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|  | <p align="center">Minutes of Berwickshire Housing Association Limited Board of Directors Wednesday, 07 June 2023, at 17:45 Hybrid meeting – in person and via video conference</p> | |
| PRESENT | IN ATTENDANCE | |
| <p>In person Jim McDevitt (Chair) John Campbell</p> | <p>In person Michelle Meldrum (MM), Chief Executive (CE) Eleanor Rooke (ER), Executive Director – Business Support (EDBS) Dan Blake (DB), Executive Director – Customer Experience (EDCE) Joanna Voisey (JV) Head of Assets and Sustainability (HOAS)</p> | |
| <p>Via Teams Paul Matthews Viv Cockburn (Vice-Chair) Carolyn Wood Karen Featherstone Anne Isles Hugh Carr</p> | <p>Via Teams Richard Hukin Nikki Allman, Executive Assistant (Minute Taker) Andrew Brough (BHA Enterprise) - part attendance</p> | |
| PARA | | ACTION |
| | 1. Apologies for Absence | |
| 1 | Lynn Gray, Brian Devlin, and Ruth Hann. | |
| | 1a. Declarations of Interest | |
| 2 | John Campbell declared his interest in BHA Enterprise and Karen Featherstone declared her interests in Places for People. | |
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| 3 | <p>Section 33 (1)b commercial sensitive information</p> <div style="background-color: black; width: 100%; height: 100%; min-height: 150px;"></div> | |
| 4 | <div style="background-color: black; width: 100%; height: 100%; min-height: 20px;"></div> | |
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| | [REDACTED] | |
| 3. Westruther update (Verbal) | | |
| 6 | <p>The EDCE provided a verbal update on the properties at Westruther following the engineers report that the fit for habitation date does not exceed 31st May, in particular around the health and safety of the residents. The EDCE advised that further meetings with local community representatives have taken place.</p> <p>To conclude the EDCE confirmed that TC Young have advised the extensive efforts taken by BHA are reasonable and further communications have been drafted with a view to avoid recovery without any court action. A court date (diet of proof) has been set for Jedburgh Sheriff Court at midday on 5th July. BHA representatives (EDCE) shall be in attendance owing to the sensitive nature of the action and its impact on customers.</p> <p><i>Karen Featherstone joined at 17.55</i> <i>Andrew Brough left at 17.57</i></p> | |
| 7 | <p>RESOLVED that the Board:</p> <p>a) Noted that the board the verbal update.</p> | |
| 4. Nursery Update (Verbal) | | |
| 8 | <p>The CE provided the Board with an update on the current lease on the nursery at 53 Newtown Street and recommended that the lease be extended until the end of September 2023 to allow further time for both parties to find suitable resolutions.</p> | |
| 9 | <p>The CE advised one potential alternative office space recommended by SBC had been viewed but unfortunately it was not suitable. The CE recommended that a further meeting should be scheduled with SBC and the nursery over the next few weeks to confirm the current situation in that if nothing else changes, the lease extension to end September 2023 will be the final extension.</p> | |
| 10 | <p>Following a question from the Board, the CE confirmed that this potentially could attract negative press within the local community and advised local councillors and MPs are continually updated on the ongoing situation at the planned quarterly meetings, and all will be done to mitigate any reputational risks.</p> | |
| 11 | <p>RESOLVED that the Board:</p> <p>a) Noted that the board noted the verbal update and approved the extension of the lease agreement for the Nursery until the end of September 2023. [1]</p> | EDBS |
| 5. Strategic Options Update and Discussion [CONFIDENTIAL] | | |
| 12 | <p>The Board discussed the strategic options presented, reviewing the outcome of the initial discussions which commenced August 2022, potential financial efficiencies and recommendations and analysis provided the CE and Vice-Chair.</p> | |

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| 13 | <p>The CE reminded the Board that increasing investment capacity and value for money were key drivers for the review, however, the financial assumptions provided will require further verification for validation.</p> | |
| 14 | <p>Following extensive discussions, the Board agreed the undertaking of the review is timely and the options presented provide BHA with an opportunity to achieve its objectives and ambitions alongside delivering value for money to its customers and security to successfully deliver the business plan.</p> <p>The Board discussed the options on some potential partner organisations operating DLO's which could result in financial savings on repairs & maintenance and investment works. The Board agreed at present the financial savings would be difficult to predict with VAT savings being unclear on cyclical or capital works. It is estimated that there could be savings of between £225k-£500k.</p> <p>The Board recognises the ongoing challenges the Association faces with investment in existing stock, new homes, and zero-carbon and the review has provided a strong foundation to explore future strategic options to ensure a strong and sustainable Association, therefore overall agreeing <i>option a) Do Nothing</i> was not sustainable for the Association.</p> | |
| 15 | <p>Discussions took place on <i>option b) Formal Expressions of Interest</i>, the Board agreed this was not a suitable option given the time, costs and capacity potentially required to explore multiple options and negotiations.</p> | |
| 16 | <p>Section 33 (1) b commercial sensitive information</p> <div style="background-color: black; width: 100%; height: 100%; min-height: 200px;"></div> | |
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| 17 | <p>RESOLVED that the Board:</p> <p>a) All present board members voted for <i>Option C - Focused Business Case</i> with Karen Featherstone abstaining from the voting process.</p> | |
| 18 | <p>Section 33 (1)b commercial sensitive information</p> <div style="background-color: black; width: 100%; height: 100%; min-height: 20px;"></div> | |

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| |  [2] | CE |
| 19 | The CE confirmed that a full update on the matter would be presented at the August Board meeting. [3] | CE |
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| The meeting closed at 19:25 | | |
| Signed: (Chair) Date: | | |

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BHA BOARD ACTION LOG

| ACTION REF | DETAILS | RESPONSIBILITY | TARGET COMPLETION | STATUS |
|-------------|--|----------------|-------------------|-----------|
| 07/06/23-01 | Item 4 – Update on Nursery Lease: Extend lease agreement for the Nursery until the end of September 2023 | EDBS | 30/06/23 | Completed |
| 07/06/23-02 | Item 5 – Strategic Update & Discussion: Contact the preferred partner to confirm interest in developing a joint business case along with creating a joint project plan. | CE | 31/07/23 | Completed |
| 07/06/23-03 | Item 5 – Strategic Update & Discussion: Update report to be presented at the August Board meeting. | CE | 08/08/23 | Completed |
| | Action completion overdue | | | |
| | Action ongoing and date not due | | | |
| | Action complete | | | |