

Minutes of the Management Board meeting held on Tuesday 4 August 2020 at 6.00pm using ZOOM Video Communications.

Ag3

Present: Joan McFarlane (Chair)
Tiffany Harvey
Margaret Bowie
Helen Eakin
Andrew Loen
Elspeth Kerr

In attendance: Pauline Burke, Acting Director
Duncan McKnight, Technical Manager
Jackie McGoran, Senior Finance Officer
Stephen Watt, Corporate Services Assistant
David Ampofo, FMD Consultant
Joan Williamson, Findlays and Co, Chartered Accountants

In light of the current coronavirus situation and Government guidelines, Board and staff agreed that the meeting would be via Zoom video communication.

1. Apologies

1.1 Apologies were received from J McAllister, T Diggory, G Rankin, M Bowie, P McBride and S Smyth.

1.2 Chair J McFarlane welcomed J Williamson to the Board Meeting.

1.3 A leave of absence was requested by S Smyth for three months. After discussions, the Board believed the best way forward was for S Smyth to stand down at this time and return to the Board in the future. P Burke to contact S Smyth.

Action – P Burke

1.4 Chair J McFarlane suspended standing orders to bring Item 5.1 forward. For the purpose of this minute, agenda items will run chronologically.

2. Declaration of interest

2.1 There were no declarations of interest.

3. Minute of the previous meeting

3.1 The minute of the meeting on 30 June 2020 was proposed by H Eakin and seconded by A Loen. These minutes will be signed at the first available date after lockdown.

Action – S Watt

4. Matters arising

4.1 P Burke highlighted an error in the Business Plan presented at the June meeting. The error was noted within the average rents. The error was a small amount of money (pennies) none the less the Business Plan has been updated to reflect this.

5. Acting Director's report

5.1 Draft Annual Accounts to 31 March 2020

5.1.1 Joan Williamson of Findlay & Co presented the draft annual accounts for 2019/20 and highlighted the key elements of the financial statements and associated papers for Board information. Particular attention was drawn to the fact that the Co-operative has seen an increase in its short-term financial position by way of an overall surplus. The amount generated has increased from £402,136 in 2019 to £1,074,205 in 2020. J Williamson highlighted the main reason the overall surplus was significantly more than the previous year is largely due to the actuarial movement on the pension scheme which was a gain of £486,000 (2018 - £284,000 loss).

5.1.2 The management letter, which details key risks, system testing and findings of the auditor was presented to the Board. It was noted that there was an immaterial unadjusted error of £14,310.31 which related to the revised amortisation of kitchen components. This adjustment will be made in the following financial year. The Board was pleased to note a 'clean' management letter.

- 5.1.3 The letter of representation and response to the management letter were approved by the Board and arrangements were made with the Chair for signing of the aforementioned documents.
- 5.1.4 P Burke wished to thank all staff involved in the audit and recognised that the audit was more challenging this year to carry out due to lockdown restrictions which resulted in the audit taking slightly longer than normal.

J Williamson exited the meeting at 6.38pm.

5.2 SHAPS Financial Assessment

- 5.2.1 J McGoran advised the Board that the SHAPS Financial assessment was prepared. Based on the information input to the assessment tool which was taken from the final draft accounts the Co-operative remains in the low risk category.
- 5.2.2 Board noted the financial assessment and arrangements will be made for the return to be submitted by the due date 31 August 2020.

Action – J McGoran

D Ampofo exited the meeting at 6.41pm.

5.3 Secretary's Year-End Report

- 5.3.1 P Burke presented the report to Board. It was noted in terms of Rule 63, Rules 57– 62 have been followed with the following exception regarding Rule 57:

Due to Covid-19 and the Government's Directive for social distancing the minutes of the Board meetings held April, May and June 2020 were presented at the next appropriate meeting, however the minutes of the meetings have not been signed by the Chairperson as the Board meetings were held virtually using the Zoom platform. The minutes will be signed by the Chairperson at the first available opportunity once the Government's Directive on social distancing is relaxed.

- 5.3.2 The Board noted the Secretary's report.

5.4 Annual General Meeting (AGM)

- 5.4.1 Following advice from our lawyers, Board considered the options available to them and approved the option of moving the AGM from 26 August 2020 to 10 September 2020 and to hold a virtual AGM using zoom platform, giving more

notice to Members and include mitigation measures proposed by SFHA to give Members an opportunity to participate.

5.5 Review of 2020 Model Rules Changes

5.5.1 The Board were presented with a summary of the existing 2015 Rules of the Co-operative and the new 2020 Model Rules (item 5.5(i)) prepared by MacRoberts LLP. Board approved the adoption of the 2020 Model Rules with the exception of Rule 21.1 quorum requirements; Board agreed to retain the wording of the 2015 Rules for Rule 21.1 and allow attendance via virtual methods to count towards the quorum of Members required for the AGM.

5.5.2 Following legal advice from our lawyers, Board considered the options available to them and approved the option of holding a Special General Meeting immediately after the AGM to adopt the 2020 Model Rules. Board requested MacRoberts LLP contact the Scottish Housing Regulator with their decision.

Action – P Burke

5.6 Annual Review of Registers

5.6.1 Due to Covid-19 and the Government's Directive for social distancing, the Board meetings are currently being held virtually therefore, the registers which are normally presented for signing in the final meeting prior to the AGM would be made available for signing at the first physical meeting once the Government's Directive is relaxed.

5.6.2 The Board noted the update re the Annual Review of Registers.

5.7 Code of Conduct report – staff

5.7.1 All staff have agreed and signed their Terms and Conditions presented for the year 2020/21. Additional guidance regarding the Staff Code of Conduct was disseminated to staff in July 2020.

5.7.2 Board members noted the annual declarations.

5.8 Quarterly Assurance Update – Quarter 1 2020/2021

5.8.1 P Burke presented for information and noting the quarterly assurance report. Board members noted that improvements required from 2019/20 were largely complete with two outstanding items that will carry forward to the Action Plan for 2020/21.

Board noted that SHR had written to RSL's proposing some temporary and modest changes to the Regulatory Framework and noted that GWSF were proposing a formal response to SHR on behalf of members.

5.8.2 Board noted the recommended actions and update.

5.9 Management Team Report

5.9.1 The Senior team discussed the broader impact of Covid-19 on the Co-operative. Board were informed that the recovery process is in discussion and steps highlighted within the report are being progressed.

5.9.2 Board were updated on the financial changes to the Furlough scheme. Two staff members remain on furlough at present.

5.9.3 D McKnight advised that painterwork is due to commence on 10 August and not 3 August as stated in the Board papers.

5.9.4 The Board noted the Management Team report.

6. Temporary Depute Director's report

6.1 Performance Report – Quarter 1 2020/21

6.1.1 Key Performance Indicators were presented, and key exceptions were highlighted, including arrears, void times and complaints relating to the estate. It was recognised that these were primarily linked to the impact of the Covid-19 pandemic.

6.1.2 A remote by the Citizens Advice Bureau was also highlighted and included case study, highlighting the importance of this service to tenants in maximising income.

6.1.3 The Board noted the Performance Report Q1 update.

6.2 Bad Debt – write off report

6.2.1 D McKnight presented the report and Board were invited to write off rent arrears totalling £1,163.76 for Quarter 1 on the basis that all recovery routes had been exhausted.

The Board noted the report and approved the recommendation to write off the debt of £1,163.76.

6.3 Maintenance progress report

6.3.1 D McKnight updated Board on planned maintenance progress for 2020/21, concerning procurements for:

- Kitchen and boiler replacement
- Window replacement
- bathroom replacement

6.3.2 The Board noted the progress in relation to planned maintenance.

6.4 Exceptions EESSH Compliance Progress Report

6.4.1 D McKnight presented information on EESSH compliance (99% compliant) and steps required by December 2020 to achieve the first EESSH milestone. Information was also provided in relation to future requirements, considerations and trajectory concerning EESSH2.

6.4.2 The Board noted EESSH compliance progress.

6.5 Fire Safety compliance progress report

6.5.1 D McKnight presented the report and updated Board with steps being taken to ensure full compliance by the deadline of 1 February 2021.

6.5.2 417 properties (92%) have been completed and staff will focus on arranging access the remaining properties, where access difficulties have arisen.

6.5.3 The Board noted progress on fire safety compliance.

6.6 5-year investment programme 2021/2025

6.6.1 D McKnight presented the draft 5-year investment plan covering 2020/21-2024/25.

6.6.2 The Board approved the 5-year investment plan.

6.7 Report on tenders – environmental/close cleaning and gutter cleaning

6.7.1 D McKnight presented report on tenders for both environmental/close cleaning and gutter cleaning.

6.7.4 The Board approved the report on tenders and agreed to:

- award Caledonia Maintenance Services Ltd the contract for environmental/close cleaning services

- award David Mitchel Plastering and Building Ltd the contract for gutter cleaning
- increase the budget for gutter cleaning in 2020/21 by £836

7. Policy review

- 7.1 P Burke provided an update on the following policies identified for August 2020 in the Board workplan:

Complaints Handling

Error in workplan and not due until December 2021.

Data Protection

Superseded by General Data Protection Regulations policy – no longer required.

ICT Strategy and Social Networking

Recommended an ICT Strategic Review is undertaken with both policies incorporated into the review.

- 7.2 Board noted the policy update and approved the ICT Strategic Review.

8. Governance

8.1 Membership Report

- 8.1.1 The Board approved Membership applications for prospective members and noted there was 1 tenancy granted in June 2020.

8.2 Ethical Conduct and Notifiable Events

- 8.2.1 The notifiable events report was presented to the Board.

- 8.2.3 The Board noted the ethical conduct and notifiable events update.

9. Audit, Risk and Staffing sub-Committee

- 9.1 There are no sub-Committee minutes to report this month.

10. Any Other Competent Business

- 10.1 P Burke updated the Board on the increase in fees from Findlay and Co due to the audit being carried out during Covid-19 restrictions.

The Board noted and approved the fees.

- 10.2 Two well-wishes have been received. Karen Stewart of McMillan extended thanks for the support provided by the Co-operative to vulnerable/shielding tenants, and for partnership working. Councillors Hunter and McLean also wished to express their gratitude for help given by Co-operative to vulnerable people during the Covid-19 pandemic.

The Board noted the above and thanked staff for their efforts.

- 10.3 P Burke presented an update from GWSF on the outcome of a meeting with SHR on 27 July 2020. P Burke to email update to members.

Action – P Burke

- 10.4 A paper was presented to Board regarding allocation of properties in line with current Government guidance for landlords to be prioritising allocations to support reducing homelessness and to ensure that a victim/survivor can move home.

Board approved the recommendation to approve the granting of tenancies to vulnerable applicants under Scottish Government guidance during the Covid-19 pandemic.

11. Date of next meeting

- 11.1 The next meeting will take place on Tuesday 8 September 2020 at 6.00pm using ZOOM Video Communications.

The meeting closed at 7.51pm.

A confidential meeting between Board members with Agne Zasinaite and Jozanne Bainbridge Solicitors, MacRoberts LLP followed immediately after the close of this meeting.