

**West of Scotland Housing Association  
Minutes of the Board Meeting at Camlachie House  
Wednesday 20<sup>th</sup> February 2019  
PUBLIC MINUTES**

**Some Information has been removed for confidentiality**

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| <p><b>Present:</b> Ruth Simpson (Chair), Elaine Davidson, Ena Hutchison, Ann Reid, Clare Newton, Colin Menabney, Kelly Adams, Derek McGowan and John Shearer</p> <p><b>In Attendance:</b> Lynne Donnelly, Chief Executive Officer, Colin MacCallum, Director of Finance and Corporate Services and Kari Archibald, Executive Assistant.</p>  |                |
| <p><b>1. Welcome &amp; Apologies</b><br/>The Chair welcomed all to the meeting and noted apologies from Shona Gallagher.</p>   |                |
| <p><b>2. Approval of the Minute of 23<sup>rd</sup> January 2019</b><br/>The approval of the minutes from the Board meeting of 23<sup>rd</sup> January 2019 was proposed by Clare Newton and seconded by Elaine Davidson subject to page 3, item 9, para 2 which had a duplication of the word "in"</p>   | <b>Approve</b> |
| <p><b>3. Disclosures of Interest.</b><br/>None.</p>  |                |
| <p><b>4. Matters Arising</b><br/>All matters arising were noted.<br/>The CEO referred to the lease agreements with Serco confirming that the Association will do all it can to offer support to the tenants and look at the possibility of a decant program to allow the properties to be improved. The Director of Housing and Director of Development and Asset Management will meet with Serco and Mears and look at ways to move forward.</p> <p>Clare Newton referred to the proposed Fire Safety training and noted that all Board members should be in receipt of the training and not just newly appointed members. The CEO advised that the training will be included on the Board Training and Development Plan.</p> | <b>Action</b>  |
| <p><b>5. Board Briefing</b><br/>The CEO spoke to the Brief and to the communication provided by GWSF The Brief included an article by SFHA on Succession Planning for Senior Staff and the CEO confirmed this would be discussed at the Staffing sub committee on 6<sup>th</sup> March. A report will be presented to the Board with an invite to form a working group to review our approach to succession planning and develop a new policy for the Association</p> <p>The CEO updated that the EVH pay negotiations remain under review.</p>  |                |

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| <p>The Chair requested that she be included on the distribution list for GWSF. The Executive Assistant agreed to arrange this.</p>   | <b>Action</b> |
| <p><b>6. Strategic Risk Review</b></p> <p>The CEO spoke to the report referring to the existing Corporate Objectives and 8 Strategic risks and invited the Board to make comment and discuss the content that was provided within the report.</p> <p>The Chair opened up for discussion.</p> <p>Ann Reid felt that the Board lacked youth representation and that the reason for this could be that they may feel they may not meet the skill requirements stated in the recruitment advert referred to later in the Agenda. The CEO suggested that the Association look to advertise vacancies for Board more widely and look to find a platform that can reach to a younger audience.</p> <p>The subject of Brexit became a talking point of the meeting.</p> <p>Derek McGowan made a point that within the report under the Brexit heading that there was mention of potential increased cost and asked if, this could contain more specific information as it didn't appear clear as to what the costs related to or for.</p> <p>Derek McGowan also referred to the potential for an increase in the cost of food and food shortages and this may have an impact on tenants who receive care and support and prepared food. The CEO confirmed that the Association does not supply food but supports Willowacre Trust which works with organisation such as the Trussell Trust to provide food parcels. Willowacre Trust will be doing more to ensure we support tenants.</p> <p>Board members had a lengthy discussion on the potential impact of Brexit and noted that we need to be flexible enough to react to Brexit regardless of the outcome.</p> <p>Kelly Adam's and Derek McGowan enquired about Pensions being a potential risk and requested if this area could be included within the report. The CEO confirmed Pensions already feature in the Key Risks and we will ensure the risk reflect the current position with the review and reflect it in the Corporate Business Plan.</p> <p>The Chair spoke about the Pre 1919 stock commenting that this is becoming an area of interest to the Scottish Government and particularly Glasgow City Council which has a large volume of tenemental stock within the Glasgow area.</p> <p>The CEO highlighted that referred to the section on good practice with Legislation and Regulation noting work would be carried out in relation to Freedom of Information.</p> | <b>Action</b> |

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| <p>The Board considered that the current Corporate Objectives remain relevant and fit for purpose and noted the Review of the Strategic Risks and the CEO agreed to action all requests and recommendations made by Board members.</p>  | <b>Action</b> |
| <p><b>7. Performance – KPI</b><br/> The CEO spoke to the KPI Performance against a range of previously approved key performance indicators for Quarter 3.</p> <p>The CEO highlighted there is a significant improvement in repairs performance and void management in Q3. There is also improved performance in relation to tenant satisfaction when moving in and how we are managing anti social behaviour. However, there is decrease overall in customer satisfaction areas including management of neighbourhood, repairs satisfaction and value for money.</p> <p>The Board noted issues around Data Accuracy and that development of the IT system is still critical for the Association.</p> <p>The Board noted the detailed content of the report and of the actions being taken to improve performance.</p>   | <b>Noted</b>  |
| <p><b>8. Performance against Business Plan</b><br/> The CEO presented the report and updated and highlighted to Board the progress against the targets and aims outlined in the Action Plan supporting the 2018/19 Business Plan.</p> <p>The Board noted that all Q3 targets had been achieved with the exception of those linked to the new IT system and those led by external organisations.</p>   | <b>Noted</b>  |
| <p><b>9. Management Accounts to 31<sup>st</sup> December</b><br/> The Director of Finance and Corporate Services spoke to the report and gave a summary confirming Income is slightly ahead of budget while expenditure remains below budget.</p> <p>Small favourable variances arise across a number of revenue income streams and offset a shortfall in medical adaptations grants and other income.</p> <p>The Board noted the underspend in salaries, housing services and overheads continue to more than offset the overspend in repairs. The result is a surplus of £308K, against a budgeted deficit of £36K.</p> <p>The Board noted the information on the balance sheet and loan covenants sections of the report.</p> <p>The Chair enquired about maintenance costs being high. The Director of Finance and Corporate Services provided further information on maintenance confirming that the major works in Barrachnie had proved to</p> |               |

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| <p>be more expensive than originally expected and was a significant factor in the overspend on revenue works.</p> <p>Derek McGowan enquired about section 4.2 of the report and that it highlights that Telephone, Post, Print and Stationery costs are over budget by £27k. The Director of Finance &amp; Corporate Services confirmed this was due to additional unbudgeted work arising from Tenant Engagement and consultation activities. Alternative methods of communicating with tenants to keep costs low was also discussed.</p> <p>The Board noted the content of the report and of the management accounts for the nine months to 31 December 2018.</p>   | <b>Noted</b> |
| <p><b>10. Staffing Sub Committee Annual Report</b><br/>The CEO presented the report on behalf of the Chair of the Staffing Sub Committee.</p> <p>The Board was provided with an overview of the work carried out by the Staffing Sub Committee during the period 1 April 2018 to 31 January 2019.</p> <p>The Board noted the content of the report.</p>   | <b>Noted</b> |
| <p><b>11. IT Project – Costs</b><br/>The Director of Finance and Corporate Services presented a report confirming the estimated outturn spend on the IT Project compared to the original budget.</p> <p>The Board is aware that, due to a recent review of project, a revised implementation date of 30 June 2019 was now in place. A separate paper outlining the reasons for the revised implementation date was presented to the Audit Committee meeting. Members reviewed the project in detail and comfortable with the actions being taken.</p> <p>The Director of Finance and Corporate Services anticipated that the original budget of £613,000, having been reviewed is now likely to outturn closer to c£664,000. The increase in costs is approximately £51,000. The reasons for the increased costs are presented within the report.</p> <p>The Director of Finance also advised</p> <p>The Director of Finance and Corporate Services advised that there is still scope for the costs to increase following a project audit to be carried out by Civica which will result in a revised project plan which may show additional training or consultancy costs will be required.</p> <p>The Chair opened up to questions.</p> <p>John Shearer enquired if there would be any anticipated staffing reductions once the IT system is fully implemented and in use. The Director of</p> |              |

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| <p>Finance and Corporate Services confirmed that staff reductions had not been included in the project plan as the IT system primary aim is to improve the Associations ability to capture, store and retrieve data to improve reporting and information for decision making.</p> <p>The Chair asked if the Audit Committee looked at the report thoroughly. Kelly Adams, Chair of Audit Committee verified that all members had reviewed the report and raised any concern and queries at the meeting. Kelly Adams confirmed that Audit Committee approved the budget presented in the report subject to the forthcoming Civica audit of work completed to date. The Audit Committee had also discussed the recent Internal Audit report and the independent consultant's report on the IT project.</p> <p>The Chair asked if the date of the Audit has been agreed. The Director of Finance and Corporate Services confirmed that this was being arranged by Elaine Lewty, Project Manager as a matter of urgency.</p> <p>Colin Menabney confirmed the new Project Manager had attended the Audit Committee meeting and enquired about her background. The CEO informed all that Elaine has very extensive knowledge of Housing IT Systems and is a qualified Project Manager.</p> <p>Derek McGowan raised the importance that money has to be well spent and the right software in place especially with mobile working. He anticipated this would improve customer service and planning and did not anticipate this would lead to a reduction in staff numbers.</p> <p>After consideration and discussion about the costs involved the Board agreed to approve the Budget presented to them by the Director of Finance and Corporate Services subject to the Audit carried out by Civica.</p> | <b>Approved</b> |
| <p><b>12.RSG&amp;FM Review of the papers</b><br/>The CEO spoke to the content and review of the papers with two additional standards being Staffing Sub Committee Annual Report and Strategic Risk Review. The Board noted the content.</p>   | <b>Noted</b>    |
| <p><b>13. Health and Safety</b><br/>The CEO reported that there was one tenant claim but no sufficient evidence to support it and she did not anticipate the Association will have any liability.</p>   |                 |
| <p><b>14. TAG Minutes</b><br/>The TAG minutes of 28<sup>th</sup> January were noted.</p>  |                 |
| <p><b>15. Minutes of Willowacre Trust</b><br/>The Willowacre Trust minutes of the 13<sup>th</sup> November were noted.</p>  |                 |
| <p><b>16. Resolutions</b><br/>The Board noted that Kelly Adams was seconded to the Staffing Sub</p>   |                 |

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| Committee to replace Robert Higgins as a panel member for the Investigation Hearing.  | <b>Noted</b>                                       |
| <p><b>17. Notifiable Event</b><br/>The Notifiable Events presented in the report were noted by the Board.</p>   |  |
| <p><b>18. Board Recruitment (tabled paper)</b><br/>The Board received a tabled paper at the meeting, which was issued to all by email on Friday 15<sup>th</sup> February. The report provided an overview of the skills gap analysis which was completed following the appraisals and the recent loss of one Board member. The report invited the Board to approve a request to recruit new General Board members.</p> <p>Kelly Adams requested if a candidate with a skill in Technology and Digital could be included in the skill analysis.</p> <p>Clare Newton enquired about advertising and where would be best to do so in order to get suitable candidates. The CEO advised that adverts are currently being placed in SFHA, Scottish Housing News and the Herald newspaper and this could be widened to other areas.</p> <p>Derek McGowan suggested targeting the voluntary sector and students who have interest in digital technology and community development.</p> <p>After discussion the Board noted the content of the report, agreed the skills gap analysis with the inclusion of Technology and Digital to be added and approved the proposal for Board recruitment.</p> <p>Colin Menabney took the opportunity to inform the Board that, after over 20 years supporting the Association, he will be resigning as a member and will attend the March Board meeting as his last.</p> <p>The Chair and Board members thanked Colin for his dedication and the commitment he has shown over the years noting that he will be a great loss to the Board.</p> | <p><b>Approved</b></p> <p><b>Noted/ agreed</b></p> |
| <p><b>19. Review of the meeting</b><br/>The Board felt that they had a good in depth discussion about the Risk paper.</p>   |  |
| <p><b>20. AOCB</b><br/>Ann Reid suggested that, following the loss of Robert Higgins, the Board appoint a member on to the sub committee. The CEO explained that DISC required support from members with specific skills and suggested it would be better to wait until the recruitment exercise was complete in May. Kelly Adams noted that following its meeting in March, DISC would not meet again until May therefore it was better to hold off the appointment until new members were in place. Board agreed</p>  | <b>Approved</b>                                    |
| <p><b>Date of Next Meeting – Wednesday 20<sup>th</sup> March 2019 @ 6:00pm</b></p>  |  |