

Present: Kath Mands (Chair), Ron Neave (Vice-Chair), Denis Brown, Paul Crichton and Alan Fraser. The following joined via Video Conferencing: Ian Byers, Vicki Cutler and Gordon Edwards (Chair – AF&RMC).

In Attendance: Barry Moore (CE) and Marjorie Sloan (CSD and Secretary). The following joined via Video Conferencing: David Davison (Spence and Partners, for item 21/07/05), Linda Ewart (for item 21/07/06).

Observing: Veronica Gray.

21/07/01 Apologies Rhona McLeod and Andrew Black.

The Chair welcomed everyone to the meeting and introduced Veronica to the Members.

21/07/02 Declarations of Conflicting Interests

No Member declared a conflicting interest.

21/07/03 Minute of Committee Meeting 26 May 2021

The Chair asked for comments relating to the minutes of the meeting held on 26 May 2021. There were no amendments.

Approved. Proposed Ron Neave, Seconded Denis Brown.

The tracker was discussed. It was noted that the Risk Management Tables will now be brought to the Management Committee meeting on 25 August 2021.

21/07/04 Matters Arising

There were no matters arising.

David Davison joined the meeting.

21/07/05 Pensions Update

At its meeting on 26 May 2021, Management Committee agreed that decisions on a Master Trust Defined Contributions Pensions provider and employee and employer contributions rates would be made in November 2021. However, the subsequent resignation of a member of staff and the need to appoint a replacement before this time meant that this decision required to be brought forward.

David had prepared a report which compared four Master Trust providers suitable for the Association's requirements and talked through the report. His recommendation was that the Association select The Peoples Pension as Master Trust Provider. This organisation is a charity itself, and is used by many charities and social housing providers. Following discussion, this was agreed.

David's report to the AF&RMC meeting on 12 May 2021 had commented on pension contributions in the sector. Options included fixed rates for employee and employer, matched contributions within certain parameters, and lower employer contributions in the initial years of employment. Following discussion, Committee favoured a match contribution structure with contributions as set out below, with the level decided by the employee:

Employee Contribution	Employer Contribution
3%	6%
4%	8%
5%	10%

The scheme would include a salary sacrifice option.

Committee **agreed** to appoint The Peoples Pension as Master Trust Provider.

Committee **agreed** a match contribution structure with the rates set out above, incorporating a salary sacrifice option.

David Davison left the meeting.
Linda Ewart joined the meeting.

21/07/06 Reviewing Board Members' Contributions to Abertay's Governance

Linda had carried out individual Member appraisals in conjunction with the Chair in March 2021 and observed an AF&RMC meeting in February 2021 and a Management Committee meeting in March 2021 and provided a feedback report. Linda presented the report, concentrating on the background to the work and her ten suggestions. She concluded that it was very evident that Committee is well informed about the Association's business, had confidence in the resilience of the Business Continuity Policy and there was consensus between more experienced Committee Members and those more recently appointed.

In discussion, it was acknowledged that since Linda's work the Association had progressed a number of the suggestions, particularly in relation to induction of new Members. There was discussion around good practice from elsewhere which the Association could consider adopting. The CE informed Members that he would work with the Chair and formulate a 2021/22 Governance Training Plan which would address Linda's suggestions and other matters identified in Linda's report.

Committee **noted** the report on reviewing Board Members' contributions to Abertay's Governance.

Linda Ewart left the meeting.

21/07/07 Audit, Finance and Risk Management Committee Membership.

The CSD explained that Paul had attended the AF&RMC on 12 May 2021 as an observer and was willing to join the AF&RMC. This would bring his vast professional experience to the AF&RMC.

Committee **approved** Paul's membership of the AF&RMC.

21/07/08 The Association's Rules

The CSD presented the report. The Scottish Federation of Housing Associations (SFHA) updated the Charitable Model Rules for RSLs in 2020. Due to Covid-19 restrictions, the Association did not adopt these Rules in 2020, so proposes to do so in 2021. The main changes in the Model Rules were discussed.

In addition to adopting the Model Rules, the Association plans to update terminology, add the optional clause which will allow the Association to hold General Meetings virtually and set the standard term for both Board Members and the Chair to three years.

Following Committee approval, the next step is for the Rules to be taken to Members for approval at an SGM on the same day as the AGM in September.

Committee **approved** the draft Rules for submission to a Special General Meeting in September 2021.

21/07/09 Code of Conduct for Board Members

The CE talked through the report and appendices. He noted that items 09-13 had been written using the updated terminology in the Rules approved at item 08. The SFHA had published a revised Model Code of Conduct for Board Members and associated guidance in April 2021 following a review by a working group, advice from Linda Ewart and discussion with the Scottish Housing Regulator (SHR). The Association proposed adopting the model document, but instead of requiring Members subject to an investigation in relation to a Code of Conduct matter to stand down, this would be considered on a case by case basis. Committee discussed the amendments from the previous Code of Conduct.

Committee **approved** the revised Code of Conduct for Board Members and requested all Members to sign a copy following the AGM.

21/07/10 Board Members Guide

The CE talked through the report and appendices. The SFHA had published a revised Board Members Guide in April 2021 following a review by a working group and advice from Linda Ewart. Committee discussed the Guide and noted that it would be a useful point of reference for Board Members.

Committee **approved** the adoption of the Board Members' Guide.

12/07/11 Role Descriptions for Board Members and Office Bearers

The CE talked through the report and appendices. The SFHA had published revised Model Role Descriptions for Board Members, the Chair, the Vice-Chair and the Secretary in April 2021 following a review by a working group, advice from Linda Ewart and discussion with the SHR. Committee discussed the Role Descriptions and noted the stronger links to the Code of Conduct and other changes from previous versions.

Committee **approved** the Role Description for Board Members.

Committee **approved** the Role Description for the Chair.

Committee **approved** the Role Description for the Vice-Chair.

Committee **approved** the Role Description for the Secretary.

21/07/12 Entitlements, Payments and Benefits Policy

The CSD talked through the report and appendix. The SFHA had published a revised Model Entitlements, Payments and Benefits Policy (EPB) in April 2021 following a review by a working group, advice from Linda Ewart and discussion with the Scottish Housing Regulator (SHR). The changes from the previous version were noted, including the scope of the definition of close connections and the provisions in relation to declaring and managing interests.

Committee **approved** adoption of the revised Entitlements, Payments and Benefits Policy.

21/07/13 Code of Conduct for Staff

The CE talked through the report and appendices. The SFHA had published a revised Model Code of Conduct for Staff and associated guidance in April 2021 following a review by a working group, advice from Linda Ewart and discussion with the Scottish Housing Regulator (SHR). Committee discussed the amendments from the previous Code of Conduct.

Committee **approved** adoption of the revised Code of Conduct for Staff and requested all staff to sign a copy.

21/07/14 Internal Management Plan 2021/22

The CE talked through the report and appendix. He highlighted that the current Business Plan covers the period 2019/20-2021/22. A new Business Plan will be required for 2022/23.

The updated Internal Management Plan (IMP) includes 50 Objectives and 64 Actions, a considerable increase from the previous version. This is an ambitious plan which will take significant work to deliver. It is more comprehensive, and the actions have been expanded. It was clarified that the IMP and Key Performance Indicators will continue to be backed up by further detailed reports, for example the quarterly Health and Safety reports. There was discussion on how the red / amber / green ratings will work.

Committee **approved** the Internal Management Plan 2021/22.

21/07/15 Operational Performance Report: Key Performance Indicators 2021/22

The CE talked through the report and appendix. The number of Key Performance Indicators (KPIs) has been expanded to 74 of which there are 24 Corporate Services, 31 Housing Services and 19 Property Services. There was discussion around the issues with disrepair in England and whether this was an area the SHR may concentrate on.

Committee **approved** the Operational Performance Report: Key Performance Indicators 2021/22.

21/07/16 Risk Management Tables

The Risk Management Tables will be presented to the Management Committee on 25 August 2021.

21/07/17 Loan Portfolio Return to SHR

The CE talked through the report and appendix. The return was originally due to be submitted by 30 June 2021, but the deadline was extended to 31 August 2021 due to IT issues. The return reflects the position on loans and covenants as reported to AF&RMC on 12 May 2021. It was discussed with new Members in the recent induction training.

Committee **approved** the Loan Portfolio Return to be signed by the Chair and for the Corporate Services Director to submit it to the SHR.

21/07/18 Disposal of Flats at 14 Myrekirk Terrace

The CE talked through the report, highlighting that two flats in 14 Myrekirk Terrace have recently become vacant. These are the only two flats in the block which the Association owns. Due to the level of work required in the block in the next few years and the fact that the other owners in this block have repeatedly resisted communal upgrades it was recommended that they were both sold. Committee approval is required as this is a departure from agreed policy. Members discussed the options appraisals in respect of both properties.

Committee **approved** the sale of the two flats at Myrekirk Terrace.

21/07/19 Development Update Mossgiel

The CE presented the report which set out the current position on the development. There was discussion on the procurement of the consultants. For continuity purposes, it was proposed to waive the Association's policy and appoint Graham Harper as Project Manager. This is within the requirements of the Procurement Reform (Scotland) Act 2014 due to the level of expenditure. However, procurement exercises would be required for the other consultants.

Committee **noted** the update in respect of the Mossgiel development.

Committee **approved** waiving the Association's Procurement Policy with a view to appointing Development Consultant Graham Harper as Project Manager on the Mossgiel development.

21/07/20 AOB

The CE advised that the Reactive and Void Maintenance contract was currently out to tender. The timescales for the contract, which will start on 1 October 2021 do not fit with Committee dates. Tenders will be opened on 19 July. Following evaluation, the CE will meet with the Chair to discuss, then circulate an email to Members requesting consent to appoint the successful contractor, which would then be done by Chair's Action. This would give adequate time for the contract to start on 1 October 2021.

The CE advised that the AGM and SGM will be held on 14 September 2021. Consultation will be carried out with shareholding Members in relation to time and venue.

ABERTAY HOUSING ASSOCIATION LIMITED
Minutes of the Management Committee Meeting
Wednesday 7 July 2021 17:00

The CSD advised that she would be contacting Members in the next week requesting information required for the annual insurance renewal.

A member raised the letter which had recently been sent to all tenants and owners in relation to fly tipping. There was discussion on the current problems in relation to fly tipping.

Meeting closed at 19:00 hrs.