

MINUTES

BOARD MEETING 25 NOVEMBER 2024



Name:	Lochalsh and Skye Housing Association
Date:	Monday, 25 November 2024
Time:	2:00 pm to 5:00 pm (GMT)
Location:	Default Location, Morrison House, Bayfield, Portree
Board Members:	Mrs Audrey Sinclair, Mr Gareth Morgan, Mr David Clapham, Mr Robert Muir, Mr Robin Nairn, Ms Liz Williams, Mr Iain Lewis, Mrs Joanne Boulton
Attendees:	Lowri Richards, Fanchea Kelly, Graeme Coull, Angus MacLennan, Jennifer MacInnes
Apologies:	Mr Ian Young (Chair)
Guests/Notes:	Alex MacKinnon, Health Safety and Fleet Officer

1. Opening Meeting

1.1 Welcome and Apologies

David Clapham acted as chair in Ian Young's absence and welcomed Fanchea to LSHA.

2. Staff Presentation - Health and Safety and Fleet Officer - Alex MacKinnon

2.1 Staff Presentation

Alex MacKinnon provided a presentation to the Board. He advised members that EVH provide a working document which is not a legal requirement, but should be followed as best practice. The Landlord Safety Manual we follow covers things like asbestos, fire, playgrounds etc and our duties to our tenants. He advised that Health and Safety is the responsibility of everyone.

He advised that there will be a Health and Safety paper on the Manual submitted to the December Board.

A member asked about audits and HSFO advised that there is an annual audit and many of the actions from the previous one have been addressed.

A member asked whether HSO had been surprised or concerned at anything he had found in his first months in post. HSO said that there were improvements to be made but no major concerns in his initial analysis and he is focused on leading the improvements and supporting all managers to make sure there is a comprehensive approach. He added that he had found staff helpful and co-operative, and understanding of the responsibility to make sure H&S matters are addressed.

3. Declarations of Interest

3.1 Declarations of Interest

Robin Nairn advised that the Declaration of Interest in the Raasay Development no longer exists as the Development Officer no longer works for the Communities Housing Trust. This will be

noted from today 25 November 2024 and we will check to see if there is a requirement to keep this on the register for any length of time.



Check if register of interest can be removed or if it needs to be...

Check if register of interest can be removed or if it needs to be kept on the list for a particular length of time.

Due Date: 29 Nov 2024
Owner: Graeme Coull

4. Minutes of Previous Meeting

4.1 Confirm Minutes from Previous Meetings

Board Meeting 21 October 2024 21 Oct 2024, the minutes were confirmed as presented.



Minutes of Board - 21 October 2024

The minutes of the Board Meeting held on 21 October 2024 were proposed by Audrey Sinclair, seconded by Robert Muir and approved unanimously.

Decision Date: 25 Nov 2024
Mover: Mrs Audrey Sinclair
Seconded: Mr Robert Muir
Outcome: Approved

The Chair of the AFR sub-committee advised members of discussions which took place at the AFR meeting. He advised that several requests for tender information had been received but there was only one tender received from external auditors which they recommend for approval. Members approved the recommendation to appoint RSM as auditor.

The Chair of the AFR also advised members that it had been agreed to proceed with a Pension Review and recommended the Board read the paper provided by DOFCS which was attached with the minutes. DoFCS advised that he has received a quote of £5k +VAT from Spence and Partners for an initial briefing for Board.



Minutes of AFR - 11 November 2024

The minutes of the AFR Sub-committee meeting held on Monday 11 November were proposed by Audrey Sinclair, seconded by Robin Nairn and approved unanimously.

Decision Date: 25 Nov 2024
Mover: Mrs Audrey Sinclair
Seconded: Mr Robin Nairn
Outcome: Approved



Members approved the proposal by AFR Sub-committee to appoint RSM...

Members approved the proposal by AFR Sub-committee to appoint RSM as external auditors.

Decision Date: 25 Nov 2024
Outcome: Approved

5. Decision Tracker

5.1 Decision Tracker

CE advised that one item has been completed and progress is being made on the others.

6. Other Matters Arising

6.1 Matters Arising

6.2 Strategic Risk Register (Referral from AFR)

7. Strategic & Decision Reports

7.1 Asset Management Strategy

CE provided the updated Asset Management Strategy which incorporates findings from independent stock condition surveys and desktop data analysis completed by Hardies Property and Construction Consultants. The new strategy takes into account best practice from across the housing sector. It moves away from rigid component replacement dates to being more proactive and supporting the need for a more flexible approach to energy and heating requirements.

Members discussed the cost implications of using external consultants to provide stock condition surveys for this financial year and the importance of progressing with them as part of the Governance Plan. The preference will be to have internal staff available to carry these out in future.

DoFCS to look further into the costs of labour within the organisation and seek benchmarking for other Associations from Housemark.



Members - Considered the House Condition Survey Report Reviewed an...

Members -

- i. **Considered** the House Condition Survey Report
- ii. **Reviewed** and **Approved** the new Asset Management Strategy
- iii. **Reviewed** and **Approved** the request for increased budget to instruct external stock condition surveys to be completed this financial year.

Decision Date: 25 Nov 2024



DoFCS to review staff costs against benchmarking for other Associ...

DoFCS to review staff costs against benchmarking for other Associations from Housemark.

Due Date: 31 Jan 2025

Owner: Graeme Coull

7.2 Biomass - PRIVATE

This item was discussed privately.

7.3 Mid Market Rent

DM provided the Mid-market Rent Tenure (MMR) Report laying out the operation of MMR and if we should be involved. He advised that this is going to be a topic in Development Programmes as

we move forward due to the Scottish Government's funding where around 20% of development programme could have to be for MMR properties.

Members discussed risk of providing MMR and the possibility of another organisation taking on the MMR and LSHA providing local management of repairs and rent collection.

In the past MMR did not work in this area and it does not provide any additional benefit to tenants than social housing. It was acknowledged that some people who may not be eligible for social housing may wish to benefit from MMR, particularly key or incoming workers as an example. Moving forward we may have to offer various housing options rather than solely focussing on social housing due to MMR being a significant part of the SG housing budget.

Members would like to take this forward in some form and would like discussions to commence with Albyn to find out their plans and a further report to be provided exploring more ways and models.

A member suggested we could add one or two other possibilities to the options analysis.



Discussions to commence with Albyn to find out their plans and a ...

Discussions to commence with Albyn to find out their plans and a further report to be provided exploring more ways and models of how MMR may work for us.

Due Date: 12 Jan 2025

Owner: James Swinnerton

7.4 Equalities Diversity and Inclusion Update

The CE provided the update on Equality, Diversity and Inclusion projects achieved by the EDI staff working group and provided the final version of the Strategy for approval.

The data presented was solely from our online survey.

In response to a member's question the CE advised that the EDI Action Plan is a working document which is intended to be reviewed 6 monthly to give time to make meaningful progress.

Members welcomed and approved the updated Equality, Diversity and Inclusion Strategy, and particularly liked that the action plan would be regularly updated.



Equality, Diversity and Inclusion Strategy

Members approved the updated Equality, Diversity and Inclusion Strategy.

Decision Date: 25 Nov 2024

Outcome: Approved

7.5 Policy Reviews

Members were provided with the policies in advance of the meeting, giving opportunity to make suggested amendments.

A member advised that SHR objectives should be added to the Treasury Management Policy.

Some other policies do not confirm if EIAs have been completed. CE confirmed that these will be added and that there was a timing issue between uploading documents for the meeting and finalising these points.

Going forward it will be the responsibility of the Governance and Compliance Manager to review the timescales for the policies to ensure they're spread out more evenly.

Members approved the policies subject to the addition in the Treasury Management Policy and EIA information.



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Decision Date: 25 Nov 2024

Outcome: Approved



Treasury Management Policy to include SHR objectives.

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Due Date: 29 Nov 2024

Owner: Graeme Coull



EIA information to be added to policies.

EIA information to be added to policies.

Due Date: 29 Nov 2024

Owner: Lowri Richards

7.6 Company Secretary Appointment



Members:Approved the proposal to elect Fanchea Kelly as interim C...

Members:

- i. **Approved** the proposal to elect Fanchea Kelly as interim Company Secretary for the duration of the maternity cover period.
- ii. **Delegated** Senior Management Team to update any necessary records, documentation or notifications to confirm a change of Company Secretary.

Decision Date: 25 Nov 2024

Outcome: Approved



Senior Management Team to update any necessary records, documenta...

Senior Management Team to update any necessary records, documentation or notifications to confirm a change of Company Secretary.

Due Date: 6 Dec 2024

Owner: Graeme Coull

7.7 Code of Conduct for Staff



Members:-Approved the adoption of the revised Code of Conduct for...

Members:-

- i. **Approved** the adoption of the revised Code of Conduct for Staff Members;
- ii. **Noted** that the Code of Conduct will be sent to staff for signature following the Board meeting.

Decision Date: 25 Nov 2024

Outcome: Approved



Code of Conduct to be sent to staff for signature following the B...

Code of Conduct to be sent to staff for signature following the Board meeting.

Due Date: 6 Dec 2024
Owner: Aggie MacSween

7.8 Code of Conduct for Board Members

Members discussed the code of conduct and would like it to be clear on attendance online or if a certain number of in person meetings have to be attended.

CEMC will check the company rules and confirm to members.



CE to check the rules in relation to electronic and in person Boa...

CE to check the rules in relation to electronic and in person Board attendance and update the code of conduct for the next Board Meeting.

Due Date: 6 Dec 2024
Owner: Fanchea Kelly

8. Oversight Reports

8.1 Performance Report Quarter 2

DoFCS provided the Quarter 2 Performance Report 2024-25, giving details for areas not achieving target.

He advised that the Time to Let New Properties will not change now as there are no new developments due to complete before the end of the financial year. There have also been some COTs left in poor condition which have absorbed a large amount of technical team hours, with a knock on impact on the time available for reactive repairs.

DoFCS also provided the fast close accounts to the end of October. He advised we are a little behind, but within tolerance levels. There is still risk around Development Income.



Members considered the contents of the Performance Report to 30 S...

Members considered the contents of the Performance Report to 30 September 2024.

Decision Date: 25 Nov 2024

8.2 Business Plan Update

CE provided the report giving a summary of progress made against the Business Plan in 2024.

In response to members questions the CE confirmed that this has been discussed with the Regulator and they were encouraged by the detailed reporting and updating. There were no particular concerns or requests for follow up reports. CEMC advised that SHR confirmed that the focus must continue to be on completing the Governance Report actions. It will also keep in mind that there have been several changes in leadership and wishes to ensure that does not impact progress. DoFCS advised that Murray Smith was satisfied with the responses and the funding we have in place for future plans.

Noted.

8.3 Internal Audit: Management response update on bank reconciliation

CE provided the update to the audit and control findings for bank reconciliation procedures following on from RSM's Audit Report presented to the AFR on 12 August which identified control recommendations.

The internal investigation was completed with WBG to provide an independent review of the procedures. There were no recommendations to be reviewed by management and the auditors

were content that the additional controls which have been implemented since August are working effectively.

This has provided strong assurance (WBG's highest assurance rating) and there is therefore no further recommended action.

Noted.

8.4 Governance Improvement Plan

CE provided the Governance Improvement Plan update which summarises the monthly engagement meeting with SHR.

Members advised that some items are the basis of today's discussions, such as the Asset Management Strategy and CE advised that there is still work to be done on other areas.

Other items discussed were two outstanding notifiable events. SHR would like to be kept informed about the shortfall in grant money for disabled adaptations within our properties.

Members:

- i. **Noted** the updates in the Governance Improvement Plan.
- ii. **Noted** that the approved Annual Assurance Statement was submitted before the deadline of 31st October 2024.
- iii. **Noted** the content and feedback of the meeting with SHR on 13th November 2024.

8.5 Development Update: Phase 2 Raasay

DML provided the report on the Raasay Phase 2 Design and Build Contract and advised that the grant award letter was received this morning.



Members approved the award of the award of the Design and Build c...

Members **approved** the award of the award of the Design and Build contract to James MacQueen Builders Ltd, with a contract value of £1,428,021 subject to the receipt of the submitted grant award requested from the Rural Housing Fund.

Decision Date: 25 Nov 2024

Outcome: Approved

9. Confidential Matters

9.1 Minutes of previous Private Session meeting 21.10.2024



The minutes of the Private Session Meeting held on 21 October 202...

The minutes of the Private Session Meeting held on 21 October 2024 were proposed by Robin Nairn, seconded by Robert Muir and approved unanimously.

Decision Date: 25 Nov 2024

Mover: Mr Robin Nairn

Seconded: Mr Robert Muir

Outcome: Approved

9.2 Decision Tracker from 21 October 24 Board

9.3 Private Pension Contribution Report

This item was discussed privately.

9.4 Chief Executive's Report

This item was discussed privately.

10. Miscellaneous Correspondence

10.1 Miscellaneous Correspondence

11. A.O.C.B.

11.1 A.O.C.B.

The Vice-chair advised that this will be the last meeting TM will be attending and thanked him for his contribution to the Association, wishing him all the best in his new role.

He also thanked CE for the outstanding work undertaken in the short time she's been in the role and wished her all the best as she takes maternity leave.

12. Meeting Close

12.1 Close the meeting

Next meeting: LSHA Board Meeting - 16 Dec 2024, 2:00 pm

Signature: <u>J.F. Clapham</u>	Date: <u>16/12/24</u>
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