

**SPIRE VIEW HOUSING ASSOCIATION LTD**  
**MINUTE OF HYBRID MANAGEMENT COMMITTEE MEETING**  
**HELD ON MONDAY 28<sup>th</sup> AUGUST 2023 AT 5.00PM IN THE OFFICE AT**  
**43 THARSIS STREET / VIA ZOOM**

<b>PRESENT:</b>	CHARLIE LUNN	CHAIRPERSON
	DREW COLLIER	TREASURER
	CLARE O'DONNELL	SECRETARY
	RACHEL COOPER-MORRIS	VICE-CHAIRPERSON (ZOOM)
	CRAIG ALLAN	COMMITTEE MEMBER (ZOOM)
	ANGELA HEANEY	COMMITTEE MEMBER (ZOOM)
	ALAN BROWN	COMMITTEE MEMBER
	ALLAN STEWART	COMMITTEE MEMBER (From Item 5.1)
	MAUREEN FLYNN	COMMITTEE MEMBER
	ROSEMARY GALLAGHER	COMMITTEE MEMBER
	GERALDINE McLAUGHLIN	CO-OPTEE
	OSMAN LAMIN SIDIQUE	CO-OPTEE

<b>IN ATTENDANCE:</b>	FIONA MURPHY	DIRECTOR
	MARGARET BROWNLIE	DEPUTE DIRECTOR
	JORDAN HENDERSON	FINANCE MANAGER
	GILLIAN SPENCE	CORPORATE GOVERNANCE OFFICER
	DONNA RICHARDSON	HOUSING MANAGER

**1.0 APOLOGIES, INTRODUCTIONS AND WELCOME**

The Chairperson welcomed everyone to the meeting.

**1.1 Apologies**

LUIS PAULINO	CO-OPTEE
ALAN SHUTE	CO-OPTEE

**2.1 Minute of Management Committee Meeting 28<sup>TH</sup> June 2023**

The Minute of the Management Committee meeting held on 28<sup>th</sup> June 2023 was approved by Committee.

**2.2 Minute of Management Committee Meeting 12<sup>th</sup> July 2023**

The Confidential Minute of the Management Committee meeting held on 12<sup>th</sup> July 2023 was approved by Committee.

**3.0 MATTERS ARISING (Including Action Tracker)**

Committee noted that there were no open items contained within the actions tracker.

**4.0 DECLARATION OF INTEREST**

Gillian Spence and Jordan Henderson both declared an interest in item 5.5 Confidential Staffing Report and acknowledged they will leave the meeting during discussion on this item.

**5.0 DIRECTOR / CORPORATE GOVERNANCE REPORTS**

*Allan Stewart arrived 5.09pm*

**5.1 Transfer of Engagements – Confidential Report**

Committee considered the content of report (copy available) along with the various attachments. The Director provided a verbal overview of all documentation and advised Committee that Copperworks Accounts to 31<sup>st</sup> March 2023 were approved by the former Copperworks Committee members at their meeting earlier today.

The Director advised that as the transfer has now taken place this report will be reduced going forward. In the meantime Committee;

- **Noted** the update in relation to the transfer of engagements from Copperworks Housing Association to Spire View Housing Association which took effect from 1<sup>st</sup> August 2023.
- **Noted** the further action taken in relation to the transfer of staff and in line with TUPE requirements.
- **Noted** the letter of application has been submitted to the Scottish Housing Regulator (SHR) for voluntary deregistration of Copperworks Housing Association and removal from the register of social landlords. This will not be progressed by SHR until the final set of approved, audited accounts are received.
- **Noted** that share certificates were issued to the 95 Copperworks Shareholders on 1<sup>st</sup> August 2023.
- **Noted** the content of the Outstanding Due Diligence Actions Log, Project Plan, Risk Register and Integration Plan.
- **Noted** the remaining required final activity to support the close down of Copperworks and how / when this will be progressed.
- Considered and **approved** the Transfer Promises Action Plan and the quarterly reporting frequency, commencing in October 2023.

## **5.2 Business Plan Progress Report to 30<sup>th</sup> June 2023.**

Committee noted the content of reports for both Spire View and Copperworks (copies available) to 30<sup>th</sup> June 2023.

The Director drew Committee attention to any areas contained within the KPI report showing amber / red and gave a brief explanation for this. A brief overview of the delivery plan and risk reports was also given. The Director explained that a combined Spire View / Copperworks report will commence from Q2.

## **5.3 Committee Reporting Schedule and Policy Review Timetable 2022/2023**

Committee noted the content of report (copy available) and the attached schedules. Committee noted that there are some policies now due that were placed on hold during the Transfer of Engagements process. The Director advised that she has tried to spread these out as much as possible to alleviate the pressure on Committee however she advised that if Committee felt it appropriate they could revisit this and potentially hold a separate meeting to consider all policies due for review together.

Committee therefore approved the revised Committee Reporting Schedule and the Policy Review Timetable for 2023/2024.

## **5.4 Internal Audit Plan 2023/2024**

Committee noted the content of report (copy available). A Committee Member asked what would be involved when carrying out an audit of development. The Depute Director advised that this would be an audit of policy and procedure in relation to housing development. The Committee Member went on to ask if these areas were being audited as we have deemed them as high risk. The Director advised that the audit plan is approved by Committee following discussion between the Internal Audit, senior management and the Management Committee. There is always scope to amend the timing of audits due to particular circumstances and events.

Committee approved the Internal Audit Plan for 2023 – 2024.

## **5.5 Confidential Staffing Report**

*Gillian Spence and Jordan Henderson had declared an interest in this item and left the meeting whilst discussion took place.*

A separate confidential minute is available in relation to this item.

## **5.6 AGM Arrangements**

Committee noted the content of report (copy available) Committee noted the following;

- AGM will take place on 19<sup>th</sup> September 2023 at 6pm in Roystonhill Community Hub.
- Committee noted the Secretary's letter
- All those present currently filling a casual vacancy or co-opted position agreed to stand down and stand for re-election.
- The Corporate Governance would contact the 3 Co-optees not present to confirm they wish to stand again for election.
- Committee agreed that the 3 full serving members detailed within the report would also stand down this year and all confirmed that they wished to stand for election once again this year.
- Committee noted that 2 nominations have been received from members therefore an election/ballot would take place at this year's AGM.
- Office Bearers would be elected at the first meeting following the AGM.

## **5.7 Membership Report**

Committee noted the content of report (copy available).

## **5.8 Complaints Handling Report to 30<sup>th</sup> June 2023**

Committee noted the content of report (copy available). The Corporate Governance Officer noted an error contained within the report and only SVHA figures were included however she confirmed that 8 Stage 1 complaints and 1 Stage 2 complaint for SVHA were received during the period along with 1 stage 2 complaint for CHA. She went on to advise that going forward CHA and SVHA complaints figures would be combined.

## **5.9 SFHA Membership**

The Director advised that the association had been in contact with SFHA following the ToE to cancel Copperworks' SFHA Membership. SFHA have offered SVHA to take up the remainder of CHA membership until 31<sup>st</sup> March 2024 and they would waive the £3,000 fee. Should SVHA decide to continue with membership from 1<sup>st</sup> April 2024 the cost to the association would be £9,500. Committee instructed the Corporate Governance Officer to accept this generous offer and they would discuss membership beyond 31<sup>st</sup> March 2023 at a later date.

## **5.10 Roystonhill Community Hub Progress Report to 30<sup>th</sup> June 2023**

The Director apologised that a covering report was not issued with this revised report and advised that we will ensure this is included going forward. The Director explained that the Roystonhill Community Hub report had been revamped and the proposed format would be submitted from now on if Committee were satisfied that it gave all the information they required. She advised that The Lottery had confirmed they were satisfied with the new style report and it would be more appealing to funders going forward. Committee approved the revised report and content.

The Director confirmed that Community Links Scotland had recently revised Hub staff Job Descriptions and the Corporate Governance Officer was currently reviewing these.

## **6.0 FINANCE REPORTS**

### **6.1 Draft Annual Financial Statement & Letters to 31<sup>st</sup> March 2023**

Committee noted the content of report (copy available). The Finance Manager went over the Draft Financial Statements to 31<sup>st</sup> March 2023, Management Letter, Letter of Representation and Closing Letter. The Finance Manager went over the items identified over the course of French Duncan's Audit. They are as follows;

- **VAT** – late payment. **Response.** Due to the ToE taking place this will no longer be an issue as the association will be deregistering for VAT.

- **Trade Creditors** – Invoices processed in the wrong period. **Response.** This is a staff training matter and training will be arranged, there was previously a procedure in place but was not followed and will be monitored going forward.
- **Component Accounting** – Records are maintained to account for movements in housing stock. **Response.** Spreadsheets will be reviewed by the Finance Manager on a regular basis to ensure they are accurately maintained. A Committee Member asked what exactly the Auditors were asking for in this matter. The Director advised that historically these records were done by property but in previous years these were updated by phase from the previous Finance Agent. However, the auditors and Finance Manager now have a baseline position and process for Component Accounting to be accurately maintained.

Committee noted the responses above and noted no other areas for concern at this time.

Committee therefore approved the following;

- Committee approved the annual financial statement for the year to 31<sup>st</sup> March 2023
- Committee approved responses to the Management Letter which would be signed by the Chairperson
- Committee approved the signing of the Letter of Representation which will be issued to the external auditor.

## **6.2 Management Accounts to 30<sup>th</sup> June 2023**

Committee noted the content of report (copy available). The Finance Manager presented the Management Accounts to the 30<sup>th</sup> June 2023. He advised that this was the standalone position for Spire View. He advised that the attached appendices demonstrate a credible performance for the associations first quarter of the financial year and a copy would be sent to our lenders.

## **6.3 Donation Register Report 2022/2023**

Committee noted the content of report (copy available). The Committee noted that £1,550 was spent in donations during 2022/2023. A Committee Member asked if SVHA's donations policy differed from CHA policy. The Director confirms that both policies were exactly the same. Donations up to £200 could be authorised by the Director and any requests higher than this would be presented for Committee decision.

## **6.4 External Auditor Appointment 2023/24**

Committee noted the content of report (copy available). Committee approved the recommendation to ask Members at the upcoming AGM to extend French Duncan's appointment for 1 year as External Auditors for 2023/2024. A Committee Member asked when the Finance Manager plans to tender this contract, he confirmed that he hopes to have this task underway by the end of this financial year.

## **6.5 Copperworks Bank Accounts**

Committee noted the content of report (copy available). Committee approved the recommendation to close Copperworks Bank Account and transfer all remaining balances and debits to Spire View. A Committee Member asked if this was part of the ToE plan. The Director confirmed that it is a requirement of the Financial Regulations to get Committee approval before closing a bank account.

## **7.0 DEPUTE DIRECTOR / MAINTENANCE / DEVELOPMENT REPORTS**

### **7.1 Planned / Cyclical Maintenance Report**

Committee noted the content of report (copy available)

The Depute Director highlighted the content of section 4.1.2 and advised that remedial works at Gadshill Street were now complete, and the Final Account has been issued and signed. This contract came in under budget.

A Committee Member raised an issue with complaints with the Grounds Maintenance Contract. The Depute Director advised that she was aware of some minor issues recently but was not aware of any issue previously. She will discuss this further with the maintenance team. She went on to advise that this Contract would be retendered next year, and consideration is also being given to an in-house Estate Management Service albeit, it is unlikely this would be in place for some time.

## **7.2 Investment Strategy 2024 - 2027**

Committee noted the content of report (copy available) Committee approved the proposed Investment Plan for 2024-2027 and provided authority to the Depute Director to proceed with a 3-year procurement exercise with the option for a further 2 years.

Committee approved the appointment of Reid Associates to assist with the procurement process.

## **7.3 Roystonhill Masterplan**

The Depute Director outlined the background to this whereby Copperworks had been working with RDT over the past few years to try to progress a housing development on the Millburn Centre site and the grassed area owned by Copperworks next to the Blue Roof. However, negotiations with Glasgow City Council had come to an impasse whereby Planning and NRS had opposing views in relation to refurbishment/new build. Planning were insisting on retention of the Millburn Centre and NRS had advised they would not fund a refurbishment given the excessive costs involved. Therefore, the masterplan had been parked to allow other considerations to take place by RDT and also to allow the transfer process to conclude. However, Copperworks were approached recently by Glasgow City Council to submit a strategy and development funding plan for the site to enable them to include this in the Social Housing Investment Plan (SHIP) and this would allow the project to remain on their radar (even though no commitment is in place from any party at this time).

Meantime, City Property (who currently own the Millburn Centre) have advised RDT that they plan to go to the open market to try to sell the building. The Depute Director will provide further updates as more information becomes available.

## **7.4 Triangle Site**

The Depute Director advised that The Scottish Government has confirmed approval of the funding for works at the Triangle Site. However, this needs ratified by Glasgow City Council and unfortunately, the Committee meeting where this will be discussed has been postponed until 31<sup>st</sup> August 2023. Once confirmed, the legal agreement will be provided and once this has been signed off, works can commence.

## **7.5 Insurance Report – Annual Update**

Committee noted the content of report (copy available) and provided approval for the Depute Director to instruct our Insurance Broker, Bruce Stevenson to negotiate a one-year extension to our current policy cover. The Depute Director will report back on costs in September 2023.

## **8.0 POLICY REVIEW**

### **8.1 Flexi Time Policy**

Committee noted the content of report (copy available). Committee considered the draft Flexi Time Policy and agreed to the adoption and implementation of this Policy.

### **8.2 Tenant Bonus Scheme Policy**

Committee noted the content of report (copy available). A Committee Member asked if the association has budgeted for the implementation of a tenant bonus scheme. The Finance Manager advised that this had been built into the budget. They then asked who would qualify for this scheme, the Housing Manager went over appendix 1 which detailed 12 'rules' tenants must abide by to qualify. The Housing Manager confirmed that tenants will be given 2 warnings before being removed from the scheme, she also advised that the implementation of this scheme will be pro rata for tenants joining part the way through the year.

Committee considered this information and agreed to the adoption and implementation of this policy.

### **8.3 Membership Policy**

Committee noted the content of report (copy available). Committee considered the revised draft Membership Policy and agreed to the adoption and implementation of this revised Policy.

### **8.4 Equality & Human Rights Strategy and Action Plan**

The Corporate Governance Officer advised that she had prepared a draft Equality & Human Rights Strategy and Action Plan and sent this to Alex Cameron from Quinn Internal Auditors for consideration/comment. Alex has now responded but too late to allow consideration of the changes he recommended before tonight's meeting. This Policy will therefore be presented to Committee in September 2023.

#### **8.5 Dignity at Work Policy**

Committee noted the content of report (copy available). Committee considered the revised draft Dignity at Work Policy and agreed to the adoption and implementation of this revised policy.

*Standing orders were called at 6.43pm.*

#### **8.6 Alcohol and Substance Misuse Policy**

Committee noted the content of report (copy available). Committee considered the revised draft Alcohol and Substance Misuse Policy and agreed to the adoption and implementation of this revised policy.

#### **8.7 Estate Management Policy**

Committee noted the content of report (copy available). Committee considered the revised Estate Management Policy and agreed to the adoption and implementation of this policy.

#### **9.0 DATE & TIME of NEXT MEETING**

The next hybrid Management Committee meeting will take place on Tuesday 26<sup>th</sup> September at 5.30pm in the office at 43 Tharsis Street / via zoom.

A discussion on future meeting times took place as a few Committee Members advised that Monday at 5pm would not suit them. Committee agreed that a discussion on future meeting dates and times would take place at the next meeting.

#### **10.0 ANY OTHER COMPETENT BUSINESS**

##### **10.1 Community Links Scotland –Place Standard Tool**

The Director advised Committee that Stephen Singer from Community Links Scotland has requested to meet with local Committee members, as well as others if they wish to attend. The purpose of the meeting is to complete the Place Standard Tool which is a survey that explores people's thoughts and views on their local community and the services on offer etc. . This exercise will help inform an update of the Hub's Business Plan as well as a Community Action Plan and would help support future funding bids. Committee considered this request and advised that a meeting could be held at 4.30pm on 26<sup>th</sup> September 2023. Stephen will also be attending the staff meeting on 7<sup>th</sup> September to go over this survey with the staff team..

##### **10.2 HR Update**

The Director reminded Committee that an email had been sent from the Depute Director following a recent HR issue addressed by senior staff and the Staffing Sub-Committee. Those members present acknowledged receipt of this email.

##### **10.3 Committee Papers**

A Committee Member advised that he felt the size and length of Committee papers were excessive, and asked if it was possible to condense these. The Director advised that the ToE has generated lengthy reports however she will do her best to reduce this going forward. She also advised that consideration could be given to scheduling a separate meeting to consider policy reviews to allow us to get these all up to date. The Director advised that she would look to arrange this in the coming months if it becomes apparent that including policies in the Committee papers would be too much.

##### **10.4 EVH Employer Consultation – Pay Award 2024**

The Director advised that she has received correspondence from EVH with a board member consultation. She advised that the Corporate Governance Officer would circulate this to the Committee and urged everyone to respond with their views. Once these responses were collated, they would be forwarded to EVH.

Meeting closed at 7.00pm

Minute taken by Gillian Spence

I certify that the above minute has been approved as a true and accurate reflection of the proceedings.

Signed (Chair)

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Date

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