

CASSILTOUN HOUSING ASSOCIATION

MINUTE OF MEETING OF BOARD OF MANAGEMENT
HELD ON WEDNESDAY 24TH JUNE 2020 AT 6.00 PM
VIRTUAL ZOOM MEETING

Present: George Kelly Anne M Stuart MBE
Julie McNeil Kim McKee
Richard Sullivan Debbie MacKenzie
William Craig Barbara Dusik

In Attendance: Clair Malpas Chief Executive Officer
Gamal Haddou Director of Finance/IT
Fiona McGowan Director of Operations
Paula Brownlie Corporate Services Manager

1a. WELCOME, INTRODUCTIONS, SEDERUNT & APOLOGIES

George Kelly, Chairperson welcomed everyone to the meeting. He asked the Chief Executive to outline the rules for holding the meeting virtually.

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

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

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 27TH MAY 2020

The minutes of meeting held on 27th May 2020 were noted and approved on the motion of Anna Stuart MBE and seconded by Richard Sullivan.

3b. MATTERS ARISING FROM MINUTE OF MEETING HELD ON 27TH MAY 2020

Page 6, Item 7, SGM/AGM: The Chief Executive informed the Board that as previously agreed at the last meeting, the SGM/AGM has been scheduled for Saturday 15th August 2020 at 11.00 am in Castlemilk Parish Church. The meetings will only go ahead pending the Scottish Government guidelines. The Board unanimously approved to give delegated authority to the Chief Executive to move the date of the meetings to September if the Scottish Government do not permit us to hold the meeting in August. If this is not possible, the meeting can be held virtually.

Page 12, Item 22, Backcourt/Bins: Julie McNeil enquired as to where backcourts/bin costs are allocated in the Management Accounts. Director of Operations and Director of Finance & IT confirmed that the costs are included under Estate Management costs.

3c. ACTION LIST FROM MINUTE OF MEETING HELD ON 27TH MAY 2020

1. Unfortunately, the Association is unable to get hold of any footage from the Princes Trust as it is under the ownership of the TV Company.
2. CEO in discussions with CEO at Ardenglen HA – still outstanding
3. Awaiting word from Barclays
4. Completed – membership certificates have been issued
5. Outstanding
6. Completed
7. Completed
8. Completed
- 9. (redacted as contains sensitive information)**
10. Completed
11. Completed
12. Completed
13. Completed
14. Void update – 3 tenants have settled in are delighted with their properties. Work is still needed in three properties and one tenant is waiting to go into their property. No anti social issues to report.
15. Completed
16. Completed
17. Completed
18. Castlemilk Together Funding from Area Partnership – the sum of funding received was £7,900

4. CHAIRS REPORT

The Chair reported.

Wednesday 3rd June 2020 - Staffing Sub Committee Meeting

Agenda topics were discussed and decisions made which CEO will inform the Board later in her report.

Wednesday 17th June 2020 - Audit & Risk Sub Committee meeting

The main agenda subjects were the auditor's letters concerning the final years audit process for the Cassiltoun Group. The Audit results for each company were discussed in detail and the Audit Management report for the Group was presented. The Groups Risk register and

Covid-19 risk register were presented. The Internal Auditor presented the Audit Action Plan for the year 2020/21.

Wednesday 18th June 2020 – Cassiltoun Stables Nursery Board Meeting

A full suite of agenda items were discussed including Audited Accounts, Management Accounts, Operational Report, Strategic Report, Risk Register and Business Plan.

An update will be given by CEO later in her report.

June 2020 has been an incredible month for the board members of the sub committees and subsidiaries with an enormous amount of business to get through and a colossal quantity of papers to read.

The Chair thanked everyone for the work and commitment that they have put in and the effort they all have expended in helping to achieve the best results not only for Cassiltoun Housing Association but also for the tenants we all represent.

5. CHIEF EXECUTIVE'S BI MONTHLY REPORT

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

Business Plan Process

Due to the CEO focussing on the processes of Business Continuity, there has been a delay in presenting the Business Plan. This will now be presented to the Board in August including the recommendations that have been flagged up as part of the ongoing assurance improvement process. The Board noted the delay in the presenting of the Business Plan.

SHR's Regulatory Framework & Assurance Improvement Plan

CEO presented the updated Assurance Improvement Plan as to where we have delivered improvements that were flagged up as part of the Assurance Verification process since April. These are in addition to any improvements to our operations that are identified through both our internal and external audits. Areas of assurance still to be completed were highlighted and a meeting will be arranged for Board members to attend a workshop to verify all documentation against the Framework. The Board will be notified of the date and time.

Business Continuity – Covid 19

Cassiltoun has continued to implement its Business continuity plan and the SMT is reviewing this on an operational level on a weekly basis, as part of our 3-weekly review of the furlough scheme and on a more strategic level when there are significant changes that impact on the business. Our IT infrastructure continues to allow staff to Work from Home although there have been increasing numbers of staff accessing the office to undertake tasks that cannot be done remotely. All staff will be returning to work from Furlough Leave on 6th July 2020. Staff within the Operations Team will return to work on 6th July 2020 on a rota basis with some staff working from home. Board's approval was sought to open the telephone lines to tenants from Monday 13th July 2020 for a limited time only 10-12 and 1-4pm. Debbie MacKenzie enquired as to why the office cannot open for the usual operating times. Chief Executive Officer intimated that we will not be opening with a full service as repairs are still not being provided. Kim McKee agreed that we should be opening on a phased return basis. Tenants will be informed of the new opening times via letter, social media and website. ***The Board unanimously approved the limited opening hours.***

SHR Monthly Return

The Board will be aware that the Scottish Housing Regulator (SHR) has requested that since April, all landlords submit a monthly return so they can assess the impact on the sector. Our second return reported a rent arrears figure of 3.93% with a sector average of 4.63%. This is in the lower part of the sector average.

The SHR has issued the first 'dashboard' for the sector which can be found <https://www.housingregulator.gov.scot/landlord-performance/national-reports/monthly-covid-19-dashboards/april-dashboard>

Subsidiary Governance

Cassiltoun Stables Nursery: The main decisions from the Nursery Board meeting on 18 June 2020 were:-

Business Plan – approved
 Annual Accounts 2019/20 - approved
 Management Accounts for May 2020 – approved
 Furlough Staff - extended until 12 July
 Small Grant received from GSEN for PPE - £650
 Return to work plan – Discussions took place and delegated authority was given to CEO re Nursery Business opening pending Government guidelines
 Anti Fraud and ICT User Policy – approved
 Risk Register – minor changes

Cassiltoun Trust: The main decisions from the Trust Board Meeting held on 24th June 2020 were:-

Annual Accounts 2019/20 – approved
 Service Agreement between CHA/Trust – approved
 Anti Fraud and ICT User Policy – approved

Social Enterprise Centre – Unfortunately we have received word that our application was not successful. The Lottery indicated that they wanted to give the funding to applicants who were ready to go with their projects.

Barlia 3 – There are now plans for a soft start based on recent Scottish Government guidelines. It is hoped that the site start will commence on 29th June. The new restrictions will mean that the site will take longer to complete due to the number of workmen they can have on site.

Energetics connection at Site A: Current position is that it is sitting with City Property/ GCC legal.

Site C Building Warrants: Stage 2 warrant outstanding for Site C (Labour Club). MAST has been contacting building control on a weekly basis. Waiting for one query to be signed off by Building Control. There are also some queries on the Stage 3 warrant submission. MAST awaiting some input from G3 Engineers and window pod manufacturer to close these off.

Extension of Time Claim: Cannot be fully assessed until Energetics connection made and we have 'end date' to indicate how long the delay is. Covid 19/ site shut down will now add to this. QS will advise in due course how these impact on the claim. The Board will be kept informed.

Castlemilk Drive and Nursery Site: Ongoing discussions with Crudens and DRS to move projects forward. Full update will be presented at Regeneration Sub Committee in July.

Model Rules and AGM

Since the Board meeting which approved the draft Rules, the Corporate Insolvency and Governance Bill has been introduced to Westminster and it contains a number of provisions to address problems arising from the Covid-19 restrictions. This effectively means that we could hold our SGM/AGM virtually. However, as previously agreed, our SGM/AGM has been arranged for Saturday 15th August 2020 at 11.00am. Pending Government Guidelines, this could move to September 2020. It is hoped that we will be able to hold both meetings at Caslemilk Parish Church.

Staffing Sub Committee – 3rd June 2020

The Staffing Sub Committee met on 3rd June. The decisions made were:

To defer the staff structure review to the 21/22 financial year and extend the contracts of those staff with temporary responsibility payments, temporary increase of hours and temporary contracts to the end of March 2022.

To allow staff to carry forward a maximum of 12 days annual leave (pro rata) from the 20/21 year to the 21/22 year to be used up during the course of that year

Approval was given to recruit maternity leave cover for Welfare Rights Officer (Part time)

To extend the contract of the temporary Customer Services Assistant until 26th March 2021 to assist with current and anticipated workload.

IIP Platinum Review – ongoing. Staff Survey commenced week beginning 8th June 2020. Interviews with various staff week commencing 6th July 2020. First indications are that the survey results have been very positive. Board to be kept up to date with outcomes.

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

6. ANNUAL ACCOUNTS FOR 2019/20

Director of Finance & IT presented the Annual Accounts for 2019/20.

The Accounts take note of the improvement in the SHAPS Pension Scheme deficit which was £780,000 and is now down to nil. There was a requirement to capitalise smoke detectors of £134,000. £41,000 was to be accrued for development costs. We are now required to capitalising nursery site development costs of £45,000 and the audit sub-committee were taken through the potential consequences of this on covenants if not proceeding or impairing the asset value.

The Director of Finance & IT advised that once the accounts are approved by the Board they will be counter-signed by the Auditors and presented to the members of the Association at the Annual General Meeting in August or September 2020.

The Board unanimously approved the Annual Accounts for 2019/20.

7. **MANAGEMENT ACCOUNTS – MAY 2020**

Director of Finance & IT presented the Management Accounts for May 2020 previously circulated with the agenda.

The two month position is less important than understanding the new forecasts and how these vary from the original budget. Significantly lower Castlemilk Drive spend and HAG, being a timing matter with more activity into next year, arrears sharply increasing, furlough grant and rental income lower.

The forecasts take into account capitalising the nursery site expenditure. The Board agreed at their last meeting to incur £291,0000 on the site. This expenditure will now be capitalised.

After discussion, the Board unanimously approved the Management Accounts for May 2020.

8. **ARC 2019/20 – VERIFICATION REPORT**

Director of Operations presented the above report previously circulated with the agenda.

Christine Dugan, Consultant carried out a virtual verification ARC audit and worked with the Director of Operations, Housing Manager (Services), Senior Housing Officer and Customer Services Assistant (Technical). She looked at 23 indicators; verified 21 and partially validated 2. There were no fails.

Christine intimated that the areas that she had raised during previous audits had been addressed. She had outlined areas to improve on during the next year. The Action Plan under Item 8A will cover these areas.

Anna Stuart MBE enquired of Indicator 30 “time taken to relet properties. The Operations Sub Committee had previously agreed to give families of deceased tenants, 14 days to clear the house. Director of Operations confirmed that the tenancy is terminated when the person dies but the Association gives enough time for the family to clear the house. When reporting the void loss figures you exclude this period from it. Senior Housing Officer has worked out a system on SDM that calculates this.

The Board unanimously approved the contents of the Verification Report produced by Christine Dugan.

8a. **ARC 2019/20 – ACTION PLAN**

Director of Operations presented the ARC 2019/20 Action Plan.

Indicator 3 & 4: Complaints. We need to revamp how we record and manage the process of complaints

Indicator 9: Average Time to Complete. Some jobs were showing as 0 days. These were raised out of hours and at the weekend. This is a default in the IT System

Indicator 10: Inconsistency of reporting repairs by the staff team

Indicator 11: Gas servicing. No list of properties with heating type included in verification folder

Indicator 15: ASB Complaints. No evidence of how ASB complaints were received

Indicator 30: Time to relet properties. No account had been taken of the revision to the Charter Guidance

The Board unanimously approved the ARC 2019/20 Action Plan.

8b. ARC FINDINGS 2019/20

Fiona McGowan, Director of Operations presented the ARC findings via a powerpoint presentation. Copy of presentation had been circulated with the agenda.

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

Julie McNeil enquired as to why the Factored Owners satisfaction rate was low. Director of Operations confirmed that factored owners feel they don't get value for money. CEO confirmed that we will be looking at this over the next year to see how we can improve.

Anna Stuart MBE enquired if training will still be provided for Board Members on factoring. Director of Operations confirmed that this will be organised once we are back to normal.

William Craig enquired if there will be a backlog of repairs from COVID-19. Director of Operations confirmed that there will be but we need to do these on a phased basis.

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.

9. STOCK CONDITION SURVEY

Director of Operations presented the above report previously circulated with the agenda.

5 submissions were received and opened virtually with Board Members Anna Stuart and Teresa McGowan being in attendance. Director of Operations, Laura Edwards and Tom Atkinson were also present.

Tom Atkinson carried out the assessment of the capability sections and JMP came out as the preferred contractor.

After discussion, the Board unanimously approved to appoint JMP as the contractor for the Stock Condition Survey as per the details outlined in the report.

10. **WINDOW REPLACEMENT CONTRACT – PROCUREMENT CONTRACTOR**

Director of Operations presented the above report previously circulated with the agenda.

The Operations Sub Committee were presented with a report at their meeting on 20th February 2020 and that the Association had followed the advertised method of selection. The report also detailed the process and quality scores. The Committee were further advised that a challenge had been made by an unsuccessful contractor, **(redacted as commercially sensitive)**.

The previously reported challenge by **(redacted as commercially sensitive)** to our proposed appointment of Sidey Solutions has been withdrawn.

Since then, all due diligence checks have been carried out on the preferred contractor, Sidey, and signed off by senior staff. This has included financial checks, references, certification and insurances.

After discussion, the Board unanimously approved to give delegated authority to the Director of Operations to accept Sidey Solutions (redacted as commercially sensitive) when it is possible to do so in line with Scottish Government’s COVID-19 Routemap and Construction Industry’s 6-Step phased re-start plan and to give delegated authority to the Director of Operations to negotiate reasonable and auditable variations to the contract as required, to accommodate the Association’s on-going requirements arising from the COVID-19 situation.

11. **UNACCEPTABLE ACTIONS POLICY – REVISED**

The Director of Operations presented the above policy previously circulated with the agenda.

The Board unanimously approved the changes to the Unacceptable Actions Policy.

12. **MEMBERSHIP APPLICATIONS**

The Board considered one membership application as outlined by the Corporate Services Manager.

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

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

13. **GDPR/FOI**

13a. **QUARTERLY RETURN TO INFORMATION COMMISSIONER**

The Corporate Services Manager presented the quarterly return to the Information Commissioner. The Board were asked to note that a further 4 SAR requests and 1 Freedom of Information request have been received since the report was prepared.

The Board unanimously approved the quarterly return to the Information Commissioner.

14. INDEPENDENT BOARD ANNUAL APPRAISAL REPORT

Corporate Services Manager presented the above report previously circulated with the agenda.

The Board noted the contents of the Annual Appraisal Report and intimated that they thought the process was very comprehensive and that the consultant was very thorough in his questioning.

The report outlined the effectiveness of the Board as a whole and as an individual contributors. It outlined the knowledge and skills the Board hold to strategically lead and manage the organisation.

The Board noted and approved that the four board members who fall within the nine year rule category have demonstrated their effectiveness as board members and are satisfied that they meet the criteria to remain on the Board of Management.

The Consultant will send out individual reports to each Board Member which will outline their personal training needs.

15. GOVERNANCE REPORT SGM/AGM

The Corporate Services Manager presented the above report previously circulated with the agenda.

The main functions of the Special General Meeting and Annual General Meeting were highlighted along with the processes to follow.

In conjunction with the Association's Rules, 39.1, it was agreed that the three members who retire are:-

George Kelly
Debbie MacKenzie
Teresa McGowan

Three Board Members will consider if they wish to stand for re-election at the Annual General Meeting.

The Board noted and unanimously approved the agenda for the Special General Meeting and Annual General Meeting to be held on 15th August 2020 at 11.00 am.

16. COMPLAINTS REGISTER

Corporate Services Manager presented the Complaints Register for quarter 1 (1st April – 11 June 2020).

There were 4 complaints received during this time. 1 progressed to 2nd stage.

The Board noted the complaints received.

17. **CORPORATE/HR REPORT**

Corporate Services Manager presented the Corporate/HR Report previously circulated with the agenda.

The attendance rate for the first quarter of 2020 stood at 0%. (1 April – 11 June 2020).

The number of Furlough Staff at the date of the board meeting stood at 5.

The Board noted and approved the contents of the Corporate/HR Report.

18. **EQUAL OPPORTUNITIES MONITORING**

Director of Operations presented the above report previously circulated with the agenda.

Allocations to new tenants is not included as there has been none due to COVID-19.

The Board noted and approved the contents of the Equality and Diversity Monitoring Report.

19. **CORRESPONDENCE**

None

20. **APPLICATIONS FOR MEMBERSHIP**

As previously reported.

21. **USE OF SEAL**

None

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

Nothing to report.

Entitlements, Payments and Benefits Register: The Corporate Services Manager took the Board through the Entitlements, Payments and Benefits Register for 2019/20. The Chair has previously been taken through the Register prior to the meeting.

The Board noted and unanimously approved the contents of the Register.

23. **NOTIFIABLE EVENTS**

None

24. SUBSIDIARY & SUB-COMMITTEE DECISIONS & MINUTES MADE BETWEEN 28TH MAY – 24TH JUNE 2020

Staffing Sub Committee, Cassiltoun Stables Nursery and Cassiltoun Trust decisions previously reported under Agenda Item 5.

Audit & Risk Sub Committee meeting held on 17th June 2020

Audit Letter of Responsibilities approved and to be signed off by CHA and subsidiaries

Audit Engagement Letters approved and to be signed off by CHA and subsidiaries

Annual Accounts approved for CHA and subsidiaries. To be signed off by each identity

Letter of financial support for Cassiltoun Stables Nursery – approved

Cassiltoun Group Risk Register – approved with minor amendments to be made

Cassiltoun COVID-19 Risk Register – approved with minor amendments to be made

Internal Audit Plan for 2020/21 – approved

25. HEALTH & SAFETY/HWL

COVID 19 Register – updated with respect to RIDDOR.

HWL – Mental health awareness information circulated to staff during lockdown.

26. AOCB

None

27. DATE AND TIME OF NEXT MEETING

Saturday 15th August 2020 immediately after AGM

There being no further business the meeting concluded at 7.35 pm

Signature:
Chair of Board of Management

Date: