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	Minutes of Berwickshire Housing Association Limited Board of Directors Tuesday, 15 November 2022, at 5.45pm. Hybrid meeting – in person and via video conference		
PRESENT	IN ATTENDANCE		
In person Jim McDevitt (Chair) Viv Cockburn (Vice-Chair) Hugh Carr Anne Rutherford Lynn Gray	In person Michelle Meldrum (MM), Chief Executive (CE) Eleanor Rooke (ER), Executive Director – Business Support (EDBS) Dan Blake (DB), Executive Director – Customer Experience (EDCE) Angela Taylor (AT), Executive Director Assets and Sustainability (EDAS) Paul Hillard (PH), DTP		
Via Teams Paul Matthews Gareth James Gavin Edmonds John Campbell (left the meeting at 7.03pm)	Via Teams Angela Tinkler, Governance and Risk Specialist (Minute Taker) Daradjeet Jagpal (DJ)		
PAR A			ACTION
1	Briefing Session PH provided an overview of the proposed approach to researching the potential strategic opportunities for BHA. PH further explained that it was proposed that a facilitated workshop would be held to discuss the options further in respect to the business and financial outcomes, customer outcomes and service delivery and organisational values and culture [1].		EDBS Workshop facilitated on 7 th December
2	PH left the meeting at the end of this item.		
1. Apologies for Absence			

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3	None		
	2. Declarations of Interest		
4	John Campbell declared his interest in BHA Enterprise.		
	3. Minutes of a meeting held on 16 August 2022 and Matters Arising		
5	Proposed by Viv and seconded by Ann the Board approved the minutes of the meeting of the 27 th September 2022 as a true record of the meeting with the exception that the attendance via Teams of Gareth James was not recorded. It was agreed to amend the minutes accordingly [2].	Angela Tinkler	Minutes amended
6	<u>Matters Arising</u> The EDBS advised that the action relating to the risk traffic light would be reviewed for the February 2023 meeting and the Board agreed to extend the deadline. The EDCE gave an update in respect to the Customer Voice action advising that the framework would be developed by the end of January 2023. All other actions which were due for completion by this meeting had been completed.		
	4. People Strategy		
7	The Chief Executive presented the report, stating that the framework would be used for all future strategy development. The Board were pleased to see the objectives and actions outlined in the strategy		
8	Following a question from the Board the Chief Executive explained that the strategy captured how the “People” strategic aim would be delivered in the coming years.		
9	The Board considered the action plan and queried the absence of actions regarding the accommodation objective and whether the objective included agile working. The Chief Executive confirmed that agile working was covered in a separate plan and that the wider accommodation issue would be considered as part of the business planning process.		
10	In response to a question from the Board, it was confirmed that Operations Committee would monitor the implementation of the action plan.		
11	RESOLVED that the Board:		

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	a) Approved the People Strategy and noted the supporting actions		
5. Option Appraisal Report – Homes in Berwick			
12	The EDAS and EDBS, jointly presented the report in respect to the properties owned by BHA in England and the one home that had recently become void. The Chair invited questions. The Board discussed the pro's and con's relating to the properties and the potential future disposal options and agreed to review at a later date.		
13	The Board were supportive of re-letting the current void property and asked for a further update in respect to the eight properties by end June 23 [3].	EDBS	In progress – June 2023
14	RESOLVED that the Board: a) Approved the relet of 181 New Fields pending further assessment of the 8 homes in England b) Approved that the performance of these homes be reported to Operations Committee		
6. Chief Executive Report			
15	The Chief Executive presented the report and provided an update in respect to the recruitment of the Head of Assets & Sustainability and the accommodation review and potential options available to BHA. In response to a question from the Board, the EDAS advised that the timing of the structure change in Asset may create some delay to the programme in 23/24 due to potentially missing key procurement timescales in the interim period.		
16	The Board discussed the rent control proposals and the scenarios referred to in the report. The Chief Executive confirmed that many scenarios in addition to those listed in the report had been developed.		
17	Following a question from the Board the EDAS provided an update in respect to Adston.		
18	The Board discussed Seton Hall and the EDBS agreed to update the Board regarding tax payable [4].	EDBS	In progress – Chiene & Tait
19	RESOLVED that the Board:		

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	a) Considered and discussed the report		
	7. Q2 Delivery Plan		
20	The Chief Executive presented the report and invited questions. The Board discussed the current performance and in response to a query the EDBS advised that the amber / red actions related to unrealistic target dates being set. The actions and timelines will be fully reviewed as part of the business planning process for next year.		
21	RESOLVED that the Board: a) Considered and discussed the report		
	8. Q2 Property Report		
22	The EDAS presented the report emphasising that whilst the new EESSH guidance does not require to report on the next two milestones, the Board should continue to receive a report for information.		
23	The Board discussed the EICR testing and the impact of any further delays. The EDAS advised that there was a plan in place to achieve the March deadline with a third contractor being appointed.		
24	Following a query from the Board the EDAS confirmed an incorrect figure in the report regarding the value of procurement to date and that it should have stated £1.848m. The EDAS further explained that given the remaining time in the financial year and the procurement timescales, it was likely that there would be an underspend. The EDAS agreed to review the full year forecast [5] .	EDAS	Report amended
25	RESOLVED that the Board: a) Considered and discussed the report		
	9. Q2 Management Accounts		
26	The EDBS presented the report highlighting that the full investment programme was currently included and that it would be updated at next meeting which would include the impact on interest cover and headroom.		
27	The Board discussed the repairs maintenance service and that it was important to ensure sufficient resources to continue to pro-actively maintain the quality and safety		

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	of homes, particularly for those homes that had not been subject to an internal survey due to access not being prevented.		
28	In response to a question from the Board the EDBS agreed that the projected full year cash flow and covenant performance would be included in the next report [6].	EDBS	Completed
29	RESOLVED that the Board: a) Considered and discussed the report.		
10. Q2 Treasury Management Update			
30	The EDBS presented the report and invited questions.		
31	RESOLVED that the Board: a) Considered and discussed the report.		
11. Q2 Governance Update			
32	The EDBS presented the report providing and overview of governance matters in the second quarter of the year. The Chair advised the Board of the resignation of Sam Hart, which created a skills gap in relation to health and safety. The Board further discussed the nature of the freedom of information requests.		
33	RESOLVED that the Board: a) Noted the report.		
12. Q2 Write Off's			
34	The EDCE presented the report providing information on the former and current debts written off within quarter two and invited questions.		
35	RESOLVED that the Board: b) Noted the report.		
13. Mid-Year Annual Return for Charter (ARC) Performance Report			
36	The EDCE presented the report outlining progress against the 2022/23 performance against the ARC measures. In the context of the cost-of-living crisis, the Board discussed the potential for increased arrears and the EDCE advised that the Operations Committee would continue to monitor closely.		

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37	The Board discussed the positive progress in relation to the repairs backlog and current customer satisfaction levels.		
38	RESOLVED that the Board: a) Considered and discussed the report.		
14. Quarterly Compliance Report			
39	The EDAS presented the report setting out the current compliance position in relation to legislative requirements in customer's homes.		
40	RESOLVED that the Board: a) Considered and discussed the report.		
15. Strategic Risk Report			
41	The EDBS presented the report providing an update in respect to the Strategic Risk Register, highlighting the change in the safety and security risk appetite statement to "averse" as discussed and recommended at Risk and Assurance Committee.		
42	RESOLVED that the Board: a) Considered and discussed the report and approved the change to the safety and security risk appetite statement.		
16. Policies for Renewal			
43	DJ joined the meeting for this agenda item only and provided a presentation on the Freedom of Information Act and Environmental information Act and the obligation and duties of social housing providers in relation to access to information.		
44	The following policies were presented for review and approval: <ul style="list-style-type: none"> • Access to Information • Records Management • Procurement • Asbestos Management • Legionella • Planned and Cyclical Maintenance 		

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45	Following questions regarding the procurement policy, the EDBS confirmed that appropriate training would be carried out and agreed to review and amend table 6.2 regarding the value of contracts between £5k and £25k to include “or most economically advantageous” [7].	EDBS	Completed
46	RESOLVED that the Board approved the: a) Access to Information Policy b) Records Management Policy c) Procurement Policy d) Asbestos Management Policy e) Legionella Policy f) Planned and Cyclical Maintenance Policy		
17. Committee Meeting Minutes			
47	The Board homologated the minutes noting that times of persons exiting meetings should be recorded and that the action log on the Risk & Assurance Committee related to the BHA Board [8]: a) BCR minutes of 27 th October 2022 b) BHAE minutes of 27 th October 2022 – Viv note when exiting meetings c) Risk & Assurance Committee minutes of 2 nd November 2022	EDBS	Completed
18. AOCB			
48	The Board discussed the BHAE membership and agreed to review following the completion of the upcoming Board recruitment process.		
49	The EDBS agreed to investigate whether Decision Time had any functionality to record with Board Members were attending in person or via Teams [9].	EDBS	Completed – new functionality added
50	The Board expressed their thanks to the EDAS and wished her success in her new role. The EDAS likewise expressed her thanks for the support received from the Board.		
Date of next meeting			
	17 th January 2023 at 5.45pm		

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The meeting closed at pm 7.25pm		
Signed:	(Chair)	Date:

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BHA BOARD ACTION LOG

ACTION REF	DETAILS	RESPONSIBILITY	TARGET COMPLETION	STATUS
21/06/22-01	Item 5 Initial Presentation of Governance Review: Lynn Gray, Tenant Board Member to support developing the customer voice further and inclusion into Board reporting	EDCE	30/11/22	In progress
21/06/22-03	Item 11 Strategic Risk Report: investigate the introduction of a traffic light system into the risk report.	Governance, Risk & Assurance Specialist	30/09/22 (revised to 28 Feb 2023)	In progress
15/11/22-01	Para 1 – Briefing Session: A facilitated workshop to be arranged for December (carried out on 7 th December)	EDBS	30/11/22	Complete
15/11/22-02	Item 1 - Minutes of previous meeting: Minutes to be amended to record Gareth James attending via Teams	Governance, Risk & Assurance Specialist	Immediate	Complete
15/11/22-03	Item 5 – Options Appraisals Report - Homes in Berwick: Further update to be brought to the Board in June 23	EDBS	June 23	In progress
15/11/22-04	Item 6 – Chief Exec Report: Update the Board regarding tax payable on Seton Hall.	EDBS	17/01/23	In progress
15/11/22-05	Item 8 – Q2 Property Report: Review full year investment forecast and amend procurement value to date to £1.848m	EDAS	30/11/22	Complete
15/11/22-06	Item 9 – Q2 Management Accounts: Include full year projected cash flow and covenant performance	EDBS	14/02/23	In progress
15/11/22-07	Item 16 – Policies for Renewal: Review and amend table 6.2 regarding the value of contracts between £5k and £25k to include “or most economically advantageous”	EDBS	30/11/22	Complete
15/11/22-08	Item 17 - Committee Meeting Minutes: Amend action log on the 27 th October Risk and Assurance Committee minutes.	EDBS	30/11/22	Complete
15/11/22-09	Item 18 – AOCB: Investigate whether Decision Time had any functionality to record with Board Members were attending in person or via Teams	EDBS	31/12/22	Complete

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ACTION REF	DETAILS	RESPONSIBILITY	TARGET COMPLETION	STATUS
[Red]	Action completion overdue			
[Yellow]	Action ongoing and date not due			
[Green]	Action complete			