



**Board of Management Meeting held on 5 October 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:** Mark Griffiths, Linda Anderson, Fiona Boath, Susan Macmillan  
Margaret Vass, Andrew Faulk, Lorna Cameron

**Attendance at meeting via Zoom:** Howard Dales

**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) attended via Zoom  
Sandra McPhee – Governance and Compliance Officer (GCO) (Minutes)

**Also in Attendance:** Ewan Macdonald – Macdonald Cameron (MC) attended for Item 3. attended in person

Item		Action
1.	<p><b>Welcome and Apologies</b></p> <p>The Chair welcomed everyone to the meeting and confirmed apologies from</p> <p>Alison Smith Kenneth Butler Lynda McColl</p> <p>The meeting commenced at 6.30 p.m.</p>	
2.	<p><b>Declarations of Interest</b></p> <p>The following declarations were received</p> <ul style="list-style-type: none"> <li>- Fiona Boath declared an interest in Item 12.2 as she is a resident in Killin.</li> </ul>	

	There were no other declarations of interest.	
<b>3.</b>	<b>Exception Reports/Presentations</b>	
3.1	<p><b>Buchanan Crescent, Croftamie</b></p> <p>MC presented the report regarding the Croftamie development.</p> <p>The purpose of the report was to seek approval from the Board to increase the financial input from the Association for the project to allow acceptance of the tender from the JR Group as the preferred contractor for the Croftamie development.</p> <p>The Chair explained that the additional sum was roughly the equivalent of the abortive costs that would be written off if the project did not proceed.</p> <p>The DCEO/DFCS confirmed that due to slippage in the current development programme the Association has the ability to provide an increased financial contribution from private finance already drawn down and available for use.</p> <p>The Board raised the following comments/queries</p> <ul style="list-style-type: none"> <li>• Has there been any update from Stirling Council on their contribution to the development? MC advised that they had a meeting with the council last week and asked that they provide a response within two weeks. MC will monitor situation closely due to the tender expiry period.</li> </ul> <p><b>The Board</b></p> <ul style="list-style-type: none"> <li>❖ <b>Noted the content of the report</b></li> <li>❖ <b>Approved the increase in RSHA’s financial contribution</b></li> <li>❖ <b>Approved the acceptance of JR Groups tender and issue of a Letter of Acceptance for the construction contract.</b></li> </ul> <p style="text-align: right;"><i>E Macdonald left the meeting.</i></p>	
<b>4.</b>	<b>Annual Adoption and Signing of Code of Conduct and Review of Declaration of Interests</b>	
	<p>The GCO advised that the Code of Conduct and review of the Declaration of interests had been issued to all Board members and staff. The GCO confirmed that most Board members with the exception of one have completed and returned the documents. One staff member remains outstanding, however, this staff member is currently on maternity leave and will complete on return.</p>	

	<p>The Chair advised of a recent appointment as Vice Chair of Callander Target Sports Club and the Declaration of Interests will be updated.</p> <p>A report will be presented to Board in November to confirm returns and approve the publication of the Declaration of Interests for Board Members on our website.</p>	
<b>5.</b>	<b>Health and Safety Exception Report</b>	
5.1	<p><b>Exception Report</b></p> <p>No Report</p> <p>The CEO advised that the Audit of Health and Safety Control Manual has been organised and will take place on 13 December with ACS/EVH.</p>	
<b>6.</b>	<b>Group Minutes</b>	
6.1	<p><b>Minute of Board meeting held on 10 August 2023</b></p> <p>The Minute was proposed by Margaret Vass and seconded by Fiona Boath.</p>	
6.2	<p><b>Minute of Board meeting held on 21 September 2023</b></p> <p>The Minute was proposed by Andrew Faulk and seconded by Howard Dales.</p> <p>Lorna Cameron advised that with regards to Item 7 concerning the consultation for Varying Needs, the date for response has been extended to 21 December.</p>	
6.3	<p><b>Minute of Audit &amp; Risk Committee</b></p> <p>No meeting.</p>	
6.4	<p><b>Minute of Venachar Board</b></p> <p>No meeting.</p>	
6.5	<p><b>Working Groups – Investment Working Group held on 20 September 2023</b></p> <p>Presented for information</p> <p>The Board raised the following comments/queries</p> <ul style="list-style-type: none"> <li>• Item 4 – Design Guide - Sound insulation between party walls and impact insulation between properties in flatted developments. The DHPS confirmed that these were recorded at the meeting and will be reflected in the Draft Design Guide which will be circulated.</li> <li>• Item 4 – Design Guide – Member raised that they were interested in future proofing and there are some good examples in the consultation</li> </ul>	

	<p>on Housing for Varying Needs as well as options from companies such as Invisible Creations and Motionspot.</p> <p><b>The Board:</b></p> <p>❖ <b>Noted the contents of the Action Note.</b></p>	
<b>7.</b>	<p><b>Matters Arising Schedule</b></p> <p>Lorna Cameron provided an update on item 5.4 – Investment Working Group Action Note of 5 August 2023 and advised that she has tried on a number of occasions to contact Artlink Central but so far without success. She will keep trying and keep the Board up to date.</p> <p><b>The Board:</b></p> <p>❖ <b>Approved the Matters Arising Schedule</b></p>	LC
<b>8.</b>	<b>Rural Stirling Group Key Risks</b>	
8.1	<p><b>Quarterly Key Risk Review</b></p> <p>No report</p>	
<b>9.</b>	<b>Strategy</b>	
9.1	No Report	
<b>10.</b>	<b>Performance &amp; Policy</b>	
10.3	<p><b>Policies for Approval</b></p> <p>Policies were issued to Board on Decision Time on 21 September 2023 for review prior to decision at this meeting.</p> <p>The policies that have been reviewed are:</p> <ul style="list-style-type: none"> <li>• Appendix 1 – Group Flexi Time Policy and EIA</li> <li>• Appendix 2 – Group Gaining Access to Meet Legislative Requirements Policy and EIA</li> </ul> <p>The Board raised the following comments/queries</p> <p><i>Appendix 1 – Group Flexi Time Policy and EIA</i></p> <ul style="list-style-type: none"> <li>• Should there be something added that approval for flexi leave lies with the person’s manager who will need to make sure it fits with the business needs and so there shouldn’t be expectation that if you have built flexi</li> </ul>	

	<p>time you will be able to take a set amount each month? The CEO confirmed that the new time and attendance management system requires line managers authorisation for all types of leave. However, a statement has now been added to the policy to reflect this.</p> <ul style="list-style-type: none"> <li>• Why is the review period being reduced from 5 to 3 years? It seems like we are creating extra work for ourselves. In the unlikely event that legislation changes or similar impact earlier than 5 years then an early review can be conducted but this is not an area where significant change is expected. The CEO advised that unless there is a requirement for an annual review, we have been reducing review periods from 5 to 3 years to bring all policy review cycles into line.</li> </ul> <p>The CEO advised the Board that the Flexi Time Policy was issued to staff for feedback, however, the feedback received related more to procedural areas rather than the policy itself.</p> <p><b>The Board</b></p> <p>❖ <b>Approved both policies for implementation.</b></p>	
<b>11.</b>	<b>Finance</b>	
11.1	<b>Confidential – Treasury Management Review for the year end 31 March 2023</b>	
	Confidential report	
11.2	<b>Confidential - Bad Debt Write Off</b>	
	Confidential Report	
<b>12.</b>	<b>Operations</b>	
12.1	<b>Confidential - Reactive Repairs Contractor Performance</b>	
	Confidential Report	
12.2	<b>Disposal of Land at Killin</b>	
	<p>The DHPS presented the report seeking approval from the Board to instruct the Association’s solicitors to progress the sale of the land in Killin with the prospective buyer’s solicitors.</p> <p>The Board raised the following comments/queries</p> <p>The ground plans shown in the appendix don’t seem to be up to date. The DHPS advised that the valuation is based on the plans provided by Ordinance Survey and if the plans are not current, it does not affect the valuation.</p> <p><b>The Board:</b></p>	

	<ul style="list-style-type: none"> <li>❖ <b>Approved to progress the sale with the Association solicitors with the prospective buyer’s solicitors of the sale of the land at Ballechroisk Court, Killin.</b></li> </ul>	
13.	<b>Governance; Ethical Conduct and Notifiable Events</b>	
13.1	<p><b>Notifiable Events</b></p> <p>The CEO presented the report confirming the Notifiable Event to the SHR of the granting of the lease of 22 Montgomery Place to Venachar.</p> <p><b>The Board:</b></p> <ul style="list-style-type: none"> <li>❖ <b>Noted the content of the report.</b></li> </ul>	
13.2	<p><b>Office Bearers Decisions</b></p> <p>No Report</p>	
13.3	<p><b>Annual Governance Review</b></p> <p>The CEO presented the annual review of Schedule of Delegation which was deferred from the August Board meeting.</p> <p><b>The Board:</b></p> <ul style="list-style-type: none"> <li>❖ <b>Approved the adoption of the Schedule of Delegation</b></li> <li>❖ <b>Confirmed that the Schedule of Delegation is kept under review and updated to meet business requirements as and when required and is fit for purpose.</b></li> <li>❖ <b>Noted that the Schedule of Delegation will be included in the suite of documents forming the annual governance review presented to the Board annually in June.</b></li> </ul>	
13.4	<p><b>Review of the Standing Orders</b></p> <p>The CEO presented the review of the Standing Orders report for the amendments to ensure continued effectiveness.</p> <p>The Chair highlighted that the Rules 44.3 regarding members missing 4 meetings was ambiguous regarding whether an apology for a meeting would be classed as a missed meeting.</p> <p>The Board raised the following comments/queries</p> <ul style="list-style-type: none"> <li>• Howard Dales advised that from experience, it is standard that if a Board member misses four meetings regardless of whether apologies have</li> </ul>	

	<p>been received or not, they have missed four meetings and their membership of the Board is cancelled.</p> <p>Discussion took place by the members on whether a statement should be added to the Standing Orders to clarify attendance rules with regards to missing four meetings and giving apologies. After consideration it was agreed that no statement was required.</p> <p>The Chair advised the Board that unfortunately member Graeme Darling has now missed four meetings and no contact has been received requesting a leave of absence. As per Rule 44.3, Graeme will no longer be a member of the Board. The CEO will issue a letter to confirm.</p> <p><b>The Board:</b></p> <p>❖ <b>Approved the adoption of the revised Standing Orders</b></p>	CEO
13.5	<p><b>Recommendations from Committee</b></p> <p>No Report</p>	
13.6	<p><b>New Member Applications</b></p> <p>The GCO advised that there was one new application received and this requires the approval of the Board.</p> <p><b>The Board:</b></p> <p>❖ <b>Approved the new member application number 614.</b></p> <p>The CEO advised that the new member has submitted an application to join the Board and that the Chair and herself will be meeting with the new member on 23 October to discuss joining the Board. Subject to the above the prospective member will be invited to observe the November Board meeting. Background details will be circulated to the Board for information.</p>	CEO
13.7	<p><b>Annual Assurance Action Plan 2022-23 – End of Year Report</b></p> <p>The CEO presented the end of year report for the Annual Assurance Action Plan 2022/23.</p> <p>The CEO advised the Board that any items that are still outstanding will be included in the Action Plan for 2023/24.</p> <p>The Board raised the following comments/queries</p>	

	<ul style="list-style-type: none"> <li>• Very positive report</li> <li>• Good progress has been made.</li> </ul> <p><b>The Board:</b></p> <ul style="list-style-type: none"> <li>❖ <b>Noted the content of the report.</b></li> </ul>	
13.8	<p><b>Confidential - Annual Assurance Statement 2023</b></p> <p>Confidential Report</p>	
14.	<p><b>Chief Executive's Report</b></p> <p>The report provided the Board with an update on key issues, actions, and developments since the last meeting and highlighted the following:</p> <ul style="list-style-type: none"> <li>- RSHA has been invited by SFHA to take part in their event at the Scottish Parliament in February 2023.</li> <li>- Meeting with the Housing Minister has been organised and will take place on 22 November.</li> </ul> <p>The Board raised the following comments/queries;</p> <ul style="list-style-type: none"> <li>• What is involved with planning the Strategy Day event and programme? The CEO advised that this would include looking at the outline agenda for the day. Andrew Faulk noted his interest in being involved.</li> <li>• The Chair advised that part of the day will also include discussion on the role of Venachar and it would be essential that RSHA Board members representing Venachar were involved in agreeing content/programme.</li> </ul> <p><b>The Board:</b></p> <ul style="list-style-type: none"> <li>❖ <b>Noted the contents of the report.</b></li> </ul>	<p>CEO</p> <p>CEO</p>
15.	<p><b>Action Tracker</b></p> <p>The Action Tracker was presented to the Board.</p> <p>The Board raised the following comments/queries</p> <ul style="list-style-type: none"> <li>• Is there any update on the sale of the other piece of land in Killen that was subject to a purchase? The DHPS advised that no further contact has been received from the potential buyer.</li> <li>• Is there an expiry date for the valuation for the piece of land? The DHPS advised he believes so but will confirm and provide update to the Board.</li> </ul>	<p>DHPS</p>

	<ul style="list-style-type: none"> <li>• Good to see successful bid for funding from the Fuel Support for £37k to help our tenants. Well done to Income Maximisation Officer for the work done for the applications. The CEO advised that a further application has been submitted for further funding.</li> </ul> <p><b>The Board:</b></p> <ul style="list-style-type: none"> <li>❖ approved the Action Tracker.</li> </ul>	
16.	<p><b>Attendance at Conference/Seminar or Networking Events:</b></p> <p>Lorna Cameron advised that she attended the Conference on Domestic Abuse which was a very informative event providing a wide range of information including the number of homeless applicants who have been subjected to domestic abuse. Lorna advised that she would circulate the presentations when she receives them.</p> <p>The CEO advised that herself and the DCEO/DFCS attended the SFHA conference on the Housing Bill and Beyond, which inter linked with some of the areas Lorna highlighted from her conference. The CEO advised that the new Housing Bill includes the requirement for organisations to have a Domestic Abuse Policy in place, which RSHA currently has. Also looking at Human Rights to include larger homes, more family homes, and also discussion on the requirements for the larger homes and how this will impact on costs of new supply. .</p> <p>Another key area of discussion was Mid-Market Rent (MMR) with discussions on impact of private sector rent controls, issues of demand and scale. A briefing paper on MMR will be included as background for the Strategy Away Day.</p>	<p>LC</p> <p>CEO/ DCEO/DFCS</p>
17.	<p><b>Any Other Competent Business</b></p> <p>i) The CEO confirmed that Annual Stock Tour has been tabled to take place in April 2024 and suggestions of the areas the Board would like to include on the tour are welcomed. Some suggestions were given to include Southwest area e.g., Killlearn, Croftamie, Kippen and Buchlyvie.</p> <p>The CEO asked if members had any further suggestions to send these to the GCO.</p> <p>Susan Macmillan suggested it would be good to let tenants in the areas know of the stock tour and to include some tenant forum members and also Housing Services Officers for the areas that will be visited.</p> <p>ii) Lorna Cameron submitted her apologies for the next meeting on 23 November.</p>	<p>SMT</p>

	<p>iii) Susan Macmillan highlighted that the latest edition of the Bridge includes the Community plan for Doune.</p>	
18.	<p><b>Review/Reflections of Meeting:</b>  Mark commented that he welcomed feedback. Please email your feedback to Mark Griffiths, <a href="mailto:BoardGriffithsM@rsha.org.uk">BoardGriffithsM@rsha.org.uk</a> Feedback on the new style of Agenda would be particularly welcomed.</p>	ALL
19.	<p><b>Date of Next Meetings</b></p> <ul style="list-style-type: none"> <li>• <b>Board Briefing Session – Finance &amp; Treasury Management</b> – Thursday, 19 October 2023 at 6.30 p.m. – Online only via Zoom</li> <li>• <b>Board Briefing Session – Complaints Handling</b> – Thursday 2 November 2023 at 6.30 p.m. – Online only Via Zoom</li> <li>• <b>Audit and Risk Committee</b> – Thursday, 9 November 2022 at 6.30 p.m. – Online Only via Zoom</li> <li>• <b>Venachar Board of Management</b> – Monday, 20 November 2023 at 4.00 p.m - Online Only via Zoom</li> <li>• <b>Board Meeting</b> – Thursday, 23 November 2023 at 6.30 p.m. – Online Only via Zoom</li> <li>• <b>Group Strategy Day</b> – Saturday 2 December 2023 – Office Boardroom <i>(programme to be confirmed)</i></li> </ul> <p>The Chair thanked the Board for their attendance and closed the meeting at 8.00 p.m.</p>	

Chair’s signature .....