

**West of Scotland Housing Association
Minutes of the Board Meeting
Held by Video Conference
Wednesday 25th March 2020, 5.30pm**

<p>Present: Ruth Simpson (Chair), Clare Newton, Nick Farrell, Kelly Adams, Ryan Docherty, Ann Reid, George Kpodo, Paul McCandlish, Irene Campbell</p> <p>In Attendance: Brian Gannon, Chief Executive Officer, Colin MacCallum, Director of Finance and Corporate Services,</p> <p>Apologies; Elaine Davidson (leave of absence), Paul MacNeil (unable to connect to meeting), Derek McGowan, John Shearer and David Wark</p>	
<p>Disclosure of Interests No interests were disclosed.</p>	
<p>1. Approval of the minutes of the 26th March 2020 The Board approved the minutes from the Board meeting held on the 29th January 2020 with the following change. Second last paragraph on page 2 should read “<i>David advised that there was no justification as these costs were not included in the original contract</i>”. Kelly Adams asked that it was recorded that the minutes were an excellent and comprehensive record of the meeting. Minute proposed by Claire Newton and seconded by Kelly Adams.</p>	Approved
<p>2. Matters Arising The Board received an update on actions arising from the previous Board meeting on the 26th February 2020. The CEO also raised the issue of the decision on closing the Final Salary Pension Scheme and the issues surrounding this in the current crisis. The Chair proposed that the Board suspend the decision to close the FS Scheme in light of the unprecedented current challenges faced by staff Paul McCandlish proposed that this should be for 12 weeks and that the Board revisit the issue at that point. This was unanimously agreed. The CEO advised he would contact the Unite Official and the member of staff who had raised an individual grievance to seek their agreement that any hearings in respect of grievances be similarly postponed.</p>	Agreed Action
<p>3. ICT Project The Director of Finance & Corporate Services introduced this report and noted that he provided the Board with an update on progress since the report was written. The Director of Finance & Corporate Services outlined 3 options in respect of Civica Financials: <ol style="list-style-type: none"> 1. Commit to Civica Financials and aim for a 30 June Go Live 2. Cancel the Financials component and remain with existing provider Kypera 3. Pause the Financials project pending Civica’s ability to demonstrate </p>	

<p>an acceptable product</p> <p>Colin advised that his view remained that integration of Civica Financials with the housing and property management system was an essential component of our Digital & IT Strategy and so option 2 should be discarded.</p> <p>Colin also noted that a project plan to achieve the June Go Live had not been received and in our view this was now unlikely to be achievable. That left the third option as the preferred approach. In addition, given the difficulties arising from the restrictive measures applied to working practices made a pause an appropriate approach at this time.</p> <p>The Board discussed the options. They agreed that in the circumstances option 3 was the preferred option and gave delegated authority to the CEO and the Director of Finance & Corporate Services to negotiate a pause for Civica Financials for a period of at least three months or until the coronavirus restrictions had been lifted and to agree a new project plan and timetable for implementing Civica Financials and integration.</p>	<p>Agreed</p> <p>Action</p>
<p>4. Staff Social Media Policy & Social Media Procedures</p> <p>The CEO noted in this report that WSHA’s utilises social media to communicate with tenants, customers and other key stakeholders. We have an active online presence on Twitter, Facebook, YouTube and LinkedIn. The Social Media Procedure and Social Media Policy provides guidance on how we use social media as an organisation and also how staff are expected to use social media when representing WSHA or Willowacre Trust. To create the policy and procedure good practice from the sector was sourced and a number of staff from across WSHA were chosen to provide feedback on the proposed content.</p> <p>He noted that it was identified during an internal Audit of External Communications that there was a lack of formalised policies or procedures in relation to how WSHA uses social media or expectations of staff using it whilst representing WSHA.</p> <p>Kelly Adams noted that there should be consistency between the Social Media policy and procedures and the new Model Complaints Handling Procedure in respect of handling complaints received through social media.</p> <p>The Board discussed and then approved both documents.</p>	<p>Action.</p> <p>Approved</p>
<p>5. Complaints Handling Procedure</p> <p>The purpose of the report was to present the revised Complaints Handling Procedure for approval.</p> <p>The CEO noted that the Scottish Public Services Ombudsman (SPSO) had launched a new Model Complaints Handling Procedure. As the SPSO is our regulator in respect of Complaints Handling, it is mandatory that we adopt this procedure as the basis of our complaints handling. He noted that this report outlined the key changes to the procedure and how we will implement it for WSHA.</p> <p>This included:</p> <ul style="list-style-type: none"> • the need to record complaints that were instantly resolved, • the requirement to agree the outcome sought by the complainant, • the 6 month time limit to making a complaint, • the need to give appropriate information and support to staff who are 	

<p>subject to a complaint about them,</p> <ul style="list-style-type: none"> • The requirement of RSLs to ensure that there are no barriers to vulnerable groups to making complaints, which requires good data on equalities to support this. • The process for dealing with complaints on social media • How complaints made via Elected Members should be handled <p>The Board noted the above and approved the new procedure.</p>	Approved
<p>6. Risk Management Report</p> <p>The CEO presented a report on which gave an overview of the review of the Association's risk register. The report highlighted the key risks for the Association at present. It also provided an update in relation Willowacre Trust risk review following the recommendations made by the Audit Committee and provided an update on the Risk Improvement Plan.</p> <p>The Board discussed the two remaining high risk areas for WSHA, namely, Strategic Risk 7 – Effective Governance and Strategic Risk 8 – Efficient Infrastructure Strategies.</p> <p>In respect of STR7, the Board decided that although recent discussions with SHR had been very positive, until we received a copy of our Engagement Plan it should remain high.</p> <p>They also decided that STR8 should remain high due to the reasons set out in agenda item 3.</p> <p>Kelly Adams queried whether STR6 – Collaborative opportunities should remain Low. It was agreed that we should wait until we review the results of a survey of partners before amending this risk status.</p> <p>The Board decided that we needed to include a new risk around the impact of the Coronavirus and amend our Business Continuity Plan based on lessons learned to date.</p>	<p>Agreed.</p> <p>Agreed.</p> <p>Agreed.</p> <p>Action</p>
<p>7. Staff Engagement Survey Results & Action Plan.</p> <p>The CEO explained that the purpose of the report was to present the results of the Staff Engagement Survey and the proposed action plan to address the areas of improvement.</p> <p>He noted that the Staff Engagement Survey was issued at the end of January for completion by the 7th February 2020. This report provided an overview of the results, highlighted some key issues and the next steps in the process. Overall the results were positive, however it was recognised that there are key areas of improvement. The Leadership Team met to discuss the results at the end of February and following this had discussions with their teams to get feedback in relation any actions going forward. Following this process and further consultation with the Short Life Working Group, a proposed action plan to address the areas of improvement was developed; these actions will be added to the Organisational Improvement Plan.</p> <p>The Board discussed the outcome of the survey and were particularly keen</p>	

<p>to address the lower scores in respect of staff perception of the Board. It was acknowledged that this issue was wider than the recent decision about Pensions. A lengthy discussion took place and it was agreed that issues to be addressed included staff getting to know Board members better, understanding their role, being more aware of positive decisions of the Board as well as perceived negative ones. Irene Campbell suggested that messages should come from the Chair as well as the CEO when decisions are made and that it should be acknowledged that the Board have a number of stakeholders they needed to consider, not just the views of staff. Ryan Docherty suggested that messages should come from the Board not just the Chair and that this was a good time to send a message from the Board to staff.</p> <p>The CEO suggested that the CMT had a role to play here in assisting the Board with these aims.</p> <p>It was suggested that a video message from the Board to thank staff for their fantastic commitment to tackling the challenges of Coronavirus as well as a bio of each Board member would be a good place to start. The CEO agreed to work with our PR & Communications officer to deliver these.</p> <p>Irene Campbell also suggested that staff should be invited to attend Board meetings. Nick also suggested a short note for Board on all staff members would also be helpful.</p> <p>The Board noted the remainder of the paper and approved the action plan which would be amended to take on board the suggestions made at the meeting.</p>	<p>Action</p> <p>Approved</p> <p>Action.</p>
<p>8. Review of Assurance Self Assessment Process.</p> <p>The purpose of the report was to present a review of the process in place to self assess compliance against the SHR Regulatory Requirements. The report noted that all RSLs submitted their first annual assurance statement by October last year. The purpose of the annual assurance statement was for the Board to assess the assurance that they had in relation to compliance with the SHR Regulatory Requirements. The report noted that the Board agreed the process that they would follow in May 2019 and began this process with a Short Life Working Group of Board Members. The SFHA then issued a good practice toolkit for the self assessment process in July 2019 which was too late for WSHA to adopt wholesale but we did use elements of it.</p> <p>The Board had agreed that they would review the process ahead of this year’s assurance statement with a view to fully adopting the toolkit. In addition to this, the external review of compliance against the Regulatory Standards, carried out by Linda Ewart, also recommended some improvements to our process.</p> <p>The report outlined the proposed revised process taking into account the toolkit and recommendations from Linda Ewart. The CEO also noted that the report took account of the recent inspection report of 10 RSLs to learn lessons in respect of the assurance process. Irene Campbell noted that one of the outcomes of that report by SHR was for RSLs to consider how we involved tenants in the assurance process. Consistent with that aim, the report made a recommendation that the Chair of TAG was invited on to</p>	

<p>our Assurance Short Life Working Group. The Board approved the revised process.</p>	Approved
<p>9. Payment of Board Members The purpose of this report was to outline the key considerations to allow the Board to consider their position in relation to payment of Board members.</p> <p>The CEO noted that that when the Board had recently reviewed the Entitlements, Payments and Benefits policy, it was agreed that they would consider payment of Board members at the March Board meeting. It was also agreed by the Board as part of the Organisational Improvement Plan that they would review and consider this subject this year. The Board considered the pros and cons of payment as set out in the report.</p> <p>In respect of one possible argument in favour, Paul McCandlish noted that with volunteers WSHA had already achieved an excellent mix of skills and experience without payments being made. It was noted that out of pocket expenses ensure that there was no barrier to becoming a member. Claire Newton and Ann Reid expressed their clear view that the HA movement in Scotland was based on volunteer members and Board members should not be paid. Claire also noted in any case no more than 50% of the Board members of a charity could be paid and having a two tier system did not seem right. Kelly Adams noted that the few RSLs that do pay Board members, often only pay their Chair and Vice Chair. It was also noted that this would be an additional cost to the Association when there was a key business objective to reduce our costs.</p> <p>The Board unanimously agreed to maintain their current position that Board members should not be paid.</p>	Agreed
<p>10. Board Briefing This report was mainly for noting. The CEO advised the Board that we had selected a strong candidate as our next Director of Housing & Community Services after a two stage interview process and that once contract documents had been signed we would update the Board with more details. The CEO also advised that an action plan would be developed from the results of our Place Standard survey in Springburn. The CEO reminded all to put the date of our Annual Conference in their diaries as it was important that as many Board members as possible attended. The Board members advised that the one to one coaching sessions with Kinharvie Institute had been positive. It was noted that the joint Board sessions with Kinharvie would need to be postponed until it was safe for all Board members to get together.</p>	Action Action Noted.

<p>11. Audit Committee Annual Report The purpose of this report was to give an overview of the work of the Audit Committee during the period January 2019 to December 2019. The Board noted the report.</p>	Noted
<p>12. Development & Investment Sub Committee Annual Report The purpose of this report was to give an overview to the Board of the work of the Development & Investment Sub Committee during the period January 2019 to December 2020. The Board noted the report and also commented how useful it was to get these Sub Committee annual reports.</p>	Noted
<p>13. Contract Management Policy The CEO noted that this Policy was just for noting in respect of changes made as it had just been amended to take account of the fact that we didn't have a new build development programme when it was first drafted. The report was noted.</p>	Noted
<p>14. Minutes for Noting: Willowacre Trust Minutes Audit Committee minutes DISC minutes All were noted by the Board.</p>	Noted
<p>15. Resolutions The report was noted.</p>	Noted
<p>18. Notifiable events The CEO discussed the case which had been notified to SHR as a result of adverse publicity for the Association. The Board noted the outcome of the situation. The CEO advised that dealing with this had been difficult because WSHA did not have a clear compensation policy. He advised that he would bring an Ex-Gratia Compensation policy back to the next Board meeting. The Board were of the view that tenants who pay their rent and take out home contents insurance should not subsidise those that don't. It was agreed that an article should be placed in the next Westworld.</p>	Noted Action
<p>19. AOCB 19.1 Update on WSHA Response to Coronavirus. The CEO advised the Board of the following:</p> <ul style="list-style-type: none"> • The Office was closed and all staff were working successfully from home, accessing our systems and taking calls from customers. • We were providing an Emergency Repair Only service • We were continuing with our gas servicing programme and all planned maintenance in respect of compliance with Health & Safety. • Staff meetings were being held using the video conferencing facility Zoom • Over 700 older and vulnerable tenants were being contacted by phone to determine their support needs. We have been receiving very positive feedback on this. 	

<ul style="list-style-type: none"> • We have suspended lettings and void management • An arrears letter had been drafted which would be used in all correspondence with tenants which offered support but also reminded those whose income had not been affected by the Coronavirus that they should continue to make rent payments. <p>The Board were pleased to hear of the steps taken so far and were particularly pleased to hear about the positive feedback from tenants who had received a support call from staff. Claire Newton noted again the importance of the Board sending out a message to thank staff for the work they are doing during this crisis.</p>	
<p>19.2 Director of Housing & Community Services The Chair asked that a message from all of the Board could be sent to the Director of Housing & Community Services.</p>	
<p>Date of Next Meeting – 29th April 2020.</p>	