

## **PAISLEY HOUSING ASSOCIATION**

### **MINUTES OF THE BOARD MEETING HELD ON 28 SEPTEMBER 2021 AT 6.30PM**

**Due to the Corona Virus, we are unable to have face to face meetings. This meeting was a virtual meeting using 8x8 platform.**

Present: Jim Weir, Ian Johnstone, Sandra Loney, Mairi Maclean, Drew Mason, Karen McMillan and Michelle Hart.

In Attendance: Kathleen McCutcheon, Lorna Colville, Elaine Thomson and Sandra Marshall.

Guest – Phil McCafferty - Architect

Observer – Neil McCall

Chief Exec initially chaired the meeting as this was our first meeting after the AGM. Ian Johnstone agreed to continue as Chair, Jim Weir agreed to continue as Vice Chair.

Sub groups members remain the same.

Chief Exec welcomed our observer Neil McCall all the way from Australia. Neil gave a brief outline of his career and his interest in Housing.

Jim Weir took over chairing this meeting.

#### **1a) APOLOGIES**

Apologies received from Saroj Bains.

#### **b) RECORD ON ANY POTENTIAL CONFLICTS OF INTEREST**

None

#### **2a) MINUTES OF MEETING HELD ON 30.08.2021**

Minutes of meeting agreed. Proposed by Jim Weir and seconded by Karen McMillan.

#### **b) MATTERS ARISING**

- Chief Exec asked if there was an explanation as to why the SHR report was not included with the paperwork or on the portal last month. Finance and IT Manager confirmed that the report had been put onto the portal the following day and that it was human error that it had been missed when posted out.

- Chief Exec confirmed that after the Board appraisals there were some training requirements from the board. The Factoring and Finance training could be covered

by the FLAIR Academy session in November. Corporate Services Officer will confirm the dates to the Board and if anyone interested, please let Sandra know. Chief Exec will hold an Employment Responsibilities session in October sometime.

- Chief Exec confirmed that the Union has been told about the staff decision to accept the move to the DC scheme.

- Corporate Services Officer confirmed that all Board had completed the code of conduct and declaration of interest forms.

- Head of Finance and IT asked if there were any volunteer to join the Audit sub-committee – no volunteers at the moment.

- Chief Exec ( re the water ingress at Assurance House) said that although there had been some heavy rain recently, our Senior Clerk of Works confirmed there was no water coming in. Chief Exec also confirmed that she had gone over the valuation report and building survey and although a solution of pointing was mentioned there was no indication that anything was structural.

**Board noted.**

Housing Manager joined the meeting 18.57

**3) ARCHITECT PRESENTATION ON ASSURANCE HOUSE**

Phil McCafferty provided a detailed presentation about the way forward with the rendering / over cladding for Assurance House. There were discussions around costs and potential cleaning issues, contractor pricing in the current climate and whether colour choices increased cost. Chief Exec said that if we have a development sub group this project would be monitored by it. It was agreed that we are looking for a long term solution.

**Board Noted.**

Phil McCafferty and Head of Technical left at 19.12

**4) INSURANCE REPORT**

Head of Finance and IT provided a brief description about the reasons why we should consider the services of Bruce Stevenson as they have the necessary experience to provide assistance is assessing insurable risks , have vast experience of procurement of insurances and can access a wider range of insurance companies.

**Board approved of the proposed actions, in particular in December to negotiate initially with our current insurance providers within the 10% increase noted in the report and if unsuccessful to move to formal tendering in Q4 21/22**

**5) FACTORING POLICY**

Housing Manager confirmed that this Policy had some minor changes following the PSPS Written Statement of Service review in June 2021.

**Board Approved.**

## **6) DRAFT ANNUAL CHARTER REPORT**

Housing Manager confirmed that this was our draft version and some photos still to be added. This plan is for the photos to be taken and added next week.

Housing Manager explained that although some areas our performance had dipped due to covid, for the purposes of the charter we are showing improved performance against the Scottish average of 20/21 as all have been affected by Covid.

**Board Approved.**

Housing Manager left at 19.23

## **7) AGM MINUTES 2021**

Board agreed the minutes were a true reflection of the AGM. Minutes were proposed by Jim Weir and seconded by Sandra Loney.

**Board Approved.**

## **8) ENTITLEMENTS, PAYMENTS & BENEFITS POLICY**

Chief Exec confirmed this was a standard policy review by SFHA. Board members and staff members must declare any conflict of interest and must not benefit financially from being a board or staff member. We maintain a complete register of declarations.

**Board Approved.**

## **9) SELF ASSESSMENT PROGRESS REPORT**

Chief Exec explained we are required to complete an Annual Assurance Statement in which any areas of non-compliance are noted. Chief Exec confirmed we have made good progress this year with internal audits on Governance, Treasury Management and GDPR. We have just about caught up with Gas Safety and right to repair.

Equalities is the next big area to concentrate on. – there will be a lot of data collection.

**Board Approved.**

Neil McCall had some technical difficulties and left the meeting 19.30

## **10) DEVELOPMENT SUB COMMITTEE**

Chief Exec explained that development is always tricky and risky. In this current climate with, COVID, Brexit, costs of materials, climate change it can be even more

risky. At our Internal Audit, it was suggested that we have a separate Development Sub Group so that there is plenty of time available for discussions. Board agreed. 3 Board members expressed an interest in attending – Karen McM, Drew M and Jim W. We still have to agree when these meetings will take place.

**Board Approved.**

### **11) DRAFT SHIP 2022 / 2027**

Chief Exec briefly went over some of the SHIP projects and confirmed the PHA projects would also lie within the Development Sub Group remit.

**Board Approved.**

Neil McCall re-joined meeting 19.45

### **12) FCA and OSCR Returns**

Head of Finance & IT confirmed this was mainly an information report as the returns are based on the composition of the Board and the Financial Statements previously approved. Board to note the reports and delegated to the Finance and IT Manager to submit the reports

**Board noted the report and the actions there in.**

### **13) SHAPS PENSION REPORT**

Head of Finance & IT confirmed that the Financial Assessment return had been submitted by the due date of 24<sup>th</sup> Sept. PHA have been declared as 'low' risk by SHAPs so no further action is required. It was noted the New DC pension scheme to be in place by 1<sup>st</sup> November 2021.

**Board noted the report.**

### **14) BOARD COMPOSITION AND NUMBERS REPORT**

Chief Exec confirmed that we only have 8 Board members. We have an observer tonight and also ones scheduled for Oct & Nov. We will continue to advertise in the new year.

Our secretary, of over 20 years, resigned last month and as there is no board members willing to take this on now, we have checked the rules and a staff member is allowed to be the secretary. It is proposed that our Corporate Services Officer – Sandra Marshall takes over this role for a year – and by next AGM, we will hopefully have some more members and one of them may want to take on the role next year. Board agreed secretary position for 1 year.

**Board Noted.**

## **15) AOCB**

- Board member asked if our new office was available for external hiring. At this moment in time we are not set up for external hiring, we still have to consider insurance, staff requirements etc,

**Board Noted.**

- Libor Loans – Head of Finance & IT is looking for delegate authority to sign the RBS and Clydesdale Bank Loan Amendments to convert the LIBOR Loans to Base Rate. After a short discussion this was agreed. It was agreed this could be signed electronically where necessary.

It was agreed a separate report would be presented to the Board in November reviewing the % of debt currently variable. Given the likely interest rises.

**The Board formal approved delegating authority to the Head of Finance & IT to sign all the revised loan documentation ( converting the loans from LIBOR to Base Rate) for all the relevant RBS and Clydesdale Bank Loans, on behalf of PHA.**

-Chief Exec asked if the next Board meeting can be changed from Monday 25<sup>th</sup> October to Wednesday 27<sup>th</sup> October. This seemed to suit – corporate services officer to confirm via e-mail to everyone.

**Board Noted.**

- Board member had suggested a visit to the new development sites – again we will e-mail to see who is interested and will get the arranged. We won't be having an 'opening' night, but would look to have this development in the Paisley Daily Express.

**Board Noted.**

- New membership for Neil McCall

**Board Approved.**

- Business Planning Day – confirmed as Friday 26<sup>th</sup> November – morning only for Board members. Facilitator will be Alison Smith.

**Board Noted.**

-It was mentioned that we had a few technical difficulties tonight. As we would be looking to have some hybrid meetings in future, we will need to work out how to resolve our IT issues. We would not want to exclude anyone from being able to join our meeting and would hope to be as flexible as possible.

**Board Noted.**

## **DONM**

Wednesday 27<sup>th</sup> October 2021. Meeting Ends 8.20pm.