

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 20 March 2019  
at 6.00pm in Board Room, Corn Exchange, Dalkeith

**PRESENT:** Caron Quinn  
Donna Bogdanovic  
David Bond  
Paul Cameron  
Andrew Dougherty  
Sean Gillespie  
Bob Jack  
Clare Marshall  
Bill Takhar (via conference call)

**IN ATTENDANCE:** Andrew Noble, Chief Executive  
Morag MacDonald, Chief Operating Officer  
Nikki Picozzi, Employment Law Adviser, RBS Mentor  
Mary Monteith, PA to Chief Executive (Minute)

#### D BOND AND C QUINN IN THE CHAIR

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

**Action  
Required**

The Chair welcomed all to the meeting, especially our Employment Law Adviser for RBS Mentor, who was in attendance for Item 10 on the agenda. The Chair also advised that one Member was joining the meeting via conference call.

**1b. DECLARATIONS OF ANY OTHER BUSINESS**

**Noted** that there was no other business to be taken at the end of the meeting.

**Noted**

1c.	<b>DECLARATIONS OF INTEREST</b>	<b>Action Required Noted</b>
	<u>Noted</u> that the Chief Executive and the Chief Operating Officer, declared that they sit on the Board of Directors for Ironmills Developments Ltd.	
1d.	<b>APOLOGIES</b>	
	Apologies were received from Glen Alexander, Emily Kasiera and Barbara Shearer	<b>Note</b>
2.	<b>MINUTES OF PREVIOUS BOARD MEETING 23 JANUARY 2019 AND MATTERS ARISING</b>	
2.1	<u>Noted</u> that the Board agreed that these were a true and accurate minute of the meeting held on 23 January 2019. The minutes were <u>approved</u> by Clare Marshall and <u>seconded</u> by David Bond	<b>Approve</b>
	<b>Matters Arising</b>	
2.2	<u>Noted</u> that there were no matters arising from these minutes.	<b>Note</b>
2a.	<b>PRIVATE MINUTE FROM 23 JANUARY 2019</b>	
2a.1	<u>Noted</u> that the Board agreed that these were a true and accurate minute of the Private Item of 23 January 2019. The minutes were <u>approved</u> by David Bond and <u>seconded</u> by Bob Jack.	<b>Approve</b>
	<b>Matters Arising</b>	
2a.2	<u>Noted</u> that there were no matters arising from these minutes.	<b>Note</b>
2b.	<b>PRIVATE MINUTE FROM 5 FEBRUARY 2019</b>	
2b.1	<u>Noted</u> that the Board agreed that these were a true and accurate minute of the Private Item of 5 February 2019. The minutes were <u>approved</u> by David Bond and <u>seconded</u> by Donna Bogdanovic.	<b>Approve</b>

	<b>Matters Arising</b>	<b>Action Required</b>
2b.2	<b><u>Noted</u></b> that there were no matters arising from these minutes.	<b>Note</b>
<b>3.</b>	<b>GOVERNANCE REPORT</b>	
	<b>Regulatory Framework</b>	
3.1	<b><u>Noted</u></b> that the Chair pointed out that the new SHR Regulatory Framework will come into effect from beginning of April. A copy of this document and all of the accompanying Guidance notes are now available in the VBR document library. The Chair advised that with regards to the Assurance statement, a more detailed discussion would be held at the May meeting.	<b>Note</b>
	<b>Notifiable Events and SPSO</b>	
3.2	<b><u>Noted</u></b> that there was nothing to report in relation to Notifiable Events and Complaints to SPSO	<b>Note</b>
	<b>Allocation of Property to IDL Board Member</b>	
3.3	<b><u>Noted</u></b> that the Board ratified the approval given via email on 5 February for the Allocation of a property to a former Board member of our subsidiary Ironmills Developments Ltd	<b>Ratify</b>
	<b>Cancellation of Association Membership</b>	
3.4	<b><u>Noted</u></b> that the cancellation of two Association memberships were approved :	<b>Note</b>
	<b>Board Recruitment</b>	
3.5	<b><u>Noted</u></b> that the Chair advised that with the Pay and Grading exercise etc going on at the moment, the Board Recruitment event will now take place late Spring/early Summer.	<b>Note</b>

		<b>Action Required</b>
3.6	<b><u>Noted</u></b> that the Chief Executive gave a brief update on the 6 indicators above target.	<b>Note</b>
<b>4.</b>	<b>SOCIAL CO-HOUSING</b>	
4.1	<b><u>Noted</u></b> that the Chief Operating Officer gave a presentation to the board on social co-housing and advised that that this is: <ul style="list-style-type: none"> <li>▪ an intentional community</li> <li>▪ tenant get involved before moving in</li> <li>▪ created and run by the tenants</li> <li>▪ Commitment built in to the tenancy agreement about involvement.</li> </ul>	<b>Note</b>
4.2	<b><u>Noted</u></b> that the Chief Operating Officer explained that there only a few examples of this in the UK and they were usually privately owned. It was noted that we could be one of the first to offer Social Co-housing.	<b>Note</b>
4.3	<b><u>Noted</u></b> that the Board were shown a video featuring examples of co-housing and its impact on tenants living there.	<b>Note</b>
4.4	<b><u>Noted</u></b> that the Chief Operating Officer highlighted some of the reasons why we would look to pursue this model and gave an idea of some of the statistics for our tenancies <ul style="list-style-type: none"> <li>▪ Better living choice for tenants</li> <li>▪ Sustaining people to live in their community</li> <li>▪ Accessibility – future proofing for future support needs</li> <li>▪ Empowering tenants and building confidence</li> <li>▪ Less neighbour issues</li> <li>▪ Freeing up larger under-occupied properties</li> <li>▪ Reducing social isolation</li> <li>▪ Of our 2,003 tenancies, 445 (over a fifth) live alone</li> <li>▪ A large proportion are under occupying <ul style="list-style-type: none"> <li>– Of the 445 living alone, 176 are in a 3 bed or larger property.</li> </ul> </li> </ul>	<b>Note</b>

		<b>Action Required</b>
4.5	<b><u>Noted</u></b> that Members were told that if we took the idea forward we would work with existing tenants and get them involved in project creating neighbourhoods and giving them a say and choice in its building.	<b>Note</b>
4.6	<b><u>Noted</u></b> that with regards to steps/progress to date the Chief Operating Officer reported that they had discussed the idea with our Tenant Representatives and had also met with some individual tenants. Advice had been sought from Scottish Government, Midlothian Council, Social Bite and feedback had been favourable. It was also pointed that this feeds into our Corporate agenda to create sustainable communities.	<b>Note</b>
4.7	<b><u>Noted</u></b> the meeting was shown two potential sites for the development of a Social Co-Housing development:	<b>Note</b>
	<b>Site 1 - Penicuik</b>	
	Old Church building in centre of Penicuik with access to shops, bus stop etc could hold a 12 unit development. We are currently awaiting on an evaluation report for this site.	
	<b>Site 2 – Mayfield</b>	
	This is a Melville owned site, which is not as central as the Penicuik site, but does have potential. Initial discussions with planning have raised some issues.	
4.8	<b><u>Noted</u></b> that a Member asked about the risks of social co-housing compared with normal social rental properties. They were advised that indications from Scottish Government were that they would be supportive of grant funding for this development. It was also pointed out that if the community space was not being used, it could be converted back into another residential unit.	<b>Note</b>
4.9	<b><u>Noted</u></b> that the Chair asked if data from other complexes already operating could be presented to the Board as they felt that this would be useful. The Chief Operating Officer	<b>MMD to action</b>

	agreed to get this information.	<b>Action Required</b>
4.10	<b><u>Noted</u></b> that a Member asked how the waiting list for such a development would work. The Chief Operating Officer clarified that the waiting list would be made up of interested existing Melville tenants.	<b>Note</b>
4.11	<b><u>Noted</u></b> that a Member commented that they liked the principle of this idea and that it provided a good incentive to free up some of our larger existing properties. They also particularly liked the idea of having a mixed generation community.	<b>Note</b>
4.12	<b><u>Noted</u></b> that further information will be presented to future meetings.	<b>MMD to action</b>
<b>5.</b>	<b>SUSTAINABILITY UPDATE</b>	
5.1	<b><u>Noted</u></b> that the Chief Operating Officer gave a short Powerpoint presentation and the Board were told that this update followed on from a session on improving our sustainability at the Board Away Day in October 2018. The following was highlighted:	<b>Note</b>
5.2	<ul style="list-style-type: none"> <li>▪ A Member had suggested the use of shower timers during the exercise at the away day and we had invested in the Shower Bobs that were at each person's place. The Chief Operating Officer highlighted that if all Melville tenancies restricted their showers to four minutes it would be the equivalent of taking 314 cars per year off the roads. These Shower Bobs were being handed out to tenants during bathroom upgrades to staff and Board Members. Recipients were then asked to complete a very short online survey. If it is found that these are useful, we would invest in more.</li> </ul>	<b>Note</b>
	<ul style="list-style-type: none"> <li>▪ Carpet tile Project – following on from a project we did last year where we (with help from our contractor Novus) laid new carpet tiles destined for landfill into some of our properties for tenants, we</li> </ul>	<b>Note</b>

are working with Beyond Green, who have secured funding from Zero Waste Scotland, and a further 5 Housing Associations to work up a proposal to look at a similar project on a larger scale. More information will be presented to a future meeting.

**Action  
Required**

- E-Cars – we have been successful in a funding bid from the Scottish Government for a year-long trial of electric vehicles in our communities. Available for anyone to use including staff (there is a hire charge but this will be heavily subsidised), the scheme will be run by e-car club, and later on this year we'll be taking delivery of 5 fully electric vehicles that will be located in:

**Note**

- Dalkeith (at the Corn Exchange)
- Mayfield
- Bonnyrigg
- Gorebridge
- Penicuik

- Hybrid Solar Systems – this is a system provided by On Gen which (following a survey carried out by On Gen to make sure property is suitable) make uses of solar PV panels and a battery to store energy for tenants to use at another time. The Chief Operating Officer explained that through time if we were to scale up we could effectively sell electricity back to the utilities companies. More information will be passed to Board in due course.

**Note**

## **6. MANAGEMENT ACCOUNTS 31 DECEMBER 2018**

- 6.1 **Noted** that the Management Accounts to 31 December 2018 were presented and discussed by the Board in detail and the contents of the report were noted.

**Note**

The Board **noted** the position as detailed in this report.

**Note**

### **Bank Mandate**

- 6.2 **Minute removed or edited due to information relating to**

**Note**

	<b>personal/confidential items or being commercially sensitive</b>	<b>Action Required</b>
6.3	<b>Noted</b> that the Board approved the signing of the above mandates.	<b>Approve</b>
<b>7.</b>	<b>BAD DEBT AND CREDIT WRITE-OFFS</b>	
7.1	<b>Noted</b> that the Board were asked to approve the write-off of bad debts totalling £28,131 for the period ended 31 December 2018.	<b>Note</b>
7.2	<b>Noted</b> that the Chief Operating Officer explained that the comments had been omitted from Appendix 1 of this report. They advised that the full table could be circulated to any members who wished to see these.	<b>Note</b>
7.3	The Board <b>approved</b> the write off of £28,131 as detailed above.	<b>Approve</b>
<b>8.</b>	<b>IRONMILLS DEVELOPMENTS LTD TEN YEAR FORECAST</b>	
8.1	<b>Noted</b> that the Chief Operating Officer Morag gave a brief overview of the arrangements between Ironmills and Melville and noted that under the agreement, the ten year forecast must be approved by the Melville Board. They explained that this report had been approved by the Board of IDL.	<b>Note</b>
8.2	The Board <b>noted</b> the contents of this report and <b>approved</b> the IDL ten year forecast.	<b>Note Approve</b>
<b>9.</b>	<b>MINUTES OF AUDIT COMMITTEE MEETING 14 JANUARY 2019</b>	
9.1	<b>Noted</b> that in the absence of the Chair of the Audit Committee, the Chief Executive led this item. The Chief Executive explained that these minutes were approved at the Audit committee held on 11 March 2019 and were presented to the Board for information.	<b>Note</b>
9.2	The Board <b>noted</b> the contents of these Minutes.	<b>Note</b>



**10. JOB EVALUATION, PAY STRUCTURE AND BENEFITS REVIEW**

10.1 **Noted** that this item was held in private and has been minuted separately **Note**

**11. REGISTERS**

11.1 **Noted** that there were 5 entries in the Entitlements, Payments and Benefits Register. **Note**

11.2 **Noted** that there no entries in any of the other Registers. **Note**

11.3 **Noted** that all Registers were available for review and were signed by the Vice Chair at the end of the meeting. **Note**

**12. ANY OTHER COMPETENT BUSINESS**

12.1 **Noted** that there was no other competent business. **Note**

**13. DATE OF NEXT MEETING**

13.1 **Noted** that the next scheduled meeting of the Board is Wednesday 22 May at 6.00 pm. **Note**