the Board unanimously approved the Management Accounts up to the end of June 2023.

10. BOARD TRAINING NEEDS – 2023/24

The Head of Corporate, HR & Finance presented the Board Training Needs for 2023/24. Dates will be set over the next governance term to cover all areas of training.

A date has been set for “How to appraise your Senior Officer” – 22nd August 2023 at 6pm. The Corporate Services Officer has been in contact with the Board regarding Human Rights training scheduled for 11th October 2023.

The Board noted and approved the Board Training Needs for 2023/24.

11. POLICIES

- 11a. **Customer Care Policy:** The Head of Corporate, HR & Finance presented the Customer Care policy previously circulated with the agenda. ***After discussion, the Board unanimously approved the Customer Care Policy.***
- 11b. **Data Protection Policy:** The Head of Corporate, HR & Finance presented the revised Data Protection Policy previously circulated with the agenda. ***After discussion, the Board unanimously approved the revised policy.***
- 11c. **Data Subject Rights Procedure:** The Head of Corporate, HR & Finance presented the revised Data Subject Rights Procedure previously circulated with the agenda. ***After discussion, the Board unanimously approved the revised procedure.***
- 11d. **Information Security and Personal Data Breach Management Procedure:** The Head of Corporate, HR & Finance presented the revised Information Security and Personal Data Breach Management Procedure previously circulated with the agenda. ***After discussion, the Board unanimously approved the revised procedure.***
- 11e: **Asbestos Management Strategy:** The Asset Manager presented the Asbestos Management Strategy previously circulated with the agenda.

As the Board are aware, contractors are currently assessing our properties to ascertain if there is asbestos within our stock. To date, there has been no asbestos found in our stock.

Redacted as contains sensitive information will be coming in at the end of the year to audit our asbestos controls that the Association have in place. *Redacted as contains sensitive information* will be carrying out an audit of the Landlord Manual in August 2023.

The Strategy has also been updated to take into account reference to appointed persons ie Asset Manager, Technical Officer and Senior Technical Assistant as at 3.1.

4.1 has been updated to reflect that asbestos information will be held within *Redacted as contains sensitive information*

After discussion, the Board noted and approved the Asbestos Management Strategy.

12. CORRESPONDENCE

Redacted as contains sensitive information

SHARE Governing Body Retreat, 5th – 6th September, Seamill Hydro: The Board agreed not to attend.

GWSF Annual Conference, 1st December 2023, Radisson Hotel, Glasgow. Anna Stuart and Julie McNeil expressed an interest to attend this conference. Head of Corporate, HR & Finance to send out details to Board Members.

Email from Lucy Harvey: Email thanking the members of staff who assisted with the making of a film for CIH on Wednesday 9th August 2023.

Redacted as contains sensitive information

13. APPLICATIONS FOR MEMBERSHIP

None

14. USE OF SEAL

Used on two occasions.

15. ENTITLEMENT, BENEFIT AND PAYMENTS

Nothing to report.

16. NOTIFIABLE EVENTS

Redacted as contains sensitive information

17. SUBSIDIARY AND SUB COMMITTEE DECISIONS MADE BETWEEN 22ND JUNE 2023 – 14TH AUGUST 2023

Audit & Risk Sub Committee – 16th June 2023

Approved the change to the Internal Audit Plan for 2023/24 which will now be

- Equality & Diversity – July
- Procurement – November
- Damp & Mould – February 2024

Approved Annual Accounts for CHA, Cassiltoun Stables Nursery and Cassiltoun Trust

Approved the Letters of Representation for CHA, Cassiltoun Stables Nursery and Cassiltoun Trust

Approved the Group Audit report.

Approved the Group Risk Policy.

Cassiltoun Stables Nursery – 20th June 2023

Redacted as contains sensitive information, Parent Board member commenced her role as Board Member

Approved Nursery Manager's Operational Report

Nursery Board agreed not to pursue the option of outsourcing catering for the Nursery

Approved the Audited Annual Accounts for 2023/24

Approved the Letter of Representation to the Auditor

Approved Audit Engagement Letters

Approved Management Accounts for March 2023

Approved updated Business Plan for 2023-24

Approved the Five Year Financial Projections

Approved the update the Nursery Risk Register

Approved the Traffic Light Report as at 31 March 2023

Approved the Operation Service Agreement for 2023/24

Approved the Annual Board Appraisal Report and the effectiveness of the two long serving board members to remain on the Board

Approved the undernoted policies

Group Procurement Policy

ICT/Acceptable Use Policy

Child Protection Policy

Approved the revised Terms and Conditions

Approved the Annual Rent Increase for 2023/24

Cassiltoun Trust – 21st June 2023

Approved the audited accounts for 2022/23.

Approved the Management Accounts to March 2023.

Approved the Letter of Engagement for Cassiltoun Trust.

Approved the Variation of Subsidiary Group Service Agreement.

Approved the following:-

The procurement of consultants by Cassiltoun HA on behalf of Cassiltoun Trust to assist with design and costing of a new heating system for Stables.

Redacted as contains sensitive information

Give delegated authority to the CEO to select the respective consultancy firms for M+E and QS Services from the Link Group Framework.

Give delegated authority to the CEO to seek external funding to assist with the cost of the project and to engage with the Scottish Housing Regulator (SHR) over the planned investment, as necessary.

The Board approved the five board members who have served more than 9 years to remain on the Trust Board of Management.

The Board approved the Chair's 360 Assessment Review

Approved the undernoted policies
 Group Procurement Policy
 ICT/Acceptable Use Policy

The Board approved the 5 year financial plan.

18. AOCB

Redacted as contains sensitive information

Fraud, Bribery and Corruption Policy: The Board approved to defer review of this policy until the end of Quarter 3.

Redacted as contains sensitive information

Chairperson's Report: In July, the Chair attended one or two of the food and fun events held in the garden and marquee. The events were well attended and are a great way of getting the community together and they also help individuals get out of the house to meet others

Wednesday 12th July: Attended the Assurance Workshop on SHR Framework. The workshop covered Regulatory 4 and 5. The evidence shown was sound and after one or two minor adjustments (non material) those present were assured that the Association was compliant in these areas of the Governance Framework

Tuesday 25th July: The Chair had an interview with the Investors In People Assessor against the Platinum Award. It was a very positive interview.

Thursday 27th July: The Chair attended via zoom the Share Chairs Network.

A presentation was given by Campbell Ross of Perth and Kinross Council. It was the launch of the Net Zero Guide for affordable housing. This is a new guide being produced by the Council not only for new build but for retrofitting old buildings. It is being pushed along by Net Zero Carbon, climate change and the reduction of carbon emissions. Campbell went on to describe how he got lots of people involved to input ideas and discuss the preparations before working on the document. The document itself outlines how we go forward with building for future tenants from the planning process, through to technical specifications to completion. The question asked on the night was "can we afford to build net carbon homes".

Saturday 5th August: The Chair attended the Scottish Autism Open Day at their new facility in Arden Craig Place along with the Vice Chairperson. This is a brand new centre which will cater for the needs of those who are on the Autism Spectrum who live in Castlemilk and beyond. It was opened to replace the centre they had in Bridgeton. The manager Marie and all the staff members made us very welcome. There were activities put on for the children and there was tea, coffee and a barbecue for all to enjoy and the raffle. The event was well attended. We spoke to Marie about networking and building partnerships with all the Housing Associations and other third sector groups in the area.

Thursday 10th August: The Chair attended along with the Vice Chairperson the Castlemilk Community Council Meeting held in the Birgidale Complex.

Bridget Crossan gave a verbal report on how she got the Souperheroes Group up and running and stated that it is now a constituted organisation. An update of the Castlemilk Locality Plan was given by Brian McQuillan of Glasgow City Council. The work is still on going and steps are being taken to involve more participation of Castlemilk residents.

Saturday 14th August: The Chair attended Bridget Crossan's Castlemilk Community Festival in the Youth Complex. A good number of our tenants were in attendance along with other families from throughout Castlemilk. It was a great afternoon of fun, music, games and bingo. There was a number of different stalls giving out goody bags and lots of helpful information.

There were a few good singers on stage which the audience very much appreciated. This was an event organised to lift the spirits of the people of Castlemilk and for a few hours they could forget about the economic crisis we are all living in. It was very successful despite the weather and other events taking place.

19. DATE AND TIME OF NEXT MEETING

Wednesday 27th September 2023 at 6.00 pm

There being no further business the meeting concluded at 8.45 pm

Signature:
Chair of Board of Management

Date: