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WENDY RIORDAN ON **REDACTED PERSONAL DATA**



**West
Granton**

Housing Co-op

sustaining and championing the co-operative way

* The Committee meeting was preceded with a 1 hour training session for Committee members formulated and delivered by Ahsan Shah & Jennifer Queripel of May Murray LLP regarding the Annual Assurance Statement and the role of Committee (Governing Body) assuring themselves that they comply with the regulatory standards and requirements and/or set out an action plan in any areas where they do not fully comply. This training session provided overview and further details on Regulatory Standards 1 and 2.

Committee of Management

Minutes of Meeting – 18th August 2021

Present:

Wendy Riordan (Chair)
Marilyn Dickson (Treasurer) – *via Zoom*
Elizabeth Robertson
George Thomson
Amanda Aitchison
Colin Fraser
Donna Anderson

In attendance:

Larke Adger (CEO)
David Mills (Governance & Compliance Manager)

Guests:

Erin Mullen (Prospect Community Housing) – *via Zoom*
Mark Ewing (TC Young) – *via Zoom*

1) APOLOGIES:

Lorna Brown (Vice Chair)
Joe Moir
Jon Douglas

2) MINUTES OF MEETING 21st July 2021

The Minutes of the meeting held 21st July 2021 were approved by Committee.

3) MATTERS ARISING FROM THE MINUTES

There were no matters arising from the minutes. All were passed by Committee.

4) DECLARATIONS OF INTEREST

There were no declarations of Interest stated during the meeting.

5. FINANCE & ADMINISTRATION

5A) Cash in the Bank

All cash balances across the 5 x WGHC bank accounts were presented and a summary total provided. There was a nominal increase of £1k from the figure reported to Committee in July. Total = £1.75million.

- **Committee noted the report.**

5B) Presentation of 1st Quarter Management Accounts.

(Erin Mullen, Prospect Community Housing – *via zoom*)

Appendix 1.

Erin talked Committee through information contained within Appendix 1 – Income, Operating Costs, Capital Expenditure, Loan Covenants, Financial KPIs, Statement of Comprehensive Income, Statement of Financial Position and, finally, a Statement of Cash Flow. The report identified WGHC to be in good financial health.

A Committee member questioned a decrease of £38k since March 2021 due to component replacement expenditure being offset by the quarterly depreciation charge. Erin re-explained this element of the report in a less jargonistic fashion which the Committee members appreciated and facilitated better understanding.

- **Committee noted the 1st Quarter Management Accounts.**
- **Committee / CEO thanked Erin for her attendance at the meeting.**

Erin Mullen left the meeting after this agenda item.

5C) Payment Card Industry Data Security Standard

PCI DSS is the worldwide Payment Card Industry Data Security Standard that was set up to help businesses process card payments securely and reduce card fraud. WGHC are audited annually by 'Worldpay' to assess compliance with the standard. The Governance & Compliance Manager carried out the assessment with Worldpay in early August and the CEO confirmed that **WGHC are fully compliant**. The next assessment for our compliance check is due on 10.08.22.

- **Committee noted WGHC's compliance with PCI DSS**

5D) Santander 90 day notice bank account

Committee of Management are formally notified that the Governance & Compliance Manager has now been added as an authorised signatory to WGHC's Santander 90 day notice bank account.

This means there are now 2 authorised signatories for this account, namely: The CEO and the Governance & Compliance Manager.

- **Committee noted the report on the system of internal financial controls;**

6) Governance

6A) Presentation of legal advice to Committee regarding proposed changes to WGHC rules. (Mark Ewing, TC Young Solicitors – *via Zoom*)

WGHC are required to adopt the 2020 Model Rules. Committee are reminded that the 2020 Model Rules have been approved as meeting the Scottish Housing Regulator's constitutional requirements.

Following Report 6f in the July 2021 Committee reports, Committee received legal advice on the proposed changes. Mark Ewing presented detailed information regarding the proposal to Committee over a 50 minute presentation.

- **Committee noted the legal advice received from Mark Ewing of TC Young.**
- **Committee considered the changes and advised the CEO to make amendments as necessary and advise the membership accordingly.**
- **Committee approved the proposed changes having carried out their due diligence.**

Mark Ewing left the meeting after this agenda item.

6B) CEO Annual Appraisal

Committee are advised that the CEO had her annual appraisal carried out with the Staffing Sub Committee on 28th July 2021. A 360 Appraisal Report was used. This involved surveying all Committee Members and Staff on the CEO's performance. The work was carried out by EVH and a copy of the results were given to each member of the Staffing Sub.

The CEO also completed her own individual appraisal form which was shared with the Staffing Sub. The Staffing Sub Committee would like the CEO to continue to be subject to a 360 Appraisal every year. The Staffing Sub Committee declared they were very satisfied with the CEO's performance; and confirmed she continues to be effective in her role.

- **Committee noted the completion of all WGHC staff annual appraisals.**

6C) Amendments to the WGHC approved Contractors, Consultants & Suppliers list

The CEO sought Committee approval to appoint 17 new contractors, consultants or suppliers to the list. Further, approval was sought to remove 4 who would no longer be utilised.

A Committee member questioned whether one of the additional companies listed was a 'like-for-like' replacement for a company that was being removed. This was confirmed as being the case.

- **Committee approved the addition of 17 companies to the list**
- **Committee approved the removal of 4 companies from the list**

6D) Secretary's Annual Report to Committee

At the last Committee Meeting before the AGM, the Secretary must confirm in writing to the Committee that Rules 58 to 63 have been followed or, if they have not been followed, the reasons for this. The Secretary's confirmation or report must be recorded in the minutes of the Committee Meeting."

Rules 58 to 63 cover keeping proper minutes, registers and the execution of documents and the WGHC seal. Rules 64 to 69 cover the requirements for financial accounts. The CEO is the company secretary and confirms that:

- the requirements of rules 58 to 63 and rules 64 to 69
- have been followed during the financial year 2020-21 and to the date of this meeting

Committee noted the Secretary's Annual Report

6E) Approval to propose Chiene & Tait for appointment at the AGM

Rule 68.1 states that each year, WGHC must appoint at the AGM, a qualified auditor.

In 2020, Committee approved the engagement of Chiene & Tait to be our financial auditor for 3 years, commencing the year ending 31st March 2021.

- **Committee approved the appointment proposal for Chiene & Tait at the 2021 AGM (to audit 2022 accounts and produce financial statements)**

6F) Governance & Compliance Report

The G&C Manager has compiled and submitted: Quarterly statistical return to OSIC (Office of the Scottish Information Commissioner), Quarterly statistical return to Scottish Housing Regulator (mini-ARC), Quarterly Performance Report format review and submission and the Quarterly Complaints Report review and submission.

The G&C Manager confirmed that WGHC have not received any FOI requests or SARs during the past month and that no data breaches or SHR notifiable events have been reported or recorded. The G&C Manager spent time discussing the Annual Assurance Statement preparatory works (linking with the training session provided by May Murray LLP prior to the Committee Meeting)

- **Committee noted the report.**

6G) Annual Assurance Statement Session

The CEO and Governance & Compliance Manager talked Committee through the Annual Assurance Statement 'evidence bank' workbook (linking back to the Committee training session provided prior to the meeting by May Murray LLP) and further discussed SHR regulatory standards 1 and 2 demonstrating the electronic workbook tool that is being used to compile the evidence bank and declare WGHC's Annual Assurance Statement

- **Committee noted the report and evidence presented via the AAS workbook presentation.**

6H) Quarterly Performance Report (Appendix 2)

The CEO presents the first quarterly Performance Report for the year 2021-22.

A Committee member asked questions regarding 'alterations' to WGHC properties and whether the letter sent earlier in the year regarding this was to all tenants, or only those that had been identified as having made alterations without seeking permission to do so. It was pointed out to Committee that the letter was generic and sent to all tenants. Committee questioned if there had been many alterations carried out without permission during "lockdown". It was confirmed there had been a number and retrospective permission had since been granted.

- **Committee noted the report**

6I) Use of Company Seal and Memberships

The company seal was used to certify two new memberships:

- Member 753 and Member 12.

There has been one termination of membership since the last report:

- Member 33.

- **Committee noted the report.**

6J) Health & Safety Report

The Senior Management Team held their bi-monthly Health and Safety Committee and there have been no health and safety incidents to report since the last meeting.

- **Committee noted the report.**

6K) Members required to Stand Down and Re-Election

In accordance with rule Rules 35.1 and 35.2, the three longest serving members since the date of their last election must retire this year. They can either retire at the end of the AGM or can retire beforehand and stand for re-election. The retiring Committee Members should be those who have served longest on the Committee since the date of their last election. The 3 members who must retire are:

- George Thomson (last re-elected 2018)
- Jon Douglas (last re-elected in 2018)
- Marilyn Dickson (last re-elected 2019)

Under Rule 35.4 all 3 Committee Members must retire but can stand for re-election without having to be nominated.

Rule 33.6 states that the Committee must satisfy itself that any Committee Member seeking re-election after serving a 9 year or more continuous period, can demonstrate his/her continued effectiveness as a serving member.

George Thomson and Marilyn Dickson are both up for re-election this year; both have served 9 years or more in a continuous period. Having carried out their individual performance reviews in 2020-21 (and confirming both Members completed an additional assessment form relevant to having served 9 years or more) the Chairperson declares to Committee she is satisfied that both George Thomson and Marilyn Dickson have demonstrated their continued effectiveness as serving members. At the September Committee Meeting, all office bearers will be appointed.

- **Committee noted the report.**

7. AOCB

A) A member questioned as to why the local Prentice Centre was not doing much in the way of activities for younger local residents as 'other' local centres have provided summer activity programmes. The Chair and Member GT will be attending a meeting with the WGCT (Prentice Centre) in mid-September to discuss this matter and explore opportunities for joint working.

B) A member asked about the choice of vinyl flooring likely to be used in the Gnd Floor WC refurbishment programme. This led to a lively discussion on types and styles of vinyl. The outcome was that a 'smooth' finish was preferable to a textured finish.

C) Various Committee members raised the issue of maintenance of both roads and pavements – indicating volume of weeds and cracks etc. The CEO advised further estate inspections would be implemented, along with remedial actions but that the likelihood of the Council considering these as essential works during the current pandemic are unlikely.

D) Various Committee members raised issues with the standard of workmanship, the length of time and that some houses still required painting within Area 1. The CEO is to address concerns with the Maintenance Manager.

8. Date of next Committee Meeting

It is proposed the next meeting be held on Wednesday, 15th September 2021 at 6.30pm

- **Committee approved the next Committee Meeting to be on Wednesday 15th September 2021 at 6.30pm. Committee were reminded to attend the Boardroom 1 hour earlier to facilitate Committee training delivered by Governance Consultants, May Murray LLP.**

Signed: **REDACTED PERSONAL DATA**

Date: 15 September 2021

Chairperson

NB: Committee Board Papers available upon request, contact our office