



MINUTE OF THE BOARD MEETING

29 May 2019

Present: N Hicks (Chair); R Hutton (Vice-Chair)
D McEwan; S McPhee; S Mills; F Roslewski; A Scott; C Tait
G Russell (Secretary)

In attendance: C Hughes, A Hay, K Miller

Apologies: S Brydon; A Clark; M Trant

Leave of absence: K McLeod

ACTION

1 Apologies for Absence

Apologies were received from S Brydon, A Clark, M Trant and members noted that K McLeod is currently on leave of absence from the Board.

G Russell advised members that M Hodgson who was co-opted to the Board following the last meeting has advised that he is unable to take up the position and that the Regulator has been advised accordingly.

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
F Roslewski – receives factoring services from the Association
S Mills – employed by Changeworks

3 Risk Management Issues / Health & Safety Issues / Notifiable Events

None, however G Russell confirmed that the he has advised the Regulator of progress to date on recruitment of his successor. They have asked that they be advised of the outcome of the process.

CH

4 Minutes of the Board meeting held on 24 April 2019

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

5 Matters Arising

None.

6 Board Actions

Noted.

7 Minutes of Sub Committee or Subsidiary Meetings

7(i) Audit Committee 8 May 2019

K Miller introduced the draft minutes that had been circulated previously, noting that the Committee had considered the risk assessment and draft management accounts. She confirmed that the main focus of the meeting had been the internal audit reports and members noted that a further report is to be presented in respect of the internal audit of Planned and Cyclical Maintenance.

Members noted the report.

8 Matters for Approval / Decision

8(i) Regulatory Self-Assessment Review Process

(S McPhee and A Scott entered the meeting during consideration of this item).

G Russell introduced the report that had been circulated previously, noting that further information regarding this issue will be considered at the Board Strategy Day to be held on 1 June 2019.

He drew members' attention in particular to paragraph 2.3 of the report which highlighted that the only areas of non-compliance that need to be reported to the Regulator are those which are significant and material.

G Russell reminded members that they had previously agreed to seek external consideration of the Association's self-assessment and that this was being carried out by the Internal Auditor.

Members noted the overview prepared by the Association's Internal Auditor that indicated full compliance with standards 1, 2, 4 and 7. Members had also received copies of the individual internal audit reports in respect of each of the standards.

In response to a question from a member, GR confirmed that the Regulator has not been prescriptive about how Board members seek reassurance that their organisation complies with the standards. There is no specific requirement to have external validation, however going through this process should offer members greater reassurance about the Association's level of compliance.

G Russell advised members that the Internal Auditor will be attending the August Board meeting to discuss standards presented and the remaining 3. Members will then need to agree format and content of the assurance statement that requires to be submitted to the Regulator in October.

Following discussion, members approved the report and the composition of the proposed Self - Assessment Assurance statement which requires to be approved and submitted to the Scottish Housing Regulator, no later than 31st October 2019.

8(ii) Risk Management and Business Continuity

G Russell introduced the report that had been circulated previously.

In respect of Business Continuity, G Russell highlighted the suite of contingency plans that cover a range of issues that could affect the Association and how staff would deal with these.

G Russell also talked through the major risks as considered and identified by the Audit Committee. With regard to the issue of Brexit, G Russell confirmed that the Association cannot realistically assess what the potential risks to the organisation might be until matters are more fully resolved.

Following discussion, members approved the report.

8(iii) Annual Return on the Charter and EESSH Approval

C Hughes introduced the report that had been circulated previously, noting that members had available information to be submitted this year and the comparative figures from the previous two years. The Chair confirmed that he had received a copy of the completed ARC document.

G Russell noted that the engagement plan issued by the Regulator will be revised following submission of the ARC and the self-assessment statement.

Members discussed the issue of decoration in void properties, noting that although only small numbers of new tenants express dissatisfaction, the Association still wishes to address this issue and will therefore be reviewing the current approach.

A Hay advised members of a correction to the EESSH spreadsheet noting that the percentage of properties meeting the EESSH should be 54.8% for last year and 73.5% for this year.

Members commended A Hay for her work in this area.

Following discussion, members approved that the ARC and EESSH returns be submitted to the Regulator.

CH/AH

8(iv) Policy/Strategy Review

(a) Energy Efficiency Strategy

A Hay advised members that the Energy Efficiency Strategy covers a 3-year period and is updated annually. She noted that very few changes are proposed to the text of the strategy, and highlighted the action plan associated with it, that outlines works proposed for this year and next.

Members discussed a number of issues regarding this issue including the potential to install solar panels, the likely future move away from gas heating and district heating schemes.

A Hay confirmed that there are already collective discussions ongoing within the sector through the SFHA and that Manor Estates staff regularly attend the CEC Energy Forum in order to keep up to date with developments and information.

(b) Framework for Service Providers

A Hay confirmed that the draft presented was an update from the previous approved contractors list. She thanked those members who had responded to the consultation via Office 365 and noted that comments had been taken into account in producing the final draft.

A Hay confirmed that the issue of community benefit is included in the Association's approach to procurement and will be further referred to in the Procurement Strategy due to be presented to Board in January 2020.

AH

Following discussion, both policies were approved.

8(v) Freedom of Information: Model Publication Scheme and Timetable

C Hughes introduced the report that had been circulated previously, noting the requirement to have a publication scheme and guide to information.

She advised members that the Scottish Information Commissioner and SFHA will be producing a model guide later in the summer and that it would make sense for the Association to adopt this also. She further confirmed that the Association will seek to publish as much information as is reasonable: the

more information that is publicly available should help minimise the potential number of Freedom of Information requests that might be received.

Following discussion, members approved the adoption of the Scottish Information Commissioner's Model Publication Scheme and the timetable for other works to be completed in this regard.

CH

9 Matters for Information

9(i) CEO Recruitment

The Chair updated members on progress to date. 19 applications were received, 8 applicants were selected for interview, which took place on 28 May. 3 candidates have now been selected for a second interview. These were due to take place on 4 June, however 1 candidate is on holiday, so final interviews will now take place week beginning 17 June.

The Chair advised members that C Hughes will take on CEO responsibilities in the interim. C Hughes confirmed that she was meeting with A Hay and K Miller on 30 May to discuss workload and other implications.

Members noted the position.

9(ii) Finance Update

K Miller introduced the report that had been circulated previously, noting that the figures presented were end of year figures.

In response to a question regarding factored income, K Miller confirmed that the difference identified was due to expenditure not having been incurred and therefore not charged to owners.

Members noted the position.

10 Any Other Competent Business

(i) Company Secretary

The Chair sought and received permission to appoint C Hughes as Company Secretary until such times as the new CEO is in post.

(ii) Customer Engagement Strategy

C Hughes advised members that this was originally due to be presented to Board for approval in August 2019, however the Service Charge Setting Policy review is currently being undertaken. As both policies require tenant consultation, it is proposed to delay the Customer Engagement Strategy, aiming to present this to Board in October 2019.

Members noted the position.

(iii) Antisocial Behaviour Review

C Hughes confirmed that this review is currently underway and that papers had been posted on Office 365 for members to review.

(iv) Retiral of CEO

The Chair noted that this was G Russell's last meeting as CEO and thanked him for his hard work and contribution to the Association's success over the past 3 years.

G Russell thanked the Chair for his words. He thanked those Board members present and his senior colleagues for their support and guidance during his tenure as CEO and wished the organisation every success for the future.

11 Date and time of next meeting:

**Saturday 1 June 2019 at 9.30 – Board Strategy/Training
26 June 2019 at 5.30 p.m.**

The meeting closed at: 18.50 p.m.

Signed: _____

**N Hicks, Chair
26 June 2019**