

**Meeting:** Minutes of Board Meeting (Redacted)

**Meeting Date:** 29 August 2023

**Time:** 5.30pm

**Location:** Virtual (MS Teams Video Conference)

**Discussion**

**Meeting Opening**

**1. Welcome & Apologies**

Present		Staff	
Liz McKenzie	Chair	David Byfield	Chief Executive (CEO) Company Secretary (CS)
Mark Ingram	Vice-Chair		
Maureen Cope	Board Member	Karen Fee	Director of Finance, Digital Engagement and Corporate Services (DFDCS)
John Duncan	Board Member	Peter Kelly	Director of Asset Management (DAM)
Richard Mahon	Board Member	Suzanne Casey	Director of Customer Services (DCS)
Ann Marie Docherty	Board Member	Jacqui Mills	Corporate Services Officer (CSO) (Minute Taker)
Alex Warren	Board Member	Fiona McGovern	Community Investment Manager (CIM)
Sharon Richford	Board Member		
Chuks Nnadi-Nnadi	Co-Optee		
Apologies		In Attendance	
Karen McDonagh	Board Member	John Mullholland	Mullholland Consultancy
Chinenye Anameje	Co-Optee	Joe Dewar	Asset Management Consultant

**2. Declaration of Interest**

None.

**3. Declaration of Receipt and Understanding**

Members present confirmed they read and understood the contents of the Board papers.

**4. Minutes of Board Meetings for Approval**

**Minutes of Special Board Meeting 20 June 2023**

**Approved by:**

<b>Sharon Richford</b>	<b>Mark Ingram</b>
<b>Minutes of Board Meeting 27 June 2023</b>	
<b>Approved by:</b>	<b>Seconded by:</b>
<b>John Duncan</b>	<b>Alex Warren</b>

The minutes of the Audit and Policy Subcommittee meetings held on 1 and 15 August respectively were reviewed for information.

<b>5.</b>	<b><u>Matters Arising/ Action Sheet</u></b>		
	<b>Action Sheet:</b>		
	<table border="1" style="width: 100%;"> <tr> <td style="width: 50%;"><b>Approved by: Ann Marie Docherty</b></td> <td style="width: 50%;"><b>Seconded by: Mark Ingram</b></td> </tr> </table>	<b>Approved by: Ann Marie Docherty</b>	<b>Seconded by: Mark Ingram</b>
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**Items requiring a discussion/ approval**

<b>6.</b>	<p><b>Annual Assurance Report</b></p> <p>John Mullholland was welcomed to the meeting to present the Annual Assurance Report. This is the third year that John has audited our compliance with the regulatory standards. He advised that the organisation is well organised and has excellent record keeping which facilitated his audit well. He cited a number of areas where the Association is demonstrating great performance with Tenant and Landlord Safety identified as a particular strong point for Ardenglen, and will continue to be a priority in the coming year. Staffing is another area where despite some changes in Leadership Team and vacancies being filled, the Association has continued to deliver a strong performance across the staff team.</p> <p>John highlighted Ardenglen have performed well against our comparator peer group across a number of performance and satisfaction indicators in the year.</p> <p>He also reaffirmed that Ardenglen has a strong governing body with a good mix of skills and experience who hold the staff team to account.</p> <p>The Association has managed a few major issues within the year including Notifiable Events which have been handled very well and a consultation on the future of the Jenniburn Centre whilst also partnering with local organisations to enhance our commitment to Equalities and Human Rights.</p> <p>John advised that in the year ahead the organisation will continue to assess compliance with the Regulatory Standards and focus on the deliverables from the annual review of the Business Plan.</p> <p>He recommended that the Board approve the Annual Assurance Report and agree to prepare an Annual Assurance Statement for further approval at September Board.</p> <p>The Board thanked John for his report and queried how he gains confidence that Ardenglen are compliant with the standards. John advised that he has experience from working with a number of organisations on their Governance and Assurance processes and from that first-hand experience he can confirm that Ardenglen have the best record keeping system he's seen and sound compliance arrangements in comparison.</p>
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The Board queried whether the Assurance Report would be shared with the Regulator as part of our Assurance Statement submission. John advised that the Regulator does not request any supporting documentation other than the Annual Statement itself. The Regulator will carry out planned inspections of a handful of Housing organisations throughout the year to assess their assurance and compliance process. John reiterated that Ardenglen have the most comprehensive back up system that he has come across.

CEO also advised that the Regulator have distributed revised guidance on the Assurance process for this year in relation to areas for inclusion in the statement. Tying in with this the Association has been focused on Equalities and Human Rights and our Business Plan Delivery Plan monitoring template allows us to link our objectives to the regulatory standards and demonstrate our strategic objectives to ensure clarity of direction.

CEO advised that the Board would receive a draft statement at September Board for approval and it will be succinct and focused on specific areas pertaining to our assurance.

The Board thanked John for his presentation and welcomed Joe Dewar, Asset Management Consultant to present of our Asset Management Compliance arrangements.

Joe advised that he has carried out an independent review of Ardenglen's Tenant and Landlord Safety. This review is up to June 2023 and highlighted 28 areas of compliance and 100% compliance has been achieved. He advised that Ardenglen is the first organisation that he has worked with who have been able to achieve 100% compliance on this.

Joe advised he thought it prudent to take a representative system driven sampling of 5 certificates to test the regulatory areas of compliance as further evidence of compliance. He advised that the Association has tenant safety as core business throughout its reporting and has assigned a dedicated member of staff in Asset Management to lead on this which is excellent practice and AHA are the first that he is aware of to initiate this.

Joe highlighted one area where the Association should look to strengthen in the year ahead and this would be in revising the current Asset Management Strategy to take account of the Scottish Housing Regulator's recent recommended practice report.

Joe referred to the appendix to his report which demonstrates in detail the 28 areas of compliance and the Association's progress and attainment of compliance.

Joe thanked Peter for his work and support on this review process and welcomed questions from the Board.

There were no questions from the Board.

**The Board approved the Annual Assurance Report 2022-23.**

Joe Dewar and John Mullholland left the meeting at 5.55pm.

**7. Delivery Plan Delivery Plan**

	<p>CEO referred to the new delivery plan which has been developed from the objectives of our Business Plan review and Strategy day held earlier in the year. The deliverables proposed for this year have been considered by the SLT and should be achievable within the agreed timescales. He advised that it is a plan which will take us through the next two years.</p> <p>The Board queried whether year 23-24 is too front loaded and if some should be shifted into 24-25. CEO advised that a lot of the work is already underway on the 23-24 deliverables and SLT have reviewed the timescales and are confident that these are achievable.</p> <p>CEO advised that following approval this evening the plan will be shared with the staff team.</p> <p><b>The Board approved the Delivery Plan 2023-25.</b></p>
<p><b>8.</b></p>	<p><b>Financial Statements 2022-23</b></p> <p>DFDCS presented the Financial Statements advising that this is the final version with the exception of two updates – non financial that would be included after approval. The accounts will be updated to include the former CEOs details and will also include Scottish Housing Regulator Benchmarking stats when these become available at the end of August.</p> <p><b>The Board approved the Financial Statements 2022-23.</b></p>
<p><b>9.</b></p>	<p><b>Reactive Repairs Procurement Report</b></p> <p>DAM presented report on the outcome of the repairs procurement. He advised that tenders were invited from a pre-arranged Dynamic Purchasing System which had been set up by the Procurement for Housing procurement organisation in collaboration with the IFLAIR group of housing associations. The repairs contractors were procured in separate Lots by the trade type detailed i.e Lot 1 Multi, Lot 2 – joinery etc.</p> <p>DAM advised that fewer contractors than anticipated submitted a tender however, he was able to prepare a tender shortlist for each trade lot. He recommended that the Board approve the procurement of 50% of the Reactive Maintenance Contract on the basis of the following contractors being the Most Economically Advantageous Tenders (MEAT).</p> <p><u>Multi-trade/Voids</u></p> <ul style="list-style-type: none"> <li>• MJM Joinery</li> <li>• Hunter Management</li> </ul> <p><u>Electrical works</u></p> <ul style="list-style-type: none"> <li>• Magnus Electrical</li> <li>• Alwurk Electrical</li> </ul> <p><u>Plumbing works</u></p> <ul style="list-style-type: none"> <li>• MJM Joinery</li> <li>• Totalis</li> </ul> <p><u>Joinery works</u></p>

	<ul style="list-style-type: none"> <li>• MJM Joinery</li> <li>• Alwurk Electric</li> </ul> <p>DAM sought questions from the Board.</p> <p>The Board queried whether Hunter Management had a sizeable staff team to cope with the needs of Ardenglen. DAM advised that they are not particularly large but do have 5 staff and sub contract as required.</p> <p>The Board then queried if there was any risk having MJM across three of the four categories. DAM advised, there is an element of risk if they don't perform but there is also a positive in that they can also use this to build relations and familiarity with our tenant base.</p> <p>The Board requested a six monthly report of how these contractors perform and highlight any issues that they need to be aware of.</p> <p><b>The Board approved the Reactive Repairs Procurement Report.</b></p>
10.	<p><b>Policy Sub Committee</b></p> <p>The Policy Sub Committee Chair referred to the suite of policies recommended for approval this evening. She highlighted some of the discussions which took place surrounding the rent setting policy and the need to factor in a rent structure review in the future when staff resource permits.</p> <p>The Association was planning to introduce a code word for use by anyone experiencing Domestic Abuse.</p> <p><b>The Board approved the Rent Setting Policy, Domestic Abuse Policy, Personal Relationships at Work Policy and Process and Induction Policy.</b></p>
11.	<p><b>Future use of the Relaxation Centre – 6 Ardencraig Street</b></p> <p>DCS presented report on the future of the Relaxation Centre at 6 Ardencraig Street advising that Ardenglen should explore the feasibility of moving our Community Investment activities from the Maureen Cope Community Hall (MCCH) to the currently vacant former Relaxation Centre at 6 Ardencraig Street. She also advised that consideration should also be given to returning the property lettable standard. It was highlighted that irrespective of the decision taken, funding would be required to bring the property up to standard for use regardless of the business purpose.</p> <p>The Chair sought individual opinions of the board with a full discussion taking place. The discussion covered a range of talking points including the possibility of housing our Community Investment activities from the unit. This would require funding to refit the unit for this purpose. The report provides a range of funding options that may be available. There was also members in favour of bringing the unit back into circulation as a residential let to offer to our waiting list applicants. Some Board members were not familiar with the unit, its layout or location and felt that it would be difficult to make a decision without seeing the unit.</p>

	<p>The Board queried the demand for 6 apartment housing. DCS advised that there is a great demand for 6 apartment properties.</p> <p>The Board had queried the costs to convert back into housing or a community facility. DCS advised that there is a funding pot available amounting to £79,862 which the Community Investment Manager has explored with Community Links if repurposing for community base. DAM advised that more detailed costs would be involved in repurposing for housing as many safety and quality standards would need to be met. This would need to be further explored.</p> <p>It was agreed that a site visit to 6 Ardencraig Street should be arranged for the Board to view the site before the next Board meeting in September.</p> <p>Members then discussed the Maureen Cope Hall and consideration to move our activity from there for a number of reasons which include escalating costs to maintain the hall. CEO advised that we must create an exit strategy if leaving the Maureen Cope Hall as we have to look at relocating our activities and also have a clear date and strategy for exit. There will be funding grants available to support us for the relocation but these take time and we need to understand how we can continue to deliver the community investment service in any interim period that may fall where we have no fixed location.</p> <p>The Board was unanimous that Ardenglen must withdraw from using the Maureen Cope Hall as a community base and agree an exit strategy and timeline for withdrawal.</p> <p><b>The Board approved the development of an exit strategy for Maureen Cope Community Hall and DCS will report back with timeline for this. It was further agreed to postpone decision on 6 Ardencraig Street until the Board have the opportunity to view the site.</b></p>
<p><b>12.</b></p>	<p><b>External Auditor Tender Report</b></p> <p>DFDCS presented the External Audit Tender Report and requested that the Board approve the tender submitted by CT LLP (Chiene &amp; Tait). The contract is for 3 years with options to extend for two additional 12 month periods. The Board approval will then seek to be ratified at the AGM.</p> <p>No questions arose.</p> <p><b>The Board approved the External Auditor Tender Report.</b></p>
<p><b>13.</b></p>	<p><b>IT Core and Support Service Tender Report</b></p> <p>DFDCS presented the IT Core and Support Service Tender Report advising that of 56 interested parties, there were 19 submissions tendered. DFDCS and FCM reviewed and scored the tenders and 6 were shortlisted. One shortlisted consultant, who happens to be our current IT support, notified us that they intended to withdraw from the process.</p> <p>Five suppliers were invited to tender and met with a panel comprising of CEO, DFDCS, DCS and FCM to interview for the contract. Grant McGregor Ltd scored highest in the process.</p>

	<p>DFDCS requested that the Board approve the tender submitted by Grant McGregor Ltd.  <b>*The minute has been redacted to remove commercially sensitive information.*</b></p> <p><b>The Board approved the IT Core and Support Service Tender Report</b></p>
<b>Items for Noting</b>	
<b>14.</b>	<p><b>Supplier Expenditure Report</b></p> <p>DFDCS presented members with information on the review of Supplier Purchase Ledger expenditure for the year 2022-23. In addition, information on the analytical review of Day to Day repairs.</p> <p>No questions arose.</p> <p><b>The Board noted the Supplier Expenditure Report.</b></p>
<b>16.</b>	<p><b>Notifiable Events</b></p> <p><b>*The minute has been redacted to remove confidential information*</b></p> <p><b>The Board approved the Notifiable Event Report.</b></p>
<b>17.</b>	<p><b>Health &amp; Safety</b> None.</p>
<b>18.</b>	<p><b>Correspondence</b> None.</p>
<b>Meeting Closure</b>	
<b>19.</b>	<p><b>Use of Delegated Authority</b> None.</p>
<b>20.</b>	<p><b>A.O.C.B</b></p> <p><b>Allocation of Housing to Close Connection (of a Board Member)</b></p> <p>It was noted that the Board Member this report concerns, is not present this evening.</p> <p>DCS sought approval to make a formal offer of housing to a waiting list applicant. The applicant is a close family member of a current board member. DCS advised that the staff team followed the allocations policy and process in this allocation.</p> <p><b>The Board approved the allocation of housing to a close connection.</b></p>
<b>21.</b>	<p><b>Summary of actions/ decisions at this meeting</b></p> <ul style="list-style-type: none"> <li>➤ The Board Approved the minutes and action sheet</li> <li>➤ The Board Approved the Annual Assurance Report</li> </ul>

	<ul style="list-style-type: none"> <li>➤ The Board Approved the Business Plan Delivery Plan</li> <li>➤ The Board Approved Financial Statements 2022-23</li> <li>➤ The Board Approved the Reactive Repairs Procurement</li> <li>➤ The Board Approved the Domestic Abuse, Rent Setting, Induction and Personal Relationships Policies</li> <li>➤ The Board Approved development of Exit Strategy for MCCH and agreed to arrange a site visit for 6 Ardencraig Street</li> <li>➤ The Board Approved External Auditor Tender Report</li> <li>➤ The Board Approved IT Core and Support Service Tender Report</li> <li>➤ The Board Noted the Notifiable Event Update</li> <li>➤ The Board Approved Allocation of Housing Report</li> </ul>
<b>21.</b>	<p><b>Meeting Evaluation</b></p> <p>The Board thanked staff for their reports and advised it was an informative meeting.</p>
<b>22.</b>	<p><b>Date and time of next meeting – 26 September 2023 in person.</b></p>
<b>23.</b>	<p><b>Meeting Close</b></p> <p>The meeting closed at 7.45 PM with a vote of thanks to the Chair.</p>