

**CALVAY HOUSING ASSOCIATION MINUTES OF 2024/2025  
MANAGEMENT COMMITTEE: 17 OCTOBER 2024**

**1 SEDERUNT**

|                |                  |   |   |
|----------------|------------------|---|---|
| Present:       | Steven Blomer    | - | Chair   |
|                | Bryce Wilson     | - | Vice Chair  |
|                | Jim Munro        | - | Committee Member  |
|                | Gordon Laurie    | - | Appointed Member  |
|                | Helen Forsyth    | - | Appointed Member  |
|                | Lawrie West      | - | Appointed Member  |
|                | Geri Mogan       | - | Committee Member  |
|                | Peter Howden     | - | Committee Member  |
|                | Alison A'Hara    | - | Committee Member  |
|                | Michelle McGill  | - | Committee Member  |
|                | Janet Campbell   | - | Committee Member  |
|                | Margaret Scott   | - | Committee Member  |
| Apologies:     | Emma Connelly    | - | Committee Member  |
|                | Lauren Austin    | - | Committee Member  |
| In Attendance: | Nick Dangerfield | - | Director  |
|                | Derek Baker      | - | Operations Manager  |
|                | Tracy Boyle      | - | Corporate Services Manager  |
|                | Fiona Nicholl    | - | Finance Consultant, FMD<br>(Items 1-7, 8&9, 13)                   |
|                | Olwyn Gaffney    | - | Chief Operations Officer, Share<br>(Items 1-7, 9, 13)             |
|                | Mark McLintock   | - | Consultant, Main Street<br>Consulting (via Zoom)<br>(Item 9 only) |

**2 DECLARATIONS OF INTEREST**

There were no Declarations of Interest.

**3 MINUTES OF MANAGEMENT COMMITTEE MEETING HELD ON 15 AUGUST 2024 APPROVED**

The minutes of the Management Committee meeting held on 15 August 2024 were circulated to Committee prior to the meeting and noted. As there were no matters arising the minutes were approved on a motion by Gordon Laurie, seconded by Bryce Wilson.

**4 MINUTES OF MANAGEMENT COMMITTEE MEETING HELD ON 12 SEPTEMBER 2024 APPROVED**

The minutes of the Management Committee meeting held on 12 September 2024 were circulated to Committee prior to the meeting and noted. During consideration of these minutes the following items were noted:

**4. Declarations of Interest**

Further to a comment raised by a Committee Member, it was agreed that Declarations of Interest should immediately precede any business on the agenda. Staff to ensure that the agenda is amended accordingly for the meeting following next year's AGM.

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Otherwise the minutes were approved on a motion by Gordon Laurie, seconded by Geri Mogan.

**5 MATTERS ARISING**

There were no matters arising.

**6 MANAGEMENT COMMITTEE DECISIONS TRACKER – WRITTEN REPORT BY CORPORATE SERVICES MANAGER APPROVED**

A written report by the Corporate Services Manager was circulated to Committee prior to the meeting and noted.

Item 204 – to check if previous Chair emailed in his notes on succession planning. It was also noted that we are actively seeking a Committee Member with finance experience. SFHA hold a register of individuals interested in joining a Committee and our details have been passed on to two potential candidates. A Committee Member suggested using LinkedIn as another route.

The recommendations contained within the report were approved, with the exception of Item 204.

**7 REVIEW OF FIXED RATE LOAN OPTIONS – WRITTEN REPORT BY DIRECTOR/FINANCE CONSULTANT APPROVED**

A written report by the Director/Finance Consultant was circulated to Committee prior to the meeting and noted. The Finance Consultant advised that this was a follow up to discussions at the last Audit & Risk Sub Committee meeting.

Some considerable discussion took place on the Association's current position and options available, including breakage costs, compliance with Treasury Management Policy, covenant compliance and global uncertainty.

The recommendations within the report were approved, with the proviso that the rate should not exceed that stated in the report.

The Chair agreed to bring forward Item 9 on the agenda and Mark McLintock from Main Street Consulting joined the meeting.

**9 FACTORING MANAGEMENT CHARGES – WRITTEN REPORT BY DIRECTOR APPROVED**

A written report by the Director was circulated prior to the meeting. The Director advised that Committee had previously expressed concern that the Association were not recovering full factoring costs, therefore Mark had been asked to carry out a full review and provide options.

The consultant advised Committee following his review, it had been discovered that there was a slight under recovery and that there were four options for Committee to consider. The consultant proceeded to take Committee through the options in detail and discussion took place on inflation, staff time and the need (or not) for consultation.

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Committee agree on option 4, however it was agreed it would be reasonable to add a small 1% cost for the Operations Manager's time. It was also agreed to keep this under review for twelve months.

The Consultant left the meeting at this point.

The Chair agreed to bring forward Item 13 on the agenda and at this point, welcomed the three new members to the Committee.

**13 COMMITTEE APPRAISALS REPORT – OLWYN GAFFNEY, CHIEF OPERATING OFFICER, SHARE IN ATTENDANCE**

Olwyn opened by giving thanks to all Committee Members who had participated in the appraisal process and took all those present through her presentation. Following the presentation it was agreed that a new succession plan is needed, following the circulation of an up-to-date questionnaire asking how long members intend to remain on the Committee.

Olwyn advised that she will forward on the Individual Learning Statements and Learning and Development Plan and asked if there were any questions. Some discussion took place regarding development of Office Bearers and Chairs of Sub Committees. The Chair advised that he is working with the Vice Chair on this.

Olwyn left the meeting at this point.

**8 NATIONWIDE LOAN – AMENDMENT LETTER**

This was agreed as per the minute at Appendix 1.

Fiona Nicholl left the meeting at this point.

**10 ANNUAL ASSURANCE STATEMENT**

The Director explained the background to the Annual Assurance Statement for the benefit of the new Committee Members. Following discussion it was delegated to the Director and Director to add in a couple of paragraphs as suggested by members. Otherwise, the Annual Assurance Statement for 2024 was approved.

**11 REVISED GBM GUIDE AND ROLE DESCRIPTIONS – WRITTEN REPORT BY CORPORATE SERVICES MANAGER – APPROVED SUBJECT TO MINOR AMENDMENT**

A written report by the Corporate Services Manager was circulated to Committee prior to the meeting and noted. Committee approved the updated model documents, with a couple of minor amendments to be made as indicated at the meeting.

**12 CUSTOMER CONSULTATION – WRITTEN REPORT BY DIRECTOR APPROVED**

A written report by the Director was circulated to Committee prior to the meeting and noted. Concern was expressed by a Committee Member that certain customers may not be able to use this technology. It was agreed that

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other ways will be established for dealing with this, however this communication tool is widely used in the sector. Otherwise the report was approved and the Director will progress the purchase and implementation.

**14 SIGNING OF MINUTES BY CHAIRPERSON**

This to be arranged via DocuSign.

**15 ATTENDANCE AT MANAGEMENT COMMITTEE MEETINGS**

This was noted.

**16 AOCB**

**1. Annual Report**

The Director advised that this had been an accidental omission from the agenda, however Committee were happy to approve the report for publication.

**2. EWI Project**

A Committee Member had raised a question about this on Decision Time, with particular reference to regular reporting on progress. The Director agreed there will be a monthly report, especially as more risks are becoming apparent. The Scottish Government are not agreeing to some of the items being grant fundable, for example some of the preliminary works. We will also need to get costings for the roofs as it has been discovered that the gulleys have been covered in bitumen rather than lead. Building Control have also instructed that more robust rock wool is required on the gable ends, which will result in additional costs of approximately £60k.

The Director has kept the Chair abreast of these developments, however he will write a briefing note by next Friday. A special meeting of the Committee may need to be called to deal with this. A progress report is expected from Brown & Wallace and this should give us more information about where we currently stand. The next project meeting is due to take place shortly.

A Committee Member suggested finding a precedent from previous big projects.

**3. Investors in People**

Further to a comment raised by a Committee Member on Decision Time, it was agreed that the IIP report and its recommendations will be discussed in more depth at the next Staffing Sub Committee meeting.

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**17 DATE OF NEXT MEETING**

The next meeting will be held on Thursday 21 November at 6.00 pm.

**APPROVED** \_\_\_\_\_ **DATE** \_\_\_\_\_

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