

MINUTES OF MEETING NO.658
QUEENS CROSS HOUSING ASSOCIATION BOARD OF MANAGEMENT
HELD ON TUESDAY 31 AUGUST 2021 AT 6.00 P.M. via ZOOM

Andrew Burns, Marilyn Clewes, Ian Elrick, Margaret Glass, Sadie Gordon, David Horner, Matthew Millar, Anne Ramsey, Robert Takenzire (item 1 only), Bronwyn Wyper.

Shona Stephen (Chief Executive), Neil Manley (Director of Finance and Corporate Support), Donalda Hogg (Head of Business Services), Elizabeth Hood (Depute Director), Louise Smith (Head of Housing & Housing Support), Fiona Smith (Executive Office Manager), Adele Drennan (Governance Officer),

Niall McKinnon (Head of Development) – items 4 and 5 only

John Boyle (Head of Property Services) – item 6 only

ACTION**1.0 Welcome and Apologies**

1.1 Marilyn welcomed everyone to the meeting.

Apologies received from John McIntyre and Rona Anderson.

Marilyn advised the Board that, for personal reasons, Robert Takenzire would not be seeking election at the AGM. Robert was unable to stay for the duration of the meeting and had joined briefly this evening to say thanks and farewell to his fellow Board members. Robert advised that it had been a pleasure working with the Board and wished them all the best for the future.

Robert Takenzire left the meeting at 6:05pm.

2.0 Declarations of Interest

2.1 There were no new declarations.

3.0 Annual Accounts for Approval

3.1 The purpose of this report was to consider a recommendation from the Audit Committee that the Chair and other relevant Board Members sign off the Group Accounts and Letter of Representation.

3.2 Scott Gillon, Partner at Wylie & Bisset, had fully briefed members of the Audit Committee when they met on 23 August. Some minor changes to the narrative in the Annual Accounts document had been proposed by the Committee and it was confirmed that these changes had now been made. This was an opportunity for the Board to ask any further questions and for members of the Audit Committee to provide feedback on their discussions.

3.3 Ian Elrick confirmed that an external audit had taken place and that these form an unqualified audit opinion. There was one particular area of discussion around the £8m movement at the Audit Committee meeting relating to the pension being in surplus one year and deficit the next, which leads to a revenue loss of £200k at year end. The Auditor agreed that this can make understanding the accounts difficult, however provided reassurance that there were no concerns surrounding the cash position. There was one additional point raised by the auditor in relation to rents in advance which had been included as a recommendation for a number of years and the Committee had requested

**Elizabeth
/ Neil**

that a report be brought to the Board to provide an understanding of what is behind this figure.

3.3 The Director of Finance and Corporate Support advised members that the “revaluation of investment property” in the accounts was in relation to the car park at Dundasvale and we have committed to getting this revalued over the next 12 months.

3.4 Following a discussion, the Board:

- Confirmed that so far as any Board member is aware, there is no relevant information of which the Group’s auditor is unaware.
- Approved all documents to be signed (via DocuSign) by the Office Bearers and presented to the membership at the AGM on Monday 13 September.

4.0 This report is private and confidential and contains business sensitive information.

5.0 Hamiltonhill Update / South Area Advance Works Tender – this report is private and confidential and contains commercially sensitive information.

6.0 This report is private and confidential and contains commercially sensitive information

7.0 This report is private and confidential and contains business sensitive information

8.0 Update on CBL Implementation – Find My Home

8.1 The purpose of this report was for the Board to note the progress with the implementation of the new allocations policy / choice based letting system (domain name: Find My Home).

8.2 The Depute Director provided a brief summary of the report and confirmed that Applicants will be invited to go online and register their applications from 13 September. A launch date of 13 October has been set and this will be the date we advertise our properties online for the first time and registered applicants will be invited to bid - this gives applicants 4 weeks to load their form. We can continue to let properties to applicants previously on QL until we launch CBL, so whilst we would want to hold back some properties for the launch, urgent allocations can still continue.

8.3 The Depute Director shared her screen to provide the Board with a demonstration of the new Find My Home system. The system has lots of helpful menu options and information on how the letting policy works, information regarding our Wellbeing services, homelessness and other general information. Applicants have the opportunity to search for properties and filter their options in terms of apartment size, area and property type. Clicking on a property will provide full details such as the area/ street location, property summary, rent and service charges, photographs, council tax band and transport links. The demonstration included how to register for a property which takes approximately 30 minutes, and the user has the option to save an application and then return to it later if not yet complete.

8.4 As well as providing updates through Focus and social media, we updated all applicants by letter in June. A further letter is being issued in August with the option for applicants to contact us if they require assistance in advance. This will help us plan appointments and manage workloads. An invitation will be issued to all applicants to go on-line and register in September. We have written to Councillors/MSPs/ other agencies to keep them updated should they receive any enquiries, and we have also kept our CIG’s and RTF groups informed. We will also offer to carry out demonstrations of the system to stakeholders.

- 8.5 The Board were very impressed with the new choice based letting system and thanked the Depute Director for the very helpful demonstration.

9.0 Good Governance Matters

- 9.1 The purpose of this report was for the Board to consider and, if appropriate, approve all recommendations as set out in section 1 of the report.

9.2 Annual Performance Reviews 2020/21

- 9.2.1 All Association Board members participated in the annual performance reviews this year which took place between 4 and 14 May 2021. Subsidiary Board members (QC Factoring and Workspace) also participated in the annual performance reviews for the first time this year. These meetings were scheduled to take place between 12 and 23 April 2021 in advance of the QCHA performance reviews, allowing members who sit on more than one Board within the Group to provide overall feedback to our Chair and Chief Executive. Learning and development priorities were identified following the performance review meetings and a collective training plan has been drawn up and was attached as Appendix 1 for approval.

9.3 2021 AGM Arrangements

9.3.1 QCHA AGM

The Association's AGM will take place as a physical event on Monday 13 September 2021 at 6pm in the Courtyard Main Hall with arrangements in place to ensure the safety of members and staff in attendance. We continue to monitor SG guidance and the Board noted that, following the adoption of the new 2020 Rules, the AGM can be moved online if required. The quorum is 14. The business for the AGM is set out in the Rules and this includes the Chief Executive's presentation of our services and performance in the previous year, future plans and presentation of our annual accounts. Nominations to the QCHA Board and CIG's were set out in the attached Appendix 4 and, as the number of nominations is less than the number of vacancies there will be no requirement for voting in the election of Board/CIG members at the AGM.

As in previous years, the Association will produce an Annual Performance Report and the content and format will be agreed by members of our scrutiny group, the Residents Task Force. The Board are asked to delegate formal sign off of the document to the Chief Executive and Chair.

9.3.2 QC Workspace AGM

The Workspace Memorandum & Articles require members to be "present in person" at general meetings. The Workspace AGM will therefore take place on Thursday 9 September 2021 at 6pm at 45 Firhill Road and fourteen days clear notice will be given to all Workspace members. The quorum for the Workspace AGM is three.

9.3.3 Community Foundation AGM

The Community Foundation's AGM will take place on Tuesday 14 September 2021 at 45 Firhill Road and 21 days' notice has been given to each of its members and charity trustees (Appendix 2). The quorum is two members (one representative member each from QCHA & QC Workspace). It was proposed that Sadie attends to represent the Workspace, and Anne to represent the Association.

9.4 Membership of QC Group Boards / CIG's and Office Bearers

- 9.4.1 The current position regarding all QC Group Board appointments, including Office Bearers, were set out in the attached Appendix 3. None of these appointments can be made without the written approval of the Association (Parent) Board as set out in the

subsidiary Board's governing documents. The Association Board, as the Parent, will be invited to review, consider and formally approve all QC Group appointments at the Board meeting immediately following the AGM on 13 September.

9.5 Review of Ambassador Role

- 9.5.1 The Housing Association's Ambassador role was established and agreed by the Board on 31 March 2015. The role has now been reviewed to bring it up to date with current best practice and reflect recent changes in the QC Group structure. The Ambassador role will provide an opportunity for former board members to remain connected and involved with the QC Group through participation in activities, discussions, and events. The role and criteria are set out in Appendix 5 of the Report and the Board is asked to approve the reviewed QC Group Ambassador role for implementation from 1 September 2021.

9.6 Compliance with Association Rules

- 9.6.1 Due to lockdown and all meetings having to take place virtually since March 2020, the minutes of meetings have not yet been physically signed by the relevant Chairperson. As we return to in-person meetings, the Governance Officer will now be arranging the physical signing of these minutes. The Board noted that, in accordance with Rule 68, Rules 62-67 have been followed.

9.7 The Board:

- a) Noted that, following the adoption of the QC Group Governance Regulations in November 2020, members of both subsidiary Boards (QC Workspace and Factoring) have now participated in their first of annual performance reviews for 2020/21 and these reviews will now take place annually.
- b) Approved the QC Group Training Plan for 2021/22 (Appendix 1)
- c) Noted the arrangements in place for the Association, Workspace and Community Foundation (Appendix 2) AGMs, and the Board meeting that will take place immediately after the Association's AGM.
- d) Delegated approval of the Annual Report to the Chair and Chief Executive.
- e) Noted the position regarding appointments to all QC Group Boards (including office bearers), considered the Association Board Succession Plan (Appendix 3) and agreed priorities for QC Group board member recruitment during 2021/22.
- f) Agreed the nominations for Community vacancies on the Board and CIG's (Appendix 4) that will be presented at the AGM.
- g) Approve the reviewed Ambassador Role Profile and Criteria (Appendix 5) for implementation from 1 September 2021.
- h) Noted that, in accordance with Rule 68, sections 62 to 67 of the Association's Rules have been followed.

10. Updated Governance Documents for Approval

- 10.1 The purpose of this report was for the Board to consider and approve the updated Code of Conduct (Appendix 1) and EPB Policy (Appendix 2), to bring these up to date and ensure that they fully comply with SHR's regulatory standards and current best practice.
- 10.2 A summary of the key changes was set out in the report and the Board noted that additional guidance is also available which can be used for implementing the protocol for dealing with a breach of the Code of Conduct.
- 10.3 After consideration, the Board:
- a) Approved the updated QC Group Code of Conduct (Appendix 1)
 - b) Approved the updated Entitlements, Payments and Benefits Policy (Appendix 2)

11.0 Health and Safety

11.1 This is an opportunity to report on safety performance, funding requirements, safety failures and any other H&S related issues, to allow the board to give all such issues due consideration.

11.2 The Chief Executive advised that following updated guidance and the relaxing of restrictions from 9 August, the Association will be looking to re-open the office at 45 Firhill Road for 3 half-days per week from mid-September.

12.0 New Membership Applications

12.1 Two new membership applications had been received. Eligibility had been checked and one had indicated an interest in Board/Committee membership which will be followed up by the Governance Officer.

The Board approved the two membership applications.

13.0 Update following Audit Committee Meeting

13.1 In John's absence, Ian Elrick provided an update following the Audit Committee meeting which took place on 23 August. Ian confirmed that the Committee reviewed the annual accounts and approved 2 internal audit reports. One internal audit relating to Duty of Care received limited assurance due to the recording of reasons where gas services had been delayed however the Committee were happy with the explanations provided and confirmed that measures had been implemented to ensure that this information is recorded going forward. The audit of Corporate Performance Management received substantial assurance and the Committee also reviewed SFHA guidance on internal audit which was endorsed by members and will be used for the induction of new members.

14.0 Minutes of Meetings

14.1 The minutes of meeting 656 held on 25 May 2021 were reviewed for accuracy and matters arising.

The minutes were agreed as an accurate account, proposed by Bronwyn Wyper and seconded by Margaret Glass.

14.2 The minutes of meeting 657 held on 6 July 2021 (additional meeting) were reviewed for accuracy and matters arising.

The minutes were agreed as an accurate account, proposed by Ian Elrick and seconded by David Horner.

15.0 Action Tracker

15.1 The Board noted that both items have been completed and agreed that these should be removed.

One additional item added in relation to an update of rents in advance as noted at section 3.3 of this minute.

16.0 AOB

On behalf of all staff, the Chief Executive offered a personal thanks to Marilyn Clewes who had chaired her final Board meeting before stepping down at the AGM. Andrew Burns also took time to recognise Marilyn's remarkable contribution and commitment

over the past 14 years, and particularly for her concern for tenants and staff. The Board joined Shona and Andrew by thanking Marilyn and wishing her all the best for the future.

17.0 Date and Time of Next Meeting

The meeting concluded at 8.30pm.

The next meeting is scheduled to take place on Monday 13 September (immediately following the AGM).

I certify that the above minute has been approved as a true and accurate record of proceedings:

Chair: Date: