

**Minutes of the Board Meeting**  
**Held on Wednesday, 14 August 2024 at 6pm**  
**Hybrid at The McGinlay Suite in the Association's offices and online**

**Present**

Simon Gaunt (SG)  
Fiona Koroma (FK)  
Kimberley Barker (KB)  
Patricia Gallagher (PG)  
Helen Gracie (HG)  
Michael Smith (MS)  
Emma Brown (EB) (online)

Kevin Booth (K Booth), Alexander Sloan (item 2.1)

**In attendance**

Nicola Logan, Chief Executive Officer (NL)  
Donald Weir, Technical Director (DW)  
Kirsty Wilson, Housing Services Director (KW)  
Cindy McNeill, Finance Director (CM)  
Martha Hutcheson, Corporate Services Manager (MH)  
Laura Strang, Senior Corporate Services Officer (temporary) (LS)

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

**Apologies:** Apologies were received from Board members: Andrew McCafferty and David Mulhern

**Declarations of Interest:** M Smith for discussions relating to AS Homes.

**2.0 Matters for Approval**

**2.1 Financial Statements for the year to 31 March 2024**

CM presented an overview of the Financial Statements. She highlighted that there were two areas of concern relating to repairs and wider role. See confidential minute.

K Booth went through the details of the summary report and confirmed that an unqualified audit report would be issued.

He then spoke about the key audit issues.

K Booth went on to say that the Letter of Representation confirms that the

Board has made the auditors aware of all the relevant information. The appendices include a summary of the adjustments to the Financial Statements. The Board **approved** this.

The Auditor also stated that the Letter of Engagement had been re-issued. The content has not changed but Alexander Sloan has transferred into a limited liability partnership. The Board **approved** this.

The Board **approved** the Financial Statements

SG thanked K Booth for attending the meeting. K Booth left the meeting.

## **2.2 AGM 2024 Arrangements**

NL advised that the location of the AGM will probably change to Ashpark Primary due to the refurbishment of the McGinlay Suite. After the formal business there will be several awards including one in memory of Alasdair. This will be an annual award for two inspiring young people who complete placements with the workingrite project.

There was some discussion about the timing of removal of members for non-attendance at five consecutive AGMs. Agreed to review this to ensure it is accounted for in the correct financial year. It was also agreed that F Koroma and P Gallagher will stand down at the AGM.

SG spoke about a change to the process for electing office bearers. Board members who are interested in becoming office bearers should complete a nomination form prior to the meeting for electing these positions. It was agreed that the meeting would take place immediately after the AGM as long as sufficient Board members are in attendance.

## **2.3 External Auditor Appointment**

CM explained the process for tendering for the external auditors and confirmed that only one tender was received. This was from Alexander Sloan and the tender amount was comparable to their previous contract, with inflation applied. The Board approved the appointment of Alexander Sloan.

## **3.0 Health & Safety**

DW explained that his report was in a different format with KPIs attached. He advised that the electrical servicing programme has now started so that the reported shortfall will be prioritised.

A question was asked about the properties with out-of-date smoke and heat detectors. DW agreed to update the Board on this at the next meeting.

#### **4.0 Minutes of previous Board meeting**

A point was raised about an action that was included in the Actions Report but not in the minutes. It was recommended that the minutes are available, as soon as possible after meetings and that Board members raise any issues or queries immediately.

- Board recruitment – it was agreed that this would be postponed for a while.
- Windows disturbance payment – agreed to consider on an individual basis.
- Community regeneration – confirmed that this will be considered as part of the mid-year budget review.
- Complaints report – additional category of “area” will be included from next quarter.
- Board agenda – format and content still to be reviewed.

#### **5.0 Minutes of Sub-Committees and other meetings**

Attendance list to be amended to clarify who is part of the quorum.

#### **6.0 Matters for Discussion**

##### **6.1 Assurance – Review of Regulatory Standards**

LS reiterated the importance of the process she follows when reviewing the Standards. She makes sure everything complies with the new guidance. She advised that the internal auditor will review everything in September. This will include testing of our evidence bank and she will carry out a final review before the end of October. She advised the Board of the additional questions that have been added to the toolkit recently. These have been highlighted in red, with a statement relating to our compliance appearing below. She was pleased to report that gathering evidence had been easier this year as the process is now well-embedded. There was some discussion about Board training as some sessions had still not taken place. This was an issue raised at the recent appraisals. It was suggested that Board training / experience from out with the Association could be included to provide more assurance e.g., from other housing association employers.

##### **6.2 Chief Executive's Report**

- Potential Board member – Paul Watson (Arden tenant) has applied to become a Board member so a meeting will be arranged shortly with SG.
- Office refurbishment – since the office has been undergoing major refurbishment, NL suggested it could be worthwhile carrying out a rebranding exercise since the logo looks outdated. The Board agreed that this was a good idea but added that staff should be mindful of the cost associated with such a project.

- Strategy session – agreed 15 & 16 November were the best dates and that a city centre location was preferable.
- Wider role information to be prepared for the November meeting instead of October.
- Arden Community Hall – see Confidential minute
- Gold Service – see confidential minute.

### **6.3 Tenant Priorities Survey**

Since there was insufficient time to discuss this important topic, it was agreed to postpone it until the strategy session.

### **6.4 Management Accounts for the period to 30 June 2024**

CM said the main concern relates to the cost of reactive repairs. As noted in the report at 6.8, it is proposed that future procurement could be carried out through the iFlair framework which is a dynamic purchasing system. It is anticipated that by collaborating with other associations, our negotiating position would be improved. This was agreed.

### **6.5 Treasury Report as at 30 June 2024**

CM confirmed that the Association's loans and investments are being managed in a manner that complies with best practice. The Report was approved.

### **6.6 Outcome of CEO appraisal**

Board noted the report and objectives agreed for 2024/25. They also thought it would be beneficial for a 6-monthly review to take place.

### **6.7 Development Report**

The Board agreed with the proposal to submit an amended project proposal.

### **6.8 Reactive repairs and void contract**

Board noted the report and agreed with the proposal to follow the iFlair procurement route.

## **7.0 Performance reports**

### **7.1 Risk Management**

Board noted the Risk Summary report.

### **7.2 Business plan and performance report**

Board noted the report. NL agreed to send another report between meetings.

### **7.3 Complaints and compliments**

Board noted the report and were pleased to hear the positive feedback. KW confirmed that this had been taken from comments received at the Big Conversation event.

### **8.0 Strategy and policy review**

#### **8.1 Unacceptable Behaviour Policy**

NL explained that staff had been experiencing an unprecedented level of aggressive behaviour from tenants. She said it is important that the level of incidents is reported to the Board. It was agreed that approval of the policy would be delegated to the Housing, Technical and Health & Safety Sub-Committee. Board confirmed that they fully supported the action being proposed and asked for this to be passed on to the staff team. NL agreed to keep the Board informed as part of health & safety reporting. It was agreed that this should be a separate item for discussion at the next Board meeting.

#### **8.2 Human Rights Policy**

The Human Rights Policy was approved.

#### **8.3 Policy Register**

Board noted the Policy Register.

### **9.0 Reports back from meetings / conferences attended**

Nothing to report.

### **10.0 Any other competent business**

- SFHA conferences - A Board member asked for SFHA login details to be circulated to the Board.
- Board appraisals – there was very positive feedback about the appraisal process this year. Everyone agreed that Linda Ewart had done an excellent job.
- Special thanks to SG – since this was SG's last meeting as Chair, the Board wanted to pass on their thanks for his sage wisdom over the past 5 years.

### **11.0 Date and time of next meeting**

There will be a short meeting after the AGM on Wednesday 18 September.