



MINUTES OF BRIDGEWATER HOUSING ASSOCIATION BOARD MEETING

Venue: Virtually Via Zoom

Date: 30th March 2022

Time: 5.30pm

Present:

Alastair Morris Chair, Heather Stirling Secretary, Angela Westrop Board Member, Aileen Naismith Board Member, Frank Bradley Board Member, Rab McNally Board Member, Ken McIntosh Board Member, Denise Love Board Member and Suzanne Austin Board Member.

In attendance:

Ian McLean Chief Executive, Gary Stapleton Technical Services Manager (part) and Lesley Carr Minute Secretary.

Item	Details	Action
1.	Welcome and Chairs remarks	
	The Chair welcomed everyone to the meeting and confirmed that members had received their papers on time.	
2.	Apologies	
	There were no apologies received.	
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 Minute of Board meeting 24th February 2022 - for Approval	
	Members were invited to consider the minutes of the Board Meeting held on 24 th February 2022.	
4.1	Members APPROVED the minute of the Board Meeting of 24 th February 2022 as a correct record of the meeting as PROPOSED by Heather Stirling and SECONDED by Rab McNally.	
MATTERS ARISING		
5.	Matters arising from the last meeting.	
5.1	<u>Board Membership</u>	
	The Chief Executive update that following on from the last meeting where he had	

	<p>updated those present that according to our records ██████████ had missed four Board meetings in a row and as per Rule 44.3 of the Association's rules, the CE has written to ████████ to inform ████████ that his Board membership has ceased and thanked ████████ for ████████ time and commitment to Bridgewater.</p>	
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MATTERS FOR APPROVAL		
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6.	Proposed Sheltered Housing Development at Flourish Road, Erskine	
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	<p>Members were invited to consider a report by the Technical Services Manager, the purpose of which was to seek approval from the Board to progress with further design work and incur the associated feasibility costs of £15,840 in relation to the potential acquisition and subsequent design and build contract with Stewart Milne Homes Scotland (SMH) at Flourish Road, Erskine. (Section 75 Agreement).</p> <p>The TSM advised that approval is sought subject to satisfactory conclusion of the necessary due diligence which is outlined within the report.</p> <p>The Board were asked to note that on conclusion of the feasibility assessment and prior to the acquisition of the land or entering into a Design and Build contract for Flourish Road a further detailed pre-acquisition Risk Assessment will be brought to the Board to seek approval to acquire the site and accept the tender.</p> <p>The TSM updated that Renfrewshire Council had contacted the Association with an opportunity to partner with SMH to deliver the affordable housing element of a larger private development as part of a Section 75 agreement. The TSM reminded members that Bridgewater's Asset Management Plan (2021-24) identifies the need to replace elements of our sheltered housing stock with modern, purpose built and accessible housing within Erskine and until now there have been few opportunities to pursue this ambition until now.</p> <p>RC has included this development within the SHIP, giving it medium priority and allocating HAG funding for 22/23 (£200k), 23/24 (£700k) and £1.05M for 24/25. Currently this is speculative as SMH have only recently begun the planning process for the development and the issues of price and affordability are at a relatively early stage. The costs included within the SHIP are purely estimates at this time and will be subject to change following the detailed financial viability assessment.</p> <p>Bridgewater has engaged an Employer's Agent, ADA Construction Consultants Ltd (ADA) and Development Services Agent, Link Group Ltd (Link) for the initial stages of the viability assessment and due diligence process. As Bridgewater doesn't currently have a Design Guide or Technical Brief for new-build housing the decision has been taken to use Link's Technical Brief to inform the specification requirement of the affordable units. This document is a well-developed performance specification which Link use on its new build homes to brief Developers and Design Teams and is therefore tried and tested and was reviewed by Bridgewater prior to issue to SMH and is considered to cover all the necessary criteria.</p> <p>A member said that this development was great in principle but they had concerns over the immediate risks with two of the Associations Senior Management Team about to leave the Association in the coming months. The CE understands the members concerns, however he reminded members that the TSM would still be working with the Association until June and the Association wouldn't be involved in the development until 23/24, which means it will be a year before we have anything in the ground. This is also a reason</p>	
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	<p>why the TSM has agreed with the Employers Agent that the full steps of this process be detailed within the report to allow the Board the opportunity to consider each step and satisfy themselves that they are happy with each of the stages which the Association needs to follow.</p> <p>This will be added to the Risk Register.</p> <p>Another member asked what the Developer is contributing to the development and the TSM explained that this is essentially a “Turnkey arrangement” where the Association purchases fully developed units from the Developer. The Association wouldn’t be able to build its own properties as the land belongs to SMH, who are required to provide 25% of their development for affordable housing. The design of 2 blocks of 12 properties is our best opportunity and the TSM confirmed that this design had already been used for a similar development and seems right for our purpose. The Board will have the opportunity to see the designs once the Association have these.</p> <p>Another member had concerns about the builder employing sub-contractors as this could cause the Association problems with defects. The CE agreed that this is a general construction issue and we would not be accepting any properties unless we are fully happy with them after final inspection.</p> <p>The CE explained that this will be the first of many reports that the Board will be asked to consider if the development goes ahead.</p> <p>After full consideration by those present it was agreed that members were happy to approve the recommendations as detailed within the report.</p> <p>The CE suggested that it may be best if a separate project group is set up to deal with this development going forward and use members of the Board with appropriate skills in this area.</p>	
<p>6.1</p>	<p>The Board CONSIDERED the content of this report and APPROVED the feasibility/pre tender acquisition costs in the sum of £15,840 (excl VAT) and AGREED to facilitate ongoing dialogue with Stewart Milne and the Scottish Government.</p> <p>And AGREED IN PRINCIPLE that any decision to proceed beyond the feasibility stage will be subject to a positive viability based on a detailed financial appraisal and feasibility assessment, subject to:-</p> <ul style="list-style-type: none"> • Satisfactory conclusion of the necessary due diligence • Satisfactory offer of grant from the Scottish Government • Satisfactory finance being made available for the project • Further Board approval prior to any acquisition or contract being entered into. 	
<p>7.</p>	<p>Strategic Risk Assessment</p>	
	<p>Members were invited to consider a report by the Chief Executive, the purpose of which was to provide summary information relating to changes made to the Risk Assessment Register. This report would normally be presented to the Audit and Risk Sub Committee however since this hadn’t been presented to the last Audit and Risk Sub Committee the CE had decided that the yearend report should be considered by the full Board.</p> <p>The CE explained that as in previous versions of this report any changes have been highlighted in red.</p> <p>Consideration of this report gives Board Members the opportunity to discuss any</p>	

	<p>additional risks that they feel should be added to the register.</p> <p>The CE updated two risks have been added which relate to our tenants H&S and now that the Board had approved moving forward at least in principle with Flourish Road, the new development will be added to the Register. The There were no questions or comments made by those present.</p>	
7.1	Members APPROVED the information contained within the Risk Register.	
8.	Equality Data Collection and Monitoring Approach	
	<p>Members were invited to consider a report by the Chief Executive, the purpose of which was to provide background to the Board on the Associations legal and statutory duty to collect equalities data. The CE explained that these duties stem from the Equality Act 2010 and the Association has been collecting some information from that time. However, it is recognised that the collection of information could be more comprehensive and link more to the nine protected characteristics. Recent guidance published by the SFHA and the SHR has provided added impetus for the Board to assure itself that the Association is compliant with its statutory and regulatory responsibilities. Board members were reminded that reference was made in the Assurance Statement in October last year that the Association would be complying with the Statutory and Legal requirements to collect Equality information once the guidance had been issued.</p> <p>The CE explained that Associations have been grappling with finding a practical way in which the requirement can be satisfactorily met. SHR has recently effectively recognized the scope for flexibility, in that it's not necessarily the case that data has to be collected for all nine protected characteristics and all five groups listed in the appendix to this policy. GWSF has indicated that this is helpful and demonstrates the scope for associations to exercise flexibility and proportionality when considering what data to collect.</p> <p>The CE pointed to the matrix attached to the report, which is intended to assist the Board in supporting their own considerations about what data will be the most useful to try and collect and inform debate about what, if any, additional equality related policies and services the Association may wish to introduce.</p> <p>The CE explained that the information collected will be incorporated into a Report to be presented to the Audit and Risk Sub Committee for their consideration.</p>	
8.1	<p>a. Members APPROVED the revised Matrix provided by GWSF and</p> <p>b. APPROVED the Equal Opportunity Monitoring Form and</p> <p>c. APPROVED the Equality Impact Assessment Proforma.</p>	
MATTERS FOR CONSIDERATION, COMMENT AND NOTING		
9.	Minute of Housing Support Services Sub Committee 1st December 2021	
	Members were invited to consider the minute of the Housing Support Services Sub Committee Meeting held on 1 st December 2021.	
9.1	Members NOTED the minute of the HSSS Sub Committee.	

MATTERS FOR BRIEFING AND INFORMATION ONLY**10. Cyber Essentials Certificate**

Members were provided with the recent certificate which confirms that the Association has successfully completed the Cyber Essentials accreditation for this year.

This certificate provides Board with assurance that the Association is as protected as it can be against cyber-attacks.

10.1 Members **NOTED** the receipt of the Certificate.

11. Insurance Renewal

Members were invited to consider a report by the Head of Finance, the purpose of which was to provide the Board with information regarding the annual renewal of the Associations insurances.

11.1 Members **NOTED** that the renewal of annual insurances is now complete and cover will be in place from 1st April 2022 for all categories of insurance.

12. SHR Engagement Plan

Members were invited to consider the notification from SHR confirming that they don't require any further assurance from Bridgewater at this point in time, other than the required annual regulatory returns.

12.1 Members **NOTED** the note from the Regulator.

13. Covid up-date report

Members were invited to consider a report by the Chief Executive, the purpose of which was to provide the Board with current information in relation to the impact of COVID-19 on the Association's services and on the work of the Association generally. The Board last reviewed the impact of the pandemic on the Association's services at their meeting in October 2021. The Board also approved the Association's current Business Plan in November 2021 which contains a chapter on the impact of COVID and the Association's recovery plan.

The CE reminded members that the pandemic and the restrictions on our ability to provide services has had a profound impact on all the work that the Association is involved in. Notwithstanding the fact that we have been able to effectively work from home there have nevertheless been specific and challenging issues which we have had to deal with. The Association's Audit and Risk and Scrutiny Sub Committees have previously considered reports within the context of COVID, and the next scheduled meetings of these sub committees will consider service delivery issues in more detail within the context of the Association's recovery plan. In the meantime this report provides the Board with information on some of the issues faced by the Association.

The CE explained that due to the Technical Manager leaving his post at the end of June and reducing his hours in the meantime, it has been necessary to put in place arrangements to mitigate his loss to the Association until such times as a new Chief Executive can support the organisation through whatever permanent arrangements

	<p>require to be put in place. The temporary arrangements within the Technical Section, outlined within the report should ensure that services are maintained at effective levels whilst at the same time provide staff with new and exciting responsibilities along with strengthening the Leadership Team.</p> <p>A member asked whether with some of the staff in the Technical Department being promoted if this would not leave the department short on the ground. The CE said that there is no reduction in the team numbers. The promotion of the Factoring Officer and Maintenance Officer will allow them to be included into the Leadership Team and ultimately spread the work over a larger Leadership Team.</p> <p>A member asked whether the reduction in working days by the Head of Housing and Community Engagement would be a fixed day or would this be flexible. The CE said that both the HOHCM and TSM have agreed to be flexible with the days they work. The HOHCM flexible working request will be reviewed in three months' time.</p>	
13.1	<p>Members AGREED to</p> <ul style="list-style-type: none"> a. DELEGATE authority to the Chief Executive to authorise carryover of annual leave. b. APPROVE the staffing changes within the Technical Team as detailed at point 3.7 within the report and c. NOTED the information contained within the report. 	
REGULATORY ISSUES		
14.	Notifiable Events	
14.1	There were no notifiable events for consideration.	
ADMINISTRATION		
15.	Issues which the Chair has agreed as urgent	
15.1	<p>The CE updated that he had met with Mary Creary, Head of Housing at Renfrewshire Council to discuss the Humanitarian Crisis in Ukraine. Every Local Authority is being charged with looking after refugees from the Crisis in Ukraine who end up landing in their Authority Area. It is suspected that RC will welcome a large number of refugees. All RSL's have been given notice of the requirement to provide accommodation in this event. Bridgewater already have an agreement in place with the Scottish Refugee Council to provide 2 properties which could be used for this purpose.</p> <p>The CE asked members for their thoughts and whether they were willing to allow the CE to continue discussion with RC on supporting refugees who come to this area.</p>	
	Members AGREED that the Association should do everything that they can to support the people who are fleeing the war in Ukraine and DELEGATED to the CE to enter into further discussions with RC on what support can be provided for those who come into this area and to make whatever decisions are necessary.	
16.	<p>Meeting concluded - 7.30pm</p> <p>Date of next Board Meeting will take place on 25th May 2022</p>	

The CE explained that this will be a hybrid meeting to allow those member who prefer to meet face to face. Members will be given the opportunity to meet via Zoom or face to face whichever suits them best.

A handwritten signature in black ink, appearing to be 'A. M. S.', with a small mark above the final letter.

Signed: _____(Chair)