

**MINUTE OF GWAH MANAGEMENT COMMITTEE MEETING HELD ON TUESDAY 15 JUNE 2021
AT 6:00 PM, VIA VIDEO CONFERENCE**

PRESENT:

Anila Ali
Joe Heaney (Chairperson)
Nina MacNeill
Joginder Makar
Susan Mosedale
Billy Robertson
Yushin Toda

ATTENDING:

Elaine Travers, Chief Executive
Iain Nicholl, Corporate Director
Daniel Wedge, Technical Director¹

APOLOGIES:

Anne Campbell

LEAVE OF ABSENCE:

OBSERVERS:

WELCOME

- 1.0 The Chairperson noted apologies, introduced and welcomed all Committee members to the meeting. The general interest of Tenant Members, and GWEn service users, along with the specific interests of Elaine Travers and Susan Mosedale as GWEn Board Members were noted. Members were mindful of their responsibilities as Trustees, accordingly, the Secretary confirmed it was appropriate that Members did not withdraw from the meeting. The business was reordered to facilitate presentations from Roger Willey (ACS Risk Managing Director) and Kevin Booth (Partner, Alexander Sloan Auditors); both of whom were warmly welcomed by Members.

CORPORATE

2.0 Minutes

2.1 Management Committee Meeting: 18 May 2021

2.1.1 Adoption of Minute

The minute of the meeting was unanimously accepted as a correct record, without amendment; proposed by N MacNeill and seconded by S Mosedale.

2.1.2 Matters Arising

Item 5.1 ARC (End of year) Performance Report: Revisions

Report No. 1 was considered. Members noted low-risk data variations to GWAH end of year performance report, and were reassured that the ARC submission to the SHR was not affected by these revisions.

Item 5.4 Homeless Letting quotas

Report No.2 was considered and the bench-mark data noted.

Item 6.1 Health and Safety Compliance: ACS Audit Assurance

Report No.3 was introduced, with Professor Roger Willey providing narrative to H&S within the RSL sector, referencing the legal framework and best practice, the collective responsibility of the Management Committee for leadership and direction on H&S management, and the evolution of the H&S Control Manual (HSCM) as a robust reference source for assisting compliance. An overview of the extensive 2-yearly H&S audit across 20 headline areas was then provided, with Professor Willey noting a "very good level of compliance at GWAH (76/79=96%), with the three partial conformance matters rectified very quickly." A MC member commented that this context was helpful, and, in conjunction with access to the full audit report and an overview of the HSCM, in addition to provision for influencing the training and induction programmes, there was general consensus over the H&S

¹ Items 1-3.2; 4.4 and 5.0

compliance culture within the association. Members thanked Professor Willey for his informative presentation; noted the availability of H&S training via ACS; and welcomed the separate expert advice in relation to the Notifiable Event and H&S validation audits.

3.0 Governance

3.1 Execution Of Documents

There were none

3.2 Registers: Compliance Reporting

Report No. 4 was considered, with reporting against NE 1003649 noted, and arrangements for the reporting of NEs 22132 and 22167 confirmed in line with standing orders and delegated authorities. NE Report 1004349 was then considered, with Members acknowledging recent updates to the Action Plan, noting completed risk management training; imminent confirmation of a date for NE training; scheduled meeting with the SHR; and end of June timescale for independent NE governance report. A summary of the Office Bearer meeting with the Project Team was then presented, with MC Members endorsing both the preference for the lowest risk comprehensive replacement option, for delivery in conjunction with other planned investment works; and the accompanying indicative delivery plan, subject to detailed development, easing of covid/lockdown restrictions and successful procurement. Moving to the summary of the ACS H&S audits, Members welcomed compliance and recommendations in the respective areas of asbestos and legionella, and acknowledged imminent Office Bearer meeting to facilitate scrutiny and action planning; with further reporting on the NE in due course.

There were no data breaches or payments and benefits to report, and planned reporting against the SAR, FOI and EIR Registers in August was noted.

3.3 Governance Strategy Compliance

Report No.5 was considered, with Members noting strong performance against the governance performance indicators, in the context of covid logistical challenges. In response to queries, it was confirmed that share membership was £1.00 irrespective of membership category; and the process for the election of MC Members at the 43rd AGM was confirmed.

3.4 Code of Governance Rule 68 Compliance

Members considered Report No. 6, noting performance and compliance as confirmed by the Corporate Director and verified by the Secretary. A further review of the governance documents during the Committee Plan 2021/22 was confirmed to ensure compliance with the recently revised SFHA models.

3.5 Corporate Year End Compliance

Report No.7 was considered, with Members recognising strong performance in the context of the logistical challenges of covid.

3.6 Committee Plan: Performance 20/21 & 21/22 Draft

Member considered Report No.8, with Members noting 2020/21 progress and performance. The draft plans and PIs for 2021/22 were adopted, subject to confirmation post recess, and with the training plan to be further developed in line with the NE review and regulatory engagement.

3.7 Engagement Plan 2021/22: Compliance

Report No.9 was considered, with Members noting actions to date, and approving compliance plans as appropriate and proportionate.

3.8 Community Award Ratification

Members noted deferment to encourage additional nominations.

3.9 Scottish Government Consultation: SSHC Review
Report No.11 was considered, with Members invited to register interest in contributing to the review of the SSHC.

4.0 Finance

4.1 Major Repairs Fund Strategy

Members considered Report No.12, and in the context of the earlier discussion of the annual accounts, were satisfied there was sufficient provision to fund the Major Repairs Strategy.

4.2 Financial Plan Medium Term

Report No.13 was considered and the regulatory submission was approved unanimously. Members noted the increase in turnover and asset values aligned to development activity, and the associated reduction in cash due to the planned front funding of the Dover Street development. Members were satisfied of sufficient funds for reserves.

4.3 Loan Portfolio Return

Members considered Report No.14, noting low interest rates, covenant compliance and unit security.

4.4 Annual Accounts: Adoption

Report No 15 was considered, with Kevin Booth presenting the annual accounts in some detail, and noting the following in particular:

1. Reduced operating costs (p12) reflecting covid-impact on reactive and cyclical repairs;
2. Significant variation in other comprehensive income (p12) following negative actuarial valuation of the pension scheme.
3. Another year of strong financial performance; a very healthy balance sheet and surplus; and a strong position to weather the financial impact of the pandemic and other external influences.

Kevin Booth talked through the Management Letter and key audit risks, with Members noting there were no adjustments to the accounts and assumptions applied were appropriate. The recommendations associated with variations in the financial controls were accepted, with the Corporate Director confirming a strengthening of procedures to reflect.

Members welcomed the clean audit report, and recorded their thanks to Kevin Booth, and Alexander Sloan, for delivering the audit within a tight timeframe in these ongoing unusual circumstances. The letter of representation was then considered, with Members confirming full disclosures, and confirming also the allocation of the GWEn charitable donation to the GWHA community fund in furtherance of the association's charitable objectives. The accounts were unanimously approved, as formally proposed by J Heaney and seconded by J Makar; with associated signing² of the accounts and letter of representation by J Heaney, N MacNeill and J Maker.

Kevin recorded thanks to Iain Nicholl and the corporate team for their diligence and assistance with the audit.

4.5 Debt Recovery Report

Members considered Report No 16, noting former tenant and rechargeable repairs performance and trends, and acknowledging plans for the issue of delayed rechargeable repair invoices in Q2 2021/22. The write offs, and the proposed enhanced reporting and PIs for 2021/22 were then approved; with Members reassured of the focus on advance payment to avoid rechargeable repair debts, and likewise that debts were pursued and resurrected where practicable.

² Via DocUsign

- 4.6 LIBOR Transition
Report No.17 was considered, with Members acknowledging the planned amendment to current loan agreements to reflect the industry wide transition from LIBOR to SONIA.

SERVICES

5.0 Property Services

- 5.1 Major Works & Investment Policy
Report No 18 was considered, with Members approving the Major Works and Investment Policy, taking cognisance of the proposed review period, initiatives, compliance, risk and equalities impact.

- 5.2 Procurement Report:
SVT Fire Safety Works
Report No.19 was considered, and the direct award under provisions of the response repairs contract Lot 3 was acknowledged, in the context of regulatory compliance review, procurement strategy, budget and delegated authority. Members approved the amendment to the Procurement Guide to enable routine application of the regulatory provision for contract award / appointment without competition following unsuccessful advertised procurement.

OTHER BUSINESS

6.0 Any Other Urgent Business

- Partnering Opportunity
Members noted potential opportunity to be explored in line with Corporate Strategy, and subject to due diligence, compliance with strategic principles and further reporting to MC.

7.0 Items For Future Agendas

- Insurance Report – Procurement – 23/6/21 (Pre AGM)

8.0 Date Of Next Meeting

- 23 June 2021 Pre AGM MC, 5.30pm

CLOSE