



**Drumchapel
Housing**

Co-operative Limited

Management Board meeting to be held on Tuesday 25 June 2024 at 6:00pm. hybrid meeting using ZOOM Video Communications at 4 Kinclaven Avenue, Drumchapel Glasgow G15 7SP

Ag3

Present: Joan McFarlane (Acting Chair)
Josephine Barnshaw
Karen Hogg
Elspeth Kerr
Vincent Ogar
David Riddell
Jean Forbes
Karen McKenna

In attendance: Jacqueline McGoran, Finance & Corporate Services Manager
Chantelle Devlin, Assistant Maintenance Officer
Pat Bradley, HR Consultant

J McFarlane opened the meeting at 6.05pm

Agenda item 6.3 was moved to after Agenda Item 6.8 as P Bradley was presenting this report.

1. Apologies

1.1 Apologies were received from P Burke, D O'Hara, H Eakin, A Kerr, F McLean, G MacIntosh, P McNaught

2. Declaration of interest

2.1 There were no declarations of interest noted.

3. Minute of the previous meeting held on 21 May 2024

3. There were no amendments to the minute of the meeting on 21 May 2024, the minutes were proposed by J Barnshaw and seconded by E Kerr.

4. Meeting Action list 2024/2025

4.1 The meeting action list was approved by the Management Board.

5. Matters arising

5.1 There were no matters arising.

6. Director's report

6.1 New Scottish Housing Regulator Framework

6.1.1 J McGoran presented the report on the revised regulatory framework and guidance with the purpose of summarising the new framework and statutory guidance against previous 2019 edition and providing an impact assessment for the Co-operative.

6.1.2 Board agreed the actions identified from the impact assessment were:

- Review of Co-operative documentation and update where required
- Clarifying definitions through training
- Confirm revised framework and guidance with auditors and our financial agents

6.1.3 Board discussed the requirement to ensure that tenants and service users voices are heard, particularly by the Board and how they can ensure they achieve this. Suggestions were made such as inviting tenant panel members to present directly to the Board their opinions for example on the tenant report card. Another suggestion was to present the Annual Assurance Statement to raise awareness and ask for tenant feedback at the Annual General Meeting. Members agreed to continue to consider further ways to achieve this going forward.

6.2 Risk Management Matrix – annual review

6.2.1 J McGoran presented the report on the annual review of the risk matrix.

6.2.2 The risk working group met to review and discuss risk factors that potentially could impact on the operations of the Co-operative. The Internal Auditor also reviewed and gave comment to the existing matrix. The outcomes were then presented to Board at the Strategy Day for Board and staff to discuss and agree the risk matrix to be brought to Board for approval for the coming year.

6.2.3 J McGoran advised that Board had agreed the rank of each risk level as detailed within the risk matrix the results of which are:

- Two severe risks
- Three high risks
- Nine medium risks
- Three low risks

6.2.4 Staff had considered what mitigation the Co-operative has put in place and then ranked each risk factor after taking this into consideration, the detail of which is contained within the risk matrix.

6.2.5 Board approved the updated risk matrix

6.3 Board Appraisal Report

6.3.1 PB went through his report which had been distributed with the Board papers in advance of the meeting.

He confirmed that the Board appraisal process was now firmly embedded in the culture at DHC confirmed that all experienced Board members continued to operate effectively in their respective roles individually and collectively.

He went through the key elements of the report in detail including:

- Continuous development and Board effectiveness
- Supporting the Board through effective appraisal
- Personal development plans and Board training and development plan
- Succession planning
- Training and development

PB advised that the Board is well-placed to plan ahead as one member had expressed an interest in becoming the Chair in future while others had said that they would consider roles as office bearers in future.

The Board is well attended and DHC had a total of 15 Board members at the Annual General Meeting (AGM) in August 2024 although one member had recently resigned for personal reasons.

PB thanked Board members for their cooperation during the appraisal process, and the content of the report was noted and approved.

6.4 Equality & Human Rights

6.4.1 J McGoran presented the Equality and Human Rights report. Board was advised that the working group, made up of Board and staff met in June to discuss and update the action plan where required.

6.4.2 To date 45% of tenants have completed an equality monitoring form. When comparing the data to the composition of the Management Board it was noted that due to the resignation of K Watt in April 2024, the Board no longer had a member within the age group of 16-34. It was agreed that recruiting Board members within this age group be added to the action plan.

6.4.3 Board approved the 2024/25 Equality Action Plan.

6.5 SHAPS (Pension) DB Accounting update 31 March 2024

6.5.1 J McGoran presented the final details of the Co-operative's defined benefit (DB) accounting disclosures for the period ending 31 March 2024.

6.5.2 Board noted the report and in particular the movement in the deficit from £126k in 2023 to £300k at 31 March 2024

6.5.3 Board confirmed they would like a note to be added to the accounts to reflect scheme benefit review as included in the body of the report

Action: FMD

6.6 Arrangements for Annual General Meeting

6.6.1 J McGoran presented the report on this year's Annual General Meeting (AGM) arrangements to be held in the Co-operative's office using the hybrid model on Thursday 29 August 2024 at 6pm.

6.6.2 In accordance with the Co-operative's rules, five Board members are required to stand down. J Barnshaw, E Kerr, J McFarlane and D Riddell were identified as the longest serving members. Four other Board members were identified as the next longest serving members as they had been elected/re-elected at the same time. V Ogar volunteered to stand down as he was the only one of the four present at the meeting.

6.6.3 Under Rule 31.6 two Board members have been identified as requiring to demonstrate ongoing effectiveness. As part of the recent Board appraisal carried out and presented at the June meeting by Pat Bradley, HR Consultant, the Board were satisfied that both Board members demonstrated ongoing objectivity and will continue to be effective Board members.

6.6.4 Board approved the arrangements for 2024 AGM.

6.7 Finance Services

- 6.7.1 J McGoran presented the report on the extension of Financial Services provided by FMD.
- 6.7.2 The Co-operative buys in financial services via Cernach Housing Association. The contract was for a three-year period with the option to extend for a further year subject to satisfactory performance.
- 6.7.3 Cernach HA advised the Co-operative that on contacting FMD to extend the contract for one year, they in fact extended to June 2025 which FMD had accepted.
- 6.7.4 Board noted the extension to FMD Financial Services Ltd contract via Cernach Housing Association to June 2025

6.8 Findlay's Letter of Engagement

- 6.8.1 J McGoran presented the Board with the Letters of Engagement for the audit of financial statement and corporation tax explaining the purpose of both.
- 6.8.2 The Board considered and approved the letters of engagement from Findlays and the letters to be signed by J Barnshaw (secretary) on behalf of the Co-operative.

C Devlin left the meeting at 6:25pm

6.9 Staffing report - TABLED

- 6.9.1 Please refer to separate confidential minute.

8. Policy review

- 8.1 There were no policy reviews

9. Governance

9.1 Membership Report

- 9.1.1 There were 43 prospective members and two share certificates for approval.
- 9.1.2 The Management Board approved 43 prospective members and two share certificates.

9.2 Ethical Conduct and Notifiable Events

9.2.1 There were no ethical conduct or notifiable events to report

10. Audit, Risk and Staffing sub-Committee

10.1 There were no sub-Committee meetings to report.

11. Any Other Competent Business

11.1 J MCG advised Board that the annual fete had been scheduled for Saturday 10 August and that volunteers to help out on the day would be much appreciated. Members were enthusiastic to help, and it was agreed that Board would be contacted nearer the time to confirm what is required.

12. Date of next meeting

12.1 The next Management Board meeting will take place on **Tuesday 6 August 2024 at 6.00pm**

Chair.....**Date**.....

J McFarlane closed the meeting at 7.10pm