

### EAST LOTHIAN HOUSING ASSOCIATION

The Association publishes Management Committee minutes, once they have been approved by the Management Committee. This approval usually happens at the meeting following the one the minute relates to. As these minutes are publicly available, some information is removed, for example because it contains personal information about an individual or member of staff, or because it contains other confidential or sensitive information. This is a process known as “redacting”, and where this happens, this section of the minute is blocked out as follows: XXXXXXXXXX

Where a Confidential or Private & Confidential item is discussed, no public minute is published

A virtual meeting of the **Management Committee** was held on Thursday 28 May 2020 at 7.00pm, using Microsoft Teams

<b>Present:</b>	Peter Hayman	(5/5)	David Rose	(4/5)
	Frank Colston	(5/5)	Jim Curran	(3/5)
	Peter Ewart	(5/5)	Iain Atkinson	(5/5)
	Alan Forsyth	(4/5)	Brian Logan	(4/5)
	Shirley Evans	(3/5)	Joyce Bolan	(3/5)
	Eileen Shand	(4/5)		

**In attendance:** Paula Oliver, Director of Finance  
 Martin Pollhammer, Chief Executive  
 Duncan Mackay, Director of Asset Management  
 Karen Barry, Director of Housing  
 Janice Thomson, Executive Support Officer (Minutes)

## 1.0 GENERAL

### 1.1 Apologies

There were no apologies.

### 1.2 Declarations of Interest by Management Committee Members

There were no declarations of interest.

### 1.3 Minutes of Meeting 28 May 2020

The minutes were **approved** by the Management. They were proposed by Frank Colston and seconded by David Rose.

### 1.4 Matters Arising

There were no matters arising

**2.0 GOVERNANCE**

**2.1 Secretary's Report**

The Management Committee *Homologated* the use of the Seal for:

Exclusive occupancy agreement between East Lothian Housing Association and [REDACTED]

Letter of Variation of Loan Facility between East Lothian Housing Association and [REDACTED]

**2.2 Key Performance Indicators 2019/20**

The Chief Executive introduced the report. Overall, performance was very good across the board, with the exception of the reactive and void maintenance spend per unit. This was primarily due to the additional contractual payment due to R3 at the year end. Looked at in isolation, this was of concern, but the issue needed to be considered in the round alongside all maintenance spend and year-end figures – which would not be available until the accounts are finalised (year-end work is progressing to plan however).

In response to a question on comparative figures from other Associations, the Chief Executive confirmed that it was still the intention, as in previous years, to ask an independent consultant to compare results to those across the sector using the information once it is published by the Scottish Housing Regulator later in the year, whilst the Director of Finance noted that comparisons are made in the annual budget report.

**2.3 Management Committee Training Needs Analysis**

The Management Committee noted the report. The Chair highlighted that due to the current situation that there were no conferences scheduled, but that dates would be advised once they were available. Any individual training needs could be discussed on an individual basis.

The Management Committee *approved* the Management Committee Training Plan for 2020/21.

**2.4 Model Rules Review**

The Management Committee discussed the paper in some detail.

The Chief Executive noted that if the Association did not update its Rules to the new Model Rules, the Scottish Housing Regulator (SHR) would have to be notified. The Rules can only be changed at an AGM, and it was noted that the current Model Rules state such a meeting must be physically held – so there is a possibility that the Rules will not be approved this year, but with the AGM planned for late September 2020 it is to be hoped that a meeting in some form can take place and achieve a quorum.

It was agreed that further clarification should be sought on Rule 4.1 given the references to “profit” – the Association records “surplus”, not profit.

There was concern around Rule 45 and to what extent the Management Committee is able “to allow the SHR to regulate effectively and exercise its full regulatory powers” – although highly unlikely, this in itself may cut across a member’s first duty to act in the best interests of the Association. It was suggested this could result in the Management Committee “doing the job of the Regulator, not the job of running the Association”. The Director of Finance added that during consultation on the Regulator’s Governance Framework, this wording had been raised as a concern by the ICAS (Institute of Chartered Accountants of Scotland) Housing Group she attends, and it was raised again with the SFHA during the consultation on the model Rules. It was agreed that further advice on the wording of this Rule be sought from Anderson Strathern.

There was concern around Rule 43.1.1 in that it would mean that someone in a debt arrangement scheme might be ineligible for Management Committee membership, and whether a more flexible arrangement could be made, especially given the potential far reaching consequences of the current Coronavirus pandemic.

In terms of the optional clauses, whilst the Management Committee has no current intention to offer payment to Management Committee Members, on balance the Management Committee preferred to retain the clause in case a future Committee felt this would be required.

The Management Committee did not require any of the other optional clauses to be inserted.

The Chief Executive confirmed that on this basis, a final report would be presented to the next Management Committee meeting in August 2020 to confirm final Rule changes.

The Management Committee discussed the revised Rules as attached at Appendix 2 to the report, and then:

- (a) **agreed** that the option to pay Management Committee members is retained in the revised Rules;
- (b) **confirmed** that the option to allow staff members to become Executive Management Committee members is not required;
- (c) **confirmed** that the optional Rule to prohibit related Management Committee members is not required; and
- (d) **asked** for further clarification in relation to Rules 4.1, 43.1.1 and 45.

## 2.5 **Amendments to the Scottish Housing Quality Standard (SHQS)**

The Management Committee noted the content of this report and that a further update on this issue would be given to the next meeting of the Management Committee in August 2020.

Given the timescales involved and the impacts of the Coronavirus meaning eight weeks of the planned programme had already been lost, the Director of Asset Management confirmed that there was a risk they could not be complied with. Both the Director of Asset Management and the Chief Executive had made representations to the SFHA that an extension of both deadlines of 6 to 12 months seemed reasonable in the circumstances.

It was noted that the Association intended to undertake the upgrade to the fire safety equipment and undertake the electrical safety check at the same time where both were required, an approach that the Management Committee commended.

### 3.0 PRIORITY ITEMS

#### 3.1 Annual Return of the Charter

The Management Committee **approved** the Annual Return on the Charter for submission to The Scottish Housing Regulator. It was noted that the Return had been completed as normal, without the time extension offered by the Regulator to the sector being required. The staff group as a whole were commended on this.

### 4.0 POLICIES

#### 4.1 Requirement of Writing Policy

The Management Committee noted the one minor change to the policy. The Chief Executive noted that some further work was being undertaken to investigate digital document signing.

The Management Committee **approved** the revised Requirements of Writing Policy.

#### 4.2 Management Committee and R3 Board Expenses Policy

It was noted that the main change to this policy was the extension of the HMRC concession given to voluntary governing body members that travel between home and meetings would not be taxed as a normal commute.

The Management Committee **approved** the revised Management Committee and R3 Board Members Expenses Policy.

#### 4.3 Asset Management Strategy

The Management Committee suggested that an additional bullet point be added to Section 4.1 to include adaptations and this was agreed.

The Management Committee **approved** the revised Asset Management Strategy subject to the above change.

#### 4.4 Working Away from the Office Policy

The Chief Executive noted that this review had been ongoing for some time. As a result of the Coronavirus pandemic, it had been agreed that the review should be completed quickly – however this simply highlighted that the policy was designed to cover occasional working away from the office.

As the work was completed, the policy is presented for approval, subject to a final discussion with JCC at the June 2020 meeting, as originally planned. Any final amendments would be reported to the August 2020 meeting. In terms of the current situation, a separate emergency policy was under development, and would be added to the Business Continuity Plan as an appendix once complete.

The Management Committee **approved** the revised Working Away from the Office Policy.

**5.0 BUSINESS MANAGEMENT**

**5.1 Tenant Participation Annual Report**

The Management Committee noted the report.

**6.0 ANY OTHER BUSINESS**

**6.1 Talkback Newsletter**

The Chair wished to highlight that he had received his Talkback newsletter as normal from the Association around three weeks into the pandemic. He was particularly impressed that the Association had been able to produce the newsletter to the normal high standard, and that it included a full range of articles, not just articles relating to Coronavirus. He also felt that the articles that did relate to the pandemic had been sensitively and thoughtfully written.

The Chief Executive thanked the Chair for his unexpected comments. He also noted that the new e-news format had helped to improve the way articles are developed and written – and in particular, read. Now that the e-news goes out to 71% of tenants (those that are paper-free), the Association can demonstrate that two thirds of those tenants read their e-news (or newsflash) within an hour of receiving it. Overall, that means around half of tenants have read news ELHA issues within an hour of it being sent. That has been a particularly valuable tool in the current circumstances.

**DATE OF NEXT MEETING**

Thursday 20 August 2020 at ELHA Head Office, Haddington at 7pm.

**ADOPTION OF THESE MINUTES APPROVED AT THE MEETING ON  
20 August 2020**

Signed \_\_\_\_\_ (Chair)