

Confidential
Strategic Board meeting

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| Date | 13/08/2024 |
| Time | 17:00 - 19:00 |
| Location | Pitbauchlie House Hotel, Dunfermline |
| Chair | Sandra Stock |
| Explanation | Present: Mrs Sandra Stock - Chair Mr Brian Fisher - Vice Chair Mr Ron Eldridge - Board Member Mr Stephen Clark - Board Member Mr Brian Gallacher - Board Member Mr Rhodri Davies - Board Member Mr Ricky McAulay - Yourplace Chair, Board Member In attendance: Mrs Nicki Donaldson - Chief Executive (CE) Mr Derek Banks - Director of Finance, Governance and Assets (DoFGA), Company Secretary Mrs Beverley Graham - Director of Housing (DoH) Mrs Caroline O'Donnell - Director of Operations (DoO) Miss Laura Grieve - Chief Executive and Governance Assistant (CEGA) Secretariat Ms Kirsty Noble - Board Observer Mr Stephen Lynas - Board Observer Mrs Juliet Hamilton Lee - Board Observer Ms Heather Duffin - Resident Voices (agenda item 1 only) Mr John Bell - Resident Voices (agenda item 1 only) |

1

5 pm Resident Voices

Presenter: John Bell and Heather Duffin - Resident Voices

The Resident Voices members presented a scrutiny report on 'Tenant satisfaction with opportunities to participate in landlord's decision-making'. Board members were provided the opportunity to raise any questions and none were received.

The Board considered the recommendations made in the report and it was agreed that further Board discussions would be required to approve each of the recommendations contained within the report.

2

Procedural

2.1 Welcome and apologies

Presenter: Chair

The Chair welcomed everyone to the meeting including Kirsty Noble, Stephen Lynas and Juliet-Hamilton Lee who are observing this Board meeting with a view to be nominated as full Board members at the September Board meeting.

Apologies were received from:
Mr James Wilson;
Mrs Lynne Pascal; and
Mr Laurie Boles.

No apologies were received from Mr Derek Adam or Mr Gary Keddie.

2.2 Declaration of Interest

Presenter: Chair

The CE, DoO, DoH, CEGA and DoFGA declared an interest in the Benchmarking update and it was agreed that all would leave the meeting during the update, apart from the CEGA who would remain to record the discussion.

2.3 Minute of the previous meeting

Presenter: Chair

Agreed: The minute of the previous meeting was approved.

2.4 Matters arising

Presenter: Chair

There were no matters arising not already on the agenda.

2.5 Action points

Presenter: Chief Executive

The CE provided an update on the outstanding action points.

3 For Update

3.1 Chairperson's verbal report

Presenter: Chair

SHARE training

It was agreed that the progress of the SHARE training modules would be reported at every Board meeting.

Chairperson Activity

The Chairperson confirmed they had been involved in the following activities:

- Meeting with Fife Council Housing Emergency Group;
- 3 monthly meetings with the CE and Vice Chairperson;
- Yourplace Board meeting;
- Meeting with the Vice Chairperson regarding handover; and
- Opening of the new office store facility.

3.2

Chief Executive's report

Presenter: Chief Executive

The CE provided an update on the following:

Business Plan 2024-29

The Business Plan has now been rolled out to all colleagues across the organisation with the summary document also having been circulated to them.

Colleague Conference 2024

Plans are well underway for the colleague conference due to be held on 22 August 2024 with the theme being focused around the Business Plan. The Fife Housing Group Chair will be attending for the morning session and Mr Davies indicated his willingness to attend the full day.

Pension Governance

The Business Leadership Team received an overview of our annual report from Argyle Consulting on 6 August 2024 and the report is a substantive item on the agenda.

Scottish Federation of Housing Associations (SFHA)

The new UK Government has set out its legislative programme in the King's Speech with a number of bills likely to apply to Scotland. Upcoming legislation in England will include a Planning and Infrastructure Bill which will aim to reform planning and increase housebuilding.

Communications and Engagement

The Communications and Engagement team employ a number of different approaches to engage with tenants, to maximise the contact and feedback from tenants on all aspects of their lives with FHG. In the recent Board member appraisals all members

emphasised the need to engage fully with tenants. A Board member asked if there is any way to incentivise tenants and the DoH commented that the team are looking at a community payment initiative.

Investors In People (IIP)

The DoO and Human Resources Manager (HRM) met with the IIP Assessor in July 2024 for a context meeting ahead of our IIP People Assessment and 12-month check-in on our IIP Wellbeing award.

Mould and damp

We continue to work through the remainder of the work generated from RAG visits by Housing Officers and we have 120 cases outstanding. The work required to remedy mould and damp often takes more than one visit so we continue to flex resources to accommodate those although it is becoming increasingly difficult because of the level and complexity of repairs of void properties.

The CE invited questions from Board members.

There was a discussion about the defect period for Glen Albyn and the DoFGA confirmed that defects are still being identified including a damp and mould issue which we are working to resolve.

RAG visits were discussed and the importance of getting access to properties to carry out regular checks. A Board member asked if we have any tenants engaging with solicitors in terms of compensation for dampness and mould and the DoFGA confirmed that he was not aware of any cases.

Agreed: The Board discussed and noted the contents of the update report.

3.3

Management Accounts

Presenter: Director of Finance, Governance and Assets

The DoFGA presented the report and advised that approximately 40% of the annual voids budget was spent in the first three months of the financial year, however, the forecast will remain unchanged at this time due to the complexity of the repairs and erratic nature of void repairs.

A Board member asked if we have annual property visits and the DoH confirmed that RAG visits are carried out every two years. Red properties receive follow-up visits every month, Amber properties

are revisited every three months and Green properties are revisited between one and two years.

Agreed: The Board discussed and noted the contents of this report.

3.4 **Performance Dashboard**

Presenter: Director of Finance, Governance and Assets

The DoFGA presented the report and advised that KPIs are only marginally different from the prior reporting period and there is nothing of concern to report, with performance consistent with last year's position. The DoFGA added that we may have to revisit targets that are significantly above the prior year's outcome and, therefore, too much of an improvement to achieve in one year.

The DoFGA invited questions and none were received.

Agreed: The Board discussed this update and noted performance to 30 June 2024.

3.5 **Audit and Risk Committee meeting held 6 August 2024 (verbal including Annual Assurance Statement)**

Presenter: Convenor of Audit and Risk Committee

The Convenor advised that as the meeting was not quorate, the Committee will be seeking Board approval for the Annual Accounts and other approval items. The Board approved the items for approval.

The Convenor advised that the following evidence was provided to Committee members to ensure that they can give Board members assurance that they had met all their obligations and were able to assure the SHR:

- 1.2 Strategic Business Plan
- 1.8 Role Descriptions for office-bearers
- 1.9 Role / Job Descriptions for Senior Officer
- 1.11 Rules
- 1.14 Training Records
- 1.12 Legal and Contractual Obligations
- 3.23 Declarations of Interest
- 5.10 Equalities and Diversity Policy and Procedures
- 7.4 Stakeholder Consultation Records

Fife Housing Group / Yourplace – / Annual Accounts / Letter of Representation

The external auditor recorded that there are no anticipated qualifications in the audit opinion on the Association's accounts for the year ended 31 March 2024, as in their opinion, the financial statements give a true and fair view of the financial position and the income and expenditure for the year.

Internal Audit Management Action Follow-up 2023/24

It was confirmed that there were eight actions from the previous audit programme with four having been completed fully, three partially implemented and one not yet due. It was confirmed that they were satisfied that none of the outstanding risks were regarded as high risk and have received satisfactory updates from the management team to confirm all outstanding actions will be complete by the end of the calendar year.

Fife Housing Group IA Annual Report 2023-24 Final

The internal auditor is assured that FHG has a framework of governance, risk management and internal control that provides reasonable assurance regarding the effective and efficient achievement of objectives and it was noted that this is a positive position to be in. It was also discussed that there have been no high-risk actions in recent years and the internal auditor confirmed that this is very rare.

FHG Procurement Internal Audit Report Final

The internal auditor presented the audit report and confirmed that Fife Housing Group (FHG) has well-designed controls in place with regard to the procurement of goods and services. Ms Young advised that they identified two minor areas for improvement. The first is in respect of the need to update and finalise the Procurement and Contracting Policy 2024-27, which was in draft at the time of our fieldwork. Additionally, we found that the Contracts Register requires review and update to ensure it includes all current contracts held by the organisation including those tendered on Public Contracts Scotland.

Agreed: The Board noted the verbal update.

3.6

Governance

Presenter: Chief Executive and Governance Assistant

The CEGA presented the report and provided the following highlights from the report:

Board Self-Assessment

The Board self-assessment was carried out by the Governance Consultant, Linda Ewart, in May 2024 and the results are included as part of the Annual Board Effectiveness Review 2024. The action points from the Board effectiveness review in 2023 are included and this confirms that all actions are now complete. The key actions to arise from the 2024 Board effectiveness review are included. Both the Board and the BLT are responsible for a number of actions which will be required to be progressed in the coming months.

Board training plan 2023-24

Following the Board member appraisals with the Chair and Governance Consultant in April 2024, the key training areas were identified and based on the discussions that Board members had during their appraisals. Clarification is required to be sought on 'Growth and understanding of the business' training priority and the Chair confirmed that they would clarify this.

Annual General Meeting (AGM) Re-elections

Under the terms of Rule 39.1, there is a requirement that one-third of the elected Board members shall retire. Mr Brian Fisher has indicated his willingness to stand for Chairperson and Mr Brian Gallacher has indicated his willingness to stand for Vice Chairperson and these positions will be elected at the meeting following the AGM.

Code of Conduct

We have reviewed our Model Code of Conduct to be in line with the Scottish Federation of Housing Associations (SFHA) and this is included for approval. The areas highlighted in green are additions to what we already had in place.

Agreed: The Board noted the content of this report and approved the following:

- **The Chair confirmed to clarify the Board training requirements in Section 3.13; and**
- **Approved the updated Code of Conduct in Section 3.5.**

3.7

Health and Safety

Presenter: Director of Operations

The DoO presented the report and advised that this has previously been presented to the Audit and Risk Committee. There were no questions received.

Agreed: The Board noted the updated review of work concerning health and safety carried out in the year 1 April 2023 - 31 March 2024.

3.8 Argyle Annual Report including Legal & General Performance
Presenter: Chief Executive / Director of Finance, Governance and Assets

The DoFGA presented the report and advised that as part of the contract with Argyle Consulting, their remit is to produce an annual statement and Governance report on membership. The report is generally positive and there seems no reason to change the current pension plan.

The finance team are assisting colleagues to help them sign up to the online portal and update their next of kin.

Agreed: The Board noted the update report.

4 For Approval

4.1 FHA Annual Accounts / Letter of Representation

Presenter: Director of Finance, Governance and Assets

The DoFGA presented the annual accounts and advised that the Yourplace Board have already met to approve the accounts and these have been signed by DocuSign and presented for information only.

The auditors did not raise any issues regarding the annual accounts and there were no adjustments.

The DoFGA invited questions from Board members and there was a discussion about KPIs included within the report and it was confirmed that EICRs are not required at this stage.

The Chair passed on their thanks to all involved in the audit process.

Agreed: The Board considered and approved the annual accounts and supporting documentation.

4.2 Board Re-Election - 9-Year Rule (verbal)

Presenter: Stephen Clark

Mr Clark presented to the Board and left the meeting for the Board to discuss his continued membership of the Board. The Board approved his re-election to the Board for a further year. Mr Clark re-entered the meeting once the Board reached a decision and was informed of the decision.

4.3 Shareholding Membership and Retirement (including re-elections)

Presenter: Chief Executive and Governance Assistant

The CEGA presented the report and advised that under the terms of Rule 39.1, the members who are due to retire are Mr Laurie Boles and Mr Brian Gallacher. Mrs Sandra Stock and Mr Derek Adam have reached nine years of service on the Board of Management and have confirmed that they will not be seeking re-election.

Shareholding membership applications

It is Fife Housing Group's Policy for all membership applications to be considered by the Board of Management. The Rules of the Association also dictate the criteria for membership. A Membership form was received from the following applicants:

- Claire Scade; and
- Heather Duffin.

The Board is recommended to note the contents of this report and approve the shareholding membership in section 2.4.

To comply with General Data Protection Regulations (GDPR) the application has not been included for consideration, however, there are no known reasons for the applications not to be presented for consideration.

Agreed: The Board noted the contents of the report and approved the shareholding memberships in section 2.4.

4.4 Company Secretary Annual Compliance

Presenter: Company Secretary

The DoFGA presented the report and advised that this report is to assure the Board that the Company Secretary can duly confirm to the Board of Management in terms of Rule 68 that the requirements of Rules 62 to 67 have been followed.

Agreed: The Board approved that in terms of Rule 68, the requirements of Rules 62 to 67 have been properly adhered to by the Company Secretary and noted that

- a) There are no entries in the Fraud Register;**
- b) There are no entries in the Payments and Benefits Register and the Chairperson is required to sign the annual declaration to this effect; and**
- c) There is one entry in the Gifts and Hospitality register.**

4.5 Engagement Strategy

Presenter: Director of Housing

The DoH presented the Engagement Strategy and indicated that any actions arising from the RV report will be included in the action plan to ensure that they are actively involved.

A Board member asked if we are clear about the differences between local tenant groups and Resident Voices. The DoO responded that Resident Voices is a scrutiny group required by the Charter and tenants and resident groups live in the community and are a voice from within the community. Once established, resident groups can apply for grant funding to improve the local area.

A Board member asked how we get more feedback from all tenant groups and the DoH responded that timing of engagement is important as is the subject, as tenants will only respond to areas that they are personally interested in. We are trialling mobile tenant hubs in selected areas at the end of August for a 6 month trial period as another means for tenants to engage directly with us.

Agreed: The Board reviewed and approved the Engagement Strategy.

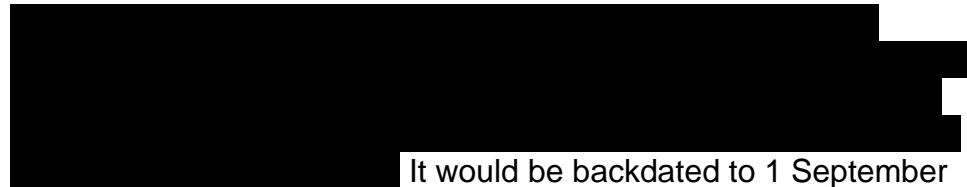
4.6 Benchmarking (verbal)

Presenter: Vice Chairperson

The CE, DoFGA, DoO and DoH left the meeting at this time. However, the CEGA remained in the room to record the minutes.

The Convenor of the Benchmarking Working Group (BWG) provided an update following the Special Board meeting and advised that a set of recommendations were agreed upon.

The Convenor raised a concern about the recommendation to treat BLT separately as they do not want to break away from the equal pay rates and proposed maintaining a status quo for all Directors.



It would be backdated to 1 September 2024. Once the information has been provided, the Board will reach a final decision.

Agreed: The Board asked the DoFGA to provide the cost of the increases identified above.

5 For Noting

It will be assumed that these papers have been read in advance and they will not therefore be outlined at the meeting. Board members were invited to raise questions on any of the reports and none were received.

5.1 Operational Workplans Q1

Presenter: Chief Executive

5.2 Minutes for noting

- Yourplace Meeting minutes

**Agreed: The minutes of the Yourplace meeting were noted.
For homologation**

5.3

- Audit and Risk Committee minutes
- Factoring Policy
- Repairs and Maintenance Policy

Agreed: The minutes of the previous meetings were homologated.

6 Other

6.1 AOCB

The Vice-Chair advised that this is the Chair's last Board meeting and expressed thanks on behalf of the Board for their dedication and leadership over the past few years. The Chair responded expressing their thanks and they will miss working with everyone.

6.2

Date of next meeting:

AGM

Tuesday 17 September 2024 @ 5pm

Dunfermline Fire Station Creative, Carnegie Dr, Dunfermline KY12
7AN

Post Board meeting

Tuesday 17 September 2024 @ 6pm

Dunfermline Fire Station Creative, Carnegie Dr, Dunfermline KY12
7AN