



Barrhead Housing
Minute of Governing Board Meeting
Thursday 24 August 2023 at 6.00pm
BHA Offices and by ZOOM Video Conference (VC)

Present

J Hamilton (Chair)	LA Junner
D McKinney	A Glasgow (VC)
B Connelly MBE	R McGuire BEM (VC)
B Welsh (VC)	J Whyteside
D McVey	

In Attendance

L Wilson	Chief Executive (CEO)
K Devon	Finance and Corporate Services Assistant (Minute Secretary)
C McCulloch	Director of Customer Services (DCS)
L Rice	Director of Finance and Corporate Services (DFCS)
S Stewart	Director of Assets and Communities (DAC)
F Lees	Northstar Consulting (FL) (VC)

	Minute – BHA Governing Board Meeting
1	The meeting started at 6.00pm Apologies & Sederunt Check Apologies were received from Alan Oliver and Paul McIlvenney.
2	Declaration of Interest: Board and Staff There were no declarations made.
3	<u>Approval of Minutes</u> 3a. Approval of Governing Board Minute of 29 June 2023. The Board approved the minutes as a true record.

	<p><u>For noting</u></p> <p>3b. Board Action Tracker August 2023</p> <p>The Board noted that the outstanding action had been completed.</p>
4	<p><u>Matters Arising from Above Minutes</u></p> <p>Barrhead Housing have joined DIN network for all staff.</p>
5	<p><u>For Approval</u></p> <p>5.1 Board appraisal (Presentation by Freya Lees, Northstar Consulting)</p> <p>F Lees from Northstar Consulting advised the board of the terms of her report in relation to the 2023 Board appraisal process.</p> <p>The following highlights and recommendations were provided:</p> <p><u>Recommendations</u></p> <ul style="list-style-type: none"> - Draft a succession plan with potential back up office bearers if unexpectedly required. - Review the 9-year rule section and decide whether each member should continue to serve on the Board. <p><u>Ongoing Actions</u></p> <ul style="list-style-type: none"> - Develop greater participation - improve scrutiny and objective challenge. - Members are encouraged to submit questions in advance of the meeting. - Training to be delivered in the following areas: 30 Year Business Planning Rent Setting Governance Regulatory and Legislative change - IT support for Board members with the use of technology for meetings. <p><u>Considerations</u></p> <ul style="list-style-type: none"> - Consider a minimum in person attendance rate for Board members. - Monitor individual development plans – review after six months to confirm development needs have been actioned. - Consider combined Board / Staff strategy sessions or training to allow each group to get to know each other. - Bitesize briefings from staff beyond the senior management team to enable interaction. <p>The Board discussed the 9 year rule that affected Board members John Hamilton, Brian Connelly and Rena McGuire. It was agreed that they should continue serving and approval of all three was granted by the Board.</p>

A question was raised by a Board member with regards to anything Barrhead Housing is missing or should be considering when comparing to good practice in other organisations. F Lees confirmed there are no other considerations and the report has resulted in a positive outcome.

The CEO noted next steps:

- Look at succession planning.
- Upgrade Governance excellence plan.
- Personal training and development plans to be specific to members.

The Board **noted** the terms of Freya's report.

F Lees left the meeting at this point.

5.2 Secretary's Annual Report: Registers, AGM and Elections

The DFCS took the Board through her annual Secretary Report.

The Board **noted** the report and that the Secretary's duties (in terms of our Rules) are being complied with; **Agreed** that an invitation to the 2023 AGM be extended to the Association's staff team and our wider stakeholders, and; **Agreed** the agenda for the AGM as per report Appendix 5.2a.

The CEO added that the agenda includes a panel discussion with the theme being 'Connections'.

5.3 Membership Report

The DFCS provided the Board with detail of current levels of membership. The Board **noted** the position.

5.4 redacted - confidential

5.5 Policy approvals:

The following Policies were considered for approval:

- Procurement Policy
- Settlement Agreements
- Serious complaints against the Chief Executive

5.5a. Procurement Policy

The DAC advised the Board of the main changes to the updated Procurement Policy.

- Procurement process map added.
- Delegated authority for Executive Team to award contracts (subject to the tender process being followed) up to the value of £10,000 excluding VAT.

The Board proposed that an addition of contractors being Scottish Living Wage employers be added to the Policy. The DAC noted that National Living Wage is a current requirement and where possible Scottish Living Wage would be adhered to but advised the Board it was difficult to source contractors and smaller contractors may not be able to satisfy this. The CEO added that we would confirm if the housing management system supplier was a SLW employer, given they are a bigger organisation.

A board member asked about the community benefits which we hope to achieve including the possibility of apprenticeships. The DAC advised that there are clear requirements for any contract above £100,000; below this would be in agreement with the individual contractors. In practice our current contractors are keen to contribute.

The Board **approved** the updated Procurement Policy.

5.5b. Settlement agreements and 5.5c. Serious complaints against CEO

The DFCS advised the Board that these policies have both been subject to recent review, and have been amended only slightly; to update roles and to reflect changes in the composition of sub-groups and the Scheme of Delegation.

Board members asked the following questions in relation to the policy changes:

- Is the change in name from Barrhead Housing Association to Barrhead Housing a legal entity?
- Is there an overlap in the whistleblowing policy and Serious complaints against the Chief Executive?
-

The CEO confirmed Barrhead Housing is a brand change only and legally the business is still Barrhead Housing Association.

It was noted that policies are currently being looked at to try and condense them and remove any duplication. Any potential overlap in policies will be investigated as part of this process and a new proposed suites of policies will be brought to the board for consideration.

The Board **approved** the updated settlement agreements protocol and policy on and Serious Complaints against the CEO.

5.6 New Repairs Contracts

The DAC **updated** the Board on progress with the procurement of new repairs contracts.

They confirmed that the Everwarm contract has been mutually terminated and a final sum will be agreed imminently.

A Board member asked how tenant satisfaction is received. The DAC confirmed that a repairs satisfaction questionnaire is sent via text and this feedback is logged. It was noted that the DAC will collate this feedback to present to the Board at a future meeting.

The Board **approved** the appointment of the following contracts, in accordance with the report recommendation(s):

- Void Contractors x 2 S procurement
- Out of Hours call handling contractor S procurement
- New kitchen replacement contractor, and; iflair
- New Joinery, Electrical and Plumbing contractors. iflair dynamic

5.7 Housing Management System

The DFCS updated the Board on progress with the acquisition of a new Housing management System.

They discussed the reasons and benefits of moving to a new housing management system. Procurement and demonstrations have been completed.

The DFCS provided the following highlights:

- Additional modules proposed.
 - ICR Scanning – scan invoices to remove data entry.
 - Income maximization – predict rent arrears, tenants’ payment behavior, early warning.
 - Assets long term plan – could replace HUB.

The DFCS acknowledged an advance question from a Board member asking if there were any additional set up costs. The DFCS confirmed that the implementation costs included five data refreshes and if this was not sufficient, we would incur additional costs.

The Board discussed the proposal and asked the following questions:

1. Are there other RSLs using this system and have we got feedback?
2. Is there a back-up if the company were to dissolve?
3. Is the timeline for implementation realistic?
4. Will the new system provide better reporting?

The DCS referred to other housing associations who use this system and personally recommended it. Formal client feedback and references were obtained.

The DFCS advised that the contract was being scrutinized by our solicitors and would ensure it was watertight and protected Barrhead Housing.

The DFCS acknowledged the timeline of implementation and assured the Board that day to day work commitments had been considered to ensure there was capacity for staff to implement the system in six to eight months. Answering a question regarding the potential need for external project support for implementation, it was confirmed that had been considered and that it was felt that the best option was for the project to be led in-house and that this would be kept under review.

	<p>The DFCS stated that reporting was a high priority and the new system would provide automated and better reporting than our current HMS.</p> <p>The Board noted the business case, approved the signing of a five-year contract with DSL for HomeMaster and agreed that work to implement HomeMaster should commence.</p>
6	<p><u>Policies for Approval</u></p> <p>6.1 Presentation – Our Assets</p> <p>The DAC gave a presentation to the Board on “Our Assets”.</p> <p>A Board member questioned if upfront payment was not received for works, would this leave blocks in disrepair.</p> <p>The DCS confirmed that pre-payment would be sought where possible and that we would be agreeable to payment plans for major works. Mixed tenure blocks would not be left in disrepair as Barrhead Housing has a duty to customers to ensure their homes are safe and in satisfactory condition.</p> <p>The Board noted the terms of the presentation.</p> <p>6.2 Governance and Compliance Report</p> <p>The CEO provided the Board with a summary of current Governance and compliance matters.</p> <p>They main items highlighted were:</p> <ul style="list-style-type: none"> - Board appraisals are complete. - AGM will be held on 19th September 2023. - A Oliver and J Whyteside have agreed to joint Development Sub Group. - Succession Plan and Governance Excellence Plan scheduled for October Board meeting. - Board will move from Zoom/Dropbox to MS Teams form October 2023. - 3 open Notifiable events with SHR - Iain MacLean (CSC) is retiring and will be leaving BH mid-November. - FOI and Data Protection have been removed from the CO role and a six-month contract with an external consultant has been agreed. - Corporate Services Officer role re-evaluated and regraded to EVH grade 7. Full time post advertised (closing date 28.08.23) - Two fully funded admin posts advertised (closing date 18.08.23). Seven interviews have been arranged. Post is funded until March 2024.

	<p>The Board discussed the updates and asked the following questions:</p> <ol style="list-style-type: none"> 1. What is the capacity of the FOI consultants? 2. How successful is the current recruitment market? <p>The CEO confirmed that recommendations from other housing associations had been obtained that the consultants confirmed that they have never missed a deadline.</p> <p>The CEO confirmed that recent recruitment has been successful and high-quality candidates were applying for the posts.</p> <p>The Board noted the report.</p> <p>D McKinney left the meeting at this point.</p> <p>6.3 CEO Verbal Update</p> <p>The CEO provided a verbal update and highlighted the following:</p> <p>Development (confidential): Redacted</p> <p>Partnership: Draft strategic agreement with ERC – CEO will follow up on this with the council FLAIR feasibility study on shared services – 5 HA plus BH – what more can we do together in future. Consultant would come in and speak to board with recommendations.</p> <p>Funding for outdoor playpark/ growing/ community space – still to go to cabinet. Funding for BH. Community project. Money from ERC. Minimise maintenance.</p> <p>Media/ political support: 1000 homes visit from minister/ media release today – Executive team and Chair had meeting with Minister. Rent control – what about social rented sector ?</p> <p>Visit from Kirsten Oswald MP/ Early Day Motion – came to office and met with CEO and delivered this.</p> <p>Strategy: Team away day 23rd Aug – went well. Team input to the strategy. Exec team will do work and bring it to the board for ideas, suggestions and comments.</p> <p>The Board noted the update.</p>
7	<p><u>Parent Monitoring</u></p> <p>Development</p> <ul style="list-style-type: none"> • Next meeting 9 November <p>Audit, Risk and Health & Safety</p> <ul style="list-style-type: none"> • 10 August 2023

8	<p><u>AOB</u></p> <p>A Board member extended thanks to the staff that run the Monday café at The Arc. The Exec team noted this and thanks will be passed on to relevant staff.</p> <p>8.1 The Board were advised that performance information for Quarter 1 has been added to Dropbox for information.</p> <p>The meeting ended at 7.50pm</p>
9	Board Check Out

Date and time of next meeting(s):

AGM Tuesday 19 September 2023 at 6.30pm (followed by short Board meeting)

Governing Board 26 October 2023 at 6.00pm

9th November 2023 Board Away Day House for an Art Lover (Agenda to follow)

The Minute was approved by the Board at the meeting on 19 September 2023

Signed by Chairperson: _____

Date: _____