



# MINUTES OF BRIDGEWATER HOUSING ASSOCIATION

## BOARD MEETING

Venue: HYBRID

Date: 24<sup>th</sup> May 2023

Time: 5.30pm

### Present:

John Paterson Vice Chair, Frank Bradley Board Member , Denise Love Board Member, Suzanne Austin Board Member, Ken Caldwell Co-optee and Jim O’Neil Co-optee.

### Attendance:

Andy Thomson, Chief Executive, Steven Ferrie, Head of Property Services, Angie Kennedy, Head of Finance, Scott Currie, Head of Corporate Services and Lesley Carr, Minute Secretary.

Alison Smith, Allanpark – Observer

Item	Details	Action
<b>1.</b>	<b>Welcome and Chairs remarks</b>	
	As the Chair gave his apologies, the Vice Chair agreed to chair this meeting on his behalf and welcomed everyone to the meeting and confirmed that members had received their papers on time.	
<b>2.</b>	<b>Apologies and Leave of Absence Request</b>	
	Apologies were received from Ken McIntosh, Alastair Morris, Heather Stirling, Aileen Naismith and Rab McNally.	
<b>2.1</b>	<b>Leave of Absence Request</b>	
	The CEO informed those present that due to personal circumstances, Heather Stirling, Secretary of the Association has requested a leave of absence. Heather is happy to continue with her secretary duties up until the AGM when a new Secretary can be appointed.	
	Leave of Absence request was <b>APPROVED</b> by those present as <b>PROPOSED</b> by John Paterson and <b>SECONDED</b> by Suzanne Austin.	
<b>3.</b>	<b>Declarations of Interest</b>	
	Members were invited to declare any interest in any of the items on the agenda, in terms of the Association’s published policy.	
<b>3.1</b>	There were no declarations of interest made by those present.	
<b>4.</b>	<b>Minute of the Board Meeting held on 12<sup>th</sup> April 2023</b>	

	Members were invited to consider the minute of the 12 <sup>th</sup> of April 2023.	
4.1	Members <b>APPROVED</b> the minutes as a correct record of the meeting as <b>PROPOSED</b> by Suzanne Austin and <b>SECONDED</b> by Denise Love.	
5.	<b>Matters Arising</b>	
	The CEO provided an update on the follow up on actions from previous meeting as detailed in the report appended to the minute.	
5.1	Members <b>NOTED</b> the update provided by the CEO. A separate report containing information in connection with current Notifiable Events will be presented for consideration.	
<b>MATTERS FOR APPROVAL</b>		
6.	<b>Annual Return on the Charter – presentation</b>	
	<p>Members were invited to consider a presentation by the CEO, the purpose of which was to provide members of the Board details contained within the 2022/2023 Annual Return on the Charter (ARC) submission to the Scottish Housing Regulator (SHR) and to seek approval for its submission.</p> <p>Members will be aware that the ARC is required to be submitted to the SHR by 31<sup>st</sup> May 2023. The return is appended to the presented report and has been internally verified by the Leadership Team, who are, as far as reasonably possible, confident of its accuracy.</p> <p>The CEO's presentation outlined the main areas of business which included managing rent, managing estates/neighbourhood, repairs and maintenance, complaints and customer satisfaction.</p> <p>A member asked for the reason behind the rise in rent arrears, the CEO explained that this is partly due to the cost of living rise, although there are also resource issues within the Housing Management Team and he is hoping that the changes to the staff structure will enable the HO's more time to concentrate on rent arrears.</p> <p>A member asked if the complaints received regarding the factoring service was in relation to the costs or about the service provided. The CEO explained that the complaints are about both of these issues which are being addressed and we are looking to review the factoring service.</p> <p>A member commented that we have more common ground to maintain than other factors and more than most Housing Associations, which has a bigger burden on Erskine homeowners. There is also a lack of understanding by owners about the split of responsibility for landscaping between the Association and Renfrewshire Council.</p>	
6.1	Members <b>NOTED</b> the content of the presentation and raised no queries or concerns with the content of the ARC submission.	
6.2	Members <b>APPROVED</b> the 2021/22 Annual Return on the Charter for submission to the Scottish Housing Regulator by the deadline of 31 <sup>st</sup> May 2023.	
7.	<b>POLICIES</b>	

<b>7.1</b>	<b>Entitlements, Payments and Benefits</b>	
	<p>Members were invited to consider Entitlement, Payments and Benefits Policy presented by the HoCS, the purpose of which describes the entitlements, payments or benefits that our people are able to receive. The Policy also describes what is not permitted and the arrangements that we have in place to ensure that the requirements of this policy are observed.</p> <p>The HoCS explained that the Scottish Housing Regulator (SHR) requires us to have a policy that sets out what payments and benefits we permit and to ensure that these arrangements demonstrate transparency, honesty and propriety. We must ensure that there is no justifiable public perception of impropriety.</p> <p>As we are a Scottish Charity, all of our Board Members must also ensure that they comply with the Office of the Scottish Charity Regulator (OSCR) guidance to Charity Trustees and charity legislation.</p> <p>Both Staff and Board members are personally responsible for ensuring that they are familiar with and comply with the terms of this Policy.</p> <p>The HoCS explained that this policy was previously part of the Framework of Governance, and it has been removed and adopted as a separate policy and will be reviewed within the next couple of years.</p>	
<b>7.1.1</b>	Members <b>APPROVED</b> the Entitlements, Payments, and Benefits Policy.	
<b>7.2</b>	<b>Data Protection</b>	
	<p>Members were invited to consider the Data Protection Policy presented by the HoCS. This Policy was due for review as there were a few changes to legislation which have been incorporated at the beginning of the document.</p> <p>Bridgewater Housing Association will comply with its legal obligations and the data protection principles as outlined within the Policy document. In addition, Bridgewater Housing Association will comply with the 'Accountability Principle' that states that organisations are to be responsible for, and be able to demonstrate, compliance with the data protection principles.</p> <p>The HoCS reminded those present that the Association has an obligation to implement technical and organisational measures to demonstrate that data protection has been considered and integrated into its processing activities.</p>	
<b>7.2.1</b>	The Policy was <b>APPROVED</b> by those present as <b>PROPOSED</b> by Suzanne Austin and <b>SECONDED</b> by John Paterson.	
<b>MATTERS FOR CONSIDERATION, COMMENT AND NOTING</b>		
<b>8.</b>	<b>Office Move Update (verbal update)</b>	
	The HoCS provided those present with an update on the Office Move. The Lease for the new office has been signed and work has started within the space we will be moving into. The owners are insistent that the office will be ready on 1 <sup>st</sup> June, however, the work will not be completed by this date and we will not move in until it is complete, inspected and to our satisfaction.	

	<p>IT have arranged to move the server over the holiday weekend.</p> <p>The CEO has arranged to meet with the Head of Housing and Community Engagement and the Head of Property Services and a couple of other staff members to discuss how we start to communicate the office move with our Tenants and Owners and how we are going to accommodate appointments within the Office at Cullen Sheltered Housing.</p> <p>A member said that he is concerned over the cost of the dilapidations when we receive these from our current landlord. The CEO explained that we would need to pay dilapidations whenever and wherever we move to and we have included a realistic sum within the budget, which we are hoping will cover these costs but Board will be kept advised of progress.</p>	
<b>8.1</b>	Members <b>NOTED</b> the update provided.	
<b>9.</b>	<b>Quarterly Business Plan 2021-2023 Performance Update Q4</b>	
	<p>Members were invited to consider a report by the CEO, the purpose of which was to provide the Board with a summary update on performance through our Key Performance Indicator (KPI) dashboards, action plans, and details of our most recent risk mapping review.</p> <p>This report is issued quarterly to provide information on the Association’s strategic performance.</p> <p>The CEO updated that this will be the last update on the current business plan and we will be looking at a different way to present this information going forward, which will allow us to reduce the risks by separating these into operational and strategic risks, which will be presented to the respective sub committees.</p>	
<b>9.1</b>	Members <b>NOTED</b> the content of this report.	
<b>MATTERS FOR BRIEFING AND INFORMATION ONLY</b>		
<b>10.</b>	<b>CEO Report</b>	
	<p>Members were invited to consider a report by the CEO, the purpose of which was to advise the Board on a range of relevant issues currently being considered and to seek approval for matters as noted throughout the report where required.</p> <ul style="list-style-type: none"> <li>• Rent increase/factoring invoices.</li> <li>• Tenant safety - compliance</li> <li>• Governance review</li> <li>• Customer service review</li> <li>• AGM</li> <li>• Staffing matters</li> </ul> <p>The CEO drew the Boards attention to item 2 of the report where it was noted that there have been 36 gas safety visits that had not been completed on time and that this was due to an IT issue when the contract was set-up by the previous staff in place. This has been reported in the ARC and all services are going through the access process. It was noted that based on advice re EICR fails earlier in the year this has not been raised as a Notifiable Event at this stage, but it is noted in the ARC with context around the</p>	

	<p>failed visits provided. The CEO assured Board that systems are now in place to ensure that this cannot happen again.</p> <p>The Board is asked to note the content of the report and raise any queries or concerns with any of the items raised or the proposed methods of managing each item.</p>	
<b>10.1</b>	Members <b>NOTED</b> the content of the report.	
<b>11.</b>	<b>Annual Treasury Management Report 2023</b>	
	<p>Members were invited to consider a report by the Head of Finance, the purpose of this report is to provide the Board with the 2022/23 Treasury Management Report.</p> <p>The HOF updated that the report covers the whole of the financial year's treasury activities and includes final annual measures of performance.</p> <p>The SHR requires Associations to submit an annual return which confirms total loan facilities, loans outstanding, interest rates and margins and covenant calculations. This year's return is due by 30 June 2023 and will be presented to the F&amp;CS Sub-committee at their next meeting and presented to the Board at their meeting in July for noting.</p> <p>The HOF explained that section 4 of the report shows details of the bank accounts that the Association currently has and the value of funds that are being held at the moment. A member asked about the interest rate for the loan with the Royal Bank and asked whether we have looked at the possibility of an instant access account, where we may be able to get a better Interest rate. The HOF explained that she has arranged to meet with the Royal Bank and will discuss this with them.</p>	
<b>11.1</b>	Members <b>NOTED</b> Annual Performance in relation to Treasury Management Activities.	
<b>12.</b>	<b>Audit Plan</b>	
	Members were invited to consider the External Audit Plan, the purpose of which was to provide a summary for the forthcoming audit, including details of our planned audit approach. The HOF updated that the external audit will take place week commencing 5 <sup>th</sup> June and the plan outlines the obligations and provides details of what the auditor will be looking at during their visit.	
<b>12.1</b>	Members <b>NOTED</b> the External Audit Plan.	
<b>REGULATORY ISSUES</b>		
<b>13.</b>	<b>Notifiable Events Register</b>	
<b>13.1</b>	<p>There were no new notifiable events for consideration.</p> <p>The CEO updated that there is still one outstanding notifiable event, in connection with the new staff structure. We continue to update the SHR with the situation and this should be closed off soon.</p> <p>There is a staffing matter which will be a Notifiable event and the F&amp;CS Sub Committee</p>	

	<p>will be provided with an update at their next meeting.</p> <p>Notifiable events will be updated on this new Notifiable Events Register going forward.</p>	
<b>14.</b>	<b>Report on Governance Survey (Verbal – Alison Smith, Allpark Consultants)</b>	
<b>14.1</b>	<p>Alison Smith from Allpark Consultants provided those present with an update following on from the Board Governance Survey.</p> <p>The CEO updated that the governance review requires a self-assessment of Board Members on an annual basis to assess skills of members. The assessment doesn't require an external consultant and can be done internally, however it was agreed that this would form part of the Governance Review this year.</p> <p>Alison Smith will support the Chair and the Vice chair to carry the interviews out and will provide a report on the findings of these interviews to the Board at their meeting in July, which will set out a recommended training plan, a succession plan and allow members to discuss office bearers' positions. The report will also provide feedback on how the governance review went.</p> <p>A member said that they thought that we do have quite a diverse board at the moment but said that some members are not as confident in some areas of business as they are in others.</p> <p>The CEO reminded members that during a conversation at the last meeting it was proposed that we should ensure that we have at least 5 tenant members on the Board, this requires commitment from us to focus on this area when looking at recruitment to the Board and further advertising will be carried out over the coming months.</p>	
<b>15.</b>	<b>Compliance Reporting Calendar</b>	
	<p>Members were invited to consider the Compliance Reporting Calendar, the purpose of which was to provide members with details of submissions which are required to be submitted and dates when submissions are due.</p> <p>This provides assurance to the Board that the Association is meeting the deadlines for each submission.</p>	
<b>15.1</b>	Members <b>NOTED</b> the compliance reporting Calendar.	
<b>ADMINISTRATION</b>		
<b>16.</b>	<b>AOCB</b>	
<b>16.1</b>	There was no other competent business for consideration.	
<b>17.</b>	<b>Issues which the Chair has agreed as urgent</b>	
<b>17.1</b>	There were no other urgent issues for consideration.	
<b>18.</b>	<p><b>Meeting concluded - 7.25pm</b></p> <p><b>Date of next meeting - Wednesday 12<sup>th</sup> July 2023 at 5:30pm</b></p>	

A handwritten signature in black ink, appearing to be 'J. L. ...', located at the top of the page.

Signed: \_\_\_\_\_(Chair)