

COMMITTEE: MANAGEMENT COMMITTEE

DATE: MONDAY 26TH AUGUST 2019

VENUE: CONFERENCE ROOM

TIME: Information Session 6:15 PM ~ 7:00pm (Asset Management)
Meeting Start Time ~ 7:00pm

ITEM 6.1

PRESENT: COLIN CAMPBELL (CHAIR)
JACKIE McKELVIE MBE (VICE CHAIR)
JUNE GLANCY (SECRETARY)
RONNY LEE
DIANE MCCARNEY
SANDRA RORISON

IN ATTENDANCE: - ANNE CULLEY, DEPUTE CHIEF EXECUTIVE OFFICER (DCEO)
BRIAN PRATIES, DEVELOPMENT & TECHNICAL SERVICES MANAGER (DTSM) JOINED THE MEETING AT 6:50PM
ALANA DURNIN, FINANCE DIRECTOR (FD)
KATE DAHLSTROM, HOUSING SERVICES & PERFORMANCE DIRECTOR (HS&PD)
KIRSTY DAVIS, OFFICE MANAGER (MINUTE TAKER)

APOLOGIES:- JEANETTE DILLON
SHARON TRITSCHLER
DAVID MCINDOE
VIVIENNE HEARTON
NICK JARDINE

REFERENCE: MIN/MAN/26AUG19/KPD

6.15 – 7.00pm Information Session from Housing Services & Performance Director (HS&PD) regarding Asset Management.

A discussion took place following the presentation and concluded at 6:50pm. Members noted the very informative and wide ranging presentation which was delivered as a result of comments contained within the recent Skills Audit Report and presentation from Arneil Johnston.

Management Committee Meeting commenced at 6.55pm.

1.0 CHAIRPERSON'S REMARKS

1.1 Health and Safety

The Chair advised members of the relevant health and safety information. This was duly noted by all.

1.2 Apologies

Apologies were received from Viv Hearton, Jeanette Dillon and Sharon Tritschler. David McIndoe continues on a leave of absence.

1.3 Declaration of Interest

There were no Declarations of Interest.

1.4 Gift & Hospitality Register

The DCEO advised members of one box of tablet (for all staff to enjoy) received from a tenant recently. **This was noted by members and the Gift & Hospitality Register duly signed by the Chair.**

2.0 DEFERRED ITEMS

2.1 Quality & Efficiency Forum: Annual Statistical Review

1. **The HS&PD talked through this report, the content of which was noted by members.** A discussion took place regarding several areas where performance has dropped, being tenancy sustainment, repairs service and void management in particular. Members noted how performance is being addressed and that Maple Road makes up a significant percentage of void loss. The mistake at 5.1 of the report regarding the Cloch gross rent arrears was noted, with the correct figure being advised.

2.2 Annual Procurement Report

The DTSM talked through this report, the contents of which were noted by members. Requirement to produce a KPI dashboard is a failure of compliance which will be progressed for next year. Members acknowledged that further work will be carried out on the Strategy for next year.

Members approved the documents for publication on the Association's website.

3.0 FOR DECISION

3.1 SHIP Submission

The DTSM talked through this report. Members discussed and noted that whilst the life-cycle of the SHIP is a 4-year period, it is also possible to amend elements within the submission annually.

Members approved the proposed Development Programme on the understanding that projects will be subject to continued scrutiny in terms of financial viability and relevant housing needs requirements.

3.2 EVH ~ New Service ~ Member Protect

The DCEO talked through this new service provided by EVH. Members noted the savings being offered. The association's own insurance company have

advised that OTHA do have this cover within their policy. **Members noted we are currently adequately covered.**

- 3.3 SMT Structure Review~ letter from CEO & email from SMT to Chair.
A discussion took place on the 2 documents submitted which included the following points: -

- Delaying the SMT Structure Review process, due to the recent decision regarding the future of the OTHA/Cloch relationship, with the Options Appraisal exercise that Committee have agreed to. Going forward, any future decision may well be fundamental to the longer-term shape of the SMT.
- DCEO picked up on a number of points
 - SMT agree with CEO that SMT Structure Review should be delayed, but as explained, for slightly different reasons.
[REDACTED]
[REDACTED]
 - The SMT do recognise that an SMT review was and is required, however workload at present is heavy,
[REDACTED]
 - Confirmation of requirement of request for Development Support (services) and request for HR support “when required” in order to release DCEO, has now also changed slightly due to DCEO covering a number of aspects of CEO’s work at present.

The Chair noted that the Standing Orders state: -

“Review of Decisions”

Decisions made by the committee will not normally be subject to review or amendment within six months of being reached, unless information that is significant or material to that decision becomes available within that period.”

A discussion took place regarding “timeframe” with Members’ agreeing that the forthcoming options appraisal would determine the timeframe, which is likely to be around December 19 – January 20.

With regard to the request for discussion on the other aspects of the restructure proposals i.e.: -

the appointment of a Development Senior Officer on a temporary basis, to support the work of the Development and Technical Services Manager and the procurement of HR support to assist the day-to-day HR for the Depute and to free the DCEO to undertake more specific aspects of her role.

In response to a request for detail of costs involved, the FD advised the temporary development resource would be approximately £38kpa, including pension and NI (Grade 7 post). The DCEO added that the temporary development resource may be a post which is difficult to fill and therefore services (agent) may require to be considered. It was noted that OTHA provide development services to Cloch and require to give good value for this service.

Members discussed and agreed this is an urgent requirement and as such support an “In Principle” decision that this is acted on within the

coming weeks in order to avoid an over burden on staff and potential non-delivery of services. Members noted this is not permanent recruitment.

It was agreed that the SMT should articulate their requirements in a business case, to show the gaps and raise a solution.

The DCEO advised that this decision would allow SMT to proceed and

Members agreed to proceed to a “Decision between Meetings” if required, prior to the next meeting, detailing costs.

A member suggested that the request for HR support also be pursued as required and be included within the “Decision between Meetings” report, as this would not only provide support, but may also assist with the way forward, regarding succession planning.

3.4 Internal Management Plan 2019/20 & Policy Review Timetable

Members noted the 2019/20 Internal Management Plan and Policy Review timetable. Members also acknowledged the work that has been done to date.

3.5 Update to Risk Register 2019/20

Members noted and approved an additional two items within the 2019/20 Risk Register (Members noted the 2019/20 Risk Register had originally been approved in April 2019): -

Item 28 – Failure to satisfactorily achieve a mutually agreeable position with Cloch HA re our future working relationship and

Item 30 – Freedom of Information

A discussion took place on the “West Stewart Street” office and it was agreed that this “risk” should be expanded to maximise the benefits of the new building and also minimise the risk of the move. The “disposal” of the “High Street” office should also be included.

3.6 Entitlements, Payments and Benefits

Noted and report recommendations approved by members.

4.0 FOR INFORMATION/DISCUSSION

4.1 SHR - Notifiable Event - CEO (Extended Period of Absence)

The DCEO advised that a Notifiable Event was submitted by the Chair on the 26th July 2019. **All noted.**

4.2 OTHA/CHA – Options Appraisal – Consultants Brief & Timeline

Members noted the content of the report and a discussion took place regarding the possibility of Equalities Assessment / Discrimination elements, [REDACTED]

[REDACTED], whilst this work is underway. **The Chair advised that following advice from Brechin Tindal Oatts (BTO) Solicitors he would be briefing Management Committee Members at the end of this meeting tonight.**

4.3 West Stewart Street

Members noted the content of the report, architects vision boards for discussion and a discussion ensued. Discussion points raised included: -

- Programme shows site start of 1st week in December 2019
- Curtain Wall element on top floor of building has pushed programme back by 2 months
- Handover scheduled for June 2020 (DTSM querying build time as thinks lengthy)
- Re-wire and Wall Slapping works may require some re-routing of wiring

Members requested that their concerns be noted at the timescale showing a one-year delay from original discussions and whilst now fully detailed for

members, considerably over budget. Members also expressed concern over the previous lack of clarity at the early stages of this office works, regarding the building warrant, in particular previous information provided on delay surrounding building warrant application. The DCEO advised that she would check previous minutes for clarity on this matter. Members again requested their concern be noted regarding the delay in the production of a project plan at the start of this new office purchase, which effectively created a hiatus between purchase and members being advised on essential aspects, thereby members believe, contributing to the overall delay. Members did though wish to acknowledge that the DCEO, with SMT colleagues, addressed this matter quickly for members on taking responsibility for moving this forward, with their thanks to the DTSM for the previous 2 reports which have contained all information requested, which has permitted members to have sight of all facts now which is required from a governance point of view, for members to be both accountable and assured.

A member questioned whether given the project was over budget and one year late, is this a notifiable event? After consideration and discussion, it was agreed that this was not deemed a notifiable event.

A member requested confirmation that previous issues regarding title of the adjacent Inverclyde Council car park have been resolved. The DCEO advised she understood this matter has been addressed and concluded however, the DTSM would check and confirm, with an update at the next meeting.

Regarding colour schemes it was agreed that this would be discussed with the Value for Money Group and also for discussion with staff in addition to taking account of accessibility requirements. (Equality Act 2010).

A brief discussion regarding the ownership of the large retaining wall which runs along lower West Blackhall Street (Grey Place to Houston Street). The DCEO advised that ownership for this would indeed be checked by the DTSM with an update at the next meeting.

- 4.4 Maple Road
The HS&PD talked through this report, the contents of which were noted by members. Further analysis will be undertaken with the main report scheduled for decision being presented at the next meeting.
- 4.5 Financial Ombudsman Service ~ Provisional Decision
The DCEO advised she has responded with nothing further to add. **Noted by members.**
- 4.6 2019 AGM Feedback/Discussion/Q&A
The DCEO requested feedback from members. Comments included: -
 - Buffet ~ revert to colder style buffet with tea/coffee for next year following comments regarding hot food going cold
 - “Hub” is an excellent service to offer and uptake on numbers this year
 - Excellent format to be retained for next year
- 4.7 Sub Committee Confirmation
 - Finance, Staffing & General Purposes Sub Committee
 - Colin Campbell
 - Viv Hearton
 - Ronny Lee
 - Jackie McKelvie

- Sandra Rorison
 - Housing & Technical Services
 - June Glancy
 - Ronny Lee
 - Diane McCarney
 - Sandra Rorison
 - Joint Audit Committee
 - Ronny Lee
 - Diane McCarney
 - Jackie McKelvie
- Members noted that three members have still to select sub-committees.
- 4.8 Rules of the Association ~ Eligibility for the Committee
Noted and approved by Members. Members are requested to consider, sign and return to the Office Manager as soon as possible.
- 4.9 Code of Conduct for Governing Body Members
Noted and approved by Members. Members are requested to sign (page 11) and return to the Office Manager as soon as possible. Noting that whilst a signed document currently exists, this is refreshed each year due to the importance of consideration of this document by members.
- 4.10 Disclosure of Interest
Noted and approved by Members. Members are requested to consider, complete, sign and return to the Office Manager as soon as possible.
- 4.11 Standing Orders/MGT Committee Remit/Scheme of Delegation
Noted and approved by Members.
- 4.12 Guide for Governing Body members
 Members noted and approved the changes. The DCEO advised that should SFHA refresh the content of this guide, this will be updated and advised to members as required.
 In response to a question from a Member regarding the mechanics of how the Management Committee would be aware of their subsidiary Cloch, notifying of a Notifiable Event (NE), members were advised that the Cloch Director is required to advise OTHA of this and send appropriate reports/information, to OTHA, as OTHA requires to submit a NE to the SHR, regarding not just ant NE for OTHA, but must do this for its Subsidiary too, as the Parent organisation. The DCEO advised there should be a requirement to update Management Committee on any NE made to the SHR by OTHA or CHA. Discussion then ensued with regards to Cloch. **The FD advised that a “NE” would be included in the Cloch HA quarterly performance/oversight report and the DCEO reminded members that OTHA have 2 nominees on the Cloch Board. This was noted by members.**
- 4.13 Committee Handbook Review
The DCEO advised that the reviewed Committee Handbook would be uploaded to One Drive in due course.
- 4.14 2019/20 IMP 1st Quarter Review
Members noted the 2019/20 IMP 1st Quarter Review exception report.
- 4.15 2019/20 Risk Map 1st Quarter Review
Members noted the 2019/20 Risk Map 1st Quarter Review and comments within the report.
- 4.16 2019/20 Customer Care 1st Quarter Review
Members noted the content of the 2019/20 Customer Care 1st Quarter Report.
- 4.17 2019/20 Complaints 1st Quarter

The HS&PD presented the 2019/20 Complaints 1st Quarter Report, the contents of which were noted by Members. The HS&PD advised that work is being undertaken to improve the OTHA performance on dealing with Stage 2 complaints.

- 4.18 2019/20 Cloch 1st Quarter Report
The FD talked through the 2019/20 Cloch 1st Quarter oversight report, highlighting some changes made to the report i.e. strategic risk v operational issues.
Member's noted the content of the report.
- 4.19 2019/20 Wider Action 1st Quarter Report
The DCEO and FD presented this report. Members noted that funding for the Simon Community will be updated in the mid-year budget. The DCEO advised that a spreadsheet has been created by the FD and the FD will work with the CEO to keep this update, on his return.
The DCEO also updated that information/update on 2 of the projects will not be available now from the Scottish Government until October 19 and therefore will update members further when known.
- 4.20 Scottish Housing Regulator ~ Regulatory Framework & Notifiable Events Guidance
Noted by members.
- 4.21 Scottish Housing Regulator ~ Information Note for Statutory Appointees to RSL Governing Bodies
Noted by members.
- 4.22 Glasgow and West of Scotland Forum of Housing Associations ~ Regulation Update July 2019
Members noted this Regulation Update.
- 4.23 Scottish Housing Associations' Pension Scheme ~ Actuarial Valuation as at 30 September 2018 (letters dated 09/07/19 & 05/08/19)
Noted by members. The DCEO advised she will be attending a pensions meeting on 10th September 2019 and asked members to note that a Joint Pensions Working Party meeting may be required at some point in the near future.
- 4.24 Scottish Public Services Ombudsman ~ Provisional Decisions
Noted by members.
- 5.0 FOR NOTING**
- 5.1 SFHA ~ Our commitment to you
Noted by members.
- 5.2 SFHA ~ Strategy 2018/21
Noted by members.
- 5.3 Thank You from David McIndoe
Noted by members.
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- 6.0 FOR APPROVAL/RATIFICATION**
- 6.1 Management Committee Meeting of 24th June 2019
The minutes of the Management Committee Meeting of 24th June 2019 were proposed by Jackie McKelvie and seconded by June Glancy as a true and accurate record of the meeting.
- 6.1.1 Post AGM Meeting of 22nd August 2019
The minutes of the Post-AGM Meeting held on 22nd August 2019 were proposed by Ronny Lee and seconded by June Glancy as a true and accurate record of the meeting.
- 6.2 Matters Arising

Management Committee Meeting of 24th June 2019

Item 3.1 ~ The DCEO advised that an email from Donna Milton of Arneil Johnston has been received apologising for the mix-ups contained within the Governing Body Member Annual Review 2019 report, referring to Cloch in places, when this should have been OTHA.

Item 3.12 ~ Maple Road Report – GDPR issue relating to Appendix 2 ~ The DCEO updated that having spoken with the OTHA Data Protection Officer (DPO), confirmation was indeed that there is no requirement to report, however this should be added to the OTHA GDPR Breach Register, along with a note of lessons learned.

Post AGM Meeting of 22nd August 201

No matters arising.

6.3 Use of Seal

Members granted retrospective Use of Seal for the following: -

25th June 2019

Disposition for [REDACTED] ~ Final Tranche Share

26th July 2019

Standard Security Legal Documents for 198 properties ~ £9.7M loan

7.0 AFFILIATIONS/TRAINING & CONFERENCES

7.1 Glasgow and West of Scotland Forum of Housing Associations ~ Annual Conference, Friday 15th November

Members noted and were requested to advise if keen to attend.

7.2 SHARE ~ Freedom of Information Scotland Act (FOISA) ~ Tuesday 22nd October 2019

Members noted and were requested to advise if keen to attend.

7.3 Positive Action in Housing ~ Membership Renewal

A discussion took place on the Membership Renewal for Positive Action in Housing with the DCEO advising that OTHA are not making full use of this membership and that the SMT are taking cognisance, that this is funded by tenants rent money. **Members agreed to renew this year (as one year notice to leave is required)and advise that it is unlikely that OTHA will renew next year.** Cost for this year is £950. Members noted the HS&PD's update that an offer of a 50% discount would be available next year. This can be discussed further at the request for re-newel.

7.4 TPAS Scotland ~ July Update

Noted by members.

8.0 A.O.C.B.

8.1 SFHA – Social Landlord Self – Assurance – toolkit (Link to document [Self-Assurance Toolkit July \(PDF\)](#))

Members noted the importance of this for Governing Bodies. **The DCEO advised Members, that as previously agreed and as members are aware, OTHA are working through this document based on the similar process used, during 2017/18, concerning self-assurance of the previous**

Regulatory Standards. This in turn will assist with the assurance processes and will feed into the OTHA Assurance Statement required for the SHR.

The DCEO updated members that she is meeting with the Director from Cloch regarding the Assurance Statement that the OTHA Governing Body will require to submit to the SHR, by the end of October 19 and as Committee are aware, the Joint Audit Committee will also be discussing matters further, relating to the SHR requirements. The DCEO reminded Committee, that as the Parent, OTHA will submit the statement to the SHR, covering OTHA and Cloch.

- 8.2 FLAIR & IHAF Board Training Possibility - Governing Bodies Leadership Programme
Members noted and were requested to advise if keen to attend.
- 8.3 Sub-Committee membership
Already covered under Item 4.7.

The Chair requested that as there was no further business that the Officer's leave the meeting in order that he could brief the Management Committee Members [REDACTED] as relates to Item 4.2 previously referred to within the minute.

Meeting therefore closed at 8.35pm