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| MINUTES OF       | : | Board of Management Meeting |
| TIME & DATE HELD | : | 4th October 2022 at 6.00pm  |
| DATE APPROVED    | : | 8th November 2022           |

|                       |   |   |
|-----------------------|---|---|
| BOARD MEMBERS PRESENT | : | Christine Thomson, Elizabeth Battersby, Brian Barclay, Sean Connor, Gillian Johnston, Hugh McIntosh and Eddie Robertson |
| APOLOGIES             | : | Rae Connelly and Lesley Scoffield   |
| STAFF PRESENT         | : | Tony Teasdale, (CEO)<br>Kirsty Brown (Director of Finance & Corporate Services)   |
| IN ATTENDANCE         | : | None  |

1. **Apologies**

Apologies were noted as above. Vice Chair Christine Thomson took the chair In the absence of Lesley Scoffield.

2. **Declarations of Interest**

Christine Thomson declared an interest in Item 10.

3. **Election of Officer Bearers**

Members noted the content of the report and that only one nomination had been received for each of the Office Bearer positions. **The Board then approved the re-election of office bearers for the coming year as follows:**

- **Chairperson:** Lesley Scoffield (proposed by Gillian Johnson, seconded by Christine Thomson).
- **Vice Chairperson:** Christine Thomson: proposed by Eddie Robertson, seconded by Gillian Johnson).
- **Secretary:** Elizabeth Battersby (proposed by Gillian Johnson, seconded by Hugh McIntosh).

4. **Minutes for Information**

None.

5. **Minutes for Approval: 13th September 2022**

The draft Minute of the Board meeting on 13th September 2022 was **approved** on a motion from Gillian Johnson, seconded by Mr Robertson.

6. **Matters Arising Schedule**

Members noted the content of the Schedule of Matters Arising from the meeting on 13.09.22 and noted further updates as follows:

*Ref. Min. Item 8: Cost of living crisis and review of the Association's approach to rent arrears prevention and recovery:*

- The CEO advised that arrears levels had remained steady in recent months. They were within target at the end of September, although this was just before the latest increase in fuel bills was due to take effect. More detailed information to be provided to the next meeting of the Housing & Community Services sub-committee.
- A Member highlighted the recent launch of the Council's £1m Winter Fuel Support Fund. The CEO advised that staff were aware of this and would look to ensure that it was promoted to local residents.

## **7. Compliance and Safety Update**

Members noted the content of the report.

## **8. CEO Progress Report**

Members noted the content of the report and in particular:

- *Pension review update:*
  - The launch of the 60 day consultation with staff on the proposal that the Association withdraw from the SHAPs Defined Benefit (DB) scheme.
  - Recent correspondence received from SHAPs advising that the contribution rates for the DB scheme would not now be increasing before April 2024, contrary to earlier indications.

It was noted that staff had been made aware of the update from SHAPS regarding the delay in increase in contribution rates. Members discussed the implications of this decision by SHAPs and possible reasons for it. Following discussion **it was agreed that this should not delay or alter the consultation process currently underway**. Members also noted the intention to now consult with staff who are already in the Defined Contribution (DC) scheme about introducing salary sacrifice on an opt-out basis.

- *Staffing update:* **Board approval was given for Kirsty Brown (the new DFCS) to be added to list of SHA signatories.**
- *Tollcross Mansionhouse:* The CEO gave an update on communication with Scottish Government officials and advised that the Association had still to receive confirmation that repayment of Grant would not be sought following the sale of the property earlier in the year.
- *Wider Role funding bid:* The application to the Social Housing Fuel Support Fund had been unsuccessful. A further application was being made to the Energy Redress Fund, with support from Tollcross HA and the Advice Centre. This was primarily aimed at funding the employment of an energy adviser for two years.

## **9. Rents and Business Plan Review Update**

The Board noted the content of the report and the CEO provided further updates about:

- Recent lobbying activity by our representative bodies (SFHA and GWSF) in relation to the Scottish Government's announcement since the last meeting that it intended to implement a rent freeze for all rented housing.

- Action taken so far by SHA to support and influence this lobbying, including communications with local elected representatives and also with other RSLs in similar circumstances. The CEO advised that information regarding the financial impact of a rent freeze on SHA had been shared with SFHA. He also updated that he had been in communication with John Mason MSP regarding the Association's concerns (as shared with office bearers) and also the local Councillors.
- The draft Cost of Living (Tenant Protection) (Scotland) Bill which that had been published by the Scottish Government the night before, and discussed in parliament earlier that day, as emergency legislation. A presentation was given by the CEO on the key proposals in the draft Bill. These included items that related only to the private rented sector (which for these purposes includes any EEHDC tenants) as well as those that also applied to the social rented sector. Most significant for the Association were the following:
  - The proposed new power for the Scottish Government to restrict rents in both the private and social housing sector until at least 31.3.23 with the option to extend this for a further two 6 month periods if that was felt to be appropriate. The restriction had been initially set at 0% (so in effect a freeze) and was expected to remain at that level till 31.3.23.

and

  - A temporary moratorium on evictions, except in a limited number of circumstances (including, importantly, in cases involving criminal or anti-social behaviour or where the tenant is in serious rent arrears, which for the purposes of the social rented sector is defined at £2,250).

No indication had been given of when a decision will be taken on whether the rent restrictions will be extended beyond 31.3.22. Members noted the challenges that this would pose in deciding whether, and how, to consult with tenants on a possible rent increase to take effect from 1<sup>st</sup> April. This risked leaving RSLs in limbo.

It was agreed that the opportunity should continue to be taken in the meantime to lobby elected representatives. The CEO advised that he was looking to arrange another briefing session for elected representatives in the near future.

The Board also noted ongoing work to review the Association's business plan assumptions and to identify potential savings, with a continuing focus on:

- the investment programme
- management costs
- balancing restricted rent rises in the short-term with higher increases further down the line.

A report back was given from the recent meeting with our lender, RBS at which our draft revised projections and underpinning assumptions were shared. Assurances were given by RBS that it will give positive consideration to any need to relax existing loan covenants. It was not yet clear whether a further restructuring of the loan would be beneficial and this had not been discussed with RBS at the meeting.

The Board noted that there is likely to be a need for ongoing dialogue with the Bank in the coming months as the economic position develops and plans further revised. Formal submission of a revised Business Plan will not however be required until February and regular updates will be given to the Board in the meantime.

The Board noted that in the meantime the following essential capital works will be proceeding:

- The curtain walling at Edrom (£132,492)
- Replacement porches at Dalton Street (£34,470)
- Replacement of up to 50 kitchens (£200,550).

Other essential capital works were also proceeding including the replacement of boilers where these break down and are uneconomic to repair and there was also scope for a very limited numbers of essential bathroom replacements.

## 10. Governance

### 10.1 Governance Issues

Members noted the report on the AGM that had been held on 20.09.22. It was agreed that the event had been successful with a reasonable attendance, some good questions and discussion and that those attending appeared to have been satisfied with the event. It was agreed however that it should be possible to attract more members in future and that implementing the new Membership Policy should help in that regard.

It was noted that, following the AGM, the elected Board members are as follows:

*Grace Barbour  
Gillian Johnston  
Lesley Scoffield*

*Brian Barclay  
Hugh McIntosh  
Christine Thomson*

*Elizabeth Battersby  
Eddie Robertson*

Members noted the powers as set down in the Rules for the Board to co-opt additional Members. In accordance with the recommendation within the report, **the Board agreed to co-opt Rae Connelly and Sean Connor for the period to the 2023 AGM.**

It was noted that further recruitment activity would be undertaken during the autumn aimed at co-opting to fill:

- the remaining designated space for a co-optee with specific skills/experience in accordance with the Board Development Plan and
- at least some of the seven vacancies for elected members.

All those present confirmed their willingness to continue to serve on sub-committees that they are currently on, with the exception of Gillian Johnson who is withdrawing from the Audit and Corporate Committee. Other Board members not present to be contacted regarding willingness to serve on sub-committees going forward, and final details of sub-committee memberships to be confirmed at the next meeting.

The Board then **approved the membership of the subsidiary Boards for the coming year**, as follows:

**Upkeep:** Lesley Scoffield, Christine Thomson and Elizabeth Battersby (as the SHA Office Bearers) plus other SHA Board Members Brian Barclay and Eddie Robertson, plus Tony Teasdale (SHA CEO).

**EEHDC:** Lesley Scoffield, Christine Thomson and Elizabeth Battersby (as the SHA Office Bearers) plus other SHA Board Members Brian Barclay and Eddie Robertson, plus Tony Teasdale (SHA CEO).

It was noted that action would be taken to recruit additional independent members for Upkeep and EEHDC, as part of the wider Board recruitment activity referred to above.

The Board noted and provisionally approved the updated schedule of meeting dates and key items for discussion at each meeting. There was discussion however about the number of meetings and volume of paperwork and the impact that this had on existing members and the prospects of attracting and retaining new members. A number of suggestions were made by Members about how the process could be streamlined and it was agreed that staff should report back with proposals to the November meeting. Members were invited to input any further views in the meantime.

It was agreed that the Strategy session on Saturday 19th November should once again incorporate external facilitation of discussion on forward objectives for the organisation.

The proposed list of dates and topics for in-house training for the Board was provisionally approved, with the first one to be the Governance refresher session on 18th October.

Members who had still to submit their annual declarations of interest/Code of Conduct declarations were asked to do so as soon as possible.

#### **10.2 Payments & Benefits Policy: Offer of Tenancy**

Christine Thomson left the meeting at this point and it was agreed that Gillian Johnson take the Chair. The Board noted the content of the report from the Director of Customer and Community Services and approved the recommendation that an offer of tenancy be made to a Board member on the basis that:

- The selection to offer had been in accordance with the allocations policy.
- Neither the applicant or anyone connected to the applicant had been involved in any way or in any part of the allocation process.
- The tenancy offer would be recorded in Payments and Benefits Register.

#### **11. Membership Applications**

The Board noted the content of the report and approved the applications for membership from:

- Miss Catherine Steel, [REDACTED] (tenant)
- Mr Keith Kittridge, [REDACTED] (owner)

#### **12. Any Other business**

It was agreed that arrangements for a Board and staff Xmas event be explored.

Minute prepared by Tony Teasdale, Chief Executive

SIGNED:

  
.....  
(Chairperson)

DATE:

8/11/22  
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