

**MINUTE OF GWAH MANAGEMENT COMMITTEE MEETING HELD ON TUESDAY 27 FEBRUARY 2024
AT 6:00 PM, HYBRID MEETING VIA VIDEO CONFERENCE AND IN GWAH OFFICES, 5 ROYAL CRESCENT,
GLASGOW**

PRESENT:

Nicola Adams¹
Anila Ali¹
Rowan Evenstar¹
Issie Gracie (Chairperson)
Nina MacNeill
Joginder Makar
Amy Robertson
Billy Robertson
Yushin Toda¹
Ekpe Ukpe
Debbie van Pomeran Reilly¹

ATTENDING:

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

APOLOGIES:

LEAVE OF ABSENCE:

OBSERVERS:

WELCOME

- 1.0 The Chairperson noted apologies, introduced and welcomed MCMs 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 and Anila Ali as GWEn Board Members were noted. 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. 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, MCMs agreed unanimously to continue the meeting beyond 8.00pm to facilitate discussion of all business.

CORPORATE

2.0 Minutes

2.1 Management Committee Meeting: 23 January 2024

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 E Ukpe.

2.1.2 Matters Arising:

2.1.2.1 Item 3.4 Registers Compliance Reporting: NE1004349 SVT (Costs)

MCMs acknowledged the verbal report that an extension of time claim had been intimated by the contractor and that this would be considered in line with the contract conditions.

2.1.2.2 Item 4.1 ATC Evaluation/Rent Consultation: Service Charges

MCMs were alerted to the reconciliation of costs/charges, noting provision for a 20% increase in the environmental and close cleaning costs pending procurement; translating to c.10-15% increase in the service charges for 2024/25, consequence of the additional sums paid by tenants in 2023/24 to settle underpayments from the previous year 2022/23. It was confirmed that tenants had been notified of the calculations via the annual rent review letters. There was discussion about the work specifications, with agreement that these will be made available to residents (post procurement) to facilitate monitoring of service delivery.

¹ On-line

2.1.2.3 Item 5.2 Major Works and Investment Projects: Cyclical Electrical
MCMs noted that information had been received, subsequent to the last MC report, that one of the two appointed contractors had entered administration, and that the other had declined to complete the remaining “no access” addresses within their contract. In response to MCM query it was confirmed that payment had not been made to either contractor for works not completed, and that contractual retention monies were held. Alert to the regulatory risk, MCMs agreed priority focus on obtaining certification for the c.70 “no access” properties via the Bell Group, whilst also obtaining advice from the consultant regarding the breaches of contract by the respective project contractors.

2.1.2.4 Item 6.1 Dover Street commercial unit – lease
MCMs noted advanced negotiations with the preferred lessee, with agreement on the rent review clause the only outstanding matter; specifically the level at which the collar/cap should be set. The risks were explored in context to marketing advice from Savills, and also with a mind to historical RPI trends. Recognising the favourable terms within the lease generally, and the potentially minimum effect of the cap over the 20-year period, MCMs agreed, on balance, a preference to conclude negotiations rather than remarketing; **redacted – commercially sensitive**

2.2 MC Action Plan Compliance

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

2.2.1 Meeting 07/11/23 Item 4.3.1 Dover Street Project Update

MCMs were alerted to ongoing delays, albeit with some optimism that the provisional date for the formal opening was achievable, subject to the contractor allocating sufficient resources to the site, and to receipt of the required statutory completion/validation certification. **Redacted – commercially sensitive**

redacted It was confirmed that a legal dispute with the contractor would invoke a Notifiable Event to the SHR and in this context MCMs requested progress updates to the next MC meeting, or earlier if need be. MCMs recorded their disappointment at the reputational and financial impact of delayed completion, and importantly the impact for prospective tenants.

3.0 Governance

3.1 Execution Of Documents

There were none

3.2 Membership Applications

There were none

3.3 Registers: Compliance Reporting

Report No.3 was considered. The context to the data breach was reviewed, the ICO response was welcomed, and the learning/action from the incident was accepted as appropriate and proportionate. There were no entries in the EPB, SAR, FOI and EIR Registers; and H&S reporting is as previously agreed. Next reporting against these Registers is scheduled for MC meeting 02/04/24.

The exception report on NE 1004349 was then presented with context that the glazed curtain walling (GCW) and enhanced smoke separation works were now complete (with submission of the Building Warrant Completion Certificate imminent), and that the associated internal and external works (unrelated to the risk mitigation) were on target to conclude late March. The aligned ACS report

reviewing the three main previously identified risks² was considered, with MCMs welcoming validation that the “works had been carried out in a safe and appropriate manner by competent and qualified contractors” and that the “new GCW system is robust and appropriate to be used as a pedestrian protective barrier”. MCMs drew confidence from the ACS report that “the risks at SVT posed by the GCW have now all been addressed and minimised as far as reasonably practical” and that the “incident/investigation can come to an end once the works are fully finished and the Building Control Completion Certificate has been received.” In response to a query, it was confirmed that the project managers and specialist advisers held professional indemnity insurances and that appropriate warranties and certification had been obtained for the works.

Moving to the ACS review of the post-completion onsite control measures, MCMs were assured by the assessment that the control measures are “proportionate” and that the “residual/ongoing risks of glass breakage are reduced to as low a level as is reasonable practicable and any issues with the GCW system are identified at an early stage and deal with promptly.” Notwithstanding, there was agreement that the GCW risk review should be retained as a legacy risk consideration in the Services Risk Register, providing an ongoing sense check of the control measures.

With a sense of relief at the imminent completion of the works, and pending full evaluation of the project³, MCMs took the opportunity to briefly reflect on the experience of the last few years, from the initial identification of the risk and the ongoing engagement with the SHR; the process of interrogating historical, complex and sometimes conflicting technical data and advice; and navigating legal/counsel and specialist independent advice; all the while ensuring priority focus on tenant and resident safety, sustaining effective communication with residents and other stakeholders; and striving for value in procurement. In this context there was an acknowledgement of the concerted efforts and support of both MCMs and staff in maintaining high levels of scrutiny and diligence throughout the process to ensure optimum decision-making; and likewise thanks for the tenants and residents for their co-operation and patience throughout the lengthy period of disruption around their homes.

On the critical question of whether the tenant and resident safety issues had been addressed; with the key milestones reached with works completion and SHQS compliance, and within the backdrop of regular performance and risk reporting (strengthened by specialist advice and risk validation), MCMs were unanimous in their agreement that sufficient assurance had been provided to satisfy their governance responsibilities, and that this was therefore an appropriate point to alert the SHR (with a view to informing the NE and Engagement Plan), and other relevant stakeholders.

3.4 Professional Services Performance Review

MCMs considered Report No. 4 noting primarily strong performance reviews. Reinstatement of the CRU “gold” service was noted as an action from the tenant consultation during 2022/23; and continuation of the service contracts was approved pending review of legal services rescheduled to Q2 2024/25.

3.5 Affiliations Review 2023/24

Members considered Report No.5, endorsing the noted regulatory/legal affiliations, and approving the list of recommended affiliations; including the increased fee for Housemark, confirmed to be reinstatement of the full subscription facilitating access to the bench-marking tool. The revised fee structure for SHARE was presented, with MCMs deliberating the options, weighing up the associated benefits and costs, taking account of experiences, and encouraging the cascading of learning and support for the upskilling of staff. On balance, MCMs agreed to opt for the basic SHARE membership at this time, with budget provision to trial the enhanced membership, and to reflect staff learning plans. Additionally it was suggested that SHARE are invited to attend a management meeting to talk

² ACS 2021 report and addendums

³ Target: September 2024

through the membership benefits for staff and MCMs. Separately MCMs were alerted to SFHA Governing Body events during April with agreement that this information would be circulated to Members for interest.

3.6 Corporate Plan & Risk Management Review

MCMs considered Report No.6, noting reasonable progress against the 2023/24 Plan in the context of ongoing challenging external influences and resource constraints. Tenant engagement via the ATC was acknowledged with note to the 78% support for the Corporate Strategy; mid-year performance was noted as a reference point for informing 2024/25 PIs, initiatives and priorities; and for reference if appropriate in relation to the Engagement Plan for 2024/25.

Risk and mitigation were explored with a focus on the variances from the 2023/24 strategic risk schedule, with agreement on the transfer of highlighted risks to the Services Register, and with note to the formal quarterly review via the Executive Team, and to Audit Sub-Committee scrutiny of medium/high risks. In relation to Dover Street delays, MCMs concluded that the “high” risk category was the key part of the assessment (more so than the actual score). Separately, the process for cancelling shares, outlined in response to a MCM query, was agreed as proportionate; and the measures in place and underway for addressing staff turnover were confirmed.

MCMs approved the principles/outline initiatives and 80% PI for the 2024/25 Corporate Plan, with a focus on concluding carry-forward initiatives, and with ongoing priorities around enhanced customer and repairs services, and investment programme delivery.

3.7 MC Planning and Support Policy: Committee Training Forum 2024

Report No.7 was considered, with MCMs welcoming interest in the CTF, and with optimism that this would encourage tenant interest/nominations at the AGM. It was confirmed that MCMs are welcome to join the (hybrid) sessions commencing early March.

4.0 Finance

4.1 Draft Budget 2024/25

MCMs considered Report No. 8, acknowledging the ongoing challenges in the prevailing economic climate, and agreeing the importance of cautious budgeting in the midst of unpredictable market pressures. In response to MCM query it was confirmed that provision had been made for the outsourcing of repairs calls pending procurement; and separately, there was agreement to explore redemption of a loan (as part of the 30-year plan review in June) to mitigate risk of covenant non-compliance. Assured of the association’s strong financial position and ability to respond to unforeseen events, Members approved unanimously the draft budget to March 2025, subject to final budget presentation, including a Projected Statement of Financial Position and Cash Flow for the year, to the MC Meeting 02/04/24.

REGENERATION

5.0 Dover Street Opening

MCMs considered Report No. 9, agreeing event planning principles as outlined and confirming a preference for Issi Gracie, as GWHA’s first female Chairperson, to officially open the development.

OTHER BUSINESS

6.0 Any Other Urgent Business

There was none.

7.0 Items For Future Agendas

Review Financial Indicators – SHR Alignment T: 02/04/24

8.0 Date Of Next Meeting

Audit Sub 19/03/24

Corporate and Services 02/04/24

Training: Role of the employer, Wed 13/03/24, 6-7.30pm

CLOSE