



## DRAFT MINUTES OF THE MANAGEMENT COMMITTEE MEETING

HELD ON WEDNESDAY 25 JANUARY 2023 at 6.30p.m.

MEETING HELD IN THE COMMITTEE ROOM OF THE CO-OPERATIVE'S OFFICES

### 1. SEDERUNT

**PRESENT:** D. Barnes (Chair of meeting), G. McNaught, C. Cooper, C. Harvey,  
R. Hartness (Co-optee)

**IN ATTENDANCE:**

K. Mollins – Director; A. Ali – Governance & Business Improvement Manager;

**Apologies:** A. Cushingam, P. Waddell, M. Davidson

**Leave of absence:** J. Gracey

### 2. MEETING OF THE MANAGEMENT COMMITTEE

#### a) 30 November 2022

##### i) Minute

The minutes of the Management Committee meeting on 26 October 2022 were approved by C. Cooper and seconded by D. Barnes.

##### ii) Matters Arising:

There were no matters arising

#### b) 7 December (Electronic Business)

##### i) Minute

The minutes of the Electronic Business on 7 December 2022 were approved by C. Cooper and seconded by D. Barnes.

##### ii) Matters Arising:

- The Director confirmed that the new ICT Service Support Provider, Stratiis has been appointed and will commence the contract on 1 February 2023.

There was no other business and Committee noted the content of the report.

### **c) Master Tracker**

The Director presented the progress report on the Master Tracker from the meeting in November 2022. He advised there had been good progress on key tasks on the Master Tracker.

The Committee also noted the following:

- The Director confirmed that the session by L. Little on 18 January 2023 was very informative and he has circulated her presentation and a report on the review of our fully mutual status. It was agreed this would be an item on the agenda for February's Committee meeting for a decision on this matter.

There was no other business and Committee noted the content of the report

### **3. DECLARATIONS OF INTEREST AND NOTIFIABLE EVENTS**

It was noted that Committee and staff will declare an interest as follows:

Staff Members would leave the meeting for agenda for the following agenda Items:

- Item 7 – Internal Audit Report - Director
- Item 9 - Staff Structure Review – Governance & Bi Manager
- Item 11 – Confidential Business - All staff as directed by the Chairperson

Committee Members - There are seen to be no Committee with a declaration of interest.

Notifiable Events - The Director advised there were 2 on-going notifiable events.

### **4. EXTENSION TO LEAVE OF ABSENCE**

The Director presented his report on a request from a Committee member to extend his leave of absence from the Management Committee to April 2023, which if approved would result in a return to the Management Committee in May 2023.

The Management Committee decision was to approve the extension to the leave of absence for the Committee member.

The Director advised the Committee that a letter will be sent to the member confirming the decision.

### **5. CO-OPTION TO THE MANAGEMENT COMMITTEE.**

The Director presented his report on a co-optee to the Management Committee

He advised Committee that the co-optee, C. Douglas was willing to extend his co-option to the Management Committee.

The Management Committee were agreeable to extend the co-option to September 2023, at which time there is a full review of co-options prior to the Annual General Meeting.

## 6. POLICIES

The Director presented the following governance policies that outline the role profiles and descriptions of Committee members and Office Bearers:

- a) Committee Role Description
- b) Chairperson Role Description
- c) Vice Chairperson Role Description
- d) Secretary Role Description
- e) Chairperson (Sub-Committees) Role Description

The Management Committee raised the following queries or questions in relation to the draft policies:

- A Committee member raised the issue of members being required to volunteer for sub-Committees, particularly if there was more than one Committee. The Committee considered the advantages and disadvantages to this option and it was agreed this would be deferred until the review of the Standing Orders.
- Secretary's Report. There was a correction in relation to the section 3.3.7

The Management Committee decision was to approve the policies on the role profiles / descriptions on the Committee, Secretary and Office Bearers positions

## 7. REPORT ON INTERNAL AUDIT TENDER.

The Director presented his report on the tender for the Internal Audit Contract and highlighted the following:

- An invitation to tender document for the Internal Audit Contract was published as an open tender on Public Contracts Scotland. The contract was on a 3 year term with an option of an additional 2 years, although there would be an assessment of performance at the end of year 1.
- There were 6 companies that expressed an interest in the contract, but only 2 tender submissions.
- The tenders were appraised on a 60% quality and 40% price basis, which assessed a range of factors including the companies' experience, experience and qualifications of staff, approach to the IA contract, and the provision of key documents
- Section 3.8 of the report outlined the quality and price score for tenderers.
- The lowest tender for the IA contract over the initial 3 years was £16,320.
- The Panel would propose the appointment of Quinn Internal Audit Services as the Co-operative's Internal Auditor.

The Management Committee raised the following queries or questions in relation to the draft policies:

- A Committee member and member of the panel for Internal Audit tender advised Committee the companies that tendered for the contract were operating in the sector with a number of clients.
- A Committee member felt a change of internal audit was a positive outcome from the tender process.

K. Mollins declared an interest for the Management Committee to decide on the appointment of the Internal Audit Contract

The Management Committee decision was to appoint Quinn Internal Audit Services for the Internal Audit Contract subject to references

K. Mollins re-joined the meeting.

## **8. MEMBERSHIP REPORT**

The Governance & Business Improvement Manager presented the report and sought Committee approval for the memberships issued and cancelled.

- New Shares – Member Numbers 1470, 1471, 1472 and 1473
- Cancelled Shares – Member Numbers 268, 1454, 1410 and 1046

The Committee approved the report.

A. Ali left the meeting

## **9. REPORT ON STAFF STRUCTURE REVIEW**

The Director presented his report on the review of the Staff Structure and highlighted the following:

- He outlined the background to the review of the staff structure review, which was to be progressed in 2021-22, but deferred due to the departure of his predecessor and the period of strategic review in the Co-operative.
- In the period since April 2021 the Co-operative has filled vacancies on a temporary or fixed term basis due to the scheduled review and period of strategic review.
- There are currently 5 staff in the Co-operative on temporary or fixed term contracts.
- The Committee has approved the appointment of posts that will be unaffected by the review as listed in section 2.4 in the report.
- The review process and timeline for the staff structure review, which outline our reporting, engagement, consultation, benchmarking and implementation stages of the review.

- Notification and engagement with key stakeholders in the review of the staff structure i.e. staff, EVH, Unite the Union and the Scottish Housing Regulator.
- Key areas of the review
- Current and forecasted staffing and agency costs in the Co-operative and
- Appendices showing the current staff structure and salary bandings and costs

The Director referred to section 3.9 of the report where he outlined he will lead the review but will be supported by EVH. He advised Committee that he will provide an update on progress at each Committee meeting, but asked whether the Committee would wish to set a panel / sub-Committee to meet regularly on the review and development of the structure.

The Management Committee raised the following queries or questions in relation to the report on the review of the staff structure.

- A Committee member asked about the arrangements for the Receptionist / Administrator's role. the Director advised this post would be advertised on Friday 27 January 2023.
- The Committee were generally agreeable to the creation of a panel to meet with the Director in relation to the review of the staff structure. It was agreed that a draft remit would be developed for this to be considered by the MC in February 2023.

The Management Committee's decision was to approve the commencement of the staff structure review and to set a standing agenda item on meetings of the Management Committee to ensure the Committee are kept fully updated on progress of the review.

## 10. CORRESPONDENCE

The Director presented the following correspondence from the Scottish Housing Regulator / EVH to the Management Committee:

### a) Scottish Housing Regulator

December 2022 - Dampness / Mould

The Regulator has requested that the Management Committee consider systems in place to ensure tenants' homes are not affected by mould or dampness and have pro-active systems to identify and deal with any reported cases

January 2023 - Rent Increases

The Regulator has requested RSLs notify their Engagement Plan Lead Officer on the planned rent increase for 2023-24 by 28 February 2023. The Co-operative will provide this information to Craig Heron following the Management Committee meeting on 22 February 2023 and the decision on the annual rent increase.

January 2023 - Guidance of Surveying Tenants

The Regulator has provided updated guidance on surveying tenants, which will be taken into account in the impending RSS and surveying associated with our work.

b) EVH

E.V.H. have issued detail of their annual conference at the Dunblane Hilton Hotel between 19-21 May 2023. He asked members to contact Anila if they were interested in attending this event.

## 12. ANY OTHER BUSINESS

### a) External Audit 2022-23

The Director advised the Committee that the year end audit by Alexander Sloans is scheduled for 26-30 June 2023 and asked if they would be agreeable for a meeting on Wednesday 26 July 2023 to consider approval of the annual accounts prior to the A.G.M. The Committee were aware this was a recess period for the Committee, but would meet to attend to this business.

The Director advised that an early date for the year end audit would be sought in future years to ensure the annual accounts were presented to the Committee at their meeting in June.

## 11. CONFIDENTIAL BUSINESS

There was no confidential business

## 13. DATE OF NEXT MEETING

Management Committee - Wednesday 22 February 2023 at 6.30p.m. to be held in the Committee room in the Co-operative's office

Audit & Finance Sub-Committee - Monday 13 February 2023 at 6.30p.m. to be held in the Committee room

Management Committee Training / Development Session – Saturday 11 January 2023  
10.00a.m. – 4.00p.m.

The Chairperson reminded the Committee of this training and development session which would cover:

- Risk Management
- Standing Orders
- Development of Governance Delivery Plan – Business Plan 2023-26