



**Minutes of Berwickshire Housing Association Limited  
Board of Directors  
Tuesday, 22 March 2022 at 5.45 P.M.  
Hybrid meeting – in person and via Video Conference**

**Summary of Key Decisions and Actions**

<b>Item No.</b>	<b>Subject</b>	<b>Action to be taken</b>	<b>Action to be taken by</b>	<b>Date Action to be taken by</b>	<b>Status</b>
6	Future Strategic Direction	E-mail Board Member's for any suggestions for suitable consultants to carry out the research and consult peers	<b>Chief Executive</b>	31/05/22	
9	BHA Target Setting Report (ARC)	Report to be updated to show the previous year's target also.	<b>EDCS</b>	31/05/22	As the report format is provided by the Regulator it is not possible to include as part of the return. An appendix will be added for the Board to show targets from last year.
10	Customer Insight Report	Demographics to be compared to wider demographic data and reported to Operations Committee	<b>EDCS</b>	31/07/22	
11	Property Update	Investigate potential opportunities to collaborate with Scotland's National Retrofit Academy	<b>EDAS</b>	31/07/22	

11	Property Update	Investigate the new sprinkler product	<b>EDAS</b>	31/07/22	
12	Adston Report	Update on the outcome of discussions with Adston contractor to be provided to May Board meeting for final sign off	<b>EDAS</b>	17/05/22	Adston update provided in item 12 of this agenda



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Board of Directors  
Tuesday, 22 March 2022, at 5.45 P.M.  
Hybrid meeting – in person and via Video Conference**

**Present:**

Jim McDevitt, Chair (in person)  
Hugh Carr (via Zoom)  
Anne Rutherford (in person)  
John Campbell (via Zoom)  
Stephen Scott (in person)  
Paul Matthews (via Zoom)  
Sam Hart (via Zoom)

**In Attendance:**

Andrew Brough, Board Member - BHA Enterprise (on zoom)  
Michelle Meldrum, Chief Executive (in person)  
Eleanor Rooke, Executive Director – Business Support (in person)  
Dan Blake, Executive Director – Customer Experience (in person)  
Angela Taylor – Executive Director of Assets and Sustainability (in person)  
Tim Bailey, Asset Manager (in person - item 11)  
Angela Tinkler, Minute Taker (via Zoom)

Item No.	Agenda Item	Minute	Action	Action By	Action to be completed by
1	<b>Apologies</b>	Apologies were received from Graeme McLeod, Viv Cockburn, Lynn Gray, Norrie MacPhail, Gareth James and Gavin Edmonds			
2	<b>Declarations of Interest</b>	John Campbell declared his interest in BHA Enterprise			
3	<b>Minutes from Previous Meeting</b>	Proposed by Stephen Scott and seconded by Anne Rutherford Cockburn the Board approved the minutes of the meeting of the 15 <sup>th</sup> February 2022 as a true record of the meeting.  <b>Matters Arising:</b>  It was reported that all actions from the previous meeting had either been completed or would be dealt with within this meeting.			

4	<b>Review of Strategic Risks and Risk Appetite</b>	<p>Angela Tinkler, Governance, Risk and Assurance Specialist presented the report, referring the Board to sections 3 and 4 of the report.</p> <p>The Board considered the report and agreed the strategic risk register should include a high-level risk in relation to the Group’s development programme and associated supply chain issues.</p> <p>Following a question from the Board, the Executive Director of Business Support agreed to consider increasing the visibility of the risk of non-compliance with funding requirements and covenants on the risk register.</p> <p>The Board agreed that the Audit and Finance Committee update the risk register in line with the report and that an updated risk register be brought to a future Board meeting.</p> <p><b>The Board approved the risk appetite statement.</b></p>			
5	<b>Business Plan Priorities 2022-23</b>	<p>The Chief Executive presented the report, highlighting the improvement in the golden thread between the strategic objectives, personal objectives, and key performance indicators. The Chief Executive updated the Board that following further discussions with the Executive Team, it was considered appropriate that health and safety should be reflected in the business plan to provide the Board with greater visibility with that agenda.</p> <p>The Board queried whether the governance and regulatory objectives were aspirational and sufficiently future focussed, particularly in relation to assets and sustainability. The Chief Executive agreed with the sentiment of the question and confirmed that whilst the current objectives provided a baseline for compliance, the</p>			

		<p>strategic discussions to be held in the coming year would focus on more aspirational objectives and future investment requirements.</p> <p><b>The Board approved the Business Plan priorities for the 2022-23 year</b></p>			
6	<b>Future Strategic Direction</b>	<p>This item was discussed after item 3 The Chief Executive presented the report explaining the purpose of the research was to help inform the strategic planning sessions that were due to be completed later in the year and questions were invited from the Board.</p> <p>The Board queried the appointment process for the research work and stated that a wide search should be undertaken to ensure that the most appropriate consultant is appointed. The Board further queried whether one consultant had the skills to be able to deliver the full scope of works and suggested that the work be broken down into different sets of work.</p> <p>The Chief Executive explained that the Group had no links with specific consultancy services for this type of work and were therefore aiming to approach three to five suitable organisations. It was agreed, following feedback from the Board, that the search would include consultation with sector peers and that Board Members would also be contacted for suggestions. It was also agreed that consideration would be given to breaking down the pieces of work where appropriate</p> <p><b>The Board approved the two pieces of research and the associated budget requirements subject to a robust and wide search being carried out.</b></p> <p><b>Andrew Brough left the meeting</b></p>	<b>E-mail Board Member's for any suggestions for suitable consultants to carry out the research and consult peers</b>	<b>Michelle Meldrum</b>	<b>30 May 2022</b>


7	<b>BHA 2022-23 Budget Detail</b>	<p>The report was presented by the Executive Director of Business Support and questions were invited from the Board.</p> <p>The Board agreed that the report aligned to previous reports received and were therefore satisfied with the content.</p> <p><b>The Board noted the detailed 2022/23 budget.</b></p>			
8	<b>New Salary Setting Process</b>	<p>The Executive Director of Business Support presented the report and explained that since issuing the report, it was proposed that car allowances be reviewed later in the year as part of the wider benefits discussion. The Executive Director of Business Support explained that this was to take account of the implications of the increasing fuel costs on employees. The Board were supportive of this proposal.</p> <p>Following a question from the Board, the Executive Director of Business Support confirmed that a policy promoting the use of more environmentally friendly vehicles would be considered as part of these discussions.</p> <p><b>The Board approved:</b></p> <ul style="list-style-type: none"> <li>• <b>the new salary levels and role sizing approach and their immediate implementation.</b></li> <li>• <b>The proposed phased approach to developing the broader rewards proposition</b></li> <li>• <b>That delegation be given to a working group comprised of the Chair, Vice Chairs and Chair of Audit and Finance Committee, to approve any budgetary impact once the detailed role sizing work has been undertaken</b></li> </ul>			

9	<b>BHA Target Setting Report (ARC)</b>	<p>The Executive Director of Customer Experience presented the report explaining that the report set out the proposed targets for the Scottish Housing Regulator (ARC) key performance indicators.</p> <p>The Board queried whether the target in relation to Gross % Arrears were sufficiently stretching given the current performance set out in the report. The Executive Director of Customer Experience explained that the actual performance presented in the report related to year to date position and when compared to the projected overall performance for the year the target is appropriate and realistic. Following feedback from the Board, it was agreed that the previous year's target also be shown to enable the Board to track the movement in targets set.</p> <p><b>The Board reviewed the report and approved the targets for 2022/23 performance year.</b></p>	<b>Report to be updated to show the previous year's target also.</b>	<b>Dan Blake</b>	<b>31 May 2022</b>
10	<b>Customer Insight Report</b>	<p>The Executive Director of Customer Experience presented the report highlighting that this piece provided an in-depth appraisal of the customer base which had been identified as being a gap in the organisation. The Executive Director of Customer Experience advised that this information validates the changes that the Group are making in relation to the operating model and digital strategy and will further inform the Customer Strategy.</p> <p>The Board discussed the results and the demographics and agreed that the data provided the information needed to make further changes. The Board further queried how the outcome compared with the wider demographics of the area. The Executive Director of</p>	<b>Demographics to be compared to wider demographic data and</b>	<b>Dan Blake</b>	<b>30 Jun 2022</b>

		<p>Customer Experience confirmed that the results were as expected given that BHA is based in a rural area and that it provided a good baseline of data. It was agreed that consideration would be given to comparing the data with the wider demographics to be reported to the Operations Committee.</p> <p><b>The Board noted the Customer Insight Report</b></p> <p>Hugh Carr left the meeting at 18.27</p>	<p><b>reported to Operations Committee (July meeting)</b></p>		
<p><b>11</b></p>	<p><b>Property Update</b></p>	<p><b>11a Property Investment Issues</b></p> <p>Section 33 (1) (b) commercial interests and the economy</p> <p>[REDACTED]</p> <p>[REDACTED]</p>			



		<p>[REDACTED]</p> <p>The Asset Manager advised the Board that the outcome of the bid to the Net Zero Fund to deliver heating solutions to some properties will be known in the next few weeks and this will inform the 2022/23 heating replacement programme..</p> <p>The Board queried whether given the scale and urgency of the work required, the team had the sufficient resources to deliver. The Executive Director of Asset and Sustainability advised that a decision on the resources needed would be made once the Board were presented with the outcomes of the stock condition project in October.</p> <p>In response to a further question from the Board, the Asset Manager confirmed that the 2021/22 programmes of work were reaching completion, and the planning and procurement is underway, to develop the 2022/23 work programmes.</p> <p>Following a comment from a Board Member, it was agreed that BHA should investigate opportunities to collaborate with Scotland's National Retrofit Academy to assist in developing solutions for the net zero challenges.</p> <p>Following a question from the Board, the Chief Executive confirmed that a 30-year financial plan is in place in line with the regulatory requirements and for 2023/24 will be based based on more accurate data from the stock condition survey outputs rather than on assumptions.</p>	<p><b>Investigate potential opportunities to collaborate with Scotland's National Retrofit Academy</b></p>	<p><b>Angela Taylor</b></p>	<p><b>31 July 2022</b></p>
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		<p><b>The Board noted the approach to investment planning</b></p> <p>11B – Business Case for New Build Housing Springfield Phase 3 Duns.</p> <p>The Executive Director of Assets and Sustainability Invited questions.</p> <p>The Board questioned the differential in Value for Money (cost per person) between phases. The Executive Director of Assets and Sustainability explained that the comparison table set out total development costs and did not differentiate between the site complexities, where different sites have differing infrastructure costs such as utilities and road requirements etc</p> <p>In response to a comment from the Board, the Executive Director of Assets and Sustainability advised that they would investigate the new sprinkler product.</p> <p>The Executive Director of Assets and Sustainability provided clarification that the contractor had agreed the costs of the new phase.</p> <p><b>The Board approved the:</b>  Section 33 (1) (b) commercial interests and the economy  </p>	<p><b>Investigate the new sprinkler product</b></p>	<p><b>Angela Taylor</b></p>	<p><b>31 July 2022</b></p>
<p><b>12</b></p>	<p><b>Adston Report</b></p>	<p>Section 33 (1) (b) commercial interests and the economy</p>			

		<p>[REDACTED]</p> <p>[REDACTED]</p> <p><b>The Board noted the report.</b></p>	<p>Update on the outcome of discussions with Adston contractor to be provided to May Board meeting for final sign off</p>	<p>Executive Director of Assets and Sustainability</p>	<p>17 May 2022</p>
13	<b>Chief Executive Update</b>	<p>The Chief Executive advised that the Executive Director of Customer Experience was involved with Scottish Borders Council and other housing associations in relation to supporting Ukraine refugees and that an update would be provided to the Board once the expectations were clearer.</p> <p><b>The approved the Chief Executive’s personal objectives for the 2022-23 financial year and noted the contents of the rest of the report</b></p>			
14	<b>Governance Update</b>	<p><b>The Board approved the quarterly reporting cycle for Governance matters.</b></p>			
15	<b>Policies</b>	<p><b>15 a Equal Opportunities, Diversity, and Inclusion Policy</b></p>			

		<p>The Executive Director of Business Support presented the report explaining that the policy had been reviewed but would be further reviewed, in conjunction with the People Strategy.</p> <p><b>The Board approved the Equal Opportunities, Diversity, and Inclusion Policy</b></p> <p><b>15 b – Overview of Policy Framework and Review Timetable</b></p> <p><b>The Board noted the content of the report and approved the proposed approach to refreshing the policy framework.</b></p>			
16	<b>BHA Committee minutes</b>	<p>The Board homologated the decisions taken at the following Committee meetings:</p> <ol style="list-style-type: none"> <li>1. Operations Committee – 01 March 2022.</li> <li>2. Health and Safety Committee – 24 February 2022</li> </ol>			
17	<b>ARC Submission Process</b>	<b>The Board approved the delegation of the ARC pre-submission validation exercise to the Operations Committee</b>			
18	<b>AOCB</b>	The Board noted that the Adston development was still referred to on the contractor website.			
	<b>Date of next meeting</b>	17th May 2022 at 17:45pm			
	<b>Meeting closed</b>	The meeting closed at 19.30 (The Board Member closed session started at 19.30)			