



## MINUTE OF THE BOARD MEETING

27 June 2018

**Present:** N Hicks (Chair); R Hutton (Vice-Chair)  
A Clark; T Kelly; D McEwan; K McLeod; C Tait  
G Russell (Secretary)

**In attendance:** C Hughes, A Hay, K Miller

**Apologies:** S Brydon; F Roslewski; M Trant

### ACTION

#### 1 Apologies for Absence

Apologies were received from S Brydon, F Roslewski and M Trant.

#### 2 Declarations of Interest

N Hicks – Board member and treasurer of The Action Group, and member of SHAPS Pensions Employers Committee  
R Hutton – Employee of Port of Leith Housing Association. Through work, also has relationship with Lothian Gas, Mitie and Greenfingers  
D McEwan and C Tait – tenants of Manor Estates Housing Association

#### 3 Risk Management Issues / Health & Safety Issues

None.

#### 4 Minutes of the Board meeting held on 30 May 2018

The minutes of the meeting held on 30 May 2018 were approved as a true record.

#### 5 Matters Arising

None.

#### 6 Board Actions

Noted.

## **7 Minutes of Sub Committee or Subsidiary Meetings**

### **7 (i) MEAL Board Meeting 19 June 2018**

T Kelly had chaired the meeting and introduced the minute, noting in particular the excellent performance on voids and arrears. Members noted that the Group Audit Summary Report referred to were also presented to the MEHA Board, as was the Technical Update provided by Chiene & Tait.

Members noted the minute.

### **7 (ii) Audit Committee 20 June 2018**

The Chair of the Audit Committee introduced the draft minute. He advised members that the External Auditor had presented an unqualified report and had confirmed that the audit had gone very well, he congratulated K Miller and her team.

The Chair further confirmed that the letter of representation did not include any issues of concern.

The Chair advised members that the Association is now tendering for external audit services. K Miller confirmed that the Audit Committee had delegated authority to N Hicks and A Clark to take part in this process.

## **8 Matters for Approval / Decision**

### **8(i) Audited Accounts 31 March 2018**

K Miller introduced the report that had been circulated previously.

The Chair requested that his appreciation be passed on to staff for the way the audit had been handled. **KM**

Following discussion, members approved the signing of the Audited Accounts and the letter of representation.

### **8(ii) Financial Returns to SHR**

K Miller introduced the report that had been circulated previously. She explained that the format for the 5-year financial plan was as required by the SHR and she confirmed that this had been reviewed by the Chair of the Audit Committee (as requested by the Board last year).

K Miller advised members that the loan portfolio was also due to be submitted to the SHR.

The Chair of the Audit Committee drew members' attention to the level of the current ratio at the end of the 5-year financial plan, which is significantly lower than at present. G Russell confirmed that the Association would be renegotiating loans prior to that time. Members also noted that the Association holds significant cash reserves at the present time.

Following discussion, members approved that the returns be submitted to the SHR. **KM**

### **8(iii) AGM Arrangements**

G Russell introduced the report that had been circulated previously and confirmed the proposed arrangements. Members noted that C Tait, N Hicks and R Hutton require to stand down and seek re-election and that, as a co-opted member, A Clark would also have to seek election to the Board.

Following discussion, members approved the proposed arrangements. **GR**

Due to technical difficulties, members considered Agenda Item 9(i) at this point in the meeting.

### **9(i) Rent and Service Charge Policy Review**

K Miller introduced the report that had been circulated previously, explaining the rationale for and proposed methodology for carrying out the review.

Members noted the potential impact of changes to rents for individual tenants and possible options for how this might be dealt with. K Miller confirmed that the model would be able to demonstrate how long alternative options would take to have all tenants on the correct rent level.

Members were concerned that the scale of the task should not be underestimated and those board members with experience of such exercises recommended that a minimal number of attributes should be used in order to avoid over-complication of the process.

Following discussion, members noted the report.

Members then returned to the order of the Agenda

### **8(iv) Board Succession Planning Review**

The Chair thanked R Hutton for the assistance she had given him in carrying out the members' appraisals.

The Chair presented the outcomes of members' self-assessment, noting that the exercise identified a small number of areas that appeared to be of concern, specifically community work, treasury management, media and ICT/digital communication.

G Russell confirmed that the invitations for the AGM will highlight these areas as being desirable for potential new members. **GR**

The Chair noted the significant commitment required for those carrying out the appraisals, however it was recognised that it is an SHR requirement that these are carried out annually. It was suggested that in future interviews could be carried out using virtual meeting technology.

Following discussion, members accepted the findings of the review and noted that the SHR requires all members to be appraised annually.

#### **8(v) Board Discussion Forum Protocol**

G Russell introduced the report that had been circulated previously.

Members requested that the section on 'Operating Etiquette' should include a statement that all members have a responsibility to raise any potential breach of the protocol with the individual concerned or, if necessary, with the Chair.

Subject to that addition, members approved the protocol. **GR**

### **9 Matters for Information**

#### **9(ii) Planned and Cyclical Maintenance Programme**

A Hay introduced the report that had been circulated for information. She confirmed that a quarterly report on spend would be presented to the Board in August.

A Hay confirmed that where both gas and kitchen upgrades are being carried out in the same properties, works will follow on in order to minimise disruption to households as much as possible.

Following discussion, members noted the report.

#### **9(iii) Housing (Scotland) Act 2014 Implementation**

C Hughes introduced the report that had been circulated previously. She asked members to note that the timing of the review of the Allocation Policy may be affected by the need to take account of discussions and consultation with EdIndex partners, including the outcome of consultation with applicants that EdIndex will be undertaking.

Following discussion, members noted the report.

#### **9(iv) Chiene & Tait – Technical Update**

Members noted the paper.

Prior to the discussion on the revised Corporate Strategy, members considered Agenda Item 11(ii).

#### **11(ii) Lease of Former Warden Property**

C Hughes introduced the report that had been circulated previously and referred members to an earlier report on similar situations that had been discussed earlier in the year.

C Hughes advised members that since the report had been circulated, it had been agreed with CEC and TAG that the property should be leased to CEC. A number of options for use of the property have been put forward, however it is likely that it will be used to provide respite accommodation for adults with learning difficulties.

Following discussion, members approved the lease of the property to CEC.

#### **10 Initial Discussion on Revised Corporate Strategy 2019/22**

Members discussed a number of issues highlighted in the introductory discussion documents, notes of which are available as an addendum to this minute.

This minute does record that during discussion of possible options for office relocation, members authorised K Miller to proceed with a tendering exercise to appoint a consultant to assist with an options appraisal in this regard.

**KM**

#### **11 Any Other Competent Business**

##### **i) Signing of Accounts and Letter of Representation**

The Chair, Vice Chair and Chair of the Audit Committee signed the accounts and other submissions, as approved.

#### **12 Date and time of next meeting: Wednesday 29 August 2018 at 5.30 p.m.**

**The meeting closed at: 7.40 p.m.**