

CASSILTOUN HOUSING ASSOCIATION

**MINUTE OF MEETING OF BOARD OF MANAGEMENT
HELD ON WEDNESDAY 29TH SEPTEMBER 2021 AT 6.00 PM VIA VIRTUAL ZOOM MEETING**

Present: George Kelly Anne M Stuart MBE
Teresa McGowan Chris O'Brien
Evelyn Ferguson

In Attendance: Clair Malpas Chief Executive Officer
Gamal Haddou Director of Finance & IT – left the meeting at 19.40 pm
Clare MacLean Housing Manager (Services) – left meeting at 6.55 pm
John Williams Housing Manager (Property) – left meeting at 6.55 pm
Paula Brownlie Corporate Services Manager

1a. WELCOME, INTRODUCTIONS, SEDERUNT & APOLOGIES

The 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 Julie McNeil, Barbara Dusik, William Craig; Kim McKee and Richard Sullivan.

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 18TH AUGUST 2021

The minute of meeting held on 18th August 2021 where noted and approved on the motion of Teresa McGowan and seconded by Anna Stuart MBE.

3b. MATTERS ARISING FROM MEETING HELD ON 18TH AUGUST 2021

Page 1, Item 3b, Matters Arising from Minute of Meeting held on 23rd June 2021, Item 3c, Action List, Point 7: Teresa McGowan intimated that she felt the minutes were not accurate of what she had said. Teresa McGowan confirmed that she had previously enquired at a meeting if any staff member had informed tenants in Ballantay that their windows were to be replaced in August 2021. She had been informed that no staff had informed tenants of this and there was no definite plan of when the windows would be replaced. It then became

apparent a week later, that tenants were informed in writing that their windows would be replaced in August 2021.

Page 2, Agenda Item 3c, point 3, Action List from meeting held on 23rd June 2021: CEO confirmed that the heat loss of the building is measured by insulation values, glazing and heating system. It is judged through the EPC. Through ESSH, it is hoped to get properties up to a band B. Most of our properties are a band C. To get all our properties up to a band B will be unaffordable. The Stock Condition Survey will identify these properties. The Scottish Government are aware that this will be the case for a lot of RSLs. Teresa McGowan enquired of newbuild properties. CEO confirmed they are a band B.

Teresa McGowan enquired if we can obtain Government funding to bring properties up to date with regards to ESSH. CEO confirmed that there is none at present.

Page 8, Item 7, Chief Executive's Bi Monthly Report: Office/Tenants: The CEO intimated that office opening hours were due to be reviewed at the end of September 2021. The CEO suggested that the current office opening hours with appointments only for tenants continue until the end of December 2021. The Board of Management agreed.

3c. ACTION LIST FROM MEETING HELD ON 18TH AUGUST 2021

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 on 29 th Sept 21
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 ESSH2 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 heat loss of a building. CEO to report back. To be reported at Board meeting on 29/9/21
4.	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.

5.	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.
6.	Donation Policy – to be presented at a future meeting	CSM	To be presented at next Board on 29/9/21
7.	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	Procurement exercise concluded - <i>Item redacted as contains sensitive information</i>
8.	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 to action at the appropriate time
9.	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 completed -Completed
10.	Benchmarking on reactive repair costs to be carried out Qrt 3	DoF/IT	Report to be carried out by Quarter 3
11.	Board recruitment – Board agreed to wait until after AGM which will give time for Comm Dev Manager to assess community uptake	CEO	Ongoing
12.	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 do not enquire if tenants are happy. We assume they are and if not would progress to stage 2 of the complaint process – to be presented at next board meeting on 27 th Sept 21
13.	Sidey, Window Replacement. CEO to liaise with DoO re samples/information for tenants to drop into the office to see. CEO to liaise with DoO re window ledges	CEO	Verbal update to be provided at the meeting on 29/9/21

14.	Void loss at 68 Machrie Drive – has this property been relet	CEO	New resident has not moved in as the care organisation is still completing their internal processes. However care organisation has agreed to cover the rent charge from the 1 st July 2021
15.	Business Continuity – COVID 19: Current pattern of working to be reviewed in December 2021	CEO	CEO updated the board at meeting on 29//9/21
16.	Board approved to suspend Working from Home allowance from Friday 20 th August 2021	CEO	Completed
17.	Castlemilk Drive – video tour of properties to be arranged	CEO	Completed and sent out to Board for their information
18.	Operations Sub Committee meetings to be resurrected after the September Board Meeting	DoO	Completed
19.	September Board meeting – to be held on 29 th September 2021	CSM	Completed
20.	Policies approved Disposal of Land and Assets – TC Young to look over	CEO	Completed and new draft circulated.
	Policy statement on Disposals and organisational change (Compliance with SHR Regulatory Standard 7)		Completed
	Policy register to be updated	CSM	Completed
21.	Domestic Abuse to be added to Board training topics for 2021/22	CSM	Completed
22.	Entitlement, benefits and payment register to be updated re board members who are receiving new windows as part of the Window Replacement Programme	CSM	Completed
23.	Environmental Contractor – Board agreed to terminate contractor	CEO/DoO	Completed
	Delegated authority given to DoO to negotiate terms of the Environmental Contract with Caledonian and appoint once Ground control contract ceases	DoO	Completed

24.	Scottish Homes Awards Ceremony, Board approved to reserve a table for 10 people to attend	CSM	Completed
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3d. **MINUTE OF MEETING HELD ON 11TH SEPTEMBER 2021**

The minute of meeting held on 11th September 2021 where noted and approved on the motion of Anna Stuart MBE and seconded by Teresa McGowan.

3e. **MATTERS ARISING FROM MEETING HELD ON 11TH SEPTEMBER 2021**

None

3f. **ACTION LIST FROM MEETING HELD ON 11TH SEPTEMBER 2021**

	Details	Person Responsible	Status
1.	Election of Office Bearers Sub Committee Membership and Subsidiary Membership	CEO & CSM	Approved SHR Portal to be updated – completed Staff to be notified - completed
2.	Governance Documents to be sent to Board Members to sign off	CSM/CSA	Completed

4. **CHAIR'S REPORT**

The Chair reported.

7th September – Attended Assurance Workshop to cover regulatory standards Equality and Human Rights; Statutory Guidance; Organisation Details and Constitution; Assurance and notification; Scottish Social Housing Charter performance; tenant and service user redress and whistleblowing. The evidence showed after a few updates we can be assured that the Association complies with the Standards.

8th September – Handed over the keys to a tenant at Castlemilk Drive. The tenant was delighted with their new home.

10th September – attended the tender opening for the Cycle fund project . We only received one tender that was above the grant amount. Tom Atkinson is working to enable a reduced contract sum to get this work done.

11th September – The Association's AGM took place followed by the Board of Management meeting where George Kelly was elected as Chairperson for another year.

13th September – attended a photoshoot at Castlemilk Drive highlighting the local apprentices who have completed their journey to become tradesmen.

14th September – attended Doors Open Day at the Stables

16th September – read through the Association’s recent IIP Report and Dolphin Index report. These reports filled the chair with a great sense of pride. Excellent reports. The reports will be presented to the Staffing Sub Committee on 30th September 2021.

29th September – watched our Community Development Manager present a video via Youtube giving an account of what the local community did during COVID. The Chair thanked her for an excellent video.

5. OPERATIONS BI MONTHLY REPORT

5a. Operations Service Performance

Housing Manager (Services) presented the above report previously circulated with the agenda.

The Housing Manager (Services) highlighted:

Page 6, Castlemilk Drive Newbuild: Director of Operations and Chairperson handed over the keys to the first tenants of the newbuild. The first handover of Castlemilk Drive Development saw the first six properties handed over on 8th and 9th of September. The next handover (12 properties) will take place during the first week in November and then the next 12 will be on or before 9th December. After this the next block will be handed over in January 2022.

Arrears Comparison over the last three years, 2019/20, 2020/21, 2021/22 – Appendix 1

Housing Manager (Services) presented the arrears comparison over the last three years. The arrears during 19/20 seen our arrears rise over the year. During 2020/21 when COVID hit, seen our arrears increase over the year. However, during 2021/22, we started higher than the previous year but have been slowly decreasing. This end of period, arrears went up again due to the September holiday weekend. On Tuesday 28th September, the Association took over £6,000 chip and pin payments which a lot of people would have paid on the Friday of the holiday weekend. However, paying on the Tuesday took us out of period 6. The Chief Executive referred to the arrears graph which outlines some patterns year on year. However, we are £25k lower than last year. We have an Arrears Action plan in place which has been distributed to the team. The team will be working on this over the next few weeks. A few of the high arrears cases had a NOP which came live at the end of September. There will be a few that we will be taking to Court but hopefully we can make repayment arrangements with them before going to Court. Anna Stuart enquired if there will be an impact on arrears with Furlough coming to an end. Housing Manager (Services) confirmed that this could be the case and also with the changes to Universal Credit. The Advice Team have spoken about this and we will try and help as many people as possible. We don’t have any appointments until November. We are sourcing where we can signpost clients to other providers.

Anna Stuart intimated that she had read in the paper that there is money available to help tenants get out of their rent arrears. Housing Manager (Services) confirmed that this is the case but had heard of a tenant applying but was unsuccessful. The CEO confirmed that the funding that is available is in the form of a loan. This may be more applicable to tenants in the private sector that they may lose their home as opposed to the social sector where we will put arrangements in place with the tenant.

Teresa McGowan enquired of how we are benchmarking our arrears against other RSLs during this particular period. Housing Manager (Services) informed the Board that the Director of Operations had carried out some benchmarking for the Arrears Action Plan. The Chairperson intimated that the SHR via their website outline benchmarking on arrears. The Chief Executive

confirmed that each quarter she presents statistics on arrears, absence voids etc. Director of Operations will present at future Operations Sub Committee meetings benchmarking information to be considered.

Homelessness – Appendix 2

Appendix 2 outlines the Lets Performance over the past 5 years which is broken down Internal Transfer; Section 5 referral and Direct applications.

In 2019/20 the percentage was quite high for Section 5 referral, i.e. 46.48%. This was highlighted to the Operations Sub Committee at this time as we were sitting at 44%. A lot of the properties that were let to Section 5 referrals were within Croftfoot, Tormusk, Hoddam and Ballantay areas. We are aware a lot of applicants will not take houses in these areas. However, the following year we were slightly over 30% and this year we are sitting at 28%. Teresa McGowan enquired if the 30% figure is the maximum percentage we can give to Section 5 referrals. Housing Manager (Services) confirmed that the 30% figure is the minimum we give to Section 5 referrals as we need to look at internal transfers and our waiting list. Cases on the waiting list are sometimes homeless but not a referral from the Homelessness Casework Team. Some of these cases are taking as a normal waiting list let.

Teresa McGowan enquired if applicants refuse a house as a Section 5 referral do they go back on the waiting list. Housing Manager (Services) confirmed that this is referred back to the Homelessness Casework Team. However, if an applicant on the waiting list refuses a house, they remain on the waiting list. The Chief Executive intimated that the Letting Plan states 30% for Section 5 referrals. Apart from this one year which was due to hard to let properties, we try to meet the target. Teresa McGowan intimated that it was due to opening up new properties, we could take more homelessness applicants and this would balance out over the year. Housing Manager (Services) confirmed that in 2019/20 the new properties didn't come off as planned.

After discussion, the Board noted and approved the contents of the Operations Performance Report.

5b. TECHNICAL SERVICE PERFORMANCE

Housing Manager (Property) presented the Technical Service Performance Report previously circulated with the agenda and highlighted the following points.

Major repairs within area G: Our programme is going well but we have had a few issues in getting the contractor mobilised and getting the project started. The satisfaction so far is mixed but the majority are pleased with the quality of windows being installed. There is a change to the specification (finish) which are being installed in the 5 apartments. There is potential to have budget implications. Sidey have not passed the costs to our Quantity Surveyor as yet. He will take an assessment of any increase in costs. Once the costs are received they will go through appropriate authorisation channels. If the total cost with the additional specification is within the current budget we are able to progress, however if it goes above the budget we would need to seek approval. Anna Stuart enquired if it was in the original specification. Housing Manager (Property) confirmed that it was not. The specification done throughout the window replacement has been a 6in finish around the window frame i.e. Castlemilk Drive. We are listening to our tenants and we are going back to revisit the specification and assess the additional cost (if any). Anna Stuart intimated that at a meeting with Sidey, they indicated that the panels would go in. The Operations Sub Committee will be presented with the information regarding the finish of the windows and any additional cost. Chief Executive Officer confirmed that the Operations Sub Committee will take place in January 2022 and the costs should come back to the Board of Management. Quantity Surveyor received some indicative costs from

Sidey which were too high and he is trying to negotiate with them. Teresa McGowan stated that Sidey should be taking responsibility for this and should be accepting the costs. The Chief Executive Officer confirmed that the specification for the window replacement does not include these panels. There will be a cost implication and we are trying to get the matter resolved as soon as possible.

Teresa McGowan asked for the Director of Finance/IT's opinion on this issue. Director of Finance/IT confirmed that his thoughts were operational and if the works need to be done, we will need to find the resources. It might be the case further down the line next year, we offset the costs i.e. we might do less work next year. Director of Finance/IT confirmed that we are awaiting the Stock Condition Survey results which may flag up more costs than what we have planned for.

Gas Servicing: There are 18 properties at this present time which have a late anniversary for this reporting year. This was due to the handover process of Barlia 3.

Common Fire Risk Assessments: We are underway with this year and are more than half way through. Initial feedback is that there are no major concerns.

Ground Control: Contract will cease this month and Caledonian will pick up the contract. Contract has been formalised. Tenants will be informed of the new contractor. Teresa McGowan enquired if the work has been completed for this year. Housing Manager (Property) confirmed that Ground Control intimated that they will leave the estate in a good state and Caledonian will pick up. The final invoice will be based on the quality of the estate. If we are not satisfied, we will not process the invoice.

Analysis of both renewals and void spend

April – July 2021 / 2022		
Renewables		Voids (33)
£50,425		£41,436
April – July 2020 / 2021		
Renewables		Voids (17)
£15,504		£9,213
April – July 2019 / 2020		
Renewables		Voids (26)
£26,868		Zero

During April – July 2021, we have spent over £90,000 on renewables and voids. In comparison to last year we spent around £25K and the previous year was £26k. Housing Manager (Property) confirmed that for this financial year, repairs had opened up from the end of March. We were not completing any non-emergency repairs through the majority of the previous financial year. We are finding at this point, that the jobs which are being undertaken are of a bigger nature and costs for example, rot work, floors needing replaced, ceiling collapsing etc. As we have not been able to carry out preventative repair work last year we are seeing the knock on effect this year especially during the first quarter. The month of August is now down to £10,000. We are hoping this trend will come back into line with the budgets we have set.

Key Risk: We need to ensure that the reactive spend is monitored closely and any increase in costs will be reflected in forecasts and budget. Director of Operations will work closely with the Director of Finance/IT in relation to the trend of repairs spend.

Teresa McGowan intimated that this rise in costs will be reflective of catching up with repairs. Housing Manager (Property) confirmed that we are incurring additional costs as we are catching up in repairs that we were unable to carry out and the knock on effect of not carrying

out repairs. The Chief Executive Officer agreed with the Housing Manager (Property). Repairs that normally come under the contract are now actually needing to be renewed. We will be keeping this under review.

Director of Finance/IT intimated that we are sitting with £60k of accrued costs (August) and enquired if we have agreed with City Building the invoices for June, July and August. Housing Manager (Property) confirmed that in discussions with the Finance Officer, we have received the invoices for June and July. The August invoice has still to be received, however the renewable cost has been agreed.

After discussion, the Board noted and approved the contents of the Technical Performance Report.

5c. **FACTORING PERFORMANCE**

The Housing Manager (Property) presented the above report previously circulated with the agenda.

There is a target for outstanding debt to be below £40,000 during financial year 2021/2022. This relates to current factored owners. The table below provides analysis for periods 3-6 during the current financial year. There is also comparison to the previous reporting year.

2021/2022				
	Period 3	Period 4	Period 5	Period 6
Total Current	£34,648.55	£45,763.48	£39,184.12	£35,829.30
FAC increase / decrease	-£4,898.42	£11,114.93	-£6,579.36	-£3,354.82
Previous years comparison	-£6,947.32	-£3,782.42	-£2,795.50	-£3,298.58

After discussion, the Board noted and approved the contents of the Factoring Performance.

5d. **COURT ACTION**

Housing Manager (Services) presented the above report previously circulated with the agenda.

There are nine cases in total, all for rent arrears.

After discussion, the Board unanimously approved to proceed with further action including Court Action up to and including Decree for Eviction resulting in repossession of properties.

Teresa McGowan enquired if there was a loan from the Government to assist tenants with arrears. Housing Manager (Services) intimated that the high arrears tenants are signposted to our Advice Team in the first instance before we issued NOP. We aim to get tenants to enter into an arrangement to pay back their arrears.

5e. **EQUALITY AND DIVERSITY REPORT**

Housing Manager (Services) presented the above report previously circulated with the agenda.

Anna Stuart enquired of those who do not complete the form. Housing Manager (Services) confirmed that it is not mandatory to complete the form.

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

6. MEDICAL ADAPTATIONS POLICY

Housing Manager (Services) presented the above Policy previously circulated with the agenda.

The Board noted and approved the Medical Adaptations Policy.

7. REQUEST FOR HOUSING AFGHANISTAN REFUGEES

Housing Manager (Services) presented the above report previously circulated with the agenda.

Teresa McGowan enquired as to why the refugees cannot join the waiting list as other homeless applicants. The Chief Executive confirmed that the tenancies will belong to the City Council. They would pay the rent.

Chris O'Brien enquired if the Council would be dealing with any anti-social complaints etc. Housing Manager (Services) confirmed that if the casework team could not address the issue, we can give notice to the Council to remove the tenant and we would take the property back.

Housing Manager (Services) confirmed that we have 15 temporary furnished flats with GCC. Teresa McGowan intimated that she was not aware of this total and asked if we can discuss further at the next Operations Sub Committee meeting.

Item redacted as contains sensitive information.

Chris O'Brien enquired as to when an answer is required. It would be good to ascertain what other RSLs are doing.

Housing Manager (Services) is attending a briefing meeting on Tuesday 5th October 2021 and will report back as to what other RSLs are doing. If a decision is needed urgently, the Board will be updated by email. If not, Board will be updated at next Board meeting re outcome of Briefing meeting.

6.55 pm Housing Manager (Services) and Housing Manager (Property) left the meeting

8a. MANAGEMENT ACCOUNTS – AUGUST 2021

Director of Finance & IT presented the above report previously circulated with the agenda.

The accounts cover the last 5 months. Trying to do a comparison with the last financial year is difficult so the last two years have been included. In terms of the business if we look over the last two years, we can take an average.

With regards to Reactive maintenance we are hopeful that things will start to slow down. We will find out over the coming months if this is the case.

We have a surplus of £176k against a budget of £203k. This was due to the 4 weekly rent cycle coinciding with the end of the month.

Rental income is a little lower as we had to cancel some of the secured rent increases. This was due to happen in September.

Major repairs – we have spent to date £106,000. This means that between now and the end of March we have £1m still to spend. This is a large value in a short space of time.

Accrued costs v invoices. We now have 2 months of invoices through from City Building. However by the end of September we will have August and September still to accrue.

In July we were £28,000 above budget for day to day repairs and in August it accelerated to £46,000. We will continue to monitor this.

Capital expenditure: we did not get a valuation certificate from Crudens. This does not cause a problem but it just means that there is no new build expenditure during August. Following a meeting with the Development Consultant a couple of weeks ago, an error was identified going back to historical data. This has been ironed out and we will move £15k into a year and half from now. This is just a fluctuation in timing.

If trying to ascertain like for like figures, we need to go back to 2019. If we do this, we would have a surplus of £138,000 in August. This year the surplus would be £60k. Broadly we are £70k below where we would have been 2 years ago. This is due to more management costs, more reactive maintenance and more income.

Chairperson enquired if the management costs are balanced up with grant income. Director of Finance/IT confirmed that a significant part would be. Management costs will include wider role expenditure. Wider role expenditure is higher and grant income is higher.

Arrears: The arrears trend stays flat. If we compare against pre COVID levels 2019, we were sitting around £100k. The SHR and SFHA are talking about arrears coming back to pre COVID levels. The Chief Executive confirmed that the Board receive comparisons every quarter end and we can see where we sit with others. We are aware that we are sitting above the level pre COVID and we are aware that we are £25k lower than this time last year. It would be good to compare when the financial accounts are produced. Director of Finance/IT to carry out. The comparators would be good to measure in terms of where we stand in terms of benchmarking ourselves and look at our levels now and where we are in the sector.

Bank balance is £400k.

Chair enquired of the pensions liability significantly deteriorating in March from £146k to £845k. Director of Finance/IT confirmed that this liability is for both SHAPS and Strathclyde. The Chair asked the Director of Finance/IT to produce a report for the next Board meeting re valuations for both schemes and the past deficit liability. Director of Finance/IT to bring the valuations from Hymans and Strathclyde Pension Fund.

The Chair confirmed at a recent workshop with EVH it was intimated that the valuations were going to stay the same until September 2022. Director of Finance/IT confirmed that the past service deficit will stay the same but the valuations can fluctuate massively from one year to another.

Major repairs profiling from Director of Operations will determine what we will spend month to month.

Loan covenant is met.

Timely payment of suppliers – slipped. Can be slow getting invoices from contractors and suppliers.

Estate maintenance forecast of £345,000 may have to increase (passing to Caledonian)

After discussion, the Board unanimously approved the Management Accounts for August.

8b. CASSILTOUN STABLES NURSERY AND CASSILTOUN TRUST MANAGEMENT ACCOUNTS

Director of Finance & IT presented the above set of accounts previously circulated with the agenda.

Nursery: The nursery is ahead of its budget. Forecast for the year is also an improvement. Cash in the bank is just under £200k.

Trust: Hawthorne Boyle has not invoiced the Trust for the survey work they have done. They are currently incurring a high surplus. However, we are anticipating to be £10k below the budget. Cash in bank £164,000

The Board noted the Management Accounts for both Cassiltoun Stables Nursery and Cassiltoun Trust.

8c. LIBOR TRANSITION

The Chair reported that the Association has entered into a loan facility agreement originally dated 26 March 2009 as amended from time to time (together the **Facility Agreement**) with Barclays Bank UK PLC as Arranger, Agent and Original Lender.

It was further reported that the purpose of the meeting is to consider and, if thought fit, to approve certain amendments to the existing Facility Agreement in order to document the mechanics for the change in floating rate interest basis from LIBOR to Bank of England Base Rate as set out in the Amendment Agreement (as defined below) with effect from the date of completion of the Amendment Agreement (as defined below).

Documents

The following documents (together the **Documents**) were produced to the meeting in substantially their final form:

- 1.1 a draft amendment agreement (the **Amendment Agreement**) to be made between the Association and the Facility Agent detailing the proposed amendments to the Facility Agreement; and
- 1.1 a draft officer's certificate (the **Officer's Certificate**) to be given by an Authorised Signatory (as defined below) of the Association to the Facility Agent containing various certificates and confirmations required pursuant to the Amendment Agreement.

2. Discussion

- 2.1 The Board discussed:

- 2.1.1 the amendments that will be made to the Facility Agreement under and by virtue of the Amendment Agreement; and
- 2.1.2 the rights and obligations of the Association under and pursuant to each of the Documents.
- 2.2 The contents of the Documents were noted.
- 2.3 It was further noted:
 - 2.3.1 that the Association has received the appropriate internal financial advice and external financial advice in order to make this assessment;
 - 2.3.2 that entering into the Amendment Agreement is consistent with the Association's approved borrowing strategy;
 - 2.3.3 that the Board considers the entry into the Documents in accordance with the terms of the Documents is in the best interests of the Association; and
 - 2.3.4 that the execution and delivery of each of the Documents and the exercise by the Association of its respective rights and the performance of its respective obligations under them would not contravene any provision of the Association's Rules in any material respect.

3. Resolutions

After due and careful consideration IT WAS RESOLVED THAT:

- 3.1 Each of the Documents be approved in the form or in substantially the form of the relevant drafts produced to the meeting.
- 3.2 The terms of the Amendment Agreement and the transactions contemplated thereby, the performance by the Association of its obligations thereunder and the execution and delivery by the Association of each of the Documents be approved.
- 3.3 The assumption by the Association of the obligations contemplated by each of the Documents and the transactions contemplated thereby be approved.
- 3.4 Any one of the persons holding the offices of the Association specified below (or any equivalent office from time to time):

Chief Executive
Director of Finance & IT

be and is hereby authorised for and on behalf of the Association to negotiate and agree the final terms of the Documents and any other letter, deed or document relating thereto with such amendments as such person shall (in their absolute discretion) deem necessary or appropriate (such approval conclusively evidenced by the execution of such Documents in accordance with these resolutions);

- 3.5 Any one member of the Board or any one of the persons holding the offices of the Association specified below (or any equivalent office from time to time) (each an **Authorised Signatory** and together the **Authorised Signatories**):

Chief Executive

Director of Finance & IT

be and is hereby authorised for and on behalf of the Association to execute Any one of the Authorised Signatories be and is hereby authorised on behalf of the Association to execute and deliver any other documents, notices, letters or other communications, to provide certified copy documents and to perform all matters, acts and things which such person in his/her absolute discretion deems to be necessary or desirable in connection with any of the Documents.

- 3.6 All necessary entries in the books and records of the Association will be made to reflect the above matters and make all necessary filings at the Financial Conduct Authority or any other competent authority.

Update of Signatories

Director of Finance/IT also confirmed that we have old signatories on our Loan Agreement, i.e. Charlie Millar, Jean White and Christine Miller. We need to replace with relevant signatories. Director of Finance/IT recommended adding the undernoted signatories

Clair Malpas, Chief Executive
Richard Sullivan, Treasurer
Evelyn Ferguson, Secretary

Teresa McGowan enquired as to why we do not update the signatories. Director of Finance/IT confirmed that we have not needed to.

Teresa McGowan asked if she could read over the Libor Transition document and come back with any questions next week (by 4th October 2021).

19.40 pm Director of Finance/IT left the meeting.

9. DRAFT ASSURANCE STATEMENT

The Chief Executive Officer presented the draft Assurance Statement previously circulated with the agenda.

The SHR is requesting a statement in relation to compliance with COVID as well as Equalities. As the Board are aware, the Equalities guidance came out late however, the SHR is asking for confirmation that we are working towards an Action Plan and how we can collect Equalities data.

As the Board are aware, the Housing Manager (Property) mentioned in his report 18 properties that were late for gas servicing. However, the Board are aware as to why the properties were late (new build properties). These properties have all been serviced. This information will be contained in the ARC Return.

After discussion, the Board unanimously approved the Assurance Statement for 2020/21.

10. GOVERNANCE TIMETABLE

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

The Governance Timetable has been amended to include the Operations Sub Committee. It was also recommended to remove the Board Meeting on 15th December as we now have resurrected the Operations Sub Committee. The Regeneration Sub Committee date in 14 July 2022 has been moved to 18 August 2022 to give the Board a recess in July.

After discussion, the Board unanimously approved the amended Governance Timetable.

11. DONATION POLICY

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

After discussion, the Board unanimously approved the Donation Policy.

12. CORRESPONDENCE

Scottish Housing Awards: Thank you note from Michelle Mundie, Acting Head of Housing, Neighbourhood, Regeneration and Sustainability Resources for joining staff and Board at the Scottish Housing Awards.

13. NEW MEMBERSHIP APPLICATIONS

None

14. USE OF SEAL

None

15. ENTITLEMENTS, PAYMENTS & BENEFITS REGISTER

None

16. NOTIFIABLE EVENTS

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

1. Ongoing operational issues regarding COVID which the SHR have indicated that they would wish to remain live.
2. Redacted as contains sensitive information.
3. To be notified at the end of the meeting

17. **SUBSIDIARY & SUB-COMMITTEE DECISIONS & MINUTES MADE 19th AUGUST 2021 – 29TH SEPTEMBER 2021**

Cassiltoun Trust – 1st September 2021 - AGM

Board Membership:

Anna Stuart MBE

Christine Devine MBE

Charlie Turner

Charlie Millar

Evelyn Ferguson

Lewis MacSween

Susan Casey

Councillor Glenn Elder

Election of Office Bearers:

Chairperson - Anna Stuart MBE

Vice Chairperson – Christine Devine MBE

Board of Trustees Meeting – 1st September 2021

Community Bursary – Approval for £1000 being the £500 rolled over from last year to be split in two e.g. £500.

Traffic Light Report – Approved.

Management Accounts – July 2021 – Approved.

Policies:

(a) Policy & Procedure – Serious Complaints against the Chief Executive – Approved

(b) Protocol for Managing alleged breach of Code of Conduct by Governing Body Member – Approved.

(c) Procurement Policy – Approved

Cassiltoun Stables Nursery – 16th September 2021

Election of chairperson – Anna Stuart

Senior CDO – approval for one day per month to attend University to carry out BA in Childhood Practice

Traffic light report – as at 31 March 21 – approved

6 month traffic light report – approved

COVID 19 Risk Assessment update – approved

Management Accounts for August – approved

Staff Salaries Review – approved

Board training topics – approved

Protocol for Managing an Alleged/ Suspected Breach of Code of Conduct by Governing Body Members - approved

Group Policy and Procedure Serious Complaints Against the Chief Executive - approved

Procurement Policy – approved

Critical Incidents Policy - approved

Curriculum Policy - approved

Parent /Carer Participation Policy - approved

Administration of Medication Policy – approved

The Board noted the Sub Committee and Subsidiaries decisions.

18. HEALTH & SAFETY/HWL

H&S: No accidents recorded

COVID Risk Assessment: We are complying with the current COVID Risk Assessment. We are ensuring that staff are isolating if they show symptoms and also asking staff to isolate if any of their family test positive. We currently have 2 members of staff working from home as family members have contracted COVID.

The CEO informed the Board that a member of the public had made inappropriate approaches to a member of staff via email. The CEO emailed the person concerned outlining that this was not acceptable. The person turned up at the office and were escorted off the building. Housing Manager (Property) took control of the situation. The police were called and are contacting the person concerned.

HWL: Continuing through the Action Plan.

19. AOCB

Discipline & Grievance Training for Board Members: Tuesday 19th October 2021 at 5.30 pm – 7.30 pm via Zoom. Natasha Richardson will facilitate the training.

CCTV Camera: Cassiltoun Trust manages the CCTV. As there is data protection issues around the camera, approval was sought to take over the CCTV from Cassiltoun Trust.

Policy Register: On our register there is a policy entitled “Policy Statement on Scottish Assured Tenancy Agreement”. This policy does not exist. Approval was sought to remove this from the Policy Register.

8.00 pm Standing Orders

Redacted as contains sensitive information.

8.05 pm Chief Executive Officer and Corporate Services Manager left the meeting.

Notifiable Event: *Redacted as contains sensitive information.*

20. DATE AND TIME OF NEXT MEETING

Wednesday 27th October 2021 at 6.00 pm

There being no further business the meeting concluded at 8.10pm

Signature:

Date:

Chair of Board of Management