

**CASSILTOUN HOUSING ASSOCIATION**

**MINUTE OF MEETING OF BOARD OF MANAGEMENT  
HELD ON WEDNESDAY 23<sup>RD</sup> MARCH 2022 VIA ZOOM**

<b>Present:</b>	George Kelly	Anne M Stuart MBE
	Evelyn Ferguson	William Craig
	Teresa McGowan	Julie McNeil (Part meeting – joined at 6.23 pm)
	Kim McKee	Barbara Dusik (Part meeting – joined at 6.53 pm)
<b>In Attendance:</b>	Clair Malpas	Chief Executive Officer
	Paula Brownlie	Corporate Services Manager
	Laura Edwards	Development Consultant – left the meeting at 6.20 pm

**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 Chris O'Brien. Richard Sullivan was on leave of absence until 6<sup>th</sup> May 2022.

The Chief Executive Officer informed the Board, that the three co-opted board members have stepped down from their positions.

**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 23<sup>RD</sup> FEBRUARY 2022**

The minute of meeting held on 23<sup>rd</sup> February 2022 where noted and approved on the motion of William Craig and seconded by Anna Stuart MBE.

**3b. MATTERS ARISING FROM MEETING HELD ON 23<sup>RD</sup> FEBRUARY 2022**

None

3c. **ACTION LIST FROM MEETING HELD ON 23<sup>RD</sup> FEBRUARY 2022**

	<b>Details</b>	<b>Person Responsible</b>	<b>Status</b>
<b>Actions from meeting held on 23<sup>rd</sup> June 2021</b>			
1.	Benchmarking on reactive repair costs to be carried out Qrt 3	CEO	Report to be carried out by Quarter 4 (Temp Finance Officer completing) To be brought to the next Board Meeting
2.	Set up workshops for next review of Regulatory Standards – dates to be sent out prior to Christmas	CEO	As the Board are aware, internal auditor Wylie and Bisset will carry out this piece of work and workshops will be set up with the Board in due course
<b>Actions from meeting held on 24<sup>th</sup> November 2021</b>			
3.	Community Advisory Report – Estate Management Action plan of recommendations to be presented to the next Advisory Panel. Updates on Action Plan to be given to Board.	CEO	<b>Ongoing</b>
<b>Actions from meeting held on 26<sup>th</sup> January 2022</b>			
4.	Director of Operations and the Corporate Services Manager to be added to the online banking service.	CEO	<b>Ongoing</b>
<b>Actions from meeting held on 23<sup>rd</sup> February 2022</b>			
5.	<i>Item redacted as contains sensitive information</i>	CSM	<b>Ongoing</b>
6.	Procurement of a Facilities Management Contractor for Buchanan Lodge  Approval granted to  procure a contractor to undertake facilities management at Buchanan Lodge <i>a redacted as contains commercially sensitive information</i> Delegated authority to the Director of Operations To carry out the shortlisting of firms following on from the pre-qualification stage To agree the format of the second stage quality assessment To establish any appropriate community benefit requirements for the project To approve appointment of a preferred contractor up to a maximum of <i>redacted as contains commercially sensitive information</i>	DoO	<b>Ongoing</b>
7.	Appointment of Insurance Company – Bruce Stevenson has procured insurance for the Association via PCS and followed OJEU Delegated authority given to CEO to appoint the appropriate companies	CEO	<b>Housing Stock completed Other areas pending</b>

4. **CHAIR'S REPORT**

**Wednesday 2<sup>nd</sup> March 2022**

Attended a Complaints Training Session facilitated by Stuart Eglington

This was a very enjoyable catch up and review of our Complaints Procedure.

**Wednesday 9<sup>th</sup> March 2022**

Attended the Staff and Board Business Planning Away Day.

This was an excellent mix of fun and business in the Radisson Blue Hotel enjoyed by both staff and board.

**Friday 11<sup>th</sup> and Saturday 12<sup>th</sup> March 2022**

Attended the Share Annual Conference via zoom

The opening speaker was Helen Shaw who is the Director of Regulation at the SHR.

Helen spoke about the problems the sector has been through during COVID period and how we have coped and the way forward for the sector and the SHR.

I attended two workshops on the Friday – “Planning for a Green Economy and Planning for the unknown”. On the Saturday I attended the workshop entitled “Fuel Poverty in the age of Climate Crisis and Development in a post Brexit world”

Again, these conferences give us an indication as to where we stand within the sector on the topics presented. I am sure that those from Cassiltoun who attended would agree that we are well versed in all of them.

**Wednesday 16<sup>th</sup> March 2022**

I attended the Pension Information Workshop facilitated by David Davison of Spence and Partners.

*Item redacted as contains sensitive information.*

5a. **PROCUREMENT REPORT**

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

The Association is required to outline an annual procurement report on its regulated procurement activities as reasonably practicable after the end of that financial year.

***After discussion, the Board unanimously approved the Procurement Report for 2021/22. A copy will be sent to the Scottish Government and a copy will be uploaded to the Association's website.***

5b. **PROCUREMENT POLICY**

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

The national thresholds increased in January and the policy has been updated to reflect these increases.

When considering procurement, we need to look at the VAT. The policy has been updated to reflect this change.

***After discussion, the Board unanimously approved the revised Procurement Policy.***

## **6. SUSTAINABLE PROCUREMENT STRATEGY**

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

The Strategy is an update on last year's strategy and plans for the year ahead. *Item redacted as contains commercially sensitive information.*

***After discussion, the Board unanimously approved the Sustainable Procurement Strategy for April 2022 - March 2023.***

## **7. CONTRACTOR AND SUPPLIER MANAGEMENT STRATEGY**

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

We normally review this Strategy annually and it outlines how we manage our contracts. The last few years have been difficult over the past two years. We need to tighten up on how we record how we manage the contracts, ie KPIs being met, how the contracts are running etc. The Board should receive a report every 6 months on these areas.

***After discussion, the Board unanimously approved the Contractor and Supplier Management Strategy.***

**6.20pm – Development Consultant left the meeting**

## **8. CHIEF EXECUTIVE'S BI MONTHLY REPORT**

### **SHR's Regulatory Framework and Assurance Improvement Plan**

The Assurance Improvement Plan has been updated to reflect recently cleared actions. Completed actions are marked in green. (See Appendix 1)

The Association has discussed with our internal auditors completing an independent assessment against compliance against the Standards as part of our internal audit programme for next year.

### **Business Continuity – COVID 19**

We have continued to operate within the Scottish Government guidelines. The office is now open to the public from 9am – 12pm and 1pm - 5pm (apart from Wednesday afternoons and Friday afternoon where the office closes at 4pm).

Footfall into the office is still lower than pre-Covid but numbers are gradually increasing.

Once our current recruitment exercise is completed and new staff members are in post we will increase the opening hours and telephone access to our operating model pre-COVID.

In the office staff still adhere to a strict cleaning regime and wear masks when moving around the building.

The Association is impacted by absences (higher than normal) due to COVID with 2 members of staff currently off/or working with reduced capacity and isolating at home.

Staff turnover is higher than normal as staff are leaving for promoted posts.

### **6.23 pm – Julie McNeil joined the meeting**

#### **Housing Development**

Castlemilk Drive – Continues to make excellent progress and is on track to be off site within the agreed timescales (early April).

#### **Business Planning Day for Staff and Board**

The Business Planning Day was held on 9th March and feedback from the staff team was that it was an enjoyable day and they welcomed the opportunity to work together on areas of the Business Plan.

Feedback on the two speakers (Equality and Diversity and Housing 2040) was also positive. As the Board are aware, we brain stormed issues around Equality and Diversity to create a statement. The consultant has compiled a report which will be shared with the Board at a future meeting.

#### **Governance Action Plan**

We are working through the areas on the Governance Action Plan which can be seen in Appendix 2 of the Action Plan. Training with staff and board re Code of Conduct, Notifiable Events, Conflict of interest have all been completed. These areas can be marked off as completed.

As part of the Governance review the Board were asked to consider compliance against Regulatory Standard 1.5

‘All governing body members and senior officers understand their respective roles, and working relationships are constructive, professional and effective’.

*Redacted as contains sensitive information.*

**After discussion, the Board agreed that we are compliant against Regulatory Standard 5.1.**

#### **Industry Updates**

The Chief Executive Officer outlined the Industry Updates for this month.

### **CEO Training/networking**

Since the January Board meeting the CEO has attended:

- Code of Conduct training (Stuart Eglinton)
- Resilience Meeting (SFHA)
- Share Conference
- Virtual meeting with mentor
- Intent Based Leadership (ACOSVO)
- Making Difficult Conversations (ACOSVO Women Leaders Network)

### **Finance/Audit/Insurance**

FMD have been assisting the CEO with the completion of the more technical aspects of the budget preparation. The External Auditors have commenced their audit programme. We are finalizing the Associations Insurance cover.

### **City Building**

Like all organisations City Building, our reactive repairs contractor have suffered from increases costs due to additional health and safety requirements and more significantly supply chain and inflationary pressures.

*Redacted as contains commercially sensitive information.*

Anna Stuart MBE enquired as to when our contract with City Building ends. The CEO confirmed that we are in year 3 of our contract with a possible extension of 2 years.

*Redacted as contains sensitive information.*

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

#### **9a. CHA BUDGET 2022/23**

The Chief Executive Officer presented the CHA Budget for 2022/23 previously circulated to Board Members.

*Item redacted as contains sensitive information.*

***After discussion, the Board unanimously approved the 2022/23 budget.***

**6.53 pm      Barbara Dusik joined to meeting.**

#### **9b. CASSILTOUN TRUST BUDGET 2022/23**

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

***The Board unanimously approved the Cassiltoun Trust Budget for 2022/23.***

9c. **CASSILTOUN STABLES NURSERY BUDGET 2022/23**

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

***The Board unanimously approved the Cassiltoun Stables Nursery Budget for 2022/23.***

10. **PENSION REVIEW UPDATE**

As the Board are aware, the Board asked for an independent Pension Review.

Spence and Partners carried out a review on the current 3 pension schemes and presented their findings to the Board at a meeting on Wednesday 16<sup>th</sup> March 2022.

The Board need to decide on the way forward for these three pension schemes.

The Association needs to provide the company with information to allow them to draft an options paper to present to the Board at their meeting in June 2022.

William Craig enquired if there was a separate meeting to discuss these options rather than take the report to a Board Meeting. The Chair and Chief Executive will discuss as to whether this would be feasible and what is best to ensure there is enough time for the Board to discuss in detail.

11. **DATA RETENTION POLICY AND SCHEDULE**

Corporate Services Manager presented the above policy and schedule previously circulated with the agenda.

***After discussion, the Board unanimously approved the Data Retention Policy and Schedule.***

12. **GDPR/FOI**

Nothing to report.

13. **CORRESPONDENCE**

None

14. **APPLICATIONS FOR MEMBERSHIP**

None

15. **USE OF SEAL**

None

**16. ENTITLEMENT, BENEFIT AND PAYMENTS**

None

**17. NOTIFIABLE EVENTS**

*Redacted as contains sensitive information.*

**18. SUBSIDIARY AND SUB COMMITTEE DECISIONS MADE BETWEEN 24<sup>TH</sup> FEBRUARY – 23<sup>RD</sup> MARCH 2022**

**Cassiltoun Trust Board Meeting – 2nd March 2022**

- Management Accounts to January 2022 – approved
- Budget for 2022/23 – approved
- Traffic Light Report – approved
- Business Plan – approved subject to changes suggested at Business Planning session.
- Financial Regulations Policy – approved
- Community Bursary – approved to award *redacted as contains sensitive information.*
- Approval to procure for options appraisal with regard to the future role, purpose and viability of the Trust.

**Nursery Board Meeting – 3rd March 2022**

- Management Accounts to January 2022 – approved
- Budget 2022/23 – approved
- Approval to renew flooring within the nursery.
- *Redacted as contains sensitive information.*
- Traffic Light report – approved
- Dignity at Work Policy – approved
- Financial Regulations Policy - approved

**19. HEALTH & SAFETY/HWL**

H&S Committee and the H&S Landlord Committee meeting was held on 21<sup>st</sup> March 2022. Copies of the minutes will be circulated at the next meeting. Reporting format will change as the Committees will follow the same format as Assurance Workshops and will be presented with evidence to ensure compliance against the manuals.



20. **AOCB**

**SHR Regulatory Engagement Plan:** Chief Executive informed the Board that she had received word from our Engagement Officer that the Association is fully compliant with the Regulatory Standards. The Chair asked the CEO to pass on the Board's thanks to all staff.

**Data Protection Training:** Wednesday 20<sup>th</sup> April 2022 between 6-7pm.

**Business Plan:** Strategic and Operational objectives to be presented to Board in April 2022 along with the revised Business Plan.

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

Wednesday 27<sup>th</sup> April 2022 at 6.00 pm

There being no further business the meeting concluded at 7.15 pm

Signature:

Date:

**Chair of Board of Management**

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