

**Dunbritton Housing Association Ltd.  
Minutes of Meeting of Management Board  
held at 6.00 pm on Wednesday 23 August 2023  
in the Boardroom and via Zoom**

**Present:** S. MacQuire (SMacQ) Chair; E. McCurdy (EM) Vice-Chair; A. Cameron (AC); A. Tuach (AT); B. Mochan (BM); C. Chalk (CC); G. Mulvaney (GMu); I. Davie (ID); S. Humphreys (SH).

**In attendance:** A. Murphy (AM) Chief Executive Officer; H. Maitz (HM) Finance Manager; P. Sweeney (PS) Asset Manager; R. Murray (RM) Housing Services Manager; D. Wilson (DW) Corporate Services Manager; E. MacDonald (EMacD) MacDonald-Cameron; P. Morrice (PM) (Alexander Sloan).

<p><b>1. Welcome, Apologies and Declarations of Interest</b></p> <p>SMacQ welcomed everyone to the meeting.</p> <p>Apologies were received from: J. Smillie (JS); F. Clark (FC); S. Aitken (SA); and C. Samain (CS).</p>	<p><b>ACTION BY</b></p>
<p><b>2. Minutes of Previous Meeting</b></p> <p>The minutes of the meeting of 21 June were proposed as a true record by EM and seconded by AT.</p>	
<p><b>3. Matters Arising</b></p> <p>Page 2, under Housing Software, DW confirmed that we have met with HomeMaster and had workshops to configure the system. These are progressing positively, however, there is still a lot of work required from staff from now until February.</p> <p><b>*CONFIDENTIAL INFORMATION REDACTED FOR PUBLICATION*</b></p> <p>Page 4, under ‘Dolly Parton’s Imagination Library’ DW confirmed that we now have 48 children signed up for the scheme.</p>	
<p><b>4. Chief Executive Officer</b></p> <p>a) <u>Development update</u></p> <p>EMacD presented the Board with an update of the development programme.</p> <p><b>*CONFIDENTIAL INFORMATION REDACTED FOR PUBLICATION*</b></p>	

b) Internal Audit

AM shared the results of the recent audits that were conducted by the internal auditor highlighting that all audits received complete assurance.

The report was **noted**.

c) Key Performance Indicators

AM presented the quarter 1 KPI results. We didn't meet our targets for both indicators 2 and 4 and the reasons for this were explained.

AM advised that despite this, overall, all our stats were still very positive.

The report was **noted**.

d) Annual Return on the Charter

AM confirmed that the Association has continued to perform well across key indicators.

The report was **noted**.

e) SFHA Consultation response

AM advised that both SFHA and GWSF had recently issued their respective responses to the SHR discussion paper on the Regulation of Social Housing. AM confirmed the response by SFHA had been included with the Board paper, however the response for GWSF will be included with the minutes of the meeting.

AM will keep the Board updated.

The report was **noted**.

**5. Finance**

a) Annual Accounts report

HM introduced the year-end finance reports highlighting the Board's responsibilities when considering annual financial statements as well as: the management letter received from the external auditors, a response from the Association to the management letter, and the letter of representation to be sent from the Association to the external auditors.

a) Annual Accounts

HM introduced Phil Morrice of Alexander Sloan (External Auditors). PM took the Board through the financial statements in detail. He confirmed that there has been no change to this format from previous years. The statements detail the Board's responsibilities, the financial controls that are in place as required by the Scottish Housing Regulator, going concerns, and confirmation that there are no financial weaknesses.

He confirmed that the auditors did not find any financial weaknesses and the statements provide a clean audit. There is no matters that the auditors are required to report to the members.

The accounts confirmed that turnover is currently up at 2.95% to £6.48 million, operating costs at £4.733 million, and operating surplus stands at £1.725 million. This leaves a surplus of £1.182 million.

PM confirmed that the organisation is in a strong financial position and can meet all its debts.

PM presented the Annual Accounts and detailed that there were no issues to report.

PM confirmed it was another clean audit for the year.

AT asked what were the 'other tangible assets' detailed on p19?

PM confirmed that this covered areas such as the office, computers, furniture etc.

The report was **noted** and the Annual Accounts were **approved**.

b) Audit Management Letter

PM advised that the audit for the year ending 31 March 2023 had no issues identified to be brought to the Board's attention.

The letter attached was **approved** by the Board.

c) Letter of Representation to Auditor

PM explained that on an annual basis, the Board signs a Letter of Representation (provided by the auditors). PM advised that this is to allow the Board to declare in writing that the Financial Statements and other presentations to the auditors are sufficient and appropriate to the best of the Board's knowledge.

The Board agreed that they were happy for the Chair and Secretary to sign the letter.

The letter of representation was **noted**.

**At this point, PM left the meeting.**

d) DHA Response to Management Letter

HM asked the Board to approve the letter of response to Alexander Sloan.

The response was **approved**, and the Chair shall sign on behalf of the Board.

e) DCL Annual A/Cs

HM confirmed that there was no movement from the previous year, that no changes have been made within the DCL Annual Accounts and that this is a dormant company.

The report was **approved**, and the Chair and Secretary shall sign this.

f) Management Accounts report quarter 1

HM updated the Board with a comparison between the estimated and actual financial position as of 30 June 2023. HM also confirmed that there are no issues in terms of loan covenant compliance.

The Management Accounts were **approved**.

g) Quarter 1 Management Accounts 2023

HM updated the Board on quarter 1 Management Accounts.

GMu asked what the overspend was for professional fees and what the underspend was for salaries.

HM confirmed that the overspending on professional fees is due to Procurement services, some of the developments such as legal costs, amended planning costs, etc loan fees for the property portfolio. HM confirmed that would be capitalised if the development goes ahead.

HM also confirmed that the underspend in salaries is due to the timing of a maternity leave which will show within the next quarter.

The Management Accounts were **approved**.

**6. Corporate Services & Governance**

a) Annual General Meeting Arrangements

DW confirmed that the AGM will be held on 20 September 2023, at 6 p.m. at The Abbotsford Hotel in Dumbarton and via Zoom.

DW also confirmed that the 28-day letter has now been sent out and the members should have already received this.

The report was **noted**.

b) Membership Applications and Cancellations

DW advised that we have one cancellation therefore our membership number now sits at **88**.

The report was **noted**.

c) Secretary Report on Compliance with Rules 62-67

DW (as secretary) assured the Board that Rules 62-67 are being followed.

DW also confirmed that all Board papers have been sent and signed in line with rule 68.

The report was **noted**.

**7. Asset Management**

a) Procurement Update

PS updated the Board in relation to procurement and awarded contracts from August 2022 to August 2023.

**\*CONFIDENTIAL INFORMATION REDACTED FOR PUBLICATION\***

The report was **noted**.

b) Health and Safety Matrix

PS presented the matrix to the Board and drew their attention to the comments within the report as these explain the risks that were reported.

The report was **noted**.

c) Dampness and Mould Register

PS presented the register to the Board.

<p>The report was <b>noted</b>.</p> <p>d) Asset Management Presentation</p> <p>PS presented a comprehensive update of all areas of Asset Management, including:</p> <ul style="list-style-type: none"> <li>• Procurement</li> <li>• SHQS Compliance</li> <li>• EESSH2 Compliance/Net Zero</li> <li>• Reactive Repairs Service</li> <li>• Cyclical Works</li> <li>• Planned Works</li> <li>• Medical Adaptations</li> </ul>	
<p><b>8. Updates Policies</b></p> <p>a) <u>New Policies</u></p> <p>8.a.1 Personal Relationships</p> <p>The Personal Relationships Policy was <b>approved</b>.</p> <p>8.a.2 Sexual Harassment</p> <p>DW detailed that legislation is being updated that will increase the responsibility of the Board, as an employer, to protect staff from sexual harassment. He detailed that this policy reflects a proactive response to the coming legislation. DW detailed that pre meeting SH had suggested that we change the definition used to the more comprehensive definition provided by the Scottish Government and he would circulate this for agreement post meeting.</p> <p>The Sexual Harassment Policy was <b>approved</b>.</p> <p>b) <u>Updated Policies</u></p> <p>8.b.1 Complaints and Behaviours</p> <p>The Complaints and Behaviours Policy was <b>approved</b>.</p> <p>8.b.2 Attendance Management</p> <p><b>*CONFIDENTIAL INFORMATION REDACTED FOR PUBLICATION*</b></p> <p>The Attendance Management Policy was <b>approved</b>.</p> <p>8.b.3 Code of Conduct for Board Members</p> <p>The Code of Conduct for Board Members Policy was <b>approved</b>.</p>	

<p>8.b.4 Entitlements Payments and Benefits</p> <p>The Entitlements Payments and Benefits Policy was <b>approved</b>.</p> <p>8.b.5 Board Recruitment</p> <p>The Board Recruitment Policy was <b>approved</b>.</p>	
<p><b>9. A.O.C.B</b></p> <p>There was no A.O.C.B</p>	
<p><b>12. Date of next meeting</b></p> <p><b>AGM - 20 September 2023</b></p>	