

**Minutes of the Board Meeting  
held on Wednesday 23 May 2018 at 6pm  
in The McGinlay Suite at the Association's Arden Office**

**Present:**

M. Flaherty  
S. Gaunt (part meeting)  
H. Gracie (part meeting)  
A. Kirkwood  
L. Lawson  
A. Louden  
P. McGinlay MBE (part meeting)  
E. McShane  
M. Smith

**In Attendance:**

A. McKee, Chief Executive  
N. Logan, Finance Director  
J. Murray, Housing Services Director  
D. Weir, Technical Director  
M. Hutcheson, Corporate Services Manager  
P. Bridges, Corporate Services Officer (Minutes)

Lauren Little, TC Young - part meeting (Agenda Item 2)  
Paul McNeil, HRC Consultants - part meeting (Agenda Item 2)

**1. Apologies and Declarations of Interest** (including agenda item to which this refers)

**Apologies:**

Apologies were **noted** on behalf of Board members K. Barker, M. Loughran, W. McNamara and M. Mundt.

A. McKee advised that the leave of absence granted to P. McGinlay MBE had now ended. The Board was very pleased to note that P. McGinlay MBE had recovered from her recent illness and welcomed her return to Board meetings.

**Declarations of Interest:**

Item 11 (4): M. Smith advised that he is a personal friend of the Managing Director of AS Homes (Scotland) Limited, Developers. M. Smith will leave the meeting room while this item is discussed by the Board.

## 2. Bank of Scotland Loan Agreement and S107 Consent

*Please see Confidential Minute*

## 3. Risk Management

### (i) Strategic Risks

N. Logan advised that the format of the report had been changed following the comments made by the Board at the previous meeting. N. Logan added that the Strategic Risks had been discussed at the recent Audit and Corporate Services Sub-Committee meeting. The Board **noted** the report.

## 4. Business Plan Quarterly Review: 1.4.17 - 31.3.18

The Board **noted** the report.

## 5. Health & Safety

Nothing to report.

## 6. Staffing Update

*Please see Confidential Minute.*

## 7. Minutes of Previous Board Meetings

### (i) Decisions taken between meetings

Nothing to report.

### (ii) Board Meeting 21.3.18 & Confidential 21.3.18

The Minutes were **approved** as an accurate record of the meeting.

### (iv) Action Agreed:

**Page 3, Item 14(2) - Board Recruitment:** A. McKee advised that advertising for new Board members is a long process, noting that it may be too close to the AGM to carry this out at the present time. The Board **agreed** with this suggestion and further **agreed** that A. McKee should try to identify individuals who may be interested in joining the Board (preferably one tenant and an additional person with a finance background). Potential new Board members would be asked to attend a meeting as an Observer.

#### Action: (Staff)

- A. McKee to endeavour to identify individuals who may be interested in joining the Board. Advert to be placed for Board Members following AGM, assuming vacancies remain on the Board.

## 8. Minutes of Sub-Committees and Other Meetings

Nothing to report.

## 9. Membership

Nothing to report.

## 10. Use of Seal

Nothing to report.

## 11. Matters for Discussion/Decision

### (1) Annual Return on the Charter (ARC)

A. McKee advised that the Annual Return on the Charter (ARC) for 2017-18 is due to be submitted to The Scottish Housing Regulator. Board members were asked to discuss and approve the document.

*Please see Confidential Minute.*

The Board **approved** the Annual Return on the Charter for 2017/18.

### (2) AGM Arrangements 2018

The Board **noted** the report which advised that **Kimberley Barker**, as the longest serving Board member, will be asked to stand down at the AGM.

A further 3 Board members will be required to stand down. As 5 Board members have served for an equal period of time, it was necessary to carry out a draw to determine which 3 of those 5 Board members would stand down. The Board **agreed**, and members of the Corporate Management Team were asked to carry out the draw. The Board members selected were **Alex Kirkwood, Lawrence Lawson and Michael Smith**.

**Maryrose Flaherty**, who has been filling a casual vacancy on the Board since November 2017, will also be required to stand down.

A. McKee asked if the Board would like to invite a guest speaker to the AGM. A Board member suggested inviting Humza Yousaf MSP. The Board **agreed** with this proposal. A. McKee will contact H. Yousaf to ask him to speak at the AGM in his capacity as an MSP.

#### Action: (Staff)

- A. McKee to invite Humza Yousaf MSP to speak at the AGM.

### (3) General Data Protection Regulations (GDPR)

M. Hutcheson advised that staff have been doing a lot of work since the start of the year to ensure that the Association complies with the new legislation (GDPR comes into effect on 25 May 2018). M. Hutcheson has prepared a new Data Protection policy which the Board will be asked to discuss/approve later in the meeting.

Data mapping is still ongoing, led by the senior staff in each department and co-ordinated by M. Hutcheson. M. Hutcheson is also working on internal procedures for staff which will be issued within a couple of weeks. With regard to Data Storage and Transfer, N. Logan advised that she was currently looking at IT security (encryption) and would update the Board on this at a later date.

The Board was asked to discuss the Action Plan. A Board member commented that the Action Plan does not fully demonstrate the amount of work already done, and the progress made, to comply with GDPR. The Board member suggested that additional explanation where dates have been missed and more detail about the work that has been done would demonstrate to the ICO that the Association is making progress. This extra detail would also give comfort to the Board. The Action Plan should clearly state that the Fair Processing Notice has been posted out to all residents and to applicants on the waiting list, and that information has also been sent out to the Association's contractors.

A. McKee asked if staff could amend the report to incorporate the Board's comments and report back to the Special Meeting on 13 June 2018. The Board **approved** this proposal.

**Action:  
(Staff)**

- Staff to add more detail to the Action Plan and report back to the Special Board Meeting in June.

### (4) Arden Phase 5B Development Opportunity

Board Member M. Smith left the meeting room while this item was discussed by the Board.

*Please see Confidential Minute.*

M. Smith re-joined the meeting.

**7.40pm - P. McGinlay MBE and H. Gracie left the meeting.**

**Action:  
(Staff)**

- D. Weir to add two new risks to the Project Risk Assessment document.

## (5) Management Accounts for the Year to 31 March 2018

N. Logan advised that the report highlighted the main variances within the Management Accounts. N. Logan confirmed that the Association complies with all lenders' covenants. N. Logan added that she is currently revising the Financial Appendix of the Business Plan and the Budget for the year to 31 March 2019 and will present both items to the Board for discussion at the Special Board meeting on 13 June 2018.

The Board **noted** and **approved** the Management Accounts for the Year to 31 March 2018.

## (6) Internal and External Audit Programme & Timetable

The Board **noted** the report which contained a summary of audits (both internal and external) taking place this year.

N. Logan asked the Board to approve and sign the Engagement Letter from Alexander Sloan. The Board **approved** this request and the Chairperson **signed** the letter.

N. Logan confirmed that representatives from Henderson Loggie (Internal Auditor) and Alexander Sloan (External Auditor) would be attending the next meeting of the Audit and Corporate Services Sub-Committee on 13 June 2018.

<b>Action: (Staff)</b>	<ul style="list-style-type: none"><li>N. Logan to return the signed Engagement Letter to Alexander Sloan.</li></ul>
----------------------------	---



## (7) Association's Office Accommodation

The Board **noted** the report and **agreed** with A. McKee's proposal to postpone the discussion about the work required to upgrade the Association's office until later this financial year. A. McKee explained that the proposal to postpone the office upgrade work is due to the Association's significant development programme and substantial planned maintenance programme.

The Scottish Housing Regulator confirmed in March this year that Glen Oaks continues to be 'low engagement'. However, the Regulator also noted that the Association's surpluses have been variable. The Board **agreed** to remove the amount allocated for the office refurbishment from the budget when the budget is next updated.

Following a brief discussion about the possibility of installing a lift to improve access to all floors of the office, a Board member asked if the office was currently suitable for people with disability issues. A. McKee confirmed that the ground floor of the office was fully accessible.

## (8) Hanging Baskets - Arden & Darnley

The Board **noted** the report and **agreed** that the provision of hanging baskets would enhance the area. However, the Board was concerned about the cost quoted by John O'Conner Grounds Maintenance Limited to provide the baskets and maintain them until the end of the summer. The Board was keen to see the cost reduced to approximately £100 per basket (including VAT) and **agreed** that D. Weir should contact the contractor to negotiate.

**Action:  
(Staff)**

- D. Weir will discuss the cost of the hanging baskets with the contractor.

**8pm - S. Gaunt left the meeting.**

## (9) EESSH Annual Return

D. Weir advised that the Energy Efficiency Standard for Social Housing (EESH) comes into force in December 2010. D. Weir confirmed that Glen Oaks' EESH compliance rate is high (96%), adding that of the Association's 1298 properties, 52 currently do not meet the standard. D. Weir estimates that 22 properties will require an exemption due to excessive cost.

The Board **approved** the EESH Annual Return 2017-18.

**Action:  
(Staff)**

- D. Weir to submit the approved EESH Annual Return to The Scottish Housing Regulator.

## 12. Community Regeneration

A. McKee was pleased to report that the Association had recently received £35,000 funding for its Starting Out Project. Glen Oaks' Workingrite project had also received funding of £80,000.

The Board **noted** the report.

## 13. Policy Review

### (1) Data Protection

A. McKee thanked M. Hutcheson for her work on the policy. The Board **approved** the Data Protection policy.

### (2) Governance Handbook

A. McKee thanked P. Bridges for her work on the Handbook. The Board **noted** the amendments and **approved** the Governance Handbook.

## 14. Matters for Information

### (1) Board Attendance: April 2017 - March 2018

A. McKee advised that attendance at Board Meetings during the previous year had been good. The Board **noted** the report.

### (2) Calendar of Board & Sub-Committee Meetings (updated)

The Board **noted** that a Special Board meeting had been added to the Calendar. This meeting will take place on Wednesday 13 June 2018 at 6.30pm (immediately after the Audit and Corporate Services Sub-Committee meeting).

## 15. Report back from Meetings/Conferences attended

**UK Housing Awards:** A. McKee advised that E. McShane (Chairperson) and P. McGinlay MBE (Vice-Chairperson) had attended this event with staff members A. McKee, J. Murray and E. Woods. The Association had been finalists in the Digital Inclusion category of the Awards. A. McKee added that this was a very good event which had been reported in the Housing News.

## 16. Correspondence and Other Matters for Decision

The Board noted the report and agreed the following:

- (5) **The Mary Barbour Award:** The Board **noted** this item but did not make any nominations.
- (4) **SFHA Annual Conference 2018:** The Board **noted** this item. A. McKee advised that he would be attending one day of the Conference.
- (5) **SHARE Office Bearers' Retreat:** The Board **noted** this item. Although the Board **agreed** that this looked like an interesting event, it was suggested that it was difficult for Board members who are working to get time off to represent the Association at events taking place during the week. M. Hutcheson will pass on the Board's comments to SHARE.
- (7) **Alex Glass:** The Board **agreed** to support the proposal for Glen Oaks to lay a wreath at the Nitshill War Memorial on Remembrance Sunday. A. McKee will respond to A. Glass on behalf of the Board.
- (13) **EVH Annual Conference 2018:** The Board **noted** this item. A. McKee offered to contact the Board members not in attendance at this meeting to ask if they would like to attend the Conference. The Board discussed this suggestion and **agreed** that A. McKee should contact M. Mundt.
- (14) **GWSF Free Annual Regeneration Conference:** The Board **noted** this item.

- (15) **EVH 40th Anniversary Dinner Dance:** The Board **agreed** that P. McGinlay MBE and H. Gracie should be asked if they would like to represent Glen Oaks at this event. A. McKee will contact EVH to ask if P. McGinlay MBE has already been invited in her capacity as a member of EVH's Executive Committee.

<b>Action: (Staff)</b>	<ul style="list-style-type: none"><li>• M. Hutcheson to pass on the Board's comments re the Office Bearers' Retreat event.</li><li>• A. McKee to contact Alex Glass re Nitshill War Memorial event.</li><li>• A. McKee to contact M. Mundt re the EVH Annual Conference 2018.</li><li>• A. McKee to ask EVH if P. McGinlay MBE has been invited to this event in her capacity as a member of EVH's Executive Committee.</li></ul>
----------------------------	---

## 17. Any Other Competent Business

- (1) **Board Appraisals:** A. McKee advised that SHARE would be carrying out the Board Appraisals again this year. M. Hutcheson will contact SHARE to agree dates and will then contact Board members to arrange their individual appointments.
- (2) **TIS 'Most Inspiring Newcomer Award':** A. McKee advised that Glen Oaks would be sponsoring this award category at the TIS Conference on 9 June 2018. The Chairperson, E. McShane, will be presenting the award and will say a few words at the event. Representatives of the Association's Service Improvement Group will also be in attendance.
- (3) **Board Training:** M. Hutcheson confirmed that a training session (*The Board - Role as Trustees of a Charity*) had been arranged for Wednesday 30 May 2018 at 6pm. 8 Board members have indicated that they will attend. There will also be some members of staff in attendance.

<b>Action: (Staff)</b>	<ul style="list-style-type: none"><li>• M. Hutcheson to agree dates for Board Appraisals with SHARE and arrange appointments for the Board.</li></ul>
----------------------------	---

## 18. Date and Time of Next Meeting

There will be a Special Board meeting on **Wednesday 13 June 2018 at 6.30pm**, immediately after the Audit and Corporate Services Sub-Committee meeting scheduled for 5.30pm.

The next Board meeting will take place on **Wednesday 22 August 2018 at 6pm**. Board members are invited to attend at 5.30pm for an informal chat with A. McKee if they wish.

**Signed:** .....

**Date:** .....