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	Minutes of Berwickshire Housing Association Limited Board of Directors Tuesday, 17 January 2023, at 5.45pm Hybrid meeting – in person and via video conference	
PRESENT	IN ATTENDANCE	
In person Jim McDevitt (Chair) Hugh Carr John Campbell 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)	
Via Teams Viv Cockburn (Vice-Chair) Paul Matthews Anne Rutherford Carolyn Wood (joined meeting at 5.55pm) Karen Featherstone (joined meeting at 5.55pm)	Via Teams Joanna Voisey, Head of Assets & Sustainability Nikki Allman, Executive Assistant (Minute Taker)	
PARA		ACTION
1	Election of Trustees Following the AGM, BHA Board had three casual vacancies. Following a recruitment campaign, the Appointments Panel sought approval for the appointment of two new Board Trustees to fill two of the casual vacancies and who will be formally elected at the AGM in September.	
2	RESOLVED that the Board: a) Approved the appointment of Carolyn Wood and Karen Featherstone. [1]	EDBS
1. Apologies for Absence		
3	Gavin Edmonds and Gareth James.	
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 Hugh and seconded by Paul the Board approved the minutes of the meeting of the 15 th November 2022 as a true record of the meeting with the exception of the amendment to the date of the Risk & Assurance Committee meeting on item 47) to be changed to 25 th October 2022. [2]	EDBS
6	<u>Matters Arising</u>	

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	<p>The EDBS confirmed due to the nature of the transaction with the sale of Seton Hall, it will be exempt from Corporation Tax.</p> <p>All other actions which were due for completion by this meeting had been completed.</p>	
7	Following a question from the Board the EDBS provided an update in respects to Adston.	
4. Strategic Framework 2023-2028		
8	The Chief Executive presented the proposed strategic framework incorporating the vision, values, strategic aims, and cross-cutting themes. Regarding any new vision statement, the Chief Executive highlighted the strong, consistent thread of feedback from colleagues and Board – the concept of home – and suggested that the word ‘home’ is incorporated into the vision statement as it consolidates BHA’s core purpose of providing quality, safe, affordable homes.	
9	The Board discussed the options and next steps relating to BHA’s refreshed vision and values, including the requirement for accompanying narrative to support the vision statement, and for behavioural maps to be developed to ensure clear expectations are set under each value.	
10	<p>RESOLVED that the Board:</p> <ul style="list-style-type: none"> a) Approved the strategic aims and cross-cutting themes for 2023-28 with two minor wording considerations to be incorporated in Customer Voice (include ‘listening’) and amend “develop” to “deliver” within the Asset aims and objectives) [3] b) Approved a new vision statement to support the five-year plan - “To Realise of the Power of Home” c) Approved new values set (option 1) with the inclusion of “Do what we say we will do” in the accompanying behavioural maps [4] 	CHIEF EXECUTIVE
5. Rent Setting Proposal		
11	The EDCE presented the report on the rent and service charge increase proposal for the next financial year. The EDCE highlighted that of the 418 customers responding to the rent consultation survey in December 2022, an overwhelming majority (94%), 392 customers voted in favour of the proposed 5% increase being applied effective April 2023 to all rents and service charges.	
12	Following questions relating to the rent setting for this year being below inflation the EDBS advised a below inflation increase is sustainable and meets lender covenants for one year but that it was critical that approved budget lines were adhered to. The EDBS further provided assurance that this will be closely monitored. It was noted that if inflation continued at current levels into future years, then further efficiencies would have to be found or higher rent increases would have to be implemented.	
13	It was requested that the EDCE include an additional column for CPI within <i>Table 1 (Rental increase % against all RSLs)</i> for 2024/25 rent	EDCE

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	setting report and include ELHA within the chart for reference due to its proximity. [5]	
14	Following questions relating to the homes in Berwick. The EDCE confirmed that the homes will be receiving the same rent increase of 5%.	
15	<p>RESOLVED that the Board:</p> <ul style="list-style-type: none"> a) Approved an increase of 5% across all rents and service charges with the exception of the five homes located on Edgar Road, Westruther. b) Amend report (Table 5) Income Measurement – current rates should be 2022.[6] 	EDCE
6. Five-Year Financial Plan and 2023/24 Budget		
15	<p>The EDBS presented 2023/24 budget incorporating projected income and expenditure, balance sheet and cash flows for the next five years, alongside financial health targets, covenant compliance and sensitivity analysis.</p> <p>The EDBS advised the Risk and Assurance Committee had reviewed an earlier draft in November 2022. Although the budget figures have not changed, inflation and interest rate forecasts have been refreshed. In addition, following the announcement in late December that the Scottish Government would not be extending any rent cap or freeze beyond 31 March 2023, no modelling around a rent freeze had been provided within the report.</p>	
16	In response to a question from the Board, it was confirmed by the EDBS that the re-chargeable repairs write off value of £92,839.02 will be within Q4 of 2022/23.	
17	Following a question relating to the Insurance income in 2022/23. The EDBS confirmed these costs relate to damage sustained to homes during storm Arwen and three homes with substantial fire damage.	
18	Following a question from the Board the EDBS confirmed that the asset value of the homes earmarked for demolition at Westruther will need to be written off in 2022/23, but confirmed this will not impact on operating surplus or lender covenants.	
19	<p>RESOLVED that the Board:</p> <ul style="list-style-type: none"> a) Considered and discussed the report with the rent setting paper b) Approved the five-year financial plan and 2023/24 budget 	
7. Reward and Recognition Changes		
20	The EDBS presented the report following the substantial changes to the reward and recognition offer through the salary structure review, implemented in April 2022. The EDBS invited questions.	
21	<p>RESOLVED that the Board:</p> <ul style="list-style-type: none"> a) Approved the changes to the reward and recognition offer, to be implemented from 1 April 2023. 	
8. Chief Executive Report		

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22	<p>The Chief Executive presented the report and provided a verbal update on Office Accommodation (53 Newtown Street). Currently there have been no further alternative options provided from SBC for BHA office space.</p> <p>The Chief Executive detailed the current options; i) For BHA to take back the building from 1 April 2023 or ii) Provide a short term (3-month lease) for the new nursery venture, allowing them to establish the new childcare provision. If the second option progresses, BHA will make it clear that unless a satisfactory office alternative was identified, BHA would not be extending the lease beyond end of June 2023.</p>	
23	<p>RESOLVED that the Board:</p> <ul style="list-style-type: none"> a) Considered and discussed the report b) Approved delegated authority to the Chief Executive and EDBS to progress the office accommodation. If financially viable potentially negotiate a three-month lease with the new nursery c) Approved the additional bank holiday for BHA colleagues for His Majesty King Charles III Coronation (Monday 8th May 2023) 	
9. Members Report		
24	<p>The EDBS presented the report highlighting the errors during the members report process this year.</p>	
25	<p>RESOLVED that the Board:</p> <ul style="list-style-type: none"> a) Approved the cancellation of membership of the Association for 37 members noted within the report and for their removal from the register.[7] 	EDBS
10. Governing Bodies Calendar		
26	<p>The EDBS presented a draft calendar of Board and Committee meetings for 2023/24 for review.</p>	
27	<p>RESOLVED that the Board:</p> <ul style="list-style-type: none"> a) Approved the Governing Bodies Calendar for 2023/24 [8] 	EDBS
11. Strategy, Frameworks and Policy Schedule		
28	<p>The EDBS presented the report following the review of governance arrangements; the strategies, frameworks and policies BHA have in place, these documents have been reviewed and refreshed to ensure clarity over which Board or Committee approves which policy, and review periods.</p>	
29	<p>RESOLVED that the Board:</p> <ul style="list-style-type: none"> a) Reviewed the refreshed Strategy, Frameworks and Policy Schedule. b) Noted the strategies, frameworks and policies that are missing (blue) or are still in progress (amber) c) Approved the delegated authority noted within the schedule d) Include considerations for nominations for Board Members to form a task and finish group to review People Policies within a Governance Report at the March meeting. [9] 	EDBS
12. Policies for renewal		

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30	The EDCE presented the following policies for review and approval: <ul style="list-style-type: none"> • Infection Control • Customer Care • Rechargeable Repairs • Home Loss and Disturbance Policy (New) • Re-active Repairs (New) • Void Management (New) 				
31	Infection Control (<i>item 11</i>) – Include internal reporting of injuries, diseases, and dangerous occurrences within BHA. [10]	EDCE			
32	Customer Commitments (<i>item 14</i>) – Following a question relating to effectively monitoring customer commitment timescales. The EDCE advised the information is captured and monitored but currently is not visible and will discuss reporting opportunities at the Operations Committee. [11]	EDCE			
33	EDCE to check on timescale relating to Subject Access Request, currently stated as within 40 days. [12]	EDCE			
34	RESOLVED that the Board approved the: <ul style="list-style-type: none"> a) Infection Control Policy [<i>See action 10</i>] b) Customer Care Policy [<i>See action 12</i>] c) Rechargeable Repairs Policy including approval of write off value of £92,839.02 [13] d) Home Loss and Disturbance Policy e) Re-active Repairs Policy f) Void Management Policy 	EDCE			
17. Committee Meeting Minutes					
35	The Board homologated the following: <ul style="list-style-type: none"> a) Operations Committee 22nd November 2022 				
18. AOCB					
Date of next meeting					
	14 th February 2023 at 5.45pm				
The meeting closed at 7.45pm					
<table style="width: 100%; border: none;"> <tr> <td style="width: 30%;">Signed:</td> <td style="width: 40%; text-align: center;">(Chair)</td> <td style="width: 30%; text-align: right;">Date:</td> </tr> </table>			Signed:	(Chair)	Date:
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	Complete – EDCE set up meeting to confirm reporting template for Board paper in May 2023.
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
15/11/22-03	Item 5 – Options Appraisals Report - Homes in Berwick: Further update to be brought to the Board in June 23	EDBS	June 23	In progress
15/11/22-06	Item 9 – Q2 Management Accounts: Include full year projected cash flow and covenant performance	EDBS	14/02/23	Complete
17/01/23-01	Item 1 – Election of Trustees: Organise new Board Members induction and relevant access to Decision Time	EDBS	28/02/23	Complete
17/01/23-02	Item 5 – Minutes of Previous Meeting: Correct date of Risk & Assurance meeting on item 47) to 25 th October 2022	EDBS	14/02/23	Complete
17/01/23-03	Item 10 – Strategic Framework (Vision, Values & Strategic Aims: Update with recommended wording changes. Customer Voice part of the Customer Aim to include 'listening' and amend "develop" to "deliver" within the Asset Aim and objectives.	CHIEF EXECUTIVE	14/02/23	Complete
17/01/23-04	Item 10 – Strategic Framework (Vision, Values & Strategic Aims : Include "Do What we say we will do" into behavioural map supporting approved Option 1	CHIEF EXECUTIVE	14/02/23	Noted - Will be included once developed
17/01/23-05	Item 13 - Rent Setting Proposal: Include additional column for CPI within <i>Table 1 (Rental increase % against all RSLs)</i> for 2024/25 rent setting report and the include ELHA within the chart for reference due to its proximity	EDCE	06/02/24	Complete – included on 2024/25 template.

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17/01/23-06	Item 15b – Rent Setting Proposal: Amend report (Table 5) Income Measurement – should be 2022	EDCE	14/02/2023	Complete – updated prior to paper publication.
17/01/23-07	Item 25 – Member Report: Cancel membership of the Association for 37 members noted within the report and for their removal from the register	EDBS	28/02/23	In progress
17/01/23-08	Item 27 – Governing Bodies Calendar 2023/24: Upload all Board and Committee Meetings into Decision Time and Outlook diaries for Board, Committee Members and Executive Team	EDBS	14/02/23	Complete
17/01/23-09	Item 29 – Policy Register and Delegations: Present Governance Update at March Board including considerations for nominations for Board Members to form a task and finish group to review People Policies	EDBS	21/03/23	In progress
17/01/23-10	Item 31 – Policies for Renewal: Infection Control Policy (<i>item 11</i>) – Suggestion to include internal reporting of injuries, diseases, and dangerous occurrences within BHA.	EDCE	14/02/23	Complete – prior to publication
17/01/23-11	Item 32 – Policies for Renewal: Discuss reporting opportunities with Operations Committee to monitor customer commitment timescale performance.	EDCE	21/02/23	Complete – noted in AOCB on agenda for meeting in February.
17/01/23-12	Item 33 – Policies for Renewal: Confirm correct timescale for Subject Access Requests	EDCE	14/02/23	Complete – As per Board member query, this was confirmed to be the case and adjusted accordingly.
17/01/23-13	Item 34 – Five Year Financial Plan: Arrange write-off of £92,839.02 and send communication to customers	EDCE	14/02/23	Complete – Leads instructed to perform WO including communication to customers impacted by the change.
	Action completion overdue			
	Action ongoing and date not due			
	Action complete			