



MARYHILL HOUSING ASSOCIATION LIMITED

MINUTES OF THE BOARD MEETING HELD ON MONDAY 6TH JULY 2020 AT 6.00 PM VIRTUAL MEETING VIA CONFERENCE CALL

Board Members	Attended	Apologies	Officers	Agenda Items
Roger Popplewell (RP)		✓	Bryony Willett (BW)	All
Isabella McTaggart (IMc)	✓		Jennifer Simon (JS)	All
Najah Plakaris (NP)	✓		Lesley Carnegie (LC)	All
Paul Imrie (PI)	✓		James McMorro (JM)	1-5
Richard Turnock (RT)	✓		(Harper Macleod)	
Tim Holmes (TH)	✓			

Item No.	Issue	Action by
1.	Welcome	
1.1	BW explained that because the Chair of the Board was requesting a leave of absence, another member would need to be elected to chair this meeting. RT put himself forward and this was agreed by the Board.	
1.2	RT welcomed everyone to the meeting. Apologies were noted and there were no declarations of interest.	
2.	Approval of Board Minutes – 1st June 2020	
2.1	Board approved the minutes from the meeting held on 1 st June 2020.	
3.	Action Tracker	
3.1	In response to questions from Board members that had been submitted in advance of the meeting, BW advised that the fraud training for Board had been delayed but would still go ahead, and that letters relating to heating rent increases and cyclical work had now been sent out. No responses had been received to date.	
3.2	IMc asked if alternative arrangements would be possible for those losing drying areas due to new heating systems. JS advised these customers will still have access to a space in the mini multis for drying clothes. Detailed designs for the systems in the Glenavon blocks were still to be developed.	
3.3	Board approved the Action Tracker including all actions proposed for closure.	

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4.	Feedback and approvals from Audit & Risk Committee	
4.1	RT provided feedback from the Committee meeting held on 11 th June 2020.	
4.2	At this meeting the Committee had reviewed and approved the management accounts. A presentation had also been provided by DTP, and this led to the Treasury Strategy being recommended for approval by the Board.	
4.3	The Committee had noted good clearance of actions from both internal and external audits, and had reviewed the internal auditor's Annual Report, which stated that the Association has adequate controls in place and an effective risk management framework. The Committee also noted a Strong assurance conclusion in the recent audit of complaints handling.	
4.4	An updated Risk Register was presented, with several changes related to COVID.	
4.5	Finally there was an update on the Fraud Register, with a number of phishing attempts recorded over the last three months. One attempt was almost successful, and the Committee noted that management have learned lessons and taken action to prevent this happening in future.	
5.	Rule Changes	
5.1	BW introduced this item explaining that it was not for the Board to approve as the Rules will need to be approved at a Special General Meeting. It was proposed that this would be held alongside the AGM. BW also introduced James McMorrow who could answer any questions from the Board.	
5.2	PI suggested that while it was positive to have factored owner representation on the Board, and have this count toward a customer majority, it would still be important to ensure that tenants retained the overall majority. Other Board members agreed with this principle. JM advised that the Rules could be quite specific, stating that the customer majority would always consist of a minimum of x% tenants and / or a maximum of x% owners. This was agreed and a final wording would be proposed by JM and brought back to Board for agreement.	BW
5.3	TH asked at Rule 40.3 whether the ¾ of all members meant those attending or voting. JM advised that for a written resolution it has to be ¾ of all of the Board. TH asked if we should amend the Rule to say that more clearly. JM suggested that the Association speak to the SFHA to gain clarification on their intention. Board then agreed to go with whatever the SFHA's intention was.	BW
5.4	Board noted that 3.1 did not read well. This would be reworded by BW and JM.	BW

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5.5	With these changes, Board then approved the proposed amendments to the Association's Rules to take to the Association's Membership for adoption at a Special General Meeting in September 2020.	
6.	North Maryhill land transfer – areas around the blocks	
6.1	Comments submitted by TH in advance had been responded to and TH confirmed he was happy with these responses. His concern was around the level of risk to the Association, but as this phase involves smaller areas that the Association is already maintaining it was agreed that this was low risk.	
6.2	BW advised that the Association needed to secure ownership of this land so that an improvement plan could then be developed. Under second stage stock transfer requirements, Glasgow City Council must give the Association these areas if this is requested at no cost. BW confirmed that there is currently no funding in place for improvements as the transfer of land ownership needs to happen first. This will be followed by customer consultation on the plans for each area.	
6.3	IMc asked about the Glenavon play area. BW advised that its land is owned by Maryhill Housing but that the equipment was funded from elsewhere and that Glasgow City Council had agreed to maintain it, but that there was no written evidence of this. The Association's Neighbourhood Team now check the area regularly and there is an annual check by an external specialist.	
6.4	IMc asked if the land transfer includes the hills across from 29 and 71 Glenavon. BW advised that unfortunately it does not. This does form part of the wider TRA masterplan area but progressing this is dependent on other partners (Glasgow Housing Association, Scottish Government and Glasgow City Council).	
6.5	Board approved the Association requesting the transfer of land, as long as the annual additional cost to maintain these areas does not exceed £2000 per annum and no significant health and safety concerns are raised by the Association's play park inspections contractor.	
7.	New reactive repairs contract – key terms	
7.1	TH had submitted comments and questions and their responses had been shared with all Board members. IT was also noted that there had already been Board scrutiny through a recent working group.	
7.2	Board members asked about the out of hours approach to lock changes. JS advised that over half of lock changes happen out of hours and are therefore carried out by the emergency contractor. The change proposed is to introduce a requirement for officer authorisation before this work takes place.	
7.3	PI asked if the Neighbourhood Team would be able to resource handling	

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7.4	<p>out of hours calls. JS confirmed that this would be possible as one staff member is already at the desk and there are only four or five calls each night. JS advised that if that staff member was dealing with an emergency then the calls would revert back to the contractor.</p> <p>RT noted that this was a positive example of officers undertaking a report based on the right feedback from customers. It was also clear that Board have had a positive input, directly shaping the contract.</p>	
7.5	Board then approved the proposals to be included in the Reactive Repairs contract specification.	
8.	Treasury Management Strategy	
8.1	RT assured the Board that the strategy was discussed and scrutinised in detail at the Audit & Risk Committee, with an external expert answering their questions. The strategy was therefore being recommended by Committee for Board approval.	
8.2	Board approved the Treasury Strategy and the resulting minor changes to the Policy and Procedures.	
9.	Mini multis air source heat pump tender award	
9.1	This item was removed from the agenda. This will come back to Board for approval at a later date.	JS
10.	Covid impact and relaunch	
10.1	BW advised that a rota was now active with a very small number of staff in the office for 2 hours on Mondays, Wednesdays and Fridays. The Neighbourhood Team would go back to full time hours from Thursday 9 th June, but staff would not be meeting with customers in person or entering their homes. Reorientation packs had been given to staff with guidance to keep them safe.	
10.2	BW advised that the Association had not written out to all customers but had written to those affected by specific changes. Social media and the website were also being used to provide regular updates.	
10.3	RT asked for an update on furloughing. BW advised that a number of people in the Neighbourhood Team were all coming back in this phase. There were not yet dates for the return of the other on furlough from the Property Team or Community Regeneration.	
10.4	Board noted the report.	
11.	Annual Return on the Charter	
11.1	RT noted that there had been an enhanced level of governance for this item prior to this meeting, with a joint working group providing good Board	

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11.2	<p>scrutiny and evidence of changes having been made as a result of this. It was also good that a lot of the performance figures were seen by Board on a quarterly basis throughout year. TH confirmed that the working group was useful and that this approach had worked well again this year.</p> <p>Board approved the Association's Annual Return on the Charter and agreed that the actual submission of the ARC be delegated to the Director of Operations, to take place before the 31st July 2020.</p>	
12.	CEO report	
12.1	Board approved delegation of authority to the Director of Resources to approve any required submissions of the annual Loan Portfolio Return.	
12.2	Board also approved the Chair's leave of absence from the Board.	
12.3	<p>BW advised that four Notifiable Events had recently been submitted to the Scottish Housing Regulator, and that she had also spoken to the Regulator about recent Board resignations. The main concern is ensuring the minimum number of Board members is maintained. To do this the plan would be to start two candidates from the current recruitment process earlier than planned, filling casual vacancies prior to the AGM. BW was taking legal advice on this and would contact Board seeking a written resolution via email once the plans were clear.</p>	BW
12.4	<p>A Special Board meeting would be held for Board to discuss the recent Code of Conduct investigation and related process review. It was expected this would be a virtual meeting on Monday 3rd August. This would be confirmed via email by LC.</p>	LC
12.5	<p>A socially distanced Board meeting was planned for the end of August in Maryhill Burgh Halls, but due to availability of the Halls this would mean changing the date to Wednesday 26th August. Board agreed this change.</p>	LC
13.	Overall Assurance Position	
13.1	<p>RT reminded the Board that this is an ongoing assessment of their assurance and that the actual Assurance Statement is likely to be due by the end of October unless the Regulator extends this due to COVID. The Board is asked to consider whether, despite COVID, they are assured that officers have the correct controls, information and monitoring in place. RT noted that the depth of quality and detail in this report is a lot but this should be seen as reassuring.</p>	
13.2	<p>BW advised that the key thing to focus on is the dashboard. The detail is there as background assurance.</p>	
13.3	<p>TH asked if the Regulator might be concerned that there is too much information that the Board is expected to read. BW did not think so, however a review of the Association's approach to assurance was planned in partnership with other associations.</p>	

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13.4	Board then approved the Assurance ratings proposed by officers.	
14.	Loan Capital Repayment Amendment	
14.1	BW explained that a minor change to the Association's loan capital repayment was being dealt with via a letter. RT agreed that this was a sensible approach to straight forward changes.	
14.2	No action was required as this item was for noting by the Board only.	
15.	Meeting review	
15.1	RT noted that using a survey and emailing comments in advance had allowed a large volume of papers to be covered fairly quickly in the meeting.	
15.2	PI agreed that the opportunity to raise points in advance was reducing the meeting time but still allowing good scrutiny by the Board. IMc noted that the voting works well as it gives an indication of what items need more discussion than others.	
15.3	RT asked if the Board thought this approach should be retained even when the meetings return to being in person. Board agreed that this could be a positive change out of lockdown. TH noted that officers have always asked Board members to do this, but that lockdown had prompted more of this.	
15.4	NP noted that the Board meetings have run smoothly during lockdown. There have been minimal technical issues but things were working well overall. On the length of the papers, NP suggested that it was better to have more information than too little, as this seems open and is reassuring to Board.	
15.5	RT noted that sometimes there are appendices that need to be read alongside others that are only for additional reading if an individual Board member wishes more background information. It was agreed that these should be indicated in some way on future agendas.	LC