



## MARYHILL HOUSING ASSOCIATION LIMITED

### MINUTES OF THE BOARD MEETING HELD ON MONDAY 29<sup>TH</sup> MARCH 2021 AT 6.00 PM VIRTUAL MEETING VIA TEAMS VIDEO CALL

Board Members	Attended	Apologies
Roger Popplewell (RP)	✓	
Caitlyn Maccabe (CM)	✓	
Colin O'Hara (CO)	✓	
Isabella McTaggart (IM)	✓	
Janaki LakshmiNarayanan (JL)		✓
Jenny Crowe (JC)	✓	
Lindsay Forrest (LF)	✓	
Najah Plakaris (NP)	✓	
Paul Imrie (PI)	✓	
Raphael Rickson (RR)		✓
Richard Turnock (RT)	✓	
Tim Holmes (TH)		✓

Officers	Items
Bryony Willett (BW)	1-14
Jennifer Simon (JS)	1-14
Rebecca Wilson (RW)	1-14
Carol Bain (CB)	1-14
Lesley Carnegie (LC)	1-15

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<b>1.</b>	<b>Welcome</b>	
1.1	RP welcomed everyone to the meeting. Apologies were noted from JL and TH.	
<b>2.</b>	<b>Approval of previous Board Minutes</b>	
2.1	It was noted that the day of the previous Board meeting was incorrect on the draft minutes. With this corrected Board approved the minutes from their meeting on 1 <sup>st</sup> March 2021.	LC
<b>3.</b>	<b>Action Tracker</b>	
3.1	Board approved the updates to the Action Tracker including the actions proposed for closure.	
3.2	JC joined the meeting at this point.	
<b>4.</b>	<b>Chair's Update</b>	
4.1	RP provided an update on activities he had been involved in since the previous Board meeting. These included leading the CEO's appraisal and remuneration panel, which was a separate item on the agenda. RP had also reviewed and commented on the Governance Effectiveness Plan, which was one of the appendices to the new Corporate Business Plan.	

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4.2	RP had also commented on items that other Board members had subsequently been emailed about, including the Association's Engagement Plan and the current consultation on the North Maryhill TRA. Finally, RP had participated in a discussion with BW to inform a meeting with Glasgow City Council around the development site at Collina Street.	
<b>5.</b>	<b>Corporate Business Plan and Budget 2021/22</b>	
5.1	BW introduced the Corporate Business Plan explaining that this had already been discussed at the Board Away Day and that formal Board approval of the final documents was now being sought. The cover paper explained the changes that had been made as a result of discussions at the Away Day.	
5.2	RW provided an update on the future covenant breach, confirming that the bank and the Scottish Housing Regulator had both responded to say they were comfortable with this. RT agreed that this was positive news for the Board and suggested that loan paperwork could be approved by Board via email rather than being further discussed in a meeting. PI agreed that the message from the bank was particularly reassuring.	
5.3	Board then approved the 2021/22 Annual Budget including the Investment Plan, and the 2021/22 medium and long term financial plans.	
5.4	RP asked if an action should be added to the Delivery Plan around developing viable rent increase options for consultation with customers. BW explained that the covering paper to the March 2020 Board noted that it would not be possible to consult on rent options during the four year Investment Programme starting in April 2020. This is because of the need to focus on replacing the heating systems which gives little flexibility for other options. The plan is to review this during the four year plan by first consulting tenants on what options they would like to see but work is not due to start on that until 2022/23.	
5.5	It was agreed that reference to this should be added to the final version of the Corporate Business Plan, alongside recognising that the Business Plan is now based on lower increases than was originally planned.	BW
5.6	Board then approved the 2021/21 Corporate Business Plan and Delivery Plan.	
5.7	On the Internal Audit Plan, RT asked whether the reduction in days for health and safety was due to the other reviews being undertaken by an external firm. BW confirmed this was the case. PI asked whether, once improvements in electrical and water safety were implemented, other checks would be carried out. BW confirmed that discussions were currently underway around ongoing auditing of these areas, as reported to Audit & Risk Committee. BW advised that these two areas were part of a health and safety audit programme covering six areas.	
5.8	Board then approved the 2021/22 internal audit plan.	
5.9	JS introduced the Board key performance indicators for the coming year, explaining that the targets for the next phase of the Energy Efficiency Standard for Social Housing would be brought back to the Board later in the year.	

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5.10	RT noted that the proposed targets looked consistent with previous years and asked whether the potential ongoing impact of COVID should be built in. JS confirmed that COVID-related backlogs had been worked through and officers did not believe the targets for next year needed to be amended as it is important to highlight any COVID impacts.		
5.11	Board then approved the 2021/22 key performance indicators.		
5.12	RW introduced the risk map, explaining that this was the one time that the full Board sees the full map, as it is presented to Audit & Risk Committee throughout the year. It also included the annual exercise of long term risk horizon scanning.		
5.13	Board approved the 2021/22 Risk map and then approved the 2021/22 Governance Effectiveness Plan.		
5.14	In relation to the Board agenda schedule, RP noted that having Assurance Boards in both June and August can be difficult in terms of having time for other agenda items requiring Board consideration and approval. It was suggested that one of these meetings could be a normal Board meeting instead of covering Assurance.		
5.15	JC asked whether this would work in relation to the timing of approvals required at each meeting. BW confirmed that there was some flexibility in timescales, although the August Board is critical for the annual accounts. It was agreed that a review of these two meetings' agendas should be carried out and proposals fed back to Board.		BW
<b>6.</b>	<b>Policy Schedule</b>		
6.1	LC introduced this item explaining that this presented the annual update on the Policy Schedule, with additional delegation proposed this year to assist with ensuring the Board's focus remained on strategic items rather than operational.		
6.2	CM had asked whether the Remote Working Policy would come to Board, as it was a new policy and would form part of a wider strategic approach to blended working for staff. LC confirmed that this would be brought to Board as a new policy, but in future years would only require Senior Management Team (SMT) approval for any changes.		
6.3	TH had suggested that the Landlord Health & Safety Manual should remain with the Board for approval, as it was one of the Association's weaker areas. Other Board members agreed with this suggestion. This would be changed on the Policy Schedule.		LC
6.4	TH had asked about the Long Service Policy and whether this should remain with the Board to avoid any conflict of interest issue with SMT. It was noted that other staffing policies were already delegated to SMT. It was agreed that the Long Service Policy should also be delegated.		
6.5	TH suggested that while the Estate Management, Rent Arrears and Factoring Policies were operational policies, they were core parts of the Association's work and should perhaps remain with the Board for approval.		

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6.6	RT noted that the Policy & Performance Committee had been disbanded some time ago, but that this committee had helped free up more time on the Board agenda. RT welcomed delegation to other forums. PI confirmed he agreed with the overall approach to additional delegation.	
6.7	JC agreed that this type of committee sounded useful. RP explained that it had been disbanded as not all Board members were involved in the committee and some had felt they were missing key documents or pieces of information in relation to policies and performance. The committee had also been quite operational in nature.	
6.8	It was agreed that instead of a standing committee or including on Board agendas, Board members would be asked in advance if they wished to review any of the operational policies delegated to SMT at the start of each year. Those who express an interest would be emailed the draft policy at the same time as it is emailed to SMT, and will then be able to comment on it. Formal approval would remain with SMT.	LC
6.9	RP suggested that some policies could be grouped together in terms of cover papers. It was agreed that this would be useful, and that the year's agendas should be reviewed to bring together similar items at the same meetings to enable single covers.	BW/ Chair
6.10	Board then approved the revised Policy Schedule including the proposed additional delegation of approval for specific policies to Senior Management Team or Audit & Risk Committee.	
<b>7.</b>	<b>Value for Money Strategy</b>	
7.1	RP introduced the Value for Money Strategy, noting that it was positive that the savings achieved by the Association would mean an earlier move to CPI only rent increases.	
7.2	RT noted that management should be commended for reaching the point where the Association was not reliant on RPI+ increases. RT also noted that the Strategy needed to take into account some of the longer term compliance requirements that come with costs (for example the second phase of the Energy Efficiency Standard for Social Housing) that may mean RPI+ increases would need to be considered again in the future.	
7.3	PI advised that he had attended a recent Value for Money working group with staff and that this had been a very positive meeting. Staff were positive about finding sustainable ways to save money and several of PI's own suggestions were already on the list.	
7.4	Board then approved the Value for Money Strategy 2021-2024.	
<b>8.</b>	<b>New reactive repairs contract mobilisation</b>	
8.1	CB introduced this item, confirming that mobilisation of the new reactive repairs contract was on track to go live from 1 <sup>st</sup> April 2021. Board noted the progress towards mobilisation of the contract.	

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<b>9.</b>	<b>Reactive Repairs Policy</b>	
9.1	RP left the call temporarily during this item due to technical difficulties. The Board agreed that PI would step into the role of Chair for this item.	
9.2	CB introduced this item, explaining that the policy had been amended in line with the new reactive repairs contract. The review had also involved consultation with Board members, customers and staff over the last year.	
9.3	Board approved the revised Repairs and Maintenance Policy.	
<b>10.</b>	<b>Readiness for mid-market rent</b>	
10.1	BW introduced this item, which included planned timescales for new build developments with mid-market rent (MMR) properties.	
10.2	RP noted that the first subsidiary Board meeting was planned for January 2022 but that by that point several key decisions would have already been made. BW confirmed that these decisions would not be fully finalised until the subsidiary Board had been established so that it could provide formal approval. However drafts of key documents would be undertaken before then by officers.	
10.3	It was noted that ensuring a meaningful role for the subsidiary Board would be a challenge as there would only be 18 MMR units in the current development projects. However the Scottish Housing Regulator had asked that officers do proceed with forming the subsidiary despite the low numbers. A balance would need to be achieved between meeting regulatory requirements and creating an overly complex governance structure for such small numbers.	
10.4	PI noted that arrangements for a new group structure were not yet clear to the Board, but that there would be some level of complexity built into it. BW proposed that an MMR briefing session for Board members be added to the Board learning and development plan for 2021-22.	LC
10.5	Board noted the action towards development of the Maryhill Communities Subsidiary and preparation for owning and management of mid-market rent homes and sale of new supplied shared equity (NSSE) housing.	
<b>11.</b>	<b>Write offs and write backs</b>	
11.1	JS introduced the twice yearly report on debts that cannot be recovered, with approval sought from Board to write off specific amounts. JS noted that there was also a small amount of credit to be written back. All amounts were comparable to those in previous periods.	
11.2	JC noted that it appeared positive to be at comparable levels to previous years given that 2020 had been impacted by COVID. JS confirmed that due to COVID the amounts potentially could have been higher, however due to the court process having stopped for most of the year those debts were not being written off yet. This may mean an increase in write offs next year as these filter through.	

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11.3	PI asked if there might be a significant spike in the coming year. JS confirmed that she did not think it would be a serious spike. It would be made clear in next year's write off reports whether some debts had been delayed due to COVID from the previous year.	
11.4	<p>Board then approved:</p> <ul style="list-style-type: none"> <li>▪ The write off of £69,820.24 in respect of former tenant arrear debts for the period 1st October 2019 to 31st March 2020.</li> <li>▪ The write off of £14,078.02 in respect of rechargeable repairs</li> <li>▪ The write off of £1,194.85 of factoring debt which was no longer recoverable</li> <li>▪ The write off of £923.98 of sequestered debt.</li> <li>▪ The write off of £5,450.00 of historic debt from the Ruchill Furniture Project</li> <li>▪ The write back of £2661.58 of arrears previously written off by the Association.</li> </ul>	
<b>12.</b>	<b>Complaints Policy</b>	
12.1	LC introduced this item advising that the policy had been updated to include new wording from the Scottish Public Services Ombudsman.	
12.2	Board approved the Complaints Policy.	
<b>13.</b>	<b>COVID impact and relaunch summary</b>	
13.1	The Board noted the COVID Impact Analysis as at 16 <sup>th</sup> March 2021 and the progress on relaunch planning.	
<b>14.</b>	<b>CEO Report</b>	
14.1	TH and RP had both suggested that the outstanding candidate from the second round of Board recruitment be contacted one final time and not pursued. This was agreed by Board.	LC
14.2	TH had commented via email on the move back to patch based housing teams, noting that the specialist teams had helped reduce arrears so this would need to be monitored closely. JS confirmed that this would be monitored closely on an ongoing basis through the key performance indicators and at monthly arrears meetings. PI noted that the current arrears figure was improved from the height of COVID but that there was a need to reduce arrears even more than that, to see them down at a level lower than pre-COVID.	
14.3	Board approved the application for membership from Mr Pasi.	
14.4	Board approved the renewal of the fixed rate on £3.44m of current borrowing.	
14.5	BW updated the Board on the current notifiable events, confirming that the Scottish Housing Regulator had now closed another two. BW also confirmed that the Association had now secured the building warrant required for the air source heat pump project in the mini multi properties.	
14.6	All officers except LC left the meeting at this point.	

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15.	<b>CEO Appraisal and Remuneration – <i>removed as confidential</i></b>	
16.	<b>Meeting Review</b>	
16.1	It was noted that the Corporate Plan discussion had been helped by the earlier away day, and by the financial briefing session provided for Board members. This meant that there was less discussion at tonight's meeting.	
16.2	The amount of work by staff in preparing the Corporate Plan papers was acknowledged but it was suggested that the appendices could have been ordered differently so they were in the same order as the recommendations in the cover paper. It was also suggested that additional background papers such as the Customer Survey results and HouseMark benchmarking report could be included for the away day but not for the final Board approval, and that anything that was a separate item on the agenda – for example the Policy Schedule – should not be duplicated as a Corporate Plan appendix. This would be fed back to officers so it could be considered next year.	RP
16.3	It was agreed that the Board needs to ensure it is focused more on strategic direction and not on operational matters. This was highlighted during the earlier discussion on the Policy Schedule. It was also noted that the schedule of Board agenda items for the coming year could also be revisited to ensure a strategic focus and to reduce the number of items that come to the Board for approval. It was agreed that RP, PI and LF would request a meeting with BW and LC to review this.	RP
16.4	It was noted that some Board members had contributed less than others during the meeting. RP emphasised that approval is a collective matter for the Board and that individual Board members should feel able to question or ask for more explanation on any item.	