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	Minutes of Berwickshire Housing Association Limited Board of Directors Tuesday, 14 February 2023, at 5.45pm Hybrid meeting – in person and via video conference	
PRESENT	IN ATTENDANCE	
In person Jim McDevitt (Chair) Hugh Carr Lynn Gray Viv Cockburn Anne Rutherford	In person Michelle Meldrum (MM), Chief Executive (CE) Joanna Voisey (JV) Head of Assets & Sustainability (HOAS) Nikki Allman, Executive Assistant (Minute Taker)	
Via Teams John Campbell Paul Matthews Carolyn Wood (joined at 6.15pm) Karen Featherstone Brian Devlin (joined at 5.55pm) Paul Hillard, DTP (left at 6.30pm)	Via Teams Eleanor Rooke (ER), Executive Director – Business Support (EDBS) Dan Blake (DB), Executive Director – Customer Experience (EDCE) (joined at 5.50pm)	
PARA		ACTION
1	Election of Board Member Following a successful recruitment campaign, the Appointments Panel sought approval for the appointment of a new Board Member to fill a casual vacancy and who will be formally elected at the AGM in September. <i>(DB joined the meeting at 5.50pm)</i>	
2	RESOLVED that the Board: a) Approved the appointment of Brian Devlin. [1]	EDBS
1. Apologies for Absence		
3	Gavin Edmonds	
2. Declarations of Interest		
4	John Campbell declared his interest in BHA Enterprise. Karen Featherstone declared her interest in Places for People in relation to agenda item 4. Strategic Options. Karen is employed by Places for People.	
3. Minutes of a meeting held on 17th January 2023 and Matters Arising		
5	<i>(Brian Devlin joined the meeting at 5.55pm)</i> Proposed by Hugh Carr and seconded by Anne Rutherford the Board approved the minutes of the meeting of the 17th of January 2023 as a true record of the meeting.	

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6	Matters arising – The EDBS advised the updated Strategic Risk Report with a traffic light system will be presented at the March Board meeting.	
7	Member Report – The EDBS advised 37 members have been removed from the register.	
4. Strategic Options - DTP		
8	section 33 (1)(b) commercial interests and the economy	
9		
5. Chief Executive's Report		
10	<p>The Chief Executive presented the report highlighting the following key issues.</p> <p>The CE advised the Board that the National Planning Framework has been reviewed by our Development Consultant and confirmed this does not give any immediate concerns.</p>	
11	<p>The HOAS confirmed that work is progressing on detailing the works with Adston and the Principal Engineer at Harley Haddow on obtaining Scottish Water adoption and road consent from Scottish Borders Council.</p> <p>Adston are currently checking on any works started on the adoption and consent for roads, a further update will be provided to the Board in March. [2]</p>	HOAS
12	<p>The EDCE advised that BHA colleagues continue to communicate with customers at Edgar Road. Due to unforeseen delays with the Eildon Housing development, the EDCE is seeking clarity on the condition of the affected homes from May onwards to ensure the safety of our customers, or alternatively commence the decant process.</p> <p>The EDCE confirmed that the indicative timescales suggest a site completion for the Eildon Housing Development to be Spring 2024, but it is too early to be definitive.</p>	
13	The CE updated the Board advising the new nursery venture have accepted the three-month lease option from April and SBC have confirmed they will have alternative accommodation options to present to BHA by the end of March.	
14	RESOLVED that the Board:	

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	<ul style="list-style-type: none"> a) Discussed the contents of the report b) Approved the recommendation to repudiate liability for the Little Reivers claim. 	
6. 2023/24 Budget		
15	The EDBS presented both the BHA Enterprise and BCR Budgets, advising Triodos have approved the budget.	
16	Following a question from the Board on the mid-market rental income, the EDBS advised the rent cap has been confirmed by Scottish Government at 3% and rent increases cannot be applied until the 1 st July 2023 and will continue to be effective from the month of July in following years.	
17	<p>The Board sought assurance should there be any further unforeseen expenditure within the budget.</p> <p>The EDBS informed the Board that the only Service Agreement scheduled for renewal and to be tendered is for the Wood Group, whose contract has been linked to inflation throughout, so insignificant increase would be anticipated, and any other maintenance issues are covered with the maintenance agreement with NORDEX.</p>	
18	<p>RESOLVED that the Board:</p> <ul style="list-style-type: none"> a) Approved the BHA Enterprise Budget for 2023/24 b) Approved the BCR Budget for 2023/24 	
7. ARC Performance Report (Q3)		
19	The EDCE presented the ARC Performance report against the 2022/23 Annual Return for Charter (ARC) measures to the Scottish Housing Regulator (SHR) and performance trends and customer satisfaction from April-December 2022.	
20	The EDCE informed the Board that ongoing work is taking place with the customer member of the Operations Committee to develop a comprehensive framework for capturing the customer's voice.	
21	The Board requested an update on any improvements within the repairs contract performance. The EDCE advised that performance is continually monitored, with some improvements being reported in the last quarter but there is continued issues with recruitment, resources, and cost controls.	
22	The EDCE updated the Board on progress relating to a new approach for surveying customers, ensuring that it provides continuity, value for money and autonomy. A new model will be presented to the Operations Committee on the 21st of February.	
23	<p>RESOLVED that the Board:</p> <ul style="list-style-type: none"> a) Discussed and noted the content and information within the report. 	
8. Quarterly Management Accounts (Q3)		
24	The EDBS presented an overview of the year-to-date financial performance to the 31st of December 2022.	

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	The EDBS advised following an overview of BCR performance for quarter 3, it is confirmed that there is a positive position to receive the gift-aid receipt at the year end, which would ensure covenant compliance. [3]	EDBS
25	The EDBS advised that future Management Accounts will include the subsidiary financial quarterly figures. [4]	EDBS
26	The EDBS informed the Board that the Repairs and void budget had seen unpredicted expenditure due to Storm Arwen, an increase in the backlog of repairs, an increase in the number of repairs reported with the introduction of the new operating model and inflationary increases with contractors. The EDBS assured the Board that some actions have been taken internally to ensure effective cost controls are in place for the 2023/24 budget.	
27	RESOLVED that the Board: a) Noted the contents of the report and tables set out in the Appendix.	
9. Quarterly Treasury Management Update		
28	The EDBS presented the report on key treasury management in the last quarter, where there have been no significant treasury events.	
29	RESOLVED that the Board: a) Note the information provided within the report. b) Confirmed that performance is within expectations.	
10. Gas Servicing and Repairs Contract		
30	The HOAS presented the report following the current Gas Servicing and Repairs contract ending at the end of March 2023 and welcomed questions from the Board.	
31	The Board sought assurance on the timescales involved in securing the new contract by the 31st of March. section 33 (1)(b) commercial interests and the economy The size of the contract is substantial therefore, the matter is being progressed with a procurement expert to review all options and benchmarking requirements, with the priority to ensure an effective gas servicing and repair contract which achieves value for money is in place for April 2023. Following the review by the procurement expert, this could lead to reviewing the term of the contract and the opportunity to seek other service providers to mitigate the risk to the Association.	
32	The HOAS confirmed that despite the tender being presented in partnership with other RSLs, it would be the decision of the individual RSL for their own contract requirement.	
33	RESOLVED that the Board: a) Noted the contents of the report and the actions currently being undertaken to arrive at gas servicing and repairs contract.	

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	b) Noted that contract approval is likely to be via written resolution due to the tight timescales involved. [5]	
11. Write Off Report (Q3)		
34	The EDCE presented an oversight of former and current debts written off within Quarter 3.	
35	RESOLVED that the Board: a) The Board noted the total Write-Off figure of £6,218.55 [6]	EDCE
12. Master Delivery Plan		
36	The EDCE presented to the Master Delivery Plan and invited questions from the Board.	
37	RESOLVED that the Board: a) Noted the Master Delivery Plan	
13. Governance Update		
38	The EDCE presented the report with an overview of governance matters within Quarter 3.	
39	The Board expressed their gratitude and thanks to the Governance, Risk & Assurance Specialist, Angela Tinkler for all her support and hard work to the Association.	
40	RESOLVED that the Board: a) Noted the contents of the Governance Update	
14. Board Development Framework		
41	The EDCE presented the Board Development Framework and welcomed questions from the Board. The EDCE advised the framework will be further developed and improved following feedback from Board Members as it is rolled out. A review of the framework will take place annually.	
42	The Board requested that reference to the Director and Officers insurance is included along with a separate Board EDI policy, which is currently under review. [7]	EDCE
43	The Chair reminded the Board Members that individual annual reviews will be scheduled, incorporating a training review.	
44	RESOLVED that the Board: a) Approved the Board Delivery Framework b) Agreed BHA Chair will inform of any Board Training needs following annual reviews	BHA CHAIR
15. Policies for Review		
45	The EDCE presented the following policies for approval by the Board: <ul style="list-style-type: none"> • Damp & Mould Policy • Adaptations Policy • Protecting Vulnerable Customers Policy • Board Diversity Policy 	
46	Following a question from the Board assurance was sought on how the Association would deal with customers who may be classed as disconnected, vulnerable and may be experiencing language	

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	<p>barriers, ensuring that customers understand what their duties and responsibilities are.</p> <p>The EDCE advised that the new customer visits will assist with identifying vulnerabilities understanding tenancy and individual support needs.</p>	
47	<p>The Board noted the need to support the Association relating to investment and resources around compliance, in particular any issues surrounding damp and mould within customers' homes.</p> <p>The HOAS and EDCE assured the Board that a structured review is currently taking place and recommendations will be reported to the Operations Committee identifying and reporting on affected homes, along with researching new technologies to assist in identifying such issues. [8]</p>	<p>HOAS EDCE</p>
48	<p>RESOLVED that the Board:</p> <ul style="list-style-type: none"> a) Approved the Damp & Mould Policy b) Approved the Adaptations Policy c) Approved the Protecting Vulnerable Customers Policy d) Approved the Board Diversity Policy 	
16. Subsidiary Board Minutes		
49	<p>The Board approved the following:</p> <ul style="list-style-type: none"> a) BCR Partnership Board meeting - 26th January 2023 	
17. BHA Committee Minutes		
50	<p>The Board homologated the following:</p> <ul style="list-style-type: none"> a) Risk and Assurance Committee 31st January 2023 	
18. AOCB		
51	None	
Date of next meeting 21st March at 5.45pm		
The meeting closed at 8.10pm		
<p>Signed: (Chair) Date:</p>		

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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 21 March 23)	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
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	Complete
14/02/23-01	Item 001 – Election of Board Members: Organise new Board Members induction and relevant access to Decision Time.	EDBS	20/03/23	In progress – Induction Date 20 th March
14/02/23-02	Item 5 – Chief Executives Report: Provide update on Adston checking on any works started on the adoption and consent for roads.	HOAS	21/03/23	Update to be provided at March's meeting
14/02/23-03	Item 8 – Quarterly Management Accounts: Instruct gift-aid distribution from BCR to BHA	EDBS	31/03/23	Complete
14/02/23-04	Item 8 – Quarterly Management Accounts: Include subsidiary financial quarterly figures into Management Accounts	EDBS	30/05/23	In progress
14/02/23-05	Item 10 – Gas Servicing and Repair Contract: Written Resolution to sign off Gas Tender to be circulated for approval by the Board if next board meeting unsuitable timing.	HOAS	31/03/23	In progress
14/02/23-06	Item 11 – Write off Report (Q3): Write-off £6,218.55	EDCE	28/02/23	Complete

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ACTION REF	DETAILS	RESPONSIBILITY	TARGET COMPLETION	STATUS
14/02/23-07	Item 14 – Board Development Framework: Include Director and Officers along with a separate Board EDI policy	EDBS	21/03/23 (Revised to 30 May 23)	In progress
14/02/23-08	Item 15 – Policies for Review: Provide recommendations to Operations Committee identifying affected homes with Damp & Mould	HOAS/ EDCE	09/05/23	In progress
	Action completion overdue			
	Action ongoing and date not due			
	Action complete			