



**Meeting: BOARD MEETING**

**Date & Time: Tuesday 28 June 2022 at 5.30pm**

**Venue: 51 North Bridge Street / Virtual via Microsoft Teams Conference Call**

**Present:** David Gordon (Chair) (DG)  
Ronnie Dumma (Vice Chair) (RD)  
Kate Christie (Board Member) (KC)  
Ian Davidson (Board Member) (ID)  
Billy Robson (Board Member) (BR)  
Rita Stenhouse (Board Member) (RS)  
Christine Stewart (Board Member) (CS)  
Garyth Thomas (Board Member) (GT)  
Julie Watson (Board Member) (JW)

**In Attendance:** Fraser Kelly (Chief Executive/Company Secretary) (CEO)  
Carole Yallop (Acting Operations Director) (AOD)  
Reuben Basak (Corporate Services Manager) (CSM)  
June Wilson (Executive Support Officer) (ESO)

### **1. Apologies for Absence**

Apologies were received from George Young.

### **2. Declarations of Interest**

Declarations of Interest were received from:

Item 9 – Replacement of Executive Team Post – Acting Operations Director - Carole Yallop  
Item 14 - Chief Executive's Items – David Gordon

### **3. Minutes of Previous Board Meeting (24.05.22)**

The Minutes of the Meeting held on Tuesday 24 May 2022 were approved and will be signed by the Chair and Company Secretary as being an accurate record of the meeting.

It was noted that within the Minute of 46.4.22 at Item 5 – Programme – Demolition Tender Timetable/Process – The tendering process was minuted as being based on a 70% price and 30% quality basis which was what was identified in previous board papers. However, on tendering documents being finalised the tendering process was changed to a basis of 50% price and 50% quality base.

Matters Arising from Minutes not on the Agenda or APT:

None.

### **4. Board Action Point Tracker**

The Board Members noted the Action Point Tracker.

5. Upper Langlee



**Report to:**  
**Waverley Housing Board**  
**28 June 2022**

Item No:  
**5(i)**

**Title:** Upper Langlee Progress Report

**Date:** 21 June 2022

**Responsible Person:** Chief Executive

**This report is for:** **NOTING**

**PURPOSE & SUMMARY**

The purpose of this report is to update Board Members on various items of work being carried out to progress the estate regeneration plans for Upper Langlee.

**OUTCOME**

**Approved** N/A


**Noted** The Board Members noted the report.

**Subject to** N/A


**APPENDICES**

Appendix 1 Phasing Layouts

Appendix 2 Upper Langlee Financial Summary

		<b>Report to:</b> <b>Waverley Housing Board</b> <b>28 June 2022</b>		Item No: <b>5(ii)</b>	
<b>Title:</b>		Upper Langlee Demolition Tender Report			
<b>Date:</b>		17 June 2022			
<b>Responsible Person:</b>		Acting Operations Director			
<b>This report is for:</b>		<b>APPROVAL</b>			
<b>PURPOSE &amp; SUMMARY</b>					
The purpose of this report is to update Board Members on the demolition contract tender submissions for phase 1 of the demolition programme in relation to the estate regeneration plans for Upper Langlee.					
<b>RECOMMENDATION</b>					
The Board of Waverley Housing is asked to note the content of the report; and to approve the recommendation to appoint a demolition contractor.					
<b>IMPLICATIONS</b>					
<b>Legal Requirements:</b> All necessary legal requirements have been complied with in reaching the recommendations included in the report.					
<b>Financial Implications:</b> Financial commitment in relation to accepting tender price which is included in Upper Langlee financial plan					
<b>Legislative/Regulatory or Companies Act Requirements:</b> Where necessary, relevant legislation, regulatory provisions or companies act requirements are referenced in the report.					
<b>Staffing:</b> There are no direct staffing implications arising from the recommendations contained in this report.					
<b>Risk Assessment:</b> This recommendation relates to an existing risk within the Waverley Housing Risk Management Plan.					
<b>Consultation</b>		No			
<b>Equality Impact Assessment</b>		Yes		No X	
<b>OUTCOME</b>					
<b>Approved</b>		<b>The Board Members Approved the recommendation to appoint Daltons Demolition Ltd as the contractor for the demolition of Phase 1 of the Upper Langlee regeneration</b>			
<b>Noted</b>		N/A			
<b>Subject to</b>		N/A			
<b>APPENDICES</b>					
Appendix 1		Langmuir & Hay Tender Report			
Appendix 2		Signed Tender return Documents as submitted by Daltons demolition Ltd			
Appendix 3		Evaluation Matrix			

<b>6. Audited Annual Accounts</b>
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	<b>Report to:</b> <b>Waverley Housing Board</b> <b>28 June 2022</b>	<b>Item No:</b> <b>6</b>
<b>Title:</b>	Annual Report and Financial Statements for the year ended 31 March 2022	
<b>Date:</b>	16 June 2022	
<b>Responsible Person:</b>	Corporate Services Manager	
<b>This report is for:</b>	<b>APPROVAL</b>	
<b>PURPOSE &amp; SUMMARY</b>		
To consider the Annual Report & Financial Statements for the year ended 31 March 2022, along with an Audit Summary Report incorporating a draft Management Representation Letter.		
<b>RECOMMENDATION</b>		
Members of the Board are asked to discuss, consider, and approve the Annual Report and Financial Statements for the year ended 31 March 2021 along with the Audit Summary Report. These items have already been considered by the Audit and Internal Control Committee and have been recommended for approval.		
<b>IMPLICATIONS</b>		
<b>Legal Requirements:</b> All necessary legal requirements have been complied with in reaching the recommendations included in the report.		
<b>Financial Implications:</b> There are no direct financial implications arising from the recommendations included in the report.		
<b>Legislative/Regulatory or Companies Act Requirements:</b> All relevant legislation, regulatory provisions or companies act requirements have been complied with in reaching the recommendations included in the report.		
<b>Staffing:</b> None		
<b>Risk Assessment:</b> This recommendation relates to an existing risk within the Waverley Housing Risk Management Plan.		
<b>Consultation</b>	N/A	
<b>Equality Impact Assessment</b>	Yes	No <input checked="" type="checkbox"/>
<b>OUTCOME</b>		
<b>Approved</b>	<p><b>The Board Members approved the Report and Financial Statements for the year ended 21 March 2022. It was agreed that David Gordon, Ronnie Dumma and Garyth Thomas will sign off the Financial Statements.</b></p> <p><b>The Board Members approved the contents of the Audit Summary Report with no response necessary to the auditors.</b></p>	

	<b>The Board Members approved the contents of the draft Management Representation Letter.</b>
<b>Noted</b>	N/A
<b>Subject to</b>	N/A
<b>APPENDICES</b>	
Appendix 1	Annual Report and Financial Statements (draft)
Appendix 2	Audit Summary Report

**7. Tender for External Audit Services**

	<b>Report to:</b> <b>Waverley Housing Board</b> <b>28 June 2022</b>	<b>Item No:</b> <b>7</b>
<b>Title:</b>	Tender for External Audit Services	
<b>Date:</b>	17 June 2022	
<b>Responsible Person:</b>	Corporate Services Manager	
<b>This report is for:</b>	<b>APPROVAL</b>	

**PURPOSE & SUMMARY**

To seek Board Members approval for the appointment of External Auditors for a 5-year contract (with the option for a 2-year extension by mutual agreement) commencing on their formal appointment at the AGM in September 2022.

**RECOMMENDATION**

To approve the selection panel's decision to recommend to Members the re-appointment of Chiene+Tait.

**IMPLICATIONS**

**Legal Requirements:**

All necessary legal requirements have been complied with in reaching the recommendations included in the report.

**Financial Implications:**

The financial implications are set out in section 3.1 of this report. These can be met from existing budget provision.

**Legislative/Regulatory or Companies Act Requirements:**

All relevant legislation, regulatory provisions or companies act requirements have been complied with in reaching the recommendations included in the report.

**Staffing:** None

**Risk Assessment:**

This recommendation relates to an existing risk within the Waverley Housing Risk Management Plan.

**Consultation** N/A

**Equality Impact Assessment** Yes No **X**


**OUTCOME**

<b>Approved</b>	<b>The Board Members approved the selection panel's recommendation to appoint Chiene + Tait as External Auditors for the Company for a 5 year contract (with the option of a 2 year extension by mutual agreement) commencing September 2022.</b>
<b>Noted</b>	N/A
<b>Subject to</b>	N/A

<b>8.</b>	<b>Scottish Housing Regulator – Loan Portfolio Return</b>
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	<b>Report to:</b> <b>Waverley Housing Board</b> <b>28 June 2022</b>	<b>Item No:</b> <b>8</b>
<b>Title:</b>	Scottish Housing Regulator Loan Portfolio Return	
<b>Date:</b>	1 June 2022	
<b>Responsible Person:</b>	Corporate Services Manager	
<b>This report is for:</b>	<b>APPROVAL</b>	
<b>PURPOSE &amp; SUMMARY</b>		
Registered Social Landlords are required to submit an annual return to the Scottish Housing Regulator detailing the borrowings and funding arrangements in place.		
Submission of this information is by way of an on-line return using the Regulator's online portal.		
<b>RECOMMENDATION</b>		
Members of the Board are asked to consider the return and approve its submission to the Regulator.		
<b>IMPLICATIONS</b>		
<b>Legal Requirements:</b> There are no legal compliance requirements in reaching the recommendation in the report.		
<b>Financial Implications:</b> There are no direct financial implications arising from the recommendations included in the report.		
<b>Legislative/Regulatory or Companies Act Requirements:</b> Where necessary, relevant legislation, regulatory provisions or companies act requirements are referenced in the report.		
<b>Staffing:</b> N/A		
<b>Risk Assessment:</b> This recommendation relates to an existing risk within the Waverley Housing Risk Management Plan.		
<b>Consultation</b>		
<b>Equality Impact Assessment</b>	Yes	No <input checked="" type="checkbox"/>
<b>OUTCOME</b>		
<b>Approved</b>	<b>The Board Members approved the return and submission of the Loan Portfolio Return to the Scottish Housing Regulator by the CSM.</b>	
<b>Noted</b>	N/A	
<b>Subject to</b>	N/A	
<b>APPENDICES</b>		
<b>Appendix 1</b>	SHR: Loan Portfolio Return	

**9. Replacement of Executive Team Post – Operations Director**


		<b>Report to:</b> <b>Waverley Housing Board</b> <b>28 June 2022</b>	Item No: <b>9</b>
<b>Title:</b>	Replacement of Executive Team Post – Operations Director		
<b>Date:</b>	16 June 2022		
<b>Responsible Person:</b>	Chief Executive		
<b>This report is for:</b>	<b>APPROVAL</b>		
<b>PURPOSE &amp; SUMMARY</b>			
The purpose of the report is to seek Board approval for the replacement of the Executive Team Post of Operations Director.			
<b>RECOMMENDATION</b>			
The Board of Waverley Housing is asked to approve the internal recruitment of the post of Operations Director:			
The Board of Waverley Housing is asked to approve the appointment of the Acting Operations Director on a full time, permanent basis and in the role of Operations Director, and for this appointment to be effective from 1st July 2022.			
<b>IMPLICATIONS</b>			
<b>Legal Requirements:</b> All necessary legal requirements have been complied with in reaching the recommendations included in the report.			
<b>Financial Implications:</b> The financial implications are dependent upon the route adopted in replacing the post of Operations Director.			
<b>Legislative/Regulatory or Companies Act Requirements:</b> Where necessary, relevant employment law legislation, has been taken into consideration when developing the recommendations.			
<b>Staffing:</b> The recommendation requires flexibility in the Waverley Housing Recruitment and Selection Policy.			
<b>Risk Assessment:</b> This recommendation relates to an existing risk within the Waverley Housing Risk Management Plan.			
<b>Consultation</b>	Relevant staff have been consulted.		
<b>Equality Impact Assessment</b>	Yes	<b>X</b>	No
<b>OUTCOME</b>			
<b>Approved</b>	<b>The Board Members approved the internal recruitment of the post of Operations Director:</b> <b>The Board Members approved the appointment of the Acting Operations Director on a full time, permanent basis and in the role of Operations Director, and for this appointment to be effective from 1<sup>st</sup> July 2022.</b>		
<b>Noted</b>	N/A		
<b>Subject to</b>	N/A		



<b>10.</b>	<b>Annual Report from AICC</b>
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	<b>Report to:</b> <b>Waverley Housing Board</b> <b>28 June 2022</b>	Item No: <h1 style="margin: 0;">10</h1>
<b>PURPOSE &amp; SUMMARY</b>		
<b>Title:</b>	Annual Report of the Audit and Internal Control Committee 2021-22	
<b>Date:</b>	15 June 2022	
<b>Responsible Person:</b>	Chair of AICC	
<b>This report is for:</b>	<b>APPROVAL</b>	
<b>PURPOSE &amp; SUMMARY</b>		
The purpose of the report is to provide the Board with a report on the activities of the Audit and Internal Control Committee for the year from 1 April 2021 to 31 March 2022.		
<b>RECOMMENDATION</b>		
The Board is asked to consider and approve the contents of the annual report of the activities of the Audit and Internal Control Committee for the year from 1 April 2021 to 31 March 2022.		
<b>IMPLICATIONS</b>		
<b>Legal Requirements:</b> There are no legal compliance requirements in reaching the recommendations included in Paragraph 9.3.		
<b>Financial Implications:</b> There are no direct financial implications arising from the recommendations included in the report.		
<b>Legislative/Regulatory or Companies Act Requirements:</b> Where necessary, relevant legislation, regulatory provisions or companies act requirements are referenced in the report.		
<b>Staffing:</b> There are no staffing implications arising from the recommendations included in the report.		
<b>Risk Assessment:</b> This recommendation relates to an existing risk within the Waverley Housing Risk Management Plan.		
<b>Consultation</b>		
<b>Equality Impact Assessment</b>	Yes	No <input checked="" type="checkbox"/>
<b>OUTCOME</b>		
<b>Approved</b>	<b>The Board Members approved the contents of the annual report of the activities of the AICC for the year 1 April 2021 to 31 March 2022.</b>	
<b>Noted</b>	N/A	
<b>Subject to</b>	N/A	

<b>11. AGM Venue and Format</b>
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	<b>Report to:</b> <b>Waverley Housing Board</b> <b>28 June 2022</b>	<b>Item No:</b> <b>11</b>
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<b>Title:</b>	AGM Venue and Format
<b>Date:</b>	13 June 2022
<b>Responsible Person:</b>	Chief Executive
<b>This report is for:</b>	<b>APPROVAL</b>

<b>PURPOSE &amp; SUMMARY</b>
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The purpose of the report is to seek confirmation of the Board intentions in relation to the Venue and Format of the Annual General Meeting to be held in September 2022.

<b>RECOMMENDATION</b>
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Members of the Board are asked to consider options and to approve a preferred venue and format to hosting the Waverley Housing Annual General Meeting.

<b>IMPLICATIONS</b>
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**Legal Requirements:**

There are no legal compliance requirements in reaching the recommendation in the report.

**Financial Implications:**

The financial implications are set out in Paragraph 4.1 of the report. Any additional costs can be met within existing budgets.

**Legislative/Regulatory or Companies Act Requirements:**

Where necessary, relevant legislation, regulatory provisions or companies act requirements are referenced in the report.

**Staffing:** N/A

**Risk Assessment:**

This recommendation relates to an existing risk within the Waverley Housing Risk Management Plan.

<b>Consultation</b>	
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<b>Equality Impact Assessment</b>	Yes	No <input checked="" type="checkbox"/>
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<b>OUTCOME</b>
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<b>Approved</b>	<b>The Board Members approved taking the 2022 AGM outwith the WH office.</b>
<b>Noted</b>	N/A
<b>Subject to</b>	N/A

## **12. Performance Reports – Monthly - May 2022**

The Board Members noted the Monthly Performance Reports for May 2022.

## **13. Chair's Items**

None.

## **14. Chief Executive's Items**

The Chair of the Board declared an interest in point 1 of the report but remained within the meeting during discussion of this item.

The Board members were asked to note the contents of the CEO report.

The CEO asked if there were any questions with regard to the report and noted that the Home for Ukraine Response – RSL Property Inspection Role was up to date at the time of presenting the report to the Board.

Zero Emissions Social Housing Taskforce – change of date from 2025 to 2032 for target date for EESSH2 might make it more achievable. WH are focusing on keeping going with programme in place.

Social Housing Fuel Support Fund – Appendix outlines the activity. Eildon applied and gives out funds to other 3 RSLs. There has been an increase in applications. Welfare Benefits teams are dealing with this.

Borders Employability Advice and Mentoring (BEAM) – SBC have confirmed this week that they are prepared to accept an application from the Wyse group and this will go ahead. The final assistance from the BEAM workers seems to help with getting people in to work. WH commitment is only to refer people into the programme. This is a welcome fund into the Scottish Borders.

The Board Members noted the report.

## **15. Minutes of Committee Meetings**

AICC Meeting (14.6.22)

For information.

The Board Members noted the AICC Minutes.

## **16. Equality Impact Assessment**

During discussion of the foregoing agenda items there were no Equality Impact Assessments identified.

## **17. Risk Assessment**

During discussion of the foregoing agenda items there were no new risks identified.

The CEO reported that although not a new risk the Upper Langlee Demolition and Newbuild Risk has 3 emerging risks – Finance, Demolition Contract & Newbuild Contracting Process and the Risk Register will be updated to include these 3 areas and will be brought back to the next Board meeting.

#### **18. Communication to Stakeholders**

During discussion of the foregoing agenda items it was agreed that the following items to be reported to the Stakeholders

- The appointment of the demolition contractor for Upper Langlee
- AGM Venue
- Operations Director appointment

#### **19. Notifiable Events**

During discussion of the foregoing agenda items there were no notifiable events to the SHR identified.

It was agreed that the CEO check if the appointment of the Operations Director should be notified to the Regulator.

#### **20. For Information**

There were no items circulated for information during the period of time from this meeting to the meeting prior:

#### **21. Date of Next Meetings**

**Tuesday 30<sup>th</sup> August 2022** - Development Session 3-5pm covering.

- Private Finance
- Community Engagement

If required a Board meeting will be put in place following the Development Session.

**Tuesday 27<sup>th</sup> September 2022** – AGM @ 5.00pm with Board Meeting to follow.