

**FERGUSLIE PARK HOUSING ASSOCIATION
MINUTES OF MANAGEMENT BOARD MEETING
Held on 21 August 2024 at 5pm via Hybrid (zoom) and in The Associations
Offices, 76 Blackstoun Road, Paisley PA3 1NT**

1. Welcome, Sederunt & Apologies

Present:

Ian Williams	Chairperson
Tracey Johnstone	Board Member
Kirsten Ferguson	Board Member (zoom)
Angela Chivers	Board Member (zoom)
Louise McNicol,	Board Member (zoom)
Helen Glassford	Board Member (zoom)

In Attendance:

Catrina Miller	Group Chief Executive
Ivor McCauley	Head of Operations
Jeremy Chittleburgh	External Auditor CT To item 7
Teresa Gallagher	Minute Secretary

Apologies: Jim Strang, Aidan McGrogan, Laurie Kefalas

Absent: None

The Chair welcomed everyone to the meeting.

2. Declarations of Interest

2.1 None

3. Minutes of Meeting 26 June 2024

3.1 Members requested the minutes should note that agenda item number 3 was attended to after agenda item number 6.

The resolution was proposed by Ian Williams and seconded by Tracey Johnstone.

Resolution; *Subject to the additional note, the minutes of the meeting held on 26 June 2024 were approved as a true and accurate reflection of the proceedings.*

4. Matters Arising from Minutes 26 June 2024

4.1 None.

5. Annual Review of Internal Control Effectiveness

- 5.1 The Group Chief Executive Officer (GCE) presented the annual review of internal control effectiveness and took members through the tasks carried out in the past year. These demonstrated that the Association has an effective system of internal controls which gave assurance to the board of management in order for them to approve the statements of internal financial controls.
- 5.2 Our internal auditor carried out 4 audits in 2023/24. These were Tenant Safety, Human Resources, Allocations and Housing Management and the follow up review.
- 5.3 All returns have been submitted on time and the management accounts have been presented quarterly to the board.
- 5.4 Members noted the policies that have been reviewed and approved in the past year.

The resolution was proposed by Louise McNicol and seconded by Angela Chivers.

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 2023/24 and up to the date of approving the annual accounts; and;*
- ii) Considered and approved the statement of Internal Financial Controls and its incorporation in to the Financial Statement for the year ended 31 March 2024.*

6. FPHA Financial Statements 2023/24

- 6.1 In the absence of the Finance & Corporate Services Manager (FCSM), The GCE presented the financial statements for the year 2023/24 and explained the annual accounts were accumulative of the quarterly management accounts that our Finance Consultant Jim Aird had presented to the board. Those quarterly accounts have been presented and approved over the past financial year.
- 6.2 Our external auditor Jeremy Chittleburgh took members through the Associations annual accounts and their findings. He highlighted in particular, the statement of comprehensive income which showed the

- comparison of revenue resulting in an operational surplus of £694,617 compared to the previous surplus of £607,518.
- 6.3 The statement of cash flows showed an interest made in the period of £95,843 to which the auditor was very complimentary.
 - 6.4 The auditor explained the pension figure would fluctuate and is shown as an accounting adjustment.
 - 6.5 Cash in the bank for the accounting year was £ 3,719,004 and members noted the grant liability figure decreases each year.
 - 6.6 The auditor reported a good year for the Association and advised we should continue to build on our reserves.
 - 6.7 The auditor proceeded to present the NTC annual accounts and the GCE explained these would be presented to the Executive Committee at their rescheduled meeting on Monday 26 August.
 - 6.8 He explained the NTC accounts were different to the Association accounts in that they are not a statutory requirement but done for the parent Management Board and Executive Committee members and are not submitted to the Scottish Housing Regulator.
 - 6.9 Members were taken through the statement of comprehensive income and explained restricted and unrestricted funds. A surplus was made in the year of £6,785 and members noted the NTC cash reserves and were informed it was important that the organisation has sufficient reserves.
 - 6.10 The auditor then took members through the Group Audit Summary and covered the business risks, audit risks, and issues arising during the audit. The Management Board were asked to note the increase in cost in the year for service charges and the management response was a review of the service charge costs would be undertaken in the forthcoming year.
 - 6.11 The auditor covered the pension liability movement which has increased to £486,000 and explained they had found no weaknesses arising in the prior year and no audit adjustments.

The resolution was proposed by Louise McNicol and seconded by Angela Chivers.

Resolution; *The Management Board approved;*

- i) Annual Financial Statements to 31 March 2024;*
- ii) Group Audit Summary Report*
- iii) Suggested response to the Audit Summary Report; and;*
- iv) Letter of Representation*

7. NTC Year End Accounts to 31 March 2024

- 7.1 Covered at agenda item 6.

Resolution; *The Management Board noted the NTC year end accounts to 31 March 2024.*

[Jeremy Chittleburgh left the meeting at this point.]

8. Secretary's Report

- 8.1 The GCE presented last year's Annual General Meeting (AGM) draft minute to be recommended for approval. These had been presented previously in September 2023 for noting.
- 8.2 The GCE also requested that she should prepare, in consultation with Ian Williams, the chairs report.
- 8.3 The GCE explained in preparation for this year's AGM the board should be advised of the arrangements and be informed of those members who should stand down as per our rules. This year Jim Strang will stand down and has informed us he will not stand for re-election. The GCE with the assistance of the Corporate Customer Services Assistant, drew 2 names from 3 of who will stand down as our longest serving members. Therefore, Tracey Johnstone and Aidan McGrogan will stand down and have intimated they wish to stand for re-election. As there are more spaces available than those wishing to be re-elected, both members standing down can be appointed without re-election.
- 8.4 One nomination form was received from Ian Williams to nominate Stewart Gellatly onto the Board of Management.
- 8.5 The GCE covered Rule 68 to advise members that rules 62 – 67 have been followed as per appendice 3 to the report "secretary's statement".

The resolution was proposed by Angela Chivers and seconded by Tracey Johnstone.

Resolution; The Management Board;

- i) Approved recommendation to members, the draft minute, as an accurate record of the AGM which took place hybrid on 30 August 2024;*
- ii) Agreed that the Chief Executive will prepare the Chairperson's report in consultation with the Chair;*
- iii) Established those due to retire will stand for re-election;*
- iv) Noted the Agenda for the Special meeting of the Management Board which will immediately follow the AGM;*
- v) 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;*
- vi) Approved the confirmation from the association's secretary that in accordance with Rule 68, rules 62-67 have been complied with.*

9. Notifiable Events Report

- 9.1 The GCE presented this report to update members that no notifiable events had been submitted to the Scottish Housing Regulator (SHR) as in line with the Associations Notifiable Events Policy.

Resolution; *The Management Board approved the content of the notifiable event report.*

10. Chief Executive Report

- 10.1 The GCE gave a verbal report and members were informed we have three new members of staff, they consist of 2 modern apprentices and an assistant housing services officer – tenancy sustainment. A staffing sub-committee meeting will be scheduled in the governance timetable to report more in-depth on staffing.
- 10.2 Members noted the progress to date with board recruitment and will receive further information at our next meeting. We are particularly looking for someone with a financial background and finance training will be scheduled for the management board.
- 10.3 There are various conference's scheduled and the Governance & Corporate Services Officer (FCSO) will email the Board with information.
- 10.4 The NTC have been awarded £370,000 in grants for the next 3 years which will enable them to continue to deliver services. The Centre Development Manager will deliver a full report at the NTC Executive Committee.
- 10.5 Research Resource will carry out the triennial tenant satisfaction survey starting at the end of September. The board should expect a full report in October / November 2024.
- 10.6 The operational implementation of Rubixx is going well and the Finance element is catching up. the day to day finance activity continues but we are building the reporting element and the management accounts will be presented at the board meeting in September. The production of the annual accounts enabled us to enter the opening balance for 1 April 2024.
- 10.7 Members were informed of issues faced this year with the audit and preparation of the annual accounts due to CT having internal issues. Members agreed it would be prudent to appoint CT for another year and go to tender in preparation for 2025 onward.

[Angela Chivers left the meeting at this point]

Resolution; *The Management Board noted the GCE's verbal report.*

11. Annual Return on the Charter Comparison Report

- 11.1 The Head of Operations explained this comparison report was being presented at the request of members at a previous meeting.
- 11.2 The presentation was screenshared on zoom and members were taken through the main areas of this year's ARC submission.
- 11.3 Members queried the allocation to homelessness from our waiting list rather than section 5 referrals. The HoO explained for unknown reasons, Ferguslie Park is not included on Renfrewshire Council exclude from their homeless application. Despite numerous requests from us to include Ferguslie Park, we remain shut out for consideration.
- 11.4 A discussion was held around adaptations and members noted we have yet to receive our award notice for the year. It is envisaged the Scottish Government will expect RSL's to incur the cost of adaptations in the future as we see grants being reduced. Members suggested the consideration of an adaptations policy in the future.

Resolution; *The Management Board noted the content of the ARC comparison presentation.*

12. Share Membership Report

- 12.1 The GCSO presented this report following a review of the share membership register in July 2024. Sadly 2 of our members have passed away in the past few months and approval was sought to cancel these shares.

The resolution was proposed by Ian Williams and seconded by Louise McNicol.

Resolution; *The Management Board approved to cancel the shares of 2 members as named within the covering report as in accordance with the Association Rules (17.1).*

13. AOCB

- 13.1 The chair gave his thanks to fellow board members and staff.

The meeting ended at 6:25 pm

Date of next meeting

AGM 11 September 2024 at 6pm

Special Board meeting 11 September 2024 at 6.30pm

Board meeting 24 September 2024 at 5pm

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

Signed (Chair)

Date.....