

<b>Report To:</b>	Management Committee Meeting
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<b>Agenda Item 5.1:</b>	Minutes of Pineview Housing Association Ltd Committee Meeting Held by remote access using MS Teams on 25 March 2021
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<b>Prepared By:</b>	Joyce Orr, Director
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<b>Date Prepared:</b>	8 April 2021
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<b>Meeting Date:</b>	29 March 2021
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<b>Minutes - Rule 62 - SFHA Charitable Model Rules (Scotland) 2013</b>
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62. Minutes of every general meeting, Committee Meeting and sub-committee meeting must be kept. Those minutes must be presented at the next appropriate meeting and if accepted as a true record, signed by the Chairperson of the meeting at which they are presented. All Minutes signed by the Chairperson of the meeting shall be conclusive evidence that the minutes are a true record of the proceedings at the relevant meeting.

<b>Item Details</b>
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<b>1. Sederunt</b>
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<b>Present:</b> Richard Bolton (RB) – Co-optee Linda Devlin (LD) Myra Frater(MF) Josephine McGinty (JMc) Daniel Martyn (DM) Fiona Murphy (FM) Victoria Phelps (VP) David Syme (DS)	<b>Apologies:</b>  <b>Special Leave:</b> Matthew Dillon (MD) - approved Sharon Kane (SK) - approved Winifred McPhail (WM) Anna Welsh (AW) Committee gave ongoing approval.  <b>Absent Without Apologies:</b>	<b>In Attendance:</b> Karen Byrne (KB) – Housing Services Manager Lucy Neilson (LN) - FMD Joyce Orr (JO) – Director & Secretary  <b>Guest Speaker/Presenter(s):</b> Mark Ewing, TC Young Solicitors – Rules Review  <b>Observing:</b> Jamie Graham
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All papers issued in advance of meeting unless detailed in minute.  
The meeting started at 6.10pm. The Chair welcomed Mark Ewing and Jamie Graham to the meeting.

<b>2. Declaration of Interest</b>
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The Chair reminded everyone of the importance of keeping their Register of Interest entry up to date and declaring any interests and ensuring their ongoing committee eligibility status. The Chair reminded everyone of confidentiality and collective responsibility.  
Declarations - none declared.

<b>3. Decisions / Approvals Summary Report</b>
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Chair advised report would be used to guide meeting and ensure all required decision made.

Item Details	Action	By
<b>4. Guest Speaker – Mark Ewing, TC Young Solicitors – Rules Review</b>		
<p>The Chair invited Mark Ewing (ME) to address the meeting and go through his presentation and introduce discussion on Rules Review. ME took the meeting through the presentation previously issued, explaining background to Rules; need for review and process of undertaking a review. ME explained the timing of the review of the SFHA Model Rules pre pandemic, with some late additions added to deal with some pandemic matters. ME explained that changes within the model due to various changes including requirements of the Financial Conduct Authority (FCA); Co-operative and Community Benefit Societies (CCBS) Act 2014; Housing (Amendment) (Scotland) Act 2018; Regulatory Framework 2019; along with some governance provisions, clarifications and tidy ups. ME explained the new governance provisions in respect of Rules 27.1, 37.8, 40.3, and 59.5. ME explained the optional variations available for consideration and the reasons why some organisations may choose to include these. ME explained the process for changing Rules including any requirement for lenders consent, Special General Meeting (SGM), registration with FCA, notification to SHR. JO advised consent required from Clydesdale Bank and that the bank had already been made aware of proposal to review Rules. ME explained that during the pandemic the Corporate Insolvency &amp; Governance Act allowed SGMs and AGMs to be held virtually, however, this is ending on 30 March and it is not clear if this will be extended. This would mean that a physical SGM would be required if legislation not extended. Committee discussed and agreed to review SGM date further at April CoM when it would be known whether or not the legislation had been extended. Committee thanked ME for his presentation and explanation. The meeting then discussed Committee and staff queries with ME; the optional clauses available for committee to consider; and the additional changes Committee may wish to make. Following discussion Committee agreed to retain general meeting quorum at 10% of membership. It was also agreed, following discussion, to retain committee maximum size at 15 members. After clarifying queries with ME and discussing options in detail, the Committee made their decision on proposed changes to put to members. Summary of matters considered loaded to Decision Time document library.</p> <p><u>Decisions Made:</u></p> <p>All provisions approved in line with model, with the following decisions on optional provisions:</p> <ul style="list-style-type: none"> <li>- General meetings – include option to allow virtual AGMs/SGMs.</li> <li>- Composition of Committee – do not include any of the optional provisions, that is, no executive committee members; no staff as executive committee members; no payment of committee members; no prohibiting related committee members.</li> <li>- Composition of Committee – approved aged limit change from 18 to 16 as per section 31 of CCBS Act 2014.</li> </ul> <p>TC Young to draft approved final versions of Rules, incorporating the above, and work with Director to take forward.</p> <p>Approved authority to Director to liaise with Clydesdale Bank regarding seeking consent, with aim to conclude with bank during June.</p> <p>CoM to consider AGM date at April CoM meeting.</p>		
	JO	30/04/21
	JO	30/06/21
	CoM/JO	29/04/21

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<b>5. Minutes of Previous Meeting(s) / Matters Arising</b>		
<p>5.1 Minute of the Management Committee Meeting of 25 February 2021 noted, with no changes requested.</p> <p>5.2 Previous Minutes Decisions Action Implementation Report and progress updates noted.</p> <p><u>Decisions Made:</u></p> <p>5.1 - Minute approved - proposed by MF, seconded by DM. Minute to be signed by Chair when Covid19 restrictions lifted or alternative arrangements in place – IF to put arrangement in place for electronic signing as per other documents – agreed to delay.</p>	IF	27/05/21
<b>6. Items Requiring Decision / Approval</b>		
<p><b>6.1 Business Plan General Report:</b></p> <p>The meeting Chair introduced the report and asked JO to present for required decisions. JO advised updates to be provided on KHA office move and query in Decision Time re KHA consultants costs; and one decision required on subscriptions.</p> <p>1 – Priorities Outcomes to 28/02/2021 and Proposals for 2021/22/23 JO advised that Priorities not met were not business critical and have been carried forward. Committee noted full detailed out come in Decision Time and no queries to raise other than that raised and answered in respect of PCI compliance. Committee considered the proposed priorities for 2021/2022/2023. Committee noted Decision Time queries raised and answered in respect of proposals – FCS office standards review; online newsletter implementation; and pension auto enrolment – Chair confirmed with members that they were satisfied.</p> <p>2 – Mission, Values and Core Objective review Committee discussed rewording of mission statement and rephrasing “through listening” with “listening to”. Committee discussed values and how they are incorporated within our Behaviours Framework and Policy documents and any review would require review throughout. Committee considered current objectives and if they could perhaps be more concise. It was considered whether or not to include the integration of Kendoon as an objectives. It was discussed that the objectives were across the whole organisation and would cover ex Kendoon too and that integration matters were included in Priorities and would be subject to internal audit during 2021. Committee discussed opportunities to revisit this entire section of the business plan. Committee discussed how best to undertake this and agreed that Director to approach Allanpark Consultants, due to their experience in this area of work, for a proposal on reviewing aspects of the business plan with committee and staff.</p> <p>3 - Business Planning Review, Timeline and Format Committee considered the options for the business plan review and timeline, and discussed in context of previous discussion and seeking proposal from Allanpark Consultants.</p> <p>4 - Review of long term projections Committee noted position and the timeline required for feeding into the five year projections to SHR.</p> <p>5 - Transfer of engagement – confirmed KHA office cleared and returned.</p>		

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<p>9 - Decision Between Meetings update on recruitment. KB updated meeting on decision between meeting agreed with Office Bearers and recorded in Register. Committee confirmed all matters noted and no additional queries.</p> <p><b>Decisions Made:</b></p> <p>6.1.1 – Priorities 2021/2022/2023 – approved as proposed with incorporation of queries raised and answered. Business Plan to be updated.</p> <p>6.1.2 – Mission, Values and Objectives – approved interim review with rephrasing of mission statement and Business Plan to be updated. Proposal to be sought from Allanpark Consultants for facilitating reviewing aspects of the business plan with committee and staff.</p> <p>6.1.3 – Business Planning Review, Timeline and Format – agreed proposed timeline and format, subject to opportunity to review with Allanpark Consultants – with focus on reviewing business plan layout and specific elements.</p> <p>6.1.4 – Long term projections review – to May Committee meeting.</p>	<p>JO</p> <p>JO</p> <p>JO</p> <p>JO</p> <p>KB/LN</p>	<p>30/04/21</p> <p>30/04/21</p> <p>29/04/21</p> <p></p> <p>27/05/21</p>
<p><b>6.2 Gifts, Donations and Hospitality Report:</b></p> <p>The meeting Chair introduced report and asked JO to present for required decisions. JO advised decision sought from Committee on recommendations to donate remainder of donation budget to COPE (£110) and to consider the donation request from the Drumchapel Asian Forum, a local non charitable community group. Committee confirmed all matters noted and no additional queries.</p> <p><b>Decisions Made:</b></p> <p>Approved PHA donations of £110 to:</p> <ul style="list-style-type: none"> <li>- COPE Scotland (SC022807)</li> </ul> <p>Refer Drumchapel Asian Forum request onto Drumcog to consider.</p>	<p>JO</p>	<p>31/03/21</p>
<p><b>6.3 Housing Services Report:</b></p> <p>The meeting Chair introduced report and asked KB to present for required decisions from updated report issued 24/03/21.</p> <p>2 – Drumcog Gas Contract - KB requested delegated authority for signing of Gas Contract for Pineview HA Ltd.</p> <p>3 – Insurance update – committee noted instruction from loss adjuster as reason for direct award of work without additional quotations.</p> <p>5 – Drumcog Reactive Maintenance Framework – KB requested 2 committee members to attend tender opening with Drumcog.</p> <p>6 – KB provided an update on arrears work and the impact on the overall debt due to the transferred KHA arrears.</p> <p>10 – Void Properties / Allocations – KB recommended the return to direct lettings from April 2021 due to increasing void time with working with GCC for Covid leases, and significant increase in demand for housing register as Covid restrictions begin to ease slightly. Discussed backlog in housing application processing and plan to rectify.</p> <p>15 – CAB update – KB advised on position and recommendation to review position. Committee discussed potential issues with direct employment by Drumcog (covering absences, who would be lead employer etc.). Committee asked if the cost from CAB was their best and final offer – yes. Committee advised it may be best to review what exactly is it we need for</p>		

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<p>assisting tenants, and see if we can secure some external funding for this, especially if supported with joint working through Drumcog (even if Cernach not involved). LD gave details of funding finder and FM gave details of Community Links Scotland, which KB will pursue. Committee confirmed all matters noted and no additional queries.</p> <p><u>Decisions Made:</u></p> <p>2- Drumcog Gas Contract – delegated authority to HSM to sign contract on behalf of Pineview HA Ltd.</p> <p>5 – Drumcog Reactive Maintenance Framework – LD and DM will attend tender opening with Drumcog, Monday 29/03/21 2pm.</p> <p>10 – Void Properties / Allocations – approved return to direct lettings during April 2021.</p> <p>15 – CAB update – KB to liaise with Drumcog regarding options and external funding. CAB retained meantime but pursuit of alternative urgent due to increase in cost.</p>	<p>KB</p> <p>KB</p> <p>KB</p> <p>KB</p>	<p>31/03/21</p> <p>29/03/21</p> <p></p> <p>31/05/21</p>
<p>The Chair advised that it was unlikely that the meeting would get through the remaining business by 8pm and asked members if they wanted to consider a suspension to standing orders to allow all meeting business to be considered. Members agreed to suspend standing orders to 8.30pm.</p>		
<p><b><u>Policy Reviews</u></b></p> <p><b>6.4.1 – G12. Role Description for Governing Body Members (review)</b> Committee considered review proposal based on SFHA model document. Discussed phrasing with strong no preference so agreed to keep phrasing consistent with Rules – Committee of Management.</p> <p><u>Decisions Made:</u></p> <p>Model document to be adapted to PHA practice and adopted.</p> <p><b>6.4.2 – G14. Guide for Governing Body Members (review)</b> Committee considered review proposal based on SFHA model document. Discussed phrasing with strong no preference so agreed to keep phrasing consistent with Rules – Committee of Management.</p> <p><u>Decisions Made:</u></p> <p>Model document to be adapted to PHA practice and adopted.</p> <p><b>6.4.3 – G17. Lobbying Statement (holding review)</b> JO advised on why suggestion for holding review – to allow more investigation by staff and advice sought from DPO on what required.</p> <p><u>Decisions Made:</u></p> <p>Committee approved holding review with return to Committee.</p> <p><b>6.4.4 – G07. Complaints Handling Policy (review)</b> Committee were aware of SPSO review from previous discussions. Committee considered the review proposal based on SPSO model documentation. KB advised on the associated need for a supporting policy (unacceptable actions presented under separate report). KB advised that she had undertaken training with staff on new model.</p> <p><u>Decisions Made:</u></p> <p>Model documents approved for implementation on 1 April as required.</p>	<p>JO</p> <p>JO</p> <p>JO</p> <p>KB</p>	<p>30/04/21</p> <p>30/04/21</p> <p>30/06/21</p> <p>01/04/21</p>

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<p><b>6.4.5 – New: Unacceptable Actions Policy</b>  KB explained purpose of new policy and its requirement for compliance with the revised Complaints Handling Policy. Committee discussed the queries and responses raised in Decision Time and advice from DPO.  <u>Decisions Made:</u>  Approved adoption of Policy, incorporating Decision Time suggestions from DS and DPO.</p> <p><b>6.4.6 – H09. Vulnerable Adults and Child Protection Policy (review)</b>  Committee considered the review proposal and the update in Decision Time regarding relevant legislation reference.  <u>Decisions Made:</u>  Approved adoption of Policy, incorporating Decision Time legislation updated references.</p> <p><b>6.4.7 – H10. Challenging Behaviour Policy (review)</b>  KB explained proposal to discontinue Policy – commitments and actions within Policy are covered under other Policies and procedures.  <u>Decisions Made:</u>  Approved discontinuing policy.</p> <p><b>6.4.8 – S03. Attendance and Absence Management Policy (review)</b>  JO requested delay of review until April CoM.  <u>Decisions Made:</u>  Approved delay of review.</p> <p>Committee confirmed all matters noted and no additional queries.</p>	<p>KB</p> <p>KB</p> <p>KB</p> <p>IF</p>	<p>01/04/21</p> <p>30/04/21</p> <p>01/04/21</p> <p>29/04/21</p>
<p><b>7. Items For Update</b></p>		
<p>The Chair reminded members these item reports are for updating and should simply be noted unless staff have any additional updates and/or members require more information/clarification.</p> <p><b>7.1 Committee and Membership Report:</b>  The meeting Chair introduced report, advising no notes in Decision Time. Chair requested any updates or matters for clarification. No staff updates. Committee confirmed all matters noted and no additional queries.</p> <p><b>7.2 Staffing &amp; Health &amp; Safety Report:</b>  The meeting Chair introduced report, advising on the one query and answer in Decision Time on arrangements for home working – committee satisfied. Chair requested any updates or matters for clarification. KB updated on recruitment outcomes and staffing changes. JO updated on successful IIP assessment and the award of Gold accreditation.  The Chair requested that an e-mail be sent to KHA staff on behalf of Committee to welcome them.  Committee confirmed all matters noted and no additional queries.</p>	<p>JO</p>	<p>31/03/21</p>

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<b>8. Correspondence</b>		
No additional correspondence to that issued throughout month.		
<b>9. A.O.C.B</b>		
There being no other business, the meeting closed at 8.30pm.		

Minute Proposed and Seconded by:

Myra Frater

David Syme

Date: 29/04/21

Signed by Chairperson: \_\_\_\_\_