

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 25 March 2020  
at 4.30 pm via Video Conference Call

**PRESENT:** Caron Quinn  
David Bond  
Glen Alexander (joined meeting late)  
Donna Bogdanovic  
Clare Marshall  
Bill Takhar

**IN ATTENDANCE:** Andrew Noble, Chief Executive  
Morag MacDonald, Chief Operating Officer  
Neil Edgar, Development Manager (Item 3)  
Mary Monteith, PA to Chief Executive (Minute)

#### C QUINN IN THE CHAIR

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

The Chair welcomed all to this virtual meeting and noted that the Development Manager was in attendance for the Development Update (Item 3).

**Action  
Required  
Note**

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

**Noted** that there were two items of other business to be taken at the end of the meeting:

**Note**

**Minute removed or edited due to information relating to personal/confidential items or being commercially sensitive**

	<b>Action Required</b>
<p><b>1c. DECLARATIONS OF INTEREST</b></p> <p><u>Noted</u> that the Chief Executive and Chief Operating Officer declared that they sit on the Board of Directors for Ironmills Developments Ltd.</p>	<b>Note</b>
<p><b>1d. APOLOGIES</b></p> <p>Apologies were received from Barbara Shearer, Paul Cameron and Andrew Dougherty</p>	
<p><b>2. MINUTES OF PREVIOUS BOARD MEETING 22 JANUARY 2020 AND MATTERS ARISING</b></p>	
<p>2.1 <u>Noted</u> that the Board agreed that these were a true and accurate minute of the meeting held on 22 January 2020. The minutes were <u>approved</u> by Bill Takhar and <u>seconded</u> by Clare Marshall.</p> <p><b>Matters Arising</b></p>	<b>Approve</b>
<p>2.2 <u>Noted</u> that there were no matters arising.</p>	<b>Note</b>
<p><b>3. DEVELOPMENT REPORT – COMMERCIAL IN CONFIDENCE</b></p>	
<p>3.1 <b>Minute removed or edited due to information relating to personal/confidential items or being commercially sensitive</b></p> <p>The Board <b>noted</b> the contents of this report</p> <p><i>The Development Manager left the meeting at this point.</i></p>	<b>Note</b>
<p><b>4. GOVERNANCE REPORT</b></p>	
<p>4.1 <b>COVID-19 Update</b></p>	
<p>4.2 <u>Noted</u> that the Chief Operating Officer explained that she would be covering Housing, Communications and Finance and highlighted the following:</p>	<b>Note</b>

**Action  
Required**

- We are doing as much as possible over the telephone this includes Housing Officers, Welfare Benefits Adviser and CHAI Support staff. Staff have been given crib sheets to allow them to pass on consistent/accurate information.
- We have put a Frequently Asked Questions list on our website to try and answer some of the questions we had been getting.
- We did put a message Facebook, but we are going to limit what we put on there as we received a lot of negative comments. The Chair asked if there was a theme to these comments – no theme as such, but Communications Manager will keep an eye on this.
- CHAI is supplying a list each week of tenants receiving support.
- We are encouraging tenants to sign up for the Tenants' Zone on our website (150 tenants have already signed up)
- We are taking a gentler approach to arrears and asking tenants if/how we can help. Housing Officers have already received training on providing low level welfare benefits advice and it was noted that Welfare Benefits Advisers are having to deal with tenants who have never had to claim benefits before.
- This situation will have an impact on arrears figures, and we have taken the following steps:
  - asked tenants when claiming Universal Credit to ask for direct payments to be made to us. It was noted that the first payment made always goes directly to the claimant.
  - telephoned all tenants who have paid cash in the last six months to set up different payment arrangements.

	<ul style="list-style-type: none"> <li>▪ Suspended legal actions for the time being.</li> <li>▪ Requests for 3 months' rent holiday - we have explained that we are a relatively small business with no direct funding to run the business except for the rental income.</li> <li>▪ Slight increase in cancellation of Direct Debit</li> <li>▪ Social Isolation – using tenant profiling to identify over 70's and Reception Staff will contact to ensure they are ok.</li> </ul>	<b>Action Required</b>
4.3	<p><b><u>Noted</u></b> that with regards to Finance, the Board were advised:</p> <p><b>Minute removed or edited due to information relating to personal/confidential items or being commercially sensitive</b></p> <p><i>Board took AOCB – Drawdown of Loan Facilities at this point</i></p>	<b>Note</b>
4.4	<p><b>Minute removed or edited due to information relating to personal/confidential items or being commercially sensitive</b></p>	<b>Note</b>
4.5	<p><b><u>Noted</u></b> that there was a query on how things had changed with regards to the workload and was explained that we had stopped allocations (although we had done two sign ups that were previously arranged), there were no pre/post inspections being done for the time being. We currently have two voids, but we are holding these for Midlothian Council should they be required for homeless accommodation.</p>	<b>Note</b>
4.6	<p><b><u>Noted</u></b> that the Chief Executive pointed out that things had progressed very quickly from staff being given a tube of hand sanitiser and a box of tissues to everyone working from home and we were still adjusting to the different ways of working. Members were then given an update on steps taken to date:</p>	<b>Note</b>

- Soft console for switchboard is in place and is working well. This allows the Reception staff to answer/transfer calls to staff as usual whilst working from home
- An IT a connectivity survey was carried out with staff and 15 new laptops were purchased and have been distributed. It was also noted that our new desktop pc's can be used at home. There had been a few issues with connections dropping out, but this seemed to be more to do with local connection issues.
- Whilst we have no staff off sick, we have three staff members with less than 12 months service who would not be entitled to sick pay – given the current circumstances, to ease any additional pressures, Members were asked for their approval to waive this for the duration of this situation. Board **approved** this request.
- Salaries have been prepared and are ready to be paid at the normal time in the month.
- Flexi time is suspended whilst staff work at home and we have gone to standard hours. Staff were advised that this can be worked around child care etc but there needed to be a degree of trust on both sides.
- Staff welfare – Managers are keeping in touch with their staff and we have been in contact with our welfare service, looking at remote appointments if necessary. Staff WhatsApp Group up and running.
- The office is secured, and the caretaking service is still in place.
- Mail has been redirected to Chief Executive's house and he will scan it to Reception staff who will distribute it to the relevant staff members.

**Action  
Required**

**Approve**

4.7 **Noted** that Emergency repairs will still be carried out.

**Note**

		<b>Action Required Note</b>
4.8	<b><u>Noted</u></b> that with regards to gas servicing, we are in constant contact with our contractor Saltire. They are up to date at the moment but that could change. We will record any refusals and we will not cap any gas services at present. The Regulator has been updated.	
4.9	<b><u>Noted</u></b> that the death of Ian Smith has affected staff and it is hoped that we can do something to remember Ian later on. This is a very busy time for the Finance team and the Chief Operating Officer advised that we had been receiving some part-time help from a qualified accountant (previously a Finance Director with a Housing Association) and they will increase this to 5 mornings a week to assist the team.	<b>Note</b>
4.10	<b><u>Noted</u></b> that the members were advised that as these new working conditions can be intense, staff have been asked to take leave as they would have done if possible, to allow them to relax.	<b>Note</b>
4.11	<b><u>Noted</u></b> that further updates on the above will be given to Board as this situation evolves.	<b>Note</b>
4.12	The Board <b>noted</b> the contents of this report	<b>Note</b>
4.13	<i>The Board agreed to take the Second Item AOCB</i>	
	<b>Minute removed or edited due to information relating to personal/confidential items or being commercially sensitive</b>	
	<b>Notifiable Events</b>	
4.15	<b><u>Noted</u></b> that the Regulator has been updated on the current position with regards to both the COVID-19 situation and Limekilns.	<b>Note</b>
	<b>SPSO</b>	
4.16	<b><u>Noted</u></b> that we have no complaints with the SPSO at present.	<b>Note</b>

		<b>Action Required Note</b>
4.17	<b><u>Noted</u></b> that the recent Board Recruitment event was very successful with 6 out of 8 candidates attending (although one did meet the Vice Chair and Chief Executive earlier in the day) and a summary on feedback of the potential candidates was circulated to the Board.	
4.18	<b><u>Noted</u></b> that the Members discussed the candidates and their skills, and they agreed to invite the following to join the May meeting:  Terry Powell, Christine Moore, Lucy Bell and Hailie Johnston.	<b>Note</b>  <b>Approve</b>
4.19	<b><u>Noted</u></b> that the Chief Executive will contact both the successful and unsuccessful candidates.	<b>Note</b>
<b>Board Training</b>		
4.20	<b><u>Noted</u></b> that all SFHA training/conferences have been suspended for the time being and it is not clear if these will be rearranged this year.	<b>Note</b>
<b>Annual Assurance Statement</b>		
4.21	<b><u>Noted</u></b> that the SHR report on the lessons learnt in the preparation of the first Assurance Statements is available on the Regulator's website. <a href="https://www.housingregulator.gov.scot/publications/lessons-from-the-first-round-of-annual-assurance-statements#section-1">https://www.housingregulator.gov.scot/publications/lessons-from-the-first-round-of-annual-assurance-statements#section-1</a> .	<b>Note</b>
4.22	<b><u>Noted</u></b> that the Chief Executive explained that he would be looking to have more Board and staff input into this year's statement and it was hoped to have this ready for approval at the August Board Meeting.	<b>Note</b> <b>CE to follow up</b>
<b>Association Membership</b>		
4.23	<b><u>Noted</u></b> that the Board approved the application we had received for Association Membership.	<b>Approve</b>

	<b>KPI</b>	<b>Action Required</b>
4.24	<p><b>Noted</b> that two KPI indicators are not meeting targets at the moment:</p> <p>Board Attendance – 71% (target is 75%). It was noted that more members may be able to join via video conference now.</p> <p>Average Management Cost per unit – slightly above target due to late completion of Limekilns.</p>	<b>Note</b>
<b>Board Development/Summary of Actions</b>		
4.25	<b>Noted</b> that this has been updated to reflect current position, but it was stressed that things may have to be put on hold given the current situation.	<b>Note</b>
4.26	<b>Noted</b> that members were assured that once this situation settles down, more can be done on the Corporate Strategy.	<b>Note</b>
4.27	<b>Noted</b> that members asked for an additional meeting to be held in April. This was agreed but it was noted that there would have to be more verbal updates than written reports.	<b>Approve</b>
4.28	<b>Noted</b> that it was acknowledged that there may be a need to change our priorities in the next few months. One member agreed, advising the meeting that their employer was currently bracing themselves for the impact of this situation.	<b>Note</b>
4.29	<b>Noted</b> that the Chief Operating Officer stressed that the focus will be on supporting our tenants.	<b>Note</b>
4.30	The Board <b>noted</b> the contents of this report.	<b>Note</b>
5.	<b>BAD DEBT AND CREDIT WRITE-OFFS</b>	
5.1	<b>Minute removed or edited due to information relating to personal/confidential items or being commercially sensitive</b>	<b>Note</b>



		<b>Action Required</b>
5.2	<b><u>Noted</u></b> that members were advised to expect arrears to spike in the coming weeks/months.	<b>Note</b>
<b>6.</b>	<b>MANAGEMENT ACCOUNTS TO 31 DECEMBER 2019</b>	
6.1	<b><u>Noted</u></b> that the Management Accounts to 31 December 2019 were presented and discussed by the Board in detail and the contents of the report were noted.	<b>Note</b>
6.2	The Board <b>noted</b> the position as detailed in this report.	<b>Note</b>
<b>7.</b>	<b>IRONMILLS DEVELOPMENTS LTD TEN YEAR FORECAST</b>	
7.1	<b><u>Noted</u></b> that the Board noted that this was a self-explanatory report and <b>agreed</b> and <b>approved</b> the ten year forecast.	<b>Approve</b>
<b>8.</b>	<b>MINUTES OF AUDIT COMMITTEE</b>	
8.1	<b><u>Noted</u></b> that the Chair of the Audit Committee advised that these Minutes were for noting by the Board as they had been approved at the last Audit Committee.	<b>Note</b>
8.2	<b><u>Noted</u></b> that the Chair of the Board asked if our auditors were continuing to desktop audits. The Chief Operating Officer explained that our external audit was due to take place during the first week in June and that communications were ongoing about how much could be completed electronically. It was noted that we could give them secure access to our systems and use virtual meetings. The Board will be kept informed of what actions are being taken.	<b>Note</b>
<b>9.</b>	<b>REGISTERS</b>	
9.1	<b><u>Noted</u></b> that the registers had been updated and will be presented for signing when circumstances allow.	<b>Note</b>
<b>10.</b>	<b>ANY OTHER COMPETENT BUSINESS</b>	
10.1	<b><u>Noted</u></b> that the two items of other competent business were taken earlier in the meeting.	<b>Note</b>

**11.0 DATE OF NEXT MEETING**

**Action  
Required  
Note**

11.1 Noted that the next scheduled meeting of the Board is Wednesday 20 May 2020 at 6pm.

11.2 Noted that dates will be circulated for an April meeting

**PA to  
action**