



# MINUTES OF BRIDGEWATER HOUSING ASSOCIATION

## BOARD MEETING

Venue: Via Zoom

Date: 24<sup>th</sup> November 2021

Time: 5.30pm

### Present:

Alastair Morris Chair, John Paterson Vice Chair, Heather Stirling Secretary, Frank Bradley Board Member, Ken McIntosh Board Member, Suzanne Austin Board Member, Denise Love Board Member, Steven Webster Board Member and Craig McGarry Board Member.

### In attendance:

Ian McLean Chief Executive (part), Angie Kennedy Head of Finance, Scott Currie Corporate Services Manager, Alison McManus Project Manager and Lesley Carr Minute Secretary.

Item	Details	Action
<b>1.</b>	<b>Welcome and Chairs remarks</b>	
	<p>The Chair welcomed everyone to the meeting and confirmed that members had received their papers on time.</p> <p>The Chair agreed for the Chief Executive to manage the meeting on his behalf.</p> <p>The CE asked for those members who haven't yet confirmed their attendance at the additional Board Meeting due to take place on 30<sup>th</sup> November to contact the Office Administrator as soon as possible.</p> <p>Members agreed to bring Item 12 - Nationwide Mandate Update and Application to Fix Forms and Item 13 - Libor Transition Covering Letter from Nationwide. Loan Amendment Document (SONIA) forward to be considered following Item 6 on the Agenda.</p>	
<b>2.</b>	<b>Apologies</b>	
	Apologies were received from <b>Angela Westrop, Aileen Naismith.</b>	
<b>3.</b>	<b>Declarations of Interest</b>	
	Members were invited to declare any interest in any of the items on the agenda, in terms of the Association's published policy.	
<b>3.1</b>	There were no declarations made by those present.	
<b>4.</b>	<b>Minute of the Board Meeting held on 29<sup>th</sup> September 2021</b>	
	Members were invited to consider the minute of the Board Meeting held on 29 <sup>th</sup> September 2021.	

4.1	Members approved the minutes as a correct record of the meeting as <b>PROPOSED</b> by Alastair Morris and <b>SECONDED</b> by Heather Stirling.	
<b>MATTERS ARISING</b>		
5.	There we no matters arising from the previous meeting.	
<b>MATTERS FOR APPROVAL</b>		
6.	<b>Pension Consultation Outcome</b>	
	<p>The Chief Executive reminded members that they have had several briefings on pension issues over the past couple of years including from independent advisers and based on information provided by Chiene and Tait made some in principle decisions about a future pension offer and specifically moving from a Defined Benefit scheme to a Defined Contribution Scheme.</p> <p>Those present were asked to consider the report from the CE, the purpose of which was to invite members to consider the outcome of the consultation exercise with staff and to make a final decision in relation to the Association’s future pension offer.</p> <p>The CE updated all staff, whether they were members of any of the Association’s pension schemes or not, were invited to participate in the meetings and to express their view via the consultation questionnaire. The Board have been provided with details of the responses from those members of staff who wished to ask specific questions or make a different recommendation available to them and these will be taken into account when coming to a final decision. The CE advised members to consider the information contained within the consultation papers and appendixes to the report in order to make their decision.</p> <p>Members should note that although a member of the pension scheme the CE did not participate in the consultation so as not to create a conflict of interest.</p> <p>A member asked whether the proposed Defined Contribution Scheme included the “Death in Service” benefit? The CE explained that this is not automatically included in the DC scheme, however the Board have already agreed to enter into a separate Insurance Policy to cover this benefit separately and at the same rate as the DC rate.</p> <p>A member then asked if the change would have any impact on what people may have already paid into their pension pot or would their contributions be saved. The CE confirmed that nothing would be lost.</p> <p>A member also asked if those who may want to access their pension early would still be able to do this, the CE stated that moving to the DC would not have any impact and staff would still be able to apply to retire early if they wished.</p> <p>A member stated that most employers are choosing to move to a DC pension schemes and thought that the ability for staff to pay lower contribution may encourage younger people who perhaps thought the current contribution was unaffordable to join the pension scheme going forward.</p>	

	All new staff will automatically be enrolled into the DC scheme with the option to opt out.	
<b>6.1</b>	Members considered the alternative recommendations as detailed within appendix 2 of the report and following full discussion <b>APPROVED</b> the DC scheme based on the information contained within the Consultation paper.	
<b>12.</b>	<b>Nationwide Mandate Update and Application to Fix Forms</b>	
	<p>Members were invited to consider a mandate update and application to fix forms received from the Nationwide presented by the Head of Finance, the purpose of which was to update members that the signatory details for the Association currently held by the Nationwide was out of date, this has hampered the HOF from moving forward with fixing the loans.</p> <p>The HOF explained that the mandate has now been updated and included staff and board members as authorised signatories. Board members confirmed that they were happy with the signatory information included within the Mandate.</p> <p>It was agreed that that this information should be reviewed on a yearly basis going forward and the CE suggested that this be added to the Compliance Calendar which is presented to the Audit and Risk Committee for consideration, this will ensure that these details are kept up to date.</p> <p>The HOH will arrange for the appropriate electronic signatures to be inserted into the mandate and returned to the Nationwide.</p>	
<b>12.1</b>	Members <b>APPROVED</b> the Nationwide Mandate Update and Application to Fix Forms.	
<b>13.</b>	<b>Libor Transition Covering Letter from Nationwide. Loan Amendment Document (SONIA)</b>	
	Members were invited to consider the Loan Amendment Document presented by the Head of Finance, the purpose of which was to confirm that the Chair and the Secretary were happy for the HOH to insert their electronic signatures to the loan amendment document in connection with the Libor transition.	
<b>13.1</b>	Members <b>NOTED</b> the information contained within the letter received from the Nationwide.	
	The CE left the meeting at this point.	
<b>7.</b>	<b>Flexible Working Policy</b>	
	<p>Members were invited to consider the Flexible Working Policy, the purpose of which is to provide staff members with the opportunity to request to change their standard working arrangements to strike a better balance between their home and work responsibilities and for the Association to retain talent and skills in the workforce and react effectively to changing market conditions.</p> <p>The CSM explained that this is a new policy and will also cover requests for hybrid working, similar to the current temporary arrangements. Staff will be required to complete an application form and submit this to their Line Manager. Managers will discuss the proposals with the Chief Executive, who will make the final decision in order</p>	

	<p>to ensure consistency of approach and to ensure business needs of the organisation as a whole are taken into account. If the application is acceptable to the Association, this can be confirmed without the need for a meeting. Alternatively, a meeting should be arranged.</p> <p>A member said that it would be important to take operational aspects into consideration. The CSM said that although this is intended to be a permanent change to employee contracts, temporary arrangements could be made on a trial basis to allow the impact to the whole business to be monitored.</p>	
<b>6.1</b>	Members <b>APPROVED</b> the Flexible Working Policy.	
<b>8.</b>	<b>Sabbatical Policy Review</b>	
	<p>Members were invited to consider review of the Sabbatical Policy formerly known as Career Break Policy. The Association recognises that many people, at some stage in their working lives, might wish to take extended time off work for a number of reasons. These typically include care of family members, travel, and voluntary work or to pursue interest to ‘recharge their batteries’ with the aim of returning to work refreshed and invigorated.</p> <p>A career break which may also be referred to as a sabbatical, is when an employee is guaranteed re-employment with the organisation at the end of the break, provided that they have adhered to the terms and conditions of the agreement. The job the staff members returns to will be of equal status and there is no guarantee of returning to the same job.</p> <p>The CSM updated that we have only ever used this Policy twice and there are only some minor changes. This Policy is based on the EVH Model Sabbatical Policy and has been circulated to all staff for comment.</p>	
<b>8.1</b>	Members <b>APPROVED</b> the Sabbatical Policy.	
<b>9.</b>	<b>Dignity at Work Policy Review</b>	
	<p>Members were invited to consider the Dignity at Work Policy, the purpose of which was to prevent instances of bullying, harassment, discrimination and victimisation and where this occurs, ensure that appropriate and effective action is taken to prevent any recurrence, ensure that all staff and Board members, contractors, consultants and suppliers are treated with respect and dignity by each other, provide a working environment where all backgrounds, cultures, values and lifestyles are respected and treated with dignity at all times.</p> <p>The CSM explained that this Policy is based on EVH model Dignity at Work Policy and contains clear links to Bridgewater’s Grievance and Unacceptable Behaviour Policies. The policy is also compliant with the ACAS Code of Practice, which is widely recognised as being best practice. Changes made to this Policy are outlined within the summary.</p>	
<b>9.1</b>	Members <b>APPROVED</b> the Dignity at Work Policy.	
<b>10.</b>	<b>Care &amp; Repair Policy Reviews (5 policies)</b>	
	<p>The Corporate Services Manager introduced Alison McManus, Project Manager to the Board.</p> <p>Members were invited to consider 5 Care &amp; Repair Policies which were presented by the</p>	

	<p>CSM, these Policies were specific to the C&amp;R staff and their areas of work.</p> <p>The Policies for consideration were:-</p> <ul style="list-style-type: none"> <li>• Approved Contractors Policy</li> <li>• Eligibility Criteria Policy</li> <li>• Refusal of Service Policy</li> <li>• Small Repairs and Handy Persons Service Policy and</li> <li>• Use of Company Vehicles Policy</li> </ul> <p>There were only minor changes made to these Policy Documents as outlined in the review summaries for each Policy.</p>	
<b>10.1</b>	Members <b>APPROVED</b> the 5 Care & Repair Policies.	
<b>11.</b>	<b>Care and Repair Staffing</b>	
	<p>Members were invited to consider a report presented by the Corporate Services Manager, the purpose of which was to provide the Board with an update on the progress of the current Care and Repair Contracts and other relevant Care and Repair team issues.</p> <p>The CSM explained that the Board have previously approved the recruitment of a temporary Small Repairs Worker to provide cover for the long term sickness of another Small Repairs Worker. An extension to this contract was made during lockdown and Covid restrictions and it became a hybrid role, providing part-time admin cover for a member of staff who was on maternity leave as well as providing ongoing assistance to the Small Repairs Service. The staff member has worked closely with the CSM and Project Manager in introducing a range of income generating initiatives. The maternity leave, for which he was providing cover has recently ended, and at the end of September this staff member will have been employed by the Association for 2 years, without undergoing an external recruitment process.</p> <p>The CSM updated that the current post is a Grade 6, however elements of the new role would mean the post generates a grade 7 salary. This post is intended to be largely self-funded, with some additional responsibilities added and can therefore be easily accommodated within the C&amp;R budget.</p> <p>The CSM has consulted EVH on the recruitment process.</p> <p>A member asked whether this would be advertised on EVH's website as well as on our own. The CSM updated that EVH suggested low key advertising on the Associations website and a short advertising time of 1 week would be adequate in these circumstances.</p> <p>A member also asked whether the upgraded position would still be self-funding, the CSM confirmed that this would still be the case.</p>	
<b>11.1</b>	Members <b>NOTED</b> the update provided in the report and <b>INSTRUCTED</b> the CSM to prepare a job profile and carry out an external recruitment process as detailed within the report.	
<b>MATTERS FOR CONSIDERATION, COMMENT AND NOTING</b>		
<b>14.</b>	<b>Care and Repair 2021-22 Q1 update</b>	
	Members were asked to consider the Care and Repair 2021-22 Q1 report, the purpose of which to provide members updates on the current Care and Repair Contracts and other	

	<p>relevant Care and Repair team issues.</p> <p>The CSM updated that two of the three that contracts that Care &amp; Repair deliver are due to end on 31<sup>st</sup> March 2022 and he has been proactive in discussing a new joint contract with RC and ERC. The last Contract Monitoring Meeting was held on 17<sup>th</sup> November and unfortunately news of procurement for a new contract was not encouraging.</p> <p>The CSM has arranged a catch up meeting with RC and ERC for 14th December (the day before the final Board meeting of 2021) for an update on the position and will provide the Board with a verbal report.</p> <p>Members agreed that action needs to be taken to put pressure on the Councils to move forward with procurement of the contract.</p> <p>Inverclyde Council have an option to extend their contract for 2 years, which is likely to be offered to the Association. The CSM has written to IC to request a 4.4% funding uplift (calculated in line with the terms of existing contact).</p> <p>A member asked the CSM to give re assurance to the staff that the Board are supportive and keen to do all it can to alleviate and resolve the situation and that they are backing the CSM and CE on the steps they are proposing to take.</p>	
<b>14.1</b>	The Board <b>NOTED</b> the information contained within the report and <b>INSTRUCTED</b> the Chief Executive to write to Renfrewshire Councils Chief Executive to outline Bridgewater's position and request an update on their plans.	
<b>REGULATORY ISSUES</b>		
<b>15.</b>	<b>Notifiable Events</b>	
<b>15.1</b>	There were no notifiable events for consideration.	
<b>ADMINISTRATION</b>		
<b>16.</b>	<b>Issues which the Chair has agreed as urgent</b>	
<b>16.1</b>	There were no urgent issues for consideration.	
<b>17.</b>	<p><b>Meeting concluded - 18.57</b></p> <p><b>Date of next meeting – 15<sup>th</sup> December 2021</b></p> <p>Denise Love submitted her apologies for this meeting.</p>	




Signed: \_\_\_\_\_ (Chair)