

CLYDESDALE HOUSING ASSOCIATION LIMITED

Minute of the Management Committee meeting held in St Nicholas Church Hall, Castlegate, Lanark ML11 9DZ on Wednesday 27 March 2019 at 18:00

Present: Pauline Sandford, Chairperson
Carmena Nixon, Secretary
Patrick Ross-Taylor, Treasurer
Susanne Crayton
Margaret Botham
Catherine McClymont
Mary Clarke
Brian Moore
David Robb

A quorum was achieved.

In Attendance: Chief Executive Officer (CEO)
Depute Chief Executive (DCE)
Finance Manager (FM)
Elizabeth Miller Corporate Services Assistant (CSA) minutes.

The Chairperson welcomed everyone to the meeting.

The Chairperson advised Committee that Gillian Callaghan, Vice Chairperson, had submitted her resignation from Committee with immediate effect. Ms Callaghan advised that her decision was due to pressures of work.

1. Apologies

Apologies were submitted by Janette Arneil, Clive Malins and Christine Shookhye.

2. Previous Minutes & Matters Arising

The minute of the Committee meeting held on 27th February 2019 was checked for accuracy and approved by the Management Committee.

Matters Arising

There were no matters arising.

3. Audit Sub- Committee Minutes

The Chairperson advised Committee that the minute of the Sub-Committee meeting held on 25th February 2019 was for information only. The minute will be taken to the next Audit Sub-Committee meeting for approval.

4. Conflicts of Interest

- The CEO, DCE, FM, CSA, David Robb and Mary Clarke declared a conflict of interest for agenda item 12.1. It was agreed that all who declared an interest would leave the meeting whilst this agenda item was being discussed.
- The CSA declared a conflict of interest for agenda item 12.2 and agreed to leave the meeting whilst this item is being discussed.

5. Notifiable Events

There were no Notifiable Events.

6. Actions from Previous Meetings

The Chairperson asked the CEO to present the report to Committee. The CEO advised he had nothing further to add to the report and invited questions. Committee discussed:

- When completed actions would be removed from the list - after discussion it was agreed that completed actions would be removed from the list 3 months after the action was completed.

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| <ul style="list-style-type: none">• Committee considered the Actions from Previous Meetings Report and agreed that progress was satisfactory. |
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7. Agreement on Items for AOCB

The Chairperson asked Committee for approval to discuss the following items under AOCB:

1. Committee Appraisals
2. Future Development Services Options
3. Community Hub & New Office

Committee agreed to discuss the 3 items under AOCB.

8. Health & Safety

There were no matters to report.

9. North Vennel New Build – Project Update

The Chairperson asked the CEO to introduce the report to Committee. The CEO summarised the main headlines within the report. He told Committee that significant progress had been made in the last week weeks, the timber kit had been erected, the roof structure was being put up and the contractor would be starting on the external brick finish soon.

The CEO gave Committee an update on the funding applications submitted to Border Biscuits Community Fund and WREN funding. Committee discussed:

- The work experience placements. The CEO advised that regrettably this will no longer take place but will explore other work experience options once the Community Hub and new office are open. Committee agreed to explore these options.

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| <ul style="list-style-type: none">• Committee considered the report and advised the CEO that no further action was required. |
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10. Strategy

10.1 2019/2011 Business Plan

The Chairperson asked the CEO to introduce the report. The CEO gave Committee an overview of the report highlighting the areas updated from the draft Business Plan that was presented on 5 December 2019.

The CEO advised Committee that the methodology used in producing the Business Plan was compliant with the Scottish Housing Regulator's Recommended Practice. Committee discussed:

- Values & Strategic Objectives – Committee discussed if the topic of partnership working needed to be more pronounced within the Plan. It was agreed that the CEO would work on the wording of the Common Values and return to Committee with the changes.
- Tenant Service Priorities – Committee discussed the 2016 Tenant Satisfaction Survey results and tenants service priorities. The CEO advised that a new satisfaction survey was being carried out in late 2019.

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| <ul style="list-style-type: none">• Committee considered and approved the 2019/2022 Business Plan.• Committee agreed that the CEO should revise the wording of the Common Values in order to capture CHA's commitment to partnership working and that this be presented at a future meeting.• Committee considered the update provided on the next steps and approved them without any changes. |
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10.2 Risk Management Report

The Chairperson asked the CEO to present the report to Committee. The CEO advised Committee that in November 2018 the Audit Sub-Committee identified the key risk factors facing the Association and that the risk maps presented were developed following this meeting.

- Committee considered the Risk Maps and Risk Management Logs and agreed they represented a robust approach to identifying and managing the risks faced by the Association

10.3 Treasury Management Strategy Review

The Chairperson asked the FM to introduce the report to Committee. The FM provided an overview of the report to Committee and asked if they had any questions. Committee discussed:

- Grant Income – The FM gave Committee an explanation of the grant income section of Appendix 1 and the grant income received in 2018-19 and what she expects will be received in 2019-20

- Committee considered the Treasury Management Strategy and approved it without any changes.

10.4 2019/2020 Stakeholder Communication Plan

The Chairperson asked the CEO to present the report to Committee. The CEO advised Committee on the purpose of the report. He also gave them a brief overview of the contents of the report and the activities the Association were currently carrying out. He advised Committee will receive an update in 6 months' time on the progress made. Committee discussed:

- CHA's website – Committee discussed CHA's current website content, the secure area for Management Committee members and publishing copies of Management Committee meeting minutes.
- GDPR and Freedom of Information – Committee discussed retraction of sensitive information from published documents and the impact FOI will have on CHA.

- Committee considered the 2019/2020 Stakeholder Communication Plan and approved it without any changes.
- The Management Team agreed to implement the approved stakeholder communication plan and will provide progress reports to the Management Committee at six monthly intervals.

11. Governance

11.4 Membership Register Review

The Chairperson asked Committee if Agenda item 11.4 could be discussed before they moved onto agenda item 11.1. Committee agreed.

The Chairperson asked the CSA to introduce the report to Committee. The CSA advised Committee she had nothing further to add to the report.

- Committee agreed that there was enough information presented for them to consider the applications for membership.
- Committee granted membership of CHA to [REDACTED], [REDACTED] and [REDACTED].

11.1 Committee Succession Planning

The Chairperson presented the report to Committee. She advised that Maggie Botham had expressed an interest in succeeding to the position to Vice Chair with the intention of standing as Chairperson in 2021. The Chairperson asked other Committee members who wish to be considered for the position of Vice Chair to contact the CEO. She advised that Committee can consider Committee Members' candidacy for the position of Vice-Chair at the meeting scheduled to take place on Wednesday 24 April 2019.

The Chair told Committee that she, along with Susanne Crayton, Mary Clarke and Susan Campbell from EVH formed a panel to meet with four candidates for the 3 Management Committee vacancies. She gave Committee a summary of the candidates' skills and knowledge. She advised that it is the panel's recommendation that Brian McNally, Hazel Galbraith and Ruth McElhinney be appointed to the Management Committee. Committee discussed:

- The candidates' skills and knowledge – it was agreed that the CEO would send the candidates' biography to Management Committee members following the meeting.

- Committee noted Gillian Callaghan's resignation as Vice-Chair and Management Committee member.
- Committee agreed that Committee Members interested in standing as Vice-Chair should advise the CEO.
- Committee agreed to consider candidates for Vice-Chair at the meeting scheduled for 24 April 2019.
- Committee accepted the recommendation of the recruitment panel and appointed the following people to fill three casual vacancies on the Management Committee: Brian McNally, Hazel Galbraith and Ruth McElhinney.

11.2 Committee Training Summary

The Chairperson asked the CEO to present the report to Committee. The CEO highlighted some of the key points of the report to Committee and asked Committee for their views on the training that had already taken place. Committee discussed:

- The usefulness of previous training sessions – Committee agreed that the two most recent training sessions they had attended had been helpful and worthwhile.
- Individual learning statements – Committee agreed that the Individual Learning Statements were a great source of information which help with the appraisal process.

- Committee noted the content of the report.
- Committee agreed on the relevance and usefulness of the Governance Self-Assessment Workshop, held on 16 Jan 19 and the Preparing for Appraisal Workshop, held on 6 March 2019.
- Committee agreed that dates for relevant planned training activities are noted in their diaries.
- Committee agreed to contact the CEO with suitable dates for Induction sessions 4 and 5.
- Committee agreed that members update their individual learning statements to reflect training activity they have undertaken.
- Committee agreed that members review their individual learning statements to identify any further training they require.

11.3 Annual Report on Disclosure of Interest

The Chairperson asked the CEO to introduce the report to Committee. The CEO told Committee that the format of the register had been updated as per appendix 1 & 2. He advised that the register would be reviewed by the Chairperson before each Committee meeting to assist in identifying and managing actual and perceived conflicts of interest. He reminded Committee members of their duty to advise CHA of any new personal interests as they arise and to declare any conflicts of interest under the relevant standing agenda item. Committee discussed:

- The format of the register – Committee agreed that the new format was easy to read.

- Committee reviewed the declared conflicts of interest and disclosure of interest registers and agreed that CHA's approach met the standards of conduct and probity, and openness and transparency required by the Disclosure of Interest Policy and the Code of Conduct.

12 Staff

12.1 Staff Salary Review – EVH Ballot

The CEO, DCE, FM CSA, Mary Clarke and David Robb left the meeting at 18:44

Following discussion, Committee agreed to vote in favour of the recommendation from EVH on Salaries for 2019 – 2021.

The CEO, DCE, FM, Mary Clark and David Robb returned to the meeting at 18:48.

Committee instructed the CEO to return the Employers' Ballot Paper to EVH indicating agreement to the proposed three-year deal.

12.2 Confidential Staffing Report

The Chairperson asked the DCE to introduce the report to Committee. Committee discussed:

- The business need for the proposed changes in job roles and job grades;
- The EVH report on the proposed changes;
- Committee noted errors in the DCE's report regarding National Insurance Contributions and concluded that the correct rates would be applied by CHA's payroll agent.

The Management Committee approved the following changes to the job roles of staff from 1 April 2019:

- a) That the current Corporate Services Assistant role be changed to Corporate Services Officer and that the grade for this post be changed from EVH Grade ■ to EVH Grade ■;
- b) That the current Customer Services Assistant role be changed to Corporate Services Assistant and that the grade for this post be changed from EVH Grade ■ to EVH Grade ■.

The CSA returned to the meeting 18:54

12.3 Staff attendance Report

The Chairperson asked the DCE to introduce the report to Committee. The DCE advised Committee that the year to date staff absence figure as at February 2019 was 2.1% - well below the target of 4%. Committee discussed:

- The staff attendance figures and commended staff for their effort.

- Committee noted the content of the report.

13. Corporate Scorecard

The Chairperson asked the CEO to introduce the report to Committee. The CEO gave Committee an overview of the report. He highlighted that Committee member attendance at Management Committee meetings had improved. Committee discussed:

- Individual attendance registers – Committee questioned if the Individual attendance register, issued monthly, was necessary. After discussion it was agreed that the register would be sent out once a year, before appraisals commenced, and would only contain information on the number & percentage of meetings attended and the dates of meetings they had not attended.

- Committee noted the content of the report.

14. Policy Reviews

14.1 Whistleblowing Policy

The Chairperson asked the CEO to introduce the report to Committee. The CEO advised Committee of the changes made to the policy and explained why this was necessary.

- Management Committee considered the revised Whistleblowing Policy and approved the final form.

14.2 Committee Appraisal Policy

The Chairperson invited the CEO to introduce the report to Committee. The CEO advised Committee of the purpose of the report and highlighted the main changes to the policy document. He gave emphasis to:

- i. Committee's decision not to have an office bearer attend appraisal meetings, it is now restricted to them attending their own appraisal meeting;
- ii. Committee members appraisal meetings will now be conducted by a consultant supporting the process;
- iii. Rule 37.6, the Chair will attend part of the appraisal of Management Committee members with continuous service in excess of 9 years, who are also seeking re-election at the next AGM.

- Committee considered and approved the revised Committee Appraisal Policy without making any further changes.

14.3 Standing Orders

The Chairperson requested that the CEO introduce the report to Committee. The CEO advised Committee of the purpose of the report, the changes made and why the changes were made. He stated that he will present a quarterly report to Committee on the exercise of delegated authority in order to provide assurance that the scheme of delegated authority is being complied with. Committee discussed:

- Standing Orders Policy, Appendix 1, Page 19, section 2, The Functions of the Management Committee– It was agreed that Maggie Botham work with the CEO to revise this section and report back to Committee;
- Standing Orders Policy, Appendix 1, Page 21, section 7, Observers – Committee discussed the definition of 'other interested parties' that could include service users and other stakeholders.

- Committee considered the revised Standing Orders and approved them.

14.4 Treasury Management Policy

The Chairperson asked the FM to introduce the report to Committee. The FM advised Committee of the purpose of the report and asked Committee for their views on the policy. Committee discussed:

- The content of the policy – Committee agreed that it was a good and robust policy.

- Treasury Management Policy, page 13, Investment Strategy, point 7.3. After discussion Committee agreed to change the wording of this section to *'Professional advice from a suitably qualified external advisor may be sought to introduce procedures for investing cash balances in excess of an agreed working capital balance. This section of the policy will be updated in due course'*

- Committee read and considered the effectiveness of the revised Treasury Management Policy.
- Committee made suggestions to the revised Treasury Management Policy.
- Management Committee agreed the changes to be made to the revised Treasury Management Policy.
- Committee approved the Treasury Management Policy subject to the agreed changes being made.

15. A.O.C.B

1) Committee Appraisals - The CEO advised Committee that he had sent them a link to the online appraisal self-assessment form. He advised to contact the CSA if a printed copy of the form was required. Committee were made aware that the deadline for the completed forms was 10 April 2019 at 14:00.

Committee asked about access to past Management Committee papers. The CEO advised that access to previous Management Committee papers will be given via the new website portal. He told Committee that he will send them an email with access instructions to the portal but if hard or electronic copies of the papers are required to contact the CSA.

2) Future Development Services Options – The CEO told Committee that he had appointed Mulholland Housing Consultancy Ltd to carry out a study into the resource options available to CHA if they were to consider new housing development projects. The CEO advised that John Mulholland from Mulholland Housing Consultancy Ltd, would attend the Committee meeting, scheduled to take place on the 12th June 2019, to present his findings.

3) Community Hub & New Office – The CEO asked Committee to bring suggestions on who they would like to see open the Community Hub & New Office to the next meeting. The CEO said that ideally the person would be someone who would be of interest to tenants, residents and the press.

The Chairperson thanked everyone for attending.

The meeting ended at 7.50pm