



Minutes of Berwickshire Housing Association Limited
Board of Directors
Tuesday, 17 August 2021 at 5.45 P.M.
Hybrid meeting – in person and via Video Conference

Summary of Key Decisions and Actions

| Item No. | Subject | Action to be taken | Action to be taken by | Date Action to be taken by |
|-----------------|---|---|------------------------------|-----------------------------------|
| 4 | SHR Assurance Statement 2021 | Submit Assurance Statement to SHR | Finance Director | 30/09/2021 |
| 5 | Policies for Renewal | Publish Policies | Corporate Services Manager | 20/08/21 |
| 8 | Membership Report | Issue share certificates | Resources Director | 30/08/21 |
| 9 | Audited Statutory Accounts 2021-22 | Arrange for accounts to be signed and filed | Finance Director | 30/09/21 |
| 11 | Quarter 1 BHA BEST | Review the presentation of the ASB indicators | Operations Director | 05/11/21 |

Present:

Jim McDevitt – Chair (In person)
 Graeme McLeod – Vice Chair (via Zoom)
 Viv Cockburn – Vice Chair (in Person)
 Norrie MacPhail (via Zoom)
 John Campbell (in Person)
 Sam Hart (via Zoom)
 Scott Holmes (in Person)
 Stephen Scott (in Person)
 Hugh Carr (in Person)
 Lynn Gray (in Person)
 Paul Matthews (via Zoom)
 Anne Rutherford (in person)

In Attendance:

Michelle Meldrum, Chief Executive (in person)
 John Bain, Resources Director (in person)
 Angela Taylor, Property Director (in person)
 Eleanor Rooke, Finance Director (in person)
 Colin Turner, Minute Taker (in person)

| Item No. | Agenda Item | Minute | Action | Action By | Action to be completed by |
|----------|--------------------------------------|---|--------|-----------|---------------------------|
| 1 | Apologies | Apologies were received from Dan Blake, Operations Director | | | |
| 2 | Declarations of Interest | Norrie MacPhail and John Campbell declared their interest in BHA Enterprise. | | | |
| 3 | Minutes from Previous Meeting | <p>3.1 Proposed by Hugh Carr and seconded by Stephen Scott, the Board approved the minutes of the meeting of the 22nd June 2021 as a true record of the meeting.</p> <p><i>Norrie MacPhail joined the meeting 17:50</i></p> <p>The Board ratified the decisions made by written resolution on:</p> | | | |

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| | | <p>3.2. The 19th July 2021 awarding the reactive repairs contract lots and;</p> <p>3.3 The 30th July 2021 authorising the RBS amendment agreement.</p> <p>Matters Arising:</p> <p>It was reported that all actions from the previous meeting had either been completed, were on track or would be dealt with at this meeting.</p> | | | |
| 4 | SHR Assurance Statement 2021 | <p>The Finance Director introduced the report and summarised the background and preparation of the statement.</p> <p>Satisfied that the assurances being made had been properly evidenced and previously scrutinised by the Audit & Finance Committee, the Board approved the assurance statement and authorised its submission to The Scottish Housing Regulator by 30th September 2021</p> | Submit Assurance Statement to SHR | Finance Director | 30/09/2021 |
| 5 | Policies for Renewal | <p>The Resources Director reported that a line had been missed from the Entitlements, Payments and Benefits Policy in regard to redundancy or voluntary severance payments. The omitted line read "We can make redundancy payments to an employee in line with the terms of their contract". The Board was content that this line would appear in the published policy.</p> <p>The Board agreed that the limit on the value for the receipt of gifts should remain at £125.00.</p> <p>Satisfied that this was the only omission, the Board approved the undernoted policies for publication:</p> | Publish Policies | Corporate Services Manager | 20/08/21 |

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| | | <p>1. Entitlements, Payments and Benefits Policy 2. Code of conduct – staff 3. Code of Conduct – Governing Body Members</p> <p>The Board agreed to the delay the review of the salary policy until the salary review process had been completed.</p> | | | |
| 6 | Chief Executive's Report | <div style="background-color: black; color: white; padding: 10px; text-align: center;"> <p>Redacted - FOISA Exemption - Ongoing legal proceedings</p> </div> <p>The BHA Way (agile and hybrid working) was starting on 1st September 2021 and preparation of the offices and equipment was well under way.</p> <p>Paul Matthews queried whether the feedback from the colleague engagement sessions would be presented to the Board and the Chief Executive advised this report would be presented to the Board in September 2021.</p> <p>The Board noted the report.</p> | | | |
| 7 | Property Compliance Framework | <p>The Property Director introduced the compliance framework, setting out the six key areas of compliance and sought the Board's advice on its reporting and monitoring requirements, suggesting a strategic report be presented on a quarterly basis, as the framework is developed.. The Property Director reported on work with our system provider, MIS to develop and introduce compliance dashboards for future reporting.</p> | | | |

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| | | <p>John Campbell asked about electrical testing. The Property Director advised that while not mandatory for social housing it is good practice and a programme of testing is being developed to start in 2021, and this is included in this year's budget.</p> <p>The Board approved the proposals for the compliance framework and were satisfied with the reporting proposals.</p> | | | |
| 8 | Membership Report | <p>The Board accepted Gavin Edmonds and Dr Gareth D James into membership of the Association.</p> <p><i>Anne Rutherford joined the meeting in person at 6:20pm</i></p> | Issue share certificates | Resources Director | 30/08/21 |
| 9 | Audited Statutory Accounts 2021-22 | <p>The Finance Director provided the Board with the Audited Statutory accounts for BHA, BHA Enterprise Ltd and BCR.</p> <p>The Finance Director confirmed the year-end processes and audit went smoothly and that there were no audit adjustments identified.</p> <p>It was confirmed that the statutory accounts were reviewed by the Audit & Finance Committee on the 20th July 2021 and recommended them for approval to the Board and for signature by the designated signatories.</p> <p>The Board noted that both the BCR & BHA Enterprise statutory accounts and letters of representation had been presented to both the BCR Partnership Board & BHA Enterprise Board and were approved at the respective meetings on the 5th August 2021 to be signed and filed in due course.</p> <p>The Board approved the annual audited accounts and the letter of representation to be signed by the Chair, Vice Chair and the Company Secretary.</p> | Arrange for accounts to be signed and filed | Finance Director | 30/09/21 |

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| 10 | Quarter 1 Update on Delivery Plan | The Finance Director explained the context of the report and the Board was pleased with the layout and presentation of the report. | | | |
| 11 | Quarter 1 BHA BEST | <p>The Property Director introduced the report and highlighted the areas where performance was not as good as expected and assured the Board that actions were being taken to improve in these areas. The satisfaction figures were generated from the randomised monthly surveys conducted by Knowledge Partnership.</p> <p>Paul Matthews queried the seven tenants from the 47 allocations, that were not satisfied with the standard of their homes when moving in as they felt this must be in the control of BHA. Viv Cockburn noted that the number of the tenants satisfied with their homes had also dropped.</p> <p>The Property Director explained that a number of factors can affect this indicator and each one was looked at individually to identify why the tenants are dissatisfied.</p> <p>The colouration of the Anti Social Behaviour stats was not clear and the Board heard that a review of how to present this data was underway. The Board was assured that none of the Anti-Social behaviour cases were out of target timescale as the majority were in the process of being dealt with and were not yet resolved.</p> <p>Norrie MacPhail focussing on the positive performance in the report, noted the overall performance being very good in what has been some very difficult circumstances.</p> <p>Social Value:</p> | Review the presentation of the ASB indicators | Operations Director | 05/11/21 |

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| | | <p>The Quarter 1 social value report was reviewed by the Operations Committee in July 2021 and the Board duly noted the report. Norrie Macphail noted again, the good results achieved by the Be-Friend project and felt this was an excellent reflection on BHA's holistic approach as an RSL.</p> <p>The Board noted the report.</p> | | | |
| 12 | Property Report | <p>The Property Director introduced the report noting in particular the official opening of the Ayton development at which a number of the new residents had commented on the high quality of the homes.</p> <p>Hart's has changed its name to Crudens and Graeme MacLeod queried whether there were any contractual implications if any structural changes had been made in the company. The Property Director confirmed that Harts was a subsidiary of Cruden Group and this was just a name change.</p> <p>Paul Matthews queried whether the Strategic Housing Investment Plan (SHIP) would affect BHA's development plans and the property Director advised the Board on the complete process involved developing the SHIP with Scottish Borders Council and the 4 Borders RSLs. On approval by SBC, the SHIP for the Borders is submitted to the Scottish Government as the bid for subsidy for new affordable homes in the Borders.</p> <p>John Campbell noted the huge number of bids for the new homes at Ayton. The Property Director confirmed that the numbers may be inflated as applicants are able to submit up to three bids each on any advertising cycle.</p> <p>Scott Holmes queried the scenarios in which BHA might use the consultants or contractors on the Link Group</p> | | | |

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| | | <p>framework. The Property Director explained that the procurement regulations allow BHA to appoint through the framework without the need to go through the full procurement journey so e.g. Quantity Surveyors for tenders between £5,000 to £50,000 can be appointed quickly to allow these projects to progress.</p> <p>Sam Hart asked if there were any noticeable supply chain issues that had affected the developments. The Property Director advised that there were some minor supply chain issues but to date these did not affect BHA's developments in terms of cost or programme, but that we continue to monitor the situation.</p> <p>The Board noted the report.</p> | | | |
| 13 | Management Accounts | <p>The Finance Director reported an improvement in the forecast year end surplus position but warned caution at this stage, noting that some of the underspend may be required for projects later in the year and that this would be reported to Board for approval as appropriate.</p> <p>The Board noted the report.</p> | | | |
| 14 | Quarter 1 Write Off | <p>The Board noted the write off of £5,629.04.</p> | | | |
| 15 | Governance Report | <p>The Board noted the Company Secretary's confirmation report and accepted the Secretary's assurance that BHA is fully compliant with Rules 62-67.</p> <p>It was noted that both Paul Matthews and Lynn Gray would stand down from the Board at this year's AGM but both were seeking re-election. Nominations for election to the Board to fill the other three vacancies were being sought and would be presented to the membership at the AGM on the 14th September 2021.</p> <p>The Board noted the report.</p> | | | |

Redacted - FOISA Exemption - Ongoing legal proceedings

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| 17 | Minutes | The Board homologated the decisions taken by its Committee's at the following meetings: Audit & Finance Committee of 20 th July 2021 | | | |
| 18 | Subsidiary Minutes | The Board noted the minutes from the following subsidiary Board meetings: 1. BHA Enterprise Ltd – 27 th May 2021 2. BHA Enterprise Ltd – 17 th June 2021 3. Berwickshire Community Renewables LLP – 27 May 2021 | | | |
| 19 | In Camera Item | All staff left the meeting at 7.05pm. The Chief Executive remained with the Board and took the minute for the item 1 and BHA's Vice-Chair took the minute for item 2. 1. Operating Model Review - Update 2. Board collective review of their performance | | | |
| 20 | AOCB | There was no other competent business. | | | |

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| 12 | Date of next meeting | <p>The Annual General Meeting takes place at 7pm on Tuesday 14th September 2021.</p> <p>The next Board meeting is scheduled for Tuesday 28th September 2021 at 5.45pm.</p> | | | |
| | Meeting closed | The meeting closed at 8pm | | | |

FOISA Exemption - Personal data



28/9/21