



**Minutes of GHA Board Meeting  
held on Thursday 30 November 2023 at 6pm**

**PRESENT:**

- Mr G Maguire, Chair
- Mr C Quigley, Vice Chair
- Ms K Russell, Secretary
- Mr S McLachlan, Member
- Ms A Connelly, Member
- Ms A Williamson, Member
- Ms A Fraser, Member
- Ms F Cochran, Member
- Ms S Keast, Co-Optee

**IN ATTENDANCE:**

- Ms C Quinn, Group CEO
- Ms KA Wallace, Director of Customer Services
- Ms N Salmon, Group Corporate Services/HR Team Leader
- Ms L Edwards, Development Consultant

**1.0 Apologies**

1.1 The Chair advised that Mr Z Khan has submitted his apologies. Ms S Dingwall is on a leave of absence.

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

2.1 Mr C Quigley declared that he is a Director of the Home Team. Ms A Williamson declared that she is a Director of the Water Row Company.

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 Draft Minutes of GHA Board Meeting 26 October 2023

4.1.1 The minutes of the GHA Board meeting held on 26 October 2023 were approved by Ms A Connelly and seconded by Ms A Fraser as a true reflection of the meeting.

## 4.2 Matters Arising

- 4.2.1 There was one matter arising in relation to financial lucidity, the GCEO advised that she had sent an email to the Board on 29 November 2023 to clarify the position.

### Discussion points:

### Action notes:

### For redaction:

## 5.0 Reports for Decision/Approval

### 5.1 Water Row Phase 1 Update Report

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

5.1.2 Redacted for confidentiality purposes.

5.1.3 Redacted for confidentiality purposes.

- 5.1.4 The Development Consultant mentioned that the stage 3 building warrant has been approved and the Association is waiting for the formal paperwork as highlighted in section 13 of the report.

- 5.1.5 The Development Consultant indicated the current handover dates as detailed in section 14 of the report noting the first handover is on Tuesday 5 December 2023 pending building control sign off.

5.1.6 Redacted for confidentiality purposes.

- 5.1.7 The Development Consultant discussed the key risks as described in section 20 of the report and confirmed that no new risks have been identified.

### Discussion points:

1. Redacted for confidentiality purposes.

### Action notes:

Following discussion the Board noted and approved the Water Row Phase 1 Update report.

### For redaction:

5.1.2, 5.1.3, 5.1.6, discussion point 1

*At this point the Development Consultant left the meeting.*

### 5.2 Annual Review of Rents

- 5.2.1 The Director of Customer Services advised the Board that there will be 4 or 5 consultation sessions which will provide tenants with the opportunity to discuss the rent increase options.

- 5.2.2 The Director of Customer Services advised that the rent consultation is solely for social rented properties and does not include factored properties.
- 5.2.3 The Director of Customer Services noted that the Association proposed changing the date that the rent increase will be effective from to 1 April and this has been included in the consultation document as mentioned in section 2.8 of the report.
- 5.2.4 The Director of Customer Services stated that the costs for the bulk uplift service will be included as part of the rent consultation and the Association is proposing a charge of £3.41 per month across all properties to continue the service as described in section 2.9 to 2.11 of the report.
- The Director of Customer Services advised that the bulk uplift service charge will be passed to shared owners and factored properties.
- 5.2.5 The Director of Customer Services mentioned rent affordability for tenants as detailed in section 2.12 to 2.13 of the report noting that the Associations rents are 4.6% cheaper than other RSL's in the areas and up to £1400 cheaper per month compared to some private landlords.
- 5.2.6 The Director of Customer Services explained the two different options - 6.25% and 6.5% - and the resulting financial cash flow positions as illustrated in section 3 of the report.
- 5.2.7 The Director of Customer Services discussed comparability as detailed in section 4 of the report.

**Discussion points:**

1. Planned investment across the Association's stock.
2. Window replacement programme and the use of a conservation area expert to support the Association's planning application for UPVC windows. The GCEO encouraged Board members to attend the GCC planning meeting early 2024 in support of the Association's planning application.
3. Potential next steps should tenants not vote in favour of the increase.
4. Simplifying the consultation document moving forward.
5. Bulk uplift service charge
6. Factoring costs.
7. Landscaping concerns and issues

**Action notes:**

Following discussion, Members noted the Annual review of Rents report and approved:

1. the options to consult on 6.25% and 6.5% rent increase;
2. the change in date for the rent increase to 1 April;
3. the inclusion of the bulk uplift service charge of £3.41 per property as part of the consultation.

**For redaction:**

5.3 Procurement Policy Amendment

- 5.3.1 The GCEO advised the Association's Internal Auditor has recommended a minor change to the Procurement Policy approved at last month's Board meeting as detailed in section 5 of the report.

**Discussion points:**

**Action notes:**

Following discussion the Board approved the Procurement report and the recommendations at section 2 of the report.

**For redaction:**

5.4 Governance Report

5.4.1 The GCEO presented the monthly Governance report and highlighted the following areas in the report:

- a) Notifiable events as described in section 4 of the report noting that there are currently 2 notifiable events one relating to a lock change and the other to a lease agreement between the Association and Water Row Company;
- b) Complaints as mentioned in section 5 of the report noting that there are no new live complaints with SPSO;
- c) Governing Body appraisals and training as detailed in section 7 of the report noting the annual Board appraisals are in progress following which a training plan will be developed and presented to the Board for approval;
- d) Governing Body attendance as highlighted in section 8 of the report noting a dip in attendance in the last few months;
- e) Health and Safety as described in section 9 of the report noting that the next internal Health and Safety Working Group is scheduled to meet on 18 December 2023.

Housing H&S Compliance UK Ltd has conducted targeted audits of specific areas of the Association's Landlord Safety manual to assess compliance and has issued recommendations which will form an action plan. There are no materially significant or serious matters identified in the recommendations;

- f) Freedom of Information (FOI) and Subject Access Requests (SAR) update as described in section 10 of the report;
- g) Annual Assurance Statement (AAS) as included in section 11 of the report;
- h) Use of the seal and shareholder applications noting that there has been no new shareholder applications or use of the seal since the last meeting.
- i) A business planning half day session will take place on 25 January 2024 for the Board to review the risk register, conduct a SWOT and PESTEL analysis and start reviewing the Business Plan. Moving forward this will be carried out by the Board on an annual basis;
- j) Other governance matters discussed in detail - as indicated in section 14 of the report including:

- i. A report on the notifiable event mentioned at last month's meeting regarding a lock change as noted in section 15 and Appendix 1 of the report. The Board were encouraged to read section 3.5 of Appendix 1 regarding lessons learned moving forward and section 9 regarding the legal advice provided to the Association. The report will be sent to the SHR as part of a Notifiable Event.
- ii. The speech by the Director of Regulation, SHR at the recent SFHA Finance Conference noting that the SHR are recognising the financial challenges that RSL's are under.

**Discussion points:**  
 1. Next steps in relation to the tenant who sends the majority of FOI requests.  
 2. Redacted for confidentiality purposes.

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

**For redaction:**  
 Discussion point 2.

5.5 Policy Report

5.5.1 The GCEO presented the Policy report and highlighted minor amendments to the following policies:

- Handover of Completed Buildings Policy
- Defects Building Policy

**Discussion points:**

**Action notes:**  
 Following discussion the Board noted and approved the Policy report and recommendations at section 2 of the report.

**For redaction:**

5.6 Close Cleaning Contract - Procurement of Contractor

5.6.1 The Director of Customer Services presented the Close Cleaning Contract Procurement of Contractor report including Stage 1 and 2 outcomes at Appendix 1 and 2.

5.6.2 Redacted for confidentiality purposes.

5.6.3 Redacted for confidentiality purposes.

**Discussion points:**  
 1. Cleaning specification and frequency.

**Action notes:**  
 Following discussion, the Board noted the Close Cleaning Contract Procurement of Contractor report and approved the appointment of CAS.

**For redaction:**

5.6.2 and 5.6.3

5.7 The Water Row Company

5.7.1 The Director of Customer Services presented The Water Row Company report and noted that all 92 residential properties have been provisionally allocated and a reserves list is place.

5.7.2 The Director of Customer Services advised that the Water Row Company has now been registered at Companies House as a private landlord.

5.7.3 The Director of Customer Services advised the Board of the expected handover dates as illustrated at section 5.1 of the report.

5.7.4 The Director of Customer Services provided Members with an update on the Commercial Units as described in full at section 7 of the report. Notes of interest to become a leaseholder will be scored against a matrix and then interviews will be held with Applicants to consider their business, business plan and what they can bring to the area. Mr C Quigley agreed to represent the Board on the interview panel to share the decision making process.

5.7.5 The Director of Customer Services advised that 4 employees and one person closely connected to the Group have applied and have been successful in being allocated a property at Water Row pending Board approval. Following discussion, the Board unanimously approved the lettings.

**Discussion points:**

1. General and food waste provision and requirements/plans/licence/lease for commercial units.

**Action notes:**

Following discussion, Members noted the Water Row Company Report and:

1. Authorised Mr C Quigley to represent the Board on the interview panel for allocating commercial properties;
2. Approved the lettings to the 5 applicants who have declared an interest in the Govan Housing Group.

**For redaction:**

5.8 Water Row Lease Agreement

5.8.1 The GCEO presented the Water Row Lease Agreement report and explained that the agreement involves leasing the 92 residential units at Water Row from the Association to the Water Row Company. The 6 commercial units will be subject to a separate lease agreement.

5.8.2 The GCEO advised that a separate report regarding the disposals of assets by lease will be discussed at agenda item 6.3.

5.8.3 The GCEO advised that the 92 residential units will remain the property of the Association however will be leased to the Water Row Company. Following discussion, the Board unanimously approved the lease agreement following which the Chair - representing the Association and Ms A Williamson - representing the Water Row Company - signed the lease agreement.

**Discussion points:**

**Action notes:**

Following discussion, the Board noted the Water Row Lease Agreement report and approved the lease agreement between the Association and Water Row Company for the 92 residential units.

**For redaction:**

**6. Reports for Discussion/Information**

**6.1 Bi-Annual Review of Treasury Management Operations**

6.1.1 The GCEO discussed the previously distributed Bi-Annual Review of Treasury Management Operation for information and advised that 347 properties are now held by the Bank and are estimated at £24M.

6.1.2 The GCEO confirmed that the Association is well within targets set for loan covenants.

6.1.3 The GCEO highlighted the current borrowings illustrated in full at section 6 of the report and noted that all except one loan is fixed.

6.1.4 The GCEO went on to discuss the loan covenants at section 7 and noted that both the interest cover ratio and gearing figures are healthy as is the cash flow figures demonstrated at section 8 of the report.

**Discussion points:**

**Action notes:**

1. Following discussion, Members noted and approved Bi-Annual Review of Treasury Management Operations Report.

**For redaction:**

**6.2 Customer Services Report**

6.2.1 The Director of Customer Services presented the previously distributed Customer Services report and noted the AOV update at section 4.

6.2.2 The Director of Customer Services provided the Board with an update and next steps regarding the Golspie Street cladding and noted that the Scottish Government are not yet in the position to provide a technical specification.

6.2.3 The Director of Customer Services noted the recent community engagement activities at section 9 of the report.

**Discussion points:**

1. 701/709 Govan Road update and next steps.
2. Govan Christmas events.
3. Board Christmas lunch.

**Action notes:**  
Following discussion, the Board noted and approved the Customer Services Report.

**For redaction:**

### 6.3 Disposal of Assets by Way of Lease

6.3.1 The GCEO presented the Disposal of Assets by Way of Lease report and explained that the purpose of the report is to inform the Board of the disposal, by way of lease, of the 92 residential units at Water Row valued at £21,507,917.10 from the Association to the Water Row Company.

6.3.2 The GCEO clarified that the 92 units remain the asset of the Association however, are disposed from use by the Association as socially rented properties.

6.3.3 The GCEO advised that the SHR will be informed of the disposal via the Notifiable Events process.

**Discussion points:**

**Action notes:**  
Following discussion the Board noted the Disposal of Assets by Way of Lease report and approved the disposal, by way of lease, of 92 residential units at Water Row to the Water Row Company.

**For redaction:**

## 7.0 Any Other Competent Business

### 7.1 EESSH2 - Glasgow West of Scotland Forum (GWSF) Update

7.1.1 The GCEO advised that the GWSF have been part of the Scottish Government EESSH2 review group and the summary from the group have been emailed to the Board for information. The GWSF and other organisations have expressed concerns regarding the cost burden of EESSH2 compliance for RSL's.

### 7.2 STV Filming of Water Row

7.2.1 The GCEO advised that STV would like to film Water Row. The Board unanimously approved the filming.

### 7.3 Sunny Govan Radio

7.3.1 The GCEO advised that Sunny Govan Radio have asked to interview her regarding her new position as GCEO. The Board unanimously approved the interview.

**Discussion points:**

**Action notes:**

**For redaction:**



**8. Date of Next Meeting**

8.1 The date of the next full Board meeting is Thursday 25 January 2024 at 6.00pm.

CHAIRPERSON'S SIGNATURE:

A handwritten signature in black ink, appearing to read 'G. P. L. J.', is centered on the page. Below the signature is a horizontal dotted line.