



**Minutes of GHA Board Meeting  
held on Thursday 25 September 2024 at 6pm**

**PRESENT:** Mr S McLachlan, Member – Acting Chair  
Ms A Fraser, Vice Chair  
Ms K Russell, Secretary  
Ms A Connelly, Member  
Mr Z Khan, Member  
Ms A Williamson, Member  
Ms F Cochran, Member – via zoom  
Ms S Keast, Member – via zoom

**IN ATTENDANCE:** Ms C Quinn, Group CEO (GCEO)  
Ms KA Wallace, Director of Customer Services (DCS)  
Mr J Mallan, Director of Community Enterprises (DCE)  
Mr R Dulin, Head of Finance & Corporate Services (HFCS)  
Ms M McColl, Assurance & Compliance Manager (ACM)  
Ms M Hendry, Community Engagement Officer (CommEO)  
Ms N Salmon, Group Corporate Services/HR Team Leader  
Ms M Logan, Development Consultant, C~urb (DC)

**1.0 Apologies**

1.1 The Acting Chair advised that Mr G Maguire has submitted his apologies.

**2.0 Declarations of Interest, Gifts and Hospitality**

2.1 Mr Z Khan declared that he is a Director of the Home Team (HT). Ms A Williamson declared that she is a Director of the Water Row Company (WRC).

2.2 There were no declarations of gifts and hospitality.

**3.0 Declaration of Receipt and Understanding**

3.1 Members confirmed receipt and understanding of their papers.

#### 4.0 Governing Body Matters & Minutes for Approval and Information

##### 4.1 Confirmation of Office Bearers

4.1.1 The GCEO confirmed that following the AGM, the Board had unanimously selected the following Members as Office Bearers:

- a) **Chair** – Mr G Maguire  
(nominated by Ms A Connelly and seconded by Ms K Russell)
- b) **Vice Chair** – Ms A Fraser  
(nominated by Mr S McLachlan and seconded by Ms A Williamson)
- c) **Secretary** – Ms K Russell  
(nominated by Ms A Connelly and seconded by Mr S McLachlan)

*At this point the new Vice Chair delegated Chair duties for the meeting to Mr S McLachlan.*

##### 4.2 Confirmation of Membership of Committees

4.2.2 The GCEO confirmed that following the AGM, Members had chosen to join the following Committees:

###### **Operations Committee**

Ms A Fraser  
Mr Z Khan  
Ms K Russell  
Ms A Williamson  
Ms F Cochran

###### **Audit Committee**

Mr S McLachlan  
Mr G Maguire  
Ms A Connelly  
Ms S Keast

###### **Staffing Committee**

Mr S McLachlan  
Mr G Maguire  
Ms A Fraser  
Ms A Connelly  
Ms K Russell

###### **Development Committee**

Ms A Connelly  
Ms S Keast  
Mr Z Khan  
Mr G Maguire  
Ms A Williamson

4.3 Confirmation of GHA Board Representation on the Water Row Company (WRC) and the Home Team (HT) Board

4.3.1 The GCEO confirmed that following the AGM, the Board had selected the following Members to represent the Board on the WRC and HT Boards:

- a) WRC Board – Ms A Williamson
- b) HT Board – Mr Z Khan

##### 4.4 Governing Body Member's Declaration of Interest Form 2024-25

4.4.1 The GCEO advised that Members will be asked to complete the annual written declaration of interest at the next meeting once the full approved contractor and stakeholder list is provided to the Board.

##### 4.5 Governing Body Member's Code of Conduct

4.5.1 The GCEO reminded Members that it was an annual requirement for all to sign the Governing Body Member's Code of Conduct and those Members present in person duly signed the acceptance form.

- 4.6 Draft Group Governance Calendar 2024-25
- 4.6.1 The Acting Chair presented the draft Group Governance Calendar 2024-25 and the Board unanimously approved the calendar.
- 4.7 Draft Minutes of GHA Board Meeting 29 August 2024
- 4.7.1 The Minutes of the GHA Board meeting held on 29 August 2024 were approved by Ms A Connelly and seconded by Ms K Russell as a true reflection of the meeting.
- 4.8 Matters Arising
- 4.8.1 The GCEO advised that after the Board meeting in August 2024 there had been some discussion regarding the External Auditors (EA) presentation of the annual accounts. The GCEO stated that both the Chair and herself had listened to the recording of the meeting and noted the following in relation to the minutes of the meeting:
- a) point 5.1.a (GHA annual accounts) - the EA discussed the content and drew Members attention to key areas relating to the Association. The EA then went on to state that the Association and both subsidiaries have achieved a clear and unqualified audit report for the year.
  - b) The HT annual accounts were presented to the HT Board on 26 August 2024 and the WRC annual accounts were presented to the WRC Board on 15 August 2024. The annual accounts were discussed in detail at both meetings.
  - c) The EA confirmed at the Board meeting on 29 August 2024 that all three companies have achieved clear and unqualified audit reports for the year and the approach had complied with audit standards.
- 4.8.2 The GCEO advised that Ms J Alexander, Partner at Azets had provided a detailed document for the EA to present at the August 2024 Board meetings of all three companies. This document will be uploaded on to Board Effect for Members to view.
- 4.8.3 The GCEO clarified that all three sets of accounts had been provided to the Board prior to the August meeting and reiterated that all three companies had received a clear audit report which is the key factor in relation to the annual accounts.
- 4.8.4 Redacted for confidentiality purposes.
- 4.8.5 The GCEO stated that the annual accounts for all three companies will remain in the library on Board Effect for Members to view.

**Discussion points:**

**Action notes:**

**For redaction:**

4.8.4

*At this point, Ms M Logan, Development Consultant (DC) C~Urb joined the meeting*

**5.0 Reports for Decision/Approval/Information**

- 5.1 Water Row Phase 1 Update Report.

- 5.1.1 The DC presented the Water Row Phase 1 Update Report that had been sent out in advance of the meeting. The DC noted that the SHR had commented on the reports that the Board have previously received regarding the Water Row development and suggested that the report is reviewed to ensure that the overall financial position related to the project is stated clearly.
- 5.1.2 The DC advised that report has been reviewed following the SHR feedback and a meeting with the GCEO and the Board will note changes to the report. An executive summary has been included at the start of the report to highlight the current financial position. Acting Chair noted the changes and stated that new layout is preferable.
- 5.1.3 Redacted for confidentiality purposes.
- 5.1.4 Redacted for confidentiality purposes.
- 5.1.5 Redacted for confidentiality purposes.
- 5.1.6 Redacted for confidentiality purposes.
- 5.1.7 The DC drew the Board's attention to the table at section 4.1 related to the project financial position as per cost report 26 (September 2024) and noted that it breaks down the information received from the Cost Consultant relating to the works. The table also notes the items that have been added on to the cost report from the previous month.
- 5.1.8 Redacted for confidentiality purposes.
- 5.1.9 The DC advised that the general risk register attached to the report will no longer be produced; the remaining outstanding risks in the general risk register relate to financial risks and moving forward they will be incorporated in to the financial risk register attached to the report.
- 5.1.10 Redacted for confidentiality purposes.
- 5.1.11 In relation to next steps, the DC explained that the key to help progress the final account is to finalise the position regarding grant funding from GCC for the increased inflation costs.
- 5.1.12 The DC advised that the current disputed variations / remeasurement items are detailed in appendix 1 of the report.
- 5.1.13 Redacted for confidentiality purposes.

**Discussion points:**

1. Redacted for confidentiality purposes.
2. Redacted for confidentiality purposes.
3. Lessons learned related to the development contract.
4. Board agreed that development report layout is better, clearer.

**Action notes:**  
 Following detailed discussion, the Board noted and approved the Water Row Phase 1 Update report.

**For redaction:**  
 5.1.3 – 5.1.6, 5.1.8, 5.1.10, 5.1.13, discussion points 1 and 2

*At this point the Development Consultant from C~urb left the meeting and the Assurance and Compliance Manager and Community Engagement Officer joined the meeting.*

## 5.2a Residents Satisfaction Survey 2024

5.2.1 The ACM presented the residents satisfaction survey results for 2024 and noted that it is a follow up presentation from the results provided to the Board at the last meeting. As requested by the Board, the presentation now includes benchmarking comparisons against the Scottish average, Linthouse HA and Elderpark HA figures. The ACM went on to provide the comparison results for the following questions asked to residents:

- a) Overall satisfaction with the services provided by Govan Housing Association.
- b) Overall, how satisfied or dissatisfied are you with the quality of your home.
- c) Thinking about the last time you had a repair carried out, how satisfied or dissatisfied were you with the repair service provided by Govan Housing Association.
- d) How good do you feel Govan Housing Association are at keeping you informed about their services.
- e) Satisfaction level with the opportunities to participate in GHA's decision making process.
- f) Satisfaction with Govan Housing Association's contribution to the management of the neighbourhood.
- g) Taking into account the accommodation and the services Govan Housing Association provides, to what extent do you think that the rent for this property represents good or poor value for money?

5.2.2 The ACM noted that many of the Association's figures are poor in comparison to the Scottish average, Linthouse HA and Elderpark HA figures and advised that action plans are being developed to address ways to improve the situation.

5.2.3 The ACM advised that although the survey was undertaken using digital means, the difference in conducting the survey face to face or digitally is generally less than 5%.

5.2.4 The ACM went on to say that many of the issues will be addressed utilising community engagement and advised that the CommEO will elaborate on the briefing notes that were issued to the Board as part of the Residents Satisfaction Survey results at the last meeting.

## 5.2b Community Engagement

5.2.5 The CommEO presented the Association's Community Engagement approach and discussed the following areas:

- a) Introduction to community engagement including Govan Housing Association's commitment to greater customer satisfaction.
- b) Strategic overview of the role of community engagement for RSL's.
- c) Priorities of customer engagement in decision-making processes.
- d) Overview of challenges faced in fostering community engagement.
- e) Opportunities and moving forward for continuous customer engagement.

5.2.6 The CommEO noted that following analysis of resident's views regarding dissatisfaction, the following key areas were highlighted:

- a) Visibility
- b) Communication

c) Estate Management

5.2.7 The CommEO advised that the review of the Customer Engagement Strategy has paid particular attention to addressing these areas.

**Discussion points:**

1. Methods of gathering the resident's satisfaction survey figures noting that an independent digital survey method was used this year utilising CX, the tool the Association uses to continuously monitor satisfaction results.
2. Potential reasons why the other RSL's in the area have better satisfaction figures including potential differences using digital surveys as opposed to face to face.
3. Partnership working between RSL's and other organisations in the area.
4. Comparison of stock (tenement/new stock etc) between the Association and the other two RSL's in the area as well as the impact of Mears leases – Members requested that the ACM compile a report for the next Board meeting and include figures to demonstrate previous satisfaction figures and the impact of leases, noting the impact of the Mears leases was fairly minimum.
5. Residence Satisfaction Survey guidance relating to returns.

**Action notes:**

Following discussion, the Board noted the Residents Satisfaction Survey benchmarking presentation and the Community Engagement presentation. Agreed that the Board should be provided with an update in these areas from the ACM and CommEO.

**For redaction:**

*At this point the Community Engagement Officer left the meeting.*

5.3. Policy Report

5.3.1 The ACM presented the Policy report distributed in advance of the meeting and highlighted the following new policy:

- Damp and Mould Policy

5.3.2 The ACM advised that the following existing policies have been reviewed with no amendments:

- Standing Orders
- Membership Policy
- Group Code of Conduct for Board Members
- Payment of Expenses to Board members

5.3.3 The ACM advised that the following existing policies have been reviewed with amendments, as detailed in section 4.3 of the report, and explained the reasons for the updates:

- Financial Regulations
- Group Customer Engagement Strategy
- Disciplinary Policy
- Freedom of Information Policy
- Environmental Information Request Policy

5.3.4 The ACM stressed that in relation to the amendments to the Group Customer Engagement Strategy, full consultation had taken place with the Tenant Improvement Scrutiny Panel.

**Discussion points:**

1. Tracked changes to policies, agreeing that both tracked changes and a clean copy of policies will be provided in future.

**Action notes:**

Following discussion, the Board noted and approved the Policy report.

**For redaction:**

*At this point the Assurance & Compliance Manager left the meeting.*

5.4 Trading Name and Branding of Govan Home Team

5.4.1 The DCE presented the Trading Name and Branding of Govan Home Team report distributed in advance of the meeting and advised that the HT has been growing its business, namely by winning a contract with Cernach Housing Association to provide grounds maintenance and also serving as the main sub-contractor for Union Technical to provide Internal Wall Insulation for multiple RSL's across West Scotland, including Govan Housing Association.

5.4.2 The DCE advised that feedback from new customers has suggested that the word "Govan" in the current branding may cause confusion among customers when HT staff are working in other communities, particularly given the present branding on uniforms and vehicles.

5.4.3 The DCE stated that there is a strong sense of ownership of GHT however, most people refer to the organisation as the HT.

5.4.4 The DCE turned to the proposed new logos at appendix 1 of the report and noted that both retain the "G-House" symbol, corporate colours, and fonts; one version includes wording underneath that it is part of the Govan Housing Group and the other version just states HT. The logos will be used interchangeably depending on where the work is being carried out.

5.4.5 The GCEO advised that the HT Board fully discussed and supported the change to the logo at their meeting in May 2024. The GCEO stated that as GHT is the registered company name, legal advice is being sought to determine if the word 'Govan' has to appear in the logo. The DCE reflected that there will be a soft launch of the logo so therefore it will be introduced subtly over time. Following full discussion, the Board approved the change to the HT name and logo.

**Discussion points:**

1. Names of subsidiaries in other RSL's noting that they do not contain the RSL name.
2. Removal of "Moving Govan Forward" from the logo.
3. Uses of both new logo's.

**Action notes:**

Following discussion, the Board noted and approved the change to the HT name and logo.

**For redaction:**

## 5.5 Service Level Agreement Side Letter

5.5.1 The DCE advised the current Service Level Agreement (SLA) between the Association and the HT has been reviewed and during this process it has been noted that the date in the SLA is blank. The Association's legal team have been consulted and they have advised that a side letter is required to confirm the start date of the SLA.

5.5.2 The DCE stated that the HT Board have approved the side letter at a recent meeting. Following discussion, the Board unanimously approved the side letter.

### **Discussion points:**

### **Action notes:**

Following discussion, the Board noted and approved the SLA side letter.

### **For redaction:**

## 5.6 Residential Lease Management

5.6.1 The DCE presented the Residential Lease Management report distributed in advance of the meeting and advised that it provides an update to the Board on the approach being adopted by the WRC to manage the re-letting of the 86 properties formerly leased to Mears.

5.6.2 The DCE turned to the main issues at section 4 of the report and discussed the current situation regarding the leases in full. The DCE advised that the DCS has been working with GCC and Intermarine to lease 31 and 3 properties respectively.

5.6.3 Redacted for confidentiality purposes.

5.6.4 Redacted for confidentiality purposes.

5.6.5 The DCE described recent changes to homelessness services and advised that homeless individuals will now be given temporary accommodation where they are currently residing.

5.6.6 Redacted for confidentiality purposes.

5.6.7 The GCEO clarified that these properties will remain as leases with the WRC.

5.6.8 Acting Chair asked Members to confirm happy with the proposed approach for the management of the former Mears leased properties. All confirmed agreement to approach.

### **Discussion points:**

1. Procedure for dealing with anti-social behaviour (ASB) with tenants in the leased properties.
2. Support provided to tenants in the leased properties.

### **Action notes:**

Following discussion, the Board noted the Residential Lease Management report and confirmed endorsement of the lease management approach.



## 5.7 Subsidiaries Updates

5.7.1 The DCE advised that he has been asked to provide an update to the Board regarding the Group subsidiary organisations. The DCE went on to discuss the following areas:

### Home Team

- Priorities since January 2024 have been on strengthening group performance and preparing for future growth in line with the Group's Corporate Strategy by:
  - a) Completing a staff restructure.
  - b) Securing external contracts for the first time.
  - c) Reviewing how the Group can contribute to the Net Zero agenda.
- Improving performance on contacts with the Association, in particular performance in relation to emergency repairs, non-emergency repairs and reactive right first-time repairs; comparison of performance figures against the Scottish Average and local RSL's in the Govan area figures.
- Challenges that the HT has had to be overcome relating to performance, financial liability and perceptions.
- Implementation of a number of action plans and strategies over the coming year focussing on:
  - a) New products and services.
  - b) Growing customer base.
  - c) Marketing and promotion.
- Positive impact to the Association of future aims and plans, in particular relating to:
  - a) Improved performance.
  - b) Reduced financial risk.
  - c) Greater and earlier financial benefits.

### Water Row Company

- Priorities since January 2024 have been embedding the new subsidiary in line with the Group's Corporate Strategy by:
  - a) Business transfer of Factoring, Leasing and Money Advice services.
  - b) Mid market rental of 97 Water Row properties.
  - c) Business continuity.
- Challenges in embedding the new subsidiary into the Group structure, namely:
  - a) Water Row delays
  - b) Establishing CPL factoring system and integration into other business systems.
  - c) Internal capacities.
- Implementation of a number of action plans and strategies over the coming year focussing on:
  - a) Next phase of Water Row.
  - b) Review products and services.
  - c) Marketing and promotion.
- Positive impact to the Association of future aims and plans, in particular relating to:
  - a) Enhanced role within Govan.
  - b) Reduced regulatory risk.
  - c) Reduced costs to the Association.

**Discussion points:**

1. Addition of KPI's in HT SLA.
2. Differences between the Association and the HT performance figures.
3. Improvements that CPL factoring system will realise for owners.
4. Water Row development potential awards and promotion of the same.

**Action notes:**

Following discussion, the Board noted the Subsidiaries Update.

**For redaction:**

*At this point, the Acting Chair advised that in relation to timing, the meeting will shortly exceed the standing orders and asked Members for approval to carry on the meeting. Members unanimously agreed. The Head of Finance & Corporate Services joined the meeting.*

5.8 Procurement Update

5.8.1 The HFCS presented the previously distributed Procurement Update report and advised that it details procurement activities which may require authorisation prior to any work being undertaken and also provides an update of any substantial changes to current high value contracts.

5.8.2 The HFCS turned to progress and actions taken at section 4 of the report and discussed the following contracts in particular:

- a) Window replacement contract
- b) Union Technical insulation contract
- c) Insurance contract
- d) Rathlin Street roof renewal contracts
- e) Lift servicing contract
- f) Internal Audit Services contract
- g) Legal Services contract
- h) Water Row development contracts

**Discussion points:**

**Action notes:**

Following discussion, the Board noted and approved the Procurement Update report.

**For redaction:**

5.9 The Pension Trust Update

5.9.1 The HFCS presented the previously distributed Pension Trust Update report and noted that the purpose of the report is to provide an overview of the Scottish Housing Associations' Pension Scheme (SHAPS) annual financial assessment and also an update on the current position with The Pensions Trust (TPT) who manage all the Groups pension schemes.

5.9.2 The HFCS noted that there are a number of schemes across the three organisations as detailed in the tables at section 3.1, 3.4 and 3.5 of the report.

- 5.9.3 The HFCS explained that the main scheme most employees are members of is the Defined Contribution (DC) scheme.
- 5.9.4 Redacted for confidentiality purposes.
- 5.9.5 Redacted for confidentiality purposes.
- 5.9.6 Redacted for confidentiality purposes.

**Discussion points:**  
1. WRC employee pension scheme.

**Action notes:**  
Following discussion, the Board noted and approved the Pension Trust Update report.

**For redaction:**  
5.9.4 – 5.9.6

*At this point, the Head of Finance & Corporate Services left the meeting.*

## 5.10 Governance Report

- 5.10.1 The GCEO presented the monthly Governance report and highlighted the following areas in the report:
  - a) Redacted for confidentiality purposes.
  - b) Health and Safety as described in section 9 of the report noting that the ACS audit is scheduled for 26 November 2024.
  - c) Annual Assurance Statement as detailed in section 11 of the report noting that a Special Board meeting to review the evidence is scheduled for 17 October 2024.
  - d) Subsidiary information and other key documents as described at section 16 of the report noting that all of these documents are contained within Board Effect.

**Discussion points:**

**Action notes:**  
Following discussion, the Board noted and approved the Governance Report

**For redaction:**  
5.10.1.a

## 5.11 Charity Football Match & Dementia Scotland

- 5.11.1 The GCEO advised that the recent charity football match on 6 September 2024 organised by the Staff Social Events group raised over £2k for this year's chosen charity – Dementia Scotland.

## 5.12 Water Row Bridge Opening

- 5.12.1 The GCEO advised that the recent Water Row bridge opening was a fantastic success. During a meeting yesterday, GCC noted that monitoring has indicated the combined footfall and cycling for the month has highlighted the bridge has been used by 8,000 people.

5.12.2 The GCEO went on to discuss the positive impact this has had on Govan Old and local cafes and bakery. The GCEO advised that GCC intend to restart the Govan market in the square.

**Discussion points:**

**Action notes:**

Following discussion, the Board noted the charity football match and Water Row bridge opening updates.

**For redaction:**

5.13 Customer Services Monthly Report

5.13.1 The DCS presented the previously distributed Customer Services report and Appendices. The DCS noted the new format of the cyclical compliance update as included in table 1 at section 4.1 of the report.

5.13.2 The DCS highlighted the customer tenant satisfaction quarterly figures for the Association's repairs service as detailed in table 2 in section 4.1.4 of the report.

5.13.3 The DCS discussed the Rathlin Street roof update as described in full in section 5 and appendix 2 and 3 of the report noting the next key actions for the project. The Board agreed that DCS should provide updates once the contract has been approved, when the works start onsite and when the works are completed on site.

5.13.4 The DCS described the community engagement update and noted the customer engagement surgeries at section 6.1.4 of the report advising that both Customer and Property Services teams are involved in the surgeries.

5.13.5 Redacted for confidentiality purposes.

5.13.6 Redacted for confidentiality purposes.

**Discussion points:**

**Action notes:**

Redacted for confidentiality purposes.

**For redaction:**

5.13.5, 5.13.6 and action notes

5.14 Water Row Commercial Units Update

5.14.1 Redacted for confidentiality purposes.

5.14.2 The DCS advised that the WRC will progress finalising the leases with leaseholders.

5.14.3 The DCS highlighted the proposed visuals at appendices 3-8 of the report and noted that the Association is awaiting the formal offer letter for an additional £150k of grant funding from GCC towards fit out works however, an email of comfort has been received. The total grant funding received towards fit out works is now approximately £820k.

5.14.4 The DCS advised that the Association has agreed with the project team and GCC that the grant funding will be used for enabling works and works to allow for commercial kitchens.

**Discussion points:**

1. The identified leaseholders at appendix 1 of the report have been superseded by the verbal update provided by the DCS (at 5.14.1a-f above) following review of the risk register. DCS will provide an updated plan following the meeting.

**Action notes:**

Following discussion, Members noted the Water Row Commercial Units Update report.

**For redaction:**

5.14.1

5.15 Redacted for confidentiality purposes.

**Discussion points:**

**Action notes:**

Following discussion, Members noted the Mears Lease Update Report.

**For redaction:**

5.15

## 6.0 Any Other Competent Business

6.1 Benburb Football Club – Request for Donation

6.1.1 The GCEO advised that the Association has received a letter from Benburb Football Club, a local youth football club, who are seeking a donation towards their tournament trip to Blackpool. The trip will cost £300 for the night and donations of £180 have already been received. Following discussions, the Board approved a donation of £120 to cover the remaining costs for the trip.

6.2 Health & Safety Documentation

6.2.1 The GCEO advised that various Health & Safety documents require their annual signing, namely:

- a) H&S Policy Statement has to be signed by the Chair and GCEO
- b) H&S Responsibilities document has to be signed by Board Members

6.2.2 The Board approved the signing of the H&S Policy Statement. The GCEO advised that the Responsibilities document will be emailed to Members for them to electronically sign.

6.2.2 The GCEO went on to say the H&S Control Manual has been updated and the update tracked will be uploaded to Board Effect for information.

6.3 Govan Housing Studies

6.3.1 The GCEO advised that the Association has been part of Glasgow University's study – along with GCC, Elderpark and Linthouse HA's – which focussed on a strategy for better understanding of housing requirements in Govan. All Board Members are invited to a presentation of the report at 6pm on Wednesday 9 October 2024 at Linthouse Housing Association or they can attend via Teams.

6.4 Redacted for confidentiality purposes.

**Discussion points:**

**Action notes:**  
Following discussion, the Board approved a donation of £120 to Benburb Football Club and approved the signing of the H&S Policy Statement.

**For redaction:**  
6.4

**7. Date of Next Meeting**

7.1 The date of the next full Board meeting is Thursday 31 October 2024 at 6.00pm.

CHAIRPERSON'S SIGNATURE:



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