

**CASSILTOUN HOUSING ASSOCIATION**  
**MINUTE OF MEETING OF BOARD OF MANAGEMENT**  
**HELD ON SATURDAY 19<sup>TH</sup> SEPTEMBER 2020 IMMEDIATELY AFTER AGM**  
**VIRTUAL ZOOM MEETING**

**Present:** George Kelly Anne M Stuart MBE  
Julie McNeil Kim McKee  
William Craig Evelyn Ferguson  
Richard Sullivan

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

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

George Kelly, Chairperson welcomed everyone to the meeting.

Apologies were received from Chris O'Brien, Barbara Dusik and Teresa McGowan. Debbie MacKenzie is currently on leave of absence.

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

The Chief Executive sought the Board's approval to take Agenda Item 9 after Agenda Item 5. **The Board unanimously approved this request.**

**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 BOARD MEMBERS**

The Chair formally welcomed Barbara Dusik (previously co-opted board member) to the Board of Management.

**4. ELECTION OF OFFICE BEARERS**

Chief Executive sought nominations for:

Chairperson:	George Kelly	Proposer:	Anna Stuart MBE
		Seconded:	William Craig

As there were no other nominations for Chairperson, George Kelly was elected as Chairperson. This was unanimously approved by the Board.

Vice Chair:	Anna Stuart MBE	Proposer:	Evelyn Ferguson
		Seconded:	Julie McNeil

As there were no other nominations for Vice Chairperson, Anna Stuart MBE was elected as Vice Chairperson. This was unanimously approved by the Board.

Secretary:	Evelyn Ferguson	Proposer:	Anna Stuart MBE
		Seconded:	George Kelly

As there were no other nominations for Secretary, Evelyn Ferguson was elected as Secretary. This was unanimously approved by the Board

Treasurer:	Julie McNeill	Proposer:	Anna Stuart MBE
		Seconded:	George Kelly

As there were no other nominations for Treasurer, Julie McNeil was elected as Treasurer. This was unanimously approved by the Board

**5. NEW BOARD MEMBERS INDUCTION**

The Chief Executive Officer intimated that the Induction Programme for the recently appointed Board Member will be put in place. The new board member was a co-opted board member and will now taken up the responsibilities of a Board Member.

**9. GOVERNANCE TIMETABLE**

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

Prior to March 2020, the Chief Executive Officer and Corporate Services Manager attended a number of Governance events which discussed organisational Governance structures and they also had discussions with other Senior Officers about their Board and sub-committees.

It became apparent that the SHR and the sector has begun to question why organisations have so many sub-committees and also that in other organisations they are rationalizing their Governance Sub Committee structures with business going through the main Board of Management.

During the initial period of lockdown (April – May), the Board agreed to suspend sub-committee meetings and brought matters that would previously have been dealt with to the main Board (Operations Sub Committee).

Through the Assurance process and due to the impact of Covid-19, there is an increased need to provide information to the whole Board and to increase the opportunities for all Board members to scrutinise and question the Association's performance.

The Senior Management Team believe there is enough capacity to have the business of the Operations Sub Committee running through the main board. A Bi Monthly Operational Report will be presented to the main Board covering everything that goes to the Operations Sub Committee and there will be an operational thread running through all Board Meetings. Any actions will be included in our Action List and will be dealt with at the next Board meeting.

With regards to saving time, this will ease the burden on the Board with one less meeting to attend. It will also be one less meeting that staff need to facilitate. It will raise the focus of the main board to scrutinize operational matters.

The Chief Executive proposed to stop the Operations Sub Committee for a period of one year and to put a trial period in place for a Bi-Monthly Operational Report to be presented to the main Board.

Anna Stuart intimated that she did not like the idea of not having an Operations Sub Committee but that she could see the benefits of the information being presented to the main Board. She also confirmed that she was happy to proceed on a 12-month trial period and for the Board to assess the advantages and disadvantages at the end of this period.

Evelyn Ferguson also confirmed that she was happy to proceed on a 12-month trial basis.

***After discussion, the Board unanimously approved to stop the Operations Sub Committee and to present a Bi Monthly Operational Report to the main board on a 12-month trial basis.***

**Julie McNeil lost connection and left the meeting.**

Chief Executive Officer also proposed to hold the Health and Safety Sub Committee meetings quarterly and Senior Management Meetings to be held every 6 weeks rather than monthly. Senior Management Team weekly diary meetings will continue to be held on a Monday morning.

***After discussion, the Board unanimously approved to hold Health and Safety Sub Committee meetings quarterly and that Senior Management Team meetings will be held every 6 weeks.***

**Julie McNeil re-joined the meeting.**

***Governance Timetable for 2020/21 was unanimously approved.***

## **6. SUB COMMITTEE AND SUBSIDIARY MEMBERSHIP**

Regeneration & Development

Anna Stuart; George Kelly; Evelyn Ferguson; William Craig; Chris O'Brien; Richard Sullivan

Teresa McGowan may wish to join. Corporate Services Manager to liaise with her.

Staffing:

Anna Stuart; George Kelly; Richard Sullivan and Chris O'Brien  
Teresa McGowan may wish to join. Corporate Services Manager to liaise with her.

Risk & Audit    Anna Stuart; George Kelly; Evelyn Ferguson and Julie McNeil

Julie McNeil lost connection and left the meeting.

**Subsidiary Membership**

Cassiltoun Trust                                      Anna Stuart MBE  
Christine Devine MBE  
Evelyn Ferguson  
Lewis MacSween  
Charlie Turner  
Charlie Millar  
Susan Casey  
Baillie Glenn Elder

Cassiltoun Stables Nursery    Anna Stuart MBE  
Debbie Mackenzie (currently leave of absence)  
George Kelly  
Jean Farrell  
Amanda McGonigle

***Membership of the above Sub-Committees and Subsidiaries were noted and unanimously approved by the Board.***

Board members who were not in attendance at the meeting will be contacted to enquire if they wish to join any Sub Committees.

**7a.    MINUTE OF MEETING HELD ON 26<sup>TH</sup> AUGUST 2020**

The minutes of meeting held on 24<sup>th</sup> June 2020 were noted and approved on the motion of Anna Stuart MBE and seconded by Kim McKee.

**7b.    MATTERS ARISING FROM MINUTE OF MEETING HELD ON 26<sup>TH</sup> AUGUST 2020**

***Page 4, Housing Development and Social Enterprise Centre:*** The Chief Officer intimated that we have not heard from Regeneration Capital Grant Fund to date re Stage 1. However, this is imminent.

***Page 4, Barlia 3:*** Energetics issue has now been resolved and electrical items can now be installed. We are still waiting on one building warrant. Chief Executive intimated that she will start to escalate this matter.

***Page 4, Nursery Site:*** There will be a Zoom consultation event on the evening of Monday 21<sup>st</sup> September 2020. Chief Executive, Development Consultant, Architect and Landscape Architect will be in attendance.

***Page 8, Correspondence - Ballantay Bingo:*** Vouchers have been won and some pictures had been sent into the office of the winners.

**Page 9, AOCB - Petition from Ballantay representatives regarding porches and additional bathroom.** Chief Executive spoke to a representative of the group regarding their petition. They also handed her a number of letters that detailed a list of repairs that needed to be carried out. Staff will be dealing with these repairs. A report will be presented to the Board in October to seek the Board's direction regarding the residents' petition in respect to an additional bathroom and porch.

**7c. ACTION LIST FROM MINUTE OF MEETING HELD ON 26<sup>TH</sup> AUGUST 2020**

1. Business Plan – on agenda
2. New Model Rules – approved at Special General Meeting (19<sup>th</sup> September 2020)
3. IIP Action Plan – to be presented to the Staffing Sub Committee in November 2020
4. Complete
5. Complete
6. Complete
7. Complete
8. Complete

**8. CHAIRS REPORT**

The Chair reported.

**Assurance Workshop Regulatory Standards 1 & 2 – 9<sup>th</sup> September 2020**

The Chair attended the above workshop that was hosted by the Chief Executive and Corporate Services Manager. Board members that were in attendance were assured that the Association were complying with Regulatory Standards 1 & 2.

**Julie McNeil re-joined the meeting.**

**10. CASSILTOUN HOUSING ASSOCIATION - BUSINESS PLAN**

The Chief Executive presented the Business Plan previously circulated with the agenda.

**Evelyn Ferguson lost connection and left the meeting.**

Appendices to the Business Plan had been previously approved by the Board. However, if copies are required, Board Members should contact the Corporate Services Manager.

The Business Plan considers the recently updated Business Planning Guidance issued by the SHR. It also takes cover COVID and our year ahead.

Additional Sections have been inserted: -

Local context information – who is our community and what hardships do we have to address

Charitable Objectives

Rent affordability

Average rental figures compared with other landlords

Page 24 responsive repairs and planned maintenance table to be checked.

Scenario planning and sensitivity analysis – the Director of Finance & IT intimated that he took our Business Plan and put in various changes to it, for example putting the rent increase in at 2% and not 3% and running this change over 30 years. The graphs on page 29 outline a 30-year duration and a 15-year duration. We see our existing projections and the scenarios around year 28 and 29 dip down to zero cash balance. The issue is in relation to the £2m cessation payment to Strathclyde pension. However, the good news is that Strathclyde liability as at 2017 is £740,000. The new valuation which is due in January 2021 will be included in the next revision of the Business Plan.

The Director of Finance & IT explained that sensitivity analysis means that if we say our major repairs are for example 3% more expensive over a 30-year duration, what is the impact on our business. The Chief Executive intimated that that Senior Management Team picked the sensitivities to be included in the Business Plan. However, in terms of our Business Planning process, the Board will be asked what sensitivities they would like to be tested.

Page 35 – Business recovery post COVID. SHR intimated that Business Plans should take into account our plans with regards to COVID. A narrative has been inserted into the business plan rather than hard targets as we are still in a state of flux. When the Business Plan is revised next April, we will insert our COVID Recovery Plan.

Anna Stuart referred to the SWOT analysis on page 18. She asked that the strength and skills of board members should be higher on the list.

***After discussion, the Board unanimously approved the revised Business Plan.***

#### **11a. CASSILTOUN GROUP STAFF CODE OF CONDUCT**

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

***After discussion, the Board unanimously approved the Cassiltoun Staff Code of Conduct.***

#### **11b. CASSILTOUN GROUP BOARD CODE OF CONDUCT**

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

The Corporate Services Manager intimated that the SFHA had revised the current Board Code of Conduct with links to the SHR Regulatory Framework and that the Association's Code of Conduct will be updated accordingly.

***After discussion, the Board unanimously approved the Cassiltoun Board Code of Conduct.***

#### **12. GDPR/FOI**

Corporate Services Manager advised there was nothing to report.

13. **CORRESPONDENCE**

**EVH – September Brief Monthly Report to member organisations – copy to be circulated to Board Members**

13a. **LETTER FROM GLASGOW CITY HEALTH & SOCIAL CARE PARTNERHIP RE HOMELESSNESS**

Director of Operations presented the above letter previously circulated to the Board.

The Council are asking that we guarantee giving them 80-90% of our lets excluding transfers and that we change our allocation policy to under occupy our 3 apartments.

The Board's views were sought.

*(Redacted as contains sensitive information)*

***After discussion, the Board unanimously approved to respond to the Council indicating that we will: -***

***Continue to work closely with them  
Continue to help where we can  
Look at flipping flats where we can  
Not change our Allocations Policy***

14. **APPLICATIONS FOR MEMBERSHIP**

None

15. **USE OF SEAL**

None

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

Nothing to report.

17. **NOTIFIABLE EVENTS**

Chief Executive Officer informed the Board that she had written to the SHR and updated them with the hope of closing off our Notifiable Event ie as our office was closed and the Right to Repair had been suspended.

We are now at the stage that our repairs are back up and running and we are covering business as usual. The SHR confirmed that there was enough information to close off the notifiable event but with more restrictions pending, things may stop again. They indicated that they would prefer to leave the notifiable event open for this reason.

**18. SUBSIDIARY & SUB-COMMITTEE DECISIONS & MINUTES MADE BETWEEN 27<sup>TH</sup> AUGUST 2020 - 19<sup>TH</sup> SEPTEMBER 2020**

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

**Operation Sub Committee – 20<sup>th</sup> August 2020**

Proposed procurement of contractors for stair-cleaning and environmental maintenance contracts 2021-2024. Board approved the following:-

- Agreed to the procurement of the following:
  - (a) A contractor to undertake stair-cleaning
  - (b) A contractor to undertake environmental maintenance
- Milestones contained within Appendix 1 (approved).
- Agreed to forego the usual interview process in the context of the current pandemic, and instead agree to written quality submissions from shortlisted applicants
- Delegated authority to the Director of Operations as follows:
  - To carry out the shortlisting of firms following on from the pre-qualification stage
  - To agree the format and weighting of second stage quality assessment
  - To carry out the second stage quality assessment
  - To establish appropriate community benefit requirements for the project

**Cassiltoun Trust AGM – 2<sup>nd</sup> September 2020**

Office Bearers            Anna Stuart MBE, Chairperson

Christine Devine, Vice Chairperson

**Cassiltoun Trust Meeting – 2<sup>nd</sup> September 2020**

Community Bursary – approval to provide a double payment in 2021

Heating system – Approval for the following:

- Fee proposal from Hawthorn Boyle of £3,600 to pull together some drawings and a scope of works for tendering the flushing, cleaning and chemically dosing the existing heating system and for the contractor to take flow rates and rebalance it to establish that it can operate effectively. Hawthorn Boyle will project manage this and will seek a quick quote from 3 separate contractors.
- Delegated authority for the Housing Manager - Property to progress with the tendered scope of works up to the value of £5,000.

Management Accounts July 2020 – Approved

**Cassiltoun Stables Nursery – 17<sup>th</sup> September 2020**



Operational objectives that were not completed in 2019/20 due to COVID were carried forward to 2020/21

Operational Objectives for 2020/21 - 7 and 9 will not be completed due to COVID and will be carried into 2021/22

Board approved to deviate from R&S Policy for vacancies and to ask for CVs rather than application forms

Board to make a decision at their December meeting as to whether to pay loan back to Parent

Intra Group Agreement and Serviced Sharing Agreement – approved. To be signed by Board members and sent to TC Young

Conduct of Conduct for Board and Staff – approved. To be sent to Board and staff to sign off

Board training plan approved

**19. HEALTH & SAFETY/HWL**

***HWL*** – Employee Wellbeing Survey circulated to all staff. Closing date - 2 October 2020. A report to be presented to the Staffing Sub Committee at their meeting due to be held in November 2020 regarding the findings.

**20. AOCB**

**Barlia 3 – Starting Rents: (item redacted as contains sensitive information).**

***After discussion, the Board unanimously approved to apply a 1.5% rent increase uplift to the prospective tenants moving into the 42 Barlia Development in October/November 2020.***

**Social Enterprise and Wellbeing Centre:** Chief Executive Officer intimated that she had not heard if we have been successful in getting through stage 1 of the Regeneration Capital Grant Fund. However, it is looking very likely. Stage 2 of the application needs to be completed by the end of October and the Chief Executive Officer confirmed that she needs to speak to other funders. In order to progress with a joint planning application for the homes and the Centre further work need to be completed on the designs for the Centre.

The Board's approval was sought to make a payment to Collective and the rest of the design team in the region of £31k + VAT. This will bring the design up to the standard that is needed so that it would go in as part of the planning application of the whole site. Chief Executive Officer explained that it would be a lot easier to get the design right now rather than change the plans later.

***After discussion, the Board unanimously approved to make the payment to Collective and the rest of the Design Team to bring the plans up to the standard that they should be.***

**Rent Consultation:** Last year, we had Research Resource carry out our rent consultation process. They produced a detailed report and their findings were presented to the Board. This piece of work would normally be done on a 3-year cycle.

The Senior Management Team's plans for this year's rent consultation, was to have our staff carry out telephone calls as a means of consulting with tenants. However, with COVID and our new build coming off and staff's capacity to carry out this work, we are recommending to appoint Research Resource to carry out the work at a cost of approx £3k.

***After discussion, the Board unanimously approved to appoint Research Resource to carry out the rent consultation process with all tenants.***

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

Wednesday 28<sup>th</sup> October 2020 at 6.00 pm

There being no further business the meeting concluded at 12.55 pm

Signature:  
**Chair of Board of Management**

Date:

**Copies of all reports mentioned within these minutes and any sub-committee reports/ minutes are available on request.**