MANAGEMENT COMMITTEE MEETING

Tuesday, 26th September 2023 6:30 pm

Hybrid meeting held at the BOILER HOUSE at 146 Drip Road Stirling and Via Microsoft Teams | Management Committee

Attendees

Present Ann Dickson (AD) Andrea Finkel-Gates (AFG) Heather Arthur (HA) John Jenkins (JJ) Abira Sarwar (AS)* Kenny Hutton (KH) By Teams James Bryce (JB) Cllr Gerry McGarvey (GM Priscilla Maramba (PM)	In attendance Sharon Brady-Wardrope* (SBW) Mareta Greig** (MG) Paul Fraser **** (PF) Lesley Lennon** (LL) Observer Anna Drever** (AD) Observer Callum MacDougall* (minutes) By Teams Ewan MacDonald*** (EM)
Apologies Alistair Hutton Lyndsay Moffat Kirsty Morrison Callum Wynd	* Excluding part of Item 12 only ** Excluding Item 12, 14 & 15 *** Items 1-8.2 only **** Items 7.1 only

1.0 Election of Office Bearers

1.1 Election of Chair

Purpose - For Approval

Minute by Callum MacDougall

SBW noted that we are looking to elect a Chair, this is done at the first meeting always after the AGM.

AD agreed to Chair for an additional year.

1.2 Election of other Office Bearers

Purpose - For Approval

Minute by Callum MacDougall

SBW outlined this report and noted that its purpose is to provide the Management Committee with the information for consideration for the election of officer bearers for the main committee and for the election of the members and convenors of the sub committees.

SBW noted that the position of Treasurer could be removed and as part of our succession planning for the committee and a position of joint Vice Chair is created (Vice Chair and Depute Vice Chair). These would be new positions that help support the Chair and share the overall workload involved.

It was agreed that AFG would take the role of Vice Chair and that KH would take the role of Depute Vice Chair.

Proposed by AD. Seconded by PM.

SBW also outlined that the position of secretary was now vacant due to the resignation of Lynore MacLeod however is not normally held by a committee member and that the Senior officer would normally take up this role. This was accepted by the members.

Proposed by AD. Seconded by JJ

SBW noted that some of the Sub Committee slots needed replaced now also.

Development Sub Committee - No positions needed to be filled. KH is happy to continue as Chair.

Proposed by AFG Seconded by JJ

Audit and Risk Sub Committee - AFG happy to remain Chair. This was proposed by AD and

Proposed by AD. Seconded by PM

AFG did request if AS could join this Sub Committee. SBW noted that we will check if this is a possibility, that the rules may not allow for this within a 12 month period, following their election to the governing body.

Staffing Sub Committee - It was noted that the Chair had stepped down from the committee. SBW highlighted that she had spoken with LM in regard to Chair this sub and both were going to wait until after this meeting before a final decision was made. AFG advised that she would be happy to remain on the sub committee and to continue as Chair if LM did not want to take this up as another member was needed then KH offered to join this committee.

Proposed by AFG Seconded by JJ

This concluded the business of Office Bearers and election of Sub committee convenors and members.

Decision: Approved

1.3 Election of Sub Committee Convenors and Members

Purpose - For Approval

Minute by Callum MacDougall

This item was discussed and included in previous agenda item 1.2.

Decision: Approved

2 Chair's Statement

Purpose - For Information

Minute by Callum MacDougall

The Chair welcomed all committee and staff to the meeting.

3 Apologies

Purpose - For Information

Minute by Callum MacDougall

Alistair Hutton Lyndsay Moffat Kirsty Morrison Callum Wynd

4 Declaration of Interest

Purpose - For Information

Minute by Callum MacDougall

AS noted that she would discuss the interest later in agenda item 12 under correspondence.

4.1 Code of Conduct and Declaration of Interest

Purpose - For Information

Minute by Callum MacDougall

SBW noted that these code of conducts for committee members will be uploaded to the library on Decision Time and will need to be signed by all members going forward.

JJ asked if we could have an updated copy of our contractor details added to the library also, which SBW confirmed that this will be done also.

5 Previous Minutes

5.1 Draft Minute of Management Committee 28th August 2023

Purpose - For Approval

Document - 5.1 Draft Minute Management Committee Meeting 28th August 2023.docx.

Page 4 Note by John Jenkins Second para. "Jenkins"

Reply by Sharon Brady-Wardrope - noted

Page 5 Note by John Jenkins Second para. "for" the Clerk of Works. "in case"

Reply by Sharon Brady-Wardrope - noted

Page 5 Note by Abira Sarwar

Typo error

Reply by Sharon Brady-Wardrope - noted

Minute by Callum MacDougall

With changes made from the notes made on Decision Time then these minutes were Approved as an accurate record of the meeting.

Decision: Approved

5.2 Confidential Minute of Management Committee 28th August 2023 (item 9.7)

Purpose - For Approval

Minute by Callum MacDougall

This confidential minute was approved as an accurate record of the confidential item 9.7 from the previous meeting.

Decision: Approved

5.3 Unconfirmed Minute of Audit and Risk Sub Committee Meeting 14th August 2023

Purpose - For Information

Minute by Callum MacDougall These minutes were noted.

Decision: Noted

6 Matters Arising

Purpose - For Information

Minute by Callum MacDougall

SBW noted that the Actions Register has now been added to the Library on Decision Time and will be updated after each committee meeting to show the ongoing progress being made with each action we have registered.

7 Operations

7.1 Procurement Report

Purpose - For Approval

Document - 7.1 Kitchen and Gas Boiler Replacement.docx

Page 4 Note by Abira Sarwar

Table 3 mentions 37 boilers but association is replacing only 34, have the replacement of 3 boiler been carried out

Reply by Sharon Brady-Wardrope - yes a further 3 have been done but the tender was based on 37 so in this figure was used to show the true tender unit costs.

Page 5 Note by John Jenkins

5. When are the revised financial projections to be presented to committee?

Reply by Sharon Brady-Wardrope - Most likely it will be end of November along with the first draft budget for 2024/25

Minute by Callum MacDougall

Paul Fraser (PF) outlined this report which highlighted to committee the outcome of the tender exercise for the replacement of kitchens and gas boilers for these three developments.

KH asked if it is our intention to spread some of the cost past the year. PF said yes that is our intention and noted that we also checked with the contractor if they would consider splitting the contract and allowing us to remove the boiler replacement element if required, which would allow us to run a separate tender or to push the replacement out by 1 year.

KH asked if this can all be set within budget. PF replied that we are bringing it all within budget. SBW highlighted that once the mid-year budget review is completed then anything that is in over budget will get stretched into the following year.

JJ asked about the timescale for the asset management plan and when this will be presented to committee. MG noted that this would be ready for the next management committee meeting. SBW also noted that we are in working partnership with Edinburgh University regarding Net Zero solutions to try and help with finding archetypes and solutions for all and to help make options understandable by all tenures. Noted that the Scottish Government are funding this mostly. This is at the forefront of our agenda but we need to be clear with how we act as this is a costly project explained SBW.

AFG noted that maybe we need to think of it from the approach of what is the best solutions we

can get for our money as this will end up being a big expenditure.

Management Committee approved the tender to allow the contract to be awarded to MCN Scotland Ltd for the kitchen and boiler replacements on the basis that costs are closely monitored to allow for keeping with the amount set in this year's budget.

Decision: Approved

*PF left the meeting at this point after the conclusion of his paper.

7.2 Cambusbarron Pre-tender Acceptance Report

Purpose - For Approval

Document - 7.2 Cambusbarron Pre Tender Acceptance Management Committee Report .docx

Page 2 Note by John Jenkins

3.2 Have we confirmed with the Council that their Section 75 agreement is with BDW and not Barrett?

Reply by Ewan MacDonald - We have seen the Section 75 and it is with BDW Trading Ltd.

Page 3 Note by John Jenkins

3.6 Is Strahblane a comparable project? Ours involves some 200 houses, around 50 or so for social rent. Economies of scale? I'd be keen to hear Andrea's and Alistair's comments.

Reply by Andrea Finkel-Gates - I've looked quickly at SHN's 22/23 DvFM outturn and this value per mtr sq is about the median value for the projects were reported on last year (we expect an increase in this year).

Page 3 Note by John Jenkins

3.5 To clarify, we have a project period specified for each subphase? But despite works already having commenced on site, we are at the mercy of the developer signing off the proposed agreement for the clock to start running on our houses?

Reply by Andrea Finkel-Gates - The paper refers to MC approval and FHA funding, will be get more firm dates for all subphases once we have MC approval in place?

Reply by Ewan MacDonald - Dates will be firmed up once FHA's suspensive conditions are cleared. The developer is waiting for us, not the other way around.

Page 5 Note by John Jenkins

Risk of protracted period before agreement sign off by developer? Not covered by L&A damages,

Reply by Ewan MacDonald - The risk of this is considered low. The developer sought to conclude the agreement by 27th September 2023 but Forth's approvals remain suspensive.

Page 5 Note by John Jenkins

Are we comfortable that L&A damages figure specified is adequate to cover all our associated costs, including failure to drawdown charges on CAF loan?

Reply by Ewan MacDonald - The figure for L&A damages does not cover non utilisation fees but it has been maximised through negotiation with the developer. Other allowances have been made within the tender application development costs to compensate for the restricted L&A.

Page 5 Note by John Jenkins

Why concern over higher maintenance costs specifically? Have proposal designs and specifications not been viewed by the appropriate staff in Forth?

Reply by Ewan MacDonald - The comment about higher than normal maintenance costs wasn't intended to be project specific. It relates to the current increased costs of maintaining all buildings in the current economical climate.

Page 5 Note by Andrea Finkel-Gates

Just a quick reference back to John's questions about contract being with Barratts or BDW? Positive feedback is about Barrett's, not BDW. Barrett's have the strong balance sheet, how does this relate to BDW?

Reply by Ewan MacDonald - BDW's balance sheet is also strong. Barratt has been asked to confirm which of their references apply to BDW and which apply to Barratt. If the references apply to Barratt then further BDW references will be sought.

Page 5 Note by Abira Sarwar

Would it be possible to share BDW balance sheet, their last year accounts are available but not June 2023.

Reply by Sharon Brady-Wardrope - I will see if we can get this prior to the meeting

Reply by Sharon Brady-Wardrope - looks like these have not been posted yet - last years went up mid October and the year before didn't get posted until December. We can keep an eye on this if we feel there are any concerns

Page 6 Note by John Jenkins

Are our properties to be also covered by NHBC warranty for structural defects?

Reply by Ewan MacDonald - Yes, the Forth properties will benefit from NHBC Buildmark Choice policies which covers structural defects.

Page 6 Note by Andrea Finkel-Gates

I'm assuming this is traditional gas boilers? What are FHAs plans for developments in the future that include zero carbon heating? Have we factored in any additional costs with what may become a retrofitting exercise with new homes that do not offer zero carbon heating?

Reply by Sharon Brady-Wardrope - all new boilers are hydrogen ready which is predicted for 2030 - beyond that we need to develop more detailed plans for net zero as industry is steering us away from all switching to Air Source Heat Pump as the electricity grid cannot cope.

Reply by Andrea Finkel-Gates - Thanks, Sharon. There's a hydrogen pilot in Fife, I'm not sure of the progress on it. But we're being told that it is unlikely that hydrogen will be widely used in residential properties in the future (although admittedly it's way easier to move from gas to hydrogen than heat pumps). We're hearing the same about the grid too. Lots of talk about

Page 6 Note by Andrea Finkel-Gates

Nice 20 mins neighbourhood.

Reply by Sharon Brady-Wardrope - it's a great start towards this

Page 7 Note by John Jenkins

Looking at the local demand from our housing list, how did we arrive at our proposed housing mix?

4 x one bedroom 24 x two bedroom 20 x three bedroom

Reply by Andrea Finkel-Gates - Is cost a factor in this decision, a lot of providers are choosing not to develop 1 bed properties because they are too expensive.

Reply by Sharon Brady-Wardrope - the cost for one bed is a factor however we aim to keep a good mix of housing and not have a high number of one beds.

Page 7 Note by John Jenkins

Only 4 amenity flats in a 48 unit development. What's our commitment to Stirling Council around maximising provision for special needs in proposed new build developments for social rent?

Reply by Ewan MacDonald - The Stirling Council SHIP requires 10% specialist provision.

Reply by Sharon Brady-Wardrope - It was noted at the recent Strategic Housing Partnership meeting that SC were below target on this and there is an increasing demand. We are looking at adding an additional amenity property for a larger family with two disabled children which would make it 5 units thus achieving the 10%

Page 8 Note by John Jenkins

No USB sockets, yet digitally enabled?

Reply by Andrea Finkel-Gates - A lot of devices are now moving to type -c rather than standard usb so I'm not sure how much value for money they would be.

Page 8 Note by John Jenkins

In the absence of a design guide agreed by Committee, if challenged, can we say we have given adequate scrutiny to a £9M financial commitment?

Reply by Sharon Brady-Wardrope - Whilst we do not have an up to date design guide we have assessed the provisional against our specification requirements laid out previously and the design guide of Rural Stirling HA, the project meets these on most points with the main exceptions being storage however desk space is provided similar to those properties at Johnston Ave in Cornton. Key criteria for us is that it is Sliver Standard for energy efficiency, Housing for Varying needs and it is 'digital ready'.

Document - 7.2 (1) Browriggs 4347 - Cambusbarron Tender Report.pdf

Page 6 Note by John Jenkins

There appears to extensive boundary, entrance and screen walling around the site. Do we have any commitments relating to their future maintenance and if so, have these additional costs been reflected in our cash flow? What about common landscaping areas? Can we confirm that new off site roundabout and paths are to be adopted by the Council?

Reply by Ewan MacDonald - All units within the development have an equal share of the maintenance of the common parts including the walls and landscaped areas. The estimated cost of this from the factor's proposal is £76/unit/annum. The off site roundabout, paths, and all roads within the site are to be adopted.

Document - 7.2 (2) Cambusbarron 30Yr FMD Cashflow.xlsx

Page 1 Note by Abira Sarwar

According to plans, the full site will be completed between August to December 24, should the year 1 income be only half of the annual income ,rather than full year , how we are planning to release the properties, after each phase or at the end of completion of whole site.

SBW – after each phase so phased income.

Document - 7.2 (4) 03 ROSSDHU DS03-Ground Layout 03.pdf

Page 1 Note by John Jenkins

Good that provision made for future ground floor shower. Location of fridge freezer FF looks dangerous, - situated between two opening doors?

Reply by Sharon Brady-Wardrope - we can have a look at this but it looks restricted by the location of the boiler and the location of the eating area/doors

Document - 7.2 (6) 03 INVERBEG ET DS04-Ground Floor 03.pdf

Page 1 Note by John Jenkins

WC entered from door directly off the kitchen/ dining area? Not ideal?

Reply by Sharon Brady-Wardrope - Not ideal but not uncommon - we can assess if there is a work around but limited by the space available

Document - 7.2 (9) 03 CASHELL GFL ENDRICK 1FL DS02-GROUND.pdf

Page 1 Note by John Jenkins

Deep single room for living/ dining / kitchen. No natural lighting to the kitchen area? Single lighting pendent only? Two doors into shower room - necessary?

Reply by Sharon Brady-Wardrope - I believe the 2 doors are part of the Housing for Varying needs for access from the bedroom if required. We can assess the lux levels to make sure the lighting is compliant.

Minute by Callum MacDougall

Ewan Macdonald (EM) outlined this report which provided sufficient detailed information to allow

the Management Committee to assess the recommendation for the Association to contract with BDW Trading Ltd for the development of 48 homes for social rent in Cambusbarron, subject to achieving a satisfactory Offer of Grant from the Scottish Government.

AD asked in relation to the upgrading and cost of land, is this figure built into the cost of these houses. EM noted that it's built into the development first then the houses.

KH noted that this should have gone to Development Sub committee first. SBW explained that due to timescales and deadlines it came to the Management Committee first but will be going to the Development Sub Committee also. EM and SBW both highlighted that this needed signed off by end of September which was another reason for it coming straight to the Management Committee first.

JJ noted that designs for the developments should go to Development Sub committee first to allow time to assess and look at layouts etc. Housing mixed needs should be discussed also. We need to put our stamp on this for future developments.

AFG asked if there is an opportunity to negotiate the timescale on all this as the investment is high from us and we don't want to rush this.

GM highlighted that there is a concern of mediacy and a desire of reassurance here. Believes it would be good practice to have a model for the future in regards this. He noted that Stirling Council welcomes all types of properties at the moment as there is a shortage across the board. Also believes there is no harm in approaching the developer for timescales.

AS asked about the performance and quality assurance and whether we are covered. Is there a performance bond. SBW and EM both explained that there is NSBC cover for this and that the account has cover. SBW noted that the cashflow has been considered within the 30-year plan. KH asked if the tender report included the 9% from the Clerk of Works which EM explained that it didn't, just includes Barretts.

JJ asked about the future maintenance costs and whether that included landscaping etc., or just other repairs. EM explained that it related more to groundwork and routine maintenance but excludes wall repairs.

JJ suggested that this could perhaps be presented differently as it could be misconstrued as a bill that's not under our works. We should keep this in mind when moving forward.

SBW assured the Management Committee that a lot of hard work has been done for this and to allow it to move forward and to know that the terms of the contract are in our favour.

The Management Committee noted that there should be scope to negotiate time and that for the future this should be planned out better but on this occasion are happy to approve to help move things forward.

Management Committee approved the recommendation for the Association to contract with BDW Trading Ltd for the development of 48 homes for social rent in Cambusbarron, subject to achieving a satisfactory Offer of Grant from the Scottish Government.

Decision: Approved

*EM left the meeting at this point after the conclusion of this paper.

8 Finance

8.1 SHAPS Pension Return - Verbal Update

Purpose - For Information

SBW outlined this verbal report and explained that there was portal problem with SHAPS and that it has been extended to the 13th of October and will be submitted by then.

The Management Committee noted the verbal update.

Decision: Committee noted the report.

8.2 Treasury Management

Purpose - For Information

Minute by Callum MacDougall

SBW outlined this report and explained to the committee that we had everything originally in one account but now based off feedback from the Options Appraisal carried out, we should spread this across different accounts as long as this benefits us. An exercise was undertaken to do this which is detailed in this report.

The Management Committee noted this report on the new Term Deposits accounts.

Decision: Committee noted the report

9 Policy/Strategy

9.1 Policy Reviews - (Harassment Policy, New Shared Equality Policy, New Pension Policy)

Purpose - For Approval

Minute by Callum MacDougall

MG outlined this Policy Review report which was to update committee on the revised Harassment Policy, New Supply shared Equity Policy and Pension Policy.

MG noted that in relation to the Harassment Policy, the only changes made were to highlight how tenants can contact the Association to report instances of harassment and explain how these cases are reported to the Management Committee. Stirling Council and Rural Stirling both have a domestic abuse policy but we are looking to add this into ours.

Decision: The Committee Approved the revised Harassment Policy

MG noted that with the New Supply shared Equity Policy the main changes were it's title and the addition to reflect any changes made by the Scottish Government since the last review and to align this with how Forth will action any requests. AD asked about right to buy and AFG explained that this has been abolished.

Decision: The Committee Approved the revised New Supply Shared Equity Policy

SBW highlighted that the New Pension Policy is to allow further clarity for staff over the rules and responsibilities for our pension scheme. SBW brought point 4.2 of the report to the committee's attention which explains the distinction on long-term sick leave. There is the option to contribute to the pension where a staff member chooses to 'top' up on return from a period of unpaid leave. This is entirely up to us. Other organisation consider it within reason and depends on the absence type. SBW asked Committee if this was something we would want to do as it is not a part of the SHAPS guidance. Committee discussed this and agreed that this would be a fair approach if the staff member was topping up, we would match the employer's contribution for a period of unpaid leave.

Decision: The Committee Approved the new Pension Policy and the addition of the provision to match topping up following a period of unpaid sickness absence.

Overall Decision: Approved

10 Governance

10.1 Interim Director Report

Purpose - For Information

Minute by Callum MacDougall

SBW outlined this report and gave an update on key issues in the period to assure the committee that any necessary actions are being taken to progress outstanding items.

SBW noted that her last meeting with the regulator was very positive. We are now required to give an update on our governance improvement plan, our revised development programme and our ongoing improvement to the ARC validations following the independent review earlier this year. All information will be provided by the required timeframe for mid-October along with our Annual Assurance Statement.

The Management Committee noted this report on the key issues in this period.

Decision: Committee noted the report

10.2 Governance Improvement Plan

Purpose - For Approval

Page 3 Note by Andrea Finkel-Gates

What about considering a 360 approach to SO appraisal from 2024? Or something similar.

Reply by Sharon Brady-Wardrope - I think that would a good approach particularly with the new Head of Corporate Services being in post

Minute by Callum MacDougall

SBW outlined this report which gives an update on the progress made on the actions within the Governance Improvement Plan 2023 as we work towards the final evidence bank for our Annual Assurance Statement for October 2023.

SBW proposed that we merge 4.3 Tenant Insight with 1.1 collating of equalities data ad noted the outstanding actions and consider the materiality of them and the impact on our assurance for compliance with the regulatory standards.

MG noted that she has a meeting with MyForth regarding equalities data. This will be taking place tomorrow.

JJ noted that it's good to get a whole view on this and the process involved surrounding it. AFG agreed with this. SBW noted that all staff and committee can feed into this.

Management Committee discussed the outstanding items and considered the materiality of them and approved the update on the progress made on the actions within the Governance Improvement Plan 2023.

Decision: The Committee Approved the updated Governance Improvement Plan

10.3 Notifiable Events

Purpose - For Approval

Minute by Callum MacDougall

SBW outlined this report and noted the new notifiable event for the CAF Bank Loan securities which has been closed by the SHR and the update on the Structural Cracking at Raploch Site 8 & 9.

The Management Committee noted this report in regards the notifiable events discussed.

Decision: Committee noted the report

11 Membership

Purpose - For Approval

Minute by Callum MacDougall

None.

13 Health and Safety Report

Purpose - For Information

Minute by Callum MacDougall

*The Chair and committee agreed to take this paper before agenda item 12.

MG outlined this report which provides information to the Management Committee with regards to health and safety issues for tenants and staff.

MG highlighted in item 5.2 in the report that one property had missed the target for the EICR certificate date due to access arrangements issues. We have since gained access to the property to undertake the safety check but MG just wanted to make committee aware of this and why it had missed its target.

Management Committee noted the information provided in this Health and Safety Report.

Decision: Committee noted the report

12 Correspondence - EVH Salaries Consultation 2023

Purpose - For Information

Document - 12.1 EVH Salaries Consultation for full members August 2023.pdf

Page 4 Note by Andrea Finkel-Gates

CPI is recognised as the official statistic, not RPI.

Reply by Sharon Brady-Wardrope - agreed

Page 6 Note by Andrea Finkel-Gates

I think we need to give some consideration to rent setting alongside this.

Reply by Sharon Brady-Wardrope - agreed, it is slightly early to consider this however we will be starting the work on our rents now.

Minute by Callum MacDougall

*Before this report was outlined, AS, MG, LL, AD and GM left the meeting with CM and SBW leaving before the second half of the report.

SBW noted information on the CPI's and explained if EVH go for the rise then we are okay to accommodate this.

The Management Committee noted the correspondence from EVH and agreed that a formal response to EVH would be minute and provided to the Interim Director to submit.

Decision: Committee noted the report

*After this item had been discussed then AS, SBW, LL, AD and CM returned to the meeting.

Post Meeting Note: The MC provided the following response which was issued to EVH.

CPI is an official statistic and should be the only measure considered not RPI. The percentage increase is flawed as it doesn't discern from those staff on lower salary points and the additional challenges they may face.

We would ask if EVH would consider are tiered approach to salary increases, for example, those on lower salaries received a higher portion of increase than those on the higher scales.

This cannot be separated from the rent increase; tenants will be the ones paying for any salary increase. It is far too early for landlords to have considered rents yet – but perhaps any maximum salary increase could be linked to rent increase. For example, salary increase to be less than or equal to rent increase.

14 AOCB

Minute by Callum MacDougall

AFG asked about the scheme of delegation and the standing orders. Do we have a clear list for the delegation and is there a template we use.

SBW noted that all standing orders will be reviewed. All of this will be refreshed with the new structure.

15 Date of Next Meeting - Monday the 30th of October 2023

Minute by Callum MacDougall

The date for the next Management Committee meeting on Monday the 30th of October 2023 was approved. The Chair thanked everyone for their attendance this evening.

SBW noted that Alison Smith will be continuing the appraisal process for committee and is looking to book everyone in for a one to one so a time sheet will be getting passed around for all committee to fill out. This was acknowledged by the committee.