

FINAL Albyn Housing Society Board Meeting |MINUTES

Date: Tuesday 05 October 2021
Time: 10.30am
Location: Virtually via 'Teams'

Present

Carl Patching, Acting Chair Ian Fosbrooke, Secretary Isabell McLaughlan
Fiona Mustarde David Cargill

In Attendance

Kirsty Morrison, Andrew Martin, Laurie Macleod,
Interim CEO Director of Finance & Corporate Services Head of HR
Morag Beers, Maureen Knight, Brett Fletcher,
Interim Director of Assets Interim Director of Customer Services Executive Assistant
Laura Morgan,
Corporate Officer (minutes)

ACTION

1. ELECTION OF OFFICE BEARERS

- 1.1 Following discussion with the Board, the following positions are duly nominated:
- Acting Chair – Carl Patching
 - Acting Vice Chair – Jim Convery
 - Ian Fosbrooke – Secretary

1.2 This was proposed by Isabell McLaughlan and seconded by Fiona Mustarde.

2. APOLOGIES & WELCOMES

- 2.1 The Chair welcomed new Member David Cargill to the Board.
2.2 Apologies were received from Kirsty Morrison, Donna Smith, Jim Convery, Clea Warner, Nicola Drummond and Raymond Bremner

3. CONFLICTS OF INTEREST

3.1 No conflicts of interest were given.

4. STANDING ITEM

- 4.1 Board Remit
4.1.1 The meeting met the quorum as set out within the Board Remit.

5. DECLARATIONS OF MINUTES OF PREVIOUS MEETING

5.1 Minutes of Board Meeting: 29 June 2021

5.1.1 The minute and confidential minute of the last Board meeting were agreed as accurate and proposed by Fiona Mustarde and seconded by Ian Fosbrooke.

5.2 Minute of reconvened Board Meeting: 30 June 2021

5.2.1 The minute and confidential minute of the reconvened Board meeting were agreed as accurate and proposed by Fiona Mustarde and seconded by Ian Fosbrooke.

5.3 Matters Arising: 29 & 30 June 2021

5.3.1 A written update on the action items had been provided and was reviewed.

5.4 Minutes of Special Board Meeting: 21 September 2021

5.4.1 The minute and confidential minute of the Special Board meeting were agreed as accurate and proposed Isabell McLaughlan and seconded by Carl Patching.

5.5 Matters Arising: 21 September 2021

5.5.1 A written update on the action items had been provided and was reviewed.

5.5.2 Donna Smith joined the meeting at this point.

6. DECISION MAKING PAPERS

6.1 Proposed Options for Rent Review

6.1.1 Andrew Martin sought Board approval for the recommendation made within the Proposed Options for Rent Review report.

6.1.2 The Board enquired if the original expectation of rent increase under the existing financial plan could be offered as a consultation option. Andrew Martin responded that this option would erode underlying revenue due to inflation costs, and that this would not be a sustainable position.

6.1.3 It was confirmed to the Board that a commentary would be provided to tenants with the consultation document which would explain the various options clearly.

6.1.4 There was a discussion about the needs of tenants given rising energy costs and end of the UC uplift. Maureen Knight commented that Customer Services would be reviewing how it might help customers with outreach advice and support. Customer Services would prepare in advance and identify tenants who were in need early, as well as working with other RSLs and SFHA. The Board welcomed this.

6.1.5 The Board discussed the need to consider the significant rise in cyclical maintenance costs and new build costs due to the impact of inflation. It was agreed that this needed to be included within future financial modelling.

ACTION

- 6.1.6 Andrew Martin confirmed to the Board that the Hardship Fund would continue but that it would be at a reduced level for 2021/22. The level of funding would be reviewed based upon tenant needs going into 2022/23.
- 6.1.7 There was a discussion about the possibility of offering a consultation option to tenants of CPI + 0%. It was agreed that due to the impact of inflation on the cost base across the business this option would be too risky to pursue.
- 6.1.8 There was a discussion about the impact of rising inflation on staff. Andrew Martin confirmed to the Board that employment costs were assumed to increase in line with CPI as part of financial planning.
- 6.1.9 The Board approved the recommendation. This was proposed by Fiona Mustarde and seconded by Donna Smith.

- 6.2 ICT Strategy Review
- 6.2.1 Andrew Martin sought approval from the Board for the ICT Strategy Review in principle. It was noted that key implementation decisions would be brought to relevant future Board meetings for further approval.
- 6.2.2 The Board agreed the approach set out within the ICT Initial Findings Report. The Board agreed that the resource requirement would need to be brought back to the Board. This was proposed by David Cargill and seconded by Donna Smith.

- 6.3 Project Phoenix Update
- 6.3.1 Andrew Martin presented the Project Phoenix Update report to the Board for its information. It was noted that this was not a decision paper.
- 6.3.2 The Board suggested the Society should interact with other RSLs and perhaps create a forum where lessons learned from systems implementation could be learned. Maureen Knight commented that once CX was implemented, the Society would take responsibility for setting up a user group to share ideas with other RSLs and share best practice.
- 6.3.3 The go live date of end of March 2021 was discussed. Andrew Martin advised that he was in discussion with the Change Manager about amending this date to 01 April so that it did not interfere with the end of financial year reporting period.
- 6.3.4 The Board noted the report.

- 6.4 Health & Safety Specialist Proposal
- 6.4.1 Laurie MacLeod sought Board approval for the recommendations made within the Health & Safety Specialist Proposal report.
- 6.4.2 It was confirmed to the Board that the post was only a two year post as initially there would be a lot of tasks that needed to be addressed, but that these would ease, and it was unlikely that a full time position would be required after this period.
- 6.4.3 It was confirmed to the Board that a H&S consultant currently working with Albyn had completed a review of practice and prepared a series of recommendations. The proposed post would be responsible for carrying out these recommendations. A budget for this was yet to be agreed.

ACTION

- 6.4.4 It was confirmed to the Board that currently the CEO had overall responsibility for H&S matters and that H&S duties were also tasks within other job roles, such as the Customer Service Manager. The proposed post would cover all aspects of H&S for both staff and tenants.
- 6.4.5 It was confirmed to the Board that Albyn was not required to undergo an annual inspection. A review of H&S was commissioned two years ago, and H&S matters were a part of the internal audit programme.
- 6.4.6 The Board approved the recommendation within the report. This was proposed by David Cargill and seconded by Ian Fosbrooke.

7. CONFIDENTIAL ITEMS

- 7.1 Confidential item
- 7.2 Confidential item

8. GOVERNANCE MATTERS

8.1 Updated Board Standing Orders & Remit

- 8.1.1 Andrew Martin sought ratification from the Board for the updated Board Standing Orders and Board Remit.
- 8.1.2 The Board approved the Board Standing Orders and Remit. This was proposed by Isabelle McLaughlan and seconded by Fiona Mustarde.

8.2 Governing Board Members Code of Conduct & Breach Protocol Update

- 8.2.1 Andrew Martin sought approval from the Board for the updated GBM Code of Conduct & Breach Protocol Update.
- 8.2.2 The Board approved the recommendations within the report. This was proposed by David Cargill and seconded by Isabell McLaughlan.

8.3 Homologation of Emergency Paper: SGM/AGM Arrangements

- 8.3.1 Andrew Martin sought approval from the Board for the recommendations within the Annual Governance Report.
- 8.3.2 The Board approved the report. This was proposed by Fiona Mustarde and seconded by David Cargill.

8.4 Board Meeting Schedule 2022

- 8.4.1 Andrew Martin sought approval from the Board for the Board Meeting Schedule.
- 8.4.2 The Board approved the schedule. This was proposed by Fiona Mustarde and seconded by Isabell McLaughlan.
- 8.4.3 Fiona Mustarde, Donna Smith, and Maureen Knight left the meeting at this point.

9. POLICY PROPOSALS & REVIEWS

9.1 None this cycle.

10. INFORMATION PAPERS

10.1 Asset & Investment Update

10.1.1 Morag Beers presented the Asset & Investment Update report to the Board for its information.

10.1.2 The Board noted the update.

10.1.3 Fiona Mustarde joined the meeting again at this point.

10.2 Q1 Management Accounts

10.2.1 Andrew Martin presented the Management Accounts Q1 to the Board for its information.

10.2.2 It was noted that the Q2 Management Accounts and full year financial forecast would be taken to the Board on 10 November and so would not be presented to the Performance Committee beforehand.

10.2.3 The Board noted the Q1 Management Accounts.

10.3 Albyn Lending Agreements – Migration from LIBOR

10.3.1 Andrew Martin provided a verbal update on this matter as the Society was still awaiting information from Nationwide, and a formal report would be brought to the Board meeting on 10 November. It was added that if RBS or Santander wanted action quicker than this, the emergency procedure would be used to issue a report for approval before this meeting.

10.3.2 The Board was advised that the move from LIBOR to SONIA would require a variation to lending agreements and this needed to be completed by 31 December 2021. The Society had engaged ATFS to provide expert advice to the Board and legal advice would also be sought as needed.

11. STANDING ITEM

11.1 Committee Business Planner

The Board noted the Committee Business Planner.

12. APPROVED MINUTES OF COMMITTEE MEETINGS FOR NOTING

12.1 The Board had no queries about the approved minutes. The Board noted the minutes.

13. AOB

13.1 None.

ACTION

14. DATES FOR NEXT MEETINGS OF BOARD

14.1 The dates for the next meeting were noted.

The meeting then came to an end.