

**FERGUSLIE PARK HOUSING ASSOCIATION
MINUTES OF MANAGEMENT BOARD MEETING
18 August 2021 at 5pm
VIA VIDEO CONFERENCE**

1. Welcome, Sederunt & Apologies

Present:

Ian Williams	Chair
Helen Glassford	Board Member
Louise McNicol	Board Member
Howard Dales	Board Member
Sipho Bazaya	Board Member
Jim Strang	Casual Board Member
Andy Wilson	Board Member

In Attendance:

Catrina Miller	Group Chief Executive
Ivor McCauley	Head of Operations (from item 10)
Cindy McNeil	Governance & Corporate Services Manager
Teresa Gallagher	Minute Secretary
Laurie Kefalas	Observer
Stephen Cunningham	Alexander Sloan External Auditor (until item 9)

Apologies:

Absent: Lucia Mumbure, Gary Russell

Leave of Absence: None

The chair welcomed everyone to the meeting.

2. Declarations of Interest

2.1 None

3. Minutes of previous meeting 23 June 2021

The resolution was proposed by Ian Williams and seconded by Howard Dales.

Resolution; *the minutes 23 June 2021 were approved as a true and accurate reflection of the proceedings.*

4. Matters Arising

- 4.1 There were no matters arising that would not be covered in the agenda.

5. Minutes of Group Audit & Risk Committee 4 August 2021

- 5.1 Louise McNicol informed members in-depth discussions were held around the accounts and thanked Howard for his expertise in this area, especially as he had suggested some amendments which were agreed on for taking forward to the Board for approval.

Resolution; *the minutes of the Group Audit & Risk Committee held on 4 August 2021 were noted.*

6. Annual Review of Internal Control Effectiveness

- 6.1 The Group Chief Executive Officer (GCE) presented the annual review of internal control effectiveness report and highlighted the areas where our internal controls are demonstrated.
- 6.2 Members noted the 5 internal audits carried out in 2020/21, our new risk management reporting process, the group policy and procedures and those reviewed in the year.
- 6.3 The GCE explained our rules were updated last year and the senior management team continue to review and update the business plan.

The resolution was proposed by Howard Dales and seconded by Jim Strang.

Resolution; *the Management Board;*

- i) *Approved the report as a fair reflection of the state of internal controls operating within Ferguslie Park Housing Association during 2020/21 and up to the date of approving the accounts; and;*
- ii) *Considered and approved the attached statement of internal controls for incorporation into the Financial Statement for the year ended 31 March 2021.*

7. FPHA Financial Statements 2020/21

- 7.1 The Finance and Corporate Services Manager (FCSM) presented the financial statements to the Management Board and explained these were presented and discussed in detail to the Group Audit & Risk Committee, who

had recommended they be presented to the Management Board for approval.

7.2 At this point Stephen Cunningham was invited to present the accounts.

Stephen gave a brief overview of the annual accounts and explained it was a clean audit report and prepared in accordance with legislation. Both the chair and Stephen expressed thanks to the staff for their work in the preparation of these statements. Members also commented the presentation of accounts is open, transparent and very helpful.

The resolution was proposed by email by Jim Strang and seconded by Helen Glassford.

Resolution; *The Management Board reviewed and approved;*

- i) The Annual Financial Statements to 31 March 2021;*
- ii) The Management Letter;*
- iii) The suggested response to the Management Letter; and;*
- iv) The Letter of Representation*

8. The New Tannahill Centre Financial Statements

8.1 The FCSM presented the The New Tannahill Centre (NTC) financial statements. These had also been presented to the Group Audit and Risk Committee and proposed to be presented to the NTC Committee for approval. However, we were unable to have a quorum at the last NTC Executive Committee and the accounts were approved by email.

Resolution; *The Management Board noted the NTC Annual Accounts, Management Letter, Management Letter Response and Letter of Representation have been considered and approved the NTC Executive Committee.*

[Catrina Miller, Ivor McCauley and Cindy McNeil left the meeting at this point].

Stephen took this opportunity to report to the Board he had no concerns with the performance of the finance team and they were very helpful providing requested information and fully supportive. Members expressed thanks to Stephen and colleagues at Alexander Sloan for their work over the years.

[Catrina Miller, Ivor McCauley and Cindy McNeil re-joined the meeting at this point].

[Stephen Cunningham left the meeting at this point.]

9. Management Accounts to 30 June 2021

- 9.1 The FCSM presented the Associations 1st quarter accounts and took members through the main issues as highlighted in the covering report.
- 9.2 The budget surplus for the period resulted in a favourable variance and was mainly due to only emergency repairs being carried out in the first part of the financial year due to lockdown.
- 9.3 Members noted void loss sits at 0.55% against the budget of 1%.
- 9.4 The FCSM highlighted we are catching up on repairs and planned maintenance and expects these figures to be higher in the next report, mainly due to more work being undertaken and the cost of materials rising.
- 9.5 Rent arrears are up slightly but continue to improve from recent years at the same period. The Board expressed their gratitude to the staff team on dealing with arrears. A discussion was held around the predicted impact of government cutbacks and the effect it will have on individual tenants.

The resolution was proposed by Jim Strang and seconded by Howard Dales.

Resolution; *The Management Board approved the management accounts for the first quarter to 30 June 2021.*

10. Royal Bank of Scotland Amendment Report

- 10.1 The FCSM presented the amendment agreement and explained the detail of the banking transition to (SONIA) Sterling overnight index average from LIBOR (London interbank offered rate). Members noted this transition poses no risk to the Association.

The resolution was proposed by Helen Glassford and seconded by Ian Williams.

- 1.1 **Resolution;** *The Management Board approved the RBS Amendment Agreement and allow the Group CEO to sign to confirm the Association's agreement to the changes.*

11. Secretary's Report

- 11.1 The GCE presented this report to seek approval on the minutes of the 2020 Annual General Meeting and the 2020 Special General Meeting.
- 11.2 She took members through this years nomination process and explained only one nomination had been received, therefore no ballot would be required.
- 11.3 Members noted 2 board members, Sipho Bazaya and Ian Williams would be required to stand down and both agreed to stand for re-election.

- 11.4 The GCE discussed rule 68 and members were satisfied all process's have been correctly followed.

The resolution was proposed by Jim Strang and seconded by Louise McNicol

Resolution; The Management Board;

- i) Approved the draft minutes as an accurate record of the AGM which took place virtually on the 9 September 2020 and therefore suitable to be recommended to the members for approval;*
- ii) Approved the draft minutes as an accurate record of the SGM which took place virtually on the 9 September 2020;*
- iii) agreed that the Chief Executive will prepare the Chairperson's report in consultation with the Chair;*
- iv) Established and confirmed those members due to retire will stand for re-election;*
- v) Noted the Agenda for the meeting of the Management Committee which will immediately follow the AGM;*
- vi) Noted the Company Secretary's advice to individually consider if they wish to stand for election to an office bearer's position and to discuss this with other members so that nominations are ready to be made and seconded; and;*
- vii) Approved the confirmation from the association's secretary that in accordance with Rule 68, rules 62-67 have been complied with.*

12. Annual Assurance Annual Report

- 12.1 The GCE presented this covering report and appendices and explain work has continually been undertaken in preparation of the annual assurance statement. Members should expect to receive an updated statement and report at their next meeting in September 2021.

Resolution; The Management Board noted the requirement to provide the Scottish Housing Regulator with a signed annual Assurance Statement no later than 31 October 2021 and noted the content of the updated Self-assurance form as at July 2021.

13. Head of Operations Report

- 13.1 The Head of Operations (HoO) presented his report to give members an update on the recent flood which affected some of our properties and local community.
- 13.2 Members noted the impact to our tenants and the response from the staff team. A discussion was held around the Associations plans to address and mitigate future flood issues in the area.

- 13.3 Members expressed thanks to the staff team for their quick response to help those tenants who were adversely affected.

Resolution; *The Management Board* noted the content of the HoO report.

14. Confidential Item

15. Confidential Item

[Howard Dales left the meeting at this point.]

16. Chief Executive Report

- 16.1 The GCE took members through the main issues as contained within her covering report.
- 16.2 Members noted the progress being made on the new blended working approach and updated the board on staff welfare.
- 16.3 She discussed the current working partnerships and in particular with 2 other Housing Associations on a potential joint venture for property services.
- 16.4 GWSF has advised on funding projects for Covid recovery project, a joint application has been submitted.
- 16.5 Members suggested attending in person for the Board meeting in September, it was agreed to proceed with this if current guidance stands.

Resolution; *The Management Board Noted;*

- i) the update provided on general working arrangements;*
- ii) the contents of the latest briefing from GWSF;*
- iii) that the association has been approached by GWSF and CEIS to put in a bid for more Covid Recovery funds;*
- iv) the feedback from the FLAIR Chief Executives meeting held on the 29 July 2020; and;*
- v) the brief update given on NTC and also FPHA in relation to possible new governing body members and the roll out of Board Development meetings will soon take place.*

17. Policy Review

- 17.1 The GCE presented the Group Staff Code of Conduct and Staff Expenses Policies for review.
- 17.2 She explained the model code of conduct has been updated by SFHA and EVH, accompanied with guidance to implementation and applying the new version.
- 17.3 After review, no changes were made to the staff expenses policy apart from the prescribed spectacles allowance amount.

The resolution was proposed by Jim Strang and seconded by Ian Williams.

Resolution; *The Management Board approved;*

- i)* The Group Staff Code of Conduct and the Group Staff Expenses Policy.

18. AOCB

None

The meeting ended at 7pm

Date of next meetings;

AGM 8 September 2021 at 5.30pm

Office Bearers Meeting 6pm

Board meeting 29 September 2021 at 6pm

I certify that the above minute has been approved as a true and accurate reflection of the proceedings:

Signed (Chair)

Date.....