



**MINUTE OF BOARD OF DIRECTORS MEETING
HELD ON WEDNESDAY 18 NOVEMBER 2020
AT 10.30AM VIA VIDEOCONFERENCE**

Members present: Maureen Dowden (Chair), John Henderson, Heather MacNaughton, John McCraw and George Thorley

In attendance: Matthew Foreman (Managing Director), Steven Henderson (Group Director of Finance, Wheatley Group), Anthony Allison (Director of Governance, Wheatley Group), Jackie McIntosh (Director of Property Development and Initiatives, Wheatley Group – item 5 only), Martin Gill (Head of Housing – item 8 only) and Lorna McCubbin (Head of Asset Investment and Compliance – item 10b only)

1. Apologies for absence

There were no apologies for absence. It was noted that non-attending members had all received the papers and given the opportunity to provide feedback.

2. Declarations of interest

The Board noted that there were no new declarations of interest.

3. Minutes of Board of Management meeting of 12 August 2020

Decided: The Board approved the minute of the Board meeting of 12 August 2020.

4. Coronavirus (COVID-19): Scotland's Strategic Framework (Presentation)

The Board received an update on the recently published 'Scotland's Strategic Framework' and: the implications for our service mobilisation across the tiers; shielding guidance; and our wider approach to staff infections and exposures.

The Board considered the update, the implications for our service delivery and particularly welcomed the clear guidance for staff.

Decided: The Board noted the presentation.

5. DGHP strategy 2021-26

The Board were provided with a summary of the strategy sessions held by the Board and the subsequently developed draft 2021-26 strategy, *Your Home, Your Community and Your Future*. It was noted the strategy name was being replicated at Group level and was developed directly from the Board's suggestion.

The Board recognised the significance of our first 5-year strategy and the formal documentation of our partnership commitments.

The Board discussed the strategy, in particular the way we set out our ambitions in relation to areas where we will be working in partnership or collaboratively with the Local Authority and Health Authorities. It was agreed that the wording should be refined to better reflect the collaborative and partnership nature of elements we will not directly deliver on our own.

The Board further reviewed the strategy and agreed the wording more prominently reflect our focus on quality and more focussed in relation to our values.

The Board discussed the wider demographic of the region, what we can do within our strategy to help retain and attract young people and how this is reflected in the strategy.

It was agreed that Key Performance Indicators should either state the baseline or have a target number to achieve.

The Board discussed the approach to engaging staff and the need to ensure staff understand the strategy has been led and agreed by the DGHP Board.

It was agreed the Board's feedback be reflected in the document, agreed by the Chair and circulated to Board members in its final form.

Decided: The Board

- 1) noted the feedback from the Board strategy workshops;**
- 2) agreed, subject to the Board's feedback being incorporated and agreed by the Chair, the DGHP 5 year strategy; *Your Home, Your Community, Your Future*, and**
- 3) noted the proposed approach to staff, customer and stakeholder engagement.**

6. Staff survey during lockdown, summer 2020

The Board received an update on the results of the survey held in the summer to understand staff experience during the first four months of lockdown and how we are using the feedback to shape our future ways of working. The Board received a further update on specific local feedback.

The Board discussed the importance of home working continuing to be joined up and collaborative across the organisation. It was confirmed this has been a continued focus as well as within the wider Group, including through participation in Communities of Excellence.

The Board reiterated the need to ensure we understand our health and safety obligations in relation to home working. It was confirmed that we have a range support and guidance in place and this will be further formalised as part of the new operating model.

It was confirmed that we continue to engage with staff on an ongoing basis and recognise the importance of the role of leaders supporting staff and responding to feedback.

Decided: The Board noted the contents of the report.

7. DGHP 'Time to Excel' Transformation Update and our Future Operating Model

The Board received an update on progress to date with our Transformation Plan and a summary of proposals to accelerate some elements to reflect key changes planned in our future strategy.

The Board sought an update on external works being undertaken and whether contractors were crossing Local Authority boundaries. It was confirmed external works were primarily insulation and that we are seeking clarity regarding contractors staff crossing boundaries.

The Board discussed the proposed corporate estate proposals and welcomed the focus on areas most convenient for tenants.

The Board welcomed the progress to date recruiting new staff and sought an update on our plans for engaging our trade union partners on flexible working. It was confirmed trade union engagement was part of the next stage.

The Board discussed the need to maintain a focus on equalities implications in the operating model. It was explained that we recognise in areas such as leadership and personal development we will need to refine our approach and that the collaborative spaces under our hub model will support this.

Decided: The Board

- 1) noted the significant progress made against the 'Time to Excel' Transformation Plan; and**
- 2) agreed the principles for our new operating model set out in the paper and the proposed office structure with office locations based in Dumfries and Stranraer.**

8. Arrears and Voids Process Review

The Board received a presentation updating them on the review of our arrears and voids processes and the work undertaken to improve our processes and procedures in collaboration with the Group.

The Board welcomed the progress to date and the focus on ensuring staff have the appropriate skills for income collection when assuming that responsibility.

Decided: The Board noted the progress of the work undertaken by the Arrears and Voids review group.

9. 2021 RSL Rent Setting

The Board considered the approach to the 2021 rent increase and how we intend to consult tenants on the proposals. It was noted that our rent plans were well known by tenants having been highly publicised through the partnership process and ballot.

Decided: The Board agreed that we consult tenants on a 2% rent increase in line with our partnership commitment.

10. A) Business and remobilisation update

The Board received an update on our ongoing response to the impact of the pandemic on our services, our tenants and communities. In particular, the Board were updated on our letting activity, including prioritisation of lets to homelessness, and rental income.

The Board commended the backlog of gas safety check being cleared and discussed the level of lets to homeless. It was confirmed that a large proportion of lets were matched with the Local Authority and are currently approximately 47% to homelessness cases.

Decided: The Board noted the update.

10. B) Building compliance update

The Board received a detailed update on each of our building compliance work streams, within the context of the restrictions which have and are currently in place.

The Board discussed the progress to date and strong focus we continue to have on compliance activity. It was agreed our approach remained appropriate, but requires to respond to prevailing restrictions.

Decided: The Board noted the contents of the report agreed the proposed approach to compliance related works.

11. Delivery Plan 2020/21 and Quarter 2 Performance

The Board were updated on performance for the year to date and the Delivery Plan approach for 2020/21, including phased targets.

The Board discussed the phased approach, recognising that restrictions impacting performance and the anticipated timescale for Scottish Housing Quality Standard ("SHQS") compliance. It was confirmed the SHQS compliance requirements related to internal works and as such are not permissible at present.

Decided: The Board approved the phased targets and delivery plan for 2020/21.

12. Finance Report

The Board received a summary of financial performance for the year to date and the proposed approach to cash management.

The Board discussed the accounting treatment and assumptions regarding the Coronavirus Job Retention Scheme. It was confirmed we have adopted a highly prudent approach in our assumptions.

The Board discussed the variation in relation to the Transformation Programme costs. It was confirmed these were one off costs and would be reflected in future budgets accordingly.

Decided: The Board

**1) noted the Finance Report for the period to 30 September 2020;
2) noted the covenant measures for the second quarter of 2020/21; and
3) Considered the Close Brothers Limited General Terms and Conditions (The 'General Terms and Conditions') and other documents which Close Brothers Limited has provided and:**

**1. appointed the Close Brothers Limited as the Company's bankers;
2. accepted the General Terms and Conditions and agreed to confirm such acceptance to the Bank by completing the Bank's Account Mandate form and the account application form(s)**

3. approved Steven Henderson and Samantha Bett as Authorised Officials to individually to give instructions relating to the operation of the accounts with Close Brothers Limited, in accordance with the security procedures set out in the General Terms and Conditions

4. noted that

- the Bank is entitled to act on all instructions given by an Authorised Official in accordance with the Bank's security procedures until the Company notifies the Bank that the Authorised Official is no longer authorised to act for it.

- Instructions to amend customer static data can only be provided to the Bank in writing and must be signed by an Authorised Officials. The Authorised Officials. Fax, email or telephone requests will not be accepted. Instructions to make payments on an account can be provided by Authorised Officials in any way permitted by the General Terms and Conditions.

- It is the responsibility of the Company to advise the Bank of any changes to Authorised Officials. The Authorised Officials will remain in place until such time as you update us and confirm the removal, or addition of Authorised Officials. Any amendments to Authorised Officials must be made by providing the Bank with an updated Account Mandate form

- In the event of a dispute, Close Brothers Limited may request an extract from the board minutes of the company approving the appointment of the Authorised Officials

13. Governance update

The Board were updated on a range of governance related matters including recruitment and succession planning; Group Annual Assurance Statement; and DGHP Development Committee and Intragroup appointments.

It was confirmed John Henderson would join the Group Development Committee, subject to the relevant appointment paperwork, with immediate effect.

The Board discussed the updates and noted that they were consistent with previous discussions on the matters.

Decided: The Board

- 1) Approved the proposed skills and experience profiles for the 2 Non-Executive Director vacancies;
- 2) Approved the recruitment panel for the Non-Executive Director recruitment;
- 3) Approved the winding up of the Development Committee and immediate transition to the Group development governance arrangements;
- 4) Noted the intragroup appointments and that they satisfy the associated partnership commitment; and
- 5) Noted the Group Assurance Statement.

14. Risk Register

The Board reviewed the updated DGHP Corporate Risk Register and agreed it reflected our current risk profile and operating context.

Decided: The Board approved the revised Corporate Risk Register and confirmed it appropriately captures the current corporate risks.

15. Assurance update

The Board were provided with a status updated on the delivery of the Group's Internal Audit work for 2020/21.

Decided: The Board noted the contents of the report.

16. AOCB

The Board were updated on a contribution to Aberlour and recognised the retirement of Jayne Moore. The Board placed on record its recognition of Jayne's dedicated service to DGHP and our tenants.

SIGNED:

DATE: