



MINUTES OF BRIDGEWATER HOUSING ASSOCIATION

BOARD MEETING

Venue: HYBRID

Date: 12th July 2023

Time: 5.30pm

Present:

Alastair Morris Chair, John Paterson Vice Chair, Aileen Naismith Board Member, Frank Bradley Board Member, Ken McIntosh Board Member, Denise Love Board Member, Suzanne Austin Board Member, Ken Caldwell Co-optee and Jim O’Neil Co-optee.

Attendance:

Andy Thomson Chief Executive, Steven Ferrie Head of Property Services, Scott Currie Head of Corporate Services and Lesley Carr Minute Secretary.

Item	Details	Action
1.	Welcome and Chairs remarks	
1.1	The Chair welcomed everyone to the meeting and confirmed that members had received their papers on time.	
2.	Apologies	
2.1	Apologies were received from Heather Stirling (LOA), Rab McNally	
3.	Declarations of Interest	
	Members were invited to declare any interest in any of the items on the agenda, in terms of the Association’s published policy.	
3.1	There were no declarations made by those present.	
4.	Minute of the Board Meeting held on 24th May 2023	
	Members were invited to consider the minute of the Board Meeting held on 24 th May 2023.	
4.1	Members approved the minutes as a correct record of the meeting as PROPOSED by Suzanne Austin and SECONDED by Denise Love.	
5.	Matters Arising	
	Members were invited to consider the outstanding action items arising from previous Board Meetings presented by the CEO.	
5.1	Members NOTED the information contained within the report.	

6.	Minute of Housing and Land and Property Services Sub-Committee held on 17th May 2023 – for information	
	Members were invited to consider the minute of the Housing and Land and Property Services Sub-Committee Meeting.	
6.1	Members NOTED the minute of the Land and Property Services Sub Committee Meeting, the minute will be approved at the next meeting of the Sub Committee.	
7.	Minute of Finance and Corporate Services Sub-Committee held on 31st May 2023 – for information	
	Members were invited to consider the minute of the Finance and Corporate Services Sub-Committee Meeting. The CEO updated that this meeting was not quorate, therefore, the reports which were considered are being presented to the Board for ratification of any decisions made.	
7.1	Members NOTED the minute of the meeting.	
MATTERS FOR APPROVAL		
8.	Governance Review Report – Outcome of Development Reviews – Alison Smith	
	<p>Members were invited to consider the report from Alison Smith, the main purpose of this report was to provide the Board with the Board Review Report from Allanspark Consultants.</p> <p>The CEO updated that the outcome of the personal development interviews will be used to create an action and training plan, and this will be presented to the Board in either September or October.</p> <p>The current Secretary is standing down from the Board. This leaves a secretary vacancy and it is recommended within the report that the role of the Secretary is delegated to a member of senior staff. This complies with the RSL's Rules. The current Chair said that he is keen that the secretary position is taken over by a member of staff as this can be a very onerous administrative role. The CEO explained that Board will be given the opportunity to make a final decision following on from the AGM.</p>	
8.1	Members NOTED the information contained within this report and	
8.2	<p>AGREED with the recommendations as outlined within the report, which include:-</p> <ul style="list-style-type: none"> • To take appropriate steps to ensure the Association continues to meet Regulatory Standard 6 • Consider the Succession Plan as set out in Section 4 within the report, which will be used to inform the appointment of new office bearers, the election of co-optees, re-election of members serving 9+ years and the recruitment of new members and • Consider the Training & Development Plan for the next 12-24 months as set out in Section 5 of the report. As part of this plan it is recommended that the approach to induction and how each member uses their personal development plan as a tool to guide their own development is strengthened. 	

8.3	Members APPROVED the proposal that following the 2023 AGM that the role of Secretary be delegated to a member of senior staff, likely to be the CEO.	
9.	Reports Deferred from Finance and Corporate Services Sub Committee – Noted at item 7	
	<p>As noted earlier, the recent Finance and Corporate Services Sub Committee Meeting was not quorate, therefore Members of the Board are asked to ratify the decisions made by the Sub Committee on the following items:-</p> <p style="text-align: center;">[REDACTED]</p> <ul style="list-style-type: none"> • Staff Restructure Update • Management Accounts 2022/23 Q4 • Donations and Sponsorships Policy • Flexitime and TOIL Policy Amendment • SHR Loan Portfolio Return for 2022/23 • Care & Repair Q4 Report 	
9.1	All items were RATIFIED by those present as APPROVED by Alastair Morris and SECONDED by Suzanne Austin.	
10.	Applications for Membership – Gavin Dayer and Elizabeth Bowden / AGM	
	<p>Members were invited to consider Share Memberships Applications and Applications to join the Board which were received from Mr Gavin Dayer and Mrs Elizabeth Bowden. The CEO provided those present with some background information on the two applicants.</p> <p>The CEO reminded members each year a third of Board membership are required to stand down at the AGM, it was noted that Rab McNally, Aileen Naismith and John Paterson will be required to stand down as these are the longest standing members. Co-optees Ken Caldwell and Jim O’Neil along with the two new members will also be required to be nominated to the Board.</p> <p>The CEO updated that the initial intimation of the AGM along with nomination forms will be issued to all Share Members within the next week or so.</p>	
10.1	<p>Members APPROVED both Share Application and Applications to join the Board from Mr Gavin Dayer and Mrs Elizabeth Bowden.</p> <p>Share Certificates will be sealed by the Secretary.</p> <p>The CEO and Chair will arrange to meet with the new members to carry out an induction. Ken Caldwell and Jim O’Neil will also be offered induction meetings in line with the new policy.</p> <p>The two new Board Members will be invited along to the next Board meeting which is due to take place on 23rd August.</p>	
MATTERS FOR CONSIDERATION, COMMENT AND NOTING		
11.	QEF Annual Statistical Review 2022/23 (Benchmarking Report)	
	Members were invited to consider a report by the CEO, the purpose of which was to	

	<p>provide the Board with the 22/23 Annual Statistical Review (ASR) from the Quality and Efficiency Forum (QEF) Benchmarking Group based on the Annual Return on the Charter (ARC) submission to the Scottish Housing Regulator (SHR).</p> <p>As Board will be aware the QEF is a group of 23 members drawn from the RSL sector in Scotland and meets on a quarterly basis to carry out statistical, processes and best practice benchmarking. The group also discusses topical issues and invites speakers to present on key matters.</p> <p>This is the 16th annual statistical review (ASR) report provided for members of the RSL Quality and Efficiency Forum (QEF) and compares performance submitted by all members against the ARC for 2022/23.</p> <p>This information will be used in our own reports going forward for benchmarking purposes as will the full ARC Scottish Average figures.</p> <p>A member asked how we had been become a member of this group as there didn't seem to be any geographical connection to members, the CEO said that we had volunteered to be part of this group and had been a member for a number of years. Overall the Associations performance is good throughout the report, although there are some areas where performance could be improved and these include void performance, arrears and satisfaction with the Factoring Service. The CEO updated that the new staff structure with new resources will help streamline processes which should help improve communication with our Owners and in turn provide a better service in this area.</p> <p>A member asked whether we have considered approaching the Council to see if they would consider adopting some of the Landscaped areas owned by Bridgewater. The CEO said that this has been discussed previously and it is highly unlikely that the Council would be in a position to adopt any of the land owned by Bridgewater; this is a similar issue experienced in a number of areas throughout Scotland and would require a change in legislation for this to happen.</p>	
11.1	Members NOTED the content of the report.	
12.	Tenant Safety Report	
	<p>Members were invited to consider a report by Head of Property Services, the purpose of which was to provide members of the Board with an update of the Association's Status regarding tenant safety within the following categories:</p> <ul style="list-style-type: none"> • Asbestos Management • Legionella Management • Electrical Safety • Fire Safety • Gas Safety • Lift Safety • Dampness and Mould <p>A member noted that there seemed to be an error on the report at last paragraph in Section 6, should this be 2023/2024? The HOPS noted that yes, this referred to next years ARC submission and also noted that this year's ARC submission also noted those who were not completed on time.</p>	

	<p>The HOPS updated that Bridgewater normally carries out 100% of the annual gas safety inspection before the annual renewal date expires, as per the ARC submission, however during an internal review of the gas compliance database it was brought to light that the gas service had elapsed at 36 properties. A review of the procedures will be carried out within the Property Services Team to validate the data integrity of all services and work towards full compliance. The Association will require to report this material non-compliance as part of the Annual Assurance Statement to the Regulator. In addition, this non-compliance has been required to be reported in the ARC submission for 2022-2023.</p> <p>The CEO noted that failure to comply with the Gas Safety Regulations is a serious issue; being unable to provide a gas safety record is a criminal offence and landlords can be liable for unlimited fines and/or six months of imprisonment. This is mainly where an incident has occurred, but we must ensure that going forward we have adequate processes in place to provide assurance on all safety aspects as all pose similar risks to the Association for non-compliance. There was a short discussion around the consequences of non-compliance with tenant safety aspects and Board members agreed that this should be an area of focus for the new Property Services Team.</p> <p>The Association is currently reviewing its approach to Dampness and Mould and will produce a revised policy in the coming months based on the recent guidance issued. A member said that he would be interested in the Policy and had vested interest in this area as there is an emphasis on these issues at the moment. The HOPS updated that we don't have any major issues with Damp and Mould in our properties.</p> <p>The HOPS updated that the Association maintains and updates an electronic asbestos register. Most properties (built pre 1999) have asbestos within textured coated (artex) ceilings. The Association also carries out annual asbestos surveys of common areas, which is also logged on the register. This is another area that the HOPS will scrutinise and ensure that a more up-to-date Policy and Procedure is in place.</p> <p>The CEO reiterated that now that staffing resource was in place within the team that all aspects of tenant safety will have a data integrity check and we will ensure that we have our own data on all areas of tenant safety; this will be carried out along with the policy reviews as a matter of urgency.</p>	
12.1	Members NOTED the content of the report and the remedial action being taken by the Association.	
13.	Office Move Update (Verbal)	
	<p>Members were invited to consider a verbal update on the office move provided by the HOCS as detailed below.</p> <p>Address - Bridgewater Housing Association, India of Inchinnan, Greenock Road, Inchinnan, Renfrew PA4 9LH</p> <p>Entry - Official entry date (and rent commencement) was 28 June. We are invoiced quarterly in advance for periods ending 28 August, 28 November, 28 February and 28 May. We have been invoiced for the first quarter 28 June - 28 August but first month is</p>	

free as part of our 9 month rent free arrangement. 8 months of this were used up due to cost of works carried out by owners.

We have been provided with 30 access keycards to the main entrance and our area of the building. The car entry park barrier will remain in the open position to allow access for visitors and the exit barrier will open when approached.

Our servers are already on site so internet access is available. We are using this time to make additional IT arrangements e.g. TVs in reception and Boardroom, panic alarms and CCTV cameras in interview room and reception.

Travel - Buses services to and from Erskine (757, 23, and X23) are on our website and in the press release. There is a bus stop opposite the building but this is not used. Depending on which service, the bus stops either just into the industrial estate near the roundabout or at the Braehead Tavern.

Works - Works completed to our satisfaction and finish is to a very high standard and in keeping with the existing offices. Minor snagging items completed promptly. There will be other issues which will arise and perhaps require additional minor works but we will not know until we move in. We will address these as we go.

Furniture – Phase 1 - Staff desks, chairs, pedestals, reception desk, meeting tables/chairs will be delivered and installed 19 & 20 July and the Boardroom furniture on 2 August. We will take some minimal furniture with us i.e. kitchen tables and chairs, filing cabinets, shelving and assess additional requirements in the coming months.

All being well we will start moving over early-mid August.

Existing office - We have provided formal notice to our current landlord that we will be leaving Bridgewater on 31 August.

- Currently in dilapidation negotiations. Landlord's initial schedule is claiming cost of just over £66k for works. This is slightly below our budget figure but we are negotiating to reduce this. We are happy that the rates are reasonable so payment of the claim once agreed is preferable to carrying out the works ourselves, while arranging the move, then ensuring they are completed to the landlord's satisfaction. Timescales would be tight also.
- Have contacted an organisation to ethically dispose of existing desks and furniture no longer required.
- Have contacted a removal firm to discuss moving over furniture we are keeping – filing cabinets, kitchen tables and chairs and some shelving units. Copiers will be moved by Faxco for warranty and insurance purposes.
- Mail will be re-directed for 6 months and extended if required.
- Detailed action plan has been prepared and tasks in relation to move allocated to staff.

The CEO updated that we are hoping to arrange for Board Members to visit the office in the next couple of weeks, our next scheduled Board Meeting will take place at the new office.

13.1 Members **NOTED** the information provided by the Head of Corporate Services

MATTERS FOR BRIEFING AND INFORMATION ONLY

14.	CEO Report	
	<p>Members were invited to consider a report by CEO, the purpose of which was to advise the Board on a range of relevant issues currently being considered and to seek approval for matters as noted throughout the report.</p> <ul style="list-style-type: none"> • <u>Regulatory / legislative updates</u> - The Scottish Housing Regulator (SHR) has published a paper to launch discussion on the future of social housing regulation: https://www.housingregulator.gov.scot/for-landlords/regulatory-framework-review-2023 - The paper sets out the SHR’s early thinking on regulatory priorities and how they would work. It invites feedback by 11 August 2023. The Association will coordinate feedback along with other members via GWSF and SFHA as normal. • <u>Factoring Invoices</u> – the issuing of the April Factoring Invoices was delayed as we implemented a new invoicing process, these were issued to the flat owners in May and there were no significant issues. The new format provided additional information for owners which should make the invoice easier to understand and the introduction of email and online payment should make it easier to administer for staff. • <u>Tenant Safety – Compliance</u> - As Board are aware there were 36 Gas Safety visits which were not completed on time by our new Contractor and it appears that there had been a technical IT issue when the data transferred to the new contractor where some last service dates were not carried over. The CEO updated that we are currently addressing the outstanding services and working with our new Contractor to fully understand the reasons for this issue and ensuring the integrity of our data going forward. • <u>Governance/review</u> - As Board will be aware the Governance Review is ongoing and all surveys have been completed and Members have now all met with Alison Smith of Allanpark consultants. Alison Smith will attend the Board meeting in September following on from the AGM. <u>Annual Assurance Statement</u> – the guidance on the Annual Assurance statement has been update and the CEO suggested that a working group be set up to look at the regulatory standards over the next 3-4 year period. Meantime, the Leadership Team will review the updated toolkit and provide a Draft Assurance Statement and workings to Board in August for consideration. • <u>Customer service review</u> - As Members will be aware, the Association’s phone system is not fit for purpose for a modern, customer focussed organisation; we agreed to bring forward, by around 6-8 months, the procurement of a new phone system to hopefully coincide with the move to Inchinnan. We have agreed to review two phone systems 3CX and Xelion in the coming weeks and a decision will be made on letting the contract based on cost (both similar cost) but more importantly on the functionality for staff and customers. • <u>TPAS representation</u> – Board to consider Suzanne Austin for TPAS representation position along with the CEO who is already our appointed representative. 	
14.1	The Board NOTED the content of the report and	
14.2	AGREED the appointment of Suzanne Austin as the Associations TPAS representative.	
15.1	Development Update (Verbal)	
	Members were invited to consider an update from the CEO regarding the proposed	

	<p>Riverside Development, the CEO had attended a meeting</p> <p>The CEO update that the Florish Road development had been put on hold due section 75 education contribution issues with Renfrewshire Council, however, this issue would not affect our proposal for sheltered housing, however, we will need to make sure that section 75 consent was provided for the development and that it would be financially viable for us to move forward.</p> <p>A Member asked what costs had been incurred by the Association so far, the CEO explained that we have paid for some development advice which we will be able to claim back grant if we choose to proceed.</p> <p>The CEO explained that should the proposed development at Erskine Waterfront go ahead, we would be interested in building some Social Housing within the development, again this would depend on costs. The CEO has attended some meetings and intimated our interest to the consultants handling this development.</p>	
15.1	Members NOTED the content of the report.	
REGULATORY ISSUES		
16.	Notifiable Events	
	<p>Members were invited to consider the Notifiable Events report presented by the CEO, the purpose of which was to provide members with details of the open notifiable events.</p> <p>There are two new notifiable events 30533 & 30575 which are required to be included in the register.</p>	
16.1	Members NOTED the update on the open Notifiable events.	
ADMINISTRATION		
17.	AOCB	
17.1	There was no other competent business for consideration.	
18.	Issues which the Chair has agreed as urgent	
18.1	There were no urgent issues for consideration.	
19.	<p>Meeting concluded - 7.07pm</p> <p>Date of next meeting – 23rd August 2023 (Inchinnan) and AGM on 29th August 2023 (Salvation Army Erskine); both 5:30pm</p> <p>The two new Board Members will be invited to attend this meeting.</p>	



Signed: _____ (Chair)