

**MINUTE OF GWAH MANAGEMENT COMMITTEE MEETING HELD ON TUESDAY 3 OCTOBER 2023  
AT 6:00 PM, HYBRID MEETING VIA VIDEO CONFERENCE AND IN GWAH OFFICES, 5 ROYAL CRESCENT,  
GLASGOW**

<b>PRESENT:</b>	<b>ATTENDING:</b>
Rowan Evenstar	Elaine Travers, Chief Executive
Issie Gracie (Chairperson)	Iain Nicholl, Corporate Director
Nina MacNeill	Jen Barrow, Services Director <sup>1</sup>
Joginder Makar <sup>2</sup>	Daniel Wedge, Technical Director <sup>3</sup>
Billy Robertson	
Yushin Toda	<b>APOLOGIES:</b>
Ekpe Ukpe	Nicola Adams
Debbie van Pomeran Reilly <sup>2</sup>	Anila Ali
	Amy Robertson
	<b>LEAVE OF ABSENCE:</b>
	<b>OBSERVERS:</b>

**Pre MC Training: Corporate: Gov / Fin, Risk awareness / HR, lead by Iain Nicholl, Corporate Director**

**WELCOME**

**1.0** The Chairperson noted apologies, introduced and welcomed MCMs and systems auditor, Alex Cameron (item 3.9.1) 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. Members were mindful of their responsibilities as Trustees, accordingly, the Secretary confirmed it was appropriate that Members did not 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.

**CORPORATE**

**2.0 Minutes**

**2.1 Management Committee Meeting: 5 September 2023**

2.1.1 Adoption of Minute

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

2.1.2 Matters Arising

There were no matters arising

**2.2 Audit Sub-Committee Meeting: 19 September 2023**

2.2.1 Adoption of Minute

The minute of the meeting was accepted unanimously as a correct record, without amendment,

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<sup>1</sup> Item 1.0-2.2, 3.7 and 5.0

<sup>2</sup> On-line

<sup>3</sup> Item 1.0-2.2 and 3.7

proposed by B Robertson and seconded by Y Toda.

2.2.2

Matters Arising:

Item 2.0: Confirm appointment of Convenor

N MacNeill accepted the nomination and was confirmed as ASC Convenor.

Item 4.6: Risk Review – GWEn Board Director appointment

MCMs acknowledged the risk profile referred by the GWEn Board; and delegated authority to the ASC to explore risk mitigation options for further consideration by the MC.

Item 5.6: MCM Personal Data and OSCAR Review

The Bank's insistence on personal data<sup>4</sup> was noted, with MCMs echoing the ASC objections to this imposition on voluntary MCMs, noting in particular that MCMs had no direct operational authorities insofar as GW banking arrangements; and with some concerns that the provision of personal data to external agencies potentially increased fraud risk for MCMs. Noting that the Banks would not be publishing the data, and that impending OSCAR's requirements<sup>5</sup> were intended to enhance charity's governance and mitigate risk, MCMs conceded the request for the provision of personal data, in preference to having the bank account closed at this time. MCMs noted the potential for other approved banking institutions to follow suit and, whilst reiterating objection, confirmed authority for the information to be provided where essential.

### 2.3 MC Action Plan Compliance

Report No. 1 was considered; and progress and compliance acknowledged.

### 3.0 Governance

#### 3.1 Execution Of Documents

There were none.

#### 3.2 Membership Applications

There were none.

#### 3.3 Registers: Compliance Reporting

MCMs considered Report No. 1b, acknowledging the next reporting of Notifiable Events to the MC(S) meeting 07/11/23 in line with revised governance reporting arrangements. There were no data breaches or EPBs<sup>6</sup> to report to this MC(C) meeting; and reporting on the SAR, FOI and EIR<sup>7</sup> Registers is scheduled for the MC(C) meeting 05/12/23 aligned to the quarterly submission (July-September) to the Scottish Information Commissioner. H&S reporting is as previously agreed.

#### 3.4 Strategy Review Agenda (draft)

Report No. 2 was considered and approved subject to a minor amendment to the Agenda times. The preference for in-person attendance was agreed as optimising workshop discussions.

#### 3.5 Regulatory Standards – Self Assessment Actions

MCMs considered Report No.3, acknowledging progress as reported, and agreeing the noted actions were non-material insofar as the annual Assurance Statement. In terms of the report presentation, an MCM request for a review of the RAG colours (specifically black text on green) was agreed to optimise ease of reading. Separately, referring to the systems auditor's earlier remote attendance at the meeting, and to the intermittent internet connection during the presentation, MCMs requested in-person attendance in future. The CEO apologised for this, advising that this would not be an issue, and that the systems auditor's offer to attend this year had been declined given the strong audit report.

#### 3.6 OSCAR Trustees Duties Compliance

MCMs considered Report No. 4, acknowledging their duties and responsibilities as Charity Trustees and confirming full compliance with OSCAR's guidelines.

#### 3.7 Health & Safety Compliance

<sup>4</sup> Name/date of birth/home address/nationality/identification (in some instances to be verified by an accountant or solicitor)

<sup>5</sup> The Charities (Regulation and Administration) (Scotland) Act 2023

<sup>6</sup> Entitlements, Payments and Benefits

<sup>7</sup> Subject Access Requests; Freedom of Information; Environmental Information Regulations

Report No.5 was considered, with strong performance acknowledged, and actions noted in context to MCM's statutory responsibility for H&S. The alignment of mid-year performance compliance reporting with MC(S) meetings was approved, effective from 2024/25.

### 3.8 Social Media – Tenant Communication Strategy

Report No.6 was considered, and the revised timescales for Strategy implementation were approved. MCM suggestions for boosting tenant social media followers were noted, including adding corporate branded QR codes to letters/corporate publications as well as retaining the aligned addresses/links.

### 3.9 Annual Assurance Statement 2023:

#### 3.9.1 Systems Audit: Assurance Statement Evidence Bank<sup>8</sup>

Alex Cameron attended (remotely) to present Report No. 7, comprising the audit of the evidence back, with feedback noting:

- a) Evidence of rigorous and detailed information: all present and clear;
- b) Meticulous and concise reporting to the MC;
- c) Simple and straightforward governance strategy;
- d) Detailed Corporate Plan incorporating reasonable financial assumptions;
- e) No evidence of issues for reporting to the SHR;
- f) One recommendation for consideration: a good practice point, rather than a breach of the regulatory framework.

MCMs thanked Alex for the report and noted the conclusion “We advise the association to consider reporting ‘fully compliant’ with its Assurance Statement return based on the evidence available at September 2023.”

#### 3.9.2 AAS 2023 (draft)

MCMs moved to consider verbal Report No. 8: the principles for this year's submission, mindful of the strong systems audit report, and with note to the live NEs<sup>9</sup> and to the SHR requirement for RSLs to provide specific commentary on Equalities and Human Rights and on Tenant and Resident Safety. Satisfied that sufficient assurance had been provided through external validation, and extensive MC reporting throughout the year, and with no areas of material non-compliance identified, MCMs agreed flexibility to finalise a “compliant” AAS, with signatory by the Chairperson on behalf of MCMs.

### 3.10 SHR Regulatory Engagement Plan: Compliance

Report No.9 was considered and compliance acknowledged; with confirmation that the Annual Assurance Statement would be submitted to the SHR in advance of the 31/10/23 deadline.

## 4.0 Finance

### 4.1 Management Accounts to 31 July 2023

MCMs considered Report No. 10, approving unanimously the Management Accounts, acknowledging the unexpected positive outturn at this point in the year; and noting in particular the lower levels of budgeted spend on planned maintenance (principally St Vincent Terrace H&S works) and the underspend in rental services (landlord supply costs and delayed environmental works). Strong financial viability, fully cashed-backed net current assets and lender covenant compliance were acknowledged, and in response to an MCM “risk” query, it was confirmed there were no material financial risks for reporting to the MC at this time.

### 4.2 Treasury Management Policy

Report No. 11 was considered, with MCMs reviewing the revised risk schedule and approving unanimously the policy incorporating new delegated authority levels. Current performance, including lender covenant compliance was noted, investment and borrowing institutions were approved, and PIs for 2024/25 were retained at current levels, with the aim of further reviewing October 2024.

### 4.3 SHAPS: Financial Strength Assessment

MCMs considered Report No.12, noting strong financial position and sound performance providing continued low risk assessment. The significant investment plans were noted as influencing the forecasting KPI as medium risk.

<sup>8</sup> Alex Cameron, Quinn Internal Audit

<sup>9</sup> Notifiable Events 1004339 and 30399

#### 4.4 Group Accounts

Report No. 13, the consolidated accounts of GWHA and GWEn were approved by MCMs, proposed by E Ukpe and seconded by R Evenstar. The Total Comprehensive Income of £836K was confirmed to be the £888k within GWHA's accounts, adjusted to reflect GWEn gift aid in the sum of £46k and the GWEn 2022/23 EOY deficit of £5.7k. Overall profitability of the group was noted as £39.3m, and cash position £27m. The letter of representation, which includes reference to a contingent liability relating to the SHAPS pension scheme, was approved for signatory by the Chair and Committee Member (R Evenstar).

### SERVICES

#### 5.0 Compliance: Damp and mould

Report No.14 was introduced with reference to previous MC reporting<sup>10</sup> in response to SHR correspondence. The self-assessment of compliance against the key elements within the social housing practitioner's guide was reviewed, with MCMs agreeing appropriate and proportionate response and actions towards compliance with the briefing note. There followed a general discussion around the triage process and the plans underway for enhancing compliance: including staff training to ensure robust assessments and actions; enhanced reporting, analysis and monitoring measures; and increased resident awareness through routine communication channels.

### OTHER BUSINESS

#### 6.0 Any Other Urgent Business

##### 6.1 MC Membership

MCMs noted recent communication from a former CTF<sup>11</sup> attendee requesting co-option to the MC; with agreement that this should be further explored via interview in the first instance, and thereafter referral back to the MC for consideration.

##### 6.2 Authority to appoint GWHA pension advisor

MCMs considered the request by two Executive Team Members to directly appoint an occasionally used GWHA consultant for personal pension advice, on basis of the consultant's expertise in the SHAPs<sup>12</sup> pension scheme, and with confirmation that this appointment would be entirely separate to GWHA business, and would be paid for directly and in full by the GWHA staff in question. MCMs approved the request, noting no risk to GWHA, and no preferential treatment in terms of service or cost; and with full disclosure in advance, and recording in the EPB Register in line with policy.

#### 7.0 Items For Future Agendas

SSHC 5: Repairs Maintenance and Improvements T: 07/11/23 (Mid-Yr reporting)  
GW Timeline to 2023 T: MC(C) 05/12/23

#### 8.0 Date Of Next Meeting

7 November 2023

Strategy Review – agenda amended from 3<sup>rd</sup> to 24<sup>th</sup> October 2023

### CLOSE

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<sup>10</sup> MC meetings 28/02/23 and 05/09/23

<sup>11</sup> Committee Training Forum

<sup>12</sup> Scottish Housing Associations Pensions Scheme