

Cloch Housing Association Ltd

Minutes from the Virtual Board Meeting held on

Tuesday 9th June 2020 at 5.30pm

(everyone present appeared by video link)

Present: Julianne Scarlett (Chair)
Eleanor Robertson
Heather Thomson
Brian Corrigan (vice Chair)
Ronny Lee
Eileen Tamburrini

Attending: Paul McVey (Director)
Liz Bowden (Corporate Services Manager)
Andy Thomson (Housing Services Manager)
Paul McColgan (Property Services Manager)
Shonaid Musgrove (Corporate Services Officer, Minutes)
Ken Robertson (Observer)
Elaine Byrne – Arneil Johnstone

Apologies: Kelly Ferns (Leave of Absence)
Alison Greenhill (Leave of Absence)
Alan Hutchison (Observer)

1.	Apologies & Declarations of Interest
	<p>Apologies were received from Alison Greenhill and Kelly Ferns (leave of absence) and from observer Alan Hutchison. No declarations of interest were noted.</p> <p>The Chair welcomed Elaine from Arneil Johnstone and asked the Board and staff to introduce themselves to her. Elaine was present to observe the Board Meeting as part of the Governance Skills Assessment work which she is currently undertaking.</p>
2.	Co-option of Board Members
	<p>The Chair advised the meeting that a proposal was being put forward to co-opt two new members onto the Board; Alan Hutchison and Ken Robertson. The Board was advised that members could be co-opted in their absence (as in Alan's case). The Corporate Services Manager (CSM) confirmed that Alan had given consent for his application to be put forward. The CSM advised that both members would be given online induction training which would include the rules of the Association, code of conduct, eligibility, etc. She advised they would be issued with Cloch iPads at a later date.</p> <p>Resolution</p> <p>The Board approved the co-option of Alan Hutchison and Ken Robertson.</p>

3.	Minutes of 28 April 2020
	<p>The Minutes were presented for approval and publishing.</p> <p>The Chair enquired if the potential third co-optee had been contacted recently. The CSM replied that the potential co-optee had indicated that the timing had not been suitable due to their domestic situation and their work. However, the CSM will contact them again to ascertain if they are still interested and invite them to observe the next meeting.</p> <p>The Chair asked for an update relating to the parent company guarantee (item 8). The Property Services Manager (PSM) advised that this had been investigated and the parent company guarantee had not been taken out. However, it had no bearing on the outcome.</p> <p>A couple of minor amendments were sought to the wording and were noted in the actions below.</p> <p>Actions</p> <ol style="list-style-type: none"> 1. (Item 10.2) Explanation that the breaches were minor and good recording in place. The CSM will amend this. 2. (Item 13) Explanation to be inserted in final paragraph that the key point is the fixed rate option is only occurring due to the record low lending rates in the current economic situation. The Director will amend this. <p>Resolution</p> <p>The minutes were approved for publishing following the above amendments being made.</p>
4.	Matters Arising
	<p>The Director advised that the following items will be discussed tonight: -</p> <ul style="list-style-type: none"> • Governance – Board Induction Programme • MPS Contract • Separation from Oak Tree Housing Association (OTHA) • Business Strategy Day • Kings Glen Progress
5.	Verbal Reports from Sub-Committees
5.1	<p><u>Housing Services Sub-Committee – 26 May 2020</u></p> <p>The Housing Services Manager (HSM) advised that the following was discussed:-</p> <ul style="list-style-type: none"> • ARC (Annual Return on the Charter) presentation made and this will be shown again at tonight’s Board Meeting. • Effect of Covid-19 on services • Policy approval for Domestic Abuse and Lettings Plan

5.2	<p><u>Finance & Corporate Services Sub-Committee – 28 May 2020</u></p> <p>The Director gave a summary of the key points from the meeting: -</p> <ul style="list-style-type: none"> • Draft Minutes have now been added to Admin Control (Convenor has signed off the draft). • Factoring Debt is at the lowest level ever. • ICT report looked at work done to get staff working from home. Also discussed the IT Strategy including new telephony, cyber security and repairs integration. • Management Accounts – very positive, carryover of budget. Board meeting in July to proceed. 5-year return to the SHR. • Treasury Management reported. • CSM report included staff welfare/mental health, wider action funding for a variety of projects (budget cookery book and young children activity packs). • Investors in Young People (IIYP) – assessor delighted with our progress and we may be on track for gold accreditation. • Domestic Abuse Policy (Staff) – how Cloch would deal with this. • Re-grade proposal was approved. • Westfield Health statistics for 2019-2020. <p>Resolution</p> <p>There were no questions and the Board noted the verbal reports.</p>
6.	Director's Report
	<p>The Director took the Board through his report.</p> <ul style="list-style-type: none"> • Business Continuity <p>At a stage now where consideration is being made regarding getting back into the office. Two working groups have been set up (1) to look at the office set up and (2) how to get services rolled out. The first meetings will be held this week. Some services will be straightforward but others will be more challenging (e.g. new tenant visits and pre-termination visits). Need to consider how to open up office to the public to keep them and the staff safe and in line with Government guidance and sector advice.</p> <ul style="list-style-type: none"> • MPS <p>Much good work has been done since last meeting but parent organisation, Mears, has not helped matters in terms of extensions or doing works outwith emergencies. Decision made not to pursue litigation for a variety of reasons associated with loss, cost and time.</p> <ul style="list-style-type: none"> • Homefix <p>This is a subsidiary of River Clyde Homes (RCH) and discussions are ongoing about using them to provide emergency cover when MPS contract ends. This is a local employer and should be quick to deal with our emergency repairs. HomeFix work to</p>

a Schedule of Rates (SOR's) similar to ours so the costs should be in the same region. It is hoped that our "out of hours" emergency line will operate in the same way and that at 5pm any emergencies get diverted to their call handling service. It will be imperative to get communication of this change out to our tenants. This would be a short term solution until the procurement process has been finalised (late July/early August). It is not clear at this stage what the demand will be coming out of the pandemic and how contractors will get access to do the work in tenants' homes.

In the medium to long term, Cloch will explore other methods of providing repair and maintenance services alongside other RSLs to assist with local employability and demonstrating a social return on our investment.

The Director was asked if the SOR's were similar to Cloch why the costs in the tender were expected to be higher than the previous one. The Director replied that the contract with MPS had been extremely competitive and at appealing rates. There is every likelihood that coming out of the lockdown, costs for supplies may have risen. He advised that the SOR's are incumbent on what percentage the contractor goes in at. He stated that this would be something for the Quantity Surveyor to look at. A Board member enquired if using a temporary contractor for emergencies would they still be responsible for the Risk Assessments and Method Statements (RAMS). The PSM replied they would; this would be the responsibility of Homefix or whichever contractor took this over, and Cloch would have to be satisfied with this.

- **Organisational Review – Separation**

The Director advised that the first meeting had taken place. This outlined the work to be done and set the date for the next meeting; 4 July 2020.

A plan showing the stages of the separation was shared. Stage 1 was awareness. Some tenants had been contacted about the separation. A separation newsletter was in production and would be issued along with the budget cookery book that was spoken about earlier. After the newsletter, Zoom meetings would be set up as it would be impossible to have our normal "roadshows".

It is intended to have a business case prepared for both organisations by August. The financial implications for this will be minimal. Proposals would then be submitted to the SHR for consideration. The Ballot would then be procured in September and work to canvass in advance of ballot would commence. A Special General Meeting will take place in October/November and this should conclude the process.

The Director advised that a Communications Plan/Strategy has been produced and this identifies our key stakeholders and how we intend to advise them of progress. We need to be clear that we learned a lot from our partnership with OTHA but the time is right to become independent again. We will need to look at press statements to the sector and media.

The Chair enquired, for the benefit of our new members, if documents about the options appraisal could be loaded onto the library for them to look at to get a feel of why this is happening. The CSM advised this would be done.

- **Business Strategy Day**

The Director advised that he had discussed the possibility of this taking place online with the consultant who seemed genuinely pleased to do this.

The outline of the proposal was to have 5 short sessions (the longest being 90 minutes long) via Zoom meetings. A business planning pack would be circulated beforehand to allow for focussed discussions at the meetings. The various sessions would look at the framework for the plan, vision and values. Much work around this has been done in the lead up to the Options Appraisal – however we need to revisit it. There would be breakout discussions and the Board and Leadership Team would be split into mixed groups. The latter sessions would address our people, culture and innovation as well as our strategic objectives for the next 3 years and what our priorities are. The content from the sessions would be pulled together into a framework to move forward.

It was agreed that early evenings (circa 5.30pm) would be preferred and not to have the sessions in the same week if possible. Zoom meetings would be trialled so that everyone could see one another and not restricted to only 3 or 4 people. The Director would email everyone with proposed dates to get the first session arranged.

- **Kings Glen**

The Director advised that the contractor is back on-site and they have stated that the delay due to the pandemic should not mean their time on site doing the work is longer, however the lockdown period will need to be factored in. An issue with fencing excluded from the front is causing concern and consideration is being given to adding this, however at an extra £100k approximately, this is something being factored into our costs to assess the viability.

- **Employee Matters**

One staff member has fallen at home and broken their hip and shoulder. We shall support them as much as we can. Four members of staff are still furloughed but one due back next week.

- **Board Member Annual Review**

The Director advised that this process is now being organised and in advance of the appraisals we are looking for members to complete a questionnaire as was done last year. He advised the Board that the Corporate Services team can provide their last appraisal if they want this and that certain personal details will be emailed separately to each individual. The Director stated that he and the Chair will be meeting with the consultant on 25 June 2020. The deadline for completion is 22 June but early responses would be appreciated. The consultant advised that sessions would be around 30 minutes long and she could do evening ones if required.

Actions

1. The CSM to upload the Options Appraisal documents onto the library.
2. The Director to email Board about suitable days/sessions for the Business Strategy Day.

	<p>Resolution</p> <p>The Board noted the report.</p>
<p>7.</p>	<p>The Annual Return on the Charter (ARC presentation)</p> <p>The HSM had previously made the presentation at the Housing & Property Services Sub-Committee but as explained before it had to be made to the full Board.</p> <p>The following key areas were highlighted in his presentation: -</p> <ul style="list-style-type: none"> • Percentage of staff days lost to sickness has improved • Number of ARC lets increased by circa 10% • ARC void days have reduced despite issues with difficult to let and contractor • Rent collected during 2019/2020 slightly improved • Void loss improved • Similar performance with ASB complaints (this is likely to increase in next year's figures re Covid-19) • Average length of time taken to complete emergency and non-emergency repairs has improved • Percentage of reactive repairs carried out in the last year completed right first time has improved for the 2nd consecutive year • No properties missed their scheduled Gas Service (this will not be the case for next year as the UK Government refused extensions on the timing to compensate for lockdown during Covid-19) • Improvement in complaints handling performance • Improved EESSH performance information; fully compliant with SHQS <p>The HSM asked if there were any questions. He was asked if Cloch will be able to demonstrate the difference in performance that directly related to the Covid-19 pandemic. He replied that in some instances it will be difficult to quantify this but that new diary codes had been created to try and show this.</p> <p>The PSM reiterated that with no relaxation given in relation to gas servicing we know we will not achieve 100% but we will make comment in next year's ARC to reflect this.</p> <p>Resolution</p> <p>As the ARC had been approved by the Property & Housing Services Sub-Committee the Board noted the presentation.</p>
<p>8.</p>	<p>Governance</p>
<p>8.1</p>	<p><u>Business Continuity Plan – Covid-19 Checklist</u></p> <p>The Director advised the checklist is updated monthly and gave a resume of the key points.</p> <ul style="list-style-type: none"> • Cloch continues to carry out services to our customers whilst the office is closed. When lockdown happened at the start the Association took the decision to contact our

	<p>tenants. Our current process is identifying our most vulnerable tenants and contacting them to assess their needs.</p> <ul style="list-style-type: none"> • Leadership Team meet most days to keep contact going. • The Finance section are processing the furloughed staff applications. • The two Modern Apprentices will remain on furlough as they require ongoing supervision but they are doing some online training for the time being. • Guidance has come out about holding virtual Annual General Meetings and we may need to hold ours this way. • SHQS – now a legal requirement to have electrical inspections done every 5 years; talks in place just now regarding the implications of this, and its effect on SHQS compliance. • Cashflow – looking at remaining loans with BoS which have higher interest rates to see if we can obtain preferential rates despite redemption costs. • Factoring invoices being sent out. • Covenants all okay. • Communication – have purchased Zoom and trialling this with staff just now. • Voids are high; sitting at nearly 30. However, contractors now starting back and hope to get them ready for letting. (Discussion took place about allocations and voids). The HSM advised that procedures being put in place to allow allocations. However, the main problem is utility companies not attending to get services ready. There is also the issue of a software update and training to ICHR which means no properties can be advertised until early July. Staff also need to be protected and feel confident about carrying out estate management/void/allocations. • Services/operations – increase in anti-social behaviour; particularly in flatted units. Inverclyde Council want us to release additional flats to them to house homeless/early release prisoners. Cloch not keen on providing additional properties unless the proper support packages are in place. Not willing to expose our existing tenants/communities to further examples of chaotic behaviour around tenancies which should have more robust support. <p>Resolution</p> <p>The Board noted the report.</p>
8.2	<p><u>Board Induction</u></p> <p>The CSM took the meeting through the new induction process for Board members. This consisted of various introductions to the workings of the Association and what the different teams do. The induction will be in two formats (1) narrative format and (2) animated videos so that Board members have a choice of how to learn. She advised that each information note has an accompanying jargon buster. The CSM advised that the Induction material has been uploaded onto Teams now and will also be uploaded onto Admin Control. The CSM took the Board through the new Board Teams Channel. The CSM advised that this was a working document and more will be added to it in the coming weeks.</p> <p>Resolution</p> <p>The Board noted the new Induction process and feedback on it was positive.</p>

8.3	<p><u>Performance Standards Review</u></p> <p>The Director advised that the Association has to self-assess itself against 7 SHR standards. It had been agreed that Cloch would do this over a 3-year period but with some standards being reviewed annually. The standards being presented were annual ones (Nos 5 & 6). Appendix 1 is the template providing the evidence for compliance. The Director advised that in many areas the Association is already fully compliant. There is some training required for other parts. He drew the Board's attention to the following: -</p> <ul style="list-style-type: none"> • Appraisal of Director and the evaluation of the post. The Director suggested this could be scheduled in after finalising the separation from OTHA. • Board Training. The Director advised that further training will be provided in the areas the standard has highlighted. • The Director advised that the Appendix 2 shows the Action Plan that has been compiled. <p>Action</p> <p>A discussion took place on training and feedback. It was agreed that the Chair, Vice-Chair and one other Board member will provide the Director with feedback.</p> <p>Resolution</p> <p>The Board noted the report and that, following the feedback from members, the Director will bring this back to the August Board meeting.</p>
9.	Health & Safety Update
	<p>The CSM advised that a lot of work is being carried out for opening the office up to staff. This included risk assessments, purchasing PPE, office layout/movement within it. One member of staff who has recently returned from furlough is now working out of the office as they had struggled to work effectively from home. This only happened following a risk assessment prior to starting back.</p> <p>The CSM advised that some Property and Housing staff were going to the offices to collect keys, PPE, copy paperwork. Prior to the office being occupied a staff member had been attending to make safety checks and been called out by our monitoring services as intruder alarm had been triggered. The fault had been traced and components replaced.</p> <p>The Board was advised that there was still much work to be done before the office was opened up and it was likely that the Housekeeper would be brought back on a part time basis to keep the cleanliness/hygiene levels acceptable.</p> <p>She advised that a full report will be provided to the next Finance & Corporate Services Sub-Committee.</p> <p>The PSM stated that information is changing all the time but that Cloch is adhering to the Risk Assessments and Method Statements (RAMS) that are being issued.</p> <p>Resolution</p> <p>The Board noted the report and that an update will be provided at the next F&CS Sub.</p>

10.	AOCB
	Apart from the welcome to the new Board member who was present and to the consultant for her attendance there was no other business for discussion.
11.	Date of Next Meeting
	The Director advised that the standard meeting will be held on 4 August 2020 with the agreed additional meeting being held on 23 July 2020. At this meeting we will consider Finance Papers/Budget changes, 5-year SHR returns and may conclude our Business Planning series.
	The meeting closed at 19:32