

**CASSILTOUN HOUSING ASSOCIATION**

**MINUTE OF MEETING OF BOARD OF MANAGEMENT  
HELD ON WEDNESDAY 29<sup>TH</sup> MARCH 2023 AT 6.00 PM IN CASTLEMILK STABLES, 59  
MACHRIE ROAD/VIA ZOOM**

**Present:** Anna Stuart MBE George Kelly  
Julie McNeill Chris O'Brien (Zoom – left the meeting at 7.15 pm)  
Jennifer McInnes

**In Attendance:** Clair Malpas Chief Executive Officer  
Paula Brownlie Head of Corporate, HR & Finance  
Clare MacLean Housing Manager  
Laura Edwards Development Consultant (Part meeting 6.15 pm)  
Faye Mitchell Observer  
Gayle Fitzpatrick Observer

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

The Chairperson welcomed everyone to the meeting. There was no fire drill tonight and reminded Board Members of the evacuation procedures. The Chairperson welcomed Faye Mitchell and Gayle Fitzpatrick to the meeting who were present as Observers. Introductions from those in attendance were made to the observers.

Apologies were received from Barbara Dusik, Richard Sullivan, Evelyn Ferguson and Teresa McGowan (due to technical issues was unable to attend).

The Chairperson enquired if all board members had received their board papers on time and if they had read over them and understood them. All board members confirmed that they had received their papers on time and that they had read and understood the papers.

The Chairperson sought the Board's approval to bring forward agenda items 9a and 9b which will take place after agenda item 2. **The Board approved.**

**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)**

Permanent Register.

**9a. REVIEW OF PROCUREMENT POLICY**

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

The policy has been updated in regards to terminology, ie SMT changed to SLT; additional paragraph has been added in with regards to GDPR and Equal Opportunities.

The policy is reviewed annually. It is recommended to the Board to change the policy to every 3 years in line with other Policies.

On Page 8, Appendix 1 outlines the thresholds for Procurement. These thresholds are reviewed every 2 years in line with Government guidance. These changes are in relation to interest rates etc. Appendix 1 will be reviewed annually.

The Policy outlines the guidance to staff on how to procure and ensure we receive Value for Money. There are on occasions, Board approval is needed to deviate from the policy for example for specialist work.

The Chairperson intimated that 8.14 does not include our own internal Framework. Laura Edwards confirmed that she will update the policy in relation to our internal Framework.

***After discussion, the Board approved the updated Procurement Policy and approved to review the policy every three year and that Appendix 1, Procurement Thresholds to be reviewed annually.***

**9b. PROCUREMENT STRATEGY AND PROCUREMENT REPORT**

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

As the Board are aware, where regulated procurements exceed £5m annually, the Association is required to prepare a procurement strategy in relation to the forthcoming financial year and must also prepare an annual procurement report on its regulated procurement activities as soon as reasonably practicable after the end of that financial year. For the last four years we have produced an annual Procurement Strategy and an annual Procurement Report, even though in the last two years our expenditure on 'regulated' procurements has not hit the £5m level. *Redacted as contains sensitive information.*

The Board noted that the Association will not submit a Procurement Report and Procurement Strategy in relation to 2022/23 and 2023/24 respectively.

**Laura Edwards left the meeting at 6.15 pm**

**3a. MINUTE OF MEETING HELD ON 22<sup>ND</sup> FEBRUARY 2023**

The minute of meeting held on 22<sup>nd</sup> February 2023 where noted and approved on the motion of Anna Stuart MBE and seconded by Julie McNeil.

**3b. MATTERS ARISING FROM MEETING HELD ON 22<sup>ND</sup> FEBRUARY 2023**

**Page 9, Item 11, Reactive Maintenance Procurement of Contractor** *Redacted as contains sensitive information.*

**3d. ACTION LIST FROM MEETING HELD ON 22<sup>ND</sup> FEBRUARY 2023**

	Details	Person Responsible	Status
<b>Actions from meeting held 23<sup>rd</sup> November 2023</b>			
1.	<i>Redacted as contains sensitive information</i> to investigate if there were specific areas in the Tenant Satisfaction Survey that highlighted specific areas that had higher levels of dissatisfaction compared to others	HM	<b>Director of Operations intimated that <i>Redacted as contains sensitive information.</i> had provided this information.</b>  <b>The information will be issued to the Board and will be presented at a future meeting via a powerpoint presentation.</b>  <b>However, there was no one particular area that showed higher levels of dissatisfaction compared to others.</b>
<b>Actions from meeting held on 25<sup>th</sup> January 2023</b>			
2.	Tenants to be educated on how to prevent Damp & Mould. Newsletter articles as well as posters being erected in closes to inform tenants	AM	<b>Posters to be erected in closes and our next newsletter to include an article on Damp &amp; Mould</b>
<b>Actions from meeting held on 22<sup>nd</sup> February 2023</b>			
3.	Proposed Budget for 2023/24 – approved  Board approved to delegate authority to CEO to accept the proposed Association (and subsidiary) insurances once the quotes are obtained through the broker. Delegated authority register to be updated. CEO to report back to the Board	Finance Manager  CEO	<b>Completed</b>  <b>Completed</b>  <b>CEO intimated that she had signed the contracts for</b>

			<b>insurance as at 28<sup>th</sup> March 2023</b>
4.	<i>Redacted as contains sensitive information.</i> – Board to be given an update at the next Board meeting	Director of Operations	<i>Redacted as contains sensitive information.</i>
5.	Procurement of Contractors for Maintenance Framework – approved Contract Management Schedule to be updated	Director of Operations/ Development Consultant	
6.	Procurement of Cloud/hosted integrated IT system – approved Asset manager to liaise with the contractor re contract. Contract Management Schedule to be updated	Asset Manager	<b>Contract has now been signed.</b>
7.	Reactive Maintenance: Procurement of Contractor – approved Contract Management Schedule to be updated	Director of Operations	<b>Contract to be signed on 31 March 2023</b>
8.	Former Tenant Arrears Write-off – approved HM to update tenants rent accounts Finance to update ledger	Finance Manger Housing Manager	<b>Completed</b> <b>Completed</b> <b>Completed</b>
9.	GWSF Regeneration Conference – <i>Redacted as contains sensitive information.</i>	HCHR&F	<b>Completed</b>
10.	Board approved for CHA to undertake a procurement exercise for the Trust re the lighting upgrade of Castlemilk Stables	Asset Manager	<b>Ongoing</b>

#### 4. CHAIR'S REPORT

**Monday 27th February 2023:** Attended the Landlord Health and Safety Sub Committee. Main topic on the agenda was the Gas Safety Audit which as we know gives us substantial assurance that we are compliant with the SHR Framework.

**On Tuesday 28th February and Tuesday 14th March,** Chair, Vice Chairperson, CEO and Head of Corporate, HR & Finance carried out interviews for new board members. Five interviews took place. The candidates come from differing backgrounds and will bring to the board their passion, their experience and excellent professional knowledge.

As the Board are aware, the Association are only able to co-opt three board members at the present time. The three suitable experienced individual's are:

**Gayle Fitzpatrick:** Gayle has a degree and postgraduate in History from the University of Glasgow. Gayle currently works for Audit Scotland and holds the position of Corporate Governance Manager.

**Faye Mitchell:** Faye currently works for North Ayrshire Council Housing Services. She has held various posts and is currently a housing officer. Faye holds a post graduate degree in housing studies. Faye is passionate about various aspects of housing operations.

**Ryan Davidson:** Ryan has six years experience working in the housing sector as a Community Liaison Officer. He currently works in the renewable energy sector but maintains an interest in social housing and the role of social landlords in the communities they serve.

All three applicants offer additional skills and experience that will clearly enhance the Board. Gayle and Faye are acting in the capacity of observers at tonight's Board Meeting.

The Board are reminded that co-opted Board members cannot become office bearers or vote on the Rules of the Association. Co-opted members can vote on all other business.

**Wednesday 22nd March:** Attended the GWSF Opening Meeting with the Vice Chairperson, Secretary, CEO and Head of Corporate, HR & Finance. This was the first in person meeting in 39 months and it was at the new venue, Roystonhill, Community Hub. The main discussion was about the pitfalls and challenges that lie ahead for the sector and later in group discussions discussed the innovative ways individual HA's will attempt to address these. Everyone at the meeting were in agreement as to how enjoyable it was.

**SHARE Conference, 24-26<sup>th</sup> March 2023:** Vice Chairperson and Secretary attended the Conference on behalf of the Association. The keynote speaker was Darren McGarvey who spoke about the state of the nation and the Grenfell Fire.

Workshops attended:-

**Future of Housing Market** - Susan Aktemel, Founder & Executive Director, Homes for Good. The Scottish Governments rent freeze announcement in September 2022 had many social housing providers re-thinking development plans and many private landlords indicating they may leave the business altogether. Investors are struggling to make projects work. The rent freeze may have been rolled back in the social sector, but can we continue to address Scotland's housing crisis under such strained conditions?

**Loan finance for housing associations**, Stuart Niven, Regional Director – North, CAF Bank  
Went through the different mortgages and interest rates increasing and the hold in major repairs programmes etc.

Plenary - Rent controls and the social housing sector: facilitated by  
Angela Linton, CEO, Hillcrest Homes  
Paul Sweeney, MSP, Scottish Labour Party  
Professor Ken Gibb, Professor in Housing Economics (Urban Studies) at University of  
Glasgow and also Director of the UK Collaborative Centre for Housing  
Evidence (CaCHE)

The Scottish Government may have drawn back from extending the rent freeze introduced by the Cost of Living (Tenants Protection)(Scotland) Act, but the initial emergency legislation showed that the Government is willing to intervene in rent setting processes where necessary. Social housing providers in other parts of the UK have had rent caps imposed by government. In this final session of the day, we consider how rent controls work in practice elsewhere, and what we may need to consider should they become a viable option in the future.

**Digital Governance:** Increasing numbers of organisations are turning to digital tools to help manage all things governance and how this has helped them manage the complex committee workload.

The Vice Chairperson intimated that the Conference was well attended and it was an excellent conference.

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

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

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

**Update request from SHR on Annual Assurance Statement:** The Board will remember that as part of our Annual Assurance Statement the SHR required us to declare how many EICR's (Electrical checks) were outstanding. At the time the Association had 29. This was due to tenants not engaging with the Association. In January the SHR requested an updated position. The Association still had 29 EICR's outstanding at that point but we assured the SHR that the Association had a clear plan to get these completed. The Operations Sub Committee in January gave permission to instruct a Forced Access to any properties that were not allowing access to complete the checks as completion was seen as critical for Health and Safety compliance. The Association is now 100% compliant. Only one property required a forced access. A rolling programme is in place to ensure that EICR's are completed to meet the relevant timescales.

**Mould and dampness:** The Board will be aware that there is still interest from the press and the SHR on the impact of mould and dampness. The Board will be aware that Cassiltoun were recently approached by the press with regards to mould in one of our properties that is let to Glasgow City Council as a temp furnished flat. Looking at the facts of the case, the CEO intimated that she was satisfied with the Association's response when the situation was raised by the tenant and that she was able to respond to the press enquiry and inform the SHR and register a Notifiable Event. This matter has been dealt with and closed by the SHR.

We have asked our internal auditors to review our approach to mould and dampness and will utilise their findings to update our methodology and processes.

### **Industry Updates**

The Chief Executive Officer took the Board through five recent industry updates. She urged the Board to read through each publication. If the Board would prefer a workshop to be taken through any of the publications, this could be facilitated.

### **CEO Training/networking**

The Chief Executive Officer highlighted her training and networking for February and March 2023.

### **Staffing matters**

The Chief Executive Officer informed the Board that we were unable to recruit a Grade 7 Technical Officer to fill our current vacancy. Options are being discussed by the Leadership Team and these will be presented to the Staffing Sub Committee on 5th April 2023.

A number of staff in funded posts are leaving the organisation. These include our Advice Assistant, Digital Inclusion Worker, Volunteer Engagement Assistant and our Digital Media and Communications Assistant. All have indicated that they will apply for sessional posts with the Association.

The Association has been successful in obtaining funding through Glasgow Chamber of Commerce for a 'Carbon Net Zero' placement for 4 months. They will work on an action plan drawn up by a specialist at the Chamber of Commerce who has done a desktop assessment (with input from the CEO and Asset Manager) of areas of improvement for Cassiltoun Trust and Stables Nursery. (Action Plan was attached as Appendix 1 to the report). The person was appointed and started with the Association today.

### **Cassiltoun Trust Update**

*Redacted as contains sensitive information.*

### **Business Review 2023**

*Redacted as contains sensitive information.*

### **Assurance Improvement Plan**

The rolling improvement plan has been updated and was attached as appendix 2 to the report. The Board approved to remove the items that have been completed.

Training on the Regulatory Framework and the Assurance Process will be scheduled and a new timetable for assessing compliance will be issued after this meeting.

### **Cyber Essentials and Insurance**

*Redacted as contains sensitive information* is assisting the CEO with information for the renewal of Cyber Essentials.

The CEO previously reported the Insurance Renewal Contract has been signed off.

### **Subsidiary Board minutes**

The latest approved subsidiary Board minutes were attached to the report as Appendix 3.

***The Board noted and approved the contents of the CEO Bi Monthly report for March 2023.***

## **6a. BUDGET 2023/24 – AMENDMENTS**

The Chief Executive Officer presented the amendments to the Budget for 2023/24 via a power point presentation.

As the Board are aware, they signed off the budget at the last meeting but were still awaiting some figures in relation to insurance, estate maintenance and IT costs

**Updated figures – Insurance**

Item	Budget	Actual Budget
<b>Insurance Housing Stock</b>	<b>83,000</b>	<b>139,893</b>
<b>Management Liability</b>	<b>5,000</b>	<b>10,640</b>
<b>ALL ITEMS COMBINED (EXC NURSERY)</b>	<b>97,000</b>	<b>175,000</b>

*Redacted as contains sensitive information.*

**Estate maintenance contractor**

*Redacted as contains sensitive information.*

**Microsoft 365 Licences – Redacted as contains sensitive information.**

***After discussion, the Board approved the amendments to the 2023/24 budget.***

**6b. AZETS – AUDIT ENGAGEMENT LETTERS**

Head of Corporate, HR & Finance presented the Engagement Letters from Azets previously circulated with the agenda. These letters are standard engagement letters addressed to the Board of Management and is part of the requirements needed for the audit.

One is for the standard audit process and the second one is for other services. In addition, we have an audit planning letter that covers the Cassiltoun Group.

The Board noted the three engagement letters with Azets and will respectively be signed off.

**7. SWOT, PEST AND OPERATIONAL OBJECTIVES – FEEDBACK FROM THE BOARD AT THEIR MEETING HELD ON 8/3/2023**

The Chief Executive Officer presented the feedback from the Board at their meeting held on 8<sup>th</sup> March 2023 on SWOT, PEST and Operational Objectives.

***The Board unanimously approved the updated SWOT, PEST and Operational Objectives. These will form part of the Association’s Business Plan.***

**8. Redacted as contains sensitive information.– UPDATE**

*Redacted as contains sensitive information.*



**10. DIGITAL TRANSFORMATION UPDATE**

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

***The Board noted and approved the Digital Transformation Update.***

**11. EQUALITY AND DIVERSITY STRATEGY – ACTION PLAN**

The Chief Executive Officer presented the Equality and Diversity Strategy Action plan and the Equality and Diversity Statement previously circulated with the agenda.

***The Board noted and approved the Equality and Diversity Strategy Action Plan update and the Equality and Diversity statement.***

**12a. CALENDAR OF PRIORITIES 2023/24**

The Head of Corporate, HR & Finance presented the Calendar of Priorities for 2023/24.

***The Board noted and approved the Calendar of Priorities for 2023/24.***

**12b. CORPORATE GOVERNANCE CALENDAR**

The Head of Corporate, HR & Finance presented the Corporate Governance Calendar for 2023/24.

***The Board noted and approved the Corporate Governance Calendar for 2023/24.***

**13. ICT POLICY**

The Chief Executive Officer presented the revised ICT Policy previously circulated with the agenda.

***The Board noted and approved the revised ICT Policy.***

**14. SUBSIDIARY BUSINESS PLANS 2023-24**

Cassiltoun Stables Nursery and Cassiltoun Trust Business Plans for 2023-24 were previously with the agenda. Cassiltoun Stables Nursery's financial projections will be updated by the Finance Manager and Financial Consultant.

***The Board noted and approved Cassiltoun Stables Nursery and Cassiltoun Trust Business Plans for 2023-24.***

15. **CORRESPONDENCE**

**SFHA Conference, 6/7 June 2023 in Radisson Blu Hotel, Glasgow:** Chairperson to attend on behalf of the Association.

**Thank you:** Chief Executive received a thank you form Katharine Brough, Cycling Scotland for facilitating a visit to the Association on Friday 24<sup>th</sup> February 2023. She intimated that it was uplifting to hear from Stuart Whittaker and see the powerful work the volunteers have undertaken with the woodland and paths.

*Redacted as contains sensitive information.*

**EVH Governing Body Leadership Programme:** EVH have released the dates for their Governing Body Leadership Programme which are 23, 30<sup>th</sup>, August and 6<sup>th</sup>, 20<sup>th</sup>, 27 September and 4<sup>th</sup> October 2023. Our Chairperson has enrolled in this programme. Anyone interested in attending should contact the Corporate Team.

*Redacted as contains sensitive information.*

**Inspiring Leadership Conference:** SHARE are running an Inspiring Leadership Conference in the Hilton Hotel on Wednesday 16th August 2023. The CEO will be attending on behalf of the Association. Anyone interested in attending should contact the Corporate Team.

**EVH 26<sup>th</sup> Annual General Meeting, 19<sup>th</sup> May 2023, Doubletree Hilton, Dunblane.** Vice Chairperson to attend as she will be attending the Annual Conference which is taking place at the same time.

**Thank you:** Email received from Mrs Smith, Principle Teacher of Success and Achievement, St Margaret Mary's Secondary School: Mrs Smith expressed her thanks for the Association attending the school's Annual Careers Fair.

16. **APPLICATIONS FOR MEMBERSHIP**

None

17. **USE OF ASSOCIATION SEAL**

The Association's seal was used on one occasion.

18. **ENTITLEMENTS, PAYMENTS & BENEFITS REGISTER**

None

**19. NOTIFIABLE EVENTS**

*Redacted as contains sensitive information.*

**20. SUBSIDIARY AND SUB COMMITTEE DECISIONS MADE BETWEEN – 23<sup>RD</sup> FEBRUARY 2023 – 29<sup>TH</sup> MARCH 2023**

**Health & Safety Committee – 27<sup>th</sup> February 2023**

No decisions made

**Health & Safety Landlord Committee – 27<sup>th</sup> February 2023**

No decisions made

**Cassiltoun Trust – 1<sup>st</sup> March 2023**

- Management Accounts to 31<sup>st</sup> January 2023 – Approved
- *Redacted as contains sensitive information.*
- Business Plan – Approved
- Lighting:-  
*Redacted as contains sensitive information.*

**Cassiltoun Stables Nursery – 2<sup>nd</sup> March 2023**

- Management Accounts for January 2023 - Approved
- The Nursery Board noted the Budget for 2023/24 and this will be approved once more information in relation to the lease/tenant obligations is to hand.
- *Redacted as contains sensitive information.* Delegated authority was provided to the Nursery Manager to purchase Easter eggs for the children in 2023.
- The Board unanimously approved the increase in Nursery fees as per table below.

	0-3			3-5			Extra hour rate in relation to partnership hours
	FT	Daily	½ Day	FT	Daily	½ Day	
	£	£	£	£	£	£	
<b>Current</b>	190	41	25	18 5	40	25	£5.00
<b>Proposed</b>	£205	44	26.50	20 0	43	26.50	£6.50

- *Redacted as contains sensitive information.*
- Strategic and Operational Objectives – approved
- SWOT analysis – Approved
- Risk Register – Approved
- Draft Nursery Business Plan – approved

- 6 month traffic light report – approved
- Absence Management Policy - approved

**The Board noted the Subsidiary and Sub Committee decisions made between – 23rd February 2023 – 29th March 2023.**

**21. OPERATIONAL SERVICE AGREEMENTS FOR SUBSIDIARIES**

The Operations Service Agreement for 1 April 2023 – 31 March 2024 with Cassiltoun Stables Nursery was previously circulated with the agenda.

***The Board unanimously approved the Operation Service Agreement with Cassiltoun Stables Nursery for 1 April 2023 – 31 March 2024***

The Operations Service Agreement for 1 April 2023 – 31 March 2024 with Cassiltoun Trust was previously circulated with the agenda.

***The Board unanimously approved the Operation Service Agreement with Cassiltoun Trust for 1 April 2023 – 31 March 2024.***

**22. AOCB**

**Co-option of Board Members:** As previously reported under Chairperson's Report, the Board's approval was sought to co-opt

Gayle Fitzpatrick  
Faye Mitchell  
Ryan Davidson

onto the Board of Management. ***The Board approved to co-opt the above three persons onto the Board of Management.***

**GWSF Open Meeting:** GWSF at their open meeting on 22<sup>nd</sup> March 2023 outlined that they are running a mentoring service for Board and Staff Members. Anyone interested in joining the programme or wishing to facilitate mentoring to fellow board members should contact the Corporate Team.

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

Wednesday 26<sup>th</sup> April 2023 at 6.00 pm

There being no further business the meeting concluded at 7.35 pm

**Signature**  
**Chair of Board of Management**

**Date**