

**West of Scotland Housing Association  
Minutes of the Board Meeting  
Hybrid Meeting via Microsoft Teams and Camlachie Boardroom  
Wednesday 25<sup>th</sup> September 2024**

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| <p><b>Present (In Person):</b> Kelly Adams (Chair), Kenneth Fee, Ann Reid, Elaine Davidson, Jim Williamson, Michael Sozansky, Karen Merz, Paul MacNeil</p> <p><b>Present (Online):</b> George Kpodo, Graeme Middleton</p> <p><b>In Attendance (In person):</b> Brian Gannon (CEO), Jennifer Cairns (Director of Corporate Services), Valerie Wilson (Director of Finance), Susan Speirs (Senior Corporate Services Assistant)</p> <p><b>In Attendance (Online):</b> Andrew Kubski (Director of Development &amp; Asset Management), Robert Campbell (Director of Housing &amp; Community Services)</p> <p><b><u>Appointment of Office Bearers</u></b></p> <p>Kelly Adams agreed to be Chair of the Board and Alison Calder Vice-Chair. The Board approved the appointment of Kelly as Chair and Alison as Vice-Chair.</p> <p><b>Apologies:</b> Morag Kilbride, Alison Calder</p> |                 |
| <p><b>Disclosure of Interests</b><br/>There were no disclosures of interest.</p>   |                 |
| <p><b>1. Minutes of the Previous Meeting</b><br/>There was a correction to the minutes. On page 6, sixth paragraph the letting agent should read West of Scotland Housing Association and not Westscot Living.</p> <p>With this correction the minutes of the meeting of 28<sup>th</sup> August 2024 were approved as a true and accurate record. They were proposed by Michael Sozansky and seconded by Karen Merz.</p>   | <b>Approved</b> |
| <p><b>2. Matters Arising</b><br/>The Board noted the matters arising.</p>  | <b>Noted</b>    |
| <p><b>3. Assurance Statement – Areas of Improvement</b><br/>The Director of Corporate Services gave a presentation on the assurance statement.</p>   |                 |

She presented the background to the assurance statement for newer Board members and advised that a short life working group consisting of three Board members was set up to consider what assurance is in place with regard to compliance with each of the standards and requirements and looked at all the documents associated with this. Particular attention was paid this year to compliance in respect of tenant and resident safety which had been requested by the SHR. TAG have also been involved with regard to tenant involvement.

The Director of Corporate Services advised the Board that she had reviewed our process against the thematic review carried out by the SHR and the findings of this are included in the paper. The Board can see from this that our process complies with the principles recommended by the SHR.

With regard to the Governance Improvement Plan there are no areas of non-compliance. 83% of the actions are complete. Any actions that were not completed last year have been carried forward to this year.

The Director of Corporate Services provided an overview of the self assessment against the standards and requirements and outlined the key areas of improvement identified.

The Director of Corporate Services advised that the board need to consider if there are any other areas that they feel need improved.

Paul MacNeil asked if sub-contractors are included. The Director of Corporate Services advised that they are but we may need to report more on this to the Board.

A summary of the areas of improvement were identified and the Board needed to consider these and assess whether any of these areas of improvement would be considered as materially non-compliant. The Board went through the areas of improvement and there was nothing that was considered as materially non-compliant.

A draft assurance statement will now be developed and will be circulated to the Board next week so that they have ample time to review it before the October Board meeting. This will then be submitted to the SHR at the end of October.

Michael Sozansky commented that if any Board member has any concerns about assurance then they should join the short life working group next year.

**Action**

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| <p>The Board agreed the content of the Assurance Statement for 2024.</p>  | <p><b>Approved</b></p>             |
| <p><b>4. Sustainability Reporting Standards</b><br/>The CEO presented this report.</p> <p>He provided a background to the sustainability reporting standards for Housing Associations. He advised that the Association is an Adopter of the Sustainability Reporting Standards for Social Housing and that the first report has to be submitted by the end of October.</p> <p>A draft Environmental, Social &amp; Governance Statement has been produced and this has to be approved by the Board.</p> <p>The CEO stated that there are 14 Housing Associations in Scotland who are Adopters of the SRS.</p> <p>Some data had been missing from the ESG report that was sent out to the Board and the CEO gave a presentation on this.</p> <p>The CEO noted that since 2019 we have had a 28% drop in carbon emissions.</p> <p>Michael Sozansky asked what would happen if we acquired more properties. The CEO advised that the baseline would need to be amended.</p> <p>Michael Sozansky asked what the value for money is in respect of time and effort in reporting on the Standards.</p> <p>The CEO advised that the workload is spread across the whole organisation and that much of the data evidence was already held so it was not particularly onerous.</p> <p>The Board noted the progress against reporting on the Sustainability Reporting Standards for Social and approved the draft ESG Statement for October 2024.</p> | <p><b>Noted &amp; Approved</b></p> |
| <p><b>5. Data Management Strategy</b><br/>The Director of Corporate Services presented this report.</p> <p>She advised that a significant amount of work has been undertaken in respect of our data management but there is still some way to go to ensure that we are in a position to make data led decisions. The Director of Corporate Services stated that we have started to implement Power BI which will enable us to report effectively on our data.</p>   |                                    |

The strategy has been discussed with the Staff Consultation Group and also with Altair who are the IT consultants we have been working with and who have provided us with feedback on this. It will be a two year strategy.

A Data Management Working Group is going to be re-established which will have representatives from across the organisation. An action plan will also be developed, and the group will monitor the progress of each action. An annual report on the strategy will be presented to the Board at the meeting in September 2025.

The Director of Corporate Services advised that we are currently recruiting for a Business Information Officer. This will be a two year fixed term post. She advised that interviews will be held on 25<sup>th</sup> October.

George Kpodo asked how will the implementation of the proposed Data Management Strategy specifically enhance the quality of services provided to tenants, and what measures are in place to ensure that tenant feedback is incorporated into ongoing data management practices?

The Director of Corporate Services advised that specifically we will be able to make better decision for our tenants based on data.

Kelly Adams asked if we envisage any new systems or IT being required.

The Director of Corporate Services advised that we are hoping to streamline or integrate the systems that we have rather than introduce new IT systems.

The Board noted the contents of this report and approved the proposed Data Management Strategy.

**Noted & Approved**

## **6. Review of Board Role Descriptions**

The Director of Corporate Services presented this report.

She advised that our Board Member and office bearer role descriptions are based on the SFHA Model Role Descriptions. The SFHA have recently updated their role descriptions, and these changes have been incorporated into our role descriptions.

Each of the role descriptions are attached with this report and the tracked changes are noted in each of them.

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| <p>The Board approved the proposed changes to the role descriptions.</p>   | <p><b>Approved</b></p>   |
| <p><b>7. Board Brief</b><br/> The CEO presented this report.</p> <p>He gave the background to the costs of the forced access for the gas servicing.</p> <p>The Board approved that the full costs of this should be recovered where possible.</p> <p>The Director of Corporate Services informed the Board about the new guidance that has been issued in respect of Construction Procurement and that this needs to be included in the Procurement Policy.</p> <p>The Board approved the amendment of the Procurement Policy to incorporate this change.</p> <p>The Director of Finance advised that the Nationwide will now be checking annually that all borrowers have an up to date mandate on file with the correct authorised signature.</p> <p>The Board approved the authorised signatories on the mandate and confirmed the signing rights and limits for each individual.</p> <p>The Director of Finance confirmed that a 5-year fixed rate of 3.62% plus lending margin has been agreed for the Barclays £4.6m loan facility.</p> <p>The Director of Finance provided the Board with an update with regard to the tax implications of the critical illness cover which had been introduced in 2021/22 when the Association moved away from the Defined Benefit pension scheme.</p> <p>The Board noted the rest of this report.</p> | <p><b>Approved</b></p> <p><b>Approved</b></p> <p><b>Approved</b></p> <p><b>Approved</b></p> <p><b>Approved</b></p> <p><b>Noted</b></p> |
| <p><b>8. Annual Strategy Report</b><br/> The Director of Corporate Services presented this report.</p> <p>She advised that this report provides the Board with an annual overview of all the strategies that the Association has and the progress that is being made with them.</p> <p>Kelly Adams asked how do the Board know that all the strategies are included in this.</p>   |  |

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| <p>The Director of Corporate Services stated that she would check this and consider what further assurance can be provided to the Board in respect of this.</p>  | <p><b>Action</b></p> |
| <p><b>9. Resolutions</b><br/>The Board noted this report.</p>  | <p><b>Noted</b></p>  |
| <p><b>10. Notifiable Events</b><br/>The Board noted this report.</p>   | <p><b>Noted</b></p>  |
| <p><b>AOCB</b></p> <p>Ann Reid had been approached by members of TAG to ask why they did not know about the percentage of homeless referrals that were made to Glasgow City Council.</p> <p>The Director of Housing &amp; Community Services advised that the Customer Service &amp; Engagement Team Leader had gone through the letting strategy with the TAG group and this information was included in this.</p> <p>The CEO advised that he had met with the Sub-Committee for the recruitment of the new CEO. He advised that we will be using Aspen Recruitment Consultants. The interview panel will consist of Kelly Adams, Kenneth Fee, Elaine Davidson, Michael Sozansky and Aspen. It is hoped that an appointment can be made in early December. He advised that a survey had been sent to all staff asking which attributes we should be looking for in the new CEO. This survey will also be sent out to Board members.</p> | <p><b>Action</b></p> |
| <p><b>Review of Meeting</b></p> <p>It was agreed that the meeting had gone well.</p> <p>The meeting closed at 19.35 pm.</p>  |                      |
| <p><b>Date of next meeting – 30<sup>th</sup> October 2024</b></p>  |                      |