

CLYDESDALE HOUSING ASSOCIATION LIMITED

Minute of the Management Committee meeting held in the Association office at 39 North Vennel, Lanark and via Video Conferencing on Wednesday the 28th September 2022 at 18:00

Present: Maggie Botham, Chairperson
Pauline Sandford
Carmena Nixon
Agne Zasinaite, Secretary
Brian McInally
Brian Moore
Hazel Galbraith
Lesley McDonald
Ruth McElhinney
Susanne Crayton

A quorum was achieved.

In Attendance: The Chief Executive (CEO)
The Depute Chief Executive (DCE)
Finance Manager (FM)
Housing Manager (HM)
Anne Robertson, Consultant
Elizabeth Miller, Corporate Services Officer (CSO) minute

The Chairperson welcomed Anne Robertson to the meeting.

1. Appointment of Office Bearers & Authorised Signatories

The CEO welcomed everyone to the meeting and advised that they would chair the meeting until the appointment of the Chairperson.

Appointment of Chairperson

The CEO asked Committee for nominations for the position of Chairperson. Pauline Sandford proposed Maggie Botham be appointed to the position of Chairperson. This was seconded by Hazel Galbraith. There were no other interests noted.

- In accordance with the Association's Standing Orders, Management Committee appointed Maggie Botham as Chairperson for the next 12-month period.

Appointment of Vice Chairperson

The Chair asked Committee for nominations for the position of Vice Chairperson. Pauline Sandford proposed Hazel Galbraith for the position of Vice Chairperson. This was seconded by Susanne Crayton. There were no other interests noted.

- In accordance with the Association's Standing Orders, Management Committee appointed Hazel Galbraith as Vice Chairperson for the next 12-month period.

Appointment of Secretary

The Chairperson told Committee that Carmena Nixon's term as Secretary has now ended. The Chairperson asked Committee for nominations for the position of Secretary. Pauline Sandford proposed Agne Zasinate for the position of Secretary. This was seconded by Hazel Galbraith. There were no other interests noted.

- In accordance with the Association's Standing Orders, Management Committee appointed Agne Zasinate as Secretary for the next 12-month period.

Appointment of Treasurer

The Chairperson asked Committee for nominations for the position of Treasurer. The CEO advised that John Malone noted their interest in the position of Treasurer. This was supported by Susanne Crayton and seconded by Hazel Galbraith. There were no other interests noted.

- In accordance with the Association's Standing Orders, Management Committee appointed John Malone as Treasurer for the next 12-month period.

Authorised Signatories

The Chairperson advised that due to appointment of new Office Bearers, Committee were being asked to review the schedule of Authorised Signatories and agree a final format for the inclusion in the Standing Orders.

- The FM advised that she will bring a report and the bank mandate form to the Committee meeting, scheduled to take place on Wednesday the 26th October 2022, for the authorised signatories to sign.

2. Apologies

Apologies were received from Gillian Anderson, Jacqueline McCutcheon, John Malone, Ken Greenshields and Ross Gowland.

The Chairperson made Committee aware that Carmena Nixon had resigned their position as a Committee member. The Chairperson thanked Carmena for their contribution to Committee and the Association.

The CEO advised Committee that a report would be brought to the next Committee meeting, scheduled to take place on Wednesday the 26th October 2022, to discuss the recruitment vacancy processes and agree recruitment priorities based on a self-assessment of the skills, knowledge, diversity and objectivity that Committee needs for its decision-making.

3. Previous Meeting Minutes & Matters Arising

The minute of the Committee meeting held on the 31st August 2022 was checked for accuracy and was approved by the Management Committee. There were no matters arising.

4. Conflicts of Interest

There were no conflicts of interests noted.

5. Notifiable Events

The Chairperson asked the CEO to present the report. The CEO gave Committee an overview of the report and advised they had no further updates to report.

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| i) Committee considered the report and agreed that the actions of the Association have been satisfactory in relation to Notifiable Events. |
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6. Actions from Previous Meetings

The Chairperson asked the CEO to present the report to Committee. The CEO gave Committee an overview of the report and advised they had no updates to add. Committee discussed:

- Market Road, Biggar decision to suspend project until 2023/24 due to macro-economic factors. Committee asked how other RSL's are reacting to new build developments given the current economic environment – The CEO gave Committee a summary of discussions they had had with Senior Officers of other RSL's and their recent decisions to step back from new build projects because of the increased risk at this time.

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| i) Committee considered the Actions from Previous Meetings Report and agreed progress is satisfactory. |
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11. Equality & Diversity Framework Overview

The Chairperson asked Anne Robertson (Consultant) to present the report to Committee. The Consultant set out the Associations strategic approach to managing Equality and Diversity. They gave Committee details of the four main aspects of the Association's Equality and Diversity Framework:

- Equalities Monitoring Statement – They advised that the Statement provides equalities data held by the Association and an analysis of the Association's interests including the wider local area. The document contains the Association's

Equality Monitoring template(s) and confirms the Association's approach to the collation of data for useful purposes in an unobtrusive manner.

- Equality and Diversity Policy – The Consultant told Committee that the Association's policy showed commitment to delivering all of the Association's services and managing its people in a fair and transparent way which meets the terms of the Equality Act 2010.
- Equality Action Plan – The Consultant told Committee that by setting out all the action points in the plan it gives details of the tasks required, the tasks required are identified and allocated to the relevant staff member and timescales for completion are set.
- Equality Impact Plan – The Consultant advised Committee that the Association's approach to completing and reviewing Equality Impact Assessments. Committee were told that the document contains the Association's Equality Impact Assessment template, a list of the policies which the Association will assess and the rationale for including or not including individual policies in the Equality Impact Assessment process.

The Consultant gave Committee an overview of the Framework timetable and identified a timeframe for completing and reviewing assessments. Committee discussed:

- The Framework – Committee discussed and agreed that this was a good approach to take.
- Equalities Monitoring Statement – It was agreed that the objective language in the statement would be updated.
- Where information will be stored – The DCE made Committee aware of where the information gathered will be stored.
- Human Rights Act 1998 – The Consultant made Committee aware that the Act can be used only against a public body, therefore as the Association is perceived as a public body, they are subject to the Act.

The Chairperson thanked the Consultant for attending the meeting. The Consultant left the meeting at 18:31.

7. Health & Safety Update

The Chairperson asked the CEO to present the report. The CEO told Committee that they had nothing further to add to the report. Committee discussed:

- Office legionella testing – Committee were advised that the delay in carrying out the office test was due to a supply chain issue with the legionella testing kits.

i) Committee considered the Health & Safety Update Report and agreed progress was satisfactory.

8. Governance Issues

8.1 Standing Orders Review

The Chairperson asked the CEO to present the report. The CEO gave Committee details of the report content and advised they had no further updates to add.

- i) Committee considered the revised Standing Orders and Appendices, and approve a final form for adoption without amendments.

8.2 Sub-Committee Membership

The Chairperson asked the CEO to present the report. The CEO told Committee that as per their guidance the Audit & Risk and Staffing Sub-Committees were established and that both the Sub-Committee's received delegated authority for particular defined activities in specified areas. The CEO gave details of the membership of both Sub-Committees and asked if any members of the Sub-Committees wished to step down or if any members wished to join the Sub-Committees. Committee discussed:

- Membership of the Sub-Committees – After discussion it was agreed that the Sub-Committee membership would not change.

- i) Committee agreed the membership of the Audit & Risk Sub-Committee as follows:
- John Malone (current Sub-Committee Chair)
 - Susanne Crayton
 - Lesley McDonald
 - Brian McNally
 - Brian Moore
 - Pauline Sandford.
- ii) Committee agreed the membership of the Staffing Sub-Committee as follows:
- Jacqueline McCutcheon (current Sub-Committee Chair)
 - Maggie Botham
 - Susanne Crayton
 - Pauline Sandford
 - Agne Zasinaite.

8.3 Committee Training Update

The Chairperson asked the CSO to present the report. The CSO told Committee that the CEO, Chairperson and Vice Chairperson held a meeting on the 28th September 2022 to discuss both individual and collective Committee training. They were advised a report would be taken to the next Management Committee meeting, scheduled to take place on Wednesday the 26th October 2022, to discuss the meeting outcomes.

- i) Committee considered and agreed that progress made against Governance Standard 6 was satisfactory.
- ii) Committee members agreed update their ILSs to reflect training activity they have undertaken.
- ii) Committee members agreed to review their ILSs and identify any further training required.

8.4 Exercise of Delegated Authority

The Chairperson asked the CEO to present the report. The CEO gave Committee details of the report content and advised they had no further updates to add.

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| <ul style="list-style-type: none">i) Committee considered the report and the attached Appendix that detailed the levels of adherence to the Scheme of Delegated Authority contained in CHA's Standing Orders.ii) Committee agreed the reported level of compliance against the Scheme of Delegated Authority was satisfactory. |
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8.5 Annual Returns: OSCR & FCA

The Chairperson invited the CEO to present the report. The CEO gave Committee details the completed 2022 Annual Returns to OSCR and the FCA.

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| <ul style="list-style-type: none">i) Committee noted the content of the report and the attached 2022 Annual Returns to OSCR and the FCA.ii) Committee approved the submission of the attached 2022 Annual Returns to OSCR and the FCA. |
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The Chairperson announced a comfort break at 18:40 and asked attendees to return at 18:45

9. Strategy

9.1 2022/2025 Business Plan Progress

The Chairperson asked the CEO to present the report to Committee. The CEO gave Committee an overview of the report and added that they had no further updates to the report.

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| <ul style="list-style-type: none">i) Committee considered the progress made against each Strategic Objective from the 2022/25 Business Plan and agreed this was satisfactory.ii) Committee Members agreed to participate in the Business Plan Review Event scheduled for Saturday 1 October 2022 and instruct the CEO on appropriate changes to the 2022/25 Business Plan thereafter. |
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9.2 Proposed Government Enforced Rent Freeze

The Chairperson asked the CEO to present the report to Committee. The CEO gave Committee a detailed overview of the report. They highlighted to Committee:

- the work carried out by the Management Team on revising CHA's long-term cashflow projections in order to analyse the effect a rent freeze/rent cap will have on the Association's short and long-term ability to deliver good outcomes for tenants.
- The issues discussed at the Scottish Federation of Housing Associations (SFHA) video conference with CEOs on Thursday 8 September 2022
- National lobbying of Scottish Government Ministers
- Local lobbying of MSP's
- Outcomes of the meeting held on Thursday 22 September 2022 with RSLs with housing stock within the Lanarkshire area.

The CEO asked Committee to postpone discussion on this item as a detailed report would be presented by the Management Team to Management Committee and staff at the Business planning event being held on Saturday the 1st October 2022.

- i) Committee considered the report and provided direction to the CEO and Management Team on how to proceed on:
- CHA's policy position regarding the proposed enforced rent freeze – Committee agreed that CHA should oppose any proposed rent freeze.
 - CHA's contribution/role in lobbying of the Scottish Government at a sector level – Committee agreed to the CEO and Chairperson's role in lobbying of the Scottish Government at a sector level
 - Possible lobbying of local MSPs by CHA – Committee agreed to the CEO and Chairperson lobbying of local MSPs.

9.3 Risk Management Report

The Chairperson invited the CEO to present the report to Committee. The CEO gave Committee an overview of the report and advised they had nothing further to add. Committee discussed:

- Strategic risk map, Private Finance Regime for New Build Housing could affect CHA's ability to develop new housing – The CEO advised that due to the rent freeze situation and the work carried out by the Management Team the risk map was not fully reviewed. They advised that this would be carried out in the near future.

- i) Committee considered the report and the risk management documents and agreed that CHA's arrangements for risk management are acceptable.

9.4 Draft Digital Strategy

The Chairperson asked the CEO to present the report to Committee. The CEO gave Committee an overview of the report. They made Committee aware that the strategy was prepared before the rent freeze news was announced which could mean that they may face challenges resourcing the implementation of the strategy action plan.

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| <ul style="list-style-type: none">i) Committee approved the Digital Strategy as presented.ii) Committee agreed that progress against the Action Plan should be presented to them at 6 monthly intervals. |
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10. SHAPS Actuarial Valuation

The Chairperson asked the FM to present the report to Committee. The FM told Committee that the report gave them details of the outcome of the 2021 Actuarial Valuation of the SHAPS pension scheme. They made Committee aware of the report from SHAPS titled "Summary of the 2021 actuarial valuation results" which can be accessed on the secure area of the website

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| <ul style="list-style-type: none">i) Committee noted the Content of the report. |
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12. Tenant Satisfaction Survey Update

The Chairperson invited the DCE to present the report in the TSM absence. The DCE gave Committee a summary of the report and updated Committee on the meeting they had with a Director from Research Resource.

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| <ul style="list-style-type: none">i) Committee noted the content of the report and agreed progress to date was satisfactory |
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13. Policy Reviews Requiring no changes

The Chairperson asked the Management Team members to present the report. The CEO told Committee the policies listed in the report were all comprehensively reviewed three or more years ago. Following a check of relevant legislation, regulatory requirements and good practice it was concluded that no material changes were required to any of them apart from some formatting amendments.

The CEO told Committee that the Risk Management policy required a more comprehensive review. They made Committee aware that due to competing priorities they were looking for Committee's approval to delay the review of this Policy until the 7th December 2022.

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| <ul style="list-style-type: none">i) Committee extended the scheduled review date for the policies listed in section 1 of the report (Performance Management, Execution of Important Documents and Seal, Whistleblowing, Health & Safety Statement, Notifiable Events, Value for Money, Fraud & Corruption, Ant-Bribery, Personal Relationships at Work, Internal Audit, Privacy Policy and Learning & Development Policy) to 2025, on the understanding that an earlier policy review will take place should any relevant changes to legislation, regulatory requirements or good practice occur before then. |
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| ii) Committee extended the Risk Management Policy review date to 7 December 2022. |
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14. Policy Reviews

14.1 Unacceptable Behaviour by Customers

The Chairperson asked the DCE to present the report to Committee. The DCE told Committee that the Scottish Public Services Ombudsman (SPSO) had implemented a new Unacceptable Behaviour Policy called an Engagement Policy. They advised this supersedes their Unacceptable Behaviour Policy which was adopted by the Association and that the new policy was more comprehensive than the original and it had been amended to make it relevant to the Association. It was proposed that the Association retain the title Unacceptable Behaviour Policy to avoid any confusion with our Tenant Participation Strategy. Committee discussed:

- Complaints made against the CEO – The CEO advised that there are procedures in place to deal with any complaints made against them.
- Complaints procedure in place – The DCE made Committee aware of the 2 stage Complaints procedure in place. The HM made Committee aware of the Draft Risk Marker procedure that Staff are currently reviewing.
- Notifying tenants – The DCE advised that the policy would be rolled out to staff then the policy details would be publicised in the Association's newsletters and Social Media pages.

14.2 Management Committee Expenses Policy

The Chairperson asked the CEO to present the report to Committee. The CEO told Committee that they had no further updates to make to the report or the Policy.

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| i) Committee considered the updated Unacceptable Behaviour Policy and the Committee Expenses Policy and approved the final form of each without amendment |
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15. AOCB

There was no AOCB to discuss.

The Chairperson thanked everyone for attending and the meeting ended at 19:50.