

MINUTE OF BOARD OF MANAGEMENT MEETING

Thursday 13th March 2014 at 10.30am in the Argyll Hotel, Inveraray

Present: -

Mike Brown (Chair) Jim Milne (Vice Chair) Lorraine-Anne Drysdale (Chair Finance & Audit Committee) Archie Blair Stafford Day **Cameron Grant** Danny Kelly Councillor Bruce Marshall Councillor Roddy McCuish Margaret MacGregor Sandra MacKenzie Councillor Donnie MacMillan **Douglas Prophet** Councillor Sandy Taylor Councillor Richard Trail Kate Winton

Not in Attendance

In Attendance

Alastair MacGregor, Chief Executive
Linda Haig, Director of Investment & Regeneration
Nick Pollard, Director of Finance & IT
Christine Johnston, Director of Housing & Neighbourhood Services
Gayle Stead, Governance & Compliance Manager
Lesley Lindsay, PA to Board of Management

		Action
1.	Apologies	
	Karen Isobel Carmichael. Graham Kanes submitted his apologies,	
	which were received following the Board meeting.	

2. Minutes of Previous Meeting – 12th February 2014 The Board of Management APPROVED the minute as an accurate record. Proposed by: Sandra MacKenzie Seconded by: Kate Winton 3. **Matters Arising** Page 5 – Item 7 – Margaret MacGregor stated she had not asked the Association to invest in properties to reduce void costs. She advised there were a number of dampness issues within properties on the Island and asked whether investment would be made to resolve the dampness problems. The Chief Executive advised that investment via the SHQS would be ongoing and if works were required to resolve certain issues, they would be undertaken. Page 9 – Item 9 – the Chief Executive stated he had written to David Goldie, Chief Executive of Highland Council to ascertain their reasoning behind their rent increase. The Board were advised that no response had been received to date. Page 10 – Item 9.1 – the Chief Executive advised that he had liaised with Argyll & Bute Council and a press release had been issued 10 days ago in relation to the loan from the Council. 4. **Election of Secretary** The Chief Executive advised the position of Secretary had become vacant as a result of Norman Beaton resigning from the post. Nominations were sought. The Chair of the Finance & Audit Committee proposed Councillor Roddy McCuish. The Vice Chair seconded the proposal No other nominations were received. Councillor Roddy McCuish accepted the nomination and stated he was delighted with the Board's confidence in him. Councillor Roddy McCuish was duly appointed as Secretary.

5.	Minutes of Finance & Audit Committee for Ratification –14 th January 2014 Two spelling errors were noted: Page 1 – year Page 4 – should read 'be the aim' as opposed to 'be to aim' Subject to the above amendments, the Board of Management RATIFIED the minute from the Finance & Audit Committee meeting.	Gayle
5.1	Minute of Joint Trade Union Pay Claim 2014/15 Meeting for Ratification – 14 th January 2014 One spelling error was noted: Page 3 – last paragraph – 'and' Subject to the above amendment the Board of Management RATIFIED the minute from the Joint Trade Union Pay Claim meeting.	Gayle
6.	Conflict of Interest to Declare None	
7.	Correspondence The Chair stated a resignation email, which had been circulated to Board members, had been received from Norman Beaton. The Chair read out the email from Norman. The Chair advised there were a couple of points raised within the email that required to be noted. The Chair stated that Norman had never raised concerns regarding the governance of the Association prior to his resignation from the Board of Management. The Chair advised that Norman had only raised the issue of regular Officer Bearer meetings which had been implemented. The Chief Executive also advised that Norman had never raised concerns to him prior to resigning from the Board of Management.	
8.	SFHA Membership Renewal The Chief Executive outlined the role of the SFHA and advised the renewal fee was £16,454 and asked the Board to take a view on whether to renew membership. He advised that the SMT had mixed	

views on membership renewal. The Board were advised that budget provision had been made for membership renewal of the SFHA for the upcoming year.

Councillor Richard Trail asked what percentage of RSLs were members of the SFHA. The Chief Executive advised he did not know the figure. He further advised there were around 40 Association members of the Glasgow West of Scotland Forum of Associations (GWSF) who had broken away from the SFHA as they had felt the SFHA did not represent their interests adequately. The Chief Executive advised the Scottish Government recognised both the SFHA and the GWSF as representative bodies.

The Chair of the Finance & Audit Committee stated that if ACHA did not renewal their membership of the SFHA in turn they could not be members of RIHAF.

The Secretary stated he was conscious ACHA had always been a member but asked the Board to consider whether it was beneficial.

The Chief Executive stated the SFHA had been beneficial in:

- Lobbying against the Welfare Reform and had made a material impact
- Lobbying in relation to Energy Efficiency
- Joined up working

Douglas Prophet stated he would be interested in a comparison between the services of the SFHA versus the GWSF. The Chief Executive advised he could establish the services provided by the GWSF and their affiliation fee but stated it would be difficult to compare the two organisations.

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The Chair stated RIHAF was of value to the Association as it highlights issues for rural Associations.

Stafford Day stated he was clear on the pros of being a member of the SFHA but added he was not sure of the cons. He asked if ACHA did not renew membership, what adverse effects would there be. The Chief Executive stated, as members, ACHA had access to staff members who could provide guidance, received a daily news service and did not require to pay the higher fee for attendance at

events. The Governance & Compliance Manager advised the daily updates were very useful and advice is sought from the SFHA in connection with governance issues and policy development. The Board were advised that on an organisational level, ACHA do make use of the SFHA services. Archie Blair asked whether the Association received £16,454 in value from the SFHA. The Chief Executive advised value was received in some areas but not in others. Councillor Bruce Marshall proposed the Association renew its membership of the SFHA for a further year. Stafford Day seconded the proposal. A vote was taken, 15 members voted in favour of membership renewal, one member voted against membership renewal. As a result, the Board of Management AGREED to renew membership of the SFHA for 2014/15. They further AGREED a comparison should **Alastair** be carried out between the SFHA and the GWSF to ensure value for money in next year's appraisal. **New Membership Applications** 9. The Board of Management **APPROVED** one new membership application. The Board of Management **NOTED** the membership total of 282 as at 5th March 2014. 10. **Chief Executive's Presentation** The Chief Executive gave a presentation covering: Investment Programme • New Build Housing Programme Bedroom Tax position 10th March 2014 • Current Progress Issues Other Issues All members in attendance were provided with a copy of the presentation. The Secretary stated in relation to the decision taken by the Council that Ardchattan Primary School in Bonawe would be mothballed.

He asked whether the Education Department had contacted ACHA regarding this decision. The Chief Executive advised that no contact had been made regarding the decision. Archie Blair asked whether the Association should amend the letting policy to facilitate local families to try to keep the school viable. The Director of Housing & Neighbourhood Services advised the allocation policy allowed flexibility to accommodate. The Chair advised a primary school in Shetland had been saved due to a local lettings initiative. The Director of Housing & Neighbourhood Services stated that a local lettings initiative would not always be the correct course of action as sometimes families from outwith the area are required to regeneration the community.

The Chief Executive stated he would contact Cleland Sneddon to advise that the Association will have three properties available for letting in Bonawe; two new build properties and one void property which will be pre-allocated to families with children of primary school age. The Chief Executive further stated that Bonawe was not a community facing decline as there were other developments within the area. He commented that perhaps it was an unfortunate blip of children's age groups or due to parents' choice of which school their children attended that had caused the situation to arise.

The Director of Housing & Neighbourhood Services advised the arrears figures provided had been based on non-benefit weeks and stated the amount owed by tenants affected by the bedroom tax had reduced to £55,747, mainly due to the good work carried out with Argyll & Bute Council to mitigate the effects of the bedroom tax. Councillor Bruce Marshall stated he was astonished at the £75million arrears figure for Scotland. The Chief Executive clarified that total was in relation to local authorities and housing associations.

The Chief Executive advised Argyll and Bute Council had completed the options appraisal in relation to Rockfield. He advised the Council had decided the best option would be to completely demolish the building. Argyll & Bute Council will approach Historic Scotland stating the viable option would be to demolish the building to replace with 37 new build properties.

The Chair reminded Board members they were asked at the Strategic Planning session to judge/name the Association's

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complaints process. He advised he would deal with under AOCB.

11. Key Performance Indicators including Directorate Exception Report

Human Resources & Corporate Services

The Governance & Compliance Manager talked the Board through the exception report, highlighting:

- A Regulation Plan meeting was held with the Scottish Housing Regulator. She confirmed the SHR were happy with progress
- HRCS submitted the Care Inspectorate Annual Return
- E-Learning for Health & Safety was rolled out to staff
- ACHA have been awarded the Certificate for the European Network for Workplace Health Promotion (ENWHP)
- No accidents were reported during December 2013 and January 2014
- A response was received from the SPSO containing a minor recommendation which resulted in the complaint becoming a Notifiable Event.

Investment & Regeneration

The Director of Investment & Regeneration talked the Board through her report and added that:

- Hood Court, Helensburgh confirmed start date of 17th March 2014
- Bonawe new build works started January 2014
- Rockfield update already provided by Chief Executive

The Secretary stated the options appraisal had been a long, drawn out process and lessons had been learned on how not to carry out an options appraisal. He asked whether Historic Scotland had money to assist if they were of the view the building should be saved. The Director of Investment & Regeneration advised she had met with representatives from Historic Scotland last year and that question had been presented to them. The response was the building did not have sufficient merit to attract grant funding. The Director of Investment & Regeneration advised it was her view Historic Scotland would wish to keep the building but it was also her view that there was enough information contained within the feasibility study to outweigh that perspective.

Housing & Neighbourhood Services

The Director of Housing & Neighbourhood Services talked the Board

through her report highlighting the key points:

- Repairs working with AHFA on data collation and correction as the figures cannot be confirmed as correct or incorrect due to interface issues
- Repairs Satisfaction remains high
- Arrears slightly above target
- Void Re-Let times outwith target. It is believed that may be due to issues with contractors not attending over the Christmas and New Year period
- Statement of Services issued to all owners (over 4,000)
- Bedroom Tax some tenants should not have been the subject of Bedroom Tax. Therefore, where DHP was received for those tenants, ACHA will require to pay back the DHP awarded. Letters will be issued to affected tenants shortly

Councillor Bruce Marshall stated the microphone distorted the Director of Housing & Neighbourhood Services voice. The Chair advised a boom microphone may work better.

Finance & IT

The Director of Finance & IT provided the Board with two updates to his exception report:

- Finance & IT had processed a higher number of insurance claims than normal due to storm damage in November 2013
- There had been an increase in the number of Right to Buy application; 45 applications to purchase were received.

The Chief Executive advised the SFHA had issued information indicating they expected to see a spike in Right to Buy sales due to the public information circulated advising that RTB would cease.

The Board of Management **NOTED** the Key Performance Indicators and Directorate Exception Reports.

12. **2014/15 Budget ACHA**

The Director of Finance & IT talked the Board through his report.

The Board of Management were provided with a presentation on how the budget process operated:

Annual Budget

Every year similar budgets are produced for each year of the

Business Plan based on the current budget

Each annual budget is wrapped up in the 30 year business planning model

If significant overspends occur over several years, the business planning model would eventually break.

He then highlighted the key elements:

Income & Expenditure

- Primary income is by way of rental. Approximately 98% of income is generated by rents
- Other income is received from AHFA, sundry debts and from owners, along with revenue grants

Income is in line with the Brixx model

Expenditure

- Management costs (largely staffing)
- Sheltered Housing a deficit remains as a result of Supported People funding being removed several years ago. Work is being undertaken to reduce the cost of sheltered housing to the Association through reduced utility costs
- Routine maintenance and responsive repairs
- Planned maintenance and cyclical maintenance statutory obligation
- Factoring costing around £60,000 more than expected
- Void loss the Board were advised strategies were being developed to mitigate void loss as it was not acceptable to continue with high losses
- Related Assets
- Bad debts provision for sundry debts has increased but is matched against increased income earned
- Adjustments through RTB sales
- Interest receivable based on surplus cash position
- Interest payable based on Brixx model, assumptions are made that the average cost of borrowing would be 4.5% for the next financial year. Decisions have already been taken to fix £5million at 1.5%, which will provide a saving of around £150,000

The Director of Finance & IT talked the Board through the Management Costs and Direct Costs in detail. He advised there was a variance in the Brixx model; net expenditure around £380k -

£390k greater than the model.

Capital Elements – IT and Investment & Regeneration

IT policy invests in assets on a three yearly cycle
Offices in Helensburgh and Rothesay will cost in the region of
£1.5million

Housing Grants – relate to regeneration which reflects the investment made to new stock from the Council and Scottish Government

Major repairs – relates to investment in housing stock to deliver the SHQS

Association will receive £8.9million from the Scottish Governmen Loans

Projected drawdown of £2.9million from Lloyds £700k of additional loans for Hood Court and Bonawe will be drawdown against this financial year from the SHF loan together with the current loan with Argyll & Bute Council of £2.3million for Glenshellach which has just been drawn early

The Director of Finance & IT advised there was a £300k gap between the draft budget and the Brixx model. He confirmed the debt figure for 2014/15 would be £62.6million based on the current business plan with no change to the peak debt or debt repayment profile. However the Board were advised there were revisions due to decisions taken on the major repairs programme which would result in a much reduced peak debt position and an increased debt repayment period which would be picked up through the usual business planning updates later this year. The re-profiled investment commitment would allow the Association to reduce peak debt to between £48-£52 million, increasing the repayment time to 2034/35. Discussions will be held with ACHA's lenders about this but it was not viewed to be an insurmountable position.

The Board of Management noted the Strategic Planning days had focused on reviewing business to reduce costs and improve the efficiency of the Association.

Councillor Bruce Marshall congratulated the Director of Finance & IT on an easy to follow presentation. He asked for further information on the £50k network consultancy fee. The Director of Finance & IT advised the Association were due to re-tender for IT services in November 2016. He further advised that in order to do so the

Association had a one year timeline to prepare the tender documentation which brought that in to the financial year 2014-15 and a consultant was required as the specialism required was not available in-house.

Councillor Bruce Marshall asked whether the £62million debt was comparable to other Housing Associations. The Director of Finance & IT advised that it would not be possible to compare with any other Association as they are all unique. However the debt levels were consistent with other LSVT transfers such as SBHA and RCH and DGHP with 7,000 hoems has a debt level of £120 million. He further advised the Brixx model demonstrated the budget was deliverable against a 30 year business plan which is key.

Councillor Bruce Marshall asked whether the Association were insulated against any increase in interest rates. The Director of Finance & IT advised the Association operated a strategy for Treasury Management where around 85% of debt is secured on a fixed interest rate. He confirmed the Finance & Audit Committee keep a tight watch on treasury management.

The Chief Executive advised the Association had received assurances from its lenders, the Scottish Housing Regulator, External and Internal Audit on the wider business planning review.

Archie Blair asked why the Regeneration Contractor Payments and Regeneration Consultants Fees had decreased. The Director of Investment & Regeneration advised the fee element would now be contained within the construction contract.

Stafford Day asked for clarification on debtor charges. The Director of Finance & IT advised that tenants are recharged for certain repairs carried out and provided examples of rechargeable repairs. He stated that the main concern was if the tenant ended their tenancy and did not leave their forwarding address or did not have the capacity to pay the invoice. The Director of Finance & IT stated that owners recharges arose in a different way and outlined the process. He confirmed the amount of debt from owners was relatively small but vast in the number of invoices issued. Stafford asked whether payment could be collected in advance. The Director of Finance & IT advised the Association would prefer owners to be involved with the factoring service but could not force

owners to be part of the factoring service.

The Board of Management unanimously **AGREED** the ACHA budget for the financial year 2014/15.

The Board of Management **AGREED** the Chief Executive should issue a press release highlighting the benefit to tenants of the approved budget.

Alastair

12.1 **2014/15 Budget AHFA**

The Director of Finance and IT advised that AHFA's Managing Director could not attend the Board meeting to present the AHFA Budget for 2014/15 but read out a statement from him:

"The board originally approved a three year budget for AHFA which set out our anticipated income and expenditure over that period. As we move into year two of the operation we believe it is important to take cognisance of the experience gained during the first period of trading and make any adjustments necessary in order to give us a useable tool to report against.

As such, in overall terms the budget proposed remains true to the outcomes initially proposed and approved. In examining the detail you will realise that certain sums against cost headings have been adjusted to reflect what we believe to be a more accurate interpretation of our activity. This will give us the opportunity to manage our budgets and report on our financial position with a greater degree of clarity,

The paper put forward summarises the key areas of change, however we would reiterate that overall the position remains true to the Group's long terms business plan. The budget has also been put forward to and approved by ACHA's finance and audit committee as well as AHFA's board.

We have been through a process not unlike ACHA's and the budget is arithmetically correct and that it meets accepted accounting conventions in that the intercompany position is appropriately reflected".

The Director of Finance & IT confirmed the AHFA budget was arithmetically correct.

	Councillor Sandy Taylor questioned the budget heading for bad debt write offs. The Director of Finance & IT advised that was prudent in case of any future disputes with their client albeit that we recognised that ACHA was AHFA's only client. The Board of Management unanimously AGREED the AHFA budget for the financial year 2014/15.	
13.	Outcome of Pay Review Consultation The Chair of the Finance & Audit Committee talked the Board through the report and advised that 37% of staff had not registered a vote.	
	The Board of Management NOTED the consultation findings and APPROVED a pay award of £300 flat rate payment (pro rata for part time employees) plus an additional 1% pay award to all ACHA and AHFA staff, effective from 1 st April 2014.	
14.	Monthly Investment Programme Update The Director of Investment & Regeneration advised that the budget for Roofing & Roughcasting had been significantly amended and the energy efficiency works were complete.	
	The Board of Management NOTED the contents of the update report.	
14.1	Land Disposal Strategy The Director of Investment & Regeneration advised the strategy had been reviewed to bring it up to date based on experiences. She advised she had received comments from Stafford Day in advance of the meeting:	
	Para 3.11 - ACHA should include protection stipulations within the disposal and highlight what protection would be provided with the sale of land to the Board of Management	
	Para 5.1 – where there are clawback requirements, ACHA should invite the Scottish Government to divert the clawback monies back to the Association for specific projects. The Director of Investment & Regeneration advised that in the past, excambions had been used	

to avoid the clawback stipulation but confirmed the strategy could be
amended to allow a request to be made to the Scottish Government

Para 6.2 – the Director of Investment & Regeneration stated she did not think ACHA were registered as a rural housing body but she would clarify and respond

Linda

The Board of Management **APPROVED** the reviewed Land Disposal Strategy with the above amendments.

14.2 | Relief Land – Owner Report and BTO Advice

The Director of Investment & Regeneration talked the Board through her report and highlighted that significant investment was required to improve the properties and confirmed that funding would be received via the CARS project.

The Board were advised the owners were in the majority within the properties in Relief Land and they had decided they wished to lead the project rather than allow ACHA to lead. The Director of Investment & Regeneration advised the owners intended to set up a company to manage the project, providing them with limited liability. The Board were advised the project would be the first major refurbishment to take place where the Association had not taken the lead and to protect the Association extensive legal advice had been sought from BTO. As a result, a Minute of Agreement between the owners and ACHA had been drafted and shared with the owners in the building.

The Senior Management Team agreed there were a number of risks involved with contracting with the owners or the newly formed company but there was also a risk to reputation of not contracting.

The Board of Management were advised the Association would prefer to lead the project but the owners had clearly indicated they wished to lead.

BTO offered three options:

- Contract with the owners
- Contract with the newly formed company and the owners
- Contract with the company but obtain personal guarantees from the owners

The Director of Investment & Regeneration advised the first option would be the most straightforward, the second option would provide a better impression but would add a degree of complexity and the third option may frighten the owners. She asked the Board to take a view on how the Association should proceed.

Stafford Day stated the Board had received a good presentation of the report with clear legal advice. He advised that did have concerns regarding the perception of press and owners.

Archie Blair stated he had concerns with contracting directly with the owners in relation to failure to pay. He asked whether the Association would have step in rights. The Director of Investment & Regeneration advised the owners wanted overall responsibility but if ACHA had step in rights, the owners may expect the Association to resolve the problems in the event of contract failure. She further advised that if the owners wished to take the lead, they also had to accept the risk and responsibility.

Councillor Sandy Taylor stated his preferred option would be that the owners lead the project and ACHA to contract directly with the owners. Councillor Donnie MacMillan agreed.

Archie Blair stated he was aware of similar situations and suggested the owners appoint a project manager that the Association would also be satisfied with. The Director of Investment & Regeneration advised she would present the owners with the suggestion.

Linda

The Vice Chair asked whether the owners had received correct legal advice in relation to limited liability. The Director of Investment & Regeneration advised she was unsure of the legal advice they had received but BTO commented that the owners would be unwise to think setting up a company would protect them as they would be held liable if the company failed.

The Chief Executive highlighted the financial risks to the Association.

The Chair put forward the two options contained within the report:

a. ACHA to lead the project

	b. The owners to lead the project and ACHA to contract direct with owners for this service	
	Councillor Richard Trail stated the owners had made it clear ACHA could not take the lead.	
	The Board of Management voted on options a and b:	
	Option A – 1 vote Option B – 12 votes	
	The Director of Investment & Regeneration asked if the owners formed a company should the Association contract with the newly formed company. Councillor Sandy Taylor stated the option had not been included within the report and as such could not be considered as an alternative.	
	The Board of Management APPROVED option B: The owners to lead the project and ACHA to contract direct with owners for this service.	
15.	Cost of Governance The Chief Executive stated he would collate information on costs and present a report to the Board of Management.	Alastair
16.	Update on Transfers with Tenants with Bedroom Tax The Director of Housing & Neighbourhood Services talked the Board through her report and provided a background to the change to the policy. She advised that as a result of the work carried out with Argyll & Bute Council in obtaining DHP for tenants affected by the Bedroom Tax, no-one had requested a transfer. She stated that she was seeking approval to return to the original policy.	
	The Vice Chair asked whether tenants were aware the policy changes were only until 31 st March 2014. The Director of Housing & Neighbourhood Services advised tenants had been written to on three occasions but added she would include an article within the next tenants' newsletter.	Christine
	The Board of Management APPROVED the recommendations contained within the report: 1. The Board note the impact of ACHA's Welfare Reform	

	mitigation strategy in terms of transfers for tenants under occupying properties 2. ACHA continues to award 200 under occupancy points until the reviewed Home Argyll policy is introduced on 1 st July 2014 at which time under occupancy points will revert to Home Argyll Policy levels 3. The facility to allow tenants with bedroom tax arrears to transfer to another property will end on 31 st March 2014 4. The facility to allow tenants with bedroom tax arrears to carry out a mutual exchange will end on 31 st March 2014	
17.	A.O.C.B. NAME FOR COMPLAINS PROCEDURE After discussion, the Board of Management AGREED to name the complaints procedure Customers First. Former Chair & Secretary The Chair suggested that the former Chair, Bill MacIntyre and the former Secretary, Norman Beaton be invited to join the Board for	Mike/
	lunch. It was AGREED that Bill be invited to the April Board meeting and Norman be invited to the May Board meeting. Failure of Out of Hours Phone Line In the absence of Graham Kanes, the Director of Housing & Neighbourhood Services advised she had investigated a complaint from Graham that he had tried on several occasions to report a repair to the Customer Service Centre. She advised that the lines had been tested and there was no evidence of failure. She further advised that Hanover Telecare had offered to run a test on the line used by Graham when trying to phone in. The Director of Housing & Neighbourhood Services stated she had provided Graham with the outcome of the investigation but she had received no response.	Alastair
18.	Date & Time of Next Meeting Thursday 10 th April 2014 at 10.30am in the Argyll Hotel, Inveraray	