

Board of Management Meeting held on 10 August 2023 at 6.30 p.m.

The Board meeting was held on a hybrid basis with members in the office Boardroom and joining online via Zoom

Attendance at meeting in person: Susan Macmillan, Margaret Vass, Fiona Boath
Linda Anderson, Richard McElfatrick, Mark Griffiths
Lorna Cameron, Kenneth Butler

Attendance at meeting via Zoom: Lynda McColl (Joined meeting at 7pm)

Staff in Attendance: Donna Birrell – Chief Executive Officer (CEO)
Gerry Casey – Deputy CEO / Director of Finance & Corporate Services (DCEO/DFCS)
Craig Wood – Director of Housing and Property Services (DHPS)
Sandra McPhee – Governance and Compliance Officer (GCO) (Minutes)

Item		Action
1.	<p>Welcome and Apologies</p> <p>The Chair welcomed everyone to the meeting and confirmed apologies from</p> <ul style="list-style-type: none"> - Andrew Faulk - Howard Dales - Theresa Elliot <p>The meeting commenced at 6.32pm.</p>	
2.	<p>Declarations of Interest</p> <p>Item 13 CEO Report: R McElfatrick confirmed that he was still a member of the Board of Ore Valley HA until their next AGM when he would be stepping down.</p> <p>There were no other declarations of interest.</p>	
3.	<p>Exception Reports/Presentations</p>	

3.1	<p>Buchanan Crescent, Croftamie</p> <p>The Chair apologised for the lateness of this report, but it was felt that it was important that the Board were advised of progress.</p> <p>The DHPS presented the report advising that following the assessment by the employer’s agent, the updated costs from the JR group are £116,844.93 over the recently approved budget. Following a meeting with the JR Group, RSHA will not be able to contract with the JR Group to deliver the project.</p> <p>The employer’s agent have approached McTaggart Construction to assess its interest in submitting a tender for the Croftamie project.</p> <p>In the event that an acceptable price cannot be achieved through negotiation with McTaggart Construction, a full retender exercise will be required to select a preferred contractor for the project, subject to Board Approval.</p> <p>The Board raised the following comments/queries</p> <ul style="list-style-type: none"> • What percentage is the additional £116k over the budget cost required? The DHPS advised the costs are approximately 5% higher • Did the JR Group provide explanation for increase? The DHPS advised that the increase was likely due to the increase in inflation recently. <p>The Board</p> <ul style="list-style-type: none"> ❖ Noted the contents of the report. ❖ Approved the use of Office Bearers Decisions, should this be required, in advance of the October Board meeting to facilitate scheme progress. 	
4.	Health and Safety Exception Report	
4.1	<p>Exception Report</p> <p>No Report</p>	
5.	Group Minutes	
5.1	<p>Minute of Board meeting held on 15 June 2023</p> <p>The Minute was proposed by Fiona Boath and seconded by Kenneth Butler.</p>	
5.2	<p>Minute of Audit & Risk Committee held on 29 June 2023</p> <p>Presented for information.</p>	

5.3	<p>Minute of Venachar Board</p> <p>No meeting.</p>	
5.4	<p>Working Groups – Investment Working Group held on 2 August 2023</p> <p>Presented for information</p> <p>The Board raised the following comments/queries</p> <ul style="list-style-type: none"> • The Local Place Plans of communities within the National Park are further ahead and some have received funding from the Park Authority to do the consultation and work. Those communities out with the National Park area are just starting and Stirling Council is providing no funding to help. It was noted that Callander Community Council did not receive any funding from the National Park. • The plans when complete will not necessarily be reliant on Council funding. They can be used as a lever to support applications for grant funding and were powerful documents when they were called Community Action Plans. • It was hoped that RSHA would encourage communities to carry out Local Housing Needs Surveys to assess future demand to strengthen and consolidate communities we work with. • The Board queried why the Group was asked what the end goal was from engaging with the Communities? The DHPS apologised for any confusion and advised that he had posed this as a question to the Group to generate discussion on what the desired outcomes to be achieved were, rather than questioning whether or not we should do it. A Board member indicated that they were involved in a project with Stirling University on Placed Based Ageing and would let the Board know if this project could offer any resource/support. <p>The Board noted the contents of the Action Note.</p>	LC
6.	<p>Matters Arising Schedule</p> <p>There were no further matters arising.</p> <p>The Board:</p> <ul style="list-style-type: none"> ❖ Approved the Matters Arising Schedule 	
7.	<p>Rural Stirling Group Key Risks</p>	
7.1	<p>Quarterly Key Risk Review</p> <p>The CEO presented the quarterly report for the Key Risks and advised that there were some changes to the following:</p>	

	<ul style="list-style-type: none"> - Risk 3 – Succession Planning - Risk 11 – Financial Sustainability - Risk 15 – Procurement - Risk 16 – Environmental Social Governance. <p>All other risks remain unchanged.</p> <p>The CEO advised that there is an issue when updating Decision Time, which means that the Board Report doesn't seem to be recording the changes when made to the risk status. The CEO will contact Decision Time to resolve this issued</p> <p>The Board raised the following comments/queries</p> <ul style="list-style-type: none"> • One of the newer Board members asked how the risk assessment calculation works? The CEO advised that the Association moved away from the previous multiplication based formula. The CEO will circulate the Risk Management Framework to all Board members as a reminder of the methodology used. <p>The Board:</p> <ul style="list-style-type: none"> ❖ Approved the Quarterly Key Risks report. 	<p>CEO</p> <p>CEO</p>
8.	Strategy	
8.1	No Report	
9.	Performance & Policy	
9.1	<p>Q1 Performance Report</p> <p>The quarterly performance report for April to June 2023 highlighted the following information contained within the Appendices</p> <ul style="list-style-type: none"> - Current rent arrears were £99,513 which is an increase of £2,406 from quarter four for 2022/23. - Former tenant arrears decreased by £7,224 for the first quarter - For quarter one, 14 properties were let in 19.7 days on average. - Tenancy Sustainment remains high at 92% of tenancies that commenced during 2022/23 <p>Appendix 1: ARC Indicators, Universal Credit and H&S KPIs Appendix 2: Planned Maintenance Appendix 3: Development Programme Monitoring Report Appendix 4: Strategic Delivery Plan Update</p>	

	<p>The Board raised the following comments/queries</p> <ul style="list-style-type: none"> • Void performance is improving • Issues with power meters being installed. Is this being addressed? The CEO advised that the SFHA have been lobbying the power companies on behalf of the sector and that we had been benefitting from this intervention. • What is the position with the properties that are showing outstanding EICRs? The DHPS advised that the 24 properties showing are new properties needing EICRs. There were some performance issues with the contractor who was doing the work, but this has now been resolved and the contractor is working on catching up with the backlog of work to be done. <p>An update on the position with the EICRs to be provided to the Board at the October meeting.</p> <p>The Board</p> <ul style="list-style-type: none"> ❖ Noted and approved the contents of the report and Appendices. 	DHPS
<i>Lynda McColl joined the meeting at 7pm</i>		
9.2	<p>Quarterly Complaints Report Appendix 1: Quarter 1 2023-24 Report</p> <p>The GCO presented the quarterly report on complaints received for April to June 2023 and highlighted the following</p> <ul style="list-style-type: none"> - There were 16 Stage 1 complaints and 8 Stage 2 complaints received for the quarter. - For the quarter 81% of Stage 1 complaints were resolved within the SPSO timescales with 75% of Stage 2 complaints resolved within the SPSO timescales. - Stage 1 complaints were resolved within an average of 4 working days and 17.88 working days for Stage 2 complaints. <p>The Board raised the following comments/queries</p> <ul style="list-style-type: none"> • High number of complaints received for arrears management? The GCO advised the there were two cases that were responded at Stage 1 which were then progressed to Stage 2 by the complainant. Also, one of the completed Stage 2 Complaints is currently with the SPSO for review and we are awaiting to see if this will be taken further by the SPSO. <p>The Board</p>	

❖ Approved the Quarter 1 Complaints report.

9.3 **Policies for Approval**

Policies were issued to Board on Decision Time on 27 July 2023 for review prior to decision at this meeting.

The policies that have been reviewed are:

- Appendix 1 – Group Anti-Fraud and Bribery Policy and EIA
- Appendix 2 – Group Financial Regulations
- Appendix 3 – Group Flexible Working Policy and EIA
- Appendix 4 – Group Funds Transfer Policy
- Appendix 5 - Group Policy on the Management, Support and Remuneration of the Senior officer and EIA
- Appendix 6 – Group Policy for Recruitment of Board of Management Members and EIA
- Appendix 7 – Group Secondments Policy and EIA
- Appendix 8 – Group Severe Weather Policy and EIA
- Appendix 9 – Group Whistleblowing Policy and EIA
- Appendix 10 – Group Rent Policy and EIA
- Appendix 11 – Group Infestations Policy and EIA
- Appendix 12 – Group Play Parks Safety Policy and EIA

The Board raised the following comments/queries

- Appendix 10 – Group Rent policy
 - The information contained within the Policy is out of date and does not take account of the changes including properties and components within the properties. The CEO advised that the policy had been updated as the policy was last reviewed in 2014. Unfortunately, the policy was not included in the Policy Register and had therefore not been included in a review schedule. A full review of the policy needs to take place with external support. Unfortunately, this has not been budgeted for this year, but will be included for 2024/25 financial year as this is an extensive piece of work.
 - What risks are there with us not having this policy? The CEO advised that there would be a greater risk if we did not have any policy in place or did not update the existing policy as an interim measure. .
- Appendix 12 – Group Play Parks Safety Policy
 - is the name of the policy correct? The DHPS confirmed that Play Parks if the term generally used.
 - If we provide dog poo bins, who will empty them? The DHPS advised that any bins would be emptied by the landscape contractor
 - How often are inspections carried out of the play areas? The CEO advised that monthly visual inspections are carried out with quarterly

	<p>maintenance inspections.</p> <ul style="list-style-type: none"> - Does our Public Liability Insurance cover any incidents that could happen in the play parks? The DCEO/DFCS confirmed that our insurance covers any incidents in the play parks. - Will staff be expected to pick up and dispose of any animal faeces? We can look to adding to the policy that Dog foul bins will be provided when necessary on a case by case basis. The CEO advised that the policy implies that staff will dispose of animal faeces, so to avoid any confusion or ambiguity proposed the removal of point 8.4 from the policy and any associated references. <p>The CEO advised that the Group Flexible Working Policy will be reviewed again later in the year due to new legislation that will be in place.</p> <p>The Board</p> <ul style="list-style-type: none"> ❖ Approved all policies subject to changes to Group Play Parks Policy and full review of the Group Rent Policy in 2024/25. 	
10.	Finance	
10.1	<p>Confidential – Annual Financial Statements, Audit Summary Report and Letter of Representation</p> <p>Confidential Report</p>	
10.2	<p>Annual Internal Financial Assurance Report</p> <p>The DCEO/DFCS presented the report and confirmed that the Association has complied with its own financial procedures and adequate controls have been implemented where required. The report highlighted the internal financial controls, policies and procedures that have been met throughout the year. Also that all required returns were submitted by their due dates.</p> <p>The Board</p> <ul style="list-style-type: none"> ❖ Approved the content of the report. 	
10.3	<p>Confidential Q1 Management Accounts</p> <p>Confidential Report</p>	
10.4	<p>Financial Strategy Review</p> <p>The DCEO/DFCS presented the reviewed strategies for approval.</p>	

	<p>(i) Financial Investment Strategy – This strategy details the management of surplus cash, risk appetite, and includes updated ratings of the banks.</p> <p>(ii) Borrowing Strategy – There has been no significant changes to this strategy.</p> <p>The Board raised the following comments/queries</p> <ul style="list-style-type: none"> • What is the current position with the loan negotiations that were put on hold? The DCEO/DFCS advised that the budget originally anticipated we will be drawing down loan funding in December. However, the existing loan from Bank of Scotland will be used to fund Croftamie and Killearn.. The DCEO/DFCS will update the Board in relation to loan funding required for future development following a review of revised timeframes for the developments. The DCEO/DFCS also highlighted that the significant changes in the economy since the original discussions means the terms from over a year ago will no longer be available.. <p>The Board</p> <ul style="list-style-type: none"> ❖ Approved the Financial Investment Strategy and Borrowing Strategy. 	DCEO/DFCS
10.5	<p>Opening of New Bank Account</p> <p>The DCEO/DFCS advised the Board that following a review of the surplus cash, he is looking for Board approval to open new bank accounts with the Royal Bank of Scotland to place £1.25m on a 6month term deposit at an indicative rate of 4.7% and a 35-day notice account with £500k at 3% interest.</p> <p>The Board</p> <ul style="list-style-type: none"> ❖ Approved the opening of the two new bank accounts. 	
11.	<p>Operations</p>	
11.1	<p>Equality Data Collection and Monitoring: Annual Report and Action Plan</p> <p>The GCO presented the first Annual Report and Action Plan following the introduction of the Equality Data Collection and Monitoring Framework in 2022.</p> <p>Discussion took place on how to attract more tenant members to join the Board, particularly younger members and people from different backgrounds and skill sets.</p> <p>The Board raised the following comments/queries</p> <ul style="list-style-type: none"> • The Board seemed to be reflective of the demographics of the area. 	

	<ul style="list-style-type: none"> • It was acknowledged that it is difficult to target specific skill sets/backgrounds and we should do more to attract tenants to the Board. The CEO indicated that we had successfully recruited a tenant member as a result of the recent recruitment campaign and had an expression of interest from another tenant. The CEO also advised that an approach had been made to Stirling University who promoted the recruitment campaign to students. • A Board member commented that there is lots of useful equality data available with Local Place Plans. <p>The Board</p> <ul style="list-style-type: none"> ❖ Noted the content of the report. ❖ Noted the data collected. ❖ Approved the Action Plan. 	
11.2	<p>Annual EDH Strategy Audit Action Plan Report</p> <p>The CEO presented the report and highlighted that as part of this year’s Annual Assurance Statement we will be including assurance to the SHR that we have an effective approach to the collection of equalities information and are considering how we can adopt a human rights approach to our work.</p> <p>The CEO advised that the Action Plan has been updated and those actions that are completed will be removed from the Action Plan. The CEO highlighted that decisions would be required regarding audit recommendations to be considered in Years 2 and 3. This will be discussed with the SMT and reported to the Board at a future date.</p> <p>The Board:</p> <ul style="list-style-type: none"> ❖ Approved the RSG Equality, Diversity and Human Rights Strategy Audit Action Plan Annual update. 	CEO
11.3	<p>Annual Procurement Report 2022/23</p> <p>The DHPS presented the report and highlighted that the 2022/23 Annual Procurement Strategy anticipated that we would exceed the threshold for significant procurement expenditure. However, in 2022/23 the threshold was not exceeded because of slippage in procurement of the developments at Croftamie, Killlearn and Balmaha. The Procurement Report was therefore submitted for approval on this basis.</p> <p>The Board</p> <ul style="list-style-type: none"> ❖ Noted the Annual Procurement Report. 	

	<ul style="list-style-type: none"> ❖ Noted that the Annual Procurement Report 2022/23 and Annex 1 will be returned to Scottish Ministers and made available on our website. ❖ Noted the requirement to publish will be reviewed on an annual basis. 	DHPS
11.4	<p>Annual Review of Allocations</p> <p>The report presented the review of allocations during 2022/23 together with the current demand for housing in 2023/24. Included was information on assessment of demand for our housing with the greatest demand for one-bedroom homes in Aberfoyle, Callander and Balfron.</p> <p>The Board raised the following comments/queries</p> <ul style="list-style-type: none"> • It would be interesting to know if those on the Transfer List for Callander are looking for re-housing in the area they currently live in or if they are looking to move to other areas. The DHPS advised that this will be investigated and reported back to the Board. <p>The Board:</p> <ul style="list-style-type: none"> ❖ Approved the Annual Review of Allocations report. 	DHPS/HSM
11.5	<p>Renewal of Lease to Venachar for 22 Montgomery Place, expiring 7 November 2023</p> <p>Report presented to the Board for approval to renew the lease of 22 Montgomery Place for a further five-year period from the 7 November 2023.</p> <p>The Board</p> <ul style="list-style-type: none"> ❖ Approved the lease of 22 Montgomery Place for a further 5 years to Venachar. ❖ Noted the Venachar Board approved the lease at their meeting on 18 May 2023. ❖ Noted that a Notifiable Event will be submitted to the SHR as required. 	CEO
12.	Governance; Ethical Conduct and Notifiable Events	
12.1	<p>Notifiable Events</p> <p>No reports.</p>	
12.2	<p>Office Bearers Decisions</p> <p>The DHPS presented the report on the Office Bearers' Decision regarding Lampson Road, Killlearn and Buchanan Crescent, Croftamie exception report.</p> <p>The Board</p> <ul style="list-style-type: none"> ❖ Noted the Office Bearers' approval to enter a Design and Build contract 	

	<p>with the preferred contractor subject to achieving, for each project:</p> <ul style="list-style-type: none"> - An acceptable offer of grant. - Confirmation the contract sum has been maintained. 	
12.3	<p>Annual Governance Review</p> <ol style="list-style-type: none"> 1. Annual Review of Board, Committee Structure and Effectiveness 2. Annual Review of Code of Conduct and Breach Protocol 3. Annual Review of Compliance with Notifiable Events Requirements 4. Annual Review of RSG Governing Body Members Guide 5. Confidential Annual Review of Operation of Subsidiary 6. Confidential Annual Review of Governance and Control of the Subsidiary <p>The CEO presented the annual review of the Governance documents. The Board were advised that the review of the Investment Working Group had been postponed and will be included with the next suite of annual governance reviews. It was also noted that the Schedule of Delegation will be reviewed and presented to the Board at the meeting in October 2023.</p> <p>The CEO confirmed to the Board that, the Annual Governance Reviews would be carried out in June each year from 2024.</p> <p>The Board</p> <ul style="list-style-type: none"> ❖ Noted the content of the report and approved the revised Board Remit August 2023. ❖ Noted the Remit will be reviewed annually. ❖ Approved the revised timescale with respect of the annual review of the Investment Working Group. ❖ Approved the review of all documents. 	
12.4	<p>Recommendations from Audit and Risk Committee</p> <p>The DCEO/DFCS presented the report on the recommendations from the Audit and Risk Committee meeting.</p> <p>The Chair of the Audit and Risk Committee confirmed that all reports had been scrutinised in detail and recommended approval of the decisions in the reports.</p> <p>The Board</p> <ul style="list-style-type: none"> ❖ Approved all recommendations in the reports provided. 	
12.5	<p>Annual Review and signing of the Registers of Interests and Entitlements,</p>	

	<p>Payments and Benefits Register</p> <p>The CEO presented the annual review of the Registers of Interest for both the Board and Staff and also the Register for Entitlements, Payments and Benefits.</p> <p>The Board</p> <ul style="list-style-type: none"> ❖ Noted and approved the contents of the report and supporting documentation. ❖ Noted that the documents would be signed by the Chair. 	Chair
12.6	<p>Confidential - Rule 68 Report from Secretary</p> <p>Confidential Report</p>	
12.7	<p>New Member Applications</p> <p>The GCO advised that there was one new application received and this requires the approval of the Board.</p> <p>The Board:</p> <ul style="list-style-type: none"> ❖ Approved the new member application. 	
12.8	<p>Review of RSHA Membership and Cancellations</p> <p>The report advised that members are subject to the 5-year rule in line with 11.1.3 of the Association rules that if non-attendance, no apologies or proxy applications are received membership will be cancelled.</p> <p>The report highlighted the following:</p> <ul style="list-style-type: none"> - 13 letters were issued in August 2022 asking members if they wished to remain on the Share Register - 4 Responses were received confirming wish to remain a Share Member - 1 letter returned from previous review - Additional letters were issued during the year to a former tenant who left during the year - Two requests were received to be removed from the register under Rule 11.1.1 - Two members died during the year which require to be cancelled under Rule 17.1 <p>The Board:</p>	

	<ul style="list-style-type: none"> ❖ Approved the cancellation of 15 membership applications as per the Report. 	
12.9	<p>AGM Administration Arrangements and AGM Notice to Members</p> <p>The GCO presented the report to confirm the details for the AGM which will be held on Thursday, 14 September 2023 at the McLaren Leisure Centre, Callander. The report also confirmed that the guest speaker for the event will be Gordon Watson, CEO of Loch Lomond and Trossachs National Park.</p> <p>The Chair advised that the CEO and himself will be meeting with Gordon Watson prior to the AGM.</p> <p>The CEO advised that we are seeking confirmation on whether the Board members who are required to step down at the AGM require to have a nomination form to be submitted and if the same is required for the Casual/Co-opted Board members who must also stand down at the AGM and can stand for re-election. The CEO will confirm the position with the Office Bearers.</p> <p>The Board</p> <ul style="list-style-type: none"> ❖ Noted the content of the report. 	<p>Chair/CEO</p> <p>CEO</p>
<i>The staff in attendance, with the exception of the CEO, left the meeting at this point.</i>		
12.10	<p>Confidential Annual RSG Board Appraisal Reviews: Report on issues raised at May Board Meeting</p> <p>Confidential Report</p>	
13.	<p>Chief Executive's Report</p> <p>The Chair moved to suspend Standing Orders at 8.32pm and everyone in attendance approved that the meeting could continue.</p> <p>The report provided the Board with an update on key issues, actions, and developments since the last meeting.</p> <p>The Board raised the following comments/queries;</p> <ul style="list-style-type: none"> ❖ Requested that the Group Strategy Day was held on a weekend and on a Saturday. A weekend date will be identified going forward and included in the Group Meeting Schedule. A poll of members to be issued as soon as possible to confirm the preferred date. ❖ A preference was expressed to use a facilitator for the event not previously used by the association for the Group Strategy Day. 	<p>CEO</p>

	<ul style="list-style-type: none"> ❖ Approved that the following be approached to submit a proposal for the event: <ul style="list-style-type: none"> ○ Arneil Johnston ○ Indigo House ○ Linda Ewart ○ Northern Star <p>The Board:</p> <ul style="list-style-type: none"> ❖ Noted the contents of the report. ❖ Approved the consultants to be approached regarding proposals for the Group Strategy Day. 	CEO
14.	<p>Action Tracker</p> <p>The Action Tracker was presented to the Board.</p> <p>The Board:</p> <ul style="list-style-type: none"> ❖ approved the Action Tracker. 	
15.	<p>Attendance at Conference/Seminar or Networking Events:</p> <p>No member feedback.</p>	
16.	<p>Any Other Competent Business</p> <ul style="list-style-type: none"> • New Board Member application: The Chair advised that an application had been received from Alison Smith. Alison had previously served as a Board member of the Subsidiary and of RSHA. Alison’s background is in housing and governance. The Chair recommended Alison’s appointment to the Board. • Loch Lomond and Trossachs National Park (LLTNP) representatives: The Vice Chair advised that the Killin LLTNP representative would like to meet those attending the Stock Tour at Killin. The Vice Chair agreed to forward contact details to CEO who will confirm itinerary and estimated time of arrival. The Chair will also make contact with the Callander representative with a view to arranging a meeting with himself and the CEO and to invite them to the AGM. <p>The Board:</p> <ul style="list-style-type: none"> ❖ approved the above application. The CEO agreed to circulate the member application form for information. 	Vice Chair/Chair/CEO CEO
17.	<p>Review/Reflections of Meeting:</p> <p>Fiona commented that she welcomed feedback. Please email your feedback to Mark Griffiths, BoardGriffithsM@rsha.org.uk</p>	ALL

18	<p>Date of Next Meetings</p> <ul style="list-style-type: none"> • Fraud Awareness Session – Thursday 17 August 2023 at 6.30pm by Zoom • Annual Stock Tour – Friday 25 August 2023 • AGM - Thursday 14 September 2023 at 7pm, McLaren Leisure Centre, Callander • Board Meeting - Thursday 21 September 2022 at 6.30 pm - Election of Office Bearers and Committee members (<i>drinks and refreshments available from 6pm</i>) • Board Meeting – Thursday 5 October 2023 at 6.30pm (<i>drinks and refreshments available from 6pm</i>) • Annual Board Strategy Away Day – tbc <p>The Chair thanked the Board for their attendance and closed the meeting at 9.06pm.</p>	
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Chair's signature