



CUNNINGHAME
HOUSING ASSOCIATION

More than just a landlord

Board of Management Minutes

Date of Meeting: 19th October 2023

Please note that these minutes have been edited to remove any information relating to personal/confidential/commercially sensitive or of a personal nature.

CUNNINGHAME HOUSING ASSOCIATION LTD

Minutes of Special Board of Management Meeting

Held on Thursday 19th October 2023 at 2:15 pm in the Association's Quayside Offices,
Marina Quay, Dock Road, Ardrossan KA22 8DA



Present	In Attendance
Janet Strang (Chair) Brenda Johnstone Brian McCabe Elizabeth Shedden John Nisbet John Kelly June Fenelon Margaret Davison Cllr Stephen Canning (EAC) (MS Teams)	Linda Anderson, Acting CEO John Mulholland, Mullholland Housing (MS Teams) Fettes McDonald, FMD (MS Teams) Elaine Nimmo, Minute Secretary

PRIORITY RED – SECTION 1 – STANDING ORDER ITEM AND GOVERNANCE ITEMS		ACTION
1.	Apologies Apologies were received from Frank Sweeney, Drew Hall, Liam Loudon, Willie Gibson, and Cllr Eleanor Collier (NAC)	
2.	Chairperson's Remarks <ol style="list-style-type: none"> 1 The Chair welcomed members to the meeting and John Mulholland, Mulholland Housing Consultancy who has joined via MS Teams. 2 The Chair advised Fettes McDonald will be joining the meeting later via MS Teams to discuss an additional agenda item. 3 The Chair asked all Members to ensure that their mobile phones are switched off. 4 As there were confidential items on the Agenda the Chair read out the following confidentiality statement: In compliance with the Regulatory Code of Governance and Board Members' Code of Conduct all items detailed in this notice as being confidential should not be discussed with any external party either prior to or after said meeting by any Member of the Board of Management. All members should note that when the Group CEO/Executive Directors/Officers are giving or presenting their report that there will be no interruptions to allow them to finish their reports. Questions can be asked after the presentation. 	
3.	Declaration of Interest None.	
4.	Requirement of the Writing (Scotland) Act 1995 None.	
5.	Annual Assurance Self-Assessment 2023 The Acting CEO referred members to the previously circulated reports and welcomed John Mulholland to the meeting.	

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<p>5. Mulholland Housing Consultancy CHA Annual Assurance Compliance Report John Mulholland presented his compliance report and findings to the Board of Management for consideration. The Board of Management noted that a full comprehensive review is carried out every three years with a lighter touch annually and this year's report is a comprehensive review. J Mulholland confirmed Joe Dewar also carried out an independent review of landlord safety as well as an additional on-site check to ensure that the relevant certification was available and statutory and regulatory standards were being treated with a high level of priority.</p> <p>Mulholland Housing Consultancy confirmed for the year 2022/2023 he has reviewed all relevant Board reports and papers and related evidence and the overall assessment is that the association is fully compliant with the Regulatory Standards. The Board of Management discussed the actions raised as part of the review and agreed these will remain a priority to monitor and action in the coming year.</p> <p>Rent Affordability The Board agreed that the Association requires to keep a close eye on rent affordability and advised this was one of the factors in the recent decision to scale down the development activity in the new build programme and will remain a priority.</p> <p>Succession Planning J Mulholland commended the staff team on performance over the year despite the additional pressures through staff absences. The Association have implemented succession measures and will continue to develop further.</p> <p>CHA Self-Assurance Evidence Base The Acting CEO presented the new evidence based spreadsheet to the Board of Management which demonstrated the information gathered and reviewed as part of the assurance process. J Mulholland confirmed he has also reviewed the new evidence bank as part of his assurance process and commended staff on producing. The Acting CEO presented evidence from the spreadsheet in detail to the Board of Management. The Board noted the weaknesses/action required column of the spreadsheet will form the action plan which will be presented 6 monthly to the Board.</p> <p>After discussion it was agreed a working group of Board and staff will be set up to carry out the assurance process going forward. The Board of Management requested that the evidence bank is made available electronically to members.</p> <p>SFHA Putting Tenants First The Acting CEO presented the previously distributed report on the SFHA Putting Tenants First briefing which is intended for governing body members of social landlords in Scotland. Members discussed the role of Governing Body Members as set out noting members are responsible for ensuring that the company complies with statutory controls, and the governing body has legal duties under health and safety legislation.</p>	<p>CEO</p>

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<p>5. The Board of Management referred to page 7 of the briefing and noted that near misses awareness is not reported to the Board. After discussion it was agreed near misses will be incorporated into the Board health and safety report going forward. Board also agreed health and safety training to be added to the collective training calendar for 2023/24.</p> <p>Board of Members requested that the SFHA Putting Tenants First briefing document is added to their electronic devices for ease of reference.</p> <p>Annual Assurance Statement 2023 The Acting CEO presented the previously distributed Draft annual assurance statement is attached for consideration.</p> <p>The Board of Management agreed the levels of assurance presented, confirming it provides them with sufficient assurance against the SHR's Governance and Financial Management Standards.</p> <p>The Board of Management authorised the Chair to sign the Annual Assurance Statement for submission to the Scottish Housing Regulator by 31st October 2023.</p> <p>The Board of Management agreed the assurance improvement plan will be presented and reviewed 6 monthly.</p> <p>The Chair approved the use of her electronic signature to be used on the annual assurance statement 2023.</p>	<p>H&S</p> <p>CEO</p> <p>CEO</p> <p>CEO</p> <p>CEO</p> <p>CEO</p>
<p>6. RBS Loan Agreement (CONFIDENTIAL) <i>(Confidential Report is commercially sensitive therefore has been withheld because disclosure would harm commercial interests.)</i></p> <p>The Financial Consultant presented the previously circulated report and advised there have been some delays in completing the final budget prior to updating the long term projections which informs new debt requirements and the timing of loan arrangements.</p> <p>The Financial Consultant advised when the final loan documentation becomes available for signing a short special Board meeting will be convened for approval (rather than waiting until November).</p> <p>The Board of Management noted the recommendation to secure a £5 million loan for the aforementioned reasons stated in report and agreed a Special Board of Management meeting may be required to sign the final loan documentation at short notice.</p>	

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Any Other Business	ACTION
<p>Scottish Housing Regulator Visit The Acting CEO confirmed a meeting with the Scottish Housing Regulator has been arranged for 5th December 2023. The SHR advised they are starting to visit organisations again post COVID. Initial discussions will be on the Associations business plan. No further details have been provided to date with regard to who may be required to attend. It was also noted the meeting may take place over MS Teams rather than in person. This will be confirmed by the SHR in due course. The Acting CEO will keep the Chair advised.</p>	<p>CEO</p>

The meeting closed at 3:50 pm