

Please note – these Minutes have been edited to remove any commercially sensitive or confidential discussions, areas of redaction are noted in the body of the minute.

	Meeting: BOARD MEETING Date & Time: Tuesday 24 th September 2024 at 6.00pm Venue: 51 North Bridge Street, Hawick
---	--

Present: Ronnie Duma (Chair)
Ian Davidson (V Chair) (ID)
Alan Brown (Board Member) (AB)
Wendy Davidson (Board Member) (WD)
David Gordon (Board Member) (DG)
Johnny Pietranek (Board Member) (JP)
Christine Stewart (Board Member) (CS)
Julie Watson (Board Member) (JW)

In Attendance: Paul Scott (Chief Executive) (CEO)
Carole Yallop (Operations Director) (OD)
June Wilson (Executive Support Officer) (ESO)
Dr Laura Ryan, Observer

The Chair welcomed everyone to the September 2024 Board meeting. The Chair introduced the prospective Board Member, Dr Laura Ryan who is sitting in this meeting in an Observer capacity.

Part 1 Standing Items

1.1 Apologies for Absence

Apologies were received from:

- Kate Christie (Board Member)
- Lorna Notman (Corporate Services Director/Co Secretary).

1.2 Election of Chair, Vice Chair & Company Secretary

The CEO asked that as this meeting being the first meeting following the AGM that the Board Members elect a Chair and Vice Chair.

Ian Davidson nominated Ronnie Duma to continue as Chair of the Board and Alan Brown seconded the nomination.

Alan Brown nominated Ian Davidson to continue as Vice Chair and Christine Stewart seconded the nomination.

The continuation of Lorna Notman, Corporate Services Director as Company Secretary was approved by the Board.

The CEO passed over to the Chair to continue chairing the meeting.

The Chair thanked the Board Members for their nomination and for their faith in him for the

following busy year ahead.

The Chair noted and highlighted the change of format of the Agenda to include sections with relevant papers listed within these sections.

1.3 Declarations of Interest

There were no declarations of Interest.

1.4 Minutes of previous Board Meeting (20.08.24)

The Minutes of the meeting held on Tuesday 20th August 2024 were approved and will be signed by the Chair and CEO in the absence of the Company Secretary as being an accurate record of the meeting.

1.5 Matters Arising from previous Board Meeting Minutes (20.08.24)

There were no matters arising from the previous minute of 20th August 2024.

1.6 Board Action Point Tracker

The Board Members noted the Action Point Tracker. Both of the items on the APT are covered within the Agenda.

1.7 Future Meeting Dates

- Tuesday 15 October 2024 @ 5:30pm **AICC**
- Tuesday 28 October 2024 @ 5:30pm **Board Meeting**

Part 2 Strategy

2.1 Business Plan Process 2025-26

In this report the CEO set out the process to enable the Board Members to consider input to, and approval of, the proposed process and timetable for production of updated appendices for 2025/26 as part of Waverley's 5 year Business Plan covering 2021-2026 as agreed at the Strategy Day in May 2024 and approved at the Board meeting in June 2024.

Work on reviewing the Business Plan, and developing detailed appendices for 2025-26 will be undertaken as previously approved and as outlined in the Scottish Housing Regulator (SHR) Guidance and as detailed in the report at section 3.1 & 3.2.

This report ensures all Board Members are aware of the work going forward, following discussions earlier in the year.

The Board Members approved the progression of the work to support development of updated detailed appendices for 2025-26 as part of the Business Plan.

Part 3 Governance & Assurance

3.1 AICC Chair & Membership

This paper was presented to enable Board Members to elect the AICC Chair and overall membership of the Audit and Internal Control Committee for the period of October 2024 to September 2025.

Following the AGM which seen resignation of 2 Board Members who both also served on the Audit and Internal Control Committee and inline with Waverley Housing's Articles of Association (Article 78 and 80) Board Members were asked to nominate an additional committee member or agree to amend section 6 of Waverley Housing Scheme of Delegations to allow a minimum of 4 members of the AICC.

Following discussion, it was felt that having 5 AICC Members with a quorate for meetings of 3 would allow a buffer for attendance. The CEO explained to the Board that looking to the future it would be a good idea to expand the Board membership to allow another sub-committee to be put in place.

Wendy Davidson volunteered to join the AICC. Ian Davidson therefore proposed Wendy Davidson and Alan Brown seconded the proposal.

ID noted that being on the AICC gives an insight in to the external and internal audits, which he finds very useful.

The membership of the AICC is:

Alan Brown – Chair
Ian Davidson
Wendy Davidson
Ronnie Dumma
Julie Watson

3.2 Board Member Training Plan

Board Members were asked to discuss, input to, and agree the Board Member training plan for the period October 2024 – September 2025.

Detailed below are the suggested training topics, some of which are included in the Paper BM/24/4 which has also been presented to this meeting.

Topic	Date & Time	Delivery Method
Waverley I-Pad Awareness	29 October 4-5pm	In person prior to board meeting delivered by Waverley Staff.
Risk Seminar	28 January 3-5pm	In person prior to board meeting delivered by Waverley Staff.
Questions you should be asking Housing Management	25 March 3-5pm	In person prior to board meeting delivered by Waverley Staff.
The Role of the Board in Delivering Good Governance	27 May 3-5pm	In person prior to board meeting via external trainer.
Covenants & Long-Term Financial Planning	TBC	TBC

Those topics without a set date and time are due to the availability of the individual trainer and

will be discussed with the Board Members at future meetings or outwith via email communication.

Discussions were confidential and therefore redacted.

The Board Members approved the Board training plan from Oct 2024 – Sept 2025.

3.3 Board & Sub-Committee Meeting Schedule

The Board Members were asked to discuss and agree the board schedule as presented as an appendix to the report – *Submissions & Other Key Dates Calendar*.

This schedule enables Board Members to ensure that timely statutory and regulatory financial returns are submitted to the Scottish Housing Regulator (SHR).

The schedule includes the training sessions as detailed in the report presented under paper no: BM/24/3.2.

The Board Members approved the Submissions & Other Key Dates Calendar for the period of October 2024 – September 2025.

3.4 Continuous Self Assurance – Governance Report

Following the Board meeting on 25th June 2024 when the Board Members agreed that a link to the Evidence Bank in OneDrive be set up the Board Members. This can be assessed in the future to ensure Board Members see this as the best way to be able to access the Evidence Bank. [Annual Assurance Statement Evidence](#)

The Board Members noted:

- That no material changes are required to the AAS since its submission.
- There have been no notifiable events since the last meeting of 20th August 2024
- The list of Governance Related policies.
- The additions to the Evidence Bank in relation to the Regulatory Requirements and Regulatory Standards per sections 5 and 6 of the report.

The CEO noted that the August papers and policies reviewed have been added to the evidence bank.

To ensure that everyone is familiar with the set up of the evidence bank there will be a recap at the October meeting.

CEO explained to the new Board Members how the evidence bank works and asked if there were any suggestions on how to lay this out differently to please let him know. At present it is shown in conjunction with the recommended guidance of how it should be presented.

Part 4 Performance

4.1 Development Report

The Board Members were updated regarding Waverley Housing's development programme, on the progress of the current developments on site at Upper Langlee and potential future development projects.

Discussions and outcomes were confidential and therefore redacted.

4.2 Business Plan Progress – Q1

The Board approved the Waverley Housing's current 5-year Business Plan in March 2021.

CEO spoke to the report - the appendices show progress to date, looking at Risk Management and KPI Performance which feeds into the Operational Plan.

Previously the Board Members have been presented with reports with a high content of papers which take up a lot of staff time to produce and Board Members time to read and absorb. As detailed in the report, papers will be presented throughout the year covering reporting on a quarterly, bi-annual and annual basis.

The Operational Plan will be presented quarterly, it has 12 deliverables and as of 30 June 2024, 7 are underway, 5 have still to be started and 0 completed. This is only to be expected as the plan was finalised following May's strategy day.

The KPI's will be delivered quarterly, there have been no changes to the KPIs and all are on target.

In the Quarterly Performance Report, the majority of this data will form the basis of the ARC return. Included is a comparison peer group which includes the other 3 RSLs in the Borders, SBHA, EHA & BHA. Board Members views were sought on whether this benchmark group was sufficient or whether they prefer the peer group to be of other RSL's of a similar size to WH. Board members requested that RSL's of a similar size be included as part of future reports.

Risk Register will be presented quarterly - It was noted that there had been no changes to Risk scoring and no new risks added in the first quarter.

Various other reports as detailed in 3.4 of the report will be presented to the Board at the dates shown.

ID noted that within the KPIs it was really encouraging to see the sickness levels are more under control. He also noted that the Profitability KPI performance was due to timing.

It was noted that in the Quarterly Performance Reports where no Scottish average figure was shown – this is due to there not being a Scottish average figure for these Performance Indicators.

The Board Members noted the report and appendices.

Action – similar sized RSLs to be included in the Quarterly Performance Report for benchmarking purposes.

4.3 Q1 Financial Management Accounts

The Board Members were recommended to note and discuss the contents of the report.

In the absence of the Corporate Services Director the CEO spoke to the report.

CEO noted that at end of Q1 there is a surplus of £80k against a budgeted deficit of £95k, contributing to this income variance of £57k more than originally budgeted for with reasons including income from 53 week rental, voids being less than expected, SBC contract income was more than expected and Grant Income from Fuel Poverty Scheme.

There is also an Expenditure variance of £86k with reasons including – staffing costs have been lower due to vacancies and staff sickness and underspends on planned maintenance however this positively offsets the overspend on sub-contractor repairs.

The CEO noted that budgets were being closely monitored by the Senior Management Team.

It was noted that there are less voids, this is being seen throughout the Borders as tenants are unable to move freely between RSLs as they once could. There are increased bids for properties and waiting lists are going up. Although sustaining tenants is positive for rent income, the waiting lists show there are not enough houses for everyone.

4.4 CIH Awards

WH has been successfully shortlisted for the CIH Awards 2024. There will be an awards ceremony where the winner will be revealed on 8th November, this is a testament to the hard work of the Tenant and Community Engagement Assistant and various other members of staff. This will give WH some National recognition and therefore promote WH wider afield.

CEO explained that under the EPB Policy guidance for attending awards, appendix 1 states that attendance is allowed however the cost should not exceed £500 per person and attendance is also contingent on Board approval. This event would cost approx. £300 per person to attend the event. The plan is to seek interest from Staff and Board Members to attend.

Board Members noted how this was a great thing for WH to be recognised nationally, it is a feather in WH's cap to be nominated and shortlisted and felt it would be good to get a good number of Staff and 1 or 2 Board members to attend. It was noted how much has been achieved since the employment of the TCEA and asked for congratulations to be passed on. WD noted how the Making Memories project was appreciated by families throughout the summer.

The Board Members approved attendance of Staff and Board Members at the CIH Scotland Award 2024.

Part 5 Items for Discussion

5.1 Chairs Items

Nothing to add.

5.2 Chief Executive's Items

CEO updated Board Members on Staffing Recruitment. The advertisement for Head of Housing and Head of Finance closed yesterday. There were a number of high quality applications for the Head of Housing post with staff confident of making an appointment. Fewer applications were received for the Head of Finance post and, this may need further consideration.

Shortlisting will take place next week, followed by interviews on 7th October.

Senior Finance Officer has tendered her retirement with effect from February 2025. It is hoped to have the new Head of Finance in post prior to the retirement to allow for handover.

Board Member Recruitment – a further application has been received and being considered. CEO is awaiting response from a few more prospective candidates.

The Tenants Satisfaction Survey is complete and the Staff Satisfaction Survey is ongoing. There will be a presentation on both at the October Board meeting.

5.3 Minute of Committee Meetings

None.

Part 6 Items for Information

- Email re Shares September Training Sessions – sent by email on 11.09.24

Any Other Competent Business

Breakfast Catch Up on Thursday 26th October 2024. Board Members have been invited to attend. There will be a staff training session from 9-9.30am, Board Members are welcome to come along from 9:30am to enjoy a hot filled roll, a cuppa and time to mingle with the staff.

The Chair thanked everyone for coming along to the meeting.