

**MINUTE OF MEETING  
PARTICK HOUSING ASSOCIATION BOARD  
HELD IN THE PHA BOARDROOM  
18 MANSFIELD STREET  
6.15pm Wednesday 23 August 2023**

**Present:** Alan Howie (Chair)  
Annette Bonar  
Paul D'Arcy  
David Downie (*from 6.25pm*)  
Alastair Firth  
Sharon Flynn  
Jeremy Kemp  
Lauchlan Mitchell  
Janet Napthine  
Arlene Robertson  
Janet Stitt  
Helen Turner  
Jennifer Young

**Apologies:** Scott Crawford  
Les Milne

**Attending:** Stewart MacKenzie, Chief Executive (CEO)  
John Duncan, Investment Director (ID)  
Georgina Kent, Operations Director (OD)  
John McIntyre, Finance Director (FD)  
Jacqueline McCutcheon, Corporate Services Manager (CSM)  
James Armit, Corporate Services Officer (CSO) (Minutes)

<b>Item 1</b>	<p><b>Chair's Welcome</b> The Chair welcomed everyone to the meeting and thanked them for their attendance.</p> <p><b>Apologies</b> Apologies were noted as detailed above.</p> <p><b>Declaration of Interest</b> No interests were declared.</p>	
<b>Item 2 Doc 1</b>	<p><b>Approval of Previous Minutes PHA Board – 14 June 2023</b> The minute of 14 June 2023 was reviewed and <b>approved</b> on a proposal by Jeremy Kemp and seconded by Helen Turner.</p>	
<b>Item 3 Doc 2</b>	<p><b>Review of Action Tracker</b> Items on the action tracker had been completed or were covered later within the agenda for this meeting.</p> <p>The Board <b>noted</b> the action tracker.</p>	

	<p><i>David Downie joined the meeting.</i></p>	
<p><b>Item 4 Dec 1</b></p>	<p><b>Audited Financial Statements</b>          The FD introduced this report seeking approval of the Audited Financial Statements for 2022/23 and the Letter of Representation. Following discussion at the recent Audit &amp; Risk Committee, there had been minor revisions to how some of the figures had been reported. These were presentational, did not affect the overall financial position of the business and had been agreed with the external auditor.</p> <p>The 2022/23 accounts showed a surplus of £2.148m on the Statement of Comprehensive Income (2021/22 = £853k deficit after an additional impairment charge of £2.465m was processed in respect of the St Peters development). The net worth of the Association was now £45.4m and the Group overall remains in a healthy financial position. It was noted that PHA continued to meet all loan covenants.</p> <p>It was noted that clarification should be sought in relation to the pension fund's financial performance during 2022/23.</p> <p>The Board:</p> <ol style="list-style-type: none"> <li><b>Approved</b> the Audited Financial Statements 2022/23 as set out in Appendix 1.</li> <li><b>Approved</b> the letter of Representation as set out in Appendix 2.</li> <li><b>Noted</b> the Audit Summary Report as set out in Appendix 3.</li> </ol>	<p><b>FD</b></p>
<p><b>Item 5 Dec 2</b></p>	<p><b>Audit &amp; Risk Committee's Annual Report 2022/23</b>          The Audit &amp; Risk Committee Chair Janet Naphine (JN) presented this report to the Board noting the remit of the Committee was to confirm the adequacy and effectiveness of the Group's internal financial and management system controls and the arrangements for securing value for money.</p> <p>The Committee had up to six members, but two had stepped down in recent months, so membership would be reviewed after the forthcoming AGM.</p> <p>During 2022/23 six internal audits had been conducted in the following business areas: Cyber Security; Creditor Payments; PWL Governance; Factoring; Duty of Care; and Business Planning. JN acknowledged the work of TIAA as internal auditor and their role in auditing and reporting findings to provide assurance to the Committee.</p> <p>The Chair thanked Members of the Audit &amp; Risk Committee for their work and commitment.</p> <p>The Board:</p> <ol style="list-style-type: none"> <li><b>Considered and noted</b> the Audit &amp; Risk Committee's Annual Report 2022/23 as set out in Appendix 1.</li> </ol>	

	<p>2. <b>Approved</b> the 2022/23 Internal Controls Statement to be included with the final accounts as set out in Annex A.</p> <p>3. <b>Noted</b> the contents of the report.</p>	
<p><b>Item 6 Dec 3</b></p>	<p><b>Board Skills Review, Training &amp; Appraisals Update</b></p> <p>The Chair introduced this report to the Board which provided an update on feedback from the recent appraisals and self-assessments of the Board's effectiveness. This year the process involved members completing the questionnaire via Survey Monkey.</p> <p>The Board review had given members the opportunity to reflect on how they felt they have been performed as a member of the governing body, including how they rated their knowledge and expertise, skills and personal abilities. The results have helped us identify any key skills gaps or areas for further training or development.</p> <p>The Chair commented that the responses had been mainly positive in terms of governance and skills set, confirming confidence in a strong, well balanced Board that worked well and had effective governance processes in place. It was noted that the four recently co-opted members were welcome additions who strengthened the Board.</p> <p>The Board:</p> <ol style="list-style-type: none"> <li>1. <b>Considered and noted</b> the findings of the Annual Board Appraisal exercise 2023, noted the recommendations, areas to strengthen the effectiveness of the Board and agreed to put into effect those actions set out.</li> <li>2. <b>Noted</b> the contents of the report.</li> </ol>	
<p><b>Item 7 Dec 4</b></p>	<p><b>Annual Assurance Statement 2023</b></p> <p>The CEO presented the draft of the Annual Assurance Statement 2023 for submission to the SHR. This followed on from the assurance update presented to Board on 10 May 2022 and the draft Annual Assurance Statement 2023 that Audit &amp; Risk Committee considered on 16 August 2023.</p> <p>It was noted that the content and format of the report, and previous updates presented, provided clear evidence and assurance that PHA complied with SHR's Regulatory Framework and other requirements.</p> <p>The Board:</p> <ol style="list-style-type: none"> <li>1. <b>Approved</b> the Annual Assurance Statement 2023, as set out in Appendix 5, and delegated authority to the PHA Chair to sign this on behalf of the Board.</li> <li>2. <b>Noted</b> the contents of the report.</li> </ol>	<p><b>Chair/ CEO</b></p>
<p><b>Item 8 Dec 5</b></p>	<p><b>CEO Report</b></p> <p>The CEO introduced this report, which included updates on Governance; Customer Satisfaction Survey 2023; New Housing Supply;</p>	

*M. Harris* 8/4/23

Stock Condition; Health & Safety; ICT; Insurance Renewal; Gifts & Hospitality; Office Opening Hours and SHN's Annual Performance Overview.

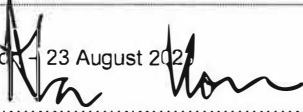
**Removed due to commercially sensitive information.**

The Board:

1. **Noted** that rule 62 to 67 has been followed and that members have been notified of the Annual General meeting scheduled to take place on 5 September 2023.
2. **Removed due to commercially sensitive information.**
3. **Removed due to commercially sensitive information.**
4. **Noted and ratified** the acquisition of Flat 2/2, 16 Mansfield Street and Flat 0/2, 5 Kildonan Drive.
5. **Approved** the new draft Acquisitions Strategy set out in Appendix 3.
6. **Removed due to commercially sensitive information.**
7. **Removed due to commercially sensitive information.**
8. **Noted** the Gifts & Hospitality Register set out in Appendix 4.
9. **Noted** the contents of the report.

**Item 9  
Info 1**

**PHA Performance Review 2023/24 Quarter 1**



	<p>The OD presented this report, reviewing performance against several indicators for 2023/24 Quarter 1 which showed generally positive performance across the business.</p> <p>Members sought clarification on the nature of recent Freedom of Information requests received. The CSM confirmed one was received from a journalist about violence at work and another from an individual writing a book about housing in Partick.</p> <p>The Board:</p> <ol style="list-style-type: none"> <li><b>Noted</b> the contents of the report.</li> </ol>	
<p><b>Item 10 Info 2</b></p>	<p><b>PHA Management Accounts 2023/24 Quarter 1</b></p> <p>The FD introduced this report outlining PHA's Management Accounts for 2023/24 Quarter 1, which showed financial performance against budget.</p> <p>The Management Accounts for the quarter to 30 June 2023 showed an overall surplus of £627k, which was £302k higher than budget. The accounts also reported net current liabilities of £803k and net assets at £4.5m.</p> <p>Members sought further clarification on the reported surplus, movement on revenue reserves and balance sheet increase in cash. The FD agreed to double-check the calculation and email Members with updated figures.</p> <p>The Board:</p> <ol style="list-style-type: none"> <li><b>Considered and noted</b> PHA Managements Accounts for 2023/24 Quarter 1, as set out in Appendix 1.</li> <li><b>Noted</b> the financial position of PWL at 30 June 2023, as set out in Appendix 2.</li> </ol>	<p><b>FD</b></p>
<p><b>Item 11 Info 3</b></p>	<p><b>PHA Annual Procurement Report 2022/23</b></p> <p>The ID presented this report to the Board to consider our draft Annual Procurement Report 2022/23. It was noted within the report, PHA carried out 13 procurement exercises, 2 of which were non-regulated and 11 were regulated procurements.</p> <p>The Board:</p> <ol style="list-style-type: none"> <li><b>Noted</b> the draft Annual Procurement Report for 2022/23 as set out in Appendix 1.</li> </ol>	
<p><b>Item 12 Info 6</b></p>	<p><b>Committee Minutes</b></p> <p>The Board:</p> <ol style="list-style-type: none"> <li><b>Noted</b> the content of the Health &amp; Safety Panel minute of 21 March 2023, as set out in Appendix 1.</li> <li><b>Noted</b> the content of the Audit &amp; Risk Committee minute of 2 May 2023, as set out in Appendix 2.</li> </ol>	

	<p>3. <b>Noted</b> the content of the PWL Board Committee minute of 24 May 2023, as set out in Appendix 3.</p>	
	<p>The Chair thanked everyone for their attendance and contributions. The meeting closed at 8.10pm.</p>	
	<p><b>Next Meeting/s</b></p> <ul style="list-style-type: none"> <li>• PHA Annual General Meeting (AGM) – Tuesday 5 September 2023 at 6.00pm (Partick South Parish Church, 259 Dumbarton Road).</li> <li>• PHA Board post-AGM – Tuesday 5 September 2023 at 6.30pm (Partick South Parish Church, 259 Dumbarton Road).</li> <li>• PHA Board meeting – Wednesday 8 November 2023 at 6.15pm (PHA Board Room, 18 Mansfield Street).</li> </ul>	