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	<p align="center">Minutes of Berwickshire Housing Association Limited Board of Directors Tuesday, 18 June 2024, at 17:45 Hybrid meeting – in person and via video conference</p>	
<p>PRESENT</p>	<p>IN ATTENDANCE</p>	
<p>In person Jim McDevitt (Chair)</p>	<p>In person Michelle Meldrum (MM), Chief Executive (CE) Dan Blake (DB), Executive Director – Customer Experience (EDCE) Richard Hukin (RH), Executive Director – Business Support (EDBS) Joanna Voisey (JV) Head of Assets and Sustainability (HoAS) Evie Copland (EC), Head of Customer and Neighbourhoods (HoCN)</p>	
<p>Via Teams Viv Cockburn (Vice Chair) John Campbell Karen Featherstone Carolyn Wood John Urwin (part – left at 18:32) Jordan Manning (part – left at 18:32) Dougie Gold (DG) Procurement Expert (part – left at 18:27) Graeme Tough, (GT) QMPF (part – joined at 18:28 meeting to end)</p>	<p>Via Teams JoAnne Baptie (Minute Taker) Risk & Assurance Advisor Dan Romaines (DR), Repairs Lead (part – left at 18:27)</p>	
<p>PARA</p>		<p>ACTION</p>
	<p>1. Apologies for Absence & Declarations of Interest</p>	<p>Noting</p>
<p>1</p>	<p>Apologies were received from Claire McMillan, Brian Devlin, Hugh Carr and Paul Matthews</p>	
	<p>2. Declarations of Interest</p>	<p>Noting</p>
<p>2</p>	<p>John Campbell declared his interest in BHA Enterprise.</p>	
	<p>3. Minutes of meetings held on the 21st May 2024 and Matters Arising</p>	<p>Approval</p>
<p>3</p>	<p>Proposed by Viv Cockburn and seconded by John Campbell the Board approved the minutes of the meeting of the 21st May 2024 as a true record of the meeting and any matters arising are predominately related to August deadlines so will be updated and reviewed in full on the 13th August 2024.</p>	
	<p>Reactive Repairs Tender Report</p>	<p>Approval</p>
<p>4</p>	<p>The HoAS presented the Reactive Repairs Tender report setting out the outcomes for the tender of the association's reactive repairs, voids and out of hours repairs service.</p>	

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	<p>A full tender process was conducted following on from the options appraisal. The tender pricing element has been checked by our Quantity Surveyors, NBM for accuracy and value for money.</p> <p>The detailed MEAT (Most Economically Advantageous Tender) summarised outcomes of the Unranked Framework tender exercise for which approval is sought to accept the contractors to the framework.</p> <p>Presentation slides to be added to Decision Time for reference.</p> <p>The HoAS and Procurement expert Dougie Gold invited questions.</p>	
5	<p>The Board further questioned the scoring and ranking used within the process? DG confirmed they utilised a commonly used formula, thoroughly cross checked and verified numbers.</p>	
6	<p>The Board asked how fair work process will work for any sub-contractors. HoAS advised that the contract allowed for compliance within the first year and this will be monitored.</p>	
7	<p>Discussion around the 60/40 (pricing/quality) split and assurance sought by the Board that it will deliver the Quality needed. This was confirmed on the basis that the tender documents were detailed on the level of quality required in addition to the quality assessment.</p>	
8	<p>The Board queried the community benefit and HoAS confirmed a cash option was utilised rather than local apprenticeship's, contractual within the documents and monitored through KPIs.</p>	
9	<p>The Board asked once contracts are allocated how does it sit within next year's budget?</p> <p>HoAS advised the fixed rate items need some comparative checks and of course the profile of work in this year and going forward will probably be different from that in the past. It was also confirmed that the tender returns had been benchmarked against Glasgow / central belt, which is historically lower, but our rates are very competitive against those. This was testament to data provided for historic jobs and detail given to contractors.</p>	
10	<p>HoAS reminded all to keep confidential currently as contractors have not been advised, letters will be issued shortly.</p>	
11	<p>RESOLVED that the Board:</p> <p>a) Approved the tender and the contractors listed in Appendix 1 for the repairs, voids and Out of Hours (OOH) framework.</p>	
12	<p>DR and DG left the meeting at 18:27 GT (QMPF) joined the meeting 18:28</p>	
	<p>5. Treasury Management Strategy 2024/25</p>	<p>Approval</p>
13	<p>The EDBS presented the 2024/25 Treasury Management Strategy and introduced Graeme Tough (QMPF) who summarised the key considerations detailed within the treasury review report. Given current economic climate emphasised importance of the Board to continue to actively monitor the covenant position and start planning over the next 9 months leaving sufficient time for the re financing process based on the future financial strategy.</p>	
14	<p>Jordan Manning left the meeting at 18:32 John Urwin left the meeting at 18:32</p>	

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15	The Board thanked GT for the report and sought further assurance on the actual vehicles used in terms of loan arrangements. GT confirmed there aren't complex deliverables in place and no hedging arrangements.	
16	The Board raised concern around roll over repayments on long term debt, not paying off debt historically and consideration of this position within future strategy. EDBS stated with opportunities to generate enough cash to repay historical debt being very challenging, with only the wind farm capable of doing so, this is a real challenge. However, this should be reviewed alongside investment and development priorities for the Association.	
17	CE confirmed that financial strategy and resetting ambition forms part of the agenda for the August Board strategy day.	
18	RESOLVED that the Board: a) Approved the 2024/25 Treasury Management Strategy.	
6. Any Other Competent Business		
19	EDBS Reminded all that the application for role of Chair deadline is the 30 th of June, so any board member interested in the role please contact the Company Secretary.	
<p>Date of next meeting: Board Strategy Day on 13th August 2024 and BHA Board Meeting at 17:30</p> <p>Annual General Meeting 10th of September at 18:00</p>		
The meeting closed at 18:41		
<p>Signed: (Chair) Date:</p>		

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BHA BOARD ACTION LOG

Item	DETAILS	RESPONSIBILITY	TARGET COMPLETION	STATUS
23/05/23-07	Item 18 – Policies for review: Internal audit review of financial regulations would be considered for the programme next year to ensure key aspects of the regulations are included.	EDBS	Jul-24	To be included revised programme being submitted to Risk & Assurance Committee (July and back to August Board)
19/09/23-04	Item 5 – BHA Board Succession Plan and Skills Report: Data within the skills report to be anonymised in future.	EDBS	Aug-24	In Progress
28/11/23-04	Item 6 – Chief Executives Report: Pursue BTO to gain some progress on current situation with Adston.	EDBS	Jan-24	Verbal Update to be provided at May meeting.
13/02/24-03	Item 4 – Applin Cross (Options Appraisal): Site & options appraisal for the land to be included in the development of a future new build programme over the next 12 months during 2024/25.	CE	January 25	In Progress
13/02/24-05	Item 6 – Governance Update: Carry out introductions for new Independent Board member for BHA Enterprise.	EDBS	ASAP	In Progress – awaiting all new Board members for induction day
13/02/24-06	Item 7 – Land Acquisition at Linkim Court: Following delegated authority proceed with land acquisition for £1.	CE	ASAP	In Progress - Still with SBC solicitors and BHA waiting for adaptations grant for 2024-25
13/02/24-07	Item 8 – Governance Update: Board Skills and succession planning: Review Board Skills Matrix following the Chairs Annual Board Member Reviews.	EDBS	August-24	In Progress - Board Member Appraisals ongoing. Due to be completed during May.
13/02/24-08	Item 9 – Risk Management Framework: Refresh on risk appetite at the October Board Strategy Day.	EDBS	11/10/24	To be provided in October 2024
26/03/24-01	Item 5 – BHA Enterprise Budget - Awaiting grant information from Scottish Government and will provide a revised position when confirmed	EDBS	August 2024	SG have now confirmed that there is no issue from a grant perspective of moving the properties. A revised budget will be presented back to Board in August
26/03/24-02	Item 11 – Report from the Chair of BHAE: BHA representative required.	EDBS	August 2024	In Progress

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21/05/24-03	Item 5 – Loan Portfolio Return: Provide clarification on unencumbered housing units to HC	EDBS	ASAP	In progress EDBS clarifying with SHR
21/05/24-04	Item 5 – Loan Portfolio Return: Submit Loan Portfolio Return by 1 st July 2024	EDBS	01-July 24	Completed
21/05/24-06	Item 7 – Write off Q4 Report: Include comparative figures against previous quarters in any write off reports.	EDCE/ HoCN	August 2024	Completed
21/05/24-07	Item 8 – Business Plan Review: EDBS to provide email to Board following the Cyber Essential Assessment at end of Q1 and the ICT & Digital Transformation Lead to report on Cyber Essentials accreditation and attend next Board Meeting	EDBS	August 2024	Completed- ICT Lead attending Board meeting on 13/8/24
21/05/24-09	Item 10 – Chief Executives Report: Provide clarity to the Board on terms of lease for nursery for liabilities for repairs.	HoAS/ EDBS	August 2024	In progress
21/05/24-11	Item 11 – Tenant and Resident Safety Report: Report to Operations Committee on inspections taking place at Westruther and Applin Cross	HoAS	August 2024	Completed – provided within CEO Report to Board 13 th August (section 4 & 5).
21/05/24-12	Item 11 – Tenant and Resident Safety Report: Review current certification for the phone lines within the Lift contract	HoAS	August 2024	Complete – HOAS confirmed this is part of servicing contract.
21/05/24-13	Item 12 – Strategic Risk Report: Clarify risk appetite ratings associated with SR-2	EDBS	October 2024	In progress
21/05/24-14	Item 12 – Strategic Risk Report: (see also action - 13/02/24-08) arrange risk management training	EDBS	October 2024	In progress - External support required for Risk Session to the Board
21/05/24-16	Item 15 – Governance Report (Q4): Any Board member intention for role of Chair to contact Company Secretary by 30 th June, and anyone wishing to sit on the BHA Enterprise Board also contact the Company Secretary	Board Members	30-June 24	Completed
21/05/24-17	Item 15 – Governance Report (Q4): (see also action - 28/11/23-04) provide update report and timeline on Adston	EDBS	August-24	In progress
21/05/24-18	Item 16 – Policies for Renewal: Review Risk Management Policy prior to publication	EDBS/ HC	ASAP	Completed
	Action completion overdue			

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Item	DETAILS	RESPONSIBILITY	TARGET COMPLETION	STATUS
	Action ongoing and date not due			
	Action complete			