

MINUTES OF THE MEETING OF THE COMMITTEE OF MANAGEMENT OF WHITEINCH AND SCOTSTOUN
HOUSING ASSOCIATION LTD HELD AT 7.00PM ON WEDNESDAY 29th JANUARY 2025 at WSHA OFFICES

Present:

L Stevenson (Chairperson)
E Howat
G Johnston
J Simon
D Keaveney
J Haughey
E McShane
M Burke
S Conlin

In Attendance:

J Ward	Chief Executive Officer
A Reid	Director of Finance & ICT
R Clegg	Director of Property Services
P Latham	Director of Corporate Services
K Szulc	Corporate Services Manager

1. WELCOME & APOLOGIES

The Chairperson welcomed everyone to the meeting.

Apologies were received from L Mimmagh, R Brown, E Dorrian. L Reid McConnell was not in attendance.

The Chief Executive (CE) welcomed M Greig, the newly recruited Director of Housing & Communities to the meeting, who is leaving Forth Housing Association to join the organisation on 3/3/25.

2. DECLARATIONS OF INTEREST

J Simon & E McShane noted interests in EVH T&C's and SHAPS Pensions. D Keaveney noted interest in The Whiteinch Centre (TWC).

3. CHAIRPERSON'S REMARKS / COMMITTEE & STAFF NEWS

The Chair congratulated [REDACTED] on milestone birthday.

4. MINUTES OF THE PREVIOUS MEETINGS & MATTERS ARISING

4.1 The minutes of the meeting on 27th November 2024 were **APPROVED** by the Committee.

4.2 There were no matters arising.

5. RISK REGISTER

The Director of Corporate Services (DCS) explained that WSHA maintains a register of potential risks that might prevent the association from achieving its strategic or operational goals. The risk register is maintained as part of Decision Time and looks at raw or inherent risks (risks before any controls are in place), residual risks (which take account of any controls that have been

implemented) and target risks (where we would like the risk to sit. Each identified risk is assessed in terms of the likelihood of the risk occurring and the impact that the event would have if it were to materialise. Likelihood and impact are rated on a scale of 1-5 and are multiplied together to provide a matrix. All risks are split into responsibilities for each member of the Executive Team and are broken down into controls and actions to be implemented in order to minimise risks. All risks are reviewed on a regular basis. If we take inherent risks as an example, we can see the number of risks in each category of severity. These fall into different colour codes according to how the risk is rated. The idea is that by implementing controls and actions we reduce the level of risk to its lowest rating. You will take comfort from the fact that there are not considered to be any “red” risks and that by implementing a range of measures, most risks have been reduced from the inherent risk score to the residual risk score. The full risk register is presented to Management Committee on an annual basis and a summary of any changes that are made throughout the year are provided to the Audit & Risk Sub-Committee. A discussion followed about the benefits of having this within the one system rather than spreadsheet version allowed reports to be produced and provided audit trail and regulatory transparency ultimately leading to Committee assurance. Training was highlighted as amber, and clarification was provided that training through the SHARE Learning Portal had been paused due to the implementation of Homemaster but would be restarted in March for both staff and Committee. A discussion followed about the higher score within Cyberattack and it was explained that it was unlikely to go down even following penetration and monthly software testing as criminal are always ahead of technology. Reassurance was given that the risk register is continually reviewed, and updates would be provided to Committee quarterly.

Committee **NOTED** the contents of the report.

6. **TRANSFER OF THE WHITEINCH CENTRE**

The CE referred to the many attachments and confirmed that the Notifiable Event was submitted. Diligence meeting with TC Young has taken place and following 18 months of work, the transfer agreement is ready to sign. There have been many stages from initially taking over interim management of the centre, community consultation, review of staff structure and services, OSCR approval, WCA EGM, property valuation, legal & auditors due diligence, lenders approval, health & safety, review of memo and articles, board recruitment, governance review, business plan, Notifiable Event & 5 year focus, most of which are already completed.

Linda Ewart has been engaged to carry out a governance review of the three subsidiaries – WSPM, WSES & TWC. Consideration will be given to having 2, amalgamating WSPM & WSES and a report will come to Committee in March as the start of a wider conversation. New TWC 5-year business plan will be produced to align with the other business plans and there will be a community activity consultation in April. A transfer agreement for service sharing will be produced, a standard legal duty from a governance perspective.

The CE explained that the SHR were reassured, that there is no debt associated with the transfer, no liabilities or loans, that the move was from a 50% ownership to a 100% ownership, thus providing all with a level of security. CE confirmed that a Notifiable Event would be raised with SHR if the Committee approve the transfer of the centre and creation of the wholly owned subsidiary.

Committee **NOTED** the Whiteinch Centre Report and **APPROVED** the transfer of the Whiteinch Centre from Whiteinch Community Association to WSHA.

Committee **APPROVED** delegated authority to the CE to sign the transfer agreement and the appointment of TWC Directors at Companies House.

Committee **APPROVED** TWC Memo and Articles, Service Sharing Agreement (WSHA and TWC) and Intragroup Agreement (WSHA and TWC).

7. CHIEF EXECUTIVE UPDATE

Strategic Priorities draft – will align with the business plan/budget in March. Everything will align back to the strategic priorities and delivery plans. There won't be too many priorities, needs to be achievable – will include Assess Management Strategy and Customer Experience Strategy.

Budget Preparation – ongoing with draft available February 2025, will include NI impact and pension figures should be available.

Community Shop – reached good membership numbers & good data to back funding applications.

Thirteen Squared – digital library and drone footage of properties captured.

Community Projects – 15 available with £15k fund, which will be assessed on 15/3/25.

Energy and Environment Design Statement – report says deadline 14/1/25 but should say 14/2/25.

Committee **NOTED** the Chief Executive's Report.

8. RENT CONSULTATION

Committee **NOTED** the contents of the report and **APPROVED** the 5.5% rent increase.

9. CORPORATE SERVICES REPORT

Committee **NOTED** the Corporate Services Report and **APPROVED** Anti-Harassment Policy, Entitlements, Payments & Benefits Policy, Role Descriptions for Governing Body Members and Office Bearers and Scheme of Delegated Authority.

The Entitlements, Payments & Benefits Policy incorporated the previous standalone Severance Policy and Committee **APPROVED** the removal of the standalone Severance Policy.

10. MANAGEMENT ACCOUNTS Q3 – 2024-25

The Director of Finance & it highlighted narratives for variances and was asked if the variances were due to timings. It was explained that the KBR renewals with CCG went ahead of programme and there was not spend expected in Q4. There were slight timing differences, the deficit is less than forecasted.

Treasury Management loan just over £1m, deposit account £1m, with cash in Hobs account.

Covenant Compliance – asset cover and covenant both compliant.

An error noted on the Treasury Management sheet which said 10.30.31, should be 10.31.31.

Committee **NOTED** the Management Accounts Report and **APPROVED** the Management Accounts Q3 – 2024-25.

11. PROPERTY SERVICES REPORT

Fire Safety Management Policy – updated as part of taking ownership of the building, ensures safety of the building, staff training, compliance for Tenant Health & Safety for all properties.

Committee **APPROVED** Fire Safety Management Policy.

Damp, Mould & Condensation Policy – more prominent an issue now, SHR Portal to ensure parameters meet requirements. If damp and mould is reported, it is recorded. Inspection is recorded on Homemaster. Its then recorded against property for damp and mould. Once work is carried out, its closed down on the ECO system portal, but is reinspected routinely. The procedure for staff is that it would be either a systematic issue or an underlying issue. 47% of properties are fitted with environmental sensors and the organisation is committed to reaching 100% in the next few years, which would support a more robust framework. If anything triggers the sensors, it sends message to the portal to allow the team to investigate any issue, they connect every 15 minutes. A committee member suggested that it is monitored for a few months and then the investment benefits reported to Committee. It was explained that it is the sensors themselves that is paid for, not the portal, but hat Committee would get an update. The ARC for 2025/6 will include Damp & Mould statistics and this portal will help with report. The CE said that the ARC guidance only came out last week and that update would come to committee in February. Tenants were invited to see what the portal records, like high humidity etc.

Committee **APPROVED** Damp, Mould & Condensation Policy.

Reactive Maintenance Report – discussion about reactive maintenance and risks associated, and property condition improvement versus future investment. Improvements are made, costs unknown, with investment to a point. The association can't sustain unlimited property improvements. The current programme will complete, which will affect 2/3 of properties, year 3 net zero strategy. Finance versus funding will be considered. 30 year plan will contain reports, don't know costs, but Committee will have to make decisions. Asset Management and Net Zero are included in the business plan. Focussed training will be provided by SHN to enhance knowledge and understanding.

Committee **NOTED** the Property Services Report.

Committee **APPROVED** the scheduled investment delivery for 2025/6 and appointment of the successful contractors to deliver the Reactive Maintenance Services for a 3-year period with the option to annually extend for a further 4 years.

12. PENSIONS UPDTE

The Association is with SHAPS Pensions – Defined Benefit being the old method, Defined Contribution's current method. In summary, 3-year variations show a deficit, based on members/employees' rules. If deficit is similar to before, £30k per month would be the cost, but

don't know for how many years. This is the same for the scheme as a whole, not just us. It is spread across all organisations, some not hit as hard. There is likely to be court action, but no one knows how that will go. It is important to inform Committee now but can't advise.

Committee **NOTED** report.

13. ANY OTHER BUSINESS

It has been brought to the association's attention that the Notifiable Events Policy had two errors, all references to Committee were worded as Board, and the incorrect legal firm was named. Committee were provided with an updated version which addressed the errors.

Committee **APPROVED** the Notifiable Events Policy.

14. DATE AND TIME OF NEXT MEETING

WSHA Committee Meeting: **26th February 2025 @ 7pm**