



MARYHILL HOUSING ASSOCIATION LIMITED

MINUTES OF THE BOARD MEETING HELD ON MONDAY 26 JUNE 2023 AT 6.30 PM HYBRID MEETING FROM 45 GARRICOH ROAD, GLASGOW, G20 8RG

Board Members	In Person	Remote	Apols	Absent	Officers	Items
Lindsay Forrest (LF) - Chair	✓				Jennifer Simon (JS) – Director of Operations	Part of 6
Paul Imrie (PI) – Vice Chair			✓		Rebecca Wilson (RW) – Director of Resources & Company Secretary	1-13
Caitlyn Maccabe (CM)			✓		Debbie Watt (DW) – Performance & Governance Manager	1-14
Isabella McTaggart (IM)	✓				Jenna Borland (JB) – Corporate Officer	1-13
Jenny Crowe (JC)	✓					
Tim Holmes (TH)			✓			
Valerie Wilson (VW)	✓					
Raphael Rickson (RR)			✓			
Viola McDade (VM)			✓			
Sonia Jordan (SJ)	✓					
William McNeilly (WMc)	✓					
Leave of Absence	Raphael Rickson (RR)				Observer	Items

Item No.	Issue	Action By
1.	Welcome	
1.1	The Chair welcomed everyone to the meeting.	
1.2	Apologies were noted for PI, CM, TH, and VM.	
1.3	RR continues to be on leave of absence as approved at March meeting.	
1.4	There were no declarations of interest declared.	
2.	Approval of Board Minutes – 25th May 2023	
2.1	The Board approved the minutes of the meeting held on 25 th May 2023 subject to the following amendment. VW had been shown correctly as submitting apologies for this meeting, but the draft minute at 1.2 said VM.	DW
3.	Action Tracker	
3.1	The Board approved the 17 items proposed for closure.	JB
3.2	DW highlighted the change in the layout of the Action Tracker.	

Item No.	Issue	Action By
3.3	The Board queried whether the invites to Sandra Blair's memorial had been sent out as they had not received these yet. DW to confirm if the invites had been posted and emailed out.	DW
4.	Feedback from Training/ Events	
4.1	A Board member had attended the Annual EVH Conference which focussed on the positivity in change for yourself as a person and an organisation. The Board member highlighted that the weekend had been informative and good networking between other organisations.	
5.	Feedback From Audit & Risk Committee	
5.1	VW as Chair of the Audit & Risk Committee provided an update on the meeting held on the 15 th June. The meeting had not been quorate, so whilst the members present had given detailed consideration to the agenda items, nothing could be approved. Therefore, any necessary approvals were brought to this Board meeting for approval.	
5.2	RW noted that there will be a single item Audit & Risk meeting will be held on 21 st August at 5.30pm before Board meeting to consider the year end accounts. All Board were asked to consider attending to ensure that the Audit & Risk Committee will be quorate.	RW
6.	Allocations Policy	
6.1	It was noted that JS had intended to attend the meeting virtually for this item but due to technical IT difficulties JS was not able to attend. Board decided to proceed with consideration of the item in JS absence with any questions that RW could not address being passed on to JS and brought back to the next meeting.	
6.2	The Board continued to discuss the paper.	
6.3	The Board raised a question regarding the difference between the existing Maryhill policy and the Queens Cross Housing Association's (QCHA) Allocation Policy in respect of ages of children sharing rooms. The Board felt that the current Maryhill approach of children of opposite sex sharing rooms up to the age of 8 was better than the QCHA up to age 10 and noted the consultation responses reflected this. Board asked if it could be clarified with QCHA if there is any potential to amend the policy to adopt the Maryhill age for children of opposite sex sharing rooms, however Board confirmed that they would be happy to accept the QCHA policy if amendment is not possible.	JS
6.4	JS joined the meeting via WhatsApp Video Call at this point.	
6.5	The Board raised concern around retaining a target and category for transfer aspirational applicants, when the QCHA policy didn't allow for that. JS confirmed that transfer aspirational applicants would be classed as bronze category under the QCHA policy. JS noted that QCHA policy was reviewed in April 2023 and now confirmed that annual lettings targets would be set. Therefore, when agreeing the annual lettings targets for the Association the Board could agree a target for transfer aspirational cases. It was noted that the consultation indicated tenants are keen to keep this target.	

Item No.	Issue	Action By
6.6	The Board approved the move to a choice based letting system in conjunction with QCHA and also approved to adopt and implement QCHA's Allocation Policy, subject first to the clarification around age of sharing for opposite sex children.	JS
6.7	Board noted that: <ul style="list-style-type: none"> Officers will set out the process for awarding an applicant a reduced priority where a property is bid for and subsequently refused which will include Manager oversight. customers will be advised that the lettings targets are reviewed annually by the Board each year and transfer aspirational targets are considered as part of this. a separate Mid-Market Allocation Policy will be developed and presented to the Maryhill Living Board for their approval in August 2023. 	JS JS JS
6.8	JS left the meeting.	
7.	Treasury Strategy	
7.1	RW introduced the report and advised that Hugh Carr from DTP had presented the report and strategy to Audit & Risk Committee members on 15 th June 2023. However, due to the Audit & Risk Committee meeting not being quorate, although the strategy was discussed in detail. It was not possible to bring a recommendation for approval to Board. Therefore, Board were being asked to consider in full before approval.	
7.2	A Board member had submitted questions in advance which had been emailed out to all Board members. The Board member questioned whether, in moving to the proposed new EBITDA covenant, there was a risk that having less stringent covenant controls could lead to the Association over-stretching itself financially. The members who had attended the 15 th June meeting confirmed this was a question they had explored also. RW advised that the current EBITDA-MRI covenant has effectively been quite a tight restriction on the Association, so yes in moving to EBITDA only there could be a risk that this extra financial capacity could be squandered. This risk will be addressed by bringing new Treasury Golden Rules and also a proposed suite of new strategic financial KPIs to the August Audit & Risk Committee. These would look to put greater internal controls in place to ensure that the additional financial capacity generated by the covenant change is managed prudently.	RW
7.3	Following further discussion, the Board approved the Treasury Strategy and noted that the actions taken on the recommendations within the strategy would be monitored by the Audit & Risk Committee.	DW
8.	2023/24 Delivery Plan	
8.1	DW introduced the report and explained that the Delivery plan sets out the projects the association aims to take forward for this year – 2023/2024. DW noted that many of the projects are multi-years.	
8.2	The Board approved the Delivery Plan projects and timescales for completing the projects as set out in the Delivery Plan 2023/24.	DW
8.3	The Board approved adding the review of SDM as a standalone project to the Delivery Plan 2023/24.	DW

Item No.	Issue	Action By
9.	Risk Management Quarterly Risk Review	
9.1	RW introduced the report. The risk register had been reviewed in detail by the members who attended the inquorate Audit & Risk Committee meeting on 15 th June. Board noted that there were no new risks added and there was no movement in the scores this quarter.	
9.2	A board member asked for an update on the render at Glenavon as they had noticed there had been further deterioration recently. RW advised that abseil inspections take place monthly, RW will check the latest report has reached her as these are reviewed each month to identify any issues raised. The Board asked that BW provide an update on the legal case regarding the render at the August Board meeting.	RW BW
10.	Quarterly Health and Safety Performance Report and Annual Report and Damp and Mould KPIs	
10.1	DW presented these reports.	
10.2	The Board noted the reports and approved the proposed new landlord health and safety damp and mould key performance indicators.	DW
11.	Management Accounts to 31st March 2023	
11.1	RW presented the Management Accounts as 31 st March 2023.	
11.2	Board noted that the Management Accounts were discussed thoroughly at the inquorate Audit & Risk meeting held 15 th June 2023 and further discussion took place at Board.	
11.3	The Board approved the Management Accounts as these were not able to be approved at the inquorate Audit & Risk Committee meeting.	SB
12.	CEO Report	
12.1	RW presented the report in BW's absence.	
12.2	RW advised that the extension of the rolling credit facility with RBS was discussed in detail at the inquorate Audit & Risk Committee meeting. The Board approved the extension of the rolling credit facility with RBS.	RW
12.3	RW advised that credit approval had been received from RBS for the EBITDA only covenant at 230%. Board noted that the covenant proposal had been discussed in detail at the inquorate Audit & Risk Committee meeting and that this item had also been discussed earlier in the meeting at item 7. The Board approved the amendment to the loan covenant to EBITDA only at 230%.	RW
12.4	RW will update the Scottish Housing Regulator on the approved covenant change as this will resolve the potential loan covenant breach for 2023/24, which has been logged as a notifiable event.	RW
12.5	RW outlined the proposed changes to the Property Purchase and Sale Policy. The changes were to make it clear it is the CEO and not DoR who approves financial appraisals.	
12.6	The Board approved the amendment to the Property Purchase and Sale Policy.	DW

Item No.	Issue	Action By
12.7	RW explained the amendment of the Procurement and Community Benefit Policy.	
12.8	The Board approved the amendment to the Procurement and Community Benefits Policy.	DW & RW
12.9	A Board member had submitted questions in advance which had been emailed out to all Board members. The Board member asked if tenants would be advised of the change to the rent increase consultation timescale. RW advised that yes this would be included in the summer newsletter.	RW
13.	Governance Report	
13.1	RW introduced the Report.	
13.2	Board noted the need to increase membership of the Audit & Risk Committee to try to ensure meetings are quorate.	
13.3	The Board approved the revised CEO Performance Management Framework.	DW
13.4	The Board approved the revised CEO Remuneration Procedure.	DW
13.5	The Board approved the revised Staffing Panel remit.	DW
13.6	The Board approved the revised Scheme of Delegation, which sets out new levels of delegated authority to the Chief Executive to make some changes to permanent staffing establishment.	DW
13.7	The Board approved that the Association retains the current policy wording for the Entitlement, Payments and Benefits Policy.	DW
13.8	The Board Approved the Audit Planning letter and Letters of Engagement.	RW
14.	Meeting Review	
14.1	The Board took the opportunity to review the meeting. There were no specific actions points from this discussion.	