

**MINUTE OF GWHA MANAGEMENT COMMITTEE MEETING HELD ON TUESDAY 25 APRIL 2023
AT 6:00 PM, HYBRID MEETING VIA VIDEO CONFERENCE AND IN GWHA OFFICES, 5 ROYAL CRESCENT,
GLASGOW**

PRESENT:

Nicola Adams
Steve Bruce¹
Issie Gracie (Chairperson)
Nina MacNeill
Joginder Makar
Amy Robertson
Billy Robertson
Yushin Toda

ATTENDING:

Elaine Travers, Chief Executive
Iain Nicholl, Corporate Director
Jen Barrow, Services Director²
Daniel Wedge, Technical Director³

APOLOGIES:

Anila Ali
Anne Campbell

Co-opted Members (CMs)

Rowan Evenstar

LEAVE OF ABSENCE:

OBSERVERS:

SITE VISIT: Dover Street

TRAINING: Corporate: Governance / Finance / Risk Awareness / HR, led by Iain Nicholl, Corporate Director.

WELCOME

- 1.0 The Chairperson noted apologies, introduced and welcomed all MCMs and CMs to the meeting, and confirmed the order of business. The general interests of Tenant Members, and GWEn service users, along with the specific interests of E Travers as a GWEn Board Member were noted. A Robertson's earlier declared interest in item 3.3 (Ref 56) was noted, with the Secretary confirming that the MCM was mindful of her responsibilities as a Trustee and would abstain from the relevant discussion, with no requirement to withdraw from the meeting. The Chairperson reminded Members of the Code of Conduct and 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. In line with Rule 36, MCMs agreed to the extension of the meeting by 30 minutes to facilitate discussion of all critical business. Acknowledging work and personal commitments, MCMs agreed a two month leave of absence (to end of June) for both A Ali and A Campbell.

CORPORATE

2.0 Minutes

2.1 Management Committee Meeting: 28 March 2023

2.1.1 Adoption of Minute

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

¹ On-line

² Items 1.0-3.3, 5.0 and 6.0

³ Items 1.0-3.3 and 6.0

2.1.2 Matters Arising

Item 3.7 Governance Strategy: NE 30331 Policy Reviews

It was confirmed that the numerical reference within the document related to the policy and not to the appendix issued to MCMs.

Item 5.1 Neighbourhood Sustainment Event Pilot – grant application outcome

MCMs were disappointed to note the unsuccessful application; and acknowledged plans now underway to firm up on the detail of the Event scheduled for later in the year.

2.2 MC Action Plan Compliance

Report No.1 was noted and progress and compliance acknowledged.

3.0 Governance

3.1 Execution Of Documents

There were none.

3.2 Membership Applications

Verbal Report No. 2 was acknowledged, with confirmation that no new membership applications had been received in the period.

3.3 Registers: Compliance Reporting

Report No.3 was considered and recent recording in the Registers was noted. MCMs considered NE 1004349 report alongside the supplementary presentation, noting satisfactory closure of the commercial queries; welcoming receipt of the structural certificates in support of the building warrant application; and acknowledging imminent formal instruction to the contractor. Confirmation of the adjusted project delivery programme, and resident communication strategy were noted for reporting to the next meeting, with endeavours to recover recent slippage to maintain target completion Q3.

Progressing to NE 30299, MCMs noted the late withdrawal of the second proposed contractor following a commercial risk review; necessitating an urgent appraisal by GW in consultation with legal advisors; and leading ultimately to a backstop position of negotiated terms with the incumbent contractor for an initial three month period (to end of June) to ensure continuity in service delivery beyond the contract expiry date. MCMs were in agreement over the immediate focus to maintain response repairs service provision, whilst concurrently progressing the proposed action plan which included analysis of incumbent contractor spend and workflow profile to assist strategic review planned for early May, and to support incoming contractor(s) evaluation of TUPE claim. The previously reported issues around data integrity were noted as ongoing, and anticipated at this late stage to impact the validity of associated year-end performance reporting.

From NE 30399 report and supplementary PI presentation, MCMs noted 70% cyclical roof inspections complete, with the remaining inspections aligned to roof anchor certification, currently underway. The requirement for home-owner engagement was noted for remedial works across c72 factored properties (at the date of reporting), consequence of GWEn property factoring delegated authority levels.

Moving to consider the response to the reported data breaches, MCMs acknowledged context and apologies, whilst cautioning action proportionate to the risk. There were no EPBs to report and quarterly reporting on the SAR, FOI and EIR Registers is scheduled for the MC meeting 16/05/23. Reporting against the H&S Register is as previously agreed.

3.4 SHR Regulatory Standards compliance

Report No. 4 was considered, with MCMs confirming satisfactory progress against the actions identified from the systems audit Q3 2022/23; thereafter reviewing the compliance self-assessment, and associated actions. MCMs were mindful that compliance with the regulatory standards was integral to the Annual

Assurance Statement, and were assured of a robust assessment including appropriate and proportionate responses, and agreeing regulatory compliance and non-material actions.

3.5 SHR Engagement Plan 2023/24

Report No. 5 was considered, with MCMs welcoming the “compliant” regulatory status and agreeing regular reporting until all actions, relating principally to NE 1004349, are closed.

3.6 Pre AGM formalities & MC Competencies

Report No.6 was considered, with MCMs confirming the following arrangements for the 45th AGM scheduled for Wednesday, 21/06/23:

1. Members standing down / seeking re-election: A Ali as longest serving since last election; and with S Bruce and Y Toda volunteering to stand down (to meet the required 1/3). Y Toda seeking re-election and S Bruce to advise prior to the AGM;
2. Co-opted Member R Evenstar to retire in line with Rule 42.1, with intentions to be confirmed for MC Meeting 16/05/23;
3. At the MC Meeting 28/03/23, MC endorsement of Members with greater than 7 years’ service: Y Toda and J Maker;
4. Nominations for the MC to be received from GWHA shareholding members up until 13/06/23; with nominations from tenants particularly encouraged;
5. Venue: The Pyramid at Anderston, with capacity for remote attendance; and catering/logistical arrangements delegated to Officers;
6. Target issue dates, including invitation issue 21 days prior to the Event

3.7 Corporate Plan 2023-28

MC considered Report No.7, mindful of previous discussions at the Strategy Review in December, and to the subsequent consultation at the Tenants Conference in January and Staff Conference in March. There was consensus that the current Mission and Vision Statements remained ambitious and fit for purpose; and, alongside refreshed core values (Inclusive, Considerate, Accountable, Resourceful and Ethical); and adjustment to the strategic themes (Customising Services; Growth and Diversification: sustainable tenures, community services and enterprise) provided a strong platform for the association’s journey towards its 50th anniversary in 2028. The draft initiatives for 2023-24, focussing on enhanced customer and repairs services, and delivery of investment commitments, were agreed.

3.8 MC Appraisals / Board Performance

Report No.8 was considered, with Members noting strong performance and positive feedback across the framework. The supplementary presentation summarising the CEO’s annual performance review with the Chairperson was also accepted in compliance with the SHR Regulatory Standard 4.2, GW Rules 59.6.11 and policy.

3.9 GWEn Business Review

MCMs considered the GWEn Business documents at Report No. 9. The Business Plan initiatives were scrutinised, with MCMs agreeing limited scope for additional initiatives over the next few years, and with assurances that GWHA would be fully appraised prior to implementation of any new GWEn commercial activities, including impact assessment, risk mitigation and legal advice to ensure compatibility with Rules/Standing Orders. The financial projections were then considered with note to payment in advance of investment works (from homeowners) being key to maintaining strong cashflow; alongside prompt payment and arrears management. The Business Plan 2023/24, Budget and Service Level Agreement were subsequently approved and there was confirmation of the imminent review of the relationship documents, with legal advice, via the Audit Sub-Committee and GWEn Board.

3.9.1 GWEn Board review

MCMs discussed the GWEn Board recommendation to consider an additional Director following M Wadsworth's recent retirement, with suggestion to explore recruitment of commercial property factoring experience, in context to GWEn's current risk profile around investment works and debt recovery. MCM concerns around an adverse external influence were fully acknowledged, with agreement to gauge the experiences of other RSLs with commercial subsidiaries to ensure robust risk mitigation measures for GWHA/GWEn. The scope for an existing MCM and/or property factored owner were additionally recognised as options for strengthening the GWEn board; concluding with consensus to revisit the matter in advance of progressing any external recruitment.

3.10 IT Strategy Review and Compliance

MCMs considered Report No. 10, noting resource constraints impacting performance against the 2022-27 strategy, albeit key initiatives progressed, delivering efficiency and security improvements. The 2023-28 strategy, including the carry forward of low risk initiatives was approved, and there was note to ongoing issues with the telephone system which is prioritised for attention in year 1 of the strategy.

4.0 Finance

4.1 GWEn Management Accounts

Report No. 11 was considered, with context to reassure MCMs that management accounts had been prepared and presented to the GWEn Board as required. Performance for the period April to September 2022 was noted to be largely in line with the budget and with the variance in planned maintenance and investment works confirmed as a combination of timing and some slippage in the works programmes. The potential impact of GWEn's profitability for 2022/23, consequence of reduced income from the welfare rights service and increased legal expenditure, was acknowledged.

SERVICES

5.0 Services

5.1 Wider Role Funding: Compliance

MCMs considered Report No.12, acknowledging compliance and actions against the terms and conditions of the two wider role funding awards received in the period January 2022 to January 2023 and totalling £40,350.

5.2 2023/24 Service Engagement Plan (Final)

Report No. 13 was considered and the updated Plan approved for the period 2023/24.

5.3 23/24 Letting quotas

MCMs considered the presentation, deliberating the correspondence from the Health and Social Care Partnership (HSCP) in context to the significant challenges around homelessness, and with recognition of GWHA's consistently strong performance and partnership working with the homelessness teams. Mindful of statutory and regulatory expectations, and to the exponential increase in GWHA direct applications to the housing and transfer lists, MCMs agreed on balance that a quota of 50% was reasonable and proportionate, subject to HSCP referrals in compliance GWHA's HAP procedures, and with close monitoring to mitigate risk, and ensure ongoing progress towards balanced and sustainable communities.

6.0 Technical

6.1 2023/24 Procurement Plan

MCMs considered Report No. 14, approving the 2023/24 Procurement Plan, including the updated procurement guide and the ambitious planned procurement activity for 2023/24 (£23m focussed regulated and higher spend areas)⁴ aligned to the 5-year investment programme and strategic planning processes. In the context of budget pressures members welcomed proposed enhancement of reporting against 2023/24

⁴ Excluding Corunna Street

budget estimates, with operational flexibility within overall budgets and authority levels agreed to optimise procurement / reallocate funds where procurement has out-performed estimates.

- 6.2 **Acquisitions Offer of Grant – Compliance**
MC considered Report No.15, noting the terms of the offer of grant and acknowledging compliance and further actions.

OTHER BUSINESS

- 7.0 **Any Other Urgent Business**
There was none

- 8.0 **Items For Future Agendas**
30 Year LCC validation T: 16/05/23
30 Year Cashflow T: 16/05/23
Dover Street Opening T: 16/05/23

- 9.0 **Date Of Next Meeting**
16 May 2023

CLOSE