

Please note – these Minutes have been edited to remove any commercially sensitive or confidential discussions

ITEM 2

MELVILLE HOUSING ASSOCIATION LIMITED

Minute of the Board Meeting held on
Wednesday 12 December 2018
at 5.30pm in Board Room, Corn Exchange, Dalkeith

PRESENT: Caron Quinn
Glen Alexander (Via Conference call)
Donna Bogdanovic
David Bond
Paul Cameron
Sean Gillespie
Bob Jack
Emily Kasiera
Clare Marshall
Barbara Shearer

IN ATTENDANCE: Andrew Noble, Chief Executive
Mary Monteith, PA to Chief Executive (Minute)

C QUINN IN THE CHAIR

1a. CHAIR'S OPENING REMARKS **Action Required**

The Chair welcomed all to the last meeting of the year.

1b. DECLARATIONS OF ANY OTHER BUSINESS

Noted that there was one item of other business to be taken at the end of the meeting.

1c. DECLARATIONS OF INTEREST

Noted that the Chief Executive declared that they sit on the Board of Directors for Ironmills Developments Ltd. The Secretary is a member of the Tenants' Representative Panel.

1d.	APOLOGIES	Action Required Note
	Apologies were received from Andrew Dougherty and Bill Takhar	
2.	MINUTES OF PREVIOUS BOARD MEETING 20 NOVEMBER 2018 AND MATTERS ARISING	
2.1	Noted that Barbara led the Members through the Minutes of the above meeting. These minutes were approved by Donna Bogdanovic and seconded by Sean Gillespie	Approve
	Matters Arising	
2.2	Noted that the Chair explained that the Special Meeting that was convened to continue the discussion on the Pay and Grading exercise was held on 10 December 2018. It was noted that the proposal presented by the Consultant was accepted and the Chief Executive will present a timetable for actions to be carried out to the January Board Meeting.	Chief Ex to action
3.	DEVELOPMENT REPORT	
3.1	Minute removed or edited due to information relating to personal/confidential items or being commercially sensitive	Note
4.	GOVERNANCE REPORT	
4.1	<p>Noted that the following was highlighted from this report:</p> <ul style="list-style-type: none"> ▪ Regulatory Framework – The Chief Executive gave feed back on the Round Table event he attended recently. He noted that there was nothing hugely problematic and advised that the main changes would be in how we deal with Equalities and Human Rights – and evidencing this. ▪ Board Recruitment – The Chief Executive has been in touch with people who had expressed an 	Note

interest in Board Membership to explain our current position. All have confirmed that they remain interested in membership.

**Action
Required**

- Board Training – the Chair and three Members, one via email, gave comprehensive feedback from their recent attendance at the SFHA Finance Conference. They noted that this was an excellent Conference covering a wide range of topics – not just Finance.
- IT – The Chief Executive explained that we had recently carried out penetration testing on our IT systems which had highlighted a few issues. Our IT Consultants would be on site next week to do some work. It was also pointed out that we had been testing Last Pass – a password Security system and that this would be rolled out to all staff. New copiers were also being installed which operated via a Pin Number, this would ensure that no sensitive information would be left lying at printers.

4.2 The Board **noted** the contents of this report.

Note

5. REVISION TO FINANCE POLICY –

5.1 **Noted** that Members were advised that our Fraud and Theft policy (FIN 006) had been reviewed and updated and that as it forms part of our suite of Governance policies it had to be presented to the board for approval.

Note

5.2 **Noted** that it was reported that whilst the amendments to this policy were mainly minor, such as Job titles/ typos, the key changes were:

Note

- appropriate insurances were in place to mitigate losses which arise from fraud or theft
- Addition of Appendix 1 to the policy - a short procedure to be followed in the event of an actual

	or suspected incident of fraud or theft.	Action Required Note Approve
5.3	The Board noted the contents of this Report and approved the revised Fraud and Theft Policy	
6.	REGULATORY FRAMEWORK	
6.1	<u>Noted</u> that the Board discussed the Scottish Housing Regulator (SHR)'s discussion paper on the Regulatory Framework for Registered Social Landlords (RSLs) and the implementation of self assessment of the Governance functions	Note
6.2	<u>Noted</u> that the Chair commented that they felt it was a wait and see situation with self assurance statement being key to the change. They noted that they would prefer to wait on the Toolkit being published – this was likely to be at the beginning of the new financial year.	Note
6.3	<u>Noted</u> that the Chair also pointed out that whilst we are in a good starting position, due to our meeting schedule, there may be the need for a Special Board Meeting prior to finalising the Assurance Statement.	Note
6.4	<u>Noted</u> that Members were reminded that the information circulated by the SFHA is available in the Document Library for the Ad Hoc Pack Room on VBR.	Note
	The Board noted the contents of this report	
7.	REGISTERS	
7.1	<u>Noted</u> that there were no entries in any of the Registers since they were last presented to the Board.	Note
7.2	<u>Noted</u> that all Registers were available for review and were signed by the Secretary at the end of the meeting.	Note
8.	ANY OTHER COMPETENT BUSINESS	
8.1	<u>Noted</u> that there was one item of other competent business.	Note

		Action Required
8.2	Para 8.2 -Minute removed or edited due to information relating to personal/confidential items or being commercially sensitive	Note
9.	DATE OF NEXT MEETING	
9.1	<u>Noted</u> that the next scheduled meeting of the Board is Wednesday 23 January at 6.00 pm.	Note