

## TRUST HOUSING ASSOCIATION LIMITED

Minute of the Board Meeting held on Thursday 24 February 2022  
at 15:00 by Microsoft Teams call

### PRESENT:

#### Board Members

Gordon Laurie  
Dr Norval Bryson  
David Knight  
Ian Gunning  
Nicky McLaughlin

John Burke  
Sr Jenny Lindsay  
Paul McFarlane  
Karen Cawte  
Ali Ross

#### Officers in Attendance

Gail Gourlay, Director of Customer Experience  
Zoe Purdie, Director of Finance & People  
Neil Ferguson, Director of Business Development & Digital  
Jackie McIntosh, Director of Assets & Sustainability  
Mary Strathearn, PA/Company Secretary

### JOHN BURKE IN THE CHAIR

Agenda Item	Detail
<b>1.</b>	<b>Chair's opening remarks</b>
1.1	John Burke, Chair, welcomed everyone to the meeting and noted that Gail Gourlay, Director of Customer Experience, was standing in for Rhona McLeod today and will give an update on the covid position.
<b>2</b>	<b>Director's Opening Remarks</b>
2.1	Gail Gourlay, Director of Customer Experience, wanted to make the Board aware of a further development relating to the Bonds Drive latent defects issue. In a bid to proactively engage with all stakeholders, we sent letters to elected members to make them aware of the situation.
2.2	Over the last couple of weeks there have been a number of press articles in the local paper and online together with social media posts. A number of the local elected members have appeared in the articles and have met with residents in the area.
2.3	The local MSP has featured in the press articles and we were informed by tenants that she planned to hold a resident meeting to discuss the issues at Bonds Drive. When we enquired about having Trust representation at the meeting, we were told that the MSP did not want us present. However, in advance of the resident meeting we had a call with the MSP to brief her on the current position. We also offered a meeting to the local MP and will be meeting with her in the coming week.
2.4	Jackie McIntosh, Director of Asset & Sustainability, added that both she and Rhona met with the MSP on Teams and Jackie took the MSP through the slide pack that was presented to Board in December and felt the meeting had gone well.
2.5	Gail moved on to give a COVID update and advised that we had 18 tenants across 14 developments and 12 staff members over 9 developments on the respective COVID registers. We are finding that the numbers of cases are levelling, although 98% of cases are positive which is higher than before. Gail reported that we are still experiencing issues with providing cover at our developments. She highlighted that the COVID team will be reviewing guidance for tenants and staff following the First Minister's

<b>Agenda Item</b>	<b>Detail</b>
	announcement that the legal restrictions, such as wearing face coverings, will be ending on 21 March.
<b>3.</b>	<b>Declarations of Interest</b>
3.1	Dr Norval Bryson declared an interest in item 13 on the Governance Report and in particular the appointment of the Chair Designate. He noted that he would step off the call when this matter was to be discussed.
<b>4.</b>	<b>Apologies</b>
4.1	Board Members Kyle Ruparelia and Wendy Wilkinson and Rhona McLeod, Chief Executive, submitted their apologies.
<b>5.</b>	<b>December Financials</b>
5.1	Zoe Purdie, Director of Finance & People, gave an overview of the December financial results. She highlighted that we have received £80k of covid grants from local authorities. She flagged up one unknown area is the costs around the Bonds Drive latent defects issue as we are unaware of the timeframe or full cost implications.
5.2	Paul McFarlane noted that one of the affected households have accepted a permanent property move and wondered if this impacted on school moves and transport provision. Gail advised that none of the tenants will be out of pocket for the property move. If there are children who require school transport for a temporary period we will cover these costs for the duration of the time they are away from their permanent home.
5.3	John Burke referred to the equalisation account and asked if this was under pressure due to current situation on fuel. Zoe advised that as we have a large sum in the equalisation account, we still expect to maintain a good level of money in the account and she has not seen an adverse impact as yet.
5.4	Gordon Laurie asked if there are still any big costs to go through the equalisation account in this financial year. He noted that the figures in the account show that the sum is increasing, and he understood that we had agreed a strategy to erode the large surplus. Zoe explained that we expect to see the same position at the end of this year, and we should see the erosion on the account in the next financial year. She added that by Trust freezing the account we are not recovering more than we are spending.
5.5	Gordon noticed that there was a strange pattern in the covenants and in particular that the Unity covenant had started the quarter at 2.8% and by the end of the quarter it was 5.1%. Zoe took an action to look into this matter as she believed it could be an anomaly.
5.6	Dr Norval Bryson had also noticed that there had been movement with the covenants and noted it would be good to understand the reasons for this. Zoe agreed to bring this issue back to the next meeting and also provide an explanation on the covenant calculations.
5.7	John referred to the void spend costs and Gail noted that void loss is reducing and filling voids is a key business priority. She explained that void spend is high partly because of

Agenda Item	Detail
5.8  5.9	<p>number of voids we have now but also due to properties being returned in worse conditions.</p> <p>Zoe added that rent void loss was £120k for November in contrast to December where the figure was £90k which is a £30k decrease and we are hoping to see similar decreasing position in future months.</p> <p><b>Decision: Noted the contents of the report.</b></p>
6.	<b>bLEND Financing Update – please see private minutes</b>
7.	<b>Time Is Now Programme Update – please see private minutes</b>
8.	<b>Housing Management &amp; CRM System Update – please see private minutes</b>
9.	<b>New Build Update – please see private minutes</b>
10.  10.1  10.2  10.3  10.4  10.5	<p><b>Write Offs Request</b></p> <p>Gail advised that we seek Board approval to write off balances in excess of £2k and that today we are looking to write off current and former tenant arrears, former tenant recharges and sales ledger debt. There are a number of cases which involve tenants who have protected Trust Deeds and Sequestration, and this means the arrears are unrecoverable. Gail assured the Board that in all cases we have done everything within our power to recover the money. £21K of write offs have already been approved this year giving a total of £158,179.</p> <p>Ian asked if we have done everything we can to retrieve sums due. Gail advised that staff had made every effort to recover the money. In some instances, we have received payments from former tenants. However, it can often be the case that tenants pass away and when we go to their estate there is usually no money.</p> <p>Gail advised we have seen an improvement following the work that has been undertaken with our new system Rent Sense together with a real focus on rent arrears by our Customer Experience Partners. She added that we have 2 Benefits Partners who are excellent, and a recent internal audit has confirmed that the service they provide to tenants is valuable.</p> <p>Gordon advised that it is always disappointing to have to write off arrears especially when they can be for current tenants with Trust Deeds. However, what is harder to accept is that we are having to write off sums due to us by Bield HA. Gordon asked if this was more of an invoice adjustment or were there sums due to be written off.</p> <p>Zoe confirmed that write off Gordon was referring to related to Glasgow City Council. We have spent a great deal of time with the Council and have gone back to every charge and through every line. There was one amount that we could not reconcile, and as we didn't have the records internally to evidence payment as it was some time ago this requires to be written off.</p>

Agenda Item	Detail
10.6	John asked how our record compares with write offs with others in the sector. Gail was unsure about this but took an action to find out what our peer's performance is on write offs within the sector.
10.7	John acknowledged that in coming year our tenants are going to find it increasingly challenging with the increase in cost of living.
10.8	The Board approved the write offs and Mary Strathearn was asked to arrange the signatures for the approval form.
10.9	<b>Decision: Approved and sign Appendix 1 in respect of write offs for £136,692.29 relating to current and former tenant arrears, rechargeable debt and sales ledger.</b>
11.	<b>Corporate Re-brand Update – <i>please see private minutes</i></b>
12.	<b>Gender Pay Gap Report 2021</b>
12.1	Zoe shared that the report was self-explanatory and was happy to take any questions. She highlighted that we have an improving picture on the gender pay gap and we have increased the mix of employees at developments and the further pay increases given in this year will be shown in next year's statement.
12.2	<b>Decision: Noted the contents of the report.</b>
12.3	<b>Decision: Approved the statement presented in Appendix 1 to be published on the Trust website. the contents of the report.</b>
13.	<b>Governance Update</b>
13.1	<i>Norval Bryson declared an interest in this item and stepped out of the call for the discussion on Chair Designate.</i>
13.2	Mary Strathearn, Company Secretary, highlighted that her report contained a number of important governance updates. First to note was that we have undertaken the annual Board intentions exercise and from this we know that John Burke, Sister Jenny, Wendy Wilkinson will be stepping down at the AGM due to the 9 year rule.
13.3	We knew that we would have a vacancy for the Chair post and in December asked Board Members to note interest in officer bearer posts for now and in the future. Since the last meeting, the Vice-Chair has indicated that he will remain in post for a further year to provide continuity and support to the incoming Chair.
13.4	Norval Bryson indicated he was willing to take on an officer bearer role and discussions have now taken place with the Chief Executive, Chair and Vice-Chair. Mary passed over to John & Gordon to provide their feedback on how the discussions.
13.5	Gordon outlined that John and Norval had met privately to discuss the Chair opportunity and John was able to share his experience in the role of Chair. A second meeting was held between, Gordon, John, Rhona and Norval and at that meeting we discussed initial impressions of Trust and the strength of management team and the challenges ahead

Agenda Item	Detail
	for the Board. Norval was honest and realistic about his lack of sector knowledge but he was reassured and felt more confident in Vice-Chair remaining in post for a further year. Gordon was of the view that Norval could build on his sector experience and noted he has senior experience in professional life and the third sector. He ended by sharing that Norval is a very strong and capable candidate and would be a great addition as Chair of the Trust Board.
13.6	John agreed with everything Gordon had shared and recognised that it would be good to slowly introduced Norval into role of Chair and would ask the Board to approve his appointment on to the Chairs Support Group.
13.7	Ali Ross shared that she had been part of the recruitment panel when Norval was appointed to the Board and she thought he would be a good fit with his professional and previous board experience.
13.8	The Board were happy to appoint Dr Norval Bryson as Chair Designate.
13.9	Mary went on to highlight that both Ali Ross and David Knight have indicated their interest in future office bearer roles which further strengthens our governance and succession planning.
13.10	Mary moved on to discuss that we have in place formal Board mentor pairings and hopefully for those able to attend today, have had some contact from their mentors. Mary noted she was happy to receive feedback on how the mentoring plans go and if any other training and support was needed.
13.11	Mary made an urgent plea for volunteers for the Audit & Performance Committee. She highlighted that we need at least two more members on the Committee as we don't want to run the risk of not being quorate to hold meetings. She added that Ian Gunning has offered to join the Committee and if there were any other volunteers please get in touch.
13.12	Mary referred to the new proposed format for the Customer Panel reporting of their findings, their next report is on Safety & Security. She noted that we require 2-3 Board members to join the Customer Panel meeting on Teams on Friday 25 March.
13.13	Mary advised that to mark the long service of those members retiring in September, we will be holding a Board dinner in July following the Board meeting on the 28 July and both events will be at an external location still to be confirmed and we have invite Heather Pearson to join us and she has the date firmly in her diary.
13.14	Mary explained that the last item for approval is the proposed changes to the standing orders documentation. We recognise that titles contained with the document are outdated and the proposed authorising matrix which will sit as an addendum to the Standing Orders is in line with our new Time Is Now strategy and will allow for more comprehensive delegated responsibility.
13.15	<b>Decision: Noted the plans to commence Board and Tenant Board Member recruitment for 3 vacancies that will be created due to the 9 year rule.</b>
13.16	<b>Decision: Approved Dr Norval Bryson to be appointed as Chair Designate.</b>

<b>Agenda Item</b>	<b>Detail</b>
13.17	<b>Decision: Approved Dr Norval Bryson to join the Chairs' Support Group with immediate effect.</b>
13.18	<b>Decision: Approved Gordon Laurie to remain as Vice-Chair of the Board for a further year following the September AGM.</b>
13.19	<b>Decision: Noted the succession planning for future officer bearer roles.</b>
13.20	<b>Decision: Noted the Board mentoring plans and partnering.</b>
13.21	<b>Decision: Noted the urgent plea for Members on the Audit &amp; Performance Committee.</b>
13.22	<b>Decision: Noted the suggested training topics for the coming year.</b>
13.23	<b>Decision: Agreed to trialling a new Customer Panel reporting approach and have a small number of Board Members attend the March meeting.</b>
13.24	<b>Decision: Noted the plans to reinstate Board Member Development visits in the spring, in line with COVID restrictions.</b>
13.25	<b>Decision: Noted the plans to hold a Board Member dinner in July for those stepping down from the Board.</b>
13.26	<b>Decision: Approved the amendments to the Standing Orders made by the Director of Asset &amp; Sustainability attached at Appendix 1 and update the Standing Orders document to reflect changes to staff job titles following the restructure.</b>
<b>15.</b>	<b>Action Tracker</b>
15.1	Discussion was held on the action tracker. It was noted that the procurement policy and Wishaw rent letter items could be updated as being completed.
<b>16.</b>	<b>AOB</b>
16.1	Paul gave an update on the Audit & Performance Committee that had taken place earlier that day. He noted that it had been a good meeting and the Committee were joined by Andy Shaw, our external auditor from AAB, and Claire Robertson, our internal auditor from BDO. The Committee asked both auditors to provide feedback and offer any recommendations for how we hold meetings.
16.2	Paul shared that while reviewing the operational performance results, we asked the senior team if going forward they could use a traffic light system in the performance so it was easier to view what was positive or negative performance trends. He added that there has been some good work done around voids performance which the Board will be aware has been a challenge to the business. There was also a report on the internal audit on the benefits service and he was pleased to report that there were strong levels of assurance gained.
16.3	

<b>Agenda Item</b>	<b>Detail</b>
	Paul noted our external auditor has offered to give the Board a training session. Paul finished by sharing that Ian Gunning has offered to join the Committee. However, if there were any other volunteers for the Audit & Performance Committee to please let us know.
16.4	Norval wanted to take the opportunity to thank the Board for their faith and trust shown to him after his appointment of Chair Designate. He hoped that he could give his best service to Trust in the role of Chair.
16.5	All in attendance passed on their congratulations to Norval on his appointment of Chair Designate.
16.6	Nicky McLaughlin shared with the Board that there will be a re-launch event for the Wishaw & District Area Committee on 29 March 2022 and the plan will be to update the Area Committee on performance results and the new joint brand.
<b>16.</b>	<b>Date of next meeting</b>
16.1	Thursday 7 April 2021 (by Microsoft Teams call).