



Meeting: BOARD MEETING

Date & Time: Tuesday 25 October 2022 at 5:30pm

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

Present: Ronnie Dumba (Chair) (RD)
Ian Davidson (Vice Chair) (ID)
Kate Christie (Board Member) (KC)
Rita Stenhouse (Board Member) (RS)
Christine Stewart (Board Member) (CS)
Garyth Thomas (Board Member) (GT)
George Young (Board Member) (GY)

In Attendance: Fraser Kelly (Chief Executive/Company Secretary) (CEO)
Carole Yallop (Operations Director) (AOD)
Reuben Basak (Corporate Services Director) (CSD)
Alan Brown (Interim Finance Manager) (IFM)
June Wilson (Executive Support Officer) (ESO)

The Chair welcomed everyone to the meeting.

1. Apologies for Absence

Apologies were received from David Gordon, Billy Robson and Julie Watson.

Billy Robson has requested leave until January 2023 from attending the Governance meetings due to personal matters.

2. Declarations of Interest

There were no declarations of interest.

3. Minutes of Previous Board Meeting (27.09.22)


The Minutes of the Meeting held on Tuesday 27 September 2022 were approved and will be signed by the Chair and Company Secretary as being an accurate record of the meeting.

There were no matters arising from Minutes not on the Agenda or APT.


4. Board Action Point Tracker

The Board Members reviewed and noted the Action Point Tracker alongside the File Note.


5. Upper Langlee – Progress

		Report to: Waverley Housing Board 25 October 2022	Item No: 5
Title:	Upper Langlee Progress Report		
Date:	18 October 2022		
Responsible Person:	Chief Executive/Operations Director		
This report is for:	APPROVAL		
PURPOSE & SUMMARY			
The purpose of this report is to update Board Members on various workstreams being carried out to progress the estate regeneration plans for Upper Langlee.			
RECOMMENDATION			
The Board of Waverley Housing is asked to note the content of the report. The Board of Waverley Housing is asked to approve colour design in relation to item 2.4			
IMPLICATIONS			
Legal Requirements: All necessary legal requirements have been complied with in reaching the recommendations included in the report.			
Financial Implications: There may be financial implications if the alternative design to what was submitted to the SBC planning department is chosen, at this stage we do not have a definite figure. There may also be cost implications with regards the new build tender price. The cost for CSY to provide additional drawings is £2,031.25.			
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 the following risk(s) within Waverley Housing's Risk Management Plan: Upper Langlee Demolition and New Build Programme Project 2: 3 Phases			
Consultation	N/A		
Equality Impact Assessment	Yes	No	✓
OUTCOME			
Approved	The Board Members approved the current colour design in relation to New Build Specification, External Wall Colours. Colours approved by Board are as the approved Planning drawings.		
Noted	N/A		
Subject to	N/A		
APPENDICES			
Appendix 1	Planning Conditions Tracker		
Appendix 2	New Build Drawings		
Appendix 3	Interim Report on Re-financing Terms		
Appendix 4	Financial Summary		


6.	Review of Annual Revenue Budget & Cashflow 2022/23
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	Report to: Waverley Housing Board 25 October 2022	Item No: 6
Title:	Review of Annual Budget & Cashflow 2022/23	
Date:	10 October 2022	
Responsible Person:	Corporate Services Director	
This report is for:	APPROVAL	
PURPOSE & SUMMARY		
<p>As per the annual budget process the Corporate Services Director in conjunction with budget holders has carried out a mid-year review of the annual budget and cashflow for 2022/2023.</p> <p>Members of the board are asked to consider the review</p>		
RECOMMENDATION		
<p>Members of the board are asked to consider and approve the changes to the annual budget and cashflow for 2022/2023.</p>		
IMPLICATIONS		
<p>Legal Requirements: There are no legal compliance requirements in reaching the recommendations included in the report.</p>		
<p>Financial Implications: The financial implications are included in Paragraph 2 of the report.</p>		
<p>Legislative/Regulatory or Companies Act Requirements: Where necessary, relevant legislation, regulatory provisions or companies act requirements are referenced in the report.</p>		
<p>Staffing: There are no direct staffing requirements in reaching the recommendations included in the report</p>		
<p>Risk Assessment: This recommendation relates to the following risk(s) within Waverley Housing's Risk Management Plan:</p> <ul style="list-style-type: none"> • Upper Langlee Demolition and New Build Programme • Breach of Barclay's Facility • Adverse changes in inflation and interest rates 		
Consultation	N/A	
Equality Impact Assessment	Yes	No <input checked="" type="checkbox"/>
OUTCOME		
Approved	The Board Members approved the changes to the annual budget and cashflow for 2022/2023.	
Noted	N/A	
Subject to	N/A	
APPENDICES		
Appendix 1	2022/23 Draft Budget Review	

7. Register of Authorised Signatories

		Report to: Waverley Housing Board 25 October 2022	Item No: 7
Title:	Register of Authorised Signatories		
Date:	13 October 2022		
Responsible Person:	Corporate Services Director		
This report is for:	APPROVAL		
PURPOSE & SUMMARY			
<p>To update the Register of Authorised Signatories following the recent AGM.</p> <ul style="list-style-type: none"> i. Removal of David Gordon ii. Addition of Ian Davidson 			
RECOMMENDATION			
Members of the Board are requested to consider and approve the amendments to the Register of Authorised Signatories.			
IMPLICATIONS			
Legal Requirements: There are no legal compliance requirements in reaching the recommendations included in the report.			
Financial Implications: There are no direct financial implications arising from the recommendations set out in Section 4.1 of this report.			
Legislative/Regulatory or Companies Act Requirements: Where necessary, relevant legislation, regulatory provisions or companies act requirements are referenced in the report.			
Staffing: There are no direct staffing requirements in reaching the recommendations included in the report			
Risk Assessment: This recommendation relates to the following risk(s) within Waverley Housing's Risk Management Plan: <ul style="list-style-type: none"> • Non-compliance with financial regulations 			
Consultation	N/A		
Equality Impact Assessment	Yes - applies equally to all		
OUTCOME			
Approved	The Board Members approved the removal of David Gordon as an authorised signatory and the addition of Ian Davidson (Vice Chair) as an authorised signature.		
Noted	N/A		
Subject to	N/A		


8. Gaining Annual Assurance

	Report to: Waverley Housing Board 25 October 2022	Item No: 8
Title:	Annual Assurance Statement – Covering Report	
Date:	17 October 2022	
Responsible Person:	Chief Executive	
This report is for:	APPROVAL	
PURPOSE & SUMMARY		
The purpose of the report is to confirm that the Board of Waverley Housing has reviewed, and assessed, a comprehensive bank of evidence to support the undernoted recommendation and assures that Waverley Housing is compliant with the Regulatory Standards of Governance and Financial Management and the requirements of Chapter Three of the Regulatory Framework.		
RECOMMENDATION		
The Board is asked to authorise the Chair of Waverley Housing to sign and submit a compliant Annual Assurance Statement to the Scottish Housing Regulator for 2022.		
IMPLICATIONS		
Legal Requirements: All necessary legal requirements have been complied with in reaching the recommendations included in the report.		
Financial Implications: There direct financial implications arising from the recommendations are set out in Section 4.3 of this report.		
Legislative/Regulatory or Companies Act Requirements: Where necessary, relevant legislation, regulatory provisions or companies act requirements are referenced in the report.		
Staffing: There are no direct staffing requirements in reaching the recommendations included in the report.		
Risk Assessment: This recommendation relates to all risks within the Waverley Housing Risk Management Plan.		
Consultation	N/A	
Equality Impact Assessment	Yes	No <input checked="" type="checkbox"/>
OUTCOME		
Approved	The Board Members approved the authorisation of the Chair of Waverley Housing to sign and submit a compliant Annual Assurance Statement to the Scottish Housing Regulator for 2022.	
Noted	N/A	
Subject to	N/A	
APPENDICES		
Appendix 1	Annual Assurance Statement Letter	


9. Handbooks, Policies & Strategies Updates
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Board Members approved the updated Community Engagement Strategy.

10. ARC Comparison Report

	Report to: Waverley Housing Board 25 October 2022	Item No: 10
Title:	The Annual Return on the Charter (ARC) Performance Comparison	
Date:	3 October 2022	
Responsible Person:	Operations Director	
This report is for:	NOTING	
PURPOSE & SUMMARY		
<p>To provide Board Members with a comparison report in relation to the ARC return for 2021-22 financial year for all 4 Scottish Borders RSLs and comparing the returns to the Scottish Average.</p> <p>The Board of Waverley Housing is asked to note the content of this report.</p>		
OUTCOME		
Approved	N/A	
Noted	The Board members noted the report.	
Subject to	N/A	
APPENDICES		
Appendix 1	Charter 2021-22 and Previous Years Comparison Data	
Appendix 2	ARC Comparison Analysis	

11.	Governance – Annual Reviews
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	Report to: Waverley Housing Board 25 October 2022	Item No: 11(a-e)
Title:	Governance - Annual Reviews	
Date:	12 October 2022	
Responsible Person:	Chief Executive	
This report is for:	NOTING	
PURPOSE OF REPORT		
Members of the Board are asked to review the contents of the 2022 Appraisal Reports, Skills Audit Report, Self-Assessment Survey Report, Succession Planning Review and Internal Audit Report.		
OUTCOME		
Approved	N/A	
Noted	The Board members noted the reports.	
Subject to	N/A	
APPENDICES		
Appendix 1	Chairs Annual Appraisal Report	
Appendix 2	Board Members Annual Appraisal Report	
Appendix 3	Board Members Annual Skills Audit Report	
Appendix 4	Board Members Skills Audit Matrix	
Appendix 5	Board Annual Self-Assessment Survey Report	
Appendix 6	Board Members Succession Planning	
Appendix 7	Wylie + Bisset Internal Audit Report on Board Appraisal Process	

12.	Performance Reports <ul style="list-style-type: none"> • Monthly – September 2022 • Quarterly – July-September 2022
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The Board Members noted the Monthly Performance Report for September 2022 and the Quarterly report for July-September 2022.

CSD noted that the decrease in performance of the Net Housing Debt per Unit Covenant is due to the removal of the 159 units being demolished at Upper Langlee. This was expected and overall actual performance remains much better than covenant. This covenant is due to be replaced by a modern gearing covenant.

OD noted that in the Planned Maintenance Programme breakdown there has been a change to the figures for windows but this had not had an impact on the overall final figures.

The Board members noted the performance reports.

13. Chair's Items

None

14. Chief Executive's Items

The Board members were asked to note the content of the CEO report covering an update on:

Rent Setting process paper will be brought to the Board on Rent Freeze. It will be based on the best understanding known at the time on how to carry this out.

The Board Members noted the report.

15. Minutes of Committee Meetings

AICC Meeting on 18.10.22 draft minutes were presented for noting.

Including the discussion on the Internal Audit reports on Tenant Support and Board Appraisal process the Business Recovery and Continuity Plan was reviewed and the recommendation to continue an annual review was approved. It was noted that during Covid this plan was applied with a robust outcome.

The appointment of Internal Auditors due March 2023 was discussed with a conclusion to retain Wylie + Bisset for a further 2 years subject to satisfactory costs plus some onsite visits to let staff see there are internal auditors. Makes it a much more effective practice.

CEO updated following a discussion with Wylie + Bisset, they are happy to continue, with an increase of £20 - £30 per day and rather as do a portion of some onsite audits they will do one complete review onsite.

The Board Members noted the report.

16. Conferences, External Meetings and Training

Board Members recently attended the following training sessions and reported back to the Board on these sessions:

i. How to conduct an appraisal on your senior officer (RD)
Chair reported that this session was interesting and will be helpful taking things forward in his new role as Chair. Noted that the attendance was very low.

ii. Returning your Assurance Statement (GY)
GY noted that the attendance was very low.

iii. Questions you should be asking – Development (JW/KC/RD)
Chair noted that the training was a bit dry and not quite as informative as he had hoped it to be. KC agreed, would have preferred it if have been delivered in a more interactive way.

Overall the trainings are good but 2 hours is a bit too long.

18. Equality Impact Assessment

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

19. Risk Assessment

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

20. Communication to Stakeholders

During discussion of the foregoing agenda items the following items were identified to be reported to the Stakeholders.

- Gaining Annual Assurance letter to SHR
- Change of Signatories to Barclays

21. Notifiable Events

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

22. For Information

The following item was circulated for information during the period of time from this meeting to the meeting prior.

- CIH Scotland's Housing Festival 2023 via email on 22.9.22.

AOB

KC will be attending Rural & Islands Housing Scotland Conference 2022 and will bring back info to the Board.

23. Date of Next Meeting

**Tuesday 29th November 2022 @ 5:30pm
Including a Development Session 3:00-5:00pm**