



# Approved Minute

**Remote Zoom Board of Management Meeting held on 18<sup>th</sup> March 2021 at 6.30pm**

***Due to the Coronavirus public health crisis and government advice the Board meeting was conducted remotely using Zoom.***

The following members participated remotely:

Mark Griffiths (Chair)	Margaret Vass	Lorna Cameron
Fiona Boath	Fionn Stevenson	Martin Earl
Theresa Elliot	Susan Macmillan	Malcolm Begg

Staff & others in attendance: Donna Birrell (Chief Executive Officer – CEO)  
Kirsty Brown (Deputy Chief Executive/Director of Finance and Corporate Services – DCEO/DFCS)  
Norrie MacPhail (Interim Asset & Development Manager – IADM)  
Jackie Leeds (Housing Services Manager – HSM)  
Susan Mackay (Corporate Services Officer (CSO) and Minute Taker)

Ewan MacDonald, Gregor Cameron Consultants Ltd, (Item 3 only) - EM

Item		Action
1.	<p><b>Apologies and Conduct of Meeting</b></p> <p>The Chair welcomed all to the meeting and thanked Ewan MacDonald for attending and representing Gregor Cameron Consultants for Agenda Item 3.</p> <p>Apologies had been received from Anne Law, Linda Anderson and Cordelia Guidery who is on a leave of absence.</p>	
2.	<p><b>Declarations of Interest</b></p> <p>There were none.</p>	
3.	<p><b>Development Exception Report: Strathblane Business Case &amp; Financial Appraisal (EM, GCC Ltd)</b></p> <p>The Board noted and endorsed the report and <b>approved</b> the recommendations as follows:</p>	

	<ul style="list-style-type: none"> <li>• the proposed Housing Mix for the development, (4 x 1 bed 2 person cottage flats);</li> <li>• the appointment of an Employer’s Agent &amp; Principal Designer;</li> <li>• A Pre-Contract budget of £15k for initial work to progress the land valuation, legal agreements, and consultant appointments.</li> </ul> <p>Following a Board Member query regarding the experience of Collective Architecture, the CEO confirmed previous experience of working with them and currently work was ongoing with the practice on the Croftamie development. Another Board Member added that the Architect had a good reputation and was award winning.</p> <p>A Board member raised the possibility of obtaining Post Occupancy Evaluation (POE) for new developments. EM stated that this could be included in the Employers Requirements. The CEO commented that it would be beneficial for RSHA to have an agreed set of criteria for such exercises to ensure that we got what we wanted and that this could be included in the remit of the Investment Working Group. It was noted that this was due to be considered at Agenda Item 11.5.</p> <p><i>Kippen development update:</i> EM updated the Board that the developer Dawn Homes had agreed to accept risk of electrical diversion works which were not yet resolved in order to go ahead with the acquisition by end of March. The Board approved that the acquisition could proceed as planned.</p> <p>The Chair thanked EM on behalf of Gregor Cameron Consultants for attending and presenting the paper.</p> <p><i>EM left the meeting at 6.40pm.</i></p>	
4.1	<p><b>Health and Safety (Employer) Update</b> There were no H&amp;S updates to report.</p>	
4.2	<p><b>Landlord Facilities Health and Safety Update (CEO)</b></p> <p><i>Electrical latent defect, Killearn:</i> The CEO summarised that the EICR inspection had been carried out resulting in a satisfactory report of the electrical installation. However, during the inspection some loose connections had been attended to and, the recommendation was that all units in the development undergo an EICR inspection. RSHA had duly instructed the developer MacTaggart and Mickel to attend to this and to treat as a priority. It was noted that should the developer fail to carry out the above works RSHA has the right to appoint an alternative contractor to carry out the works and the costs of this would be deducted from any retentions due. A full explanation was included in the Matters Arising report. (Item 6)</p> <p>It was noted that current COVID-19 route map allowed works to commence in homes from 26<sup>th</sup> April 2021. It was noted currently, emergency works were being carried out but these were subject to tenant granting access.</p>	

5.	<p><b>Group Minutes Board</b></p> <p><b>5.1 Minute of Board Meeting – 11<sup>th</sup> February 2021</b> The Minute was <b>approved</b> following a motion by Margaret Vass and seconded by Fiona Boath.</p> <p><b>5.2 Confidential Minute of Board of Management Meeting – 11<sup>th</sup> February 2021</b> This matter was confidential.</p> <p><b>5.3 Confidential Minute of Annual Group Strategy Session – 26<sup>th</sup> February 2021.</b> The <b>Confidential</b> minute was approved following a motion by Margaret Vass and seconded by Malcolm Begg.</p> <p><b>Subsidiary</b> None.</p> <p><b>Working Groups</b> <b>Investment:</b> None</p> <p><b>Customer Engagement, Participation and Scrutiny:</b> None.</p>	
6.	<p><b>Matters Arising Schedule (CEO)</b></p> <p>The CEO clarified that the date for the Claish development handover should read Thursday, 22<sup>nd</sup> April not Friday, 23<sup>rd</sup> April as stated in the report.</p> <p>The Matters Arising Schedule was <b>approved</b>.</p>	
7.	<p><b>Record of Electronic Approvals (CEO)</b></p> <p>Nothing to report.</p>	
8.	<p><b>Group Key Risks (CEO)</b></p> <p>The updated Group Key Risk Register was <b>approved</b>.</p> <p><b><i>Business Continuity update and SHR COVID-19 Information will be emailed by the CEO to Members as previously agreed.</i></b></p>	
9.1	<p><b>Outcomes from annual Group Strategy Session 26<sup>th</sup> February 2021 (CEO)</b></p> <p>The Board <b>approved</b> the report.</p> <p>Board Members reported good feedback on the session overall.</p> <p>The CEO agreed to circulate reading material to Members to further explore alternatives to RSHA remaining as an independent RSL. This was agreed to be worthy of further investigation to ensure tenants’ best interests are maintained. The CEO would in the first instance contact Allanpark Consultants.</p> <p><i>Climate Change:</i> A Member commented that climate change is happening now, and the theme of tackling Climate Change should be included in the “now” and not “later” set of priorities. It should be incorporated in everything we do, and</p>	CEO



	<p>material change in spend assumption for the year. She would alert Board Members to any significant changes.</p> <p>The DCEO/DFCS added that she would separate out the Stage 3 Adaptations budget from the Planned Repairs budget to make it more visible to Members.</p> <p>It was confirmed that all planned kitchen replacements which had been carried forward from the 2019/20 year were completed in 2020/21. The kitchen replacements being carried forward to 2021/22 budget, were only those that appeared in the original 2020/21 programme.</p> <p>A Member commented that it may be possible to bring forward other planned works in order to manage spend, such as electrical testing? It was noted some contractors had suspended works since January 2021 due to issues with access and as such this had not been possible.</p> <p>The Board <b>approved</b> the final budget.</p>	DCEO/DFCS
10.3	<p><b>3 Year Planned Investment Programme (IADM)</b></p> <p>It was noted that the programme will be used to consult and engage with tenants and that it would be regularly reviewed and updated at future Board meetings.</p> <p>There followed a brief discussion of various points concerning the future programme:</p> <ul style="list-style-type: none"> <li>• It was noted that the programme would be subject to capacity of contractors and availability of resources as potentially restricted by COVID-19 or BREXIT.</li> <li>• The allowance for the EESSH2 work was an assumed ballpark figure. An Energy Audit is being procured to establish more robust costings. It was agreed that the scope of the Energy Audit should look beyond EESSH2 and costs of also achieving Net Zero Carbon.</li> <li>• The CEO added that when specifying repairs, future proofing for EESSH2 and Net Zero measures should be considered to avoid any abortive costs.</li> </ul> <p>With the above points noted, the Board <b>approved</b> the 3 Year Investment Programme 2021/22 to 2023/24 for cyclical and planned works and major repairs.</p>	
10.4	<p><b>Updated 30 Year Financial Projections (DFCS/DCEO)</b></p> <p>The DCEO/DFCS gave a presentation to the Board on the updated 30 Year Projections.</p>	

	<p>The Board <b>approved</b>:</p> <ul style="list-style-type: none"> <li>• the draft updated 30 Year projections;</li> <li>• progressing the procurement of additional private finance, with the recommendation that a final review of the finance requirement and plan for the procurement process be delegated to the Audit &amp; Risk Committee in April with an update to the Management Board in May.</li> <li>• A request being made for a covenant waiver from the Royal Bank of Scotland (RBS) for the 2021/22 year.</li> <li>• The DCEO would revisit the covenant calculation definition with RBS.</li> </ul> <p>The Chair thanked the DCEO/DFCS for the presentation and the prudent approach.</p> <p>A copy of the presentation will be uploaded to DT Resources.</p>	
11.1	<p><b>Governance</b>  <b>Ethical Conduct and Notifiable Events/Annual Assurance Status</b>  <b>Notifiable Events:</b>  No Report.</p>	
11.2	<p><b>Office Bearers' Decisions: Confidential Board Member Leave of Absence – Extended</b>  <i>This matter was confidential.</i></p>	
11.3	<p><b>Recommendations from Committee:</b> None.</p>	
11.4	<p><b>Standing Orders: Review of Temporary Addendum COVID-19. (CEO)</b></p> <p>The Addendum was <b>approved</b> subject to regular review.</p>	
11.5	<p><b>Investment Working Group: End of Year Review of Effectiveness. (CEO)</b></p> <p>The report recommendations were <b>approved</b> as follows:</p> <p>the Investment Working Group to continue to operate for a further 12 months subject to mid and end of year effectiveness reviews. The Investment Working Group Members will be involved in the review process; and the revised Remit for the Investment Working Group subject to addition of an agreed set of criteria for Post Occupancy Evaluation (POE) for new developments.</p> <p>Following discussion, it was <b>agreed</b> to build in 360-degree reviews going forward and that reviews of working groups would be carried out by a couple of nominated Board Members to provide oversight. It was noted that Committee and Working Group reviews are scheduled in the Annual Group Meeting Schedule and that as such Board members should be aware of this and be able to plan for such exercises.</p>	
11.6	<p><b>New Member Applications (CSO)</b>  There were none.</p>	
12.	<p><b>Operations:</b> No report.</p>	

13.	<p><b>Performance and Policy</b></p> <p>Board Members thanked staff for “keeping things moving” and a good overall performance.</p> <p>The HSM commented that one high arrears case had moved to a former arrear. She stated that former tenant debt had increased because the Association had been operating without a Housing Assistant for most of the year. The Housing Assistant was responsible for monitoring former tenant debt. She also reported that she had changed the firm of Sheriff Officers RSHA used and hoped this would make a difference going forward.</p> <p>The Chair asked the CEO to pass on a message of thanks to all staff for such good performance despite the difficult year.</p> <p>The report was <b>approved</b>.</p>	CEO
14.	<p><b>Chief Executive’s Report (CEO)</b></p> <p><i>CEO Annual Appraisal, 25<sup>th</sup> March 2021:</i> The Chair requested Members to forward any feedback/comments to him directly.</p> <p><i>Board appraisals:</i> The Chair reminded Members who had not already done so, to complete appraisal questionnaires and return either via SurveyMonkey or to the CSO by completing the questionnaire using MS Word. It was noted the move to using SurveyMonkey to complete the questionnaires had made it very simple and easy to use.</p>	<p>All Members</p> <p>All Members</p>
15.	<p><b>Action Tracker</b></p> <p><i>CX Feedback:</i> The CEO will arrange a short Zoom session for Members on CX Feedback and their services.</p>	CEO
16.	<p><b>Attendance at Conference/Seminar or Networking Events:</b></p> <p>Member to forward summary of Horizon Housing Association’s Accessible Housing Summit for circulation.</p>	LC
17.	<p><b>Any Other Competent Business</b></p> <p><i>Thermal Imaging Camera:</i> A member queried whether RSHA owned a Thermal Imaging Camera. It was confirmed that we do.</p> <p><i>Outstanding works at Springbank Road, Doune:</i> A Member reported that guttering work and landscaping work had been carried out.</p> <p><i>SHR Engagement Letter:</i> The CEO reported that RSHA had been deemed “compliant”. The CEO would circulate the letter to Members and arrange for a copy to be published on the website.</p>	CEO
18.	<p><b>Review/Reflections of Meeting:</b> Please email your feedback to Mark Griffiths Chair.</p>	

19.	<b>Date of Next Meetings</b> <ul style="list-style-type: none"><li>• Group Briefing Session: Equality &amp; Diversity TBC</li><li>• Joint Training Session: Effective Questioning, Scrutiny and Challenge TBC</li><li>• Audit and Risk Committee, Thursday 29<sup>th</sup> April at 2pm TBC</li><li>• Board Thursday, 20<sup>th</sup> May 2021 at 6.30pm</li></ul> <p><i>Meeting ended at 8.15pm</i></p>	
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