

**Minutes of Shire Board Meeting  
Held on 26 June 2024  
at 18:00 via Teams**

**PRESENT:** S Roberts (Chair), W Gallacher (Vice Chair), H Carr (Convenor of the Audit Committee), N Allan, L Logan, R Patterson

**CHAIR:** S Roberts (Chair)

**IN ATTENDANCE:** J Munro (Chief Executive, CE)  
C Donnelly (Director of Corporate Services, DCOR)  
J Allison (Director of Housing, DH)  
M Scott (Asset Manager, AM)  
J McLelland (Minute Secretary, MS)  
E Vorsterman (Care and Repair Manager, CRM)  
D Loudon (Digital Bark)  
M Abbott (Brown and Wallace)  
I McKnight (Observer)

**APOLOGIES:** R Morris, W Paterson and W Pring.

**ABSENT:** None.

**Leave of Absence:** S Lowrie and B Cuthbertson

**The meeting commenced at 18.00**

**The Chair welcomed attendees to the meeting. The Board agreed for Items 3.1 and 3.2 to be taken at the beginning of the meeting.**

Item		Action
1.0	<b>Formal Business</b>	
1.1	<u>Apologies</u>	
	Apologies were received from R Morris, W Paterson and W Pring.	
	The Board acknowledged S Lowrie’s ongoing Leave of Absence, which was extended and reaffirmed on 24 April 2024.	
	The Board acknowledged B Cuthbertson’s ongoing Leave of Absence, which was extended and reaffirmed on 29 May 2024.	
1.2	<u>Declaration of Interest</u>	
	None.	
1.3	<u>Minutes of the Meeting held on 29 May 2024</u>	
	The Chair presented the minute and invited any comments or corrections.	
	<b>The Board approved the minute as a true and accurate record of the meeting of 29 May 2024.</b>	

Item		Action
1.4	<p><u>Action Plan</u></p> <ul style="list-style-type: none"> <li>- Item 1.8 – Electronic Signatures: Th GA advised that 2 signatures are required to complete this action. The GA will follow up with Board members to ensure electronic signatures are held for all Board members.</li> <li>- Item 3.1 – Damp and Mould The AM confirmed that the Damp and Mould key performance indicators will be presented to the Board in August 2024. The AM provided a brief update on Damp and Mould cases for April 2024 and May 2024, advising that there were 7 reported cases.</li> </ul> <p><b>The Board noted the content of the Action Plan.</b></p>	
1.5	<p><u>Matters Arising</u> None.</p>	
1.6	<p><u>Notifiable Events</u> None.</p>	
1.7	<p><u>Membership Report</u> The CE presented the report to the Board. The purpose of the report was to advise the Board of membership applications, withdrawals, and terminations, in line with the Model Rules 2020.</p> <p>The CE advised that I McKnight is also interested in joining the Management Board. The CE recommended that I McKnight joins the Board as a fixed term appointee.</p> <p><b>The Board approved the membership application. The Board approved the fixed term appointment of I McKnight to the Management Board, until September 2027, subject to completing the necessary paperwork.</b></p>	
1.8	<p><u>Health &amp; Safety Report</u> The AM presented the report to the Board. The purpose of the report was to update Board Members on Health and Safety matters since the last report on 29 May 2024. The AM confirmed that no general office related Health and Safety issues have occurred since the last meeting in May 2024.</p> <p>The AM highlighted the potential accident claim and confirmed that the Association’s insurers are currently carrying out checks to ascertain if the Association has any liability.</p> <p>The Board noted that, since writing the report, the gas servicing programme is now completed, with 100% compliance retained.</p> <p><b>The Board noted the content of the Health and Safety report</b></p>	

Item		Action
<p><b>2.0</b> 2.1</p>	<p><b>Items Requiring a Board Decision</b></p> <p><u>Approval of 2023/24 Financial Statements</u></p> <p>The DCOR introduced the report to the Board, advising that the Financial Statements are similar to the March 2024 Management Accounts already approved by the Board in April 2024.</p> <p>The Convenor of the Audit Committee advised that the Draft Financial Statements were reviewed in detail by the Audit Committee at their meeting on 18 June 2024, where they met with S Beattie, Audit Director from CT.</p> <p>S Beattie presented the findings of the External Auditor’s Report to the Audit Committee and advised that no points of concern were identified.</p> <p>The Convenor of the Audit Committee advised that the Letter of Representation is fully standard, with no specific additional representation required by the Board.</p> <p>The Board noted that a confidential session with S Beattie was held at the meeting of the Audit Committee on 18 June 2024. The feedback was very complimentary and highlighted that staff were cooperative and helpful throughout the audit process.</p> <p>The Board passed on their thanks to the DCOR and the Finance Officer (FO) for achieving a successful audit. The Board also thanked the Audit Committee for their scrutiny and expertise.</p> <p>The Board noted that the CE, Chair and Vice Chair will sign the Financial Statements electronically on Thursday 27 June 2024.</p> <p><b>The Board:</b></p> <ul style="list-style-type: none"> <li>• <b>Noted the contents of the Audit Summary Report.</b></li> <li>• <b>Approved the signing of the Financial Statements and the Letter of Representation.</b></li> <li>• <b>Noted the plan for approving the June 2024 Management Accounts.</b></li> </ul>	
<p>2.2</p>	<p><u>Void, Repair and Maintenance Contract Extension</u></p> <p>The AM presented the report to the Board. The purpose of the report was to update the Board on the current contract for reactive repairs, and to consider an extension for a further 12 months.</p> <p>The AM highlighted the significant performance improvements in terms of reactive repairs over the last nine months.</p> <p><b>Following discussion, the Board approved a 12-month extension to the Repair and Maintenance Contract with the Everwarm Group.</b></p>	

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2.3	<p><u>Amendment to Damp and Mould Policy</u> The DH presented the report to the Board. The purpose of the report was to seek approval for an amendment to the Damp and Mould Policy, following a small number of cases where dampness and mould were reported but access to the property was then denied by the tenant.</p> <p>The DH confirmed that the Association’s approach has been reviewed against legal advice and it has been concluded that it would be good practice to apply the procedures for forcing access as existing regulatory rule for gas servicing and Electrical Installation and Condition Reports (EICR). The amendment to the policy would help to mitigate risk to the Association from untreated damp and mould.</p> <p>The AM will liaise with I McKnight and N Allan to explore damp and mould detection technology and to establish if this would be beneficial to the Association.</p> <p><b>The Board approved the amendments to the Damp and Mould Policy.</b></p>	
3.0	<p><b>Items for Discussion</b></p>	
3.1	<p><u>Update on new system implementation</u> The DCOR introduced the report to the Board. The purpose of the report was to update the Board on the status on the new system implementation and wider project. The DCOR introduced D Loudon from Digital Bark.</p> <p>D Loudon provided the Board with an update on the implementation of the new system and confirmed that the project is progressing well, with great communication between the Association and the supplier. D Loudon confirmed that the project is on track to go live in March 2025.</p> <p>D Loudon confirmed that a highlight report will be available every month going forward.</p> <p>In terms of the governance of the project, the DCOR asked the Board how they would like to progress. The Board agreed that they would like the highlight report to be presented to the Board monthly, with D Loudon in attendance for major milestones or significant issues.</p> <p><b>The Board noted the update on the status of the project and agreed how the project should be governed by the Board.</b></p>	
3.2	<p><u>Office Project Update – Matt Abbott, Project Manager, Brown + Wallace</u> The CE introduced the report to the Board The purpose of the report was to update Board on the work of the Office Project Team.</p> <p>M Abbott provided the Board with an update on the office project, confirming that RIBA Stage 1 is now complete.</p>	

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3.3	<p>M Abbott confirmed that RIBA Stage 2 is now underway. The end goal of RIBA Stage 2 is to have a concept design with detailed and robust costings. This report will be presented to the Board in Sep/Oct 2024 and will help the Board to establish if the project is viable.</p> <p>M Abbott confirmed that RIBA Stage 2 will also see initial engagement with East Ayrshire Council in terms of planning, with any formal planning application being made during RIBA Stage 3.</p> <p>The Board discussed the possibility of looking at other available options. The CE advised that the outcome of RIBA Stage 2 may trigger an Options Appraisal.</p> <p>The DCOR confirmed that what the Association can afford to invest in an office is impacted by the requirements of EESSH 2. The DCOR also explained EBITDA MRI interest cover ratio to the Board.</p> <p>The Board welcomed the detailed report.</p> <p>It was agreed that the Office Working Group will meet with M Abbott over the summer.</p> <p><b>The Board noted the report and the challenge of building a new office. A report reviewing the project’s feasibility will be presented to the Board at the conclusion of RIBA Stage 2.</b></p> <p><u>Shire Group Structure Update</u></p> <p>The DH and the CRM presented the report to the Board. The purpose of the report was to update Board on progress with creating a potential Group Structure.</p> <p>The Board welcomed the report and the opportunity to expand the Care and Repair service but noted that significant work was still required to establish a preferred structure.</p> <p>The DH confirmed that the next stage of the proposal will include a more detailed report being presented to the Board.</p> <p>The CE confirmed that creating a Group Structure is a Notifiable Event and he will liaise with the Scottish Housing Regulator on this. Loan covenants also require approval of the Royal Bank of Scotland for a proposed Group Structure change.</p> <p><b>The Board noted the progress with the proposed move to a Group Structure as ideas are refined. The Board noted that a more detailed proposal will be presented to the Board for discussion and approval.</b></p>	
3.4	<p><u>Audit Committee Membership</u></p>	

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	<p>The CE presented the report to the Board. The purpose of the report was to advise the Board of a change to the membership of the Audit Committee.</p> <p>The CE advised the Board that L Logan has agreed to join the Audit Committee. The Audit Committee will meet in Sep/Oct 2024 to review the Assurance Map.</p> <p>The Convenor welcomed L Logan to the Audit Committee and advised that any additional volunteers would be welcome.</p> <p><b>The Board noted that L Logan is joining the Audit Committee.</b></p>	
<b>4.0</b>	<b>Reports for Information Only</b>	
4.1	<p><u>Verbal update on Audit Committee of 18 June 2024</u></p> <p>The Convenor of the Audit Committee provided a verbal update of the meeting of the Audit Committee of 18 June 2024 and confirmed that a private session was held with the Audit Committee with both the Internal and External Auditors. Feedback from both was very positive. The Board noted that the Audit Committee also signed off the revised final Damp and Mould Internal Audit report at the meeting.</p> <p><b>The Board noted the verbal update of the meeting of the Audit Committee on 18 June 2024.</b></p>	
5.0	<p><b>Training</b></p> <p>None.</p>	
6.0	<p><b>Deferred Items</b></p> <p>None.</p>	
7.0	<b>AOCB</b>	
7.1	<p><u>Stock Tour</u></p> <p>The CE confirmed that the Stock Tour has been arranged for Saturday 24 August 2024. The CE asked Board members confirm to the GA if they are able to attend.</p>	
7.2	<p><u>Nest Wellbeing Group</u></p> <p>N Allan advised the Board that he has been working with the Community Engagement Officer to arrange for the Nest Wellbeing Group to attend the Paddle Steamer Maid of the Loch.</p>	
7.3	<p><u>August 2024 Board Meeting</u></p> <p>The CE confirmed that an observer will be attending the meeting. The Chair advised that he will be submitting his apologies, with the Vice-Chair chairing the meeting.</p>	
8.0	<p><b>Date of Next Board Meeting:</b></p> <ul style="list-style-type: none"> <li>• <b>Wednesday 28 August 2024</b></li> </ul> <p><b>Venue: Teams</b></p>	

Item		Action
	<p><b>Meeting concluded at 19.43</b></p> <p>I confirm this Minute is a true and accurate record of the meeting: -</p> <p>Chair_____</p>	