



MINUTE OF THE BOARD MEETING

31 January 2024

Present R Hutton (Chair); I Crawford (Vice-Chair)

MEMBERS

A Clark; L Fordyce; R Elliott; G Kitchener;
W Raeburn; P Rowsby

C Ironside (Secretary)

In Attendance A Hay; C Hughes; K Miller (Staff)

The meeting was held in person.

The meeting started at: 5.30 p.m.

Apologies D Todd

Leave of Absence None

R Hutton introduced Anna Croan, Welfare Rights Officer from Link Housing Association, who works with Manor Estates 3 days per week.

ACTION

Anna gave members an oversight of the work that she does, including examples of the difference that the service has made to individual tenants.

C Hughes advised members of some of the very positive feedback that has been received from tenants regarding how much Anna has helped them.

R Hutton thanked Anna for her presentation and for the positive difference she is making to tenants' lives.

Anna left the meeting.

1 Apologies for Absence

Apologies were received from D Todd.

2 Declarations of Interest

R Hutton	Employee of Harbour Homes
G Kitchener	Tenant of Manor Estates Housing Association
L Fordyce	Employee of Warmworks

3 Risk Management No issues

Health & Safety No issues

Notifiable Events SHR Ref 30762 – termination of contract with reactive repair contractor

GDPR C Ironside advised members that there had been a further two potential data breaches, both because of emails being sent to incorrect addresses. R Elliott noted that there is a facility to disable autofill of email addresses, however he and C Ironside agreed that this does make using emails more difficult. C Ironside confirmed that staff are encouraged to clear non-business email addresses from autofill.

4 Minutes of the Board meeting held on 29 November 2023

The minutes of the meeting held on 29 November 2023 were approved as a true record, proposed by G Kitchener, and seconded by P Rowsby.

5 Matters Arising

Agenda Item 8(ii) Rent, Service and Factoring Charge Increase

In response to a question from G Kitchener regarding the tenant consultation on the rent increase, K Miller advised she would check the position.
(Post-meeting note: K Miller confirmed that the information had been issued to the preferred email recorded on the system, this has now been updated to suit the tenant's preference).

6 Board Actions and Regulatory Standards from Meeting

6 (i) Board Actions from November 2023 Meeting

Noted.

6(ii) Regulatory Standards Update from November 2023 Meeting

Noted.

7 Minutes of Sub Committee or Subsidiary Meetings

7 (i) MEAL Board 16 November 2023

Noted.

8 Matters for Approval / Decision

8 (i) Tenant Debt Write-Off

C Hughes introduced the report that had been circulated previously. In response to a question from W Raeburn, C Hughes confirmed that there had been no specific lessons to be learned from the cases put forward for write off. She asked members to note that following the moratorium on evictions applied during the CoVid pandemic, sheriffs remain reluctant to award eviction decrees, resulting in higher balances being owed once that stage of action is reached.

C Hughes confirmed that the low balances owed by current tenants that had been written off were static balances that had reached a point where the cost of further pursuit would exceed any payments that could be recovered.

Following discussion, members approved the amounts proposed for write-off, proposed by I Crawford and seconded by W Raeburn.

CH

8 (ii) Procurement Strategy Update

A Hay introduced the report that had been circulated previously, drawing members' attention to the key areas highlighted in each of the appendices.

A Hay asked members to note that the Scottish Government requires organisations to report to them where spend is more than £5million; this applied to the Association due to the development of Phase 1 new build (South Queensferry). Although the level of expenditure is now lower than this, the Government is still looking for us to report.

L Fordyce noted that the Novus contract had only recently been noted as awarded on Public Contracts Scotland, A Hay advised that this had been delayed and was an administrative formality.

In response to a question from A Clark about seeking financial statements as part of the tender process, A Hay confirmed that there are categories of information that we can ask for. She agreed to check if this includes financial information and report back to the Board in 6 months. A Clark noted that being able to access this information at tender stage would enable organisations where problems are identified to be excluded at as early a stage as possible.

AH

Following discussion, members approved the content of the Procurement Strategy, the Procurement Policy, the Annual Community Benefit Outcome Report, and the Procurement Strategy Plan, proposed by G Kitchener and seconded by R Elliott.

8 (iii) ICT Security Policy Review

K Miller introduced the report that had been circulated previously and invited questions from members.

In response to a question from W Raeburn, K Miller confirmed that the relationship with TSG is not new. She noted that we have changed the options for testing security; there is internal penetration testing, however external checks will still be carried out.

Following discussion, members approved the ICT Security Policy, proposed by L Fordyce, and seconded by P Rowsby.

KM

8 (iv) Personal Relationships Policy

C Ironside introduced the report that had been circulated previously and explained the rationale for the development of the Policy. She reassured members that there are no current issues within the Association, however we wanted to pre-empt any problems that could arise.

C Ironside advised members that we are seeking legal advice regarding potential termination of employment because of a personal relationship.

Following discussion, members approved the Policy, proposed by P Rowsby and seconded by W Raeburn.

CI

8 (v) MEAL Gift Aid Request

K Miller introduced the report that had been circulated previously, explaining the reasons for the request from the MEAL Board regarding use of funds gift-aided to Manor Estates Housing Association to help address the internal debt owed to Manor Estates Housing Association.

C Ironside confirmed that there was no conflict of interest in respect of those MEAL Board members present. Their attendance at the Manor Estates Board meeting was as members of that Board, not as representatives of MEAL.

In response to a question from A Clark, K Miller confirmed that the lease charge covers property costs only and the management charge reflects the amount of staff time spent working on MEAL.

K Miller also confirmed that she had discussed the matter with the Association's external auditor who advised that the request to use gift aid to offset the internal debt was for the Manor Estates Board to decide

A Clark expressed the view that the rent payable to Manor Estates in accordance with the lease is non-discretionary. As gift aid is discretionary, this should not be payable if MEAL is unable to pay the

lease charge. K Miller confirmed that there had been a previous Board agreement to reduce the charge in the lease.

A Clark suggested that there should be a deed of variation in respect of the lease, whereby the charge would be temporarily reduced, however it would be clear that there was a deferred liability for MEAL and a deferred asset for Manor Estates.

C Ironside noted that this could be incorporated in the Service Level Agreement (SLA) that includes the lease and the management charge. This could embed the deed of variation and show an audit trail as part of the annual review of the SLA.

KM/CI

W Raeburn suggested that as alternative to using Gift Aid to pay off the internal debt, the lease charge would be varied depending on the surplus at year end. Following discussion, K Miller agreed to seek further advice from the Association's external auditor.

KM

R Hutton left the meeting at 6.35 p.m. for consideration of Agenda Item 8 (vi),
I Crawford took the Chair

8 (vi) Procurement of Replacement Reactive Maintenance and Voids Contract

CONFIDENTIAL ITEM

R Hutton returned to the meeting at 7.00 p.m. and resumed the Chair

8 (vii) Q3 Planned and Cyclical Maintenance Programme

A Hay noted that several large-spend items have now concluded and around 75% budget spend has been achieved at the end of December 2023.

A Hay highlighted that there have been significant delays with the painterwork contract, mainly due to weather conditions and it is unlikely that the programme will be completed by year-end.

In response to a question from G Kitchener, the Chair noted that questions regarding personal circumstances should be raised out with the meeting.

A Hay confirmed that there have also been delays on the Electrical Installation Condition Reports (EICRs) contract. The contractor has failed to perform and staff are working with an alternative, however they have limited availability. Going forward, staff will be looking to having more than one contractor to carry out this work.

In response to a question from W Raeburn regarding potential risks if the checks have not been completed, A Hay advised that staff have identified the completion of works required. This has confirmed that

some target dates may be missed. She agreed that there is a safety element, however this is not considered to be significant. A Hay further advised that if it were established that issues were recurring in similar property types, other comparable properties would be prioritised.

A Clark questioned the additional £90,000 referred to in respect of reactive maintenance and void spend. Following discussion, it was established that A Hay was seeking approval for virement from planned maintenance and technical fees.

Following discussion, members noted the content of the report and approved the virement requests for Reactive Maintenance and Voids, proposed by I Crawford and seconded by G Kitchener.

9 Matters for Information

9 (i) Q3 Finance Update

K Miller introduced the report that had been circulated. She asked members to note that only one potential finance provider had not submitted a tender.

Members noted the report.

9 (ii) Q3 KPIs

Members noted the good performance in respect of rent arrears and the improving performance on days to relet empty properties. They asked that their appreciation be passed on to the relevant staff.

9 (iii) Employee Survey Results

C Ironside introduced the report, noting that there were a lot of positive outcomes, however SMT did have some concerns about the responses regarding their roles. C Ironside indicated that in her conversations with staff, there is still some adjusting to working in the open-plan office.

P Rowsby noted the significant improvement in the percentage of staff indicating that they are clear about their duties and responsibilities.

W Raeburn commented that the results were great and that SMT should be proud of what has been achieved.

Standing Orders were suspended at 7.30 p.m. to enable the meeting to continue

R Hutton noted that the results should be included in the CEO's appraisal and thanked all involved.

Members noted the report.

CI

9 (iv) Board Review Timetable

C Ironside introduced the report and highlighted the reasons for bringing this forward. She highlighted the importance of identifying members who may be interested in becoming office bearers. Members noted that R Hutton will be standing down as Chair at this year's AGM and it would be useful to identify the potential new Chair prior to then.

Members noted the position.

9 (v) SMT Report

C Ironside introduced the report. She confirmed that a report regarding the potential development of Phase 2 at South Queensferry would be presented to the Board in February 2024.

Members noted the report.

10 Any Other Competent Business

(i) Staff Meeting 6 December 2023

P Rowsby advised that he had attended the staff meeting on 6 December 2023. He had enjoyed the opportunity to meet with the staff and had passed on thanks on behalf of the Board.

(ii) Audit Committee Member

C Ironside advised that R Hutton was standing down from the Audit Committee, resulting in a vacancy on that Committee. L Fordyce agreed to join the Audit Committee.

(iii) Recruitment of Housing Management Director

C Ironside gave a verbal update on proposals for recruitment of the Housing Management Director post.

- The post will not include the role of Depute CEO, as is the case now. Once the person has been in post for 6 months, the Depute role will be available through internal recruitment, with all Directors having the opportunity to apply.
- The recruitment process will be in two stages, there will also be profiling of candidates to ensure a fit with the existing team.
- Recruitment will commence mid-February, the intention being to appoint in a timescale that would enable a 2-week handover prior to C Hughes leaving.
- The recruitment panel will comprise the CEO, Chair and Vice Chair. The Corporate Services Director and Property Services Director will also input to the process.

Members noted the position.

Date and time of next meetings: Wednesday 28 February 2024 at 5.30 p.m.

The meeting closed at: 7.45 p.m.