

MINUTES OF THE 520TH MANAGEMENT COMMITTEE MEETING OF WILLIAMSBURGH HOUSING ASSOCIATION, HELD ON WEDNESDAY, 29TH SEPTEMBER 2021 AT 6.00 PM BY ZOOM VIDEO CONFERENCE.

PRESENT:

S. James

Chairperson

██████████

Vice Chair

E. McDermott

A. McLaughlin

J. Scott

M. Symons

██████████

IN ATTENDANCE:

J. McBride

Chief Executive

L. Ferrie

Housing Manager (Left the meeting after agenda item 6)

L. Ramsay

Finance & IT Manager

G. Scott

Development Manager

1. (a) Apologies

Apologies were submitted on behalf of A. Ballantine, C. Green, Cllr. M. MacLaren and Y. Robbie (Committee members).

S. James warmly welcomed ██████████ to his first meeting of the Management Committee of Williamsburgh Housing Association.

(b) Declarations of Interest

J. McBride advised that L. Ferrie would leave the meeting after agenda item 6. There were no further declarations of interest.

2. (a) Minutes of Management Committee Meeting : 29.09.21 (No.519)

The Minutes of the Management Committee meeting held on Wednesday, 29th September 2021 (No.519) were proposed correct on a motion proposed by M. Symons and seconded by E. McDermott.

(b) Matters Arising

There were no matters arising.

3. Management Committee 2021-22 (Election of office bearers)

J. McBride presented agenda item 3, which addressed the composition and corporate governance arrangements for the coming term up until the 2022 Annual General Meeting.

W.H.A. Management Committee membership was confirmed as follows:

Susan James	Tenant Member
Margaret Symons	Tenant Member
[REDACTED]	Tenant Member
Cllr. Mags MacLaren	Renfrewshire Council Representative
Alison Ballantine	Non-Tenant Member
Craig Green	Non-Tenant Member
[REDACTED]	Non-Tenant Member
Elaine McDermott	Non-Tenant Member
Annie McLaughlin	Non-Tenant Member
Yvonne Robbie	Non-Tenant Member
John Scott	Non-Tenant Member

Approval of Corporate Governance Key Documents

Committee reviewed and approved the following key documents, on a motion proposed by J. Scott and seconded by S. James.

- Chairperson's Role Description
- Vice Chair's Role Description
- Secretary's Role Description
- Committee Member's Role Description
- Chief Executive Job Description
- Committee Member's Code of Conduct
- "Working together" Code of Conduct
- Committee Member's Governance Handbook

Committee members agreed to complete and sign the following documents that would be issued by mail, promptly and return to G. Corry (Corporate Admin Assistant) in the Business Reply Envelopes that would be provided.

- Letter of Appointment
- Committee Member details
- Declaration of Interests Form
- Committee Member's Code of Conduct
- "Working together" Code of Conduct

3. Management Committee 2021-22

Appointment of Office Bearers: Chair, Vice Chair and Secretary

J. McBride reminded Committee that a Chairperson must be elected at this meeting as it was the first Committee meeting held following the A.G.M.

J. McBride further advised that both the Chair and Vice Chair role descriptions had been distributed in advance of the meeting and that following consideration, S. James volunteered to fulfil the role and duties of the Chairperson for a second year.

There being no further volunteers and no requirement for a vote, S. James was appointed Chairperson of Williamsburgh Housing Association, on a motion proposed by M. Symons and seconded by J. Scott.

J. McBride requested volunteers for the role of Vice Chair for the coming term. Following due consideration, [REDACTED] volunteered to fulfil the duties and take on the role for a second year.

There being no further volunteers, [REDACTED] was appointed Vice Chair of Williamsburgh Housing Association, on a motion proposed by M. Symons and seconded by [REDACTED].

It was noted that J. McBride would continue in his dual role as W.H.A. Secretary up until his leaving date of 5th November 2021 and that this would be further discussed at agenda item 7.

4. Governance Structure 2021-22

J. McBride presented agenda item 4 which reviewed the underlying Corporate Governance structure for the Association for the coming term.

It was agreed to continue with the current structure (of one Management Committee and four Sub-committees) whilst recognising that all business continues to be transacted through the Management Committee as per the Covid-19 special resolution put in place on 29th July 2020 (Committee Meeting 506).

It was further agreed that the planned move to a new structure (as per the business objectives) of one Management Committee and two sub-committees would now be delayed until the new Chief Executive Officer was in post to retain stability and familiarity with current Management Committee meeting arrangements during the changeover period.

Committee noted the content of the rules of Williamsburgh Housing Association and approved the content of the following key documents, on a motion proposed by E. McDermott and seconded by [REDACTED].

- Williamsburgh Housing Association Standing Orders
- Remits of Williamsburgh Housing Association Management & Sub Committees
- Williamsburgh Housing Association Scheme of Delegation

The following authorised signatories were put in place in line with the scheme of delegation, on a motion also proposed by E. McDermott and seconded by [REDACTED].

Chair	Susan James	(Including payments & banking)
Vice Chair	[REDACTED]	
Committee Member	Margaret Symons	(Including payments & banking)
Chief Executive	J. McBride	(Including payments & banking)
Finance & IT Manager	L. Ramsay	(Including payments & banking)
Housing Manager	L. Ferrie	(Including payments & banking)
Development Manager	G. Scott	(Including payments & banking)
Maintenance Manager	O. McMillan	(Including payments & banking)

It was noted that J. McBride would be an authorised signatory up until his leaving date of 5th November 2021 and removed thereafter and that authorisation limits and controls for payments and commitments were contained within the Financial Regulations and the scheme of delegation.

5. Corporate Governance Policy Reviews

J. McBride presented agenda Item 5 detailing several key Governance Policies for review and were required to put in place for the coming term.

Committee reviewed and approved the following policies, on a motion proposed by M. Symons and seconded by E. McDermott:

- Disclosure of Interests
- Committee Members Expenses
- Fraud
- Gifts and Hospitality
- Whistleblowing
- Entitlements, Payments & Benefits

6. Shareholding membership cancellations

J. McBride presented agenda item 6 detailing the shareholding cancellations in the previous year. Committee authorised the cancellation of four shares as detailed within the report, on a motion proposed by J. Scott and seconded by A. McLaughlin.

7. Human Resources

J. McBride presented agenda item 7, Human Resources and spoke to the following:

General

Noted that all Committee members had now provided a photo for the new website.

Committee Membership 2021-22

Committee membership at the beginning of the 2021-22 term was again confirmed as Alison Ballantine, Craig Green, Susan James (Chair), [REDACTED] (Vice Chair), Mags MacLaren, Elaine McDermott, Annie McLaughlin, Yvonne Robbie, John Scott, Margaret Symons and [REDACTED].

7. Human Resources

Staffing & Recruitment

J. McBride advised on staffing as follows:

Development Officer (Grade 5, 28 hrs p/w)

Vacant post due to staff retiral G. Scott to assess the vacancy, considering both the structure within the team and the wider resource requirement within the staff team.

Community Regeneration Co-Ordinator (New Post: Grade 4, 35 hrs p/w)

Vacancy advertised with a closing date of 15th October 2021 and interviews scheduled for 26th October 2021.

Community Regeneration Officer (Former Shared post with Barrhead HA 17 ½ hrs p/w)

G. Scott will hold this vacancy in reserve until the CR Co-Ordinator post is filled and will reassess at that time.

Maintenance Assistant (Grade 4, 35 hours p/w)

Postholder invited to a "one to one" meeting with O. McMillan to try and progress the modified post on offer.

Short Life Working Group (Pensions)

L. Ramsay advised that following from Committee's decision to consult with staff on a potential increase in employee DB rates potentially from 12.5% to 14.0% a consultation paper had been drafted and approved by J. Scott and M. MacLaren.

Committee authorised the draft consultation paper and for the 60-day consultation period to commence on 1st October 2021, on a motion proposed M. Symons and seconded by J. Scott.

L. Ramsay agreed to issue the document to staff on 1st October 2021.

EVH

The August 2021 newsletter was provided within the Committee papers. J. McBride highlighted progress on the 2022-23 pay award negotiations.

7. Human Resources

Chief Executive Officer Recruitment Process and Interim Management arrangements

Committee noted J. McBride's resignation, notice period and final day of employment as Chief Executive Officer of Williamsburgh Housing Association as Friday 5th November 2021.

J. McBride advised on progress with the recruitment process as follows:

- The full Management Committee had been informed immediately following the A.G.M. on 15th September 2021 and J. McBride had been authorised to immediately progress the recruitment progress subject to agreement of the Scottish Housing Regulator (SHR).
- The Senior Management and full staff teams had been informed.
- J. McBride met with [REDACTED] (Regulation Manager SHR) on 16th September 2021 and, following lengthy discussion, was advised that SHR were happy for W.H.A. to progress the recruitment process given the most recent organisational options appraisal had only been in July 2019.
- Costed submissions had been received from three recruitment consultants to run the process in conjunction with the recruitment panel. The submissions had been circulated to Committee in advance of the meeting for consideration.
- Management Committee members had been requested to volunteer to take part in the recruitment and selection panel.
- L. Ramsay and G. Scott would continue to support the administration of the Recruitment and Selection panel from the staff side after 5th November 2021.
- A provisional timeline of events was provided from the meeting up to early December with the appointment hopefully being ratified by Committee at the meeting to be held on 8th December 2021.

Following full discussion and due consideration of the submissions, it was agreed by a majority vote, that **Aspen People** would be selected to provide a recruitment service to fill the Chief Executive Officer vacancy, on a motion proposed by M. Symons and seconded by J. Scott. (J. McBride to advise Aspen as successful partner and thank others for submitting).

The recruitment and selection panel would consist of S. James (Chair), J. Scott, [REDACTED] and C. Green.

E. McDermott agreed to chair an appeals panel made up of other Committee members, should it become necessary.

7. Human Resources Chief Executive Officer Recruitment Process and Interim Management arrangements

Following consideration of the interim period by the Senior Management Team, J. McBride advised on proposed interim management arrangements put forward for Committee's consideration as follows:

- L. Ferrie to be appointed as interim CEO from 8th November 2021 to 31st March 2022 supported by the Senior Management Team. The length of term is to provide for recruitment process ending in December 2021 and potential for up to 3 months' notice period by the new CEO and hand over period.
- L. Ferrie to also cover the dual role of W.H.A. Secretary for the same period.
- L. Ferrie to formally continue to act as Housing Manager, however, Senior Housing Officer, L. McDonald, who is currently covering long term sick leave in the Factoring Team would cease cover and be released wholly back to her SHO role to assist L. Ferrie with additional day to day management of the housing team including further decision-making power and responsibilities.
- A temporary external resource would be brought in to cover factoring duties and for that post to be managed by L. McDonald.
- Management of the website and social media (and staff) to be transferred permanently to L. Ramsay under I.T.
- A temporary external resource to be brought in to cover GDPR audit work that was being undertaken by L. Ferrie.

Committee discussed the proposal and considered, as an alternative, the advantages and disadvantages of bringing in an external resource to cover the CEO vacancy for the interim period. Following full discussion, it was decided by a majority verdict, that the proposal above be implemented, and the temporary posts recruited without delay. All in attendance were supportive of the decision and J. McBride thanked Committee for their full participation and consideration of the proposed arrangements.

It was agreed, on a motion proposed by J. Scott and seconded by E. McDermott that L. Ferrie be appointed as Interim CEO of Williamsburgh Housing Association from 8th November 2021 to 31st March 2022 at W.H.A. Grade 8, spinal point 46, being the starting point of the current CEO salary scale.

It was further agreed, on a motion proposed by M. Symons and seconded by J. Scott that L. McDonald be given a responsibility allowance at the next available scale point (32) on the Grade 6 scale, for the same period in recognition of the additional managerial responsibilities placed up on her whilst L. Ferrie gave more of her time to the CEO role. J. McBride agreed to process necessary paperwork for HR and payroll and for the relevant senior managers to action the other items, as necessary.

8. Policy Review: Information Security & Acceptable Use Policy

L. Ramsay presented agenda item 8, the Information Security & Acceptable Use Policy, highlighting various areas and advising that staff and committee training would be arranged on the content. Committee approved the Information Security & Acceptable Use Policy, on a motion proposed by M. Symons and seconded by A. McLaughlin.

9. Chief Executive Report

J. McBride presented agenda item 9, the Chief Executive report and updated the Committee on the following matters:

- Covid-19 service update.
- Notifiable Events with the Scottish Housing Regulator.

Office Refurbishment

Following discussion at Management Committee meeting No.519, L. Ramsay presented a breakdown of backlog capital maintenance and improvement works required to the office in 2021/22. Total capital cost of £100k would be offset by revenue savings of approximately £30k in office overheads mainly due to the pandemic and ongoing office closure. An additional £16k of paintwork required was also included within routine office maintenance repair costs.

Committee approved the expenditure, on a motion proposed by M. Symons and seconded by J. Scott.

A.G.M./S.G.M.

J. McBride gave a brief report on a successful A.G.M. and S.G.M., held at the Glynhill Hotel on 15th September 2021.

Rule Change

J. McBride provided an update on the rule change (to the new 2020 model rules) advising as follows:

- Approval had been applied for and was expected from the Financial Conduct Authority by mid-October and the rules would become active once that had been received.
- A Notifiable Events would then be raised with the Scottish Housing Regulator to advise of the rule change and S.G.M.
- OSCR would also be notified following approval by the FCA.
- The membership had received a copy of the rules with the S.G.M. papers.
- The rules had been signed by S. James, C. Green, E. McDermott and J. McBride (as Secretary), immediately following the S.G.M.

9. Chief Executive Report

GWSF

J. McBride provided an update from GWSF on the SNP & Green Party alliance and commentary on the newly published Scottish Government report on revised development grant levels.

Scottish Housing Regulator (SHR)

J. McBride highlighted the following correspondence from SHR:

- The Social Housing Resilience Group (SHRG) a report on the impact of the COVID-19 pandemic on social landlords in Scotland.
- Letter to all Registered Social Landlords on gas safety responsibilities.
- Updated practical guidance for RSL Governing Bodies during the pandemic.

10. Annual Returns

L. Ramsay presented agenda item 10, reviewing the submission of a number of annual returns as follows:

- SHR Audited Financial Statements Return: Reviewed and approved for submission by 30th September 2021.
- SHR Audited Financial Statements: Noted that submission was made on 23rd September 2021 (Deadline 30th September 2021).
- The Scottish Charity Regulator (OSCR) Return: Reviewed and noted that submission was made on 22nd September 2021 (Deadline 31st December 2021).
- The Financial Conduct Authority (FCA) Annual Return: Reviewed and noted that submission would be made by the deadline of 30th September 2021.
- HMRC Tax Returns: Williamsburgh Property Services Ltd: Noted that the returns were still with Azets UK and would be presented to the next available Management Committee meeting for review (Deadline 31st January 2022).

Committee noted the submission dates and content of the returns and endorsed their submission, as recorded above.

11. SHAPS Pension Scheme Annual Return

L. Ramsay presented agenda Item 11 and explained that all employers participating in the Scottish Housing Associations' Pension Scheme (SHAPS) are required to complete an online annual financial assessment, that the assessment is based on affordability KPI's calculated from the Statement of Financial Position and that a risk rating had been generated for W.H.A.

Following completion of the questionnaire, Williamsburgh Housing Association had been categorised as "Low Risk" and, therefore, would be able to continue as a full member of the scheme.

Committee noted the content and endorsed submission of the SHAPS Annual return by the due date of 30th September 2021.

12. Annual Assurance Statement (AAS): Quarter 2: 2021-22

J. McBride presented agenda item 12, the quarterly Assurance Statement report, detailing ongoing evidence gathering to support the Annual Assurance Statement process in October of each year.

J. McBride highlighted that the report format followed the SFHA Self Assurance Toolkit guidance headings and that the report identified assurance evidence in each of the following areas:

- Assurance & Notification.
- Scottish Social Housing Charter Performance.
- Tenant & Service User Redress.
- Equalities and Human Rights.
- SHR Statutory Guidance.
- Organisational Details and Constitution.
- Regulatory Standards of Governance and Financial Management 1-7.

J. McBride further advised that this was the 4th quarterly AAS report provided to Committee as part of the routine Annual Assurance process and that one further report would be provided at the October meeting prior to submitting the 2021 AAS.

13. Any other business

J. McBride highlighted and encouraged attendance at the following events:

FLAIR Academy training modules organised by Paisley HA would be recommencing online during October 2021.

GWSF Autumn "Membership Gathering" (for Staff and Committee) on Friday, 19th November 2021 from 9.45am – 2.30pm (on Zoom) with the theme being "What does the new normal hold for housing associations?"

Details of both events would be circulated to Committee by email for consideration and response.

14. Date and Time of Next Meeting

S. James thanked everyone for their attendance and advised that the next scheduled meeting of Williamsburgh Housing Association would be held on Wednesday, 27th October 2021 at 6.00pm on Zoom.

CHAIRPERSON:

DATE: