

Cernach Housing Association

Minute of Management Committee meeting held on Thursday 4 August 2022 at 6.00pm in the boardroom



1. Present and apologies

J Brannan (Chair)	J McFarlane	S McDonald MBE
T Bowie	F John	Z Saad Hassan
R McGill	M Dabek	A Biddell
A El kadi		

In attendance

C Jardine	P Baylis	P Long (FMD)
E McShane	A Smith	K Dyson
K Booth	R Rankin	

Minute taker

A Smith

Prior to the start of the meeting, J Brannan welcomed K Booth, external auditor from Alexander Sloans and staff member R Rankin, the new Corporate Services Assistant.

- 1.1 Apologies were received from C Love and M Mellon

Noted

2. Declaration of interest

- 2.1 A declaration of interest was declared in agenda item 5.2 by R McGill, S McDonald MBE and T Bowie.

Noted

3. Minutes of previous meeting held on 30 June 2022

- 3.1 The minutes of the Management Committee meeting held on 30 June 2022 were proposed by S McDonald MBE and seconded by J McFarlane.

Approved

4. Matters arising from meeting held on 30 June 2022

- 4.1 There were no matters arising.

Noted

5. Director's report

5.1 Draft annual accounts to 31 March 2022

- 5.1.1 K Booth presented the management letter, key figures from the annual accounts report and financial statements for the year ended 31 March 2022.
- 5.1.2 Both C Jardine and K Booth thanked K Dyson and P Long for the work they put in around this year's audit.
- 5.1.3 The statement of comprehensive income highlighted that the revenue was £4,493,414. The operating costs totalled £3,488,586 which was an increase on the forecast figure. The net surplus for the year was £1,004,828.
- 5.1.4 K Booth confirmed that the actuarial gain on the defined benefit pension plan, which is a non-cash item, is £182,000. The total comprehensive income comes to £1,192,637, this has increased from last year due to variance in the actuarial gain and operating costs.
- 5.1.5 K Booth confirmed that the accounts have been evaluated as giving a true and fair account of the Association's affairs, and have been prepared in accordance with UK accounting standards and charity standards. A fully clean and unqualified audit opinion was therefore issued.
- 5.1.6 K Booth asked Committee to note the management letter and approve the draft response. The letter of representations was also approved. The Committee agreed for J Brannan and S McDonald MBE to sign the letter of representations on behalf of the Association and for C Jardine to respond to the management letter.
- 5.1.7 Management Committee approved the draft accounts and these will now be presented to the membership at the AGM.

Approved

K Booth left the meeting at this point

5.2 Arrangements for annual general meeting

- 5.2.1 C Jardine presented the report and Committee noted its contents.
- 5.2.2 C Jardine noted the requirement for either D MacMillan or J McFarlane to stand down for re-election this year. As D MacMillan is on a leave of absence, J MacFarlane volunteered to stand down in this instance.

T Bowie, S McDonald MBE and R McGill left the meeting at this point

5.2.3 Long-serving Committee members must participate in a nine-year assessment to ensure they are still effective and motivated to serve on the Committee. These assessments were conducted and all members were found to be eligible under rules 37.6 and 43.2 to stand for re-election.

T Bowie, S McDonald MBE and R McGill returned to the meeting at this point

5.2.4 The Management Committee agreed the arrangements for the AGM to be held on 29 August 2022.

Noted

5.3 Secretary's year-end report

5.3.1 S McDonald MBE presented the report.

5.3.2 Management Committee noted the contents.

Noted

5.4 Annual review of registers

5.4.1 C Jardine presented the report on the registers and noted that they are available for inspection.

5.4.2 Management Committee noted this, and they will now be signed off by the Chairperson and Director following this meeting.

Noted

5.5 Committee appraisals - update

5.5.1 A Smith presented the report to the Management Committee.

5.5.2 A Smith confirmed that now the survey has been completed, the individual meetings will take place. This will help identify learning opportunities and training needs to be an effective Committee member.

5.5.3 Committee are asked to note the contents of the report and that the annual review will take place on December 2022.

Noted

5.6 Away day – 2022/23

5.6.1 E McShane presented the report to the Management Committee.

5.6.2 The Management Committee agreed the Away Day to be held in February 2023 at the Golden Jubilee Hotel.

Approved

5.7 Audit tenders – outcome of tender exercise – verbal update

5.7.1 C Jardine confirmed that two companies submitted a tender for audit services and that, following assessment, we would like to recommend that Alexander Sloan be appointed as external auditors for a period of up to seven years (subject to annual review by the membership).

5.7.2 Committee endorsed the recommendation, and this will now be presented to the membership at the AGM for formal approval.

Approved

6. Depute Director's report

6.1 Window replacement procurement 2022/23 – 2023/24

6.1.1 P Baylis presented the report to Committee.

6.1.2 P Baylis confirmed that the tender opening took place on Monday 4 July with Reids in attendance. There was a one-stage approach based on 60/40 quality/price. She thanked J McFarlane for attending the tender opening.

6.1.3 The discussion then focused on the cost, which was almost 40% higher than the budgeted amount, with P Baylis informing Committee on several ways that cost savings could be implemented, but that, nonetheless, costs would remain significantly higher than expected.

6.1.4 The Management Committee discussed several ways in which cost savings could be made, however these were minimal.

6.1.5 There was also discussion on the impact of the increase on the Association's cash flow and, in particular, whether the increase was affordable. P Baylis advised that the increased costs had been incorporated into the short-term financial plans and that the increase of approximately £400,000 could be accommodated; however, if costs were going to rise to this extent in the longer term, we may have to revisit our plans/projections.

6.1.6 Following discussion, the Management Committee opted to proceed with the contract, including the doors and chrome window handles, but all properties will be given white windows rather than the colour matched proposal.

Approved

7. Policy review

7.1 Policy on wider role

7.1.1 E McShane presented the updated policy.

7.1.2 E McShane presented the covering report detailing changes and Committee approved the policy.

Approved

7.2 Resident engagement

7.2.1 A Smith presented the resident engagement policy which had been extensively updated. She went over the table of amendments which highlighted the changes.

7.2.2 The Committee approved the policy.

Approved

7.3 Committee members' expenses

7.3.1 C Jardine presented the table of proposed amendments with minor changes. Management Committee approved the policy.

7.4 Anti-bribery

7.4.1 C Jardine presented the table of proposed amendments with minor changes. Management Committee approved the policy.

Approved

7.5 Treasury management policy

7.5.1 C Jardine noted that renewed guidance had been issued for treasury management and this review therefore will be brought forward to the October 2022 meeting.

Noted

8. Notifiable events and regulatory engagement

8.1 Notifiable event – verbal update at meeting

8.1.1 J Brannan updated the Committee on the recent notifiable event. He advised that the investigation remains ongoing and full feedback will be given to the Management Committee once the matter is concluded.

8.2 Nothing to report

8.2.1 C Jardine confirmed there was nothing further to report under regulatory engagement.

Noted

9. Sub-Committee minutes and recommendations

9.1 Operations sub-Committee

9.1.1 The minute of the meeting on 23 June 2022 was noted.

9.1.2 There were one recommendation from the meeting on 28 July 2022 which was to approve the updated factoring policy. This was agreed.

Approved

10. Membership and use of seal

10.1 There were no new members and no removals from the membership.

Noted

11. AOCB

11.1 A Smith informed Committee that there had been minor changes to the FOI and EIR policies in relation to Brexit and international transfers of data. Details will be brought to the September meeting for formal approval.

Noted

11.2 A Smith advised Management Committee members who will be attending the forthcoming conference, that EVH had sent out the menu and workshop choice sheet for the forthcoming conference.

Noted

11.3 A Smith advised that two training sessions are coming up during week commencing Monday 15 August 2022. The topics are GDPR with Claire Beckley and Heather Ballantyne for Committee training.

Noted

11.4 E McShane advised Management Committee members that the Annual Assurance Statement working groups have commenced and that any interested Committee members are welcome to attend or to call in for discussion on the Assurance Statements.

Noted



12. Date and time of next meeting

12.1 The next scheduled meeting will be on **Thursday 15 September 2022** at 6.00pm. It will be held in the boardroom with a Zoom option.

Chair: Date: