

**PARAGON HOUSING ASSOCIATION LIMITED**

Minutes of Management Committee meeting

Online Video Conference Meeting

19 August 2020

Present: J Anderson  
E Campbell  
M Hesketh  
L Hesketh  
K Menzies  
M Richards  
F Speirs  
F Wallace

Staff: M Torrance  
P Milne  
E Mathershaw  
M Binnie

Observer: S Young

Kelly Adams, RSM attended part of the meeting to cover agenda item 5a.

**GOVERNANCE / MINUTES ETC**

**1. APOLOGIES**

R Murray  
E McNie  
S Robertson (SLA)  
W Baxter (staff)

**2. COMPOSITION OF COMMITTEE**

S Young was welcomed to the meeting as an observer. S Young has expressed an interest in joining the management committee.

There are no changes to the composition of the committee.

**3. MANAGEMENT COMMITTEE CALENDAR**

No changes

**4. GOVERNANCE ITEMS**

**Attendance** – no issues

**Membership** - No membership applications or cancellations.

**Register of Interests** – No changes

**Code of Conduct** - No issues

**Notifiable Events** – 2 reported to SHR on 23<sup>rd</sup> March and 16<sup>th</sup> April regarding service disruption due to covid.

**Registers Report** – M Torrance advised that under the Association's Rule 68 – Registers, as secretary she must confirm in writing to the management committee that rules 62 - 67 have been followed before the AGM.

A report on the registers had been included in the papers.

The committee were asked to note the report and agree registers have been kept in accordance with rules 62 – 67. ***The report was received.***

**4a. Minutes of Previous Meeting 29<sup>th</sup> July 2020**

There were no amendments to the minutes.

Proposed: M Richards

Seconded: M Hesketh

***Minutes Approved***

**4b. Matters Arising**

Covered in agenda

**5. BUSINESS ITEMS**

**5a. Approval of Annual Accounts**

Kelly Adams advised that the audit report was a clean and unqualified report.

Kelly Adams provided commentary to the Final Audit Findings report.

It was noted that the outstanding review by RSM noted on page 3 is taking place 20<sup>th</sup> August.

The Association is still a going concern with extra concerns this year with covid. Auditors content with assumptions made.

The accounts contain all the necessary disclosures including those on covid.

M Torrance is currently updating the risk register and sought clarification that FRS102 requirements taken account of and worked through so it is now a reduced risk. Agreed.

Kelly Adams explained that due to covid there is an increase in fees for the audit this year. Due to remote working, RSM and the Association's staff spent additional time on the Audit. It was noted that this additional cost is to be shared equally by RSM and the Association.

In the Annual Accounts the Audit Fee and fees for other services provided by RSM are separately identified in the Notes to the Accounts.

***Committee members approved the 2019/20 annual accounts.***

*Note - Kelly Adams left the meeting.*

#### **5b. Coronavirus Pandemic – Situation Response Update**

An update was given on the responses from the tenant telephone surveys carried out by Knowledge Partnership. There has been an issue with having the up to date telephone number for tenants. The survey results will be fed back to tenants.

It was noted that Facebook traffic through messenger has increased.

M Torrance is part of the Scottish Housing Network's working party looking at digital services.

There was discussion on the route map to restoring services and managing risk.

It was noted TMG are now carrying out routine repairs and an update was given on other contracts.

The management committee thanked everyone for all their hard work.

#### **5c. AGM 2020 Arrangements**

The F&GP had reviewed the AGM arrangements and it will be held on Wednesday 23<sup>rd</sup> September at 6.00pm.

There are currently 11 members on the management committee from a potential maximum of 15. There are 10 members fully elected and 1 casual vacancy member in post. From the 10 members fully elected under the rules of the Association 1/3<sup>rd</sup> of the Management Committee are required to retire.

Therefore there are 3 required to step down and this is determined by the longest serving which is J Anderson and S Robertson. E Campbell volunteered to step down.

**5d. SHR Guidance Update & Response to Consultation on Regulation Arrangements Covid 19**

The F&GP sub committee had discussed and formulated a response which was submitted to the SHR.

**5e. Development Update**

Continuing discussion on potential site and 1 BBOOM is in the pipeline with expected completion date by the end of August.

**5f. Key Performance Indicators (KPI) Q1 2020-21**

Commentary was provided to the KPI report.

*Note - S Young left the meeting.*

***Standing Orders suspended to allow business to be taken out of order***

**8b. External Audit Tender**

M Torrance passed on her thanks to the audit sub committee for all the work done on the review of the audit provision.

A tender was issued through Public Contract's Scotland website and six responses were received. The Audit committee evaluated the tenders received based on a marking system supported by the consultant quantity surveyors. The evaluation was based on a 30% cost / 70% quality basis. Quality interviews were held and the preferred firm was RSM.

Kelly Adams of RSM has been the audit principal overseeing the audit the last few years therefore in line with good practice there will be a change of audit principal to ensure continuing independence.

***Committee members agreed to the re-appointment of RSM UK Audit LLP as external auditors which will be subject to members approving at the AGM.***

*Note - M Hesketh and L Hesketh left the meeting.*

**5g. Annual Risk Review & Fraud Risk Review**

The audit sub committee would usually go through the annual update of the risk register, however as they have been involved in the external audit review it is being brought directly to management committee for review.

There are covid elements now to be considered and these were discussed. These have not been identified separately as they attach to existing risks

identified. There was discussion on impact and actions proposed to mitigate  
The top risks were highlighted

The Risk Review was approved

Fraud Risk Review – noted changes in risk levels. Have reinstated 2 person mail opening processes and F&I Manager producing Credit Card procedures as more frequent use in current situation. Noted approach being taken around working patterns during covid restrictions.

## **6. FINANCE & GENERAL PURPOSES**

### **6a. Finance & General Purposes**

The minutes of the last meeting held on 12<sup>th</sup> August 2020 still to be issued.

The F&GP sub committee will meet in September to progress the Annual Assurance Statement planning. Awaiting SHR guidance before setting a date for approval.

### **6b. Q1 Management Accounts**

P Milne took members through the report and advised that the accounts were sent to the lenders on time and all covenants are compliant.

The surplus for Quarter 1 is £657k.

There is no expenditure on planned maintenance in Quarter 1.

***Committee members approved the Q1 management accounts.***

### **6c. Pensions Update**

The pension consultation was considered by the F&GP sub committee on 12<sup>th</sup> August.

A draft working group remit was developed proposing a mix of staff and committee members on the group. F Wallace and M Richards have volunteered to be in the working group. Staff will be asked if they are interested in taking part in the working group. Ideally 1 other Management Committee member would be welcome and members were asked to consider and express an interest

The status is that of a working group and not constitute the formal consultation process with staff .

## **7. HOUSING MANAGEMENT & INVESTMENT**

## **7a. Housing Management & Investment**

The HM&I sub committee held a virtual meeting on the 18<sup>th</sup> August.

## **7b. Arrears/Voids/Repairs**

E Mathershaw advised that figures were covered as part of the KPIs and were discussed at the HM&I sub committee.

The Tenant Participation Strategy has been issued to the 3 Local Authorities for comment.

The Tenant Scrutiny group met with Sharon Donahoe from TIS who highlighted the TIS awards scheme. It was AGREED to nominate the panel for an award in recognition of their hard work and progress.

## **7c. Programme Report**

An update was given under agenda item 5b on contract progress.

The HM&I sub committee are meeting for a briefing on Tuesday 15<sup>th</sup> September and this will be open to all management committee members who wish to attend.

## **8. COST PLAN / TENDERS**

### **8a. Gas Boiler / Sanitary Ware Replacement – Proposed Negotiation**

The negotiations with the incumbent contractors have commenced and a report will be brought to the next meeting.

## **9. AUDIT COMMITTEE**

### **9a. Audit Committee**

The last meeting was held on 5<sup>th</sup> August 2020 and draft minutes noted.

### **9b. Internal Audit Programme**

The final version of the follow up report has just been received and the audit sub committee will review progress.

The 2020/21 programme has been agreed and visit dates are to be scheduled

## **10. HEALTH & SAFETY**

### **10a. Health & Safety Committee**

The last meeting of the H&S sub committee meeting was on 5<sup>th</sup> March 2020 Minutes have been previously circulated. A meeting date is to be arranged as May meeting cancelled .Noted ACS H&S Audit due in April to be rearranged.

## **11. POLICY**

### **11a. Abandonment Policy**

Not due for review but looked at in terms of how covid has affected procedural issues. The review has taken longer than expected and a report will be brought to the next meeting.

## **12. TRAINING & DEVELOPMENT**

### **12a. Committee Member Training Qualification**

M Torrance will look to organise a zoom training session for committee members on using One Drive.

Committee member qualification was discussed.

### **12b. Committee Appraisals**

M Torrance and F Wallace will arrange committee members appraisal dates.

## **13. ANY OTHER BUSINESS**

The below two policies have been updated on recommendation from our Data Protection Officer.

- Data Retention Policy – now includes more information on personal data
- Data Breach Notification Policy – minimal changes to wording

Committee members noted changes and **APPROVED** the policies.

## **14. DATE OF NEXT MEETING**

The next scheduled meeting is on 16<sup>th</sup> September however this will only be held if there is business required to be dealt with before the AGM.

The AGM will be held on Wednesday 23<sup>rd</sup> September 2020 at 6pm.

<b>Signed: Chairperson</b>	
<b>Date:</b>	