



Board Meeting – 25 October 2017

Agenda Item: 4

Subject: Minute of Board Meeting 30 August 2017

Prepared by: Alan Park

**Minute of the Board meeting held on Wednesday 30 August 2017 at 5.30pm in Main Street, Ayr**

Present:

**Tenant Members**

Frances Maguire  
Georgina Dawson  
Kenny George  
Suzi Williamson

**South Ayrshire Council**

Ian Cavana

**Community Members**

Rhonda Leith (Chairperson)  
Roy Martin  
Bobby Pyper  
Sandy Paton  
Simon Leslie

In attendance: Jim Whiston

David McGivern  
Steve McGhee, LMA Architects (until after item 3)  
Caroline Donald (until after item 4)  
Alan Park (Minutes)

**1. Apologies**

Apologies were received from Chris Cullen.

**2. Disclosures of Interest**

Rhonda asked that any member with an interest in any agenda item declares that fact at the appropriate time during the meeting.

**3. Roles and responsibilities in construction – presentation by Steve McGhee LMA Architects**

Jim introduced Steve from LMA Architects and invited him to make a presentation on the Peebles Street project and roles and responsibilities in construction. Steve's presentation covered the status of the Peebles Street project and confirmed SAC support for the proposal. He also covered the various options available in terms of procurement routes and the various merits of each, paying particular attention to how risk applies to each and how this affects the price/quality dimension of contractual arrangements. Steve answered various questions from the Board on the Peebles Street project and procurement generally.

The Board thanked Steve for his most interesting presentation and attendance. Steve left the meeting at this point.

**4. Work Positive – presentation by Caroline Donald.**

Rhonda invited Caroline to make her presentation.

Caroline explained the background to the Work Positive initiative, and how it had flowed from our Healthy Working Lives (HWL) involvement. This had included an Employee Wellbeing Survey undertaken as part of the HWL award. An action plan had been agreed as a result of analysis by the external assessor and facilitated individual group work with our staff. An action plan had been agreed by our internal HWL Focus Group which, once accepted by the whole staff group, had been passed to the Director for implementation. Caroline explained the various areas where we have focussed our attention in order to address the action plan with assistance where appropriate from Animate Consulting.

Bobby suggested that there would be some connection between this work and that of the away day in June 2017. Caroline confirmed that the same issues tend to recur and that there is the possibility to mesh the outcomes from the away day with this action plan.

The Board asked further detailed questions which Caroline covered in detail.

The Board thanked Caroline for her most interesting presentation and attendance. Caroline left the meeting at this point.

**5. Minutes of the meeting held on 28 June 2017**

The Minutes of the meeting held on 28 June 2017 were accepted as a true record as proposed by Frances Maguire and seconded by Bobby Pyper.

**6. Matters arising**

There were no matters raised.

The Board noted the content of the paper.

## **7. Projects - business development**

Jim updated the Board on the Peebles Street proposal and suggested that some of the Board may be interested in getting involved prior to the final planning application being submitted.

Georgina mentioned some adverse social media comment regarding the construction site in Dailly. Jim asked Georgina to forward the link if available.<sup>1</sup>

In response to a query from Roy, Alan explained the workings of the Mortgage to Rent scheme. It was suggested that we circulate the link to the government website which covers the operation of the scheme.<sup>2</sup>

Jim confirmed that discussions with Hansel are ongoing and that we hope to progress to purchase as soon as possible.

The Board agreed to the continuation of our participation in the Hab-Lab initiative.

The Board accepted the report.

## **8. Housing Management activity**

David reported that arrears performance is within target.

David indicated that the Rent Arrears Policy has been updated and then highlighted the main changes. The Board agreed to the update of the policy.

The Board accepted the report.

## **9. Property Maintenance Activity**

David explained that all indicators are within target and the paper is for noting.

David explained our repairs procedures once a repair has been reported to us, following a question from Kenny George.

The Board accepted the report.

## **10. Financial Matters**

### **10. (a) Annual Accounts for 2016-17**

Alan explained that the Audit Committee had approved the Financial Statements at its meeting on 23 August and that the Accounts were included to allow members to review them. Alan explained the impact on presentation of grants received for energy initiatives and transfers from deferred income due to FRS102 and the Housing SORP which has an effect on the way information is disclosed. Alan explained the difference between the management accounts surplus figure and that reported in the Financial Statements. There was a reconciliation showing the differences which were largely attributable to the change in disclosures.

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<sup>1</sup> Georgina to send social media link to Jim if still available

<sup>2</sup> Circulate link to website regarding the MTR scheme

The Board noted the content of the Management Letter and agreed the recommendation of the Audit Committee that the Letter of Representation could be signed by the Chairperson after the meeting tonight.

The Board thanked Alan and his staff for the considerable work done each year in preparing such comprehensive and detailed information.

#### **10. (b) SHR – Annual Audited Financial Statements Return**

Alan explained the requirement to make a return of our Annual Account information to the SHR using their portal. Alan had distributed copies of the input documents to their system and confirmed that all of the figures agreed with the accounts noted above.

The Board agreed to the submission of the Annual Audited Financial Statements Return to the SHR.

#### **10. (c) Management Accounts to 30 June 2017**

Alan reported on the first quarter's results in positive terms as we have again exceeded the budget expectation due largely to continued low interest rates. He also confirmed that we had repaid the Co-op Loan on 31 July 2017 as per previous Board agreement.

Alan confirmed that the performance indicators are in line with expectation and that the covenants have been met.

The Board agreed the Management Accounts for the three months ended 30 June 2017.

#### **10. (d) Risk Management and Treasury Management Policy reviews**

The Board agreed to the suggested amendments to both policies.

#### **11. Marketing and Public Relations**

Rhonda enquired about the traffic the new website is attracting and suggested it would be interesting to see where the main interest lies. Jim agreed to use Google Analytics to provide this information.<sup>3</sup>

Roy asked about spire2access and Jim's involvement on their Board. Jim explained that it was a useful relationship and there was no legal link between the two organisations. However, Jim is reviewing his continued participation following the recent merger. Rhonda suggested that it would be useful if someone could attend a future Board meeting to present on the new organisation.<sup>4</sup>

The Board accepted the report.

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<sup>3</sup> Jim to analyse usage of the new website and report back to Board

<sup>4</sup> Jim to consider a future Board presentation on the work of aspire2access

**12. Operational matters**

Rhonda referred to the much improved Board attendance record and thanked members for their participation.

The Board accepted the report.

**12. (a) AGM arrangements**

The Board noted the arrangements for the AGM. It was agreed that Jim would look to provide some food in addition to the usual offerings.<sup>5</sup>

The Board noted the content of the paper.

**12. (b) Proposed changes to the Articles**

Jim explained the changes, which had been prepared by our solicitors. There was detailed discussion after which the Board agreed to the change in the Articles and to seek SHR consent in principle prior to an EGM, perhaps before Christmas 2017.

**12. (c) Governance Review**

There was detailed discussion on the proposed changes to standing orders most of which centred on the proposed quorum. After consideration it was agreed that the proposal could go forward with the possibility of it being amended in the following 12 months based on their application and the approach of other housing associations.

Roy referred to the “White Book” referred to on page 111 of the Board papers. Jim indicated that most of this governance information is listed in the Company Profile and available on Basecamp but it may be useful to look at how it is signposted when the Member’s Handbook is amended.

The Board accepted the report.

**12. (d) Complaints and Compliments**

The Board accepted the report.

**12. (e) Minutes of Audit Committee Meeting 23 August 20167**

The Board accepted the Minutes of the meeting.

**13. Any Other Business**

Document signed –

The Minutes of the meeting held on 28 June 2017.

The Letter of Representation to Armstrongs, external auditors.

There was no other business and the meeting closed at 7.50pm

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<sup>5</sup> Jim to contact the hotel and arrange for some food to be available

Signed

Dated

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