



Board Meeting Minutes

Meeting: Board **Location:** Ron Davey Enterprise Centre, 10 Vulcan St
Date: 1 August 2017 **Time:** 5pm

Attendees: J Thorburn, JT (Vice Chair), C Rossine CR, J Berrington JB, M Thomson MT, B Rossine BR, T Dow TD, R Maguire RM, R Porter RP, I Cross IC, G Satti GS

Apologies: J Fury (Chair), A Wilson

In Attendance: R Tamburrini, AM Devlin (D/CEO) B Hartness (DF) BH, J Devine (DR) JD, Scott Gillan, Wylie & Bisset Auditor

Minute Taker: A Whiteford – (CSO) AWh

	Agenda	Action	Date
1.	Apologies As above. JT informed the Board that due personal circumstances, J Fury had requested leave of absence. Board AGREED to grant this in accordance with Rule 44.3. Proposed C Rossine Seconded G Satti		
2.	Disclosure of Interest and Attendance CR Rossine interest was recorded with regard to Item 8 (g) Investment Programme as she is a shared owner in Killearn Street. There was no conflict of interest as the report was for noting.		
3.	Minutes of Meetings		
a.	Minutes of Board meeting on 6 June 2017		
	Board AGREED the minutes were an accurate record of the meeting. Proposed J Berrington Seconded T Dow Matters Arising Item 3 (a) Succession Plan – item referred to future to Staffing Sub-Committee. Item 4 (a) Council Nominee - CEO reported that Councillor Allan		

	<p>Gow has been nominated by the Council to the Board to replace Allan Stewart. A thankyou letter will be sent to Allan Stewart to thank him for his work on the Board.</p> <p>Item 4 (a) SHR visit re Section 5 referrals - AMD updated members on the SHR thematic study visit on 26 and 27 June regarding S5 cases and procedures. The SHR intimated they were happy with our part of the process. They will be producing a report in future and we will be sent a copy when its available.</p> <p>Item 4 (a) Special Board Meeting – The ng homes Business Plan was submitted to SHR. SHR will meet CEO and Directors to provide feedback on the Business Plan.</p> <p>Item 5 (f) Vanguard – Vanguard are coming to ng homes over 3 days next week to look at repairs, listen to calls, look at procedures, spend time at ng2 and City Building. Board will be updated at October Meeting.</p> <p>Item 5 (g) Crowhill St (demolition) – All tenants have now been interviewed and 5 are in the process of being rehoused. Discussions will start with owners. Senior staff to meet with architects to look at the site’s potential and will report back to Regeneration Sub-Committee.</p> <p>Item 5 (h) Review of Sheltered Housing – A report is being taken to the Staffing Sub-Committee on 15 August. One member of staff has asked for Voluntary Severance and another has asked to be redeployed in another department. A full report will be taken to the next Staffing Sub-Committee.</p>	<p>CEO</p> <p>AMD</p> <p>JD/RT</p> <p>AMD</p>	<p>asap</p> <p>October Board</p> <p>Regen Sub</p> <p>Staffing Sub</p>
b.	Minutes of Special Board Meeting on 27 June 2017		
	<p>Board AGREED the minutes of the meeting were an accurate record of the meeting.</p> <p>Proposed M Thomson Seconded G Satti</p>		
c.	Minutes of ng2 Meeting on 23 May 2017		
	Noted.		
d.	Minutes of Area Committee meeting on 8 June 2017		
	Noted.		
e.	Minutes of Audit Sub-Committee meeting on 13 June 2017		
	Noted.		

f.	Minutes of ng property meeting on 14 June 2017		
	Noted.		
g.	Minutes of Urgent Decision Meeting on 14 June 2017		
	Board ratified the awarding of contracts for gas servicing and maintenance and day to day reactive repairs to City Building. Proposed J Berrington Seconded G Satti		
h.	Minutes of Urgent Decision Meeting on 30 June 2017		
	Board ratified the decision taken at the above meeting in regard to additional planned maintenance projects. Proposed J Thorburn Seconded B Rossine		
i.	Minutes of Urgent Decision Meeting on 10 July 2017		
	Board ratified the decision taken at the above meeting regarding the design options for the Springburn Halls Feasibility Study and noted that the deck access solution was selected as the preferred design solution to be progressed towards tender stage. Proposed B Rossine Seconded J Thorburn		
j.	Minutes of the Executive Committee Meeting on 20 July 2017		
	Members ratified the approval of Payments and Benefits Case No 96 regarding the recruitment of a joiner at ng2. Proposed M Thomson Seconded C Rossine		
4.	Chief Executive's Update		
	<p>Bereavement</p> <p>CEO informed the members that Frank Lyons who was the director of Springburn and Possilpark Housing Association (1989-92) died recently. Members noted Frank's contribution to the Association.</p> <p>Finance Staff</p> <p>CEO and Board expressed their appreciation to the Finance staff for all their professional and timeous work on the Annual Accounts etc.</p> <p>Multi Storey Flats</p> <p>TPAS has been engaged to promote and support the Tenant Scrutiny Panel.</p>		

	<p>Edinburgh University has been contacted to test samples from the MSFs. The manufacturers of the cladding will pass a sample to Edinburgh University.</p> <p>Fire Risk Assessments have been carried out at 178 Balgrayhill Road and we have received the recommendations, 7 of which are classed as high and are being addressed.</p> <p>Member queried how many manufacturers are involved with regard to the cladding and CEO thought it would be 2 – one for the 7 GHA blocks and one for the Carron high rise. Member queried whether insurance would cover the costs and BH informed Board that it would not. ng homes would, however, be able to recover VAT on the new fire doors. Board will be kept up to date on progress by CEO.</p> <p>Council Nominee</p> <p>Councillor Allan Gow is the new Glasgow City Council nomination to the ng homes Board. Board APPROVED the nomination to the Board.</p> <p>Proposed R Porter Seconded J Berrington</p> <p>AGM – Tuesday 12 September at 6pm in Saracen House</p> <p>CR received a 9 year interview during the appraisal process and the Board resolved she was eligible to stand for re-election at the AGM. The members who are standing down for re-election are: CR, TD, AW. Papers will be sent out by 22 August, nominations should be submitted by 5 September and proxy forms by 7 September. Agreed the first Board after the AGM will take place on 3rd October.</p> <p>Board AGREED to nominate Robert Maguire to the Association members at the AGM for election to the Board as an Independent Member.</p> <p>Proposed G Satti Seconded R Porter</p> <p>Antonine Submission</p> <p>CEO advised that ng homes is awaiting the outcome of the submission.</p>	CEO	October Board
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	<p>Regeneration Seminar</p> <p>A seminar will be held on Friday 8 September from 10am-1.30pm in conjunction with TPAS, Queens Cross HA and Maryhill HA to promote the work we are carrying out in North Glasgow and promote the Bob Allan Centre. AGREED two members of the Board to attend and anyone who is interested should contact JD/RT.</p> <p>Board Appraisal</p> <p>Jim Harvey, consultant would like to present his report on Tuesday 26th September. RT will arrange to circulate JH report in advance of this meeting. One of the things that will be discussed is Board membership and Board succession planning.</p> <p>It is being recommended that Bob Hartness take over the role of Company Secretary.</p> <p>If any Board member is interested in an office bearer's position it would be helpful if they could submit a paragraph on why they would like the role etc.</p>	<p>Board</p> <p>CEO</p>	<p>asap</p> <p>Before 26th Sept</p>
5.	Reports for Approval		
a.	Management Accounts – Period to 31 May 2017		
	<p>Board noted income and expenditure and balance sheet for the period to 31 May 2017 together with cash flow and accompanying notes. BH explained the reasons for the variances against budget as outlined in the report. Members noted the actual surplus for the period of £770k.</p> <p>Board APPROVED the Management Accounts for the period to 31 May 2017.</p> <p>Proposed G Satti Seconded J Berrington</p>		
b.	Review of Annual Accounts 2016/17		
	<p>Members noted report including internal audit annual report 2016/17 and financial statements for the ng group for year ended 31 March 2017. BH informed the Board that the year end surplus of £4.852m is a relatively good result and that the reserves as at 31st March were £75.4m. He stated that all companies within the ng homes group are in a secure financial position and ng homes is performing significantly</p>		

	<p>better than other Associations in financial terms so it has been a reasonable year. Board are aware that all surpluses are used to fund future repairs and improvement programmes and new houses for the future.</p> <p>Board:</p> <p>APPROVED the annual financial statements for NGHHA for the year to 31 March 2017.</p> <p>AGREED to remit the statutory accounts of ng2, NGPS and DSGL back to the Boards of those companies with approval to sign.</p> <p>AGREED to recommend to the AGM that Wylie & Bisset is re-appointed as external auditors.</p> <p>Proposed T Dow Seconded J Berrington</p>		
c.	Audit Findings Report and Letters of Representation		
	<p>Scott Gillon, Wylie & Bisset Auditor, referred to the audit findings report and highlighted a few keys points:</p> <p>P3 Executive Summary Item 1.3 – there are no new recommendations to be brought to the Board’s attention. This is very good for an organisation of ng homes’ size and is very rare. Three recommendations were made last year across the whole group, 2 of which are still outstanding.</p> <p>P5 Financial Review Item 3.3 – The standard of papers provided for the audit were of a high standard. SG expressed thanks to the Finance team for this.</p> <p>P9 Independent Role Item 4.3 – Wylie and Bisset LLP is satisfied that they are completely independent to ng homes and consequently its decisions are not impaired.</p> <p>P10 Governance Item 5.2 – W&B are satisfied that ng homes operates appropriate governance procedures so have given a positive affirmation in this respect.</p> <p>P12 Fraud ?????– W&B have no concerns regarding fraud or irregularity.</p> <p>P13 Recommendations - Tables 7.2 and 7.4 relate to the 2 outstanding recommendations from last year’s audit relating to</p>		

	<p>depreciation and ng property Board attendance and the management response.</p> <p>The letters of representation effectively give a clean bill of health to ng homes group.</p> <p>JT thanked Scott for the clear explanation of the audit report.</p> <p>Board APPROVED the audit findings report as produced by the external auditors and recommended signing of the letters or representation.</p> <p>Proposed R Porter Seconded G Satti</p>		
d.	FCA Return 2017		
	<p>Members noted report with annual return to the Financial Conduct Authority (FCA) which contains standard details regarding the Association as a Community Benefit Society.</p> <p>Board APPROVED the submission of the annual return to FCA.</p> <p>Proposed R Porter Seconded G Satti</p>		
e.	OSCR Return 2017		
	<p>Members noted report regarding the annual return to the Office of the Scottish Charity Regulator (OSCR) confirming standard details of the Association.</p> <p>Board APPROVED the submission of the annual return to OSCR.</p> <p>Proposed M Thomson Seconded G Satti</p>		
f.	Accounts Financial Statements Return Report 2017		
	<p>Board noted report regarding the requirement by the Scottish Housing Regulator to submit by 30 September the Accounts Financial Statement Report which is a summary of the numbers extracted from the Statutory Accounts in electronic format.</p> <p>Board APPROVED the Accounts Financial Statements Return to be submitted to the Scottish Housing Regulator.</p> <p>Proposed G Satti Seconded C Rossine</p>		

g.	Strategic Risk Register Review		
	<p>Members noted report regarding the Association's risk management strategy and management and control of risks. Board noted the amendments made to the risk register are as detailed in the report and, in particular, pensions, ageing population, health and safety of stock which were all felt to be the areas where there had been a noticeable change in risk and its potential effect.</p> <p>Board APPROVED the revised Strategic Risk Register.</p> <p>Proposed C Rossine Seconded G Satti</p>		
h.	Investment Programme 2017/18		
	<p>Energy Efficiency Standard for Social Housing (ESSH) and Stock Condition Survey (Stage 3) (Procurement of Stock Condition and ESSH Survey, Emergency Works with Potential Environmental Survey and Asset Management Service Pre-Start Progress Report dated 28th July 2017 was attached)</p> <p>JD updated the board on the current situation with regard to the above and Board gave APPROVAL to proceed with Stage 3 of the Stock Condition Survey and to award 1100 units within the MSF and Deck Access properties to the McDermott Group in line with the Open Procurement Process.</p> <p>Proposed J Berrington Seconded R Porter</p> <p>Springburn Halls Site Development</p> <p>JD updated the Board on the current situation with regard to the above development. The design will be different from the original feasibility study but will drive down costs and provide value for money. CEO confirmed that although it's a Design and Build Scheme it will still be monitored daily using a Clerk of Works. Member queried the type of commercial property involved and CEO advised it would likely be office accommodation or mini supermarket or similar.</p> <p>Board APPROVED the Design and Build order for the Springburn Halls Site be placed off the Scottish Procurement Alliance (SPA) framework</p>		

	with Crudens Construction, subject to receiving an acceptable grant offer from GCC.		
	Proposed J Berrington Seconded R Porter		
i.	Housing Services Targets for Key Performance Indicator		
	<p>Members noted report with KPI targets which take account of previous year's outturn and the performance of other similar Housing Associations to ensure they are realistic and challenging. AMD informed the Board that in future SHQS and EESSH will be removed from the Housing Services Report and be subject to a separate report provided by Director of Regeneration.</p> <p>Member queried the change in the target for Average re-let timescales from 13 days in 16/17 to a target of 20 days for 17/18. AMD explained that this was due to the previous practice of excluding time taken for major repairs. SHR instructed ng homes in May that these should be included which meant the target had to be increased.</p> <p>Board APPROVED the Housing Operations Key Performance Indicator targets for 2017/18.</p> <p>Proposed M Thomson Seconded J Berrington</p>		
6.	Policies for Approval		
a.	Complaints Policy		
	<p>ng homes complaints policy has been revised to make it more user friendly by separating it from the staff procedures which will be subject to a separate document. A new section has been added regarding getting help to make a complaint. Board APPROVED the revised policy.</p> <p>Proposed T Dow Seconded I Cross</p>		
7.	Chair's Remarks – given at end of meeting		
	<p>JT thanked everyone for attending the Board meetings over the last year. He said he would see most, if not all, of the current members at the first meeting after the AGM, but if anyone is not re-elected thanks for the all the work carried out during their time on the Board.</p>		

8.	Reports for Noting		
a.	Housing Services KPIs		
	Board NOTED report providing overall good performance against the Scottish Social Housing Charter Indicators for the year to date 17/18.		
b.	Procurement Update		
	Members NOTED report providing an update on progress against early action priorities for all technical procurements.		
c.	Complaints Report		
	Board NOTED report providing update on complaints received and resolved and compliments received over the 3 month period April-June 2017.		
d.	Rule 68		
	Member NOTED report confirming that the requirements of Rules 62-67 have been followed.		
e.	Regeneration Progress Report		
	Board NOTED report providing high level update on progress across a range of initiatives being taken forward in pursuit of ng homes regeneration objectives.		
f.	Governance Update		
	Members NOTED report providing an update on key governance related matters since the last Board meeting on 6 June 2017.		
g.	Investment Programme 2017/18		
	Members NOTED report updating them on planned maintenance and providing project information.		
10.	Membership Applications		
	Board APPROVED five membership applications as detailed in the report. Proposed C Rossine Seconded G Satti		
11.	Delegates Feedback		
	CR reported in recent EVH meeting when a representative from Voiceover Interpreting Services provided information on their service.		
12.	AOCB		
	None.		

