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**COLIN FRASER ON REDACTED PERSONAL DATA**



## **Committee of Management**

### **Minutes of Meeting – 17<sup>th</sup> August 2022**

**Present:** Colin Fraser  
Jim Hemphill  
Stacey Powch-Scott  
George Nicol  
Elizabeth Robertson  
Amanda Aitchison  
Wendy Riordan (CV)

**In attendance:** Larke Adger (CEO)  
David Mills (COO)

#### **1. APOLOGIES:**

Donna Anderson  
Joe Moir  
George Thomson

#### **2. MINUTES OF MEETING 20<sup>th</sup> July 2022**

The Minutes of the meeting held 20<sup>th</sup> July 2022 were **approved** by Committee.

#### **3. MATTERS ARISING FROM THE MINUTES**

There were no matters arising from the previous minutes.

#### **4. DECLARATIONS OF INTEREST**

There were no declarations of Interest.

## 5. GUESTS, VISITORS, OBSERVERS

- Erin Mullen from Prospect Community Housing Association acting as WGHC's financial agent (outsourced)

## 6. CASH IN BANK

All cash balances across the 5 x WGHC bank accounts were presented by the CEO and a summary total provided, which stood at £1.48million. There was an increase in the sum of almost £67k from the figure reported to Committee in July. The CEO sought authorisation from Committee with regard to moving £200k from the 95 day notice Santander account to RBS. The CEO informed Committee of planned component replacement spend in the order of £500k. Having access to £200k will help WGHC with liquidity.

- **Committee noted the report.**
- **Committee approved the transfer of £200k from Santander to RBS**
- **Committee noted the planned component replacement forecast spend**

## 7. 1<sup>st</sup> QUARTERLY MANAGEMENT ACCOUNTS PRESENTATION

Erin Mullen joined the meeting, via MS Teams, at 18.37hrs

**Appendix 1** was presented to Committee and headline results of the first quarterly management accounts presented to Committee. Cash balances have increased by £75k since March 2022. It was reported that the Statement of Financial Position remains strong with net assets having increased by £82k at 30 June 2022. Net assets are the value of total assets less liabilities. They have increased as a result of the increase in cash, as well as movements in debtors and creditors, including the release of HAG and repayment of loan capital. It should be noted that investment in properties is being offset in the accounts by depreciation.

- **Committee noted the quarterly management account report**
- **The Chair thanked Erin for the presentation on behalf of the Committee**

Erin Mullen left the meeting at 18.52hrs

## 8. 1<sup>st</sup> QUARTERLY PERFORMANCE REPORT PRESENTATION

The COO presented the first quarterly performance report (**Appendix 2**) to Committee. Information regarding voids, re-lets, rent arrears, repairs and maintenance, complaints, ASB and performance against benchmark KPIs were discussed in detail with Committee members constructively challenging the COO with regard to performance. Specifically, questions relating to sections 1.2, 1.3, 1.4, 1.6 and 1.7 in which members asked of staff "what measures were being put in place to improve performance within the areas of re-lets, ASB and what else could be done, in the future, to prevent tenants leaving tenancies with high levels of rent arrears. It was noted that WGHC had raised legal action for debt recovery in 3 of the noted cases.

- **Committee noted the report**
- **Committee have asked for future information on outcomes for both ASB and that of neighbour disputes**

## 9. ANNUAL DATA PROTECTION STATEMENT

Each month, the COO presents a Governance and Compliance report to the governing body which includes a GDPR update. Our financial auditors recommended collating the monthly information into an annual statement. The COO presented the first annual data protection statement to Committee. The following statistics were reported:

- FOISA / EIR requests = 2.
  - Subject Access Requests = 0.
  - Data Beach = 0.
  - Notifiable Events = 4.
- **Committee noted the report**

## 10. COMMITTEE ANNUAL REVIEW POLICY

Responsible for practicing collective leadership by setting and achieving strategic objectives, the Management Committee need a mechanism by which it can review its performance and ensure that members acquire and continue to develop the necessary skills and knowledge which support individual and collective effectiveness. This is achieved through the annual review process.

The new policy (**Appendix 3**) provides the framework for these mechanisms. It came about from Committee's Training Workshop Day on 5<sup>th</sup> July where Members discussed their annual review process with Governance Consultants, May Murray LLP.

- **Committee approved the updated Committee annual review policy**

## 11. PCI DSS COMPLIANCE AUDIT / ANNUAL DECLARATION

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. PCI DSS is intended to protect sensitive cardholder data and is all about how we process and store this data. This is relevant to WGHC because we have tenants who use debit cards to pay their rent. WGHC subscribe to Worldpay's Safer Payments Plus programme which ensures that our annual assessment is done correctly. The Chief Operating Officer carried out the assessment with Worldpay on 5<sup>th</sup> August 2022 and the CEO confirms that WGHC are fully PCI DSS compliant.

- **Committee noted the report and annual compliance statement**

## 12. 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 59 to 64 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 59 to 64 cover keeping proper minutes, registers and the execution of documents and the WGHC seal. Rules 66 to 68 cover the requirements for financial accounts.

**The CEO is the company secretary and confirmed that:**

- the requirements of rules 59 to 64
- and rules 66 to 68

have been followed during the financial year 2021-22 and to the date of this meeting

- **Committee noted the report**

### **13. ANNUAL ASSURANCE STATEMENT: SELF-ASSESSMENT**

The CEO and COO regularly undertake preparatory works and evidence gathering in support of submitting its Annual Assurance Statement for 2022. The Annual Assurance Statement is required by the Scottish Housing Regulator and is due for submission by 31<sup>st</sup> October each year. Over the next 12 months, this will be a running agenda item. Relevant evidence will be discussed and presented to Committee.

- **Committee noted the report**
- **Committee approved this as a running agenda item**
- **Committee voted and decided not to have an AAS working group**

### **14. MEMBERS TO STAND DOWN PRIOR TO 2022 AGM**

In accordance with rule Rules 36.2 and 36.4, the three longest serving Committee members since the date of their last election must retire before each AGM. The rules allows them to stand for re-election.

As there are 9 fully elected members, 3 members are required to stand down. Under Rule 36.4 if a Committee Member retires from the Committee on or before the date of the next AGM, that Committee member can stand for re-election without being nominated. 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:

- Donna Anderson (last re-elected 2017) – Volunteered for re-election
- Amanda Aitchison (last re-elected in 2016) – Volunteered for re-election
- Colin Fraser (last re-elected 2020) – Volunteered for re-election

In accordance with rule Rules 36.3, Committee Members must also retire if they have been co-opted onto the Committee under Rule 39.1 or have filled casual vacancies under Rule 38.

This meant that Wendy Riordan had to retire before the 2022 AGM on 5<sup>th</sup> September 2022.

- **Committee noted the report**
- **Committee accepted the Chair's assurance that 2 members in excess of 9 years' service had continued to demonstrate their effectiveness serving the Committee**
- **It was noted that all Committee members had completed their annual review with the chair and governance consultants, May Murray LLP in attendance. The office bearers with May Murray LLP in attendance carried out the chair's review.**

## **15. CHIENE & TAIT TO BE RE-APPOINTED AT THE AGM**

Rule 69.1 states that:

*“Each year the Co-operative must appoint, at a general meeting of the Co-operative, a qualified auditor to audit the Co-operative’s accounts and balance sheet.”*

Committee approved the engagement of Chiene & Tait to be WGHC’s financial auditor for 3 years commencing 31<sup>st</sup> March 2021. Following another successful financial audit, Committee were asked to approve that Chiene & Tait are appointed at the 2022 AGM to carry out the 2023 financial audit.

- **Committee approved the decision to propose the re-appointment of Chiene & Tait at the 32nd AGM scheduled for 05<sup>th</sup> September 2022.**

## **16. GOVERNANCE & COMPLIANCE REPORT**

The COO presented his governance and compliance report to Committee.

- FOISA / EIR Requests since last meeting = NIL
- Subject Access Requests since last meeting = NIL
- Information Data Breaches since last meeting = NIL
- Open Notifiable Events with SHR = NIL

Committee asked questions regarding the recent fire at GMB03, specifically, regarding insurance and how long the property is likely to be empty and at what cost. Committee were advised the Zurich Insurance / Loss Adjustor had given approval for WGHC to seek quotations for remedial works and this would be reported back to Committee in due course. The property is likely to remain unavailable for relet for another 6-8 months.

- **Committee noted the report.**

## **17. PRENTICE CENTRE – FUNDING PAYMENT TO FACENorth**

To ask Committee for permission to ask the Prentice Centre for the returned grant funding amount of **£83.25** to be donated to FACENorth instead of coming back to WGHC.

- **Committee approved the payment of £83.25 to FACENorth.**

## **18. PROCAST – APPROVAL OF CONTRACT AWARD**

Committee considered the PROCAST proposal/quote, the impact of the spend, the requirement for the works, asked the CEO/COO relevant questions, and if satisfied, approve the spend and subsequent award of the contract to PROCAST.

In the 30 year plan presented to Committee in February 2022, Committee were advised that this year, WGHC were due to carry out the following works:

- Bathroom Replacement Works in Area 2 (Granton Mill)
- Boiler Replacement Works in Area 5 (West Pilton Bank)
- Electrical Testing across the stock (rolling programme of 80-100 properties per year)
- External Painterworks

The budget set aside for these works was £660k. The costs for one external painterwork came in well above the budgeted £660k. This was due to high inflation and recent economic conditions affecting materials and the labour market. The CEO therefore proposed the

external painterworks be removed from this financial years programme of work and split over the forthcoming 2/3 financial years to make it more affordable.

- **Committee approved the appointment of PROCAST and value of works at quoted amount of £541k (inc. VAT)**
- **Committee approved the addition of PROCAST to the approved contractor / supplier list.**
- **Committee approved the removal of painterworks from this years programme of planned maintenance due to inflated costs**
- **Committee agreed the postponed painterworks should be implemented in stages over the next 2-3 financial years**

## **19. MCGILL FACILITIES MANAGEMENT – IN ADMINISTRATION**

Committee were advised that McGill were not providing services to WGHC after recent news reports indicated they had applied to go into administration.

As an emergency measure, the CEO appointed Lothian Gas on a temporary basis. The temporary contract is in place until 31<sup>st</sup> March 2023. Between now and then, WGHC must undertake a tender exercise to appoint a new contractor moving forward.

- **Committee noted the news report regarding McGill FM applying to go into administration**
- **Committee approved the decision to appoint Lothian Gas as an interim replacement contractor (updating the contractor / supplier list accordingly)**

## **20. COMMUNITY EVENT DAY**

To date, progress on arrangement for the Community Event Day have been slow. One of the working group members has resigned from the Committee. Due to time constraints, it has been proposed to postpone the event from November 2022 until Spring/Easter 2023.

- **The CEO confirmed staff would take over the organisation for this event**
- **Committee agreed/voted to spend more time on this event at a future Committee meeting**
- **A Committee member (AA) noted her interest should it be decided another working group was required in the future. Given lack of availability from other members, this was deemed unlikely.**

## **21. APPEAL #1**

New information had been presented which rendered appeal #1 (Appendix 4) no longer necessary .

- **Committee noted the report**

## **22. APPEAL #2**

Appendix 5 was submitted to Committee to consider. A previous decision had been made by a WGHC Housing Officer to refuse permission to a tenant wishing to keep a dog within a flat tenancy within the FQ development because the conditions of the title deeds do not allow dogs to be kept (with the exception of assistance dogs). The decision had been

reviewed by the COO with the decision being upheld. Consequently, the tenant submitted an appeal to Committee for consideration.

- **After much discussion and deliberation, Committee unanimously agreed to grant permission for the tenant to keep her ‘therapy dog’ within the flatted development irrespective of development burdens and the clauses within the signed SSTA. The decision was evidence based taking into account the Equality Act, guidance from Assistance Dogs UK and exceptional medical circumstances supported by a GP letter.**
- **Committee indicated that the decision would be reviewed in the event of any report of the dog causing nuisance or distress or any other breach of the tenancy agreement**
- **Committee instructed the CEO to make the tenant aware that the decision was only relevant to the current dog. If the dog were to pass, the tenant would not have automatic right to replace with another dog.**

### **23. AMENDMENT TO THE APPROVED CONTRACTOR LIST**

An updated Approved Contractor / Supplier (Appendix 6) was presented to Committee for approval.

Corstorphine Roofing and Building Ltd and **PRO**Cast were added.  
Saltire Roofing Ltd were removed.

- **Committee approved the addition of 2 contractors listed above**
- **Committee approved the removal of 1 contractor listed above**

### **24. HOUSING MANAGER APPOINTMENT**

Following the recent advertisement, selection and recruitment process carried out by the interview panel (CEO, COO, Maintenance Manager with support from EVH) a new Housing Manager (Grade 8) has been appointed. Mr. Donald Martin commences employment with WGHC on Tuesday 20 September 2022.

- **Committee noted the report**

### **25. MEMBERSHIP & USE OF THE COMPANY SEAL**

There were no commencements of membership since the last meeting. There was one cessation of membership. **Membership number 459**. The company seal has not been used since the last Committee meeting

- **Committee noted the report**

### **26. HEALTH & SAFETY REPORT**

There were no Health & Safety incidents to report since the last meeting.

- **Committee noted the report**

## 27. ANY OTHER COMPETENT BUSINESS

Committee were reminded of the Annual Strategy Day – 30<sup>th</sup> September 2022 at the Caledonian Hotel, Edinburgh. Further details to be provided to Committee in due course.

- **Committee noted the report**

## 28. DATE OF NEXT COMMITTEE MEETING

It was proposed the next meeting be held on Wednesday, 21<sup>st</sup> September 2022 at 6.30pm. Doors will open at 6.00pm for Committee to chat / network and have refreshments prior to the formal meeting start.

- **Committee approved the next Committee Meeting to be held on Wednesday 21<sup>st</sup> September 2022**

Signed **REDACTED PERSONAL DATA**

Date: 21<sup>st</sup> September 2022

**Chairperson**

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

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