

**MINUTE OF GWAH MANAGEMENT COMMITTEE MEETING HELD ON TUESDAY 22 SEPTEMBER 2020
AT 6:00 PM, VIA VIDEO CONFERENCE**

PRESENT:

Anne Campbell¹
Issie Gracie
Joe Heaney Chairperson
Nina MacNeill
Joginder Makar
Susan Mosedale
Yushin Toda
Billy Robertson

ATTENDING:

Elaine Travers, Chief Executive
Anne Allan, Corporate Director
Daniel Wedge, Technical Director²
Iain Nicholl, Corporate Director

APOLOGIES:

Anila Ali

LEAVE OF ABSENCE:

OBSERVERS:

WELCOME

- 1.0** The Chairperson noted apologies, introduced and welcomed all Committee members to the meeting. The general interest of Tenant Members, and GWEn service users, along with the specific interests of Elaine Travers and Susan Mosedale as GWEn Board Members were noted. Members were mindful of their responsibilities as Trustees, accordingly, the Secretary confirmed it was appropriate that Members did not withdraw from the meeting. In line with Rule 36, at 7.45pm Members agreed to extend the meeting to 8.15pm to conclude business.

CORPORATE

2.0 Minutes

2.1 Management Committee Meeting: 9 September 2020

2.1.1 Adoption of Minute

The minute of the meeting was accepted as a correct record, without amendment; proposed by J Makar and seconded by S Mosedale.

2.1.2 Matters Arising

Car Parking Policy: Facilities Summary

Members approved the amended document.

3.0 Governance

3.1 Execution Of Documents

Members acknowledged the FCA³ annual return, signed by N MacNeill, Secretary; and delegated authority to the Chief Executive to sign the Disposition for the sale of land (249m²), **COMMERCIAL SENSITIVE DATA**, representing one part of a corrective conveyancing transaction which also included the acquisition, at nil value, of an area of land (61m²) - - -.

3.2 Membership Applications

There were none.

¹ Excluding items 4.2-4.4

² Items 3.7 and 5.0

³ Financial Conduct Authority

- 3.3 Registers: Notifiable Events / Data Breaches / Payments and Benefits (P&B)
Members considered Report No.2, acknowledging the recording in the P&B Register on 27/08/20 in line with policy, and with compliance reporting and endorsement by the SSC⁴ on 23/09/20. There were no new notifiable events or data breaches to report.
- 3.4 Special General Meeting 25 August 2020 Minute & Rules Change
Report No.3 was considered. Members verified the draft Minute as a true reflection of the meeting, noted interim compliance and further actions; and confirmed adoption of the new Rules, effective from the FCA⁵ registration date.
- 3.5 Annual General Meeting 25 August 2020 Draft Minute & Evaluation
Report No.4 was considered. Members discussed the evaluation and outcomes, acknowledging the additional planning for the first virtual AGM, and the valuable support from the external facilitator. Whilst disappointed at the lower than average attendance levels, Members agreed a successful Event overall, given the prevailing circumstances. The presentation was updated to incorporate members' feedback including:
1. Articulate, informative (remote) presentations from the solicitor (SGM) and external auditor (AGM);
 2. Reassurance from the positive feedback of attending members;
- Members
1. Confirmed the cancellation of sixteen shares in line with the Rules;
 2. Verified the draft AGM minute as a true reflection of the meeting;
 3. Considered trends, and agreed measures through the Membership Strategy to encourage and promote membership, participation, and representation across the demographics;
 4. Approved the structure and format for future meetings, including scope for hybrid participation (physical and virtual); and a re-ordered Agenda (MC elections prior to presentation of accounts);
 6. Agreed the date for the 43rd AGM as Wednesday 23/06/21 and the Sandyford Henderson as the preferred venue (if physical attendance is permitted).
- 3.6 Strategy Review Planning
Report No. 5 was considered. Members agreed the principles for optimising the programme through one (remote) session on Tuesday, 27/10/20, with two key themes aligned to the corporate strategy drivers.
- 3.7 Health & Safety Compliance
Members considered Report No. 6, noting performance, actions and ongoing covid-19 service controls. MC responsibility for H&S was acknowledged, provision for additional training during 2020 was confirmed, and further reporting to the MC in respect of contractor covid controls was agreed.
- 3.8 OSCR⁶ Trustee Duties Compliance
Report No.7 was considered. Members acknowledged their duties and responsibilities as Charity Trustees and confirmed full compliance with OSCR's guidelines.
- 3.9 SHR Assurance Statements
Report No.8 was considered, with Members noting the statement released by the SHR on 28/08/20, acknowledging compliance requirements and agreeing submission timeline.

⁴ Staffing Sub Committee

⁶ Office of Scottish Charity Regulator

4.0 Finance

4.1 Management Accounts to 31 July 2020

Members considered Report No. 9, approving unanimously the Management Accounts, acknowledging the positive outturn as anticipated; and noting:

- I. Lockdown restrictions: in particular service curtailment, and ICT mobilisation programme; influencing management expenses and surplus;
- II. Strong financial position, fully cashed backed assets and lender covenant compliance.

4.2 Treasury Management Policy and Performance

Report No.10 was considered. Members reflected on 2019/20 performance, compliance and risk, and, alert to the financial climate and forecasts, approved unanimously the Policy, validated financial institutions and PIs for 2020/21.

4.3 30-year Cashflow

Members considered Report No.11, acknowledging the ongoing challenges of forecasting in the current climate. The 30-year cashflow was approved, with assumptions revised from April noted, and updated position to MC meeting March 2021 agreed.

4.4 Housing Management Software Provision

Members considered report No.12 including business case; and, noting positive feedback, successful implementation, enhanced functionality, efficiencies and future proofing, approved a 4-year contract in line with the procurement strategy.

SERVICES

5.0 Technical

5.1 Fire Safety Plan

Members considered Report No.13, discussing the Fire Safety Plan and risk schedule in the context of overall health and safety responsibilities. The compliance self-assessment was explored in some detail and, subject to a point of clarification for the next MC, the Plan and associated actions were approved.

5.2 Procurement Report: CCTV Modernisation and PPM⁷ Contract

Members considered Report No.14, approving the contract award in line with regulatory compliance and procurement policy; and delegating authority to the CEO to oversee value engineering exercise subject to GWEn consultation.

6.0 Regeneration

6.1 Project Reports

6.1.1 Dover Street

Members considered Report No. 15, noting completion of due diligence, pending contract discussions and outline works programme.

6.1.2 Burnbank House: 25 Burnbank Gardens

Members noted progress as outlined in Report No. 16, approving revised KPIs and acknowledging timeline for MC review of the Development Agreement.

6.1.3 Corunna Street

Members noted progress as outlined in Report No.17, acknowledging g Design Team appointments, approving revised KPIs and acknowledging timeline for site survey report.

⁷ Planned Preventative Maintenance

- 6.1.4 Weaver Buttery EWI⁸
Members considered Report No.18, noting Design Team appointments, and acknowledging timeline for options appraisal.

OTHER BUSINESS

- 7.0 **Items For Future Agendas**
Noted as per committee plan and agenda.

- 8.0 **Any Other Urgent Business**
There was no other business.

- 9.0 **Date Of Next Meeting**
Strategy Review 27 October 2020
MC Services 10 November 2020

CLOSE

⁸ External Wall Insulation