

Minutes of Meeting of the Management Committee of Orkney Housing Association Limited held remotely via Zoom on Wednesday 06 October 2021 at 10.30am

Present: Fiona Lettice (Chair), Wendy Baikie, Philip Cook, Linda Forbes, Jason Taylor, Bill Wallace, John White and Roella Wilson

In attendance: Craig Spence (Chief Executive – CE)
Anne Fletcher (Director of Finance– DF)
Sandy Dennison (Finance Manager – FM)
Paul Scott (Director of Operations - DO)
Mhairi Hughes (Secretary / Head of Corporate Governance – HCG)
Connie Shearer (Minute Taker)

The Secretary welcomed all to the meeting. With this being the first meeting since the AGM, she went through the process of electing the new Chair and Vice-Chair.

PART 1 – STANDING ITEMS

1.1 Apologies for Absence

Apologies were received from Dave Dawson, John Rodwell and Richard Flett.

1.2 Election of Chair and Vice Chair

The Secretary asked for nominations for Chair. Roella Wilson nominated Fiona Lettice who confirmed she was willing to accept the nomination. This was seconded by Bill Wallace. There being no other nominations, Fiona was duly elected as Chair.

The Secretary then asked for nominations for Vice-Chair. Linda Forbes nominated Bill Wallace who confirmed he was willing to accept the nomination. This was seconded by John White. There being no other nominations, Bill was duly elected as Vice-Chair.

The Secretary then handed over to the re-elected Chair.

1.3 Declarations of (a) interest and (b) hospitality given/received in last 12 months for any items on the agenda

There were none.

1.4 • Minutes of the Management Committee meeting 25 August 2021

The Minutes were agreed to be an accurate record of the meeting and were proposed by Bill Wallace and seconded by Linda Forbes. The Minutes to be signed by the Chair at a later date.

• Minutes of the Emergency Sub Committee meeting, 27 August 2021

The Minutes were agreed to be an accurate record of the meeting and were proposed by Linda Forbes and seconded by Roella Wilson. The Minutes to be signed by the Chair at a later date.

1.5 Matters Arising & Deferred Items (Verbal report)

- 1.5.1 46 Victoria Street: The CE confirmed that the sale of these premises had concluded and was notified to the Scottish Housing Regulator.

1.6 Future Meeting Dates:

Wednesday 17 November, 10.30am – Performance & Resources Sub Committee

Wednesday 01 December, 10.30am – Management Committee

Wednesday 08 December, 10.00am – Strategy/Planning Workshop with Christmas Lunch

PART 2 – STRATEGY

S1 Annual Business Plan Programme (Paper No MC/21/43)

- S1.1 The CE presented the paper which set out proposals for a new 3-year business plan covering 2022-25. A strategy day is proposed for 8 December and the CE hoped this would be an opportunity for members to meet in person.

- S1.2 A brief discussion ensued on future funding rates, Government targets (which are increasing) and benchmarks for remote/rural areas. OHAL's long term financial modelling is based on assumptions of 20 new homes built each year which was deemed a sustainable number for the organisation, but there are always challenges balancing expectation with demand and costs to tenants.

- S1.3 Members agreed that the work to support a new 3-year Business Plan, and development of detailed appendices for 2022-23 as part of our Business Plan is progressed, and approved the process as set out in Section 3 of the paper.

S2 Annual Rent Review (Paper No MC/21/44)

- S2.1 The DO's paper set out a proposed timetable for the annual consultation on rent and occupancy charge increases for 2022/23.

- S1.2 Consultation was originally done every year but this moved to 2-yearly, with tenants and residents agreeing to a two-year rent increase based on the RPI in September of the previous year. As this worked out well, the DO recommended a further multi-year consultation to last the duration of the 3-year Business Plan.

Members:

- agreed the consultation timetable as follows:
 - **1 December 2021 Management Committee** – Report on Viability, Comparability and Affordability to allow preferred MC option and options to tenants.
 - **5-19 January 2022** – Consultation with tenants and sharing owners.
 - **26 January 2022 Management Committee** – Report on results of consultation and final decision on increase.

- **March 2022** – Inform tenants and residents of new rent/occupancy charge obligations.

PART 3 – GOVERNANCE & ASSURANCE

G1 SHR Self-Assessment Update (Paper No MC/21/45)

- G1.1 The HCG gave a brief overview of the contents of the paper which detailed all the work undertaken for members to be as informed as they can be to make a reasoned decision on approving the Annual Assurance Statement. This year, the evidence bank was uploaded to a dedicated, secure, members group in Microsoft Teams which should make it easier to keep all evidence up to date and will enable members to access this whenever they wish.
- G1.2 She pointed out that there had been 2 notifiable events which the SHR had been informed about – the new Rules, and the disposal of commercial property.
- G1.3 Members acknowledged the huge amount of work which had been undertaken by the HCG and her team in gathering the evidence required. A member said they had found the Teams group very easy to access and navigate around.
- G1.4 Following brief discussion, members:
- 1) agreed that the information provided in the paper, attachments and evidence bank provided sufficient information and evidence to enable them to make an informed decision regarding the format and content of the Annual Assurance Statement; and
 - 2) authorised the Chair to sign it and the Head of Corporate Governance to submit it to the Scottish Housing Regulator on their behalf.

G2 Sub-committee Chairs/Membership (Paper No MC/21/46)

- G2.3 Following discussion, sub-committee membership was confirmed as:

ARM

Linda Forbes*
Jason Taylor
John Rodwell
John White
Roella Wilson

P&R

Bill Wallace*
Wendy Baikie
Philip Cook
Dave Dawson
Fiona Lettice
Roella Wilson

Staffing

Fiona Lettice
Bill Wallace
Roella Wilson

*Chair

Health & Safety Working Party

Dave Dawson
Linda Forbes

Joint Union/Management Sub-Committee

Philip Cook
Jason Taylor

- G2.4 Company Secretary: It was unanimously agreed that the HCG should continue as Secretary.

G2.5 EVH Representative: Jason indicated his wish to remain as Substitute, and Philip said he would be willing to be the Representative, should Dave wish to step down. The HCG will contact Dave to get his views. The point of contact would remain the Company Secretary who can relay matters of importance.

G3 Audit & Risk Management Chair Report (Paper No MC/21/47)

G3.1 The ARM Chair thanked everyone for their support and said the sub-committee had been very busy during the year. Successful external and internal audits took place, although COVID affected progress on some issues. Members had agreed to holding a 4th ARM meeting during the year, with a date yet to be arranged.

G3.2 Management Committee noted the update and record of decisions from the Audit and Risk Management Sub-committee.

G4 Report from Performance & Resources Sub-Committee (Paper No MC/21/48)

G4.1 The Chair of P&R thanked staff for helping with reports during the year.

Management Committee noted the update and record of decisions from the Performance & Resources Sub-committee meetings.

G5 Policy & Reviews (Paper No MC/21/49)

G5.1 The CE went over the minor changes to the 4 policies and clarified a query regarding nominating deputies to assume CE authorities in his absence.

G5.2 Following brief discussion, members approved the suggested amendments to the:

- a) Scheme of Delegations
- b) Planned Maintenance Policy
- c) Expenses Policy
- d) EPB Policy

G6 Resolutions & Applications for Membership (Paper No MC/21/50)

G5.1 Members approved the resolution in respect of three shared ownership disposals and noted the three cancelled memberships.

G7 Revolving Credit Facility (Paper No MC/21/51)

G7.1 The DF presented the paper which detailed discussions with Orkney Islands Council (OIC) regarding them providing a revolving credit facility to OHAL which would be used to fund new build properties – both New Supply Shared Equity and rented.

- G7.2 Members were pleased that this had been agreed and hoped the arrangement would be able to continue after the initial agreed 3 year period has been passed.
- G7.3 Members noted the report and approved:
- a) that OHAL enters into agreement with OIC; and
 - b) granting a security over 1 – 14 Glaitness Park; and
 - c) granted delegated authority to the Chief Executive or Director of Finance to sign this documentation when approved by our legal advisers.

PART 4 – PERFORMANCE

P1 Welfare Reform Update (Paper No MC/21/52)

- P1.1 The DO updated members on the current situation with Welfare Reform, summarising the detail in the paper.
- P1.2 Members had a brief discussion regarding funding for the Tenancy Sustainment Fund, the Scottish Welfare Fund operated by OIC, and other funding streams which the DO said Housing Officers were aware of and could access. A £10m grant fund from the Scottish Government has recently been announced to deal with rent arrears but more details are needed to see how that would benefit OHAL's tenants. Members were aware that anticipated pressure on tenant's finances are likely to increase over the winter months and the DO said his team will do their best to give help and advice or refer to other agencies if required.
- P1.3 Members noted the content of the paper and the WR Mitigation Plan as detailed at Attachment 1 to the paper.

P2 Development Update (Paper No MC/21/32)

- P2.1 The DF presented the paper which detailed the current position with the development programme. A member enquired about the increasing costs of building supplies. The DF said current projects were being done to tender so the risk was with the contractors but agreed this was a concern for future projects.
- P2.2 Members noted the current position with the development programme.

PART 5 – ITEMS FOR DISCUSSION

D1 LIBOR Transition Update (Paper No MC/21/54)

- D1.1 The DF presented the paper which updated members on progress with the phasing out of LIBOR and how it affected the Association.
- D1.2 After due and careful consideration of the terms of the Transition Agreements by the Committee IT WAS RESOLVED that:

1. The terms of the Transition Agreements and Officer's Certificates be and are hereby approved in the form of the drafts presented to the meeting with such amendments as an Authorised Signatory (as specified in paragraph 6.2 of the paper) shall in their absolute discretion approve; and
2. Any one of the following people:
 Anne Fletcher, Director of Finance
 Alexander Dennison, Finance Manager
 (each an "Authorised Signatory" and together the "Authorised Signatories") be and are hereby authorised to execute and deliver or acknowledge receipt (as the case may be) on behalf of the Association of:
 - 2.1 The Transition Agreements and Officer's Certificates in the form produced to the meeting with such amendments thereto, if any, as may be approved by any Authorised Signatory in the sole discretion of that person;
 - 2.2 Any other agreement or documents which are required in connection with the Transition Agreements and are approved by any Authorised Signatory including without prejudice any Certificate proved by either of the Banks in connection with the Association's powers, ability, authorisation or others to enter into this Agreement and
 - 2.3 Any one or more Authorised Signatory be and are hereby authorised to do all such acts and things and agree and execute on behalf of the Association all notices, communications, certificates or other documents and to take any other action as may be required in terms of the Transition Agreements and to do all acts and things as may be necessary or expedient to give effect to the transactions contemplated thereby or might otherwise be desirable in connection therewith.

PART 6 – ITEMS FOR INFORMATION

I1 Recruitment Update (Paper No MC/21/55)

- I1.1 The HCG confirmed that interviews had taken place for the position of Finance Assistant, and she will give an update on the outcome at the next meeting. Members noted the content of the report

Any Other Business

A member expressed concern about Care & Repair becoming overwhelmed with people asking for help regarding the installation of inter-linked fire alarms which is required by February 2022.

The business part of the meeting closed at 12.30pm.

PRESENTATION by the CE Public Relations & promoting OHAL

Draft minutes endorsed by Chair
Initials Date