



MINUTES OF BRIDGEWATER HOUSING ASSOCIATION

BOARD MEETING

Date: 25th October 2023

Time: 5.30pm

Venue: BOARDROOM/TEAMS

Sederunt:

| Present | Apologies | In Attendance |
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| John Paterson, Chair Alastair Morris, Vice Chair Suzanne Austin, Vice Chair Rab McNally Denise Love Aileen Naismith Ken Caldwell Jim O'Neil Gavin Dayer Ken McIntosh | Liz Bowden Ruth Brogan, Head of Housing Services Angie Kennedy, Head of Finance Scott Currie, Head of Corporate Services <u>Leave of Absence</u> None <u>Absent</u> | Andy Thomson, Chief Executive Steven Ferrie, Head of Property Services Lesley Carr, Minute Secretary |

| Item | Details | Action |
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| 1. | Welcome and Chairs remarks | |
| | The Chair welcomed everyone to the meeting and confirmed that members had received their papers on time. | |
| 2. | Apologies | |
| | Apologies were received from Liz Bowden . | |
| 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 of 27th September 2023 | |
| | Members were invited to consider the minute of the Board Meeting held on 27 th | |

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| | September 2023 | |
| 4.1 | Members approved the minutes as a correct record of the meeting as PROPOSED by Gavin Dayer and SECONDED by Aileen Naismith. | |
| 5. | Matters Arising | |
| | Members were invited to consider the matters arising from the previous meetings as detailed within the provided report, outlined by the CEO. | |
| 5.1 | Members NOTED the details contained within the matters arising report. | |
| 6. | Minutes of Annual General Meeting – For Approval | |
| | Members were invited to consider the minute of the AGM held on 29 th August 2023. A member had noted that there was an amendment required to the minute to reflect that the accounts were being presented rather than approved; this was accepted and amended. | |
| 6.1 | Members APPROVED the minute of the AGM subject to the amendment noted being corrected. | |
| 7. | Minutes of Sub Committee Meetings – For Information 1. Finance and Corporate Services Sub Committee 16 th August 2023 2. Housing Land and Property Services Sub Committee 6 th September 2023 | |
| | Members were invited to consider the minutes of the recent F&CS Sub Committee meeting held on 16 th August 2023 and HL&PS Sub Committee meeting held on 6 th September 2023. | |
| 7.1 | Members NOTED the information contained within the minutes of the recent Sub Committee Meetings. | |
| MATTERS FOR DECISION | | |
| 8. | Governance Review Action Plan | |
| | Members were invited to consider a report by the CEO, the purpose of which was to present an Action Plan, which has been developed following the Governance Review Report considered at the September Board Meeting. The Action Plan pulls together the actions detailed in the Governance Reports presented to the Board by Alison Smith of Allpark Consultants in July, and at last month's meeting. The CEO explained that some of the recommendations have been revised based on the report to provide a more tangible suggested action and timescale. The Board are asked to consider each of the suggestions/actions and either approve or comment as required. Board should also consider the timelines associated with each action and confirm that they are deemed appropriate. The CEO reminded the Board that they should also note the actions required as part of our revised engagement plan from the Scottish Housing Regulator which have been added to this action plan with the prefix "E" on the reference. This will allow us to keep | |

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| | <p>track of all governance related actions in the one place.</p> <p>The training and development plan which was noted at last month's meeting was attached at Appendix 2 of the report and Members are asked to consider this, although this is currently being worked on and discussions will be held with suitable trainers and FLAIR Members to identify possibilities for Joint Training.</p> <p>The CEO reminded members that some aspects identified by Board members can be fulfilled by attending FLAIR Academy sessions and members should consider attending these sessions if they haven't already booked a place. Individual training needs and aspirations will be planned out and put into place by the CEO and Head of Corporate Services in due course.</p> <p>The first training session on Procurement, will take place at 5.30pm on 6th December 2023, prior to the next Board Meeting.</p> <p>The Action Plan will be update and presented to the Board on a quarterly basis.</p> | |
| 8.1 | Members NOTED the content of the report and reviewed the action plan and relevant deadlines and APPROVED the content as PROPOSED by Suzanne Austin and SECONDED by Alastair Morris. | |
| 8.2 | Members NOTED the Training and Development Plan for 2023 and confirmed the content and dates met their expectations. | |
| 9. | Proposed AGM Date Amendment (verbal) | |
| | <p>Members were invited to consider a change to the date of next year's AGM. The CEO explained that August is a heavy month for meetings and suggested that the AGM could be moved to September.</p> <p>The Association Rules state "The Association will hold a general meeting known as the Annual General Meeting within six months of the end of each financial year of the Association."</p> <p>The CEO proposed that the Housing Land and Property Services Sub Committee would take place on 7th August, the Finance and Corporate Services Sub Committee Meeting to take place on 21st August with the Board Meeting taking place on 28th August, and the AGM scheduled to take place on 11th September 2024.</p> | |
| 9.1 | <p>Members AGREED that next year's AGM will now take place on:-</p> <ul style="list-style-type: none"> • 11th September 2024 <p>and the Sub Committees and Board Meetings in August will be rescheduled.</p> <p>An updated schedule of meetings will be circulated to Members.</p> | |
| 10. | Policy Review Schedule | |
| | <p>Members were invited to consider a report by the CEO, the purpose of which was to provide the Board with an opportunity to discuss the current policy review schedule and discuss proposals for dealing with policy reviews which are overdue or are due in the next year.</p> <p>The CEO highlighted that the Policy Review framework is essential to ensure that the Association is operating within current good practice and legislation. It sets the schedule</p> | |

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| | <p>for policy reviews in the current and future years.</p> <p>The CEO explained that the Policy review schedule has been impacted by Covid-19 and various other matters which has resulted in several policies now being overdue or due during the current governance year. There are 47 policies due for review this period, taking account of those currently overdue with up to 25 new policies we would like to add to the schedule.</p> <p>It was agreed at last October’s meeting that Board would agree the policy schedule on an annual basis and agree (or otherwise) the Leadership Team’s proposals for dealing with policy reviews with some being presented to the full board, some to sub-committees and straightforward or non-customer facing policies would be reviewed internally by the Leadership Team. This proposal would reduce the business being directed to Board meetings and allow the Association to become up to date with the outstanding policies, giving appropriate scrutiny to the most important policies.</p> <p>The CEO asked Members to consider whether it would be appropriate to hold a special one-off Policy Review Board meetings, possibly twice during the year, to deal with the volume of policies due during the year. This would ultimately mean additional meetings, where Board would be asked to review a number of policies at each meeting and help to reduce any backlog. These meetings are most likely to be scheduled in December 2023/January 2024 and June 2024. Alternatively, we try and accommodate the policy reviews as per the schedule suggested in the report.</p> <p>A member said that it would depend on the amount of work involved for staff and the policy reviews would need to tie in with current deadlines individual departments have to meet and suggested that a rolling review may be better rather than having to review everything at the same time which would add additional pressure to staff in individual departments.</p> <p>Members discussed the advantages and disadvantages of both methods of review and it was noted that should meetings be set aside there would be a further backlog in 3 years when the policies were due to be reviewed again; therefore Board agreed to review policies in line with the schedule attached to the report and review progress on a quarterly basis via the business planning reports.</p> | |
| <p>10.1</p> | <p>a) Members NOTED the contents of this report. There were no queries or proposed amendments raised by those present.</p> <p>(b) Members AGREED the proposals for reviewing the noted policies and DELEGATED authority to the appropriate sub-committee or Leadership Team to conduct each policy review.</p> <p>(c) Board APPROVED that the policy schedule will continue to be agreed annually to determine the appropriate delegated authority to review individual polices;</p> <p>(d) Board REJECTED the proposal to hold up to two additional Board meetings to deal with all polices due.</p> <p>As PROPOSED by Denise Love and SECONDED by Ken McIntosh</p> | |
| <p>MATTERS FOR APPROVAL</p> | | |
| <p>11.</p> | <p>Annual Assurance Statement</p> | |

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| | <p>Members were invited to consider a report by the CEO, the purpose of which was to provide the Board with an opportunity to discuss and approve the Annual Assurance Statement (AAS) which is due to be submitted to the Scottish Housing Regulator (SHR) by 31st October 2023.</p> <p>Versions of this report, the Assurance Statement and the Schedule of Evidence and Action Plan were presented for consideration by the Board at their meeting in September.</p> <p>The report considered by the Board at September’s meeting detailed the process used by the Association to gather evidence and provide assurance to the Board on the Association business and financial activities. Other than those matters discussed at the Board meeting, no further amendments to the evidence bank were suggested by Board or Leadership Team members.</p> <p>The CEO explained the next steps in this process: -</p> <ul style="list-style-type: none"> • The Final Assurance Statement to be considered by Board at tonight’s meeting taking account of the changes discussed and approved at September’s meeting. • Submission of Assurance Statement to SHR by 31st October 2023. • Assurance Statement posted on Website by 31st October 2023. • Assurance Statement provided to the Association’s partners by 31st October 2023. | |
| <p>11.1</p> | <p>(a) Members NOTED the content of this report, there were no queries or proposed amendments.</p> <p>(b) CONSIDERED and NOTED the Assurance Statement Evidence Log provided via hyperlink at September’s meeting.</p> <p>(c) DETERMINED that there were no areas of material non-compliance which was not covered in the ASS.</p> <p>(d) CONSIDERED and APPROVED the final draft Assurance Statement as PROPOSED by Suzanne Austin and SECONDED by Jim O’Neil.</p> <p>(e) and INSTRUCTED the Chair to sign the statement and the CEO to submit it to the Scottish Housing Regulator prior to the submission date.</p> | |
| <p>12.</p> | <p>Recruitment and Selection Policy</p> | |
| | <p>Members were invited to consider the Recruitment and Selection Policy produced by the HoCS and presented by the CEO.</p> <p>This policy was circulated to all staff for comment and will be reviewed every three years, unless amendment is prompted by a change in legislation, operations requirements, or staff feedback.</p> <p>The CEO explained that there were only two main changes to this Policy which add additional commitments to the Association, these are as follows:-</p> <ol style="list-style-type: none"> 1. In the interests of promoting staff retention, succession planning and reducing costs for posts of Grade 7 and below, it will be at the Section Head’s discretion as to whether the post can be advertised internally only in the first instance; any internal recruitment must ensure that the successful candidate meets the minimum requirements for the role. Posts of Grade 8 and above will be advertised internally and externally. External posts will also be advertised on our website. | |

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| | <p>2. The Association is committed to having up to two Modern Apprentices employed at any one time in line with the Staff Structure that Board previously approved. Each Modern Apprentice will have a job description, but not necessarily a person specification as the post is about building skills and capacity. Candidates for modern apprenticeships will also be required to submit application documents, usually a CV, which will be subjected to fair shortlisting procedures. Successful shortlisted individuals will be invited to attend an interview and the most suitable individuals will be selected. Additional cost involved in meeting this commitment will be included in next year's budget.</p> | |
| <p>12.1</p> | <p>Members APPROVED the Recruitment and Selection Policy as PROPOSED by Alastair Morris and SECONDED by Ken McIntosh.</p> | |
| <p>MATTERS FOR ASSURANCE</p> | | |
| <p>13.</p> | <p>Regulatory Engagement Report</p> | |
| | <p>Members were invited to consider a report by the CEO, the main purpose of which was to provide Board with an update on our regulatory engagement with the Scottish Housing Regulator (SHR) and to provide an update with our tenant and resident safety and governance compliance.</p> <p>John Paterson (Chair) and the CEO met with our Regulation Manager, Craig Heron from the SHR, on Monday 2nd October 2023 to discuss this matter in more detail, and to review a draft Engagement Plan which was shared prior to the meeting. The plan was to be checked for factual inaccuracies prior to the meeting.</p> <p>The CEO explained that at this meeting Craig Heron again recognised that the Association has been honest and open in reporting this issue, albeit later than they would have hoped, and is happy that we are engaging positively with the SHR to ensure that arrangements are in place to safeguard that there is not a repeat of any tenant safety failure.</p> <p>The CEO and the Chair initially raised issues with the tone of the plan, however they could not question the integrity of the information and its factual basis and after Craig explained some of the background around the reasons that certain language was used, the CEO and Chair both reluctantly accepted the draft and agreed to its publication.</p> <p>It was confirmed at this meeting that the SHR will now implement this update to Bridgewater's engagement plan, this will be the ongoing engagement on these matters including a change of regulatory status to 'compliant (under review)'. The SHR sets out in Chapter 5 of the Regulatory Framework, 'under review' means they have identified or received information that means they are reviewing the regulatory status of the RSL. This was detailed in the letter to the Chair from the SHR that was issued to members of the Board on 4th October 2023.</p> <p>The CEO explained that it is still possible, following the review by the SHR, that they may contact the Association to advise that they will change our Status to "Working Towards Compliance" and this will depend on progress with the actions that we have identified to address our tenant and resident safety issues. In addition to ongoing engagement with the SHR we have notified our lender, [REDACTED], about the ongoing engagement with the regulator and so far, they seem relatively relaxed about the issues raised.</p> <p>The CEO informed members that the SHR may wish to meet with the Board to give</p> | |

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| | <p>members the opportunity to discuss the revised engagement plan and may wish to observe a Board meeting to ensure that they have assurance that the association meets the regulatory standards in relation to Governance. The CEO will confirm if and when this will take place.</p> <p>The engagement plan sets out what the Association must do to address the governance and tenant and resident safety issues raised by the SHR. The CEO will provide an update to the SHR on a regular basis.</p> | |
| 13.1 | The Board NOTED the contents of the report. | |
| 14. | SHAPS Annual Financial Assessment Return | |
| | <p>Members were invited to consider a report prepared by the Head of Finance and presented by the CEO, the purpose of which was to provide the Board with the 2022/23 Financial Assessment Return for submission to the Pensions Trust (SHAPS).</p> <p>The CEO explained that the deadline for submitting the SHAPS (TPT) Annual Assessment Return 2022-23 is normally 31 August each year, however TPT have been experiencing IT issues again this year and this deadline has been moved to 13 October 2023.</p> | |
| 14.1 | The Board NOTED that the SHAPS Annual Financial Assessment return, which had previously been approved by the Board via annual accounts, had been submitted on time. | |
| 15. | Tenant Safety Report / Audit | |
| | <p>Members were invited to consider a report by the Head of Property Services, the purpose of which was to provide an update on the current position of the following key Tenant Safety categories:</p> <ul style="list-style-type: none"> • Asbestos Management • Legionella Management • Electrical Safety • Fire Safety • Gas Safety • Lift Safety • Dampness and Mould <p>The HoPS and PSM are still working through reviewing the Association’s Tenant Safety practices. The Gas Safety Policy and Procedures were approved at the last meeting of the HL&PS Sub Committee, the Asbestos, Legionella and Lift Safety Policies and procedures are next to be reviewed followed by Dampness and Mould.</p> <p>The HoPS updated that he along with PSM had attended GWSF’s (Glasgow and West of Scotland Forum) Tenant Safety and Compliance Forum on the 20th of September, which covered all the topics noted above, but also noted that the Scottish Housing Regulator will be looking at Associations recordings and practices of Playparks, Trees and RAAC (Reinforced Autoclaved Aerated Concrete) in the near future. The HOPS updated that at the moment, Bridgewater does not appear to have any RACC within its stock, however, it does have one playpark at Barholm, which is maintained and certified. The Association also has a large number of trees within the area and have held discussions with the landscape maintenance contractor about a tree survey.</p> <p>The Association has also appointed Housing H&S Compliance UK Ltd as an independent</p> | |

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| | <p>Tenant Safety consultant to conduct a full review of the Association’s Tenant Safety practices. The HOPS has met with Alan Shanks who has started work on the tender for the stock condition survey.</p> <p>Procurement training for the Board has been arranged and will take place on 6th December, prior to the start of the Board Meeting. Staff training sessions will also be arranged.</p> <p>The CEO explained that due to regulatory involvement, the Association would be required to commit to additional spend on carrying out the Tenant Safety Audit etc.</p> | |
| 15.1 | Board NOTED the contents of the report. | |
| 16. | Notifiable Events Register | |
| | <p>Members were invited to consider a report by the CEO, the purpose of which was to provide members with an update on Notifiable events since the last meeting.</p> <p>The CEO explained that there are no new notifiable events and NE30575 regarding the Gas Servicing issue has now been closed and is being dealt with via the revised Engagement Plan.</p> | |
| 16.1 | Members NOTED the information contained within the report. | |
| MATTERS FOR CONSIDERATION | | |
| 17. | CEO Report | |
| | <p>Members were invited to consider a report by the 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 noted throughout the report where required.</p> <p>The report included details on the following: -</p> <ol style="list-style-type: none"> 1. Regulatory/Legislative/Sector updates 2. Florish Road Development/Rots properties 3. Customer Service Review 4. Equalities/Data collection 5. Staffing Matters 6. Care and Repair Update 7. Flair Academy <p>The CEO updated that we have received confirmation for funding for the purchase of ROTS properties and we will be looking to identify suitable properties that may be available and could be processed before the end of the financial year. Board will be kept up to date and will be asked to approve any acquisitions budget and will be provided with further details of any proposals.</p> | |
| 17.1 | The Board NOTED the contents of the report. | |
| MATTERS FOR OVERSIGHT/MONITORING | | |
| 18. | There were no matters for oversight/monitoring. | |
| MATTERS FOR ADMINISTRATION | | |

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| 19. | AOCB | |
| | There was no other competent business for consideration. | |
| 20. | Issues which the Chair has agreed as urgent | |
| | There were no urgent issues for consideration. | |
| 21. | Meeting concluded – 7.20pm Date of next meeting - 6th December 2023 | |

A handwritten signature in dark ink, appearing to be 'A. M. ...', with a small mark above the final flourish.

Signed: _____(Chair)