



**Minutes of GHA Board Meeting
held on Thursday 29 August 2024 at 6pm**

PRESENT: Mr G McGuire, Chair
Ms K Russell, Secretary
Mr S McLachlan, Member
Mrs F Cochran, Member
Ms S Keast, Member
Ms A Connelly, Member
Mr Z Khan, Member
Ms A Williamson, Member

IN ATTENDANCE: Ms C Quinn, Group CEO (GCEO)
Ms KA Wallace, Director of Customer Services (DCS)
Mr R Dulin, Head of Finance & Corporate Services (HFCS)
Ms M McColl, Assurance & Compliance Manager (ACM)
Ms L MacLeod, Group Corporate Services Officer
Ms E Taggart, Development Consultant, C~urb (DC)
Mr Scott Wilson, Azets

1.0 Apologies

1.1 Apologies have been received from Ms A Fraser.

2.0 Declarations of Interest, Gifts and Hospitality

2.1 Mr Z Khan declared that he is a Director of Govan Home Team (GHT). Ms A Williamson declared that she is a Director of the Water Row Company (WRC).

2.2 There were no declarations of gifts and hospitality.

3.0 Declaration of Receipt and Understanding

3.1 Members confirmed receipt and understanding of their papers.

4.0 Governing Body Matters & Minutes for Approval and Information

4.1 Draft Minutes of GHA Board Meeting 27 June 2024 were approved by Ms A Connelly and seconded by Ms A as a true reflection of the meeting.

4.2 The Minutes of the Special GHA Board meeting held on 17 July 2024 were approved by Mrs A Connelly and seconded by Mrs Fiona Cochran as a true reflection of the meeting.

4.3.1 Matters Arising

4.3.2 Member had raised question regarding tenant credit balances. Discussion took place around this and clarity provided as to where they sit on the accounts and how they are managed. Discussion also around the efforts taken by staff to return funds when possible.

Discussion points:

Clarity given around the management of credit balances.

Action notes:

For redaction:

5.1 Year End Audited Accounts

The GHA Board were provided with all accounts and the External Audit letters - for all three companies - prior to this Board meeting under Agenda Item 5.1a.b. and c.

5.1a GHA Annual Accounts

5.1a.1 Taking each section in turn, the External Auditor discussed the content, in particular drawing Members attention to the following key areas (referring to and reading out a summary from Jennifer Alexander, Senior Statutory Auditor):

- Govan Housing Association Annual Accounts

The External Auditor advised that the accounts had not been presented in full detail to the Audit Sub-Committee as this meeting did not go ahead. Today's presentation would be a summary.

- Govan Housing Association Audit Findings

The External Auditor then proceeded to take Members through a summary of the key audit issues and financial statements for the year ending 31 March 2024 and confirmed they are a true and fair reflection of the state of the Association's affairs. Profit and loss is consistent with information given.

- The External Auditor confirmed that the Association and the two Subsidiaries have achieved a clear and unqualified opinion Audit Report for the year, which complies with Audit Standards.

Discussion points:

Action notes:

Following consideration and discussion, Members approved the Annual Accounts and Financial Statements for Govan Housing Association for the year ending 31 March 2024.

For redaction:

5.1b GHT Annual Accounts

5.1b.1 The GHT accounts were presented in full at the Home Team Board Meeting held on 26 August 2024, by the External Auditor.

Discussion points:

Action notes:

Following consideration and discussion, Members approved the annual accounts and financial statements for Govan Home Team for the year ending 31 March 2024.

For redaction:

5.1c WRC Annual Accounts

5.1c.1 The WRC accounts were presented in full at the Water Row Company Board Meeting held on 15 August 2024, by External Auditor.

Discussion points:

Action notes:

Following consideration and discussion, Members approved the annual accounts and financial statements for Water Row Company for the year ending 31 March 2024.

For redaction:

Members thanked the External Auditor and queried if there would be any issues with the annual accounts and financial statements due to the Audit Committee meeting being cancelled. Advised these were not affected.

The External Auditor left the meeting at this time.

Members noted that although the presentation from External Auditor was not as detailed as previous years, it should be viewed as positive as no concerns highlighted. It was reiterated that all companies given a clean audit report which is good.

5.2 Water Row Phase 1 Update Report

5.2.1 The Group CEO presented the Water Row Phase 1 Update Report that had been sent out in advance of the meeting as the Development Consultant was not yet in attendance and advised the report shows the details to date. The report lists the handovers, budget position, risks, costs, remeasurements etc.

5.2.2 GCEO advised that the development reports are sent to the Regulator [SHR] on a regular basis, after Board approval. SHR has come back to GCEO and they have acknowledged that the situation is complex particularly regarding the costs / finances, inflation rate, remeasures, colonnade etc. and they feel the C~urb development update reports presented to the Board need to be clearer, regarding the current issues that we are still dealing with.

5.2.3 The GCEO advised that discussion has taken place internally and with C~urb regarding the SHR feedback and a new report format is to be presented to the Board going forward which will hopefully be clearer. GCEO stated that the test is for in five years' time, if someone was to pick up the report, they would understand what the problem was and how it was dealt with, what the next steps are. Even although we are coming to the end of the development process, the new reports will have a summary up front.

5.2.4 The GCEO advised there are no issues regarding residential lets and we are currently in the process of interviewing for the leasing of the commercial properties which should be concluded soon. Further meeting with the Core Group development partnership members has been arranged for October, where costs and the final account will be discussed.

The Development Consultant joined the meeting.

5.2.5 GCEO advised that biggest challenge is the final costs and the project Cost Consultants are reviewing, getting clarity regarding re-measurers etc.

5.2.6 GCEO advised DC that she had informed the Board with regards to the SHR feedback regarding the report format. DC confirmed that a meeting had been held to discuss the report which would be altered going forward to ensure Board information is clearer, with key points highlighted. The proposal is to have a summary upfront of the report with key information detailed. DC confirmed that they are in the process of scaling down the information to make it clearer, upfront in the report.

5.2.7 DC advised that Brown and Wallace previously had an overspend of £638K. Further to the ongoing review on non-construction costs, the project is now anticipating overspend of £740K. The overspend is due to as the work through the remeasurement and a breakdown of costs are detailed in the cost report which the DC referred to.

- 5.2.8 DC advised the Core Group meeting has been put back to October due to contact at GCC being on long term sick absence. DC will try to escalate within GCC to put for response.
- 5.2.9 DC confirmed that gas and electric meters are now in for commercial units. The works onsite are mostly external works with the main item being delineation. DC advised that where there is main urban realm place at the front GCC want a clear line to show the areas of responsibility for the Association and GCC and noted this must be in place from day one.
- 5.2.10 Currently in the process of reviewing the practical completion submission and the additional unforeseen costs, mitigating as much as possible. It was noted that inflation continues to be an ongoing issue.

The Development Consultant left the meeting at this point.

Discussion points:

Cost overruns. Meeting of Core Group and next steps. Revised reporting format.

Action notes:

Following detailed discussion, the Board noted and approved the Water Row Phase 1 Update report.

For redaction:

5.2

At this point the Development Consultant from C~urb left the meeting.

5.3 Business Planning Document Review

5.3.1 The Group CEO presented the previously distributed Business Planning document and advised the purpose of this report is to provide the Board with details of our approach to reviewing our Corporate Strategy and subsidiary Business Plans against the new Regulatory Guidance as issued in June 2024 from the Scottish Housing Regulator.

5.3.2 The Group CEO referred to section 4 in the report and advised the following timelines:

- November 2024 – Revision of Documents against Template - undertake a full assessment of our current documents against this new guidance and the resulting documents will be presented to the Board at the next business planning event scheduled for early next year.
- January 2025 - Business Planning Event - discuss the protectory of the business at our planning session, reviewing our vision/aims/objectives and risks. The outcomes of the planning session will then be incorporated into the revised templates for final presentation to the Board.

- April 2025 - Final Presentation to Board.

5.4 Annual Share Capital Report

5.4.1 The Secretary presented the Share Capital Report and highlighted the following areas of the report:

- Association Rules as detailed in section 3 of the report.
- Management of Share Capital as detailed in section 4 of the report.
- Membership of the Association as detailed in section 5 of the report.

Discussion points:

Action notes: Committee approved the removal of share members in accordance with Rules 11, 11.1.3 & 16 of the Association Rules.

For redaction:

5.5 Audit Committee Annual Report of Finance and Business Control

5.5.1 Head of Finance and Corporate Services (HFCS) advised this report should have been presented at the Audit Committee, however the meeting was cancelled. The following was highlighted from the report:

- This report summarises the activities carried out by the Audit Committee in the year to 31 March 2024.
- Note that there is no appendix for the Water Row Company External Auditors Management letter as the account transactions were so minimal for 2023/24.
- There have been no entries made in the Association's fraud register during the past year.
- Internal auditors reviewed strategic risk of the Association and two subsidiaries.
- Risk Management framework is in place, looking at strategic risk and that of two subsidiaries.
- Detailed policy register, determining how we implement strategic objectives.
- Annual Return of Charter submitted on time.

Discussion points:

Action notes:

Following a detailed discussion, the Board approved the Statement on Internal Financial Control as shown in Appendix 3 and discussed in point 4.1

For redaction:

5.6 Customer & Property Services Report

- 5.6.1 The DCS presented the previously distributed Customer Services report and Appendices. The DCS turned to section 5 of the report and specifically the Fire Risk Assessments and advised remedial works have been carried out. The DCS advised that GCC is now looking at the full needs and cultures of tenants and acknowledging some tenants may not be aware fully of the issues.
- 5.6.2 The DCS advised that staff recently attended a training session within Pollok Fire Station which included common risks of fire, actions from reducing risk, practical team exercises. This was very well received by staff.
- 5.6.3 The DCS discussed the issue around a claim which has been made for damp and mould. Due to the nature of the claim, legal advice has been sought. The customer requested compensation, however as gesture of goodwill and without admitting liability, the Association has offered £1,800 as way of a settlement, which was refused. There has been no response from BTO to advise of the position going forward. Member asked where the dampness came from. DCS confirmed there was a leak within their property, however the furniture was damaged within the pen area, and they are claiming for the damaged items. DCS confirmed that customer's items are no longer held in storage.
- 5.6.4 The DCS advised that approval is sought to enhance and change the format for reporting of all cyclical compliance activities as detailed in section 8 and Appendices 1 and 2 of the report. The DCS explained the reasoning for this change, following which the Board unanimously approved the revised Cyclical Compliance reporting table.
- 5.6.5 DCS referred to Section 9 of the report and noted that material is no longer a concern due to relaxation of Scottish guidance for conservation area windows and that UPVC can be used. Public meeting was held in July with a very good turn out with several constituency offices represented. DCS advised there is an online survey for customers to stated which areas should be prioritised first. In addition to this Operations and Govan Home Team have been asked to give their opinion on where they think we should be starting. DCS advised there will be ongoing estate visits, looking at what can be done for offsetting costs of scaffolding. Programme will be drafted, with procurement going out in new year with a start date from April onwards. Discussion took place regarding the current windows in the properties. Number of stonework repairs that are currently in the budget, allowing for things to be done at the one time.
- 5.6.6 DCS referred to Section 10 within the report regarding combustible cladding. It was noted that the Scottish Government has updated plans on legislation and a bill, along with how to practically apply this. There is a meeting scheduled for October with the Scottish Government to discuss this further.
- 5.6.7 The DCS advised that approval is sought to write off £28,776.09 credit balance as detailed in section 11.7 of the report. Following discussion, the Board unanimously approved the write off.
- 5.6.8 Redacted for confidentiality purposes.

5.6.9 The DCS advised that approval is sought for a Decree for Evictions that were awarded at court as detailed in sections 13.1 and 13.7 and appendices 5 and 6 of the report. The DCS explained the rent arrears history, following which the Board unanimously approved the Decree.

5.6.10 Redacted for confidentiality purposes.

5.6.11 The DCS referred to the update regarding the Tenant Services Scrutiny Group as detailed in section 15 of the report and Appendices 8 and 9. The group have received presentations detailing repairs categories with questions and answers from the managers of Property Services as well as shadowing staff in the Association to build and understanding of repairs. There has been a lot of positive feedback from the group. Many responses advising repairs have not been done on time, however this does not marry up with statistics. will be a meeting next week with the panel as they requested update for the housing crisis.

5.6.12 Redacted for confidentiality purposes.

5.6.13 Redacted for confidentiality purposes.

Discussion points:

1. Compensation claim from customer
2. Costs for replacement windows in conservation area

Action notes:

Redacted for confidentiality purposes.

For redaction:

5.6.6, 5.6.7, 5.6.8, 5.6.10, 5.6.12, 5.6.13, Action Notes

5.7 Internal Wall Installation Update

5.7.1 The DCS presented the previously distributed Internal Wall Installation report and Appendices. The DCS noted the version on Board Effect was not correct and this would be updated after the meeting.

5.7.2 The DCS referred to section 5 of the report and reviewed the progress to date. There have been 101 addresses in conservation area have received the Cavity Internal Wall Installation (CIWI). The DCS referenced Appendix 1 which details the photographs of the installation process.

5.7.3 The DCS advised Union Technical have appointed GHT as their contractor on the project for the Association, creating the following income as detailed in section 6.1.

5.7.4 Redacted for confidentiality purposes.

5.7.5 Redacted for confidentiality purposes.

Discussion points:

Action notes:

Redacted for confidentiality purposes.

For redaction:

5.7.4, 5.7.5 and Action Notes

6.1 Governance Report

6.1.1 The GCEO presented the monthly Governance report and highlighted the following areas in the report:

- a) Redacted for confidentiality purposes.
- b) Complaints as mentioned in section 5 of the report noting that there are no new live complaints with SPSO. In addition, there are no Stage 2 complaints that the Association considers will escalate to a Notifiable Event or to the SPSO.
- c) Governing Body membership as detailed in section 6 advise we continue to seek out suitable applicants to join our governing body and have interviewed several suitable candidates. At the time of writing this report, these individuals are yet to be interviewed by the Chair.
- d) Governing Body appraisals and training as detailed in section 7 of the report advise the annual Board appraisals concluded at the end of January. The training needs assessment was undertaken, and relevant training and development identified.
- e) Governing Body attendance as detailed in section 8 of the report.
- f) Health and Safety as described in section 9 of the report noting that the next meeting of the Working Group is scheduled for 19 September 2024.
- g) Freedom of Information (FOI) and Subject Access Requests (SAR) update as described in section 10 of the report noting there have been no new requests received. As reported in previous months, there remains one other ongoing FOI request, via the Scottish Information Commissioner, which is being managed by the Association's external Data Protection Officer.
- h) There has been no use of the Seal or Shareholder applications since the last meeting.
- i) A 'Special Board Meeting' has been arranged for 17th October 2024 to review the AAS evidence framework and relevant folders, prior to final sign off of the Statement at the end of October Board meeting.
- j) Other governance matters as included in section 15 of the report concerning:
 1. The Regulator undertook a thematic review on the Annual Assurance Statements from the previous year, noting:
 - 159 landlords (99%) submitted their Annual Assurance Statements by the deadline on 31 October.
 - 18 landlords (11%) disclosed what they judged to be material non-compliance with regulatory requirements.

- 36 landlords (22%) disclosed what they judged to be non-material non-compliance with regulatory requirements.
2. With regarding to updates on the income generated by Union Technical/GHT collaboration, following discussion the Board agreed they would like to be continued to be updated on the project directly.

Discussion points:

Action notes:

Following discussion, the Board noted and approved the Governance Report

For redaction:

6.1.1.a

6.2a Govan Housing Association Financial Management Report to July 2024

6.2a.1 HFCS referred to the previously distributed report which included the following:

- Statement of Financial Position
- Statement of Comprehensive Income
- Office Overhead Breakdown
- Key Finance Performance Indicators

HFCS highlighted the key notes from the Statement of Comprehensive Income as detailed in full in section 4 of the report and went on to discuss the Balance Sheet and Cash Flow Statement which are also shown within this section.

Discussion points:

Action notes:

Following a detailed discussion, the Board noted the contents of the report.

For redaction:

6.2b Govan Home Team Financial Management Report to July 2024

6.2b.1 HFCS referred to the previously distributed report and highlighted the following:

- Statement of Financial Position
- Statement of Comprehensive Income
- Direct Maintenance Breakdown
- Office Overhead Breakdown

HFCS highlighted the key notes from the Statement of Comprehensive Income as detailed in full in section 4 of the report and went on to discuss Grants and Expenditure which are also shown within this section.

Discussion points:

Action notes:

Following a detailed discussion, the Board noted the contents of the report.

For redaction:

At this point, the Group Chair advised that in relation to timing, the meeting will shortly exceed the standing orders and asked Members for approval to carry on the meeting. Members unanimously agreed.

6.2c Water Row Company Financial Management Report to July 2024

6.2c.1 HFCS referred to the previously distributed report which included the following:

- Statement of Financial Position
- Statement of Comprehensive Income
- Office Overhead Breakdown

HFCS highlighted the key notes from the Statement of Comprehensive Income as detailed in full in section 4 of the report and went on to discuss the Income, Grant and Expenditure which was also shown within this section.

Discussion points:

Action notes:

Following a detailed discussion, the Board noted the contents of the report.

For redaction:

6.2c.2 Redacted for confidentiality purposes.

6.2.c.3 Redacted for confidentiality purposes.

6.2.c.4 Redacted for confidentiality purposes.

6.2c.5 Redacted for confidentiality purposes.

6.2c.6 Redacted for confidentiality purposes.

6.2c.7 Redacted for confidentiality purposes.

20.04hrs – Mrs F Cochran left the meeting at this time.

6.2c.8 GCEO advised that GCC is doing a walk-about looking at Water Row development and Jim Stephen House. Our staff are showing them around and updating them on what we have done. The Glasgow University Study all ties in

with the positive expenditure of public money into midmarket rent properties, as well as social housing. It is all positive for homelessness and sustainable housing.

Discussion points:
Redacted for confidentiality purposes.

Action notes:
Following a detailed discussion, the Board noted the contents of the spreadsheet and approved the minimum number that must remain as leases.

For redaction:
6.2c.2-6.2c.7 and Discussion points

6.3 Secretary's Report

6.3.1 The Secretary presented the Secretary's Report in depth and highlighted the following areas of the report:

- Association's Rules as outlined in section 3 of the report.

Discussion points:
Confirmation that the Association has complied with the Rules.

Action notes:
Following discussion, the Board noted and approved Secretary's Report.

For redaction:

6.4 Redacted for confidentiality purposes

Discussion points:

Action notes:
Redacted for confidentiality purposes.

For redaction:
6.4

6.5 Residents Satisfaction Survey Outcome Report

6.5.1 The ACM presented the previously distributed report and advised as a member of SMT, she is no linked to a particular department, therefore giving an unbiased report.

6.5.2 The new Community Engagement Officer has provided comprehensive briefing notes which shows more in-depth.

- 6.5.3 Discussion took place around the tenant involvement and events in the area and full coverage of this within the tenant newsletter.
- 6.5.4 Member noted that the survey was completed around the same time that residents would be being advised of rent increases, which may have had a detrimental impact on the results.
- 6.5.5 Member stated that feedback face to face does seem to be most effective. ACM advised they she has studied the best way of obtaining the results.
- 6.5.6 Noted a decline over the average over the last three years. Members and DCS asked for information on how the trends have been over the last few years. Board agreed ACM to present this information at next meeting.

Discussion points:
 1. Use of CX tool.
 2. Tenants newsletter, including use of appropriate language i.e. not overly 'corporate speak'. Areas of Govan and events covered within the publications such as gala days, bus runs and what is being done in terms of tenant engagement. Making the newsletter smaller but more frequent.

Action notes:
 The Board noted the contents of the Residents Satisfaction Survey. ACM to provide update at next Board meeting re: trends.

For redaction:

All staff members left the meeting at this point

- 7.1 Draft Minute of GHA Board Meeting 27 June 2024 regarding ratifications of approvals given by Staffing Committee. All were in agreement with the Minute, Minute approved.
- 7.2 Customer Service Structure Proposal. Board unanimously approved the revised structure.

8. Date of Next Meeting

- 8.1 The date of the next full Board meeting is Wednesday 25 September 2024 at 6.00pm.

CHAIRPERSON'S SIGNATURE:



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