

CORDALE HOUSING ASSOCIATION LTD

**MINUTES OF THE MANAGEMENT COMMITTEE MEETING
HELD ON TUESDAY 12 SEPTEMBER 2019 AT 7.00PM
AT CORDALE HA, 167 MAIN STREET, RENTON**

Present	Martin Walker (Vice Chair) Aileen Overend Gary Wilson Leanne Keegan Lilian Peters Veronica Hamilton	
Apologies	Margaret McCallion (Chair) Graham Logan Patricia Morris	
In Attendance	Julie Cosgrove Barry Johnstone Ron Hunter Leigh Grubb Jenna Noble Kevin Nixon Carol-Ann Burns	Chief Executive Director of People Director of Finance Director of Finance & Governance Head of Frontline Services Regional Manager Executive Officer, Minutes
Absent	N/A	

81/18 Election of Office Bearers and Members to Management Committee

The Director of People advised on the process involved in the election of office bearers to the Association’s Management Committee. The Management Committee noted that, in accordance with the Intra Group Agreement between Cordale and Caledonia Housing Associations, the appointment of a Chair by Cordale Management Committee requires the subsequent agreement of the Caledonia Board. The agreement states that this will not be unreasonably withheld and confirmation will be provided promptly.

Chair of Cordale Management Committee

The Area Director asked for nominations for **Chairperson**.

Margaret McCallion was proposed by Veronica Hamilton and seconded by Gary Wilson

The Management Committee elected Margaret McCallion as Chairperson.

Margaret McCallion asked for nominations for **Vice Chairperson**.

Martin Walker was proposed by Veronica Hamilton and Gary Wilson.

The Management Committee elected Martin Walker as Vice Chairperson.

A proposal was made to appoint the Association's Director of Finance and Governance as the Company Secretary of the Association – this is permitted under the terms of the Rules of the Association and the Group Standing Orders. Meanwhile the Intra Group Agreement between Cordale and Caledonia Housing Associations states that Cordale will provide an undertaking to "*appointing (sic) the company secretary of Caledonia from time to time as the company secretary of Cordale if so requested*".

This was proposed by Gary Wilson and seconded by Lilian Peters.

It was recommended that Cordale do not require to fill a Treasurer position due to the financial services provided to Cordale as part of the Intra Group Agreement and set out in the Service Level Agreement.

Group Remuneration Committee

The Cordale Management Committee **AGREED** that Aileen Overend will remain as their representative of the Group Remuneration Committee.

Group Audit Committee

The Management Committee **AGREED** that Martin Walker will remain as the Cordale representative on the Group Audit Committee.

Cordale Health and Safety Committee

Cordale is required to appoint one member to represent the Management Committee on the Association's Health and Safety Committee. The Management Committee meet quarterly and this covers for the period of October 2019 – September 2020.

The Management Committee **AGREED** that this be a flexible **APPOINTMENT** and is open to all members.

Cordale Housing Association's Management Committee

In accordance with the Rules, members of the Caledonia Housing Association Board can be appointed to the Cordale Management Committee. The Caledonia Board will meet on 17 September and a representative will be appointed. In accordance with the Intra-Group Agreement, this will be confirmed in writing.

The Management Committee **NOTED** and **DISCUSSED** the content of this report and the associated actions.

82/19 Governance Working Group (GWG)

The GWG member provided the Management Committee with a further update on the progress being made and explained the internal scoring detail.

A summary overview of the key outcomes from the self-assessment review to date was provided. Members were asked to note that main change from the previous update relates to the addition of the outcomes of the GWG meeting held on 21 August 2019. The more detailed review information added previously to the documents section on Decision Time has also been updated to incorporate the outcomes of this meeting. A separate action plan has been compiled to specifically incorporate the actions identified in the self-assessment review. This has also been added to the documents section in Decision Time for review.

The scores applied will inform the judgement that members will have to make on the overall level of compliance with the SHR's framework that will then be reflected in the Annual Assurance Statement to be approved for the Group.

The Management Committee discussed the scoring criteria, its reasoning and whether or not it is compliant, the GWG member explained the process and the rationale behind the scoring.

The Chief Executive discussed the aim to get the statement to a position the Management Committee can sign off. There is no set format for the statement. The Management Committee will be required to sign off the collective statement at October's meeting, the Chief Executive advised the members of the importance that they are satisfied with what is presented.

The Management **DISCUSSED** the content of this report, **APPROVED** the progress to date.

83/19 Apologies

Margaret McCallion. Patricia Morris and Graham Logan.

84/19 Declaration of Interest

None.

85/19 Minutes of the Committee of Management Meeting held on 13 August 2019

The minutes were proposed as a correct record by Aileen Overend and seconded by Veronica Hamilton.

86/19 Matters Arising

None.

Director of People Report

The Director of People provide the Management Committee members with information that is of strategic or operational significance to the Association.

Revised Privacy Notices

The updated Customer Privacy Notice is available on the website, and changes have also been communicated via the latest edition of the tenant newsletter. Internal communication channels have been used to raise awareness of changes made to the Employee Privacy Notice, which is available via the intranet site. The revised Governing Body Privacy Notice is available to view on Decision Time.

Policy Review

Group Employment Reference Policy - It was identified that the policy remains fully compliant and the only change required is to alter the term HR team to the People Directorate in line with the organisational restructure.

Group Recruitment and Selection Policy - An interim review of the Recruitment and Selection Policy has been carried out and it was identified that the policy remains fully compliant with the only change required being an amendment to the Data Protection legislation section to take account of the new General Data Protection Regulations. The intention is to undertake a full review of the policy and related framework in January 2020 in order to reflect and support the new Customer 1st culture.

Group Standing Orders - The Group Standing Orders have been reviewed in line with the Group's Policy Review programme with a number of amendments made in line with the organisational changes within the Group and the latest version (February 2019) of the Scottish Housing Regulator's (SHR) Regulatory Framework document. Amendments include making reference to the Annual Assurance Statement required by SHR, ensuring the title "Audit & Risk Management Committee" is used throughout the document and making reference to the combined Group Business Plan.

The following Group Governance policies have been reviewed in line with the Group Policy Review programme with only minor amendments made to ensure they are in line with the organisational changes within the Group and the latest version (February 2019) of SHR's Regulatory Framework document:

- Group Code of Conduct for Governing Body Members
- Group Conflict of Interest Policy
- Group Governing Body Members Expenses Policy
- Group Governing Body Membership Policy
- Group Membership Policy
- Group Staff Code of Conduct

The Management Committee **NOTED** the revised policy amendments and **DISCUSSED** and **NOTED** the remainder of the report.

88/19

Five year Budget 1 April 2019 – 31 March 2024

The Director of Finance discussed the five year budget projections and accompanying notes detail the Association's financial plans for the 5 year period to 31st March 2024.

The financial statements have been prepared in accordance with financial planning and control objectives and following external audit recommendations. This format breaks down turnover into rents, service charges and other sources of income whilst expenditure is detailed under the major cost categories including maintenance, overheads and salaries.

The Management Committee discussed the pension impact to Cordale staff transferring to Caledonia, the Director of Finance advised the Pension Trust has been consulted and have agreed to transfer the liability to Caledonia. A report will be presented to a subsequent Committee meeting, requesting approval to proceed with the transfer

The Management Committee discussed the accounts and asked will the accounts be backdated or pro rata to reflect the change in budget with Customer 1st. The Director of Finance advised accounts will be reported on new budgets moving forward and next year will be the first full year of the new revised budgets.

The Management Committee **APPROVED** the attached budget and associated notes.

89/19

Annual Group Audit Report Committee Report

The Director of People provide summarised details of the work undertaken by the Group Audit Committee during the 2018/19 financial year.

The Management Committee **NOTED** the contents of this report and the attached appendix.

90/19

Scottish Social Housing Charter Self-Assessment Update

The Regional Manager provided the Management Committee with an update on the Association's self-assessment of its performance in achieving the outcomes in the Scottish Social Housing Charter ('the Charter'). The Regional Manager advised all outcomes have been achieved.

The Management Committee asked what feedback had been received, the Regional Manager advised no feedback had been received and that was similar to last year. The Regional Manager discussed various methods to attract feedback such as raffles and information sessions.

Regional Manager advised the Director of Customer Service attended the Cordale Housing Association Tenants group "CHAT". He advised the Charter Self-Assessment was discussed and feedback received was tenants are satisfied with the process, this in turn is supported by the Caledonia Scrutiny panel.

The Management Committee highlighted targets start dates are clear but some can lose their end date and are not precisely defined within 2020. The Regional Manager advised of the requirement for some to be flexible and broad but did agreed this can be reviewed and, where appropriate, aligned to the business plan commitments. The Director of People agreed it would be beneficial for greater clarity for some of the actions, as the aim of this document is to be transparent to tenants as to improvement actions and provide criteria in which the Association can be accountable

The Management Committee discussed the interim maintenance contract and its duration. The Director of Assets advised an extension will be required which the contactor has agreed and will be formalised.

The Management Committee **APPROVED** the contents of this report.

91/19 Business Plan 2019 – 2024 – Implementation Plan Update

The Director of People provided Members with an overview of progress in relation to the strategic priority actions identified within the 2019-24 Group Business Plan.

Outcomes to be achieved by the end of each quarter for each of the initiatives are also detailed in the Implementation Plan.

The update on each of the projects for the period April 2019 – June 2019 is appended to the report for review.

14 of the 21 (67%) actions due to be carried out over the first quarter have been completed. Updates on each of the initiatives are provided in the progress update notes section of the appended information.

The Management Committee **DISCUSSED and NOTED** the contents of this report.

92/19 Group Delegated Authority Policy

The Director of Finance advised this has been reviewed in light of the undernoted changes to the working environment:

- Structural and staff title changes as a result of the implementation of the Customer 1st transformational arrangements
- Revised authorisation limits set in line with current expenditure patterns and to simplify working procedures
- Recently issued Scottish Housing Regulatory guidance regarding disposal of assets

The original scheme of delegated authority which was approved by the Caledonia Management Board and Bellsmyre and Cordale Management Committees in 2016 has now been reviewed to take account of current legislation and working practices.

The Committee considered changes to the following sections:

- General
- Development
- Care & Repair
- Maintenance
- Disposal of Assets (Housing Land/Property)
- Granting Heritable Security to Lenders
- Disposal of Other Assets

The Management Committee **APPROVED** the policy.

93/19 Group Policy on Financial Regulations

The Finance Director advised the policy has been reviewed in the light of the undernoted changes to the working environment.

- Structural and staff title changes as a result of the implementation of the Customer 1st transformational arrangements.
- Revised authorisation limits set in line with current expenditure patterns and to simplify working procedures.
- Recently issued Scottish Housing Regulatory guidance regarding disposal of assets

The original Financial Regulations Policy that was approved by the Caledonia Board and Cordale and Bellsmyre Management Committee's in 2016 has now been reviewed to take account of current legislation and working practices and structural changes within the Group.

The amendments to take account of the revisions detailed above remains fully compliant with relevant legislation and meets current recommended good practice. The changes to authorisation limits, delegated authorities and staff titles are as detailed in the Group Delegated Authorities Policy.

The Management Committee **APPROVED** the policy.

94/19 Group Treasury Management Policy

The Director of Finance provided details of the review carried out on the Group Treasury Management Policy, which was last reviewed in October 2017.

The policy has been reviewed in light of current treasury management practice and after taking into account the Chartered Institute of Public Finance & Accountancy Code of Practice.

The Management Committee **APPROVED** the attached policy.

AOCB

The Director of People advised the members the Scottish Federation Housing Associations (SFHA) had contacted him to request a meeting to discuss Cordale's

withdrawal of membership early this year. The Director of People advised there was not any movement on membership fees. The Chief Executive advised she had also had a discussion with SFHA previously and explained the Group structure and the duplication of costs involved having a separate subscription to Caledonia. SFHA advised there would not be a revised fee offered to reflect the Group structure.

The Management Committee **DISCUSSED** and **AGREED** it was not beneficial to revisit this and declined the offer from SFHA to meet.

The Director of People advised of the pending retirement of the Director of Finance this month. The Management Committee thanked the Director of Finance for his contribution over the years and wished him a happy and healthy retirement.

Date of next meeting: Tuesday 22 October 2019

Signed: _____

Date: _____