



Meeting: BOARD MEETING

Date & Time: Tuesday 28 March 2023 at 5:30pm

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

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

In Attendance: Philip Porter (Funding & Treasury Consultant), Associate to Ark Consultancy Ltd (Item 7 Only)
Eileen Barr (Associate Solicitor), T C Young (Item 7 Only)
Fraser Kelly (Chief Executive/Company Secretary) (CEO)
Carole Yallop (Operations Director) (OD)
Alan Brown (Interim Finance Manager) (IFM)
June Wilson (Executive Support Officer) (ESO)

The Chair welcomed all of the Board.

1. Apologies for Absence

Apologies were received from Julie Watson (JW), Billy Robson (BR) and Reuben Basak (CSD).

2. Declarations of Interest

There were no Declarations of Interest submitted.

3. Minutes of Previous Board Meeting (28.02.23)

The Minutes of the meeting held on Tuesday 28 February 2023 were approved and will be signed by the Chair and Company Secretary as being an accurate record of the meeting.

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

4. File Note of previous Development Session (14.03.23)

The File Note of the Development Session held on 14 March 2023 was agreed as an accurate note of the discussions and to allow momentum in supporting the progressing of the New Build element of the Upper Langlee Regeneration Programme the Board Members present at the Development Session approved the key recommendations as detailed below:


- **Board Members rejected the two tenders received on 13 February 2023 as they are considered non-viable.**
- **The majority of Board Members approved recommended Option 3 which will consist of re-tendering the project based on Phase 1A (Larch Grove) via PCS full procurement exercise. This section within Phase 1 does not include the abnormal costs associated with Beech Avenue and would allow WH to deliver 25Nr units with a relatively quick re-tendering process.**
- **Board Members considered the proposed risk map and approved this format to be implemented to monitor and manage the risks in relation to the Upper Langlee New Build phase.**

5.	Board Action Point Tracker
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The Board Members reviewed and noted the Action Point Tracker.

CEO feedback that on receipt of the knowledge of the pay award and being aware of the present financial climate, staff members were extremely pleased.

6. Upper Langlee – Progress


		Report to: Waverley Housing Board 28 March 2023	Item No: 6
Title:	Upper Langlee Progress Report		
Date:	21 March 2023		
Responsible Person:	Chief Executive/Operations Director		
This report is for:	NOTING		
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.			
OUTCOME			
Approved	N/A		
Noted	The Board Members noted the report.		
Subject to	N/A		
APPENDICES			
Appendix 1	Planning Conditions Tracker		
Appendix 2	Financial Summary		
Appendix 3	Risk Road Map		

7. Private Financing


		Report to: Waverley Housing Board 28 March 2023	Item No: 7
Title:	Private Financing Report		
Date:	21 March 2023		
Responsible Person:	Operations Director		
This report is for:	APPROVAL		
PURPOSE & SUMMARY			
<p>The purpose of the report is to seek the approval of the Board of Waverley Housing to the recommendations in respect of the private finance proposal, to support the Upper Langlee Regeneration Programme.</p>			
RECOMMENDATION			
<ol style="list-style-type: none"> 1. That subject to final review, the Board of Waverley Housing is recommended to accept the Signature Version of the Offer Letter and Schedules when they become available. 2. Board Members are requested to approve delegated authority to the Chair and Chief Executive to sign the final version of the Offer Letter and Schedules when they are available. 			
IMPLICATIONS			
Legal Requirements: All necessary legal requirements have been complied with in reaching the recommendations included in the report.			
Financial Implications: Provision of the loan funds are included in the cost plan for Upper Langlee.			
Legislative/Regulatory or Companies Act Requirements: Where necessary, relevant legislation, regulatory provisions or companies act requirements are referenced in the report.			
Staffing: No significant impact.			
Risk Assessment: This recommendation relates to the following risks within the Waverley Housing Risk Management Plan: Adverse changes in inflation and interest rates; Upper Langlee Demolition and New Build Programme Project			
Consultation	Relevant staff have been consulted.		
Equality Impact Assessment	Yes	No	✓
OUTCOME			
Approved	<p>In line with the covering report, sections 2.9 – 2.12 the Board Members approved:</p> <ul style="list-style-type: none"> • that subject to final review, the Board of Waverley Housing is recommended to accept the Signature Version of the Offer Letter and Schedules when they become available. • delegated authority to the Chair and Chief Executive to sign the final version of the Offer Letter and Schedules when they are available. 		

Noted	N/A
Subject to	N/A
APPENDICES	
Appendix 1	UTB Offer Letter – Version 1
Appendix 2	Ark Consultancy Report on Commercial Terms
Appendix 3	TC Young Report on Legal Terms
Appendix 4	TC Young Report Model Form of Security
Appendix 5	UTB Minute Template
Appendix 6	UTB Officers Certificate


8. Annual Budget 2023-24

		Report to: Waverley Housing Board 28 March 2023	Item No: 8
Title:	Annual Budget 2023/2024		
Date:	20 March 2023		
Responsible Person:	Interim Finance Manager		
This report is for:	APPROVAL		
PURPOSE & SUMMARY			
To consider the Annual Budget for the forthcoming financial year.			
RECOMMENDATION			
The Board is asked to consider and approve the Annual Budget for 2022/2023 which was presented to the AICC at their meeting on 14 March 2023 and recommended for approval.			
IMPLICATIONS			
Legal Requirements: There are no legal compliance requirements in reaching the recommendations included within this report.			
Financial Implications: Detailed financial implications are included in Appendix 1.			
Legislative/Regulatory or Companies Act Requirements: Where necessary, relevant legislation, regulatory provisions or companies act requirements are referenced in the report.			
Staffing: Finance staff to input budget.			
Risk Assessment: This recommendation relates to the following risks within the Waverley Housing Risk Management Plan: Upper Langlee Demolition and New Build Programme Project 2; 30 year planned maintenance programme unaffordable; EESSH - Affordability to bring properties up to standard; Breach of Barclay's Facility; Adverse changes in inflation and interest rates; Lack of financial awareness			
Consultation: None			
Equality Impact Assessment:	Yes - applies equally to all staff.	No	
OUTCOME			
Approved	The Board Members approved the proposed annual budget for 2023/2024.		
Noted	N/A		
Subject to	N/A		
APPENDICES			
Appendix 1	2023/2024 Draft Revenue Budget and Cash Flow		
Appendix 2	2023/2024 Draft Revenue Budget alternative format		

9. Financial Plan (annual review)

		Report to: Waverley Housing Board 28 March 2023	Item No: 9
Title:		Financial Plan 2023	
Date:		20 March 2023	
Responsible Person:		Interim Finance Manager	
This report is for:		APPROVAL	
PURPOSE & SUMMARY			
<p>The company's long term financial plans and forecasts are set out in the Financial Plan. The Financial Plan has been reviewed and takes into consideration the current Business Plan and the Draft Budget for 2023/2024.</p>			
RECOMMENDATION			
<p>Members of the Board are asked to consider and approve the Financial Plan 2023.</p>			
IMPLICATIONS			
<p>Legal Requirements: There are no legal compliance requirements in reaching the recommendations included within this report.</p>			
<p>Financial Implications: Detailed financial implications are included in Appendix 1.</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: None.</p>			
<p>Risk Assessment: As this recommendation relates to a report in which the figures relate to all parts of the Company's business then all the strategic risks are relevant.</p>			
<p>Consultation: None</p>			
Equality Impact Assessment:		Yes - applies equally to all staff.	No
OUTCOME			
Approved	The Board Members approved the Financial Plan for 2023/2024.		
Noted	N/A		
Subject to	N/A		
APPENDICES			
Appendix 1	Financial Plan 2023		

10. Review of Former Tenant Debt – Bad Debt Write Off


		Report to: Waverley Housing Board 28 March 2023	Item No: 10
PURPOSE & SUMMARY			
<p>A review of former tenant debt has taken place with a number of those debts, with a value of over £1,000, being highlighted as unable to be recovered. We have been using a firm who specialises in the collection of former tenant debt. However, in these instances we have been advised that recovery will not be possible.</p>			
RECOMMENDATION			
<p>The Board is requested to consider the attached list (see Appendix 1) and approve their write off in the financial accounts. A record of the debt remains in our Housing Management System should the debtor be located at a future date.</p>			
IMPLICATIONS			
<p>Legal Requirements: There are no legal compliance requirements in reaching the recommendations included in the report.</p>			
<p>Financial Implications: There direct financial implications arising from the recommendations are set out in Section 4.3 of this 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"> • Adverse changes in inflation and interest rates; Lack of financial awareness & Impact of welfare reforms 			
Consultation		N/A	
Equality Impact Assessment		Yes	No ✓
OUTCOME			
Approved	<p>The Board Members approved the write-off in the financial accounts of £7,254 and the continuation of the record of debt remaining in the Housing Management System should the debtor be located at a future date.</p>		
Noted	N/A		
Subject to	N/A		
APPENDICES			
Appendix 1	Former Tenant - Proposed Bad Debt Write-off		

11. Handbooks, Strategies, Plans and Policies Review

The Board Members approved the updates to the following:

- Community Engagement Outcomes for 2022-2023.
- Community Engagement Plan for 2023-2024.
- Property Maintenance Policy.
- The review of the PESTLE Analysis and agreed to the 6monthly update.


12. Board Succession Planning

	Report to: Waverley Housing Board 28 March 2023	Item No: 12
Title:	Board Succession Planning	
Date:	21 March 2023	
Responsible Person:	Chief Executive	
This report is for:	NOTING	
PURPOSE OF REPORT		
<p>The Board of Waverley Housing is asked to note the Board Member Succession Planning - Action Plan as attached at Appendix 1 to the report.</p> <p>The Board of Waverley Housing is asked to note that the Chief Executive will provide an update to future Board meetings with progress made against the Action Plan.</p>		
OUTCOME		
Approved	N/A	
Noted	The Board Members noted the report and approved quarterly reporting by the CEO.	
Subject to	N/A	
APPENDICES		
Appendix 1	Board Members Succession Action Plan	

13. Performance Reports – February 2023
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The Board Members noted the Monthly Performance Reports for February 2023.

14. Scottish Housing Regulator

		Report to: Waverley Housing Board 28 March 2023	Item No: 14
Title: Scottish Housing Regulator – Notifiable Event			
Date: 21 March 2023			
Responsible Person: Chief Executive			
This report is for: NOTING			
PURPOSE & SUMMARY			
The purpose of this report is to advise the Board of Waverley Housing of the submission of a Notifiable Event, to the Scottish Housing Regulator, and in respect of tender submissions received in respect of the Upper Langlee – New Build Programme.			
OUTCOME			
Approved	N/A		
Noted	The Board members noted the report.		
Subject to	N/A		

15. Chair's Items

The Chair reported that the quarterly meetings of the 4 Scottish Borders RSL Chairs is to be resurrected and he will be attending once in place.

The Chair notified the Board Members that the Vice Chair and himself carried out the CEO's annual appraisal earlier today. A report will follow at the April Board meeting.

16. Chief Executive's Items

The Board Members noted the content of the CEO report covering:

Scottish Housing Regulator – Update on Tenant and Resident Safety

CEO reported there will be a further survey carried out.

Scottish Government – Ministerial Correspondence

CEO has requested sight of the original letter sent in with regard to the response received.

Edinburgh and South East Scotland - Regional Prosperity Framework

CEO reported he does not expect it to achieve very much.

17. Conferences, External Meetings and Training

KC attended the CIH Conference Festival on 7th March.

18. Minutes of Committee Meetings

AICC Meeting on 14th March 2023

AICC Chair noted that the Budget for 2023/2024 and the updated Financial Plan were discussed in previous agenda items.

There was an Internal Audit Report on Complaints which came with 5 recommendations, 4 of which have implemented, the final one will be implemented by Apr 23.

The Internal Audit Plan for 2023/2024 has 4 areas to be internally audited that have been relevant to WH over the last couple of years.

External Audit Plan will take place shortly, the plan has been circulated.

The Board members noted the feedback from the AICC meeting on 14th March 2023.

19. Equality Impact Assessment

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

20. Risk Assessment

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

21. Communication to Stakeholders

During discussion of the foregoing agenda items there were no items identified to be reported to the Stakeholders.

22. Notifiable Events

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

23. For Information

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

24.	Date of Next Meeting
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Tuesday 25th April - Board Meeting @ 5:30pm.