



**Minutes of GHA Board Meeting
held on Thursday 31 August 2023 at 6pm**

PRESENT:

Mr G Maguire, Chair
Mr C Quigley, Vice Chair
Ms A Williamson, Member
Ms A Connelly, Member
Ms A Fraser, Member
Ms K Russell, Member
Mr S McLachlan, Member

IN ATTENDANCE:

Ms F McTaggart, CEO
Ms C Quinn, Director of Corporate Services/Deputy CEO
Ms L MacLeod, Corporate Services Officer
Ms L Edwards, Development Consultant
Ms E Byrne, Director of Housing & Consultancy, Arneil Johnston
Ms E Adie, External Auditor, Azets,

1.0 Apologies

1.1 Mr Khan, Ms Cochran and Ms Dingwall have submitted their apologies.

2.0 Declarations of Interest, Gifts and Hospitality

2.1 Mr C Quigley declared that he is a Director of the Home Team Board.

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 Minutes for Approval and Information

4.1 Appointment of Secretary

4.1.1 Chair confirmed the Ms Quinn would remain Secretary for this meeting and new Secretary be appointed at the next Board meeting.

4.2 Draft Minutes of GHA Board Meeting 29 June 2023

4.2.1 The minutes of the GHA Board meeting held on 29 June 2023 were approved by Mr C Quigley and seconded by Mr K Russell as a true reflection of the meeting.

4.3 Matters Arising

4.3.1 There we no matters arising.

Discussion points:

Action notes:

For redaction:

5.0 Reports for Decision/Approval

5.1 Arneil Johnston – 2023 Rent Affordability Review

5.1.1 Chair introduced Ms Byrne, Director of Housing and Consultancy of Arneil Johnston to the Board. The Consultant gave an overview of the rent affordability review as per the previously distributed presentation.

5.1.2 The Consultant advised how the model works in terms of rent affordability and advised a full stock list is taken from Govan Housing Association as well as ARC data.

5.1.3 Chair thanked the Consultant for attending. Ms Byrne left the meeting.

Discussion points:

Govan Housing Association rents and what is affordable.

Action notes:

For redaction:

5.2 Affordability and Cost of Living Report

5.2.1 The CEO reviewed the following in detail:

- Arneil Johnston – 2023 Rent Affordability Review at Agenda Item 5.1
- Money Advice Service
- Energy Advice Service

5.2.2 Redacted for confidentiality purposes.

5.2.3 Furniture initiative is for use during planned maintenance and tenants require new items e.g. upgraded cooker. CEO confirmed the Home Team do check any items and ensure they are PAT tested.

5.2.4 CEO stated the report is trying to show everything that is being done to assist tenants, over and above making rents affordable. Increase in the void standard was noted. CEO confirmed that if necessary, new kitchens and bathrooms are being put into voids where required, with decoration and flooring be provided if necessary.

5.2.5 CEO reviewed the Glasgow Guarantee posts within the Association and the Home Team.

5.2.6 CEO advised the Affordability and Cost of Living Report will go to the Regulator to demonstrate our rents are affordable and we are assisting with the cost of living crisis.

Discussion points:

1. Differences in rent due to differing size and amenities of properties;
2. DHP cover for existing tenants who have spare bedroom;
3. Number of benefit claimants increased due to low wages being topped up with partial benefits;
4. Rents below inflation for last 4 years, continuing to keep rents affordable;
5. Planned maintenance;
6. Refuse collection;
7. Money Advice service.

Action notes:

Affordability and Cost of Living Report to be submitted to the regulator. Following discussion, the Board noted and approved the Affordability and Cost of Living Report.

For redaction:

5.2.2

5.3 GHA Annual Accounts

5.3.1 The External Auditor advised that the accounts had been presented in full detail to the Audit Sub-Committee on 24 August 2023 and today's presentation would be a summary of the accounts.

5.3.2 The External Auditor then proceeded to take Members through a summary of the key audit issues and financial statements for the year ending 31 March 2023

and confirmed they are a true and fair reflection of the state of the Association's affairs and profit and loss is consistent with information given.

5.3.3 The External Auditor confirmed the Association has achieved a clean unqualified opinion audit report for the year which complies with audit legislation.

5.3.4 Taking each section in turn, the External Auditor discussed the content in detail, in particular, drawing Members attention to the following key areas:

- Govan Housing Association Draft Financial Statement
- Govan Housing Association Audit Findings
- Govan Housing Association Letter of Representation
- Govan Housing Association Letter of Support for Govan HOME Team

5.3.5 The External Auditor advised of control recommendations due to issues with Home Master, particularly around rent arrears. The External Auditor advised that points raised from last year have been dealt with satisfactorily. The External Auditor noted some title deeds are not fully in place, may wish to revisit in future.

5.3.6 The External Auditor advised planned maintenance over five years is £8M. There is continued investment in properties, mostly for windows replacement.

5.3.7 Director of Corporate Services/Deputy CEO noted errors with regards to CEO retirement. External Auditor confirmed she will update the following:

- Current CEO retires from Govan Housing Association on 1 September 2023;
- New CEO appointment effective from 4 September 2023.

5.3.8 Chair thanked the External Auditor for attending and they left the meeting.

Discussion points:

Action notes:

Following consideration and discussion, Members approved the Annual Accounts and Financial Statements for Govan Housing Association for the year ending 31 March 2023.

For redaction:

5.4 GHT Annual Accounts

5.4.1 The External Auditor advised that the accounts had been presented in full detail to the Home Team Board Meeting held on 23 August 2023 and today's presentation would be a summary of the accounts.

5.4.2 The External Auditor then proceeded take Members through a summary of the key audit issues and financial statements for the year ending 31 March 2023 and confirmed they are a true and fair reflection of the state of the Home Team affairs.

5.4.3 The External Auditor confirmed the Home Team has achieved a clean unqualified opinion audit report for the year which comply with audit legislation.

5.4.4 Taking each section in turn, the External Auditor discussed the content in detail. In particular, drawing Members attention to the following key areas:

- Govan Home Team Draft Financial Statement
- Govan Home Team Audit Findings
- Govan Home Team Letter of Representation

5.4.5 The External Auditor confirmed signatories have been updated to reflect the Chair no longer in place.

Discussion points:

Action notes:

Following consideration and discussion, Members approved the annual accounts and financial statements for Govan HOME Team for the year ending 31 March 2023, subject to changes detailed above.

For redaction:

5.5 Water Row Phase 1 - Update Report

5.5.1 The Development Consultant presented the Water Row Phase 1 Update Report including Risk Register at Appendix 1 for information.

5.5.2 Redacted for confidentiality purposes.

5.5.3 Redacted for confidentiality purposes.

5.5.4 Redacted for confidentiality purposes.

5.5.5 Redacted for confidentiality purposes.

5.5.6 Redacted for confidentiality purposes.

5.5.7 The Development Consultant advised the matters highlighted have been included in the risk register at Risks 40-42.

Discussion points:

CEO noted that the private loan was due to be signed imminently, with the

interest rate now formally agreed with the Bank;
Delays in letting of Water Row and potential financial impact.

Action notes:
The Board are to propose dates for site visit;
Following discussion, the Board noted and approved the Water Row Phase 1 Update report.

For redaction:
5.5.2 through to 5.5.6

At this point the Development Consultant left the meeting.

5.6 Water Row Logo – Parent Board Approval

5.6.1 Deputy CEO/Director of Corporate Services introduced the details of the new Water Row logo and requested approval for this. Discussion took place and the Board voted in favour of the proposed logo.

Discussion points:
Options for Water Row logos.

Action notes:
After discussion, the Water Row logo was approved by the Board.

For redaction:

5.7 Secretary's Report

5.7.1 The Director of Corporate Services/Deputy CEO presented the Secretary's Report in depth and highlighted the following areas of the report:

- Association's Rules as outlined in section 3 of the report.

Discussion points:
Confirmation that the Association has complied with the Rules.

Action notes:
Following discussion, the Board noted and approved Secretary's Report.

For redaction:

5.8 Share Capital Report

5.8.1 Director of Corporate Services, Deputy CEO presented the Share Capital Report and highlighted the following areas of the report:

- Association Rules as detailed in section 3 of the report;

- Management of Share Capital as detailed in section 4 of the report;
- Membership of the Association as detailed in section 5 of the report.

Discussion points:

Action notes:

The Committee noted the number of members required for the AGM to have a quorum and they are encouraged to invite existing and prospective members to the AGM;
 Committee approved the removal of share members in accordance with Rules 11, 11.1.3 & 16 of the Association Rules.

For redaction:

5.9 HR Update Report April - June 2023

5.9.1 The Director of Corporate Services/Deputy CEO presented the HR Update from 1 April to 30 June 2023 report in depth and highlighted the following areas in the report:

- a) Redacted for confidentiality purposes;
- b) Redacted for confidentiality purposes;
- c) Disciplinary and grievance as detailed in full in section 4.12 details there have been no disciplinary actions or formal Grievances raised during this period;
- d) Redacted for confidentiality purposes;
- e) Leavers as included in section 4.18 of the report noting 3 employees had left during the period for the reasons indicated in the report;
- f) New HR systems as detailed in section 4.19. Noted that new time management system is in place with new HR and Recruitment coming in later in the year;
- g) Action/Improvement plan as details in Appendix 2. This will be produced quarterly.

Discussion points:

1. Turnover and sickness;
2. Flexible working arrangements;
3. Team building events.
4. Mental Health First Aid
5. Staff surveys

Action notes:

The Board noted and approved the HR Update 1 April to 30 June 2023 report.

For redaction:

5.9.1 points a), b) & d)

5.10 Governance Report

5.10.1 The Director of Corporate Services/Deputy CEO presented the monthly Governance report in depth and highlighted the following areas in the report:

- a) Notifiable events as described in Section 4 of the report noting that there are no notifiable events.
- b) Complaints as mentioned in Section 5 of the report noting that there are no new live complaints with SPSO.
- c) Leave of Absence request from Ms F Cochran noting the reason for the absence. The Board unanimously approved the request.
- d) Training as detailed in Section 7 of the report, noting that the table of governing body training will be updated each month for monitoring purposes.
- e) Board attendance as detailed in section 8 of the report.
- f) Health and Safety update as indicated in section 9 of the report; noting that Property Services and Corporate Services have been working on the ACS Physical Risk Control Ltd audit checklist in preparation for the Freedom of forthcoming H&S audit.
- g) Freedom of Information (FOI) and Subject Access Requests (SAR) as detailed in Section 10 noting that there are no new requests.
- h) Annual Assurance Statement (AAS) as described in Section 11 of the report noting that a working group to review the AAS evidence has been formed. Internal Auditors BDO will be attending to review all evidence.
- i) Use of the seal as mentioned in Section 12 of the report noting that the seal has not been used since the last meeting.
- j) Redacted for confidentiality purposes.
- k) Redacted for confidentiality purposes.
- l) Board Business Planning as detailed in Section 15 of the report noting the services of Allanpark Consulting have been used to assist with the refreshment of business plans and have been approved by the Board.

Discussion points:

Membership to all Boards;
Events being covered within the newsletter.

Action notes:

After discussion, the Board approved the new Shareholder.

For redaction:

5.10.1 points j) and k).

5.11 Disposals Report

5.11.1 Director of Corporate Services/Deputy CEO advised there were no disposals for 2022-23.

Discussion points:

Action notes:

For redaction:

5.12 Policy Report

5.12.1 The Director of Corporate Services/Deputy CEO highlighted the introduction of the following new policies for approval:

- Customer Engagement Strategy
- IT Security Policy
- Information Security Policy
- IT Acceptable Use Policy
- Money Advice Service Policy

5.12.2 Director of Corporate Services/Deputy CEO advised the Customer Engagement Strategy was presented for approval as part of this report and advised this has been reviewed by the Tenant Forum.

5.12.3 Director of Corporate Services/Deputy CEO advised the other policies has been developed after a recent internal audit. The Money Advice Service Policy is there currently as a Housing Association policy, but this will change to Water Row Policy when Water Row Company is in place.

5.12.4 The Director of Corporate Services/Deputy CEO noted amendments to the following existing policy:

- Absence Management Policy

The Director of Corporate Services/Deputy CEO advised that the policy now refers to Corporate Services taking a minute of return to work interviews for long term absences with agreed actions and support to be in place.

5.12.5 The Director of Corporate Services/Deputy CEO advised that Indigo House have been engaged to look a policies as detailed in section 5.1 of the report. They are also undertaking a gap analysis, identifying areas they think need to be reviewed.

Discussion points:

Action notes:

Following discussion, Members noted the Policy Report and approved all new and amendments to the polices;
Timetable of events to be forwarded to all Board Members for Water Row.

For redaction:

5.13 Customer Services Report

5.13.1 In the absence of the Director of Customer Services, the CEO presented the Monthly Customer Services report in depth and highlighted the following areas of the report:

- a) There are 297 properties which fail SHQS. These are primarily attributed to Energy Performance Certificates (EPCs) being certified as being within band D or lower. The Technical Project Manager is currently evaluating this and a further update will be given at the next Board Meeting on 28 September 2023.
- b) Redacted for confidentiality purposes.
- c) Fire risk assessments continue to be carried out with escape plans. Noting there are housekeeping issues within some areas and issues with vandalising.

Agreement was given the Chair at this point for standing orders to continue after 8pm.

- d) Back court project has proposals for short, medium and long term. Feasibility study was undertaken two years ago and funding was given then for landscape gardening. Tenants decided at time did not want to move forward with it. This is same addresses, potentially can go back and look at feasibility study.
- e) Redacted for confidentiality purposes.
- f) Redacted for confidentiality purposes.

g) The proposed money advice service delivery plan for 2024/25 will be presented to the Board for approval in April 2024.

h) Redacted for confidentiality purposes.

Discussion points:

Fire Risk Assessments and tenants role;
Requirements for rewires;
Refuse collection.

Action notes:

Redacted for confidentiality purposes.

For redaction:

5.13.1 – points b), e), f) & h) and Action Notes above.

5.14 Audit Committee Annual Report on Financial and Business Control

5.14.1 Director of Corporate Services/Deputy CEO presented the report previously distributed, highlighting the following within the report:

- This report summarises the activities carried out by the Audit Committee in the year to 31 March 2023;
- Internal auditors BDO reviewed strategic risk of the Association and two subsidiaries;
- Risk Management framework is in place, looking at strategic risk and that of two subsidiaries;
- Detailed policy register, determining how we implement strategic objectives;
- Annual Return of Charter submitted on time;
- Zurich Municipal are our underwriters, ensuring correct assurances are in place;
- External auditor management was presented this evening.

Discussion points:

Action notes:

Following discussion, the Annual Audit Committee Report on Financial and Business Control was approved.

For redaction:

5.15 Service Level Agreement GHA and GHT to March 2024 - for approval and signature by Chair

5.15.1 The Service Level Agreement was signed by the Chair.

Discussion points:

Action notes:

The Service Level Agreement was approved and signed by the Chair.

For redaction:

5.16 Redacted for confidentiality purposes.

Discussion points:

Redacted for confidentiality purposes.

Action notes:

Redacted for confidentiality purposes.

For redaction:

All of 5.16

5.17 GHA Year Budget Projections 2023-24 adjusted

5.17.1 CEO presented the report previously distributed, highlighting and updated on the following sections of the report:

- Statement of Financial Position.
- Statement of Comprehensive Income.
- Office Overhead Breakdown.
- Statement of Cash Flow

5.17.2 CEO advised the budget projection is also going to cover the Financial Management report for Housing Association and Home Team as detailed in Items 6.5 and 6.6.

5.17.3 CEO advised there have been some key budget adjustments due to the number of changes as follows:

- Rathlin Street Roof
- Residential Leases
- Loans
- Planned Maintenance
- Insurance Costs
- Factoring

Discussion points:

Kitchen and bathroom replacements;
Window replacements.

Action notes:

Following consideration and discussion, Members approved the GHA Budget Projections for 2023-24.

For redaction:

5.18 GHT 5 Year Budgets

5.18.1 CEO presented the report previously distributed, highlighting and updated on the following sections of the report:

- Statement of Financial Position.
- Statement of Comprehensive Income.
- Direct Maintenance Costs
- Office Overhead Breakdown.
- Statement of Cash Flow.
- Profit and Loss Workings Year 1

5.18.2 CEO confirmed this report has been approved by Home Team Board.

Discussion points:

Resources within the Home Team;
Chair of Home Team Board

Action notes:

Following consideration and discussion, Members approved the Home Team 5 Year Budgets.

For redaction:

5.19 Homeless (Section 5) Lets and Sustainment

5.19.1 The CEO presented the previously distributed report and highlighted the following section:

- Section 5 Process Improvement Plan

Discussion points:

SOLOs

Action notes:

Following consideration and discussion, Members approved the Homeless (Section 5) Lets and Sustainment.

For redaction:

6. Reports for Discussion/Information

6.1 CEO Work Plan Update August 2023

6.1.1 CEO presented her work plan which she advised would now be closed off.

Discussion points:

Action notes:

The Members approved the details of the Action Plan.

For redaction:

6.2 SHN Comparison Presentation 2023

6.2.1 The CEO referred to the previously distributed report.

Discussion points:

Action notes:

The Members noted the contents of the report.

For redaction:

6.3 Annual Return of the Charter (ARC) Planning Report

6.3.1 The Director of Corporate Services/Deputy CEO referred to the previously distributed report.

Discussion points:

Action notes:

The Members noted the contents of the report.

For redaction:

6.4 SHR Consultation

6.4.1 The CEO referred to the previously distributed report and highlighted the following:

- SHR Discussion Paper - GWSF response August 2023
- Letter to Chair of SHR

6.4.2 The CEO advised this has been sent to the Regulator for their consultation.

Discussion points:

Action notes:

The Members noted the contents of the report.

For redaction:

6.5 Financial Management Report for the 4 months to July 2023

6.5.1 The CEO referred to the previously distributed report which included the following:

- Statement of Financial Position
- Statement of Comprehensive Income
- Office Overhead Breakdown
- Key Finance Performance Indicators
- Statement of Cash Flow.

Discussion points:

Action notes:

The Members noted the contents of the report.

For redaction:

6.6 Financial Management Home Team Report for the 4 months to July 2023

6.6.1 The Director of Corporate Services/ Deputy CEO referred to the previously distributed report and highlighted the following:

- Statement of Financial Position
- Statement of Comprehensive Income
- Direct Maintenance Breakdown
- Office Overhead Breakdown
- Statement of Cash Flow

Discussion points:

Action notes:

The Members noted the contents of the report.

For redaction:

6.7 Key Performance Indicators (KPI) Table

6.7.1 The Director of Corporate Services/ Deputy CEO referred to the previously distributed report and gave a brief overview.

Discussion points:

Action notes:

This report will be provided monthly going forward;
Director of Customer Services will update on any outstanding issues at next Board meeting;
The Members noted the contents of the report.

For redaction:

The CEO left the meeting at this point. The Chair and members thanked her for her service and wished her every success in the future.

7.0 Any Other Competent Business

7.1 Mandates for Approval and Signing

7.1.1 Director of Corporate Services/Deputy CEO presented the following mandates for signature:

- Royal Bank of Scotland
- Glasgow City Council

Discussion points:

Action notes:

Requested mandates were signed by the Chair.

For redaction:

7.2 Director of Community Enterprises – approval to commence recruitment

7.2.1 Director of Corporate Services/Deputy CEO referred to the previously distributed document, highlighting the following:

- Job Description
- Person Specification

Discussion points:

Recruitment process;
Use of Aspen Recruitment if necessary.

Action notes:

Redacted for confidentiality purposes.

For redaction:
Action Notes above.

Director of Corporate Services/Deputy CEO and Corporate Services Officer left the meeting to allow for a confidential discussion.

7.3 CONFIDENTIAL Staff Report - CEO Position

7.3.1 Confidential discussion took place with Board members regarding the CEO position.

Discussion points:

Action notes:
The Members approved the details within the confidential report.

For redaction:

7.4 EVH Employers Consultation - Pay Award April 2024

7.4.1 Confidential discussion took place with Board members who referred to previously distributed document, including Appendix A - EVH Salaries Consultation for Full Members August 2023.

Discussion points:

Action notes:
The Members approved the details within the confidential report.

For redaction:

8. Date of Next Meeting

8.1 The date of the next full Board meeting is Thursday 28 September at 6.00pm.

CHAIRPERSON'S SIGNATURE:



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