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COLIN FRASER ON **Redacted Information**



# WGHC

Our tenants are paramount in everything we do

## Committee of Management

### Minutes of Meeting – 21<sup>st</sup> August 2024

**Present:**

Colin Fraser	(Chair)
Wendy Riordan	(Vice Chair)
Jim Hemphill	(Vice Chair)
George Thomson	
Liz Stewart	
Liz Robertson	
Morag Orr	
Lynn Jameson	
Amanda Aitchison	
Stephanie Wilson	
Cameron Durance	
Alan Lamont	

**In attendance:**

Larke Adger	(CEO)
David Mills	(COO)

#### 1. APOLOGIES

NIL – Full Committee Attendance

#### 2. MINUTES OF MEETING 17<sup>th</sup> July 2024

The Minutes of the meeting held 17<sup>th</sup> July 2024 were **approved** by Committee.

- **CF Proposed / JH Seconded / Committee approved the minutes**

#### 3. MATTERS ARISING FROM THE MINUTES

There were NIL matters arising from the minutes.

- **Committee noted the report**

#### 4. DECLARATIONS or NOTES OF INTEREST

Stephanie Wilson declared an interest under item 17 of the report.

#### 5. GUESTS, VISITORS, OBSERVERS

- ❖ Emma Laycock (Co-ops UK), [virtually via MS Teams](#), re: Presenting the Committee Annual Appraisals Report
- ❖ Erin Mullen (Prospect Community Housing Association, acting as WGHC financial agent), [virtually via MS Teams](#), re: Presenting the 1<sup>st</sup> Quarterly Management Accounts
- ❖ Dr. Ross Morris (Scotland's Housing Network), [in person](#), re: Presenting Performance Analysis against other RSLs for 2023-24

#### 6. PRESENTATION OF COMMITTEE'S ANNUAL APPRAISAL REPORT

[Emma Laycock \(Co-Ops UK\) joined via MS Teams, at 18.16hrs](#)

**Appendix 1** was presented to Committee by Emma.

- ❖ Part 1 constituted background information, rationale for appraisal, the process and expected outcomes.
- ❖ Part 2 consisted of 8 x Report Recommendations.
- ❖ Part 3 constituted statement of assurance of Committee effectiveness.

AL asked a question regarding the 'notes' section on Committee reports:

- a) To help explain the purpose of the section of the report
  - b) To act as a future training aid
- 
- **Committee noted the report. Emma was thanked for her presentation**
  - **7 of the 8 x Report Recommendations were approved by Committee (1, 2, 3, 4, 5, 7 and 8) Recommendation 6 was altered on request to ensure that in the future, summary information is provided to better signpost Committee to specific elements of financial or information intensive reports**
  - **Committee noted the statement of assurance of Committee effectiveness**

[Emma Laycock left the meeting at 18.28hrs](#)

#### 7. 1<sup>st</sup> QUARTERLY MANAGAMENT ACCOUNT PRESENTATION

[Erin Mullen \(Prospect Community Housing Association\) joined via MS Teams, at 18.31hrs](#)

**Appendix 2** was presented to Committee by Erin.

- ❖ Quarter 1 income and surplus were discussed and declared
  - ❖ Gross Rent Arrears and Void Loss were discussed and declared
  - ❖ Cash and Deposits were declared along with loan covenants
  - ❖ The statement of comprehensive income was discussed and declared
  - ❖ The statement of financial position was discussed and declared
  - ❖ The statement of cash flow was discussed and declared
- 
- **Committee noted the report. Erin was thanked for her presentation**

[Erin Mullen left the meeting at 18.40hrs](#)

## 8. 1<sup>st</sup> QUARTERLY MANAGEMENT ACCOUNT PRESENTATION

Dr. Ross Morris (Scotland's Housing Network) attending the meeting, at 18.42hrs

Dr. Ross Morris shared the SCN performance analysis presentation with Committee. The presentation declares WGHC performance compared to a similar peer group and the mean Scottish average. The report included items such as:

- ❖ How long it takes WGHC to complete an emergency repair
- ❖ How long it takes WGHC to relet an empty property
- ❖ Our rent arrears levels
- ❖ How many evictions and abandonments we have had
- ❖ Tenant Satisfaction levels

- **Committee noted the report. Ross was thanked for his presentation**

Dr. Ross Morris left the meeting at 19.06hrs

## 9. CASH IN BANK (INFLATION & INTEREST RATES)

All cash balances across the 5 x WGHC bank accounts were presented by the CEO and a summary total provided, which stood at £884,497. There was a decrease in the sum of £250k from the figure reported to the Committee in July, previously reported at £1.135million. This figure was because of component replacement spend.

Inflation was reported at 2.2% (2.0% in the previous month) and interest rates were maintained at 5.00%. As requested by Committee, the CEO presented information on interest paid and balances of the 5 loans WGHC has with the Nationwide Building Society.

- **Committee noted the report**

## 10. 1<sup>st</sup> QUARTERLY PERFORMANCE REPORT

**Appendix 3** was presented to Committee by the COO. The COO presented quarterly information within the report. The Committee were guided through the 27 sections comprising both benchmark achievements and statutory / regulatory information giving assurance regarding tenant safety and protection of WGHC assets. The performance report will be published on the WGHC website.

- **Committee noted the report**

## 11. SCOTTISH HOUSING REGULATOR REPORT - WGHC

The CEO gave an updated to Committee following the SHR visit in May 2024 (previously reported) as the report giving overall findings had been published by the SHR. The full report is published on the SHR website.

WGHC had been identified in two specific areas of good practice (assurance statement digital evidence bank / clear style of reporting financial information to governing body).

- **Committee noted the report**

## **12. PAYMENT CARD SECURITY COMPLIANCE 2024-2025**

PCI-DSS is the worldwide **P**ayment **C**ard **I**ndustry **D**ata **S**ecurity **S**tandard 4.0 is a set of rules and guidelines designed to help organisations that handle credit card information keep that information safe and secure. The guidelines are essential to protect against data breaches and credit card fraud.

The Chief Operating Officer carried out the assessment with Worldpay on 01<sup>st</sup> August 2024 and confirms that **WGHC are fully compliant**. The certificate is posted on the WGHC website.

- **Committee noted the report**

## **13. DRAFT – FAIR WORK FIRST – POLICY STATEMENT**

Fair Work First is the Scottish Government's flagship policy for driving high quality and fair work, and workforce diversity across the labour market in Scotland by applying fair work criteria to grants, other funding and public contracts being awarded by and across the public sector, where it is relevant to do so. WGHC required to demonstrate adherence / compliance with the elements of the policy to receive grant funding from COEC, i.e. stage 3 adaptation funding.

The draft 'Fair Work First' statement / website was presented to Committee for approval

- **CF Proposed / MO Seconded / Committee approved the fair work first statement**

## **14. REVISED DATA PROTECTION RELATED POLICIES**

**Appendices 4a, 4b and 4c** were presented to Committee by the COO.

- ❖ Appendix 4a = Data Breach Notification Policy, 2024
- ❖ Appendix 4b = Data Retention Policy and Schedules, 2024
- ❖ Appendix 4c = Data Subject Access Request Policy, 2024

The primary changes were updates to legislation references, updates to policy references, spelling and grammatical error correction and re-formatting to the new WGHC corporate standard.

- **CF Proposed / LR Seconded / Committee approved the DBN Policy**
- **CF Proposed / SW Seconded / Committee approved the DR Policy**
- **CF Proposed / JH Seconded / Committee approved the DSAR Policy**

## **15. 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 2023-24 and to the date of this meeting.

- **Committee noted the report**

**16. MEMBERS REQUIRED TO STAND DOWN PRIOR TO 2024 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 allow them to stand for re-election.

As there are 11 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:

- |                      |                             |
|----------------------|-----------------------------|
| ❖ Morag Orr –        | Volunteered for re-election |
| ❖ Amanda Aitchison – | Volunteered for re-election |
| ❖ Colin Fraser –     | 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.

The 1 member who must retire is:

- ❖ Stephanie Wilson – (Casual Vacancy) – nominated for a fully elected position

In accordance with rule 34.6, the Committee must be assured that any Committee member with nine years or more continuous service and who is seeking re-election is able to demonstrate continued effectiveness as a committee member before they may stand for re-election

Committee has one member with nine years or more continuous service:

- ❖ George Thomson - Volunteered for re-election

- **Committee noted the report**
- **The 3 retiring Committee members indicated their wish to be re-elected and this was approved by Committee, subject to the AGM**
- **The Casual Vacancy member retired**
- **Committee accepted the Chair's assurance as to the effectiveness of the member with nine years or more continuous service**
- **The Committee noted that all members had successfully completed their annual reviews and the Chair gave assurance as to their effectiveness**

## **17. APPLICATIONS RECEIVED FOR FULLY ELECTED MEMBERS**

Appendix 5 was presented to Committee by the CEO. This provided the Committee details of applications for 3 x nominated members seeking election to the Committee at the AGM.

Applicant 1, Stephanie Wilson, left the room whilst Committee members considered her application

Applicant 1 = Stephanie Wilson

Applicant 1, Stephanie Wilson, was re-admitted to the room once Committee had made their decision

Applicant 2 = Scott Cavers

Applicant 3 = Jon Douglas

Committee discussed and made decisions regarding the 3 nominees for election to the Committee

- **Committee were asked to consider the applications and the Secretary advised that all 3 applicants should be invited to submit nomination forms, in accordance with the rules. All nominations would be declared at the pre-AGM additional meeting.**

## **18. PROPOSED AGM DETAILS AND PROXY VOTE ARRANGEMENTS**

The CEO presented the proposed arrangements for the AGM scheduled for Saturday 07 September 2024 @ 11.00hrs. To encourage attendance and achieve quorum, a raffle would be held awarding 10 x Amazon Gift Vouchers. Breakfast rolls would also be served at the AGM along with the provision of a gift bag to all sole members or 1<sup>st</sup> named joint members.

- **Committee approved the arrangements for the 2024 AGM**
- **Committee members (except the Chair) agreed to try and obtain 5 x proxies in lieu of non-attending members to the AGM**

## **19. EVERWARM CONTRACTS WORKS UPDATE**

The COO advised Committee that the second phase/tranche of the contract for the Boiler and Radiator replacement programme within Area 1 awarded to Everwarm commenced on 07<sup>th</sup> June 2024 and due for Completion, early-to-mid October 2024.

Details of works completed and undertaken to date were explained to Committee.

- **Committee noted the report**

## **20. WGHC FILM – JOINT WORKING WITH MEDIA CO-OP**

The CEO informed Committee of her wish to further promote the Co-op and involve tenants by making 3 x 4minute films. This would cost approx. £12k and the CEO wishes Committee to pre-approve this for placement / inclusion in next year's budget.

- **Committee approved the request to set aside £12k in the 2025-26 budget**

## **21. ASSURANCE STATEMENT EVIDENCE REVIEW #3**

The CEO and COO reminded the governing body of the SHR requirement to submit an annual assurance statement that the Committee, as governing body, approve prior to publication and submission to the Scottish Housing Regulator. The CEO/COO have an electronic evidence bank, containing macros and evidence links that support the annual assurance statement. During this meeting, the COO demonstrated the internal file structure and various files of evidence and the way in which these are linked to provide access via one, centralised, document.

- **Committee noted the report**

## **22. MONTHLY GOVERNANCE FAQs**

The CEO presented information from SHA to Committee describing the purpose of the Annual Assurance Statement and what it should cover.

- **Committee noted the report**

## **23. GOVERNANCE & COMPLIANCE REPORT**

The COO presented his governance and compliance report to Committee.

As accepted practice and to give Committee assurance, the COO also reported:

- ❖ PCI-DSS Compliance achieved until August 2025
- ❖ 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 noted the report**

## **24. CEO ACTIVITIES REPORT**

The CEO presented a monthly activity report to Committee, primarily focussed on wider role, local and community engagement and strategic promotion of the co-op. The CEO informed Committee of the request to become a 'partner member' to Co-ops UK. The CEO sought approval to recruit a modern apprentice in readiness for the start of the new financial year.

- **Committee noted the report**
- **Committee approved WGHC becoming a strategic partner to Co-ops UK**
- **Committee approved the recruitment of a modern apprentice**

## **25. COO ACTIVITIES UPDATE**

The COO presented various operational and contractual updates to Committee and focussed some attention on the Maintenance areas of the organisation, including the recruitment of the PMO. The COO informed Committee that a candidate who had accepted the position, had now withdrawn. Accordingly, the role was open for recruitment again.

- **Committee noted the report**

## 26. HEALTH & SAFETY REPORT

The COO was pleased to inform Committee that there had been no health & safety issues to report since the last meeting.

- **Committee noted the report**

## 27. MEMBERSHIP & USE OF THE COMPANY SEAL

The COO reported that since the last meeting, there have been:

- ❖ Two new memberships:

Membership Number	<b>799</b>
Date of commencement:	26 <sup>th</sup> July 2024
Reason:	Relet

Membership Number	<b>669</b>
Date of commencement	29 <sup>th</sup> July 2024
Reason:	Sole to Joint Tenancy

- ❖ One cessation of membership:

Membership Number	<b>328</b>
Date of cessation:	15 <sup>th</sup> July 2024
Reason:	Termination / Joint to Sole

- **Committee noted the report**

## 28. ROLLING ACTION ITEMS LIST

The COO and CEO talked through items 1 thru 5 of the agreed 'rolling action' list and provided updates to Committee

- **Committee noted the report**

## 29. ANY OTHER COMPETENT BUSINESS

- ❖ Nationwide Building Society – Mandated Signatories

- The CEO informed Committee a situation had occurred whereupon it was difficult to get required signatories to authorise the movement of monies between WGHC bank accounts. As such, it was requested to add a further signatory in order that there would / should always be enough signatories to authorise the movement of money if someone is on annual leave / sick / unavailable etc.

- **Committee approved the addition of Wendy Riordan (Vice-Chair) as a signatory**
- **Committee approved that only 2 signatories are required to move upto and including £2million. Any transaction over £2million would require an additional, 3<sup>rd</sup>, signatory**

- ❖ In the Committee meeting of 17<sup>th</sup> July, a member had asked if WGHC could replace the playpark bins with alternative, lidded bins, to prevent seagulls from accessing the bins.



- The CEO reported that lidded bins would cost £800.00 each inclusive of VAT, meaning an overall cost of £6,400.00 as there are 8 bins within the playpark.
- **Committee refused the request to spend £6,400.00 on lidded bins within the playpark as the problem was not considered that serious**
- **Committee authorised the CEO to purchase 1 x cheaper alternative (£280.00) to trial**
  - ❖ A member had asked to table a motion under AOCB regarding the costs and erection of Neighbourhood Watch signs for the scheme called West Granton Neighbourhood Watch.
  - The CEO reminded Committee of a previous decision approved at the meeting of 23<sup>rd</sup> November 2023:

“WG Neighbourhood Watch. No endorsement or affiliation to WGHC but happy provide assistance” \* Update: Mobile Phone provided FOC to Cameron Durance as co-ordinator. Leaflets being inserted into Winter newsletter.
- **As the Scheme co-ordinator could not fully answer Committee questions regarding approximate costs, the Chair asked that this item be raised at the next Committee meeting, scheduled for 18<sup>th</sup> September 2024**

### **30. DATE OF NEXT COMMITTEE MEETING**

It was proposed the next pre-AGM meeting be held on Tuesday 03<sup>rd</sup> September 2024 at 6.15pm. Doors will open at 6.00pm for Committee to chat / network and have refreshments prior to the formal meeting start.

- **Committee approved the next pre-AGM Committee Meeting to be held on Tuesday 03<sup>rd</sup> September 2024 @ 6.15pm**

Signed **Redacted Information** Chairperson Date: **18<sup>th</sup> September 2024**

**NB: Committee Board Papers available upon request, contact our office. Although extreme care and effort are taken with the production of papers and minutes, there may be some grammatical and/or spelling errors. Apologies are extended in these rare circumstances.**