

CASSILTOUN HOUSING ASSOCIATION

MINUTE OF MEETING OF BOARD OF MANAGEMENT
HELD ON WEDNESDAY 18TH AUGUST 2021 AT 6.00 PM
VIRTUAL ZOOM MEETING

Present: George Kelly Anne M Stuart MBE
Teresa McGowan Kim McKee
William Craig Richard Sullivan
Julie McNeil Chris O'Brien

In Attendance: Clair Malpas Chief Executive Officer
Gamal Haddou Director of Finance & IT (left meeting at 18.55 pm)
Paula Brownlie Corporate Services Manager

1a. WELCOME, INTRODUCTIONS, SEDERUNT & APOLOGIES

George Kelly, 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 Evelyn Ferguson.

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 23RD JUNE 2021

The minute of meeting held on 23rd June 2021 where noted and approved on the motion of William Craig and seconded by Teresa McGowan.

3b. MATTERS ARISING FROM MINUTE OF MEETING HELD ON 23RD JUNE 2021

Item 3c, Action List, Point 7: Teresa McGowan intimated that it had been previously reported to the Board that staff had not spoken to tenants in Ballantay re installation of windows. However, tenants had received a letter informing them of window replacements in August. Teresa McGowan enquired as to why the Board were not informed of the window replacements before tenants were advised.

The Chief Executive intimated that Sidey were out this week speaking to the Director of Operations regarding the proposed window replacements. Director of Finance/IT intimated that this would be reported back to the Director of Operations. The Chief Executive Officer confirmed that the Board were aware of the window replacement programme as it was part of the Budget pack, however agreed that the date of the installation hadn't been reported to the Board. Anna Stuart MBE also intimated that tenants had been speaking to her regarding the type of windows and doors and if they were only getting half a window ledge. It would be good for the Board to have this knowledge to allow them to answer tenants queries. Chief Executive Officer intimated that she would discuss with the Director of Operations to see if we can get samples/information in the office to allow tenants to drop in. Teresa McGowan enquired as to why this was not brought to the Board beforehand before a letter going out to tenants. The Chief Executive Officer intimated that the window/door replacement was part of the budget pack and that it was part of the ongoing contract with Sidey, this is not a new contract.

Teresa McGowan intimated that the biggest issue is the window ledge. They are talking about using the existing window ledge. This will not be possible as the existing ledge fits in with the existing windows. The Chief Executive will raise this matter with the Director of Operations.

Page 11, Item 9b, Libor Interest Rate Ending: The Director of Finance/IT reported that both Banks are likely to write to our solicitor, TC Young. The Director of Finance/IT intimated that the Board gave him delegated authority to approve the amended loan terms pending TC Young coming back with any material changes.

3c. **ACTION LIST FROM MINUTE OF MEETING HELD ON 23RD JUNE 2021**

The Chief Executive Officer gave an update against the action list from meeting held on 23rd June 2021.

	Details	Person Responsible	Status
1.	CEO to liaise with DoO re Homeless and our 30% allocation. Board to receive benchmarking information on our performance of allocations to homeless over the last 5 years.	CEO/DoO	To be presented at Board meeting in September 2021
2.	Asbestos Management Plan will be presented as part of the next Operations Technical Report	Housing Manager (Property)	Outline of plan being presented to H&S Committee Monday 21 st June 21, plan will then be created and presented to future Board Meeting as part of Technical Report
3.	Scottish Government have issued guidance on EESSH2 and workshops have been set up to take Board through the guidance on 11th August 2021 and 18th August.	Housing Manager (Property)	DoO has confirmed that we cannot progress with workshops pending the completion of the Stock Condition Survey Teresa McGowan enquired as to how we can determine the

			heat loss of a building. CEO to check and report back
4.	Approval given to update Factoring Policy and Debt Recovery procedures	Housing Manager (Property)	Completed
5.	Business Continuity Plan – approved. Training to be given to staff and it will form part of new staff induction process	CEO CSM	Date set for training staff and induction programme has been updated to include the Business Continuity Plan
6.	Board unanimously agreed to the procurement of a contractor to undertake gas maintenance and gave delegated authority to the DoO to process with the procurement	DoO	Procurement plan in Place with appropriate milestones. Board will be updated through next Operational Report.
7.	The Board unanimously approved to procure a contractor to fulfil the terms of the funding from the Social Housing Fund for Improved Walking and Cycling Facilities.	DoO	Project Plan in Place Board, QS working on Brief will be updated through next operational report.
8.	Donation Policy – to be presented at a future meeting	CSM	Pending
9.	Board unanimously approved to procure an organisation along with other Housing Association's to carry out a robust audit of our compliance against H&S.	CEO	Pending
10.	Board attendance register to be updated	CSM	Completed
11.	Group Procurement Policy approved. Register to be updated and staff informed. Policy to be presented to subsidiary Boards for approval	CSM	Completed
12.	<i>Item redacted as contains commercially sensitive information.</i> Give delegated authority to the DoO to commence the full procurement process in early 2022 to allow a new contract to be advertised and thus facilitate timely appointment of a contractor for the 3-year period from 1st September 2022 – 31st October 2025.	DoO DoO	Completed Completed

		DoO	Ongoing
13.	SHR's Regulatory Framework and Assurance Improvement Plan – points highlighted in yellow to be removed	CEO	Assurance Improvement Plan has been updated and workshop with Board on remaining part of Assurance Plan has been set for Tuesday 7 th Sept at 4pm
14.	Benchmarking on reactive repair costs to be carried out Qrt 3	DoF/IT	To be carried out by Qrt 3
15.	Housing Options Appointments – weeks to get an appointment. DoF to liaise with DoO	DoF/IT	CEO reported due to length of time each appt takes and with more people coming onto our waiting list. Also due to staff resources as a member of staff has left the Association to take up a promoted post.
16.	Board recruitment – Board agreed to wait until after AGM which will give time for Comm Dev Manager to assess community uptake	CEO	Ongoing
17.	Query re the repairs accrual – DoF/IT to discuss with DoO	DoF/IT	Invoices are now progressed
18.	Board unanimously approved to migrate to Bank of England base rate basis for Barclays Bank Loan and migrate to SONIA for Nationwide Building Society Loan. The Board also approved to delegate authority to the Director of Finance or Chief Executive to sign the amended loan terms.	DoF/IT CEO	Previously reported
19.	Policies approved Data Protection Impact Assessment Procedure Protocol For Managing An Alleged/Suspected Breach Of Code Of Conduct By Governing Body Members Group Policy And Procedure – Serious Complaints Against The Chief Executive Policy Register updated	CSM	Completed
20.	Return to Information Commissioner – can the print be made larger	CSM	Completed

21.	Anna Stuart; Evelyn Ferguson and Richard Sullivan to step down from the Board as per Rules. Will stand for re-election	CSM	Completed
22.	Complaints Report to include comparison with 2019/20 Do we check if tenants are happy with the outcome of complaints	CSM CSM	To be carried out in next report We don't enquire if tenants are happy. We assume they are and if not would progress to stage 2 of the complaints process
23.	New Membership application – register to be updated and certificate to be sent out	CSM	Completed

4. **CHAIRS REPORT**

The Chair reported.

Thursday 8th July: Attended a Purposeful and Effective Challenge workshop.

Thursday 15th July: Attended the Regeneration Sub Committee.

Thursday 22nd July: Attended a session run by Share entitled Good Governance beyond Covid 19.

Monday 26th July: Attended the Landlord Health and Safety Sub Committee.

Wednesday 28th July: Attended a training session again run by Share entitled “Asking good financial questions”

Tuesday 10th August: Attended SHARE's Chairs Network

The Chair's report was noted.

5. **BUSINESS PLAN – 30 YEAR PROJECTIONS**

Director of Finance/IT reported that it was the Association's intention was to commission this piece of work to Paul McNeil to have a roll over version using the Brixx model. However, in view of the Stock Condition Survey being carried out, as it is one of the most significant lines in the Business Plan, we have decided as the Banks are not requesting that it be refreshed that we put this on hold until the survey is carried out. We can determine whether we have time to get the software purchased. We can either commission the work to Paul McNeil if it becomes urgent or do it inhouse with the appropriate software.

The Chief Executive confirmed that in speaking to the Director of Operations re the Stock Condition Survey and the smoothing exercise, it will probably take place in Quarter 4.

The Director of Finance/IT informed the Board that the SHR was in touch regarding the 5 Year Projections and specific information contained within. To resolve some of the queries, can take approx 3-4 hours. However, having the software in place would link information altogether. Corporate Services Manager enquired if the queries that the SHR had raised were answered. Director of Finance/IT intimated that it took a number of hours to resolve but was able to answer the queries.

6. MANAGEMENT ACCOUNTS – JUNE 2021

Director of Finance/IT presented the June 2021 Management Accounts previously circulated to with the agenda.

CAF Bank wrote to the Association on 28th July 2021 asking questions on the Accounts re Rent; why voids were so high; office costs and regeneration expenditure. The Director of Finance/IT confirmed that they were reassured with the answers to their queries. CAF Bank are asking for us to progress with the stock valuation of the 170 properties that are secured against the CAF loan. Within the loan agreement they can ask for these properties to be re-valued. For business efficiency, the Director of Finance/IT would like to tie in the Barclays valuations and have been in touch with them to do so.

The Accounts were sent to the Banks before the end of July to allow us to meet our covenant conditions.

Audit adjustments have been processed.

There were four items to be brought to the Board's attention.

1. Void Loss was high due to 68 Machrie Drive. Anna Stuart enquired as to this property. Chief Executive Officer confirmed that this is supported accommodation. This matter was brought to the Board's attention previously. The Chair enquired as to whether the property had been relet. Chief Executive Officer to check with Housing Manager (Services) and will report back.
2. £20k of future loan interest will be classified as capital
3. Reactive maintenance costs needed to be increased by £33k last month
4. Prior year comparisons – to look back over two years because last year was unusual

Overall we have a deficit of £139k (3 months). The deficit arises because insurance is included for the year whilst rental income is only for 2.2 months (10 weeks). The reason why we are better than the budget to date, is due to money coming in last year that we deferred as expenditure had not happened, ie estate maintenance work and wide role. We have had the income but have not incurred the expenditure.

Reactive maintenance is just over budget. Accruals have caught up but Director of Operations has confirmed that the expenditure will accelerate once we have some transfers moving into the new properties.

With the Accounts being more complicated, if we compare ourselves to two years ago, we would have a deficit of £316k compared to £288k in June 2019.

The bank balance stays at £5.1 million. The remaining £3m of the CAF Loan Facility was drawn down on 20th July 2021.

Photocopier has been replaced and is working fine.

We are awaiting two references on Yooz software to allow us to complete due diligence.

KPIs

Suppliers paid on time – Amber : Target is 22 days. Average was 22.1 days on 333 invoices

Timely production of Accounts – Amber : Target 20 days. June accounts prepared in 21 days

Trend Analysis

Looking at the Major repairs programme – two years ago at this point of time we spent £153,000. In COVID year, it was £10,000 and this year it is sitting at £93,000. Director of Operations will provide some profiling to determine when expenditure is likely to happen.

Computer consumables, software – spend two years ago was £17,500; last year it was £14,500 and this year we are back to £17k.

Office rent and rates – after the Audit there was a figure in debtors account of £10k in relation to a transaction that finished four years ago. The Association gave money to the Trust in advance of office rental. This adjustment has been made. At the end of June 2021, the debtors balance now sits at £675.

SHARE Capital now sits at below 200. Corporate Services Manager confirmed that share membership applications have declined during COVID and hopefully with the office reopening, we hope to see this number increase.

Julie McNeil enquired if we can make savings if we are over in reactive maintenance. Director of Finance/IT confirmed that after speaking to the Association's receptionist, there has been a backlog of reactive maintenance and we have high renewables (outwith City Building contract). In April we paid £80k and in May it was down to £4k; June was £47k and it has been reported that in July we spent £100k. This is because of catch up on old bills and City Building finally agreeing on what has to be billed.

Chief Executive Officer intimated that looking at the budget line, our savings are quite small. Reactive maintenance/repairs and voids will be monitored closely.

After discussion, the Board unanimously approved the Management Accounts for June 2021.

18.55 pm – Director of Finance/IT left the meeting.

7. CHIEF EXECUTIVE'S BI MONTHLY REPORT

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

SHR Regulatory Framework and Assurance Improvement Plan: Final Assurance Workshop has been set for Tuesday 7th September 2021 at 4pm. The Board noted the contents of the Assurance Improvement Plan.

Business Continuity COVID - 19: From 9th August 2021, Scotland has moved beyond level zero with the majority of restrictions being lifted. For the Association, we can move towards a full reopening of the office. The SMT have updated the rolling Risk Assessment for COVID and a copy was circulated with the papers for Board member's information.

The Risk Assessment was also circulated to all staff for their information and were asked to come back with any concerns. George Kelly intimated that it was a very robust Risk Assessment and had no questions.

Teresa McGowan enquired if someone in the office contracted COVID, do staff have to isolate. The Chief Executive Officer intimated that the guidance states that if this is the case, the person would need to self-isolate but those who have been in contact with that person, if they have been fully vaccinated, they require to self-isolate pending the results of a PCR test. If the test comes back negative, the person can come back to work. We encourage staff to carry out lateral flow tests on a regular basis. Staff will wear masks when they walk around the office and they tend to stick to their area of work. The Chief Executive confirmed that not everyone is in the office. Some staff are still working from home for some days of the week. As an organisation we are aware of the need for ventilation and windows and doors are kept open. Some staff have raised some anxieties on returning to the office and these have been dealt with on an individual basis. The Association uses the Scottish Government's Guidance and the HSE's guidance to inform our Risk Assessment.

The Chief Executive informed the Board that across the Housing and Charity Sector, every organisation has a different approach in returning to work (GWSF Survey).

From 9th August once the Scottish Government announced that we were beyond level 0, staff have been asked to be available to work from the office. Prior to the pandemic some staff were allowed to work from home on an ad-hoc basis and we are re-introducing this for all staff as currently we believe that this is the most effective model for Cassiltoun. We have said to all staff that they will have the opportunity to work from home on an ad-hoc basis provided that:

- It is discussed and approved by their line manager
- That there is not a business need for them to attend the office
- That there must be cover for all sections/departments
- That the work that will be delivered from home must be agreed with the line manager

This proposed way of working will be reviewed again in December 2021.

Working in this way (allowing home working on an ad-hoc basis) also means that the organisation is not responsible for a DSE assessment for an individual's home working set up and does not have to supply appropriate equipment (chairs, monitors etc.). As we are no longer instructing staff to Work from Home there is also a change in allowances.

Board's approval was sought to suspend the working from home allowance of £6 per week as staff are not being instructed to work from home. ***The Board unanimously approved to suspend the working from home allowance from Friday 20th August 2021.***

Office/Tenants: From 16th August 2021, the front gates to the office will be open from 9-4 but still closed over lunch between 12-1pm. Phone lines open from 9am – 5pm but closed 12-1 for lunch. Initially tenants will only be seen if they have a pre-arranged appointment. We will no longer take cash payments in the office and will work with tenants on alternative payment methods. Community activity in the office will be pre-arranged (no drop-ins) and numbers will be limited. A letter will be issued to tenants outlining the new arrangements and also expectations around visiting the office and our staff visiting homes. Covid screening will take place prior to the person attending the office. Anna Stuart MBE confirmed that our tenants will be delighted to see the office open again. Chief Executive Officer confirmed that we will review the arrangements at the end of September.

Board meetings/other meetings: We are now able to have more people in the Boardroom which allows for more in person meetings. It was proposed to hold Septembers full Board

meetings virtually and then hopefully moving to in person meetings from October (subject to any change in Government restrictions and Board's views). We are not currently able to have hybrid meetings but are exploring how this can be made possible for situations where Board members cannot attend in person.

Castlemilk Drive: On site and continues to make good progress. We fully expect the first block to be off site in September. A visit to the site has been arranged for Board Members on Tuesday 24th August 2021 at 2pm. Anyone interested should contact Paula Brownlie at the Association's office. Teresa McGowan enquired if we could have a video tour of the properties similar to what we did at Barlia. The Chief Executive confirmed that we can arrange this.

Sub Committee/Subsidiary Meetings: Regeneration Sub Committee meeting was held on 15th July 2021 and no decisions were made.

AGM: The AGM is scheduled for Saturday 11th September at 11 am via zoom.

Board Agenda/Housing Management Information: A year ago the Board amalgamated the business of the Operations Sub-Committee into the main Board agenda and agreed to review it after one year. Over the year, the Board meetings have continued to run within the 2 hour schedule and the Chief Executive Officer recommended to the Board that this governance arrangement continues. The current situation provides best use of both staff and Board members time and allows for Housing Management information to be presented to the Board on a regular basis. The Chief Executive Officer has discussed with the Chair setting up specific sessions with the Board to have time to discuss and review specific new policies to allow fuller discussion and scrutiny.

After discussion, the Board unanimously agreed to reinstating the Operations Sub Committee on a quarterly basis after the September Board Meeting.

CEO Training and Networking: Since the June Board meeting, the CEO has attended:

- Monthly Sector Resilience meeting (SFHA, SHR, GWSF and others)
- 'Return to the Office' (ACOSVO)
- 'Domestic Abuse' (Womens Aid)

September Board meeting: Normally after an AGM there is a Board meeting which focuses on the election of the officer bearers. As circumstances are changing due to Covid and as there is an Operation report due and the draft Assurance statement, the Board agreed to have a short Board meeting after the AGM with a full Board meeting on Wednesday 29th September.

SHR Benchmarking: First quarters statistics have just been released. These can be obtained from the Regulator's website. The Chief Executive outlined some benchmarking information via a powerpoint presentation and covered:

- Staff Absence: .
- Gross Rent Arrears:
- % Rent Arrears:
- Voids:

The Board intimated that they had no concerns with regards to the benchmarking information provided.

8. **POLICIES**

8a. **DISPOSAL OF LAND AND ASSETS**

Chief Executive Officer presented the above policy.

The Board unanimously approved the Disposal of Land and Assets policy pending TC Young's comments on the policy.

8b. **POLICY STATEMENT ON DISPOSALS AND ORGANISATIONAL CHANGE (COMPLIANCE WITH SHR REGULATORY STANDARD 7)**

Chief Executive Officer presented the above policy.

The Board unanimously approved the Policy Statement on Disposals and Organisational Change (Compliance With SHR Regulatory Standard 7).

9. **BOARD TRAINING TOPICS – 2021/22**

Corporate Services Manager presented the proposed training topics for 2021/22. The Chairperson asked for Domestic Abuse Act to be added to the list.

The Board noted and approved the board training topics for 2021/22.

10. **CORRESPONDENCE**

Email from HWL: HWL have confirmed that the Healthy Working Lives (HWL) award programme, which became part of Public Health Scotland (PHS) in April 2020 has taken the decision to further put award registrations and assessment visits on hold until March 2022. All existing award holders will retain their award at the current level until further notice.

11. **NEW MEMBERSHIP APPLICATIONS**

None

12. **USE OF SEAL**

The Association's Seal has been used on one occasion.

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

Teresa McGowan, George Kelly, Anna Stuart confirmed that as part of the Major Repairs Programme, they will be receiving new windows. Register to be updated

14. **NOTIFIABLE EVENTS**

As the Board are aware, there are two notifiable events at present: -

Item redacted as contains sensitive information.

15. **SUBSIDIARY & SUB-COMMITTEE DECISIONS & MINUTES MADE 24TH JUNE 2021 – 18TH AUGUST 2021**

Regeneration Sub Committee – 15 July 2021

No decisions made

16. **HEALTH & SAFETY/HWL**

H&S: No accidents recorded

H&S Landlord Committee met on 26th July 2021. The Committee were taken through the undernoted sections of the manual

1. Cleaning and Cleanliness
2. Contractor Selection and Control
3. Domestic Pets
4. Electrical Safety
5. Energy Performance Certificates

The minutes will be circulated to the Board at their next meeting.

HWL: Continuing through the Action Plan.

17. **AOCB**

Item redacted as contains commercially sensitive information.

Scottish Homes Awards, 16th September 2021: Barlia housing development has been nominated for a Scottish Homes Award. The Board agreed to purchase a table for 10 at a cost of £1500 + VAT.

Scottish Housing Charity Awards: Board approved to purchase a table for the Award Ceremony.

Funding and Participation Assistant: Jodie Armour has been recognised for an award for working with the community during COVID.

Richard Sullivan enquired if we have plans for the introduction of stricter climate change targets (eg the phasing out of gas for heating) and is there money in the budget to implement these works. Chief Executive Officer confirmed that we are preparing a plan for compliance with EESSH2 and that we are waiting for further guidance with regards to any future targets or proposals. Financial impacts will depend upon the measures that need to be introduced, the technology and any possible funding available. Once we have more information then our business plan can be reviewed.

Allocation Policy: Queens Cross Housing Association have changed their allocation policy to an online based processing system where people bid for home. Chief Executive confirmed that this model has been used in the sector by some Housing Associations for a number of years. We do not operate this system as it is choice based letting and we do not feel that there

is a need or benefit for Cassiltoun. Kim McKee intimated that it is a choice based letting system which is a dominant model in England and agrees that it would not be appropriate for Cassiltoun.

18. DATE AND TIME OF NEXT MEETING

Saturday 11th September 2021 immediately after AGM which takes place at 11am.

There being no further business the meeting concluded at 7.54 pm

Signature:

Date:

Chair of Board of Management