

**CALVAY HOUSING ASSOCIATION MINUTES OF 2024/2025
MANAGEMENT COMMITTEE: 18 APRIL 2024**

1 SEDERUNT

Present:	Jim Gourlay	-	Chair
	Steven Blomer	-	Vice Chair
	Bryce Wilson	-	Secretary
	Jim Munro	-	Committee Member
	Peter Howden	-	Committee Member
	Gordon Laurie	-	Appointed Member
	Lawrie West	-	Appointed Member
	Helen Forsyth	-	Appointed Member
	Emma Connelly	-	Co-opted Member
	Lauren Austin	-	Co-opted Member
Apologies:	Geri Mogan	-	Committee Member
	Lawrie West	-	Appointed Member
In Attendance:	Nick Dangerfield	-	Director
	Derek Baker	-	Operations Manager
	Melissa Craig	-	Housing Officer
	Fettes McDonald	-	Finance Consultant, FMD (Items 1 – 8 only)

2 DECLARATIONS OF INTEREST

There were no Declarations of Interest declared for this meeting.

The Chair confirmed he has reviewed the Register of Interests and has no concerns. A comment was made about removing an interest regarding a current staff member's friendship with a former Committee Member, this will likely come off the at staff member's declaration for 24-25.

3 RATIFICATION OF CONFIDENTIAL MINUTE FROM MANAGEMENT COMMITTEE MEETING HELD ON 19 OCTOBER 2023 – WRITTEN REPORT BY INDIGO HOUSE CONSULTANT – APPROVED.

A written report by Angela Spence, Consultant from Indigo House, was circulated to Committee prior to the meeting and noted. The report gave a brief minute drafted by the Chair of a meeting held on 19th October 2023 to discuss the Director's salary review, there were no staff present. The minute noted that the Committee unanimously agreed the Directors revised pay scale and any increase in salary should be backdated to 19 October 2023.

Committee unanimously approved the minute.

4 MINUTES OF MANAGEMENT COMMITTEE MEETING HELD ON 14 FEBRUARY 2024 – NOTED.

The minutes of the Management Committee meeting held on 14 February 2024 were circulated prior to the meeting and noted. A Committee member requested that more information be provided in this minute under Item 3, Selection of Lender. It was commented that this minute was too brief and did not give an explanation on how the decision was made under this item, given the importance of the topic.

It was decided that rather than bringing the minutes back to the next meeting,

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the Director would amend the minutes and put them on decision time for approval.

5 MINUTES OF MANAGEMENT COMMITTEE MEETING HELD ON 21 MARCH 2024 - APPROVED.

The minutes of the Management Committee meeting held on 21 March 2024 were circulated prior to the meeting and noted. There were no comment or questions. The minutes were approved on a motion by Bryce Wilson, seconded by Gordon Lawrie.

6 MATTERS ARISING FROM PREVIOUS MINUTES

Engagement Plan

A Committee member commented that they expected to see the Engagement Plan as an agenda item for this meeting, given that it had now been circulated to all Committee. The Director explained that there was not much of an update, he has sent all the information that was required and has complied with all deadlines. Other Committee members added that having read the Engagement Plan there was nothing surprising or too concerning in it and that it was very factual. The Regulator is due to visit the Association and meet with Committee however a date hasn't been agreed yet, this is anticipated to be sometime in May and Committee will be updated in due course.

Decisions Tracker

Committee requested that the Decisions Tracker be presented to them monthly from here on, rather than quarterly.

7 GOVERNANCE REVIEW ACTION PLAN AND CLOSURE REPORT – WRITTEN REPORT BY CONSULTANT, INDIGO HOUSE – APPROVED.

A written report by Angela Spence, Consultant from Indigo House, was circulated to Committee prior to the meeting and noted. The report gave Management Committee an update on GAP Progress as of April 2024 and Committee were asked to approve the closure of a further 23 actions which have been completed and verified by Indigo House. There was some discussion under the following actions.

Action 18

There has been a report prepared by TPAS for this meeting pulling together all mechanisms to complete this action including Your Voice activity, annual performance forum, regular engagement forums and surveys, which TPAS will support, therefore the minutes of this meeting will verify this action.

Action 35

The Director had his first coaching session with Lasting Impact on 9th February 2024 and sessions are ongoing. Chair has his first session with Connolly Coaching on 17th April 2024 and again is ongoing. Progress is well underway with the action however it is a work in progress and an ongoing action. This prompted a discussion as to whether the Association will continue to work with

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Gravitate HR in relation to 1-2-1's going forward, the Director suggested that this could be an item for Staffing Sub Committee to discuss in further detail.

It was also noted that Indigo House have prepared a full evidence bank for each of the actions completed which will be maintained by the Corporate Services Manager going forward. This prompted some discussion as to when Governance should be reviewed as part of the internal audit plan to ensure that the progress that has been made is maintained. No formal decision was made and it was agreed that it will be discussed further at Audit & Risk Committee however, it was suggested that perhaps around 18 months' time would be an ideal timescale to review Governance. No changes made to current internal audit plan.

The report highlights that the governance improvement activities from the GAP Action plan are assessed as complete as at 18/4/24. It was noted that this is excellent progress and efforts should be commended which Committee agreed. The Management Committee noted the contents of this GAP update report and progress made and unanimously approved the closure report for submission to The Regulator.

8 5 YEAR FINANCIAL PROJECTIONS 2023-24 TO SHR – WRITTEN REPORT BY FINANCE CONSULTANT – APPROVED.

A written report by Finance Consultant, was circulated to Committee prior to the meeting and noted. The report contained draft 5-year projections for discussion, agreement, and approval prior to submission to SHR by 30th May 2024.

The Finance Consultant discussed the cover report and 5-year projections template and it was noted that the figures were based on the business plan projections previously discussed and approved.

The Finance Consultant then reiterated the main assumptions, highlighted the surplus and cash position and noted that there were no issues with loan covenant compliance. It was also noted that 4.1 should read, "total surpluses over the period were £468k."

In response to a question regarding the significant reduction in service costs, the Consultant advised that landscape costs were included in service costs in 23/24 but within planned maintenance costs thereafter. He confirmed that a note would be included on the submission to clarify this. There was some concern that the figure was still relatively low due to potential price increases on services such as stair lighting and landlord utility supply.

It was noted that the pension deficit costs line related to expenses only. The Consultant confirmed that sensitivity analysis included reductions in net income. Some discussion took place around the potential for deficit contributions being reintroduced following the next valuation.

There were no further questions or comments and Committee unanimously approved the 5 year projections.

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**9 PROCUREMENT POLICY (REVISED) – WRITTEN REPORT BY
OPERATIONS MANAGER – APPROVED.**

A written report and draft policy by the Operations Manager was circulated prior to the meeting and noted.

The Operations Manager explained that the revised policy with minor changes has resulted from when the Association undertook an internal audit in September 2023 of the Association's procurement over the last 3 years. The resulting report gave several recommendations the first of which referred to the procurement levels detailed within the policy (approved 2021) which did not align with the levels set out within the Financial Regulations (April 2023). The Operations Manager gave a brief overview of the amendments;

- **6.1** – Procurement levels 2 and 3 have been merged, there were previously 5 levels now 4 and competition is now a requirement.
- **6.2** – Definitions have now been updated in line with new procurement levels.
- **14** – Wording changed in terms of living wage where contractors will now be required to pay living wage rather than only encouraged to do so.

A Committee member suggested that World Trade Organization should be added into 7.2 under the legislation, this was agreed. There were no further questions or comments therefore subject to the minor amendment under 7.2 the Procurement Policy was unanimously approved.

**10 DRAFT EXPENSES POLICY – REVIEW – WRITTEN REPORT BY
DIRECTOR - APPROVED.**

A written report and draft policy by the Director was circulated prior to the meeting and noted. The Director informed that the Association last reviewed its Expenses Policy in December 2019 and at the time, was based on EVH's Model Policy. The model policy had removed any reference to expenses for Committee Members and the advice given by EVH at the time was that the policy was a staff policy, and it was up to the organisation to determine what Committee would be allowed to claim as expenses. It was agreed at that point to remove a set overnight subsistence payment for both staff and Committee.

Following discussion, it was agreed that particularly in terms of conference attendance, Committee Members are currently disadvantaged by not receiving an overnight subsistence payment. The proposed policy reintroduces a payment for reasonable expenses out with meals and refreshments that are provided as part of the conference fee, i.e. drinks from the bar. The rationale for making this payment is that networking is as an important part of conference attendance as the formal sessions.

This prompted some discussion in terms of drinking alcohol and general expectations of Committee when attending events and the behaviour expected when on Association business.

A Committee member requested that under section six it is made clear that this payment will only be paid if receipts are provided. In response to a question the Director confirmed that this payment may be given in advance

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and then receipts provided thereafter however all expenditure must be evidenced by receipts or else monies must be returned.

There was also a discussion surrounding Committee members claiming mileage for using their car on Association business. After much discussion, it was agreed that section 5 of this policy should ensure that Committee members have Business Insurance added to their policy and a copy provided to the Association prior to claiming mileage.

It was also requested that any Committee members attending conferences it is mandatory for them to provide feedback at Management Committee meetings to ensure value for money, and any slides, handouts be on Decision Time.

The policy was unanimously approved by Committee subject to amendments noted above.

**11 EWI PROJECT MANAGEMENT – WRITTEN REPORT BY
OPERATIONS MANAGER – NOTED.**

A written report by the Operations Manager was circulated to Committee prior to the meeting and noted. The Operations Manager noted the Association had not received a decision on the Social Housing Net Zero Heat Fund application yet which has been the delay in this project getting underway. The last communication from Scottish Government was that there had been a high volume of applications, and that decision making should be done by the end of April.

Brown + Wallace have continued to work in the background preparing contract documents (TC Young have had input), CDM etc. and are now in a position that contract with Pro Cast can be signed following a positive outcome from the grant application.

A Committee member raised concerns that by the time the contract gets signed the agreed contract price may have increased. The Operations Manager advised he had recently met with Pro-Cast and there was no mention of this, therefore will be unlikely however will feedback any changes to Committee.

In response to a question regarding the length of the contract the Operations Manager confirmed this will be a ten-month contract however as it will likely now run into winter months due to delay in funding decisions this will be weather permitting.

Committee noted the report.

**12 TPAS SCOTLAND – SCRUTINY PANEL UPDATE – WRITTEN REPORT
BY TONY KELLY, TPAS – NOTED.**

A written report by TPAS consultant was circulated to Committee prior to the meeting and noted. There were no questions or concerns in relation to the report.

The Director informed that he has recently attended a meeting with Tenant's

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Voice and added that the group is still at early stages. The Director added that we are still at the stage of building trust with the panel and “building bridges”. The Director informed the aim is to eventually get to the point where the group can help tackle more pressing issues such as rent affordability however not at that stage yet.

The numbers in the group are small and therefore still welcome to any new members who wish to join. The Director added that he will be attending future meetings with the group and some Committee members also stated they were happy to attend as well if required.

Overall, the project is progressing well and there are signs of a successful outcome, however progress has been slower than anticipated. Committee noted the report.

13 CUSTOMER ENGAGEMENT – WRITTEN REPORT BY DIRECTOR – NOTED.

A written report by the Director was circulated to Committee prior to the meeting and noted.

The Director advised that Staff training and encouragement to increase the reporting of (SPSO) complaints continues, as it is evident that not all complaints are currently being recorded due to the low statistics. He added that complaint reporting is helpful to identify any underlying patterns that show specific areas of concern, such as a large number of complaints against one contractor etc.

The Director also provided details about some website changes that are in progress such as the Report a Repair section which will be updated to include an Expert System / Flow Chart to allow people to identify their repair and report it at a time convenient to themselves.

Finally, it was noted that the Association has been more active on Facebook particularly in relation to community events, especially those being held at the Calvay Centre. Committee agreed with this and commented that the Facebook posts have been much better and interesting over the last year or so and customer engagement has improved on this platform.

Committee noted the report.

14 NOTIFIABLE EVENTS TO THE REGULATOR

There have been no notifiable events since the last meeting.

15 SCOTTISH HOUSING REGULATOR – UPDATE

This item was already discussed under section 6 – engagement plan, no further comments.

16. SIGNING OF MINUTES BY CHAIRPERSON

The minutes will be signed at the next meeting.

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17. ATTENDANCE AT MANAGEMENT COMMITTEE MEETINGS

It was highlighted that a committee member has now missed three meetings without submitting any apologies. It was requested that the Association now contact this Committee member and feedback at the next meeting.

18 AOCB

Membership Application

Committee considered application for membership no.1094. This was approved, along with the use of the seal for the share certificate.

19 DATE OF NEXT COMMITTEE MEETING – THURSDAY 16 MAY 2024

APPROVED _____

DATE _____