



**Minutes of Berwickshire Housing Association Limited
Board of Directors**

**Tuesday, 18 August 2020 at 6.30 P.M.
Head Office, 55 Newtown Street, Duns**

Summary of Key Decisions and Actions

Item No.	Subject	Action to be taken	Action to be taken by	Date Action to be taken by
3	Minutes from previous meeting – matters arising	Issuing of share certificates – Signature outstanding from Chair and Company Secretary.	Company Secretary / Corporate Services Administrator	31/08/2020
3	Matters arising	Review Development Strategy & Revised 5 Year Financial Report for next Board meeting	Board Members / Finance Director & Property Director	22/09/2020
4	Audited accounts	Make alterations to errors identified in statutory accounts	Finance Director	31/08/2020
4	Audited accounts	Sign the annual audited accounts and letters of representation with an electronic signature	Chair/BHA Enterprise Chair and Company Secretary	31/08/2020
5	SHR Self-Assurance Statement (verbal update)	Update Assurance Statement upon receipt of guidance from SHR and present to BHA Board for final approval	Finance Director	22/09/2020
6	Development Strategy	Development Strategy to be added agenda for next Board Meeting	Corporate Services Administrator	22/09/2020
10	Policies for renewal	Publish the approved Entitlement, Payments and Benefits Policy	Resources Director	31/08/2020
11	New Risk Report	Co-ordinate refresher workshop for Board Members on risk with Richard Mackie	Finance Director	22/09/2020

12	Chief Executives Report – Board Away Day	Research suitable venues to accommodate Board Away event	Chair/Vice Chair Chief Executive/ Corporate Services Administrator	22/09/2020
12	Chief Executives Report – Board Away Day	Schedule planning meetings for Board Away Day	Executive Assistant	31/08/2020
12	Chief Executives Report – Board Away Day	Establish Sally Thomas, SFHA availability to speak at the Board Away Day	Executive Assistant	31/08/2020
12	Chief Executives Report – Board Away Day	Confirm details with Shirley Otto	Executive Assistant	31/08/2020
13	Write-Offs	Write off £6,939.36 for Quarter 1	Finance Director / Operations Director	31/08/2020
15	Governance Update	Confirm if seeking election at AGM with Company Secretary	Casual Trustees	31/08/2020
15	Governance Update	Investigate issue around un-insured gap with change in insurance broker	Resources Director	22/09/2020
17	AOCB	Allow all Board Members access to Programme Board Papers on Decision Time	Corporate Services Administrator	22/09/2020

Present:
Jim McDevitt, Chair
Vivienne Cockburn, Vice-Convener
Scott Holmes, Vice-Convener
Lynn Gray
Paul Matthews
Graeme MacLeod
Susie McCosh
Stephen Scott
Norrie MacPhail

In Attendance:
Helen Forsyth, Chief Executive
John Bain, Resources Director
Dan Blake, Operations Director
Eleanor Rooke, Finance Director
Angela Taylor, Property Director
Nikki Allman, Minute Taker

Item No.	Agenda Item	Minute	Action	Action By	Action to be completed by
1	Apologies	Sam Hart sent his apologies.			
2	Declarations of Interest	Norrie McPhail declared his interest in BHA Enterprise.			
3	Minutes from Previous Meeting	<p>The Board approved the minutes of the following meetings as a true record to be signed by the Chair at a relevant time.</p> <p>3.1 BHA Board meeting – 23rd June 2020</p> <p>Matters arising:</p> <p>Issuing of share certificates – Signature outstanding from Chair and Company Secretary. Documents to be left at Duns office for signature by relevant parties.</p>	Share certificates to be left at office for signature	Company Secretary / Corporate Services	31/08/2020

		<p>The Finance Director took the early opportunity to advise & apologise to the Board, due to a technical error, the accompanying document to support the Development Strategy (Agenda item no 6) – The revised 2020-21 Budget & 5 year Financial Plan had not uploaded.</p> <p>It was proposed that this agenda item, plus Item 6 Development Strategy, be postponed to the next Board Meeting on the 22nd September to allow for full scrutiny of the papers. This will be in time for the deadline for Five Year Financial Projections submission to the Scottish Housing Regulator (SHR) of 30th September.</p> <p>It is also noted that it would be beneficial that these documents be discussed and approved in the presence of the newly appointed Chief Executive, given the business decisions being taken at this point.</p> <p>The Chair noted the short timescale from the Board Meeting to the deadline for FYFP submission to the SHR, but was duly assured that these papers will be available well in advance of the next Board meeting, giving the Board Members an ideal opportunity to reflect and ask any questions in advance of the September meeting, and request any additional analysis, so hopefully only minimal changes will be required before final submission.</p> <p>The Board agreed with the proposal of the papers being presented at the 22nd September Board Meeting.</p>	<p>Review Development Strategy & Revised 5 Year Financial Report for next Board meeting</p>	<p>Board Members / Finance Director & Property Director</p>	<p>22/09/2020</p>
<p>4</p>	<p>Audited Accounts</p>	<p>The Finance Director provided the Board with the Audited Statutory accounts for BHA, BHA Enterprise Ltd and BCR by Chiene & Tait.</p> <p>The Finance Director confirmed the year-end processes and audit went smoothly, despite COVID-19 the audit</p>			

		<p>took place remotely, and there were no audit adjustments identified.</p> <p>It was confirmed that the statutory accounts were reviewed by the Audit & Finance Committee on the 21st July and recommended them for signature by the designated signatories.</p> <p>The BCR & BHA Enterprise statutory accounts had been presented to both the BCR Partnership Board & BHA Enterprise Board and were approved at the meeting on the 6th August and will be duly signed with electronic signatures.</p> <p>The Finance Director noted the following minor factual changes were required ;</p> <p>Page 1) Board of Management Members - Clive Feeney resignation date should read September 2019 and Anne Isles should be amended to Anne Rutherford.</p> <p>Page 2) Under the heading of Principal Activities the name of the windfarm is incorrect, amend to 'The Fishermen Three'</p> <p>The Chair requested a note of thanks within the Board Minutes for the exceptional performance of the Finance Director and the Finance Team for the submission of the statutory accounts.</p> <p>The Board approved the annual audited accounts with the identified amendments to be made, along with the letter of representation to be signed by the Chair, Vice Convener and the Company Secretary with an electronic signature.</p>	<p>Make alterations to errors identified in statutory accounts</p> <p>Sign the annual audited accounts and letters of representation</p>	<p>Finance Director</p> <p>Chair/ Vice Convener and Company Secretary</p>	<p>31/08/2020</p> <p>31/08/2020</p>
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		The Board noted the annual audited accounts for BHA Enterprise and BCR Partnership and further noted that they would be signed electronically by the respective Chair.	with electronic signature		
5	SHR Self-Assurance Statement (verbal update)	<p>The Finance Director provided a verbal update following the Audit & Finance Committee review and recommendation of the Annual Assurance Statement to the Board at their last meeting.</p> <p>Following the SHR consultation on future regulatory approach in response to the COVID-19 pandemic, it was decided to postpone finalising and approving the assurance statement until guidance from the SHR on assurance statements and the impact of COVID-19 was issued, expected at the end of August. The Finance Director advised the assurance statement will be duly updated to reflect the guidance as necessary, with the Audit and Finance Committee kept up to date with any changes, and presented for approval at the next Board meeting on the 22nd September for submission on the 31st October.</p> <p>The Finance Director welcomed questions from the Board.</p> <p>The Board noted the verbal update and agreed the postponement of approval of the assurance statement until the 22nd September meeting</p>	Update Assurance Statement upon receipt of guidance from SHR and present to BHA Board for final approval	Finance Director	22/09/2020
6	Development Strategy	This agenda item was agreed to be postponed to the 22nd September Board meeting.	Add to Board Agenda	Corporate Services Administrator	22/09/2020
7	Q1 Business Plan Review	<p>The Chief Executive presented the Q1 review of the Annual Business Plan with an introduction to the new business plan tracker to monitor the delivery.</p> <p>The report highlighted key areas affected by</p>			

		<p>COVID-19 affecting property services where contractors have had difficulties resourcing and obtaining materials and this has affected their ability to complete works to meet the targets. This will continue to impact on targets throughout the year.</p> <p>The report also highlights the update from the Scottish Government on their expectations on compliance. For EESSH 1, SHQS, and Fire Safety the expectation is that the deadlines of 31 December 2020, March 2021 and February 2021 respectively, will be met, with Fire Safety extended to May 2021. If this is not achievable the Government will expect to see a remedial plan in place demonstrating that the standards are well on their way to being met.</p> <p>The two key projects to deliver the EESSH requirements – the Warm Homes grant funded programme and the non grant funded contract – have both restarted, in line with Scottish Government guidance.</p> <p>The Property Director advised that survey works are now re-starting and communication with tenants has taken place with details on the BHA website. The contractors report their anticipated completion of 31st March 2021 for both projects, and assuming no resurgence of the coronavirus, BHA can demonstrate ‘best endeavours’ to achieve compliance as required by the Scottish Government.</p> <p>The Board noted the Q1 Business Plan Review and Business Plan Tracker.</p>			
8	BHA Best Q1 Performance (ARC) Report	The Operations Director outlined the progress to the Board against the 2020/21 BHA Best Performance Plan and the high-level overview of performance trends and customer satisfaction from April to June 2020 (Quarter 1).			

		<p>It was noted a very positive start with 12 out of 27 indicators are presently meeting target and 10 are within amber variance and 5 in red. Specific areas of improvement have been seen in tenancy sustainment, turnover of stock, customer complaints, % of arrears and re-let times. In addition staff groups are concentrating their efforts on voids with successful cross-departmental working relationships.</p> <p>Some improvements may align to the reduction in services following COVID-19 which may result in the fluctuation on the core performance indicators, but these will be continually monitored and reported.</p> <p>Questions arose around indicator no 15 - 0% of anti-social behaviour cases reported in the last year which were resolved.</p> <p>The Operations Director advised due to the unified response timescales with the local authority, which can be dependant upon the categorisation of the complaint, there are currently no resolved complaints. Currently there are 15 'live' reports which continue to be ongoing but are not resolved and do not breach local authority timescales. Upon resolution of the reports, these figures will be updated.</p> <p>Social Value Impact Indicators – have seen increases in the number of service users for Befriending due to the direct consequence of the team taking part in tenancy support service calls. Number of users increased to 90 with 62% of these identified as BHA tenants, which is the highest it has ever been.</p> <p>Financial Inclusion reports – 108 number of tenants assisted, of those 37 were directly as a result of COVID-</p>			
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		<p>19. Amount of income secured £354,977 which is highly impressive by comparative previous yearly trends.</p> <p>Overall the report details funding levels and to where these have been allocated. Although it was requested the report should include additional information on which funding streams are available, when these are due to run out and relevant timescales.</p> <p>Digital inclusion (£45K) – Currently scoping devices to be located across partnership organisations across Berwickshire. Initiative will be supported by BHA Digital Champions and ongoing updates will be provided to the Board.</p> <p>The Chief Executive particularly highlighted our involvement with the Community Assistance Hubs, which has been commended by Scottish Borders Council (SBC). It has provided an opportunity to share information to ensure vulnerable people/tenants have received the support they needed. It has increased cross partnership co-ordination and should be seen as an excellent working model to other local authorities and organisations.</p> <p>The Board noted the performance and actions outlined.</p>			
9	<p>Quarterly Monitoring Statement</p>	<p>The Finance Director reported to the Board Quarter 1 for the period ended 30 June 2020.</p> <p>The report highlighted a total surplus of £473k, against a budgeted surplus of £119k. This is due to the reduced activity due to COVID-19 restrictions and subsequent reduced expenditure in key areas such as reactive and planned maintenance. All other income and expenditure are in line with the predicted budgets for the period.</p>			

		<p>The Finance Director discussed with the Board the significant underspend on repairs, maintenance and capital works which may be seen as presenting an artificial view of the finances currently, noting that the year to date budget and full year forecast figures provided a more realistic view of actual performance. The revised 2020-21 Budget & 5 year Financial Plan does provide updated forecasting with a review of expenditure levels upon re-commencement of the property works. The Finance Director also assured the Board that updated cashflow forecasts have been carried out to ensure the anticipated spike in expenditure over the latter half of the year can be accommodated.</p> <p>The Property Director advised that to date neither development contractor has made a claim for additional costs in relation to COVID-19. The Springfield development is due for completion in November 2020, with no claim as yet. The Harts development is in the early stages with groundworks underway, and to date no additional sum over the contract value has been requested, although this could change for both projects and will be reported to the Board if it arises.</p> <p>The Board noted the Quarterly Monitoring Statement.</p>			
10	Policies for renewal	<p>The Resources Director sought approval for the renewal of the following policy, following SCC input :</p> <p>Entitlement, Payments and Benefits Policy</p> <p>The Board approved the Entitlements, Payments and Benefits policy.</p>	Publish the approved policy	Resources Director	31/08/2020
11	New Risk Report	<p>The Chief Executive presented the format risk register to the Board and sought feedback on the improved report.</p>			

		<p>Main focus is to ensure the reports will be fully accessible, at any time to all Board members through Decision Time. Ongoing consultation taking place to ensure this is easily managed to provide a constant and pro-active approach to managing and monitoring risks.</p> <p>The Board agreed it has been some time since the initial discussion took place and a refresher workshop would be of benefit in relation to the grading system, risk appetite and reviewing the strategic risks as an additional session.</p> <p>The Board approved the new risk report</p>	Co-ordinate refresher workshop for Board Members on risk with Richard Mackie	Finance Director	22/09/2020
12	Chief Executive's Report	<p>The Chief Executive provided the report to the Board and welcomed questions.</p> <p><u>Away Day for Board</u> – The Chief Executive provided an overview for the proposed Board Away Day on the 6th November.</p> <p>The Board agreed an overnight stay as part of the Board Away Day, due to the number of new Board Trustees. Although considerations will need to be made in relation to COVID-19 restrictions by following Scottish Government guidelines in any preparations and provide assurance on any individual concerns.</p> <p>In the interim, it has been advised to make general enquiries for a hotel and venue to accommodate, to provide suitable social distancing opportunities.</p> <p>The Board agreed in principle some key items to be included as part of the event ; review of draft vision for housing from Scottish Government, utilisation of windfarm funds for future development, clarity on the role of BHA E, social issues/support and overall strategic review.</p>	<p>Research suitable venues to accommodate Board Away event</p> <p>Schedule planning meetings for Board Away Day</p> <p>Establish if Sally Thomas, SFHA availability to</p>	<p>Chair/Vice Chair Chief Executive/ Corporate Services Administrator</p> <p>Executive Assistant</p> <p>Executive Assistant</p>	<p>22/09/2020</p> <p>31/08/2020</p> <p>31/08/2020</p>

		<p>The Board also requested the possibility of inviting Sally Thomas, SFHA to speak to the group on a virtual call on the vision of housing.</p> <p>The Board also confirmed that Shirley Otto should facilitate the event.</p> <p>The Chief Executive provided an important verbal update to the Board, not noted within report relating to the identified additional expenditure on MIS. These have been identified through the ongoing business transformation workshops. The Board were advised that these project costs were not included in the budget or business plan for the year. The Leadership Team advised the Board it is affordable.</p>  <p>The Leadership Team assured the Board that the expenditure and initial costs will provide a much improved quality of service with efficiencies provided to our customers and our staff working practices. Therefore, the benefits of this project far outweigh the initial investment costs. The board expressed their disappointment that these costs had not been foreseen and were keen to</p>	<p>speak at the Board Away Day</p> <p>Confirm details with Shirley Otto</p>	<p>Executive Assistant</p>	<p>31/08/2020</p>
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		<p>ensure that the lessons had been learnt and this would not reoccur.</p> <p>The Board noted the Chief Executive report and the verbal update on the MIS expenditure.</p>			
13	Write Offs	<p>The Operations Director reported on the Write-Off for Quarter 1 (April – June 2020).</p> <p>Due to the change in process from April 2020, write-offs would be carried out monthly and subsequently reported to the Board on a quarterly basis.</p> <p>The overall sum of £3,925.47 as well as £3,013.89 (a former debt written back) relating to write-off's reversed was requested in June.</p> <p>The Board approved the write off of £6,939.36</p>	Write off £6,939.36 for Quarter 1	Finance Director / Operations Director	31/08/2020
14		<p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p>			
15	Governance Update	<p>The Resources Director presented the Governance Update report highlighting the following key points :</p> <p>[REDACTED]</p>	[REDACTED]	[REDACTED]	[REDACTED]

		<p>The Board noted the Company Secretary's report and accepted the Secretary's assurance that BHA is fully compliant with Rules 62-67.</p> <p>The AGM will be held via a Zoom call on Thursday 10th September. This year Scott Holmes, Viv Cockburn, Anne Rutherford and Graeme Macleod are either required to stand down or seek re-election. The Casual Trustees who have joined the Board this year are also eligible at this point to seek election. In addition two further expressions of interest have been received to join the Board following the recruitment campaign.</p> <p>The Board noted the Company Secretary's report on the annual Leasing Policy.</p> <p><u>Membership Report</u> :</p> <p>The Board noted the report following an exercise to establish the opinion of the Association members on holding a virtual Annual General Meeting, resulting in eight members no longer being included.</p> <p>The Board noted the Governance & Membership reports</p>	Confirm if seeking election with Company Secretary	Casual Trustees	31/08/2020
16	BHA Committee minutes	<p>The Board homologated the decisions taken by its Committee's at the following meetings:</p> <p>Audit & Finance Committee (21st July 2020) BHA Operations Committee (28th July 2020)</p>			
17	AOCB	<p>The Chair requested that all Board Members are able to view the Programme Board minutes and papers through Decision Time.</p>	Allow all Board Members access to Programme Board Papers	Corporate Services Administrator	22/09/2020

			on Decision Time		
18	Update on Chief Executive Recruitment	<p><i>The Leadership Team and Minute Taker left the meeting at 8.00pm to allow the Board to discuss the approval of a new Chief Executive.</i></p> <p>The board approved the recommendation of the Recruitment panel to appoint Michelle Meldrum to the post of Chief Executive following the retirement of Helen Forsyth. Following the meeting the Chair informed the Resources Director and instructed the terms on which the formal offer was to be issued.</p>			
19	Date of next meeting	<p>SGM / AGM – Thursday 10th September 2020 at 7.00pm</p> <p>Board of Trustees Meeting : Tuesday 22nd September 2020 at 6.30pm</p>			