

**MINUTE OF GWAH MANAGEMENT COMMITTEE MEETING HELD ON TUESDAY 28 FEBRUARY 2023  
AT 6:00 PM, HYBRID MEETING VIA VIDEO CONFERENCE AND IN GWAH OFFICES, 5 ROYAL CRESCENT,  
GLASGOW**

**PRESENT:**

Nicola Adams  
Steve Bruce<sup>1</sup>  
Anne Campbell<sup>2</sup>  
Issi Gracie Chairperson  
Nina MacNeill  
Amy Robertson<sup>1</sup>  
Billy Robertson  
Yushin Toda

**ATTENDING:**

Elaine Travers, Chief Executive  
Iain Nicholl, Corporate Director<sup>2</sup>  
Jen Barrow, Services Director  
Daniel Wedge, Technical Director

**APOLOGIES:**

Anila Ali  
Joginder Makar

**LEAVE OF ABSENCE:**

**OBSERVERS:**

Carolyn Anderson, Scottish Housing Regulator  
Craig Heron, Scottish Housing Regulator

**TRAINING: Services: Corporate: Financial Ratios / Covenants, led by Iain Nicholl, Corporate Director**

**WELCOME**

- 1.0** The Chairperson noted apologies, introduced and welcomed all MCMs and SHR Representatives to the meeting, and confirmed the order of business. Craig Heron thanked MCMs for the warm welcome, and confirmed the SHR attendance to overview MC governance in line with ongoing engagement and to inform regulatory risk review and Engagement Plan for the forthcoming year. The general interest of Tenant Members, and GWEn service users, along with the specific interests of Elaine Travers and Anne Campbell as GWEn Board Members were then noted. The Chairperson reminded Members of the Code of Conduct and hybrid meeting etiquette, specifically that questions are directed through the Chair; that discussions are professional and constructive; and that decisions are taken in the best interests of tenants and service users. A Robertson and N Adams' earlier declared interests in items 3.3 (Ref 56) and 3.5 respectively were noted, with the Secretary having confirmed that both Members are mindful of their responsibilities as Trustees and that whilst they should abstain from the relevant discussions, there was no requirement for either Member to withdraw from the meeting. In line with Rule 36 MCMs agreed to extend the duration of the meeting by 15 minutes if necessary to facilitate discussion of all critical business.

**CORPORATE**

**2.0 Minutes**

**2.1 Management Committee Meeting: 24 January 2023**

**2.1.1 Adoption of Minute**

The minute of the meeting was unanimously accepted as a correct record, without amendment; proposed by N MacNeill and seconded by N Adams.

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<sup>1</sup> Online

<sup>2</sup> Items 1.0-4.1

## 2.1.2 Matters Arising

Item 4.6 MC membership: casual vacancy

MCMs noted positive response from GWHA's Committee Training Forum (CTF) graduate and tenant, Rowan Evenstar in taking up a vacancy on the MC; with MCMs agreeing a co-option (rather than the casual vacancy route) in context that Rowan is not currently a shareholding member.

## 2.2 MC Action Plan Compliance

Report No.1 was noted and progress and compliance accepted. Separate reporting on the response repairs contract through Agenda item 3.3 was acknowledged; and there was note that the HMO (House in Multiple Occupation) licence remained active pending the Local Authority's review process. With reference to Burnbank Gardens Association (BGA), MCMs noted there had been no communication with the Group since the CEO's email 08/12/22, and there was agreement to defer GWHA follow-up whilst the Scottish Housing Regulator investigated the BGA complaint alleging a "Significant Performance Failure".

## 3.0 Governance

### 3.1 Execution Of Documents

There were none.

### 3.2 Membership Applications

Report No. 2 was considered and MCMs approved unanimously the Cat A application.

| Name                   | Address                | Share                  |
|------------------------|------------------------|------------------------|
| PERSONAL DATA REDACTED | PERSONAL DATA REDACTED | PERSONAL DATA REDACTED |

### 3.3 Registers: Compliance Reporting

Report No.3 was considered, recent recording in the Registers was noted, and SHR closure of NE 30366 was welcomed.

Progress against NE 1004349 was acknowledged, alongside H&S concerns expressed by MCMs over the contractor's glass crash-test process; with confirmation that internal safety barriers would be installed on each landing as an additional risk mitigation measure prior to the external glazing being cleaned, and scaffolding dismantled. The suggestion that children were climbing on the scaffolding was rejected, with reference to the protective barriers and concierge monitoring and patrols. In the discussion that followed the significance of the partial contract document sourced by the solicitor was deliberated in context to previous decisions; with MCMs noting that whilst the document confirmed the contractor's responsibilities, it was only one part of a suite of documents that had not been sourced, and that further counsel opinion would be required to determine whether this partial document would be sufficient in itself for there to be a reasonable chance of a successful claim. This led to a review of the risks associated with a change in direction at this late stage (including further delays; escalating project costs; potential for the contractor to withdraw; and a protracted and expensive legal process), in addition to the pre-existing challenges around prescription and evidencing contractor liability. In response to a MCM query, it was confirmed that tenant's rents had not been abated, and in reply it was commented that further delay would be unreasonable, and that it was time to progress the remedial works. Within this backdrop, and with ongoing priority H&S focus and emphasis on mitigating tenant and resident disruption; and with reassurance that the extensive due diligence satisfied OSCR Trustee obligations, MCMs were in agreement to continue with the contractor appointment and project direction as previously agreed, in preference to seeking further counsel opinion. There was also consensus that H&S and resident impact were key factors in this decision, and that a different outcome may have been reached had the building been empty.

MCMs moved to consider NE 30299, noting progress as anticipated with the phase 2 (mobilisation) plan, including imminent notification to the existing contractor that the contract would not be renewed beyond 31/03/23; aligned with ongoing preparations for the launch of the new service (repairs and voids) from

the beginning of April. The recent email from the existing contractor querying GW's contractual intentions and referencing TUPE obligations was alerted to MCMs with a sense that the contractor was suspicious of changes afoot; and with MCMs assured that contingency plans are in place for service delivery in the event the contractor withdraws service on receipt of the non-renewal notice. The ongoing challenges in obtaining data from the contractor were then discussed, with a slide presentation highlighting that whilst the cumulative statistics to Q3 indicated an improved position, it was still to be fully validated, and it excluded reactive gas works (c.700 repairs) the data for which may not be forthcoming, particularly if the contract-end-notice leads to a dispute situation. In mitigation MCMs noted that weekly data reporting was in place from the beginning of this year, and that only partial payment of invoices had been made pending receipt of the required data. Notwithstanding, there remained a regulatory risk that the year-end ARC reporting would be incomplete. A number of points were made by MCMs in relation to this experience, including disappointment and frustration that the contractor had failed to deliver on the promises made at the Annual Tenants Conference in January 2020; and learning for GW for future procurement: namely avoiding reliance on a sole contractor, and the importance of in-house control of repairs reporting, and management of critical performance data. In concluding the discussion, it was noted by a MCM that a few major contractors had withdrawn from the RSL sector in the last year or so, and there was acknowledgement for the GW staff team involved in managing a particularly difficult and frustrating situation.

A summary of NE 30331 was then reported to MCMs, with note to the investigation commissioned by the Staffing Sub-Committee and with confirmation of further reporting on this matter in due course.

Two new recent Notifiable Events relating to Glasgow West Enterprises were also highlighted, with formal reporting to the next MC Meeting: firstly NE 30399 (GW Ref:59) relating to emergency make-safe repairs in response to falling masonry from a chimney at Berkeley Street, with home-owner engagement underway for authority to instruct a roof survey; and with an in-house review of the 2022 cyclical reports to ensure remedial works are instructed as appropriate across all GWHA/GWEn properties, and a review of sign-off procedures to mitigate future risk in this area. Secondly NE 30403 (GW Ref:60): a press inquiry in relation to an aggrieved homeowner whose complaint was not upheld by the Housing and Property Chamber First Tier Tribunal. MCMs noted further reporting on these NEs to the next MC, and in the interim, on NE 30399, the Audit Sub-Committee to consider the value of a systems audit to provide assurance over H&S compliance.

There were no data breaches to report and the recording in the EPB Register linked to NE 30331 was noted. Recording in the SAR, FOI and EIR Register was acknowledged, with reference to the oversight and learning in relation to an EIR request. Reporting against the H&S Register is as previously agreed.

#### 3.4 Professional Services Performance Reviews

MCMs considered Report No. 4 noting primarily strong performance reviews, and approving continuation of the service contracts pending the scheduled procurement review; which will reflect ongoing concerns over debt recovery legal advice services. It was confirmed that employment advice services from an approved solicitor had not been utilised during the year, and separately, an apology was offered for the small font size on one of the pages, with an aligned action to ensure revised reporting format for future.

#### 3.5 Affiliations Review 2023/24

MCMs considered Report No. 5, endorsing the noted regulatory/legal affiliations, and approving the list of recommended affiliations. The reduced fee negotiated with Housemark was noted, with agreement that this subscription should continue to be kept under review to ensure value for money.

#### 3.6 Corporate Plan & Risk Management Review

MCMs considered Report No.6, noting reasonable progress against the 2022/23 Plan in the context of challenging external influences and resource constraints. Tenant engagement via the ATC was acknowledged with note to high levels of support for the Corporate Strategy (91%); Q3 PI performance was noted as a reference source for informing 2023/24 PIs, initiatives and priorities, and for reference if

appropriate in relation to the Engagement Plan for 2023/24. Risk and mitigation were explored with a focus on the variances from the 2022/23 strategic risk schedule, and with note to the formal quarterly review via the Executive Team, and to Audit Sub-Committee scrutiny of medium/high risks. Subject to a review of inherent/residual (likelihood) scores, MCMs approved the principles/outline initiatives and 80% PI for the 2023/24 Corporate Plan, with a focus on concluding carry-forward initiatives, and with priorities around enhanced customer and repairs services, and investment programme delivery.

3.7 SHR communication – tenant and resident safety

MCMs reviewed Report No. 7 confirming appropriate and proportionate self-assessment and actions towards compliance with regulatory expectations. Training for MCMS was agreed to coincide with the impending guidance and there was also agreement to raise the profile of tenant and resident safety matters via newsletter articles over the course of the next year in particular.

**4.0 Finance**

4.1 Draft Budget 2023/24

MCMs considered Report No. 8, acknowledging the significant challenges in the prevailing economic climate; agreeing the importance of cautious budgeting in the midst of unpredictable market pressures, and noting plans underway for updated rebuild valuations to inform insurance premiums. The draft budget to March 2024 was approved unanimously, subject to final budget presentation, including a Projected Statement of Financial Position and Cash Flow for the year, to the MC Meeting 28/03/23.

**SERVICES**

**5.0 Technical**

5.1 Acquisition Opportunities

MCMs considered Report No.9, noting ongoing due diligence and risk review in relation to the acquisition of GCC and privately owned flats as part of Affordable Housing Supply Programme (AHSP), in line with Policy and delegated authority.

5.2 SHQS/EESSH Progress Report

Report No.10 was considered and progress noted, with particular reference to the arrangements for delivering full compliance with the fire and electrical safety requirements; and the progress in moving forward the stonework, kitchen, bathroom and windows projects.

**OTHER BUSINESS**

**6.0 Any Other Urgent Business**

There was none.

**7.0 Items For Future Agendas**

LCC<sup>3</sup> (30 yr) external validation rT<sup>4</sup>: 28/03/23

Dover Street opening ceremony plans T: 25/04/23

Pension actuarial valuation – impact review T: Q3

**8.0 Date Of Next Meeting**

28 March 2023

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<sup>3</sup> Life Cycle Costing

<sup>4</sup> Revised Target