

Yorkhill Housing Association Limited

Minutes of a Hybrid Management Committee meeting held on 29th September 2022 in the Association's office and via Zoom

Present: M Green (Chair) (Zoom), R Winning (Zoom), C Armstrong (in-person), N Fitzgerald (Zoom), B Hanley (in-person) Y Alexis, (in-person), N McPherson (Zoom), P Braat (Zoom), B Docherty (in-person)

Apologies: P Marsden, James Wilson, G Mattu

In Attendance: M Menabney (Chief Executive), S Pattison (Compliance Manager) Pauline Hollinsworth (Director of Property Services), Gary Watson (Finance Manager), Grant Kennedy (Housing Manager), Gemma Lumsden (Senior Finance Assistant – Minutes)

From 6.30pm to 7.10pm Scottish Housing Regulator:

Nicola Harcus, Assistant Director of Regulation

Nicola Mckeand, Regulation Manager

From 6pm to 7.20pm Jim Harvie

M Menabney advised the meeting that the visitors from SHR were running late due to transport problems. It was agreed to commence the meeting with the agenda items until they arrived.

1. Welcome and Apologies

M Green welcomed everyone to the meeting and apologies were noted. Members agreed P Marsden's leave of absence be extended [REDACTED] Members expressed their good wishes for Mr Marsden's speedy recovery.

M Green advised he had received Michael Harris's resignation as his other commitments were restricting his availability for YHA.

Members were sorry to be losing Michael and wished him well.

The new members were warmly welcomed to the committee.

Members noted with sadness the recent passing of Helene Fitzgerald and agreed her invaluable contribution to Yorkhill Housing Association over 32 years had been very much appreciated and would not be forgotten. Members and staff had held a minute's silence at the previous week's AGM in her memory.

2. **Election of Office Bearers**

2.1 **Chairperson**

The Chief Executive invited nominations for the Chair.

Niall Fitzgerald was proposed by Brendan Hanley and seconded by Colin Armstong. Niall declined the nomination.

Yvonne Alexis proposed Malcolm Green, and Billy Docherty seconded the proposal. Malcolm accepted the nomination. There were no further nominations and no objections.

Malcolm Green was duly re-elected for a fifth and final year.

2.2 **Vice Chair**

M Green proposed C Armstrong remain as Vice Chair. R Winning seconded this.

Colin accepted the nomination
There were no further nominations and no objections

Colin Armstrong was duly re-elected as Vice Chair.

2.3 **Secretary**

B Docherty proposed R Winning remain as Secretary. C Armstrong seconded this. Bob accepted the nomination

There were no further nominations and no objections

Robert Winning was duly re-elected as Secretary.

2.4 **Treasurer**

C Armstrong proposed Y Alexis for the position of Treasurer. This was seconded by M Green. Yvonne accepted the nomination

There were no further nominations and no objections

Yvonne Alexis was duly elected as Treasurer.

3. **Minutes of last meeting 11th August 2022**

3.1 **Amendments**

No amendments

3.2 **Approval**

The minutes were unanimously accepted and approved for signing off by M Green.

3.3 Matters Arising
None

4 **Declarations of Interest and 2022-23 Register of Interests**

There were no declarations of interest.

The register forms have been issued to all committee members and should be signed and returned to Aileen Brown at the Association's office.

5 **Governance Structure 2022-23**

5.1 **Standing Orders, Roles and Remits**

- Standing Orders , Roles and Remits (Office bearers, senior staff, committees)

All members confirmed they had reviewed the documents. The Chief Executive advised that the induction process for new members would include discussion on the various roles and remits.

The Standing Orders, Roles and Remits were duly approved.

5.2 **Committee Code of Conduct**

All members agreed to abide by the terms of the Code of Conduct.

5.3 **Approved Signatories**

- 5.3.1 Existing signatories and relevant full business authorities confirmed as follows:

Cheques/BACS

Yvonne Alexis, Treasurer

Robert Winning, Secretary

Billy Docherty, Committee Member

Malcolm Green, Chair

Colin Armstrong, Vice-Chair

M Menabney, Chief Executive

P Hollinsworth, Director of Property Services.

Stewart Pattison (Compliance Manager)

Helene Fitzgerald to be removed. Y Alexis and S Pattison to be added.

5.3.2 SHR Portal

M Menabney, Chief Executive

S Pattison, Compliance Manager

G Watson, Finance Manager

P Hollinsworth to removed and S Pattison to be added.

5.3.3 FCA Portal

M Menabney, Chief Executive

G Watson, Finance Manager.

To remain until M Menabney retires and be replaced by her successor.

5.3.4 OSCR

M Menabney, Chief Executive

G Watson, Finance Manager.

To remain until M Menabney retires and be replaced by her successor.

5.3.5 Loan Documents

R Winning, Secretary

M Menabney, Chief Executive

S Pattison, Compliance Manager.

S Pattison to replace P Hollinsworth

5.3.6 Investment/Saving Accounts

M Menabney, Chief Executive

S Pattison to replace P Hollinsworth

5.3.7 Routine on-line banking

Full Access: G Lumsden, L Caldwell

View Only: G Watson, S Pattison and G Kennedy.

5.3.8 GCC Funding

M Menabney, Chief Executive,

S Pattison, Compliance Manager

G Watson, Finance Manager

R Calvert Property Services Manager.

S Pattison to replace P Hollinsworth.

5.4 Tender Openers

As Michael Harris has now resigned another committee volunteer is required. N Fitzgerald volunteered.

Tender openers were confirmed as follows:

M Green

B Docherty

R Winning

Y Alexis

N Fitzgerald.

5.5 Sub Committee Appointments

5.5.1 Governance and Finance

Sub Committee members were confirmed and approved as follows:

C Armstrong

M Green

R Winning

N Fitzgerald

Y Alexis.

5.5.2 Property Services

M Green

R Winning

N McPherson

B Docherty

5.6 **Co-options 2022-2023**

It was noted that there are four further potential co-options to consider in addition to Cllr Philip Braat.

The following have expressed an interest:

- Two tenants
- One owner
- A recently retired council official

The residents had requested further information and meetings would be arranged in the office to have informal discussions with them.

It was agreed M Menabney will arrange a subsequent meeting with office bearers to discuss current committee requirements and how best to select from the options available. The maximum number of op-options available to the current committee is three. (i.e. one third of elected members)

Scottish Housing Regulator

At this point (6.30pm) two representatives from the Scottish Housing Regulator joined the meeting.

M Green welcomed Nicola McKeand, Regulation Manager and Nicola Marcus, Assistant Director of Regulation, and M Menabney introduced everyone present.

They advised Committee they were keen to discuss how members were managing the process of change, given that the Association was undergoing significant changes with two senior officers leaving, recruitment challenges and the economic uncertainty. They were seeking to hear committee's views on progress with business planning and option appraisal.

With reference to the strategic review day that had taken place at the end of July, Colin Armstrong, Billy Docherty and Yvonne Alexis confirmed that the strong preference of members was to continue as a locally based organisation with local services. Jim Harvie advised that the business plan would reflect members' preferences but would include reference to the other options that had been discussed.

Colin Armstrong confirmed that members were open to potential partnership arrangements but had been against the idea of a

merger or takeover with a larger organisation unless there was a strong business case to demonstrate it was in the tenants' interest.

J Harvie advised the first draft of the Business Plan will be ready for circulation to members on the 6th October. This will reflect the views of the committee, supported by an options appraisal analysis to provide committee with the tools to be confident and reach the right conclusion. Further discussion and feedback will shape the final version

Members were asked about the plans to address rent levels, fuel costs and the other cost of living increases faced by the sector.

M Menabney advised the Association's starting point was one of strength therefore placing it in a better position than many others

- Good performance outcomes
- Healthy and solid finances with very low debt
- Robust governance procedures
- Affordable rents

She explained recruitment and capacity issues had been challenging during the recent months, but internal resources had been utilised and services reviewed accordingly.

P Hollinsworth and G Watson confirmed investment and service plans were continually reviewed, catching up with the impact of Covid but also ensuring plans were realistic.

J Harvie asked if SHR had any insight into how the rent freeze legislation might be shaped beyond March 2023. N McKeand confirmed that they had no information other than what was already in the public domain.

G Kennedy advised his report to Committee would be proposing a form of consultation anyway, to inform tenants of the service impact of low rent increases. Committee members would be considering a range of options for next year's rent levels.

Committee members confirmed they were comfortable with the process to date, they felt they were being informed regularly with reports from staff and were able to make appropriate decisions.

Nicola asked how the Association was managing its capacity issues.

M Menabney explained internal resources have been utilised to plug the gaps which have arisen in the Property Services section.

The section now has a permanent trainee property services officer working alongside the Property Services Manager and part time officer. There is a temporary factoring assistant pending external

recruitment, interviews are arranged for 5th October for the Factoring Manager. The full time PSO position will be advertised before the end of the year.

The regulators advised they are looking for assurance from the board that members are satisfied there is the capability and capacity within YHA to take forward all the changes. M Green stated the Association is more than capable and is certainly not lacking in experience or depth. The board are confident that they are well placed to fill the gaps in staffing.

C Armstrong emphasised the Association has faced challenging times but the Board has been updated consistently along the way and is confident moving forward. Committee agreed.

The SHR representatives confirmed that as M Green had previously notified them of the Chief Executive's planned retirement there would be no requirement for a further Notifiable Event to be submitted when M Menabney's leaving date was confirmed.

M Green thanked Nicola and Nicola for their attendance and they left the meeting at 7.10pm

6. **2022 Business Planning progress**

J Harvie's report was noted, and discussion took place as follows:

J Harvie explained there was an expectation from the Regulator that some input from residents and other stakeholders would be included within the Business Plan. It was agreed Jim would discuss this further with the Housing Services Manager.

It was accepted that while the Plan would address varying aspects of change and uncertainty, it could not fully anticipate the full impact of so many changes that were still evolving. (rent levels, utility costs, supplier costs etc). J. Harvie advised he would consult with the Finance Manager to prepare an appropriate range of sensitivity tests.

A brief discussion was held on the issues raised by SHR. Jim agreed that forecasting was a challenge but no different to the same challenges currently faced by all RSLs.

Members agreed that the Association had come through a very difficult period, but were comfortable that the review day had highlighted the issues raised at tonight's meeting and that SHR had not introduced any matter not currently being addressed.

The draft Plan will be available from the 6th October and will be sent to the Chief Executive to issue to and discuss with the SMT.

A Committee workshop will be set up towards the end of October, to allow members to fully discuss the draft and agree amendments. M Menabney will liaise with J Harvie and Committee to arrange.

This is aiming towards the end of November for the approval of the Final Business Plan and Strategic Options Appraisal.

M Green thanked J Harvie for his input and Jim left the meeting at 7.40pm.

7. **Staffing Update**

M Menabney's report was noted.

The main updates from the previous report were:

K Davidson, retired Property Services Officer has accepted a permanent PSO role for 14 hours per week.

N. Tobin is Acting Factoring Assistant pending external recruitment later in the year

Interviews for the Factoring Manager position have been arranged for Monday 5th October, M Green will represent the governing body on the interview panel. Six applications were received, four selected for interview.

8. **Review of Internal Audit Services**

G Watson's proposal to review the Internal Audit services was approved, with the following agreed:

Four companies will be invited to tender.

The panel overseeing the review process will comprise two managers and two committee members.

- M Green, YHA Chair
- Y Alexis, YHA Treasurer
- G Watson, Finance Manager
- S Pattison, Compliance Manager

The review will be led by the Finance Manager, he will keep Committee updated with progress.

9. **Re-appointment of Information Law Specialist Consultant S**

Pattison's report was discussed. It was agreed ILS's expertise has been invaluable. It was noted and appreciated there was no proposed increase to the █████ monthly charge for 2022 – 2024.

Committee approved this re appointment

10. Re-appointment of consultant Grant Murray -Listed Argyle St Windows

R Calvert's report was discussed and members noted the original proposal had been submitted for planning approval as a combined windows/stonework project for the B and C listed properties in Argyle Street.

Grant Murray Architects had previously been commissioned to prepare and submit planning applications for both blocks. Prior to the pandemic planning difficulties with the C listed block had led to the project being divided into two separate contracts.

As planning applications require to be re-submitted, approval is sought to re-appoint Grant Murray as they already have all the information and data required.

Committee approved the appointment.

M Menabney and M Green also thanked Philip Braat for his help and support in relation to the window scheme at Franklin Terrace.

11. Rent Setting for 2023-24

Grant Kennedy's report on the current position was discussed and noted.

It was agreed to progress a consultation exercise with tenants.

Property Services sub-committee was authorised to discuss this in more detail and agree on a programme.

12. Membership Applications/Cancellations

No new applications for approval.

One cancellation noted:

Helene Fitzgerald, [REDACTED], share no 14 (dec'd)

Membership at 30th September: 103

13. Report from EVH and appointment of representative e

W Docherty was confirmed as the continuing EVH representative. He gave members a brief summary of the recent conference, and said it had been a very useful and worthwhile weekend.

14. Report from SFHA and appointment of representative

Members were referred to the SFHA website for updates on conference programmes and events.

There is no representative for this yet and N Fitzgerald kindly volunteered.

15. Report from GWSF and appointment of representative

Noted that GWSF is continuing to engage on behalf of members with Scottish Ministers in relation to the rent freeze legislation.

Also noted that Grant Kennedy, Housing Services Manager was recently elected to the GWSF Board as a staff representative member.

Y Alexis is continuing to be the committee representative.

16. Schedule of Committee Meetings

The Schedule of Meetings covering October 2022 to August 2023 was approved.

17. AOCB and Date of next meeting

The Chief Executive raised an issue of concern in relation to the Committee Code of Conduct. Members were reminded that all decisions made by Committee were binding on all individuals, and that in accordance with Regulatory Standards, Notifiable Events require to be reported to Committee.

There was no other business and the meeting closed at 8:15pm

Date of next meeting 6pm Thursday 13th October 2022.
