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COLIN FRASER ON Redacted Information



WGHC

Our tenants are paramount in everything we do

Committee of Management

Minutes of Meeting – 17th July 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

Chair Opening Statement

The Chair addressed Committee reminding them of their signed code of conduct. No Committee members should remain after the meeting to discuss tenancy related issues with Executive Management. Personal items should be reported to the office as per normal tenant / landlord relationship.

- **Committee noted the Chair's statement**

2. MINUTES OF MEETING 19th June 2024

The Minutes of the meeting held 19th June 2024 were **approved** by Committee.

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

3. MATTERS ARISING FROM THE MINUTES

a) At the June meeting the Chair asked there to be a recap of the Motion Rules, stated below:

- Minutes & Motions for approval procedure
- Chair proposes the motion to approve the minutes
- 1 x Committee Member is required to “second” the motion
- Chair then asks Committee to approve the minutes by show of hands

b) The 3 “pending” items on the standard Key Action/Event List on page 4 were completed following the June Meeting:

- Annual CEO Statement of Impairment to Committee
- Loan Portfolio Return submitted to the Scottish Housing Regulator
- Annual Fraud Declaration to Committee

4. DECLARATIONS OF INTEREST

The Chair and two Vice-Chairs declared their interest in agenda item 13.

5. GUESTS, VISITORS, OBSERVERS

Jeremy Chittleburgh (CT Auditor) re: draft audited financial statements

6. PRESENTATION OF DRAFT AUDITED FINANCIAL STATEMENTS

Jeremy Chittleburgh from **CT** joined the meeting, via MS Teams, at 18.17hrs

Appendices 1a thru 1c were referred to by Jeremy. Jeremy presented the draft audited accounts to Committee giving comprehensive information and explanation of:

- ❖ Corporate Governance
- ❖ Statement of Comprehensive Income
- ❖ Statement of Financial Position
- ❖ Statement of Cash Flow
- ❖ Discussion and explanation of notes relating to the above

This was followed by the Audit Summary Report and the letter of representation.

- **CF Proposed / LR Seconded / Committee approved the draft financial accounts.**
- **CF Proposed / LR Seconded / Committee approved the letter of representation.**
- **The draft financial accounts were signed by the Chair (Colin Fraser), The Secretary (Larke Adger) and Committee Vice-Chair (Wendy Riordan)**
- **The Chair thanked CT for their work in undertaking the financial audit for 2024, the compilation of the financial statements and confirmed their attendance at the WGHC Annual General Meeting (AGM) on Saturday 07th September 2024.**

Jeremy Chittleburgh left the meeting at 18.41hrs

7. 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 £1.135million. There was a decrease in the sum of £124k from the figure reported to the Committee in June, previously reported at £1.259million. Inflation was reported at 2.0% (2.3% in the previous month) and interest rates were maintained at 5.25%. As requested by Committee, the CEO presented information on interest paid and balances of the 5 loans WGHC has with the Nationwide Building Society.

AL asked what WGHC's financial position would be if £500k for pre-agreed contractual works were paid and the planned loan application for late 2024/early 2025 was refused. The CEO provided narrative to Committee to explain what would/might happen if this scenario occurred.

- **Committee noted the report**

8. SHR FINANCE REGULATION MANAGER FEEDBACK RE: 2023 A.A.S.

The CEO presented the outcome letter from the Scottish Housing Regulator following their visit of 23rd May 2024 regarding the WGHC 2023 Annual Assurance Statement submission. The visit was planned and involved 13 other RSLs.

- **Committee noted the report**

9. ANNUAL DATA PROTECTION COMPLIANCE STATEMENT

The COO delivered the 'annual data protection compliance statement' to Committee to give assurance of compliance within the areas of data protection, freedom of information and associated areas of data protection regulation. In the last 12 months, WGHC have received:

- ❖ FOISA / EIR requests = 4.
- ❖ Subject Access Requests = 0.
- ❖ Data Beach = 0.
- ❖ Notifiable Events = 0.

- **Committee noted the report**

10. ASSURANCE STATEMENT EVIDENCE REVIEW #2

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.

SW asked if the evidence bank was 'backed up' off site. The COO confirmed backups are held in 3 locations within the UK.

AL asked a question with regard to the hyper-links within the evidence bank. The COO confirmed that hyper-links to non-restricted areas. Any restricted areas are not published externally.

- **Committee noted the report**

11. APPLICATION PROCESS FOR ELECTION AT THE AGM

Last year, and in accordance with the new Rules, the Committee approved the new procedure for any new members seeking election on to the Committee of Management at the AGM. As a reminder, the Rules state that to become a Committee Member, applicants must be 18 years of age and a member of WGHC.

Letters will be sent to all WGHC tenants 22nd July 2024 inviting applications. The closing date for applications will be 14th August 2024. Thereafter, Committee will review applications during the August Committee meeting.

- **Committee noted the report**

12. LEYLANDII TREES & SERVICE STRIPS UPDATE

The CEO presented findings and emails from representatives of the City of Edinburgh Council, confirming ownership of the Leylandii trees. The correspondence also confirms the COEC will be removing / reducing the height of the trees at a cost of c. £65k.

The CEO presented an update regarding the service strips on the WGHC estate (Wynd / Vale / Brae / Court). COEC are trying to cease the maintenance of the service strips. The CEO is liaising with COEC legal counsel.

In the interim and to maintain aesthetics of the estate, the CEO has granted permission for Kerax to undertake a 'one off' cut of all the service strips. Whilst the situation is ongoing, the CEO will review the arrangement and instruct contractors accordingly. If WGHC are seen to regularly maintain the strips, it could be argued that WGHC have adopted or accepted responsibility for the service strips from the COEC.

- **Committee noted the report**

13. OFFICE BEARER APPLICATIONS AND POLL

The three Committee members seeking roles of office bearers declared their interest and left the room at approx. 19.02hrs.

Colin Fraser was seeking re-election as the Committee Chair. In his absence, Committee unanimously approved the nomination for election to the role, subject to the AGM

Wendy Riordan and Jim Hemphill were seeking election to the two positions of Vice-Chair. The remaining Committee members held a blind ballot to decide on the two candidates for nomination to the positions of Vice-Chair, subject to the AGM. The votes were counted by the CEO (as Secretary) and verified by the COO.

- **Committee approved the nomination of Colin Fraser for the position of Chair**
- **Committee approved the nomination of Wendy Riordan and Jim Hemphill for the two positions of Vice-Chair**

GT asked why votes undertaken by blind poll. The CEO clarified to Committee why this was the case.

AL asked what would happen if the vote was not unanimous. The CEO clarified to Committee what would happen in this eventuality.

The three Committee members seeking roles of office bearers were re-admitted to the room at 19.13hrs.

14. PLANNED MAINTENANCE OFFICER RECRUITMENT

The COO updated Committee on the outcome of recruitment for the position of Planned Maintenance Officer. An offer has been made to, and accepted by, a candidate who has a wealth of experience and knowledge.

- ❖ LS asked the COO to explain the difference between the PMO and RMO. The COO duly obliged.
- ❖ CD asked the COO what would happen if the candidate left early into the position with WGHC having paid commission fees to the recruitment agency. The COO explained the sliding scale fee structure.
- ❖ JH asked for an opinion on perceived changes to the final 6 months of the year with the PMO in place. The COO provided some narrative regarding this.

- **Committee noted the report**

15. STRATEGY DAY

The CEO reminded Committee details of the upcoming Strategy Day.

The venue will be the Village Hotel

The date will be Saturday 28th September 2024

- **Committee noted the report**

16. DRAFT – APPROPRIATE LANGUAGE POLICY

The COO presented **Appendix 2** to Committee, the draft Appropriate Language Policy.

The Appropriate Language Policy was last approved by Committee in March 2020. The review date was the end of 2024. There were no major changes to the policy aside from alteration to context and language, spelling and grammatical error correction and re-formatting to the new WGHC corporate standard.

- **CF Proposed / AA Seconded / Committee unanimously approved the Appropriate Language Policy.**

17. DRAFT – MODEL COMPLAINTS POLICY

The COO presented **Appendix 3** to Committee, the draft Model Complaints Policy.

The Model Complaints Handling Policy was last approved by Committee in March 2021. The review date was March 2024, or earlier, if guidance from SPSO was changed or revised. There were no major changes to the policy aside from alteration to context and language, spelling and grammatical error correction and re-formatting to the new WGHC corporate standard.

The COO explained to Committee about SPSO and the difference between Stage 1 and Stage 2 Complaint. The 4 outcomes were also explained.

- **CF Proposed / JH Seconded / Committee unanimously approved the Model Complaints Policy.**

18. EVERWARM – CONTRACT AND 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 07th June 2024. Details of works completed and undertaken to date were explained to Committee.

- **Committee noted the report**

19. MONTHLY GOVERNANCE FAQs

The CEO presented information from SFHA to Committee describing the distinctions between 'strategic' and 'operational' responsibilities.

SW asked about WGHC and Committee Policies. The COO answered this question. WR asked how WGHC staff become aware of instructions from Committee. The CEO informed Committee that information is cascaded to staff during the monthly staff meeting.

- **Committee noted the report**

20. GOVERNANCE & COMPLIANCE REPORT

The COO presented his governance and compliance report to Committee. He confirmed to Committee that both statutory and regulatory returns have been submitted within required deadlines, i.e. quarterly FOISA / DP / EIR statistics to OSIC.

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

- ❖ 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**

21. 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.

AA asked whether WGHC will become a partner member to Co-ops UK. The CEO informed Committee that further work would be undertaken in this area.

- **Committee noted the report**

22. 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.

- **Committee noted the report**

23. 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**

24. MEMBERSHIP & USE OF THE COMPANY SEAL

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

- ❖ No new memberships
- ❖ No cessations of membership

- **Committee noted the report**

25. 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**

28. ANY OTHER COMPETENT BUSINESS

- ❖ Committee were updated regarding the resignation of James Matthews (co-opted to Committee) for personal reasons
 - The CEO informed Committee that 'thanks' had been passed to James for this contribution to Committee over the past 2 years. These sentiments were echoed by the Committee.
- ❖ A proposal was put to Committee having referenced WGHC rule 7.7 and rules 39.1 to 39.3 requesting that:
 - Only 1st named joint tenants join the Committee of Management as members removing the option for 2nd named joint tenants to co-opt onto the Committee.

CF Proposed / AL Seconded / Committee unanimously approved the motion.

- That co-optee positions are reserved exclusively for external parties (professional or technical specialists etc.) for limited duration or specific purposes as determined by the Committee.

CF Proposed / GT Seconded / Committee unanimously approved the motion.

- ❖ Committee were informed of the fixed term contract in place with one of WGHC's Housing Officers. Due to workload, the exemplary service received from the HO and the chance of, potentially, losing the HO upon completion of the fixed term contract, the CEO put a business case forward to Committee to convert the fixed term contract to a permanent contract with immediate effect.

- Committee unanimously approved the conversion of a fixed term to permanent contract for the HO position.

28. DATE OF NEXT COMMITTEE MEETING

It was proposed the next meeting be held on Wednesday, 21st August 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 Committee Meeting to be held on Wednesday 21st August @ 6.15pm**

Signed **Redacted Information** Chairperson Date: **21st August 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.