

**Minute of the Virtual Meeting of the Board of Management of Langstane Housing Association Limited held on Wednesday 3 November 2021 at 12.30pm**

**Present:**            **J Knowles, Chair**  
                          **J Fraser**  
                          **J Greener**  
                          **I Jamieson**  
                          **M Keith**  
                          **M Martin**  
                          **A Stevenson**  
                          **G Urquhart**

**Apologies:**        **J Drummond**

**1. Apologies**

The apology noted above was intimated to the meeting<sup>1</sup>.

**2. Declaration(s) of Interest**

J Greener noted an interest in Item 14.

**3. Draft Minute – Board of Management – 25 August 2021**

The Board approved the minute as an accurate record.

**3.1 Matters Arising**

3.1.1 21 – A Stevenson highlighted she had been named as one of the members who would retire at the AGM. However this was not the case.

**4. Draft Minute – Board of Management – 22 September 2021**

The Board approved the minute as an accurate record.

**4.1 Matters Arising**

4.1.1 3.4 – Performance Committee membership, I Jamieson advised he would be willing to join the Committee if required. This was welcomed by the Board.

**5. Draft Minute - Board Away Day - 6 October 2021**

The Board approved the minute as an accurate record.

**5.1 Matters Arising**

There were no matters arising. All actions from the meeting had been recorded and would be actioned.

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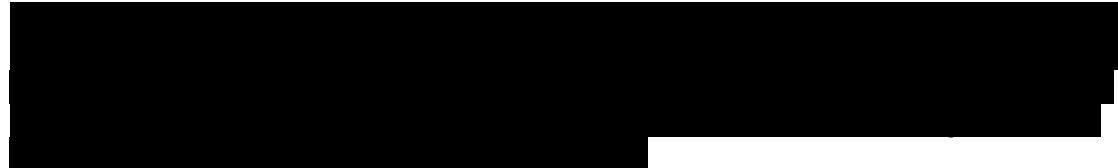
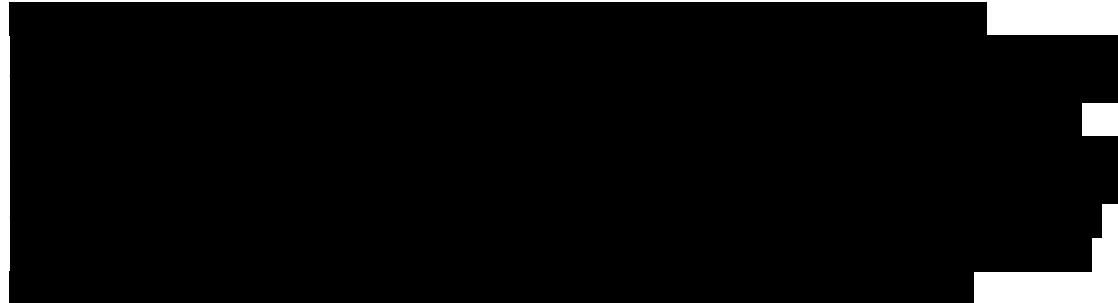
<sup>1</sup> An apology was received from A Habib following the meeting.

## 6. Statement of Outstanding Business

The Board considered the Statement and noted the following:

Item 1 – The SFHA had advised it would not be publishing a model governance manual. As such, the revised version, still fairly lengthy, would be presented to a future meeting of the Board. The SFHA had invited the Association to provide a presentation on its governance approach at a forthcoming workshop.

The target dates of Items 1 - 6 would be revised.



*J Fraser left the meeting and returned a short time later.*

## 7. Financial Reports to 30 September 2021

The Board considered and noted the financial report. In particular, the information highlighted by the Director of Finance and Corporate Services in respect of the favourable variance in the surplus, the higher than anticipated voids, maintenance cost of voids and day to day repairs being over budget and the underspend in planned / cyclical maintenance to date. With regard to other office costs, savings had been made on office costs but the budget on office repairs / maintenance and consultancy are over budget. More detailed information would be provided in the reports under Item 8.

In response to the question raised as to how confident the Association is the planned maintenance budget would be spent, the Director of Asset Management reported that work on the kitchen and bathroom contract is about to start, the heating contract is substantially underway and with a framework of three contractors to share the workload and move the work forward, the Association is optimistic it will be spent.

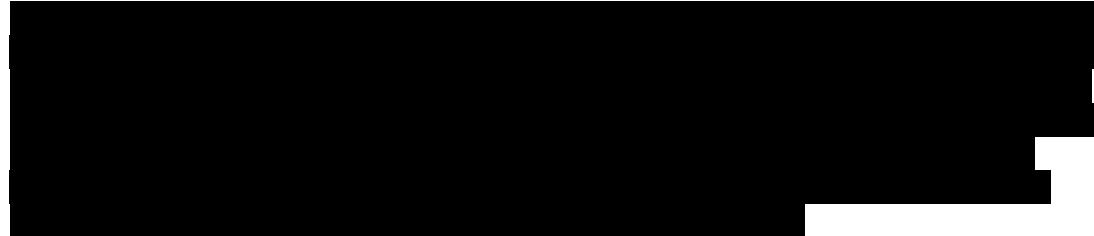
## 8. Mid Year Reviews 2021-2022

### 8.1 Financial Review

The Board considered the report and appendices (Appendix 1 – Statement of Financial Position and Appendix 2 – Efficiencies Savings) which provided an update on the financial performance of the organisation for the first half of the financial year and a look ahead to year end and beyond. The purpose of the report being to provide the

Board with assurance the organisation is being properly managed financially and there are no major concerns regarding sustainability or the organisation's ability to deliver its business plan objectives.

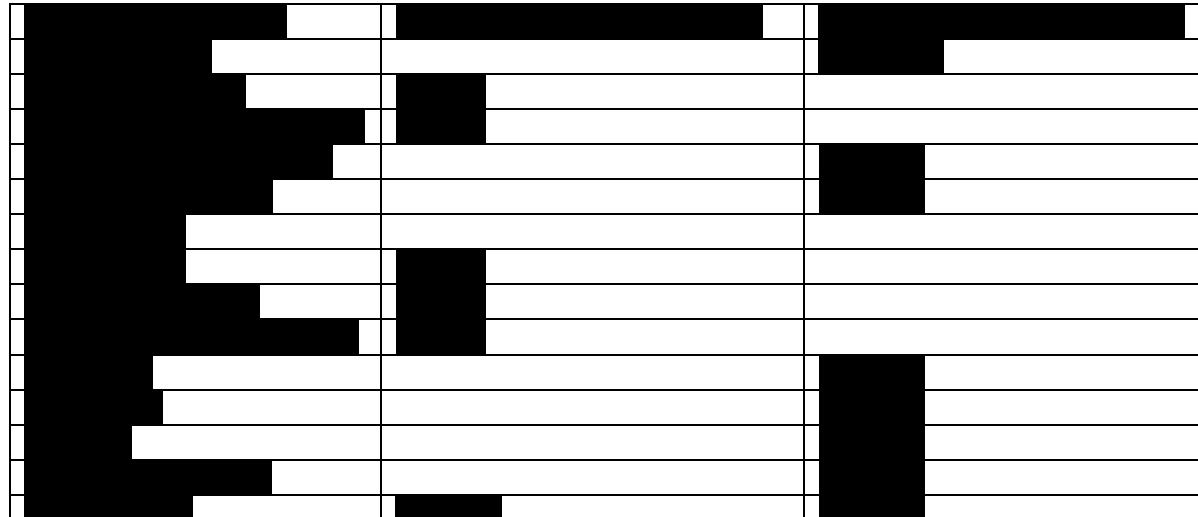
The Director of Finance and Corporate Services took the Board through the paper in detail, highlighting where Board approval was required to make changes to the budget, where additional budget is required and on the challenges / risks the Association face which impact on its financial performance.



There was further lengthy discussion on whether the reporting of the efficiencies was still meaningful and therefore still required as the Association adopts a zero based budgeting methodology for areas of major spend. It was agreed savings would continue to be reported until the end of the financial year when a final report would be presented to the Board. Thereafter prudent financial management would continue and efficient working practices continue.

The Board having noted the report and in particular the risks which would impact on the Association's finances i.e. increase in voids and arrears levels, not completing planned component and maintenance spend, pension affordability, and economic and Brexit uncertainty, the Board approved the following recommendations in the report:

1. Changes to budget in Statement of Comprehensive Income (SOCI)





## 8.2 Treasury Management Review

The Board considered the report which provided an update on the treasury management activity of the organisation for the first half of the financial year, a look ahead to year end and beyond and provided assurance the organisation is being properly managed with regard to its treasury management activity.

Speaking to the report, the Director of Finance and Corporate Services drew Board attention to Items 2.1, the summary of current debt, 2.2 – the covenant report (the Association currently meets all of its covenants), 2.3 - interest payable and receivable analysis, 2.4 – the analysis of funds both short and medium term at mid-year and the main risks to the Association's treasury management set out in Item 6.

The Director was pleased to report there are no major concerns with regard to compliance with the treasury management policy, levels of cash flow and compliance with lender requirements or with the Association's sustainability and ability to deliver its business plan objectives.

The Board assured of the following noted in the report:

- The Treasury Management Policy is being adhered to and monitored;
- The outlook to year end is based on activity levels returning to normality and being fulfilled as planned;
- The financial position will be actively managed to ensure spend is controlled within policy parameters and efficiencies achieved where possible;
- The current 5-year projected outlook is compliant with policy and will be reviewed in the budget setting process for financial year 2022-23.

## 9. Chief Executive's Update

The Board considered and noted the report and appendices (9.3 – SFHA Strategy 2021-2024 and 9.11- ATFS Economic Report) which had been available to view in the Board portal. Having done so the following was approved:

### Item 4 - Governance Structure:

- The change of name of the Resource to People Committee;
- The Performance Committee's remit would now include approval of write offs;
- The removal of the Sustainability Strategy and Rent Management Policy from the Performance Remit and
- Delegated authority be given to the Senior Management Team (SMT) to amend any reference to the post of Treasurer, no longer required, in policy documents.

Item 7 - Lettings Initiative – The Board approved a proposed amendment to the lettings initiative previously approved on 25 August 2021. The initiative would be extended to include all areas of low demand in the Association's areas of operation.

Item 8 - Resettlement of Afghan Families – The Board approved a deviation from the Association's Allocations Policy for one of the homes being used.

9 – [REDACTED]

## 10. Corporate Document Review Report

The Board considered and noted the covering report which set out in detail the changes to the documents presented under Items 10.1 – 10.2.

### 10.1 Scheme of Delegation V1.8

The document had been made available to members in the Board portal. All changes were highlighted in red.

Having considered the document, the Board approved V1.8 as presented and further approved the recommendations set out in the covering report as follows:

- The Chief Executive's Power of Attorney be extended to cover the Subsidiary companies of Langstane Housing Association;
- The setting of tenant priorities for scrutiny, and approving housing support strategies and policies, be delegated to the Performance Committee;
- Delegated authority be given to the SMT to dispose of moveable assets up to the value of £10,000 e.g. vehicles and items of furniture no longer required;
- The role of Company Secretary and Depute are added to the roles held by the Director of Finance & Corporate Services and the Chief Executive when signing loan agreements.

### 10.2 Risk Management Policy V5

The Board considered the updated policy which highlighted the changes in red; suggestions made by J Drummond had also been incorporated.

The Quarter 2, Strategic Risk Register would be reset and re-presented to the next meeting of the Joint Audit and Governance Committee.

It was suggested the policy should provide further clarification on the roles / responsibilities specific to the Board and SMT. The Chief Executive would review the document and amend as appropriate.

Subject to the aforementioned action, the Board approved V5 of the Risk Management Policy.

### 10.3 Procurement Policy V2

The Board considered the policy which had been reviewed and updated in line with changes to procurement brought about by Brexit. In addition, clarification was provided on the role of the external consultant with regard to the opening of tenders on Public Contracts Scotland. Amendments were shown as tracked changes.

Following brief discussion on the removal of the requirement for a Board member to be present at the opening of higher value tenders, the Board approved V2 of the policy as presented.

#### **11. Governing Body Members Annual Review**

The Chair reported the majority of questionnaires had been completed with the review meetings scheduled to take place over the next two weeks.

#### **12. Business Plan 2020 – 2025, Internal Management Plan, Quarter 2, 2021-22**

The Board considered and noted the Quarter 2 updates which were highlighted in red. The plan would, in due course, be further updated to include any actions arising from the forthcoming Tenant Satisfaction and Stock Condition Surveys.

Following brief discussion it was agreed all completed actions / actions now embedded and considered routine practice would be removed. It was felt it would be prudent to revisit the original plan in 1-2 years to ensure actions are being sustained.

#### **13. Covid-19 Report, Quarter 2, 2021-22**



#### **14. Equalities Monitoring Report**

The Board considered the report which provided a position statement on equalities in respect of tenants, waiting list applicants, staff and Board members as at 31 March 2021.

The report also provided information on the new guidance produced by the Scottish Federation of Housing Association's (SFHA) in partnership with other organisations to strengthen and standardise equalities information across the sector. Attached as Appendix 1 to the report was the new standardised equalities form.

Speaking to the report the Director of Housing highlighted the current tenant profile compared favourably with the population statistics on ethnicity provided by the 2011 census. With regard to staff it was noted the importance of the Association being able to demonstrate it is an equal opportunities employer and its staff, governing body and wider membership reflects the community it serves. In this respect it was highlighted the majority of Association staff are female and it was queried if this was indicative of the housing sector as whole. The Director in response advised this information is not currently available but with the People and Culture Manager now in place it is anticipated future reports would include this.

The Board having considered the report, approved the following actions, requirements of the new guidance, be taken forward:

- The new SFHA model template (Appendix 1) is adopted and used to ensure standardisation across the Association's areas of operation;
- A review of the equalities information currently collected is carried out;
- The housing management system is updated to ensure there is the ability to report on all aspects of equalities for tenants and housing applicants wherever possible;
- The new monitoring template is issued to employees and the Board of Management onwards to ensure up to date and robust information is available;
- Equality Impact Statements are carried out on all new and revised policies and procedures;
- When Strategies are reviewed (annually) due regard is given to links between strategies and equalities issues and a statement in this regard is included within the strategy;
- Staff are briefed on the importance of collecting equalities data and how this helps improve services for tenants, staff and the Board.

## **15. 2022 Board and Committee Meeting Schedule**

The Board approved the meeting schedule as presented.

## **16. Draft Minutes**

The Board considered and noted the draft minutes (unless otherwise stated) which were available to view in the Board portal:

- 16.1 Approved - Joint Audit and Governance Committee – 10 August 2021;
- 16.2 Resource Committee – 12 August 2021;
- 16.3 Langstane Property Limited – 25 August 2021;
- 16.4 Langstane Housing Association Limited AGM – 22 September 2021;
- 16.5 Langstane Property Limited AGM – 22 September 2021;
- 16.6 Joint Audit and Governance Committee - 5 October 2021.

The Chief Executive informed members, J Drummond had been appointed Convener of the Joint Audit and Governance Committee on 5 October, A Stevenson Convener of the People Committee at its meeting on 26 October and the Performance Committee would appoint its Convener at its first meeting on 10 November.

## **17. Quarter 2, 2021 Reports**

### **17.1 Signings Report**

The Board considered and noted the Quarter 2 Signings report which had been available to view in the Board Portal.

## **18. Entitlements, Payments and Benefits Request**

[REDACTED]

[REDACTED]

This Minute has been edited to remove commercially sensitive or confidential discussions



**19. AOCB**

Members were informed K McIntosh [REDACTED] had resigned from the Board. The Chair asked all members to give thought to appropriate candidates for Board membership. In response to the question as to whether new members would require a particular skill set, members were reminded the People and Culture Manager would be carrying out a review of the recent skills audit and would identify any skills gaps. When considering recruitment of Board members, the Association would be looking to ensure the Board composition is as diverse and highly skilled as possible.

**20. Date of Next Meeting**

15 December 2021.