

CLYDESDALE HOUSING ASSOCIATION LIMITED

Minute of the Management Committee meeting held via Video Conferencing on Wednesday 29th March 2023 at 18:00

Present: Maggie Botham, Chairperson
Agne Zasinaite, Secretary (from 18.25)
John Malone, Treasurer (attended remotely)
Brian McNally
Jacqueline McCutcheon
Lesley McDonald
Pauline Sandford
Ross Gowland (from 18.05)
Ruth McElhinney
Susanne Crayton

A quorum was achieved.

In Attendance: The Chief Executive (CEO)
The Interim Depute Chief Executive (IDCE)
Finance Manager (FM)
Elizabeth Miller, Corporate Services Officer (CSO) minute
Sharon Egan, Observer
John Lockhart, Observer

1. Apologies & Introductions

The Chairperson welcomed everyone to the meeting and introduced John Lockhart and Sharon Egan as candidates seeking to join the Management Committee. Both candidates spoke briefly to Committee covering their knowledge, skills and reasons for wishing to join the Management Committee.

Apologies were received from Gillian Anderson, Ken Greenshields & Hazel Galbraith.

Ross Gowland joined the meeting at 18:05.

2. Previous Meeting Minutes & Matters Arising

The minute of the Committee meeting held on the 22nd February 2023 was checked for accuracy and accepted as a true record,

As per section 62 of the Association's rules, the Chairperson authorised the CSO to insert their electronic signature as conclusive evidence that the minute of the meeting held on the 22nd February 2023 are a true record of the proceedings at that meeting.

There were no matters arising.

3. Conflicts of Interest

There were no Conflicts of Interests noted.

4. Notifiable Events

The Chairperson asked the CEO to present the report. The CEO told Committee that the purpose of this report was to advise them of active Notifiable Events lodged with the Scottish Housing Regulator. The CEO advised that the Association currently has no active Notifiable Events lodged with the SHR. They also made Committee aware that the SHR will publish the Association's Engagement Plan for 2023/24 on 31 March 2023. They advised the Association meets the regulatory requirements including the Standards of Governance and Financial Management.

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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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5. Actions from Previous Meetings

The Chairperson asked the CEO to present the report to Committee. The CEO told Committee that the purpose of the report was to ensure that items identified for action at Management Committee and Audit Sub-Committee meetings are a) followed up on, and b) reported to Committee to confirm the follow up.

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

- Page 1, Committee to identify subjects for study visits to other RSLs – After discussion it was agreed to remove this item from the actions from previous meetings list, but to keep considering possibilities for study visits.

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| i) Committee considered the Actions from Previous Meetings Report and agreed progress was satisfactory. |
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6. Health & Safety Update

The Chairperson asked the CEO to present the report to Committee. The CEO told Committee that the purpose of this report was to update them on the Association's systems of internal control, covering risks relating to the office and staff health and safety. Committee discussed:

- The email exchange between the CEO and Committee Member, Pauline Sandford regarding some questions raised following the 16 February 2023 H&S training session for Committee Members – Committee agreed that the answers to the questions raised showed the Association's activity on Health & Safety management was satisfactory.
- Office legionella testing – It was noted that the Association carry out monthly legionella checks in house and a laboratory check annually.

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| i) Committee considered the Health & Safety Update Report and agreed progress was satisfactory. |
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Agne Zasinaite joined the meeting at 18:25.

7. Annual Insurance Renewal

The Chairperson asked the FM to present the report to Committee. The FM made Committee aware that the Association's current insurance policies expire on 31 March 2023. They advised that the purpose of the report was to give details of the quotations received from our insurance broker, Marsh, for the period 1 April 2023 to 31 March 2024. Committee discussed:

- Rising insurance costs.
- Claims history.
- Discussion that took place between the FM and external consultants regarding procurement regulations.
- Discussion that took place between the FM and external consultants regarding the insurance market.

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| <p>i) Committee agreed to accept the terms offered by Protector Forsikring ASA for the Property Owners Combined Policy (inc. Terrorism cover) until 31 March 2024.</p> <p>ii) Committee agreed to accept the new two-year Long-Term Agreement on the Property Owners Combined Policy (until 31 March 2026) subject to the proper execution of Reg 72 of the Public Contracts Regulations 2015.</p> <p>iii) Committee agreed to accept the rate guarantee on the Property Owners Combined Policy if the Long-Term Agreement until 31 March 2026 is accepted.</p> <p>iv) Committee agreed to accept the terms offered by AIG Europe for the Excess Liability Policy for the period to 31 March 2024.</p> <p>v) Committee agreed to accept the terms offered by Allianz Insurance for the Computer Policy (inc. Terrorism cover) for the period to 31 March 2024.</p> <p>vi) Committee agreed to accept the two-year Long-Term Agreement (until 31 March 2026) offered by Allianz for the Computer Policy (inc. Terrorism cover) subject to the proper execution of Reg 72 of the Public Contracts Regulations 2015.</p> <p>vii) Committee agreed to accept the terms offered by Allianz Insurance for the Contractors All Risks Policy (inc. Terrorism cover) for the period to 31 March 2024.</p> <p>viii) Committee agreed to accept the two-year Long-Term Agreement (until 31 March 2026) offered by Allianz for the Contractors All Risks Policy subject to the proper execution of Reg 72 of the Public Contracts Regulations 2015.</p> <p>ix) Committee agreed to accept the terms offered by Markel UK Ltd for the Professional Indemnity Policy for the period to 31 March 2024.</p> <p>x) Committee agreed to accept the terms offered by Cfc Underwriting Limited for Directors & Officers/Entity Defence Liability/Crime for the period to 31 March 2024.</p> <p>xi) Committee agreed to accept the terms offered by Cfc Underwriting Limited for the Crime & Cyber Crime Policy for the period to 31 March 2024.</p> |
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- xii) Committee agreed to accept the terms offered by Chubb European Group SE for the Group Personal Accident policy for the period to 31 March 2024.
- xiii) Committee agreed to accept the terms offered by Markel Legal Expenses Insurance for the Legal Expenses policy for the period to 31 March 2024.
- xiv) Committee agree to pay the broker fee to Marsh.
- xv) Committee agreed to delegate authority to the Finance Manager to renew the insurance portfolio for the period 1 April 2023 to 31 March 2024.
- xvi) Committee agreed to delegate authority to the Finance Manager to put the necessary measures in place in conjunction with Dougie Gold and TC Young in terms of Reg 72 of the Public Contracts Regulations 2015 to allow the Long-Term Agreement to be extended to 31 March 2026 and to report back to Management Committee on 26 April 2023.

8. Strategy

8.1 Business Plan Update

The Chairperson asked the CEO to present the report. The CEO told Committee that the purpose of the report was to give details on the progress made against the Strategic Objectives contained in the 2022/25 Business Plan. The CEO detailed the progress made as specified in Appendix 1 of the report. Committee discussed:

- Procuring housing management software, Committee examined:
 - the Associations' current provider.
 - cost increases and whether this represented value for money.
 - what the Association needs from a housing management system and the current systems limitations.
 - other products on the market.
 - current providers terms and conditions.
 - The process to procure a new system.

- i) Committee considered the progress made against each Strategic Objective from the 2022/25 Business Plan and agreed that progress was satisfactory.

8.2 Risk Management Report

The Chairperson invited the CEO to present the report to Committee. The CEO advised Committee that the purpose of the report was to give details of the active Risks on the Risk Register. Committee discussed:

- Strategic Risk Map, 20, 2023/24 Enforced Rent Freeze/Cap – After discussion Committee agreed to remove this from the risk map.
- Operational Risk Map, 15, Income reduction due to economic downturn – The CEO told Committee of the processes the Housing Management Team employ to help tenants facing financial hardship and the success they have had to date. They advised that they will continue to be vigilant in this area.
- Strategic Risk Map, 6, Private finance regime for new build housing – The CEO explained the process of securing both grant and private funding should the Association look to build new properties and the financial risks involved.

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

9.1 2023/24 Internal Audit Plan

The Chairperson invited the CEO to present the report to Committee. The CEO told Committee that the report was a referral from the Audit & Risk Sub-Committee regarding the 2023/2024 Internal Audit Plan.

The CEO advised that he Audit & Risk Sub-Committee were satisfied that the 2023/2024 Internal Audit Plan addresses necessary areas of risk and will provide useful additional external assurance to the Governing Body in the ongoing assessment of CHA's compliance.

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| i) Committee noted the report and the 2023/2024 Internal Audit Plan. |
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9.2 2023 Regulatory Requirements Assessment

The Chairperson invited the CEO to present the report to Committee. The CEO told Committee that the purpose of the report was to provide the Committee with an update on CHA's position in relation to Regulatory compliance and recommendations from the Audit & Risk Sub-Committee. The CEO gave details on the report content and the work being carried out by the Management Team. Committee discussed:

- The work being carried out by Mulholland Consultancy – the CEO advised that it is proposed that Mulholland Housing Consultancy attend all Audit & Risk Sub-Committee meetings in the lead up to Management Committee considering the AAS in October 2023 – this will provide additional external assurance that the assessments carried out by the Management Team are robust.

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| i) Committee considered and agreed with the Audit & Risk Sub-Committee's recommendation to approve these proposals for the 2023/2024 self-assessment against Regulatory Requirements. |
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9.3 Committee Succession Planning

The Chairperson told Committee that the purpose of the report was to give an update on Committee Membership and Recruitment in the past year. They gave an overview of the report and reminded Committee that they should consider their interest in succeeding to any of the Office Bearer roles and discuss this at the forthcoming annual one-to-one meetings.

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| i) Committee considered the report and agreed that Clydesdale Housing Association's succession planning arrangements are satisfactory. |
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9.4 Committee Individual Review Meetings

The Chairperson told Committee that the purpose of the report was to remind Committee that the annual one-to-one meetings are scheduled to take place over

Tuesday 4 and Wednesday 5 April 23. They asked that anyone not able to attend on the dates and times provided should contact them as soon as possible to rearrange.

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| i) Committee noted the important dates, and agreed to meet necessary deadlines and participate in Individual Review meetings as planned. |
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9.5 Committee Training

The Chairperson invited the CSO to present the report to Committee. The CSO told Committee that the purpose of the report is to provide Management Committee with a summary of training events that had taken place in 2022-2023 based on the recommendations that arise from their one-to-one meetings.

The CSO apologised for the unexpected cancellation of the Questions you should be asking: Equalities & Human Rights training that was due to take place on Wednesday the 8th March 23. They advised that a CX Feedback survey would be sent to all Committee Members to rearrange another date for the training to take place.

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

9.6 Annual Report on Disclosure of Interests

The Chairperson invited the CSO to present the report to Committee. The CSO told Committee that the purpose of the report is to provide an annual update on the Association's performance against Section 2 of the Entitlements, Payments, and Benefits Policy, Managing Your Interests. The CSO advised they had no further updates to the report.

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| i) Committee agreed that the Association's performance against the Disclosure of Interests Policy is satisfactory and evidence enough for assurance purposes. |
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9.7 Membership Applications

The Chairperson invited the CSO to present the report to Committee. The CSO told Committee that the purpose of the report is to provide details of removals from the Membership Register and give details of those wishing to become Members of the Association. The CSO advised they had received two further applications for membership from Sharon Egan and John Lockhart.

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| i) Committee considered and agreed to the three new applications for membership from [REDACTED] Sharon Egan and John Lockhart. |
| ii) Committee considered and agreed to cancel Mr Barrie's share and record the ending of their memberships in the Register of Members. |

9.8 Internal Financial Control Policy Update

The Chairperson invited the FM to present the report to Committee. The FM told Committee that the purpose of the report was to gain approval to amend the Internal Financial Control Policy, as approved by Management Committee on 7 December 2022 (the Policy can be found on the secure area of the Association's website), to update job titles following the retirement of the Depute Chief Executive. The FM told Committee they had nothing further to add to the report.

- i) Committee considered the proposed changes to the Internal Financial Control Policy and approved the revised Policy without changes being made.

The Chairperson announced a comfort break at 19:06.

The meeting resumed at 19:16

10. Tenancy Sustainment

10.1 Tenancy Sustainment Strategy

10.2 Tenancy Sustainment Policy

In the absence of the HM, the Chairperson asked the CEO to present the reports to Committee. The CEO advised that the purpose of the report is to share with committee, the draft of the Associations first Tenancy Sustainment Strategy fulfilling one of our organisational business objectives to 'Develop a Tenancy Sustainment Strategy' and to present the revised Tenancy Sustainment Policy.

The CEO gave Committee an overview of the strategy and policy and gave details of the work carried out by the Housing Management and Technical Services Teams in minimising tenancy breakdown, preventing homelessness and promoting stable and sustainable communities. Committee discussed:

- Tenancy Strategy, page 4, Partnership Working and Collaboration – The CEO advised that he would notify the HM of potential partnership working with a local charity.
- Tenancy Sustainment Policy, page 7, failed tenancies – Committee discussed the common reasons why tenancies fail. The CEO gave Committee details of the local information supplied to new tenants before they sign missives.

- i) Committee considered the report and agreed the Strategy is satisfactory, and HM can now implement strategy as detailed.
- ii) Committee considered the updated Tenancy Sustainment Policy, and approved without changes being made.

11. Staff Attendance Report

The Chairperson invited the CEO to present the report to Committee. The CEO told Committee that the purpose of the report is to provide Committee with information relating to staff attendance. The Association is also required to report on the % of days lost through absence in the Annual Return on the Charter (ARC). Committee discussed:

- Covid provisions – The CEO advised that there are currently no Covid rules or restrictions in Scotland however, the Association will continue to take guidance on things we can all do to stay well and protect others, like: staying at home if you have symptoms etc.

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| i) | Committee considered the report and agreed no additional information was required. |
| ii) | Committee approved the retention of the 2.5% absence target of 2.5% for the year 2023/2024. |

12. Bad Debt Write -Off

In the absence of the HM the Chairperson asked the CEO to present the report. The CEO noted that the purpose of this report is to provide Committee with information to consider writing off former tenant debt which is deemed irrecoverable. Committee discussed:

- Costs for tracing former tenants with arrears.
- Former tenants re-applying for housing.

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| i) | Committee considered and agreed that there was sufficient information to approve the bad debt write off. |
| ii) | Committee were satisfied with the information provided and approved the bad debt write off. |

13. Annual Customer Complaints Summary

In the absence of the HM the Chairperson asked the CEO to present the report. The CEO told Committee that the purpose of this report is to provide them with an overview of the service delivery complaints and compliments received for this reporting year. Committee discussed:

- The number of complaints upheld - The CEO told Committee that upholding a complaint is a strong indicator that the Association is dealing with customer complaints objectively. They commented that it is their experience that staff listen to what tenants and other stakeholders say and by listening they are setting the right example and learning how to improve on the services provided.
- Compliments received – The CEO told Committee that recording compliments is an area that the team need to improve on.

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| i) | Committee considered and noted the breakdown of the service delivery complaints and compliments for the reporting period. |
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14. A.O.C.B.

- a) The Chair told Committee of the Chair Network event taking place on the 25 April 2023 on how to Lobby your MSP. They advised that they were unable to attend but should anyone else wish to attend to contact the CSO who would make the necessary arrangements.
- b) Committee thanked staff for their hard work in organising the Hub opening event. They agreed that the event was a success.
- c) Stock Tour – The CEO advised he would send the itinerary to Committee

The Chair thanked Sharon Egan and John Lockhart for their attendance at the meeting. They were then invited to leave the meeting in order that Committee could consider their candidacies.

Sharon Egan, John Lockhart and Eileen Wilson left the meeting at 19:40.

15. Committee Member Recruitment

The Chairperson and Pauline Sandford gave Committee details of the interviews that had taken place and an overview of the report from EVH.

Committee discussed the report and the interview observations and agreed to appoint Sharon Egan and John Lockhart to fill the two current casual vacancies.

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