

Minute of the Meeting of the Board of Management of Langstane Housing Association Limited held on Monday 16 September 2019 at 680 King Street, Aberdeen AB24 1SL

Present: J Knowles, Chairperson
J Fraser, Vice Chairperson
J Greener, Treasurer
K Hutchens
I Jamieson
C Lynch
K McIntosh
M Martin
J Marshall

In Attendance: H Gauld, Chief Executive
M Ballance, Director of Asset Management
L Macfarlan, Director of Finance and Corporate Services
J Sutherland, Director of Housing and Social Justice
A Bruce, PA to the Chief Executive (Minutes)

Apologies: J Drummond
R Stewart
S Stephenson
A Stevenson

1. Apologies

The apologies noted above were intimated to the meeting.

H Gauld, Company Secretary took the Chair inviting nominations for Chairperson.

2. Langstane Housing Association Limited – Nominations for the Election of:

2.1 Chairperson

On the nomination of J Fraser, seconded by K Hutchens, J Knowles was elected and accepted the role of Chairperson and took the Chair.

2.2 Vice Chairperson

On the nomination of J Marshall, seconded by M Martin, J Fraser was elected and accepted the role of Vice Chairperson.

2.3 Treasurer

On the nomination of K Hutchens, seconded by M Martin, J Greener was elected and accepted the role of Treasurer.

J Marshall and M Martin were both co-opted during the year and therefore had to retire at the AGM. Both confirmed they were happy to become full Board members.

2.4 Company Secretary

The role of Company Secretary was part of the remit of the Director of Finance and Corporate Service as such L Macfarlan was appointed Company Secretary for Langstane Housing Association and its subsidiaries.

2.5 Depute Company Secretary

H Gauld, Chief Executive was appointed and accepted the role of Depute Company Secretary for Langstane Housing Association Limited and its subsidiaries.

3. Committee Membership

3.1 Emergency Committee

The Board approved the appointment of J Knowles, J Fraser, J Greener and K Hutchens to the Emergency Committee.

3.2 Joint Audit Committee

The Board approved the appointment of J Knowles, J Drummond, K Hutchens, C Lynch, J Marshall to the Joint Audit Committee. The Chief Executive and the Chair would be meeting with R Stewart regarding his membership of the Committee.

3.3 Remuneration Committee

The Board approved the appointment of J Knowles, J Fraser, I Jamieson and A Stevenson to the Remuneration Committee.

4. Langstane Property Limited – Nominations for Election

The meeting was reminded that Stockethill Homes Limited is currently still operating and has 3 Board members and the Senior Management Team. With regard to the appointing a Chairperson, it was suggested Office Bearers of Langstane Housing Association should not be considered.

C Lynch informed the meeting he was happy to be a member of the Langstane Property Board.

The election of Office Bearers, Items 4.1, 3.2 and 4.3 on the Agenda and the meeting schedule would also need to be decided and it was suggested these could be held in tandem with the Board of Management.

J Knowles and J Marshall also agreed to be members of the Board of Management of Langstane Property Limited.

5. Langstane Housing Association Limited – Consolidated Report and Financial Statements for Year Ended 31 March 2019

The meeting was presented with the consolidated accounts for Langstane Housing Association and Stockethill Homes. The Report and Financial Statements for each organisation had been approved and signed by the Board at its meeting on 19 August 2019. The Board approved the Consolidated Report and Financial Statements and authorised they be signed by the Chair, Vice Chair and Secretary on behalf of the Board. These would be forwarded to Alexander Sloan for signature and submitted to the appropriate regulatory body.

6. Unaudited Financial Statements for Year Ended 31 March 2019

6.1 Langstane Property Limited

Noting there had been no transactions during the year, the Board noted the unaudited accounts for the dormant subsidiary Langstane Property Limited and approved the accounts be signed on behalf of the Board by the Company Secretary and filed with the appropriate regulatory body.

6.2 Langstane Developments Limited

Noting there had been no transactions during the year, the Board noted the unaudited accounts for the dormant subsidiary Langstane Developments Limited and approved the accounts be signed on behalf of the Board by the Company Secretary and filed with the appropriate regulatory body.

6.3 Langstane Maintenance Limited

Noting there had been no transactions during the year, the Board noted the unaudited accounts for the dormant subsidiary Langstane Maintenance Limited and approved the accounts be signed on behalf of the Board by the Company Secretary and filed with the appropriate regulatory body.

7. Feedback from Meeting with the Scottish Housing Regulator on 6 September 2019

The Chief Executive reported she and J Fraser had met with representatives of the Scottish Housing Regulator at their request on 6 September 2019. The

meeting had not been as positive as had hoped however in a subsequent telephone conversation with K Porter, Regulation Manager, the Chief Executive had been able to clarify some of the points raised and been given the opportunity to acknowledge that although a substantial amount of work had been achieved to date the Association still has a significant amount of work to do to deliver the work set out in the Recovery Action Plan.

Following the Regulator's feedback, the Business Plan would be updated to include specific detail of some of the issues it has experienced and to include links with other Association strategies.

There had been discussion with regard to the progress of work to date which had been slower than the Regulator had anticipated and a suggestion the Association engage an additional resource to ensure the progress of work was improved. Board members expressed concern at the further additional cost of consultancy work but agreed that this should be progressed.

The Regulator wants an action plan in place and would be meeting with the Board on 21 October 2019.

The Chief Executive agreed to circulate the note of the meeting to members.

8. Committee Membership 2019

The Board noted the document presented detailing membership of the Board and Committees.

It was noted there was no mention of the Health and Safety Group on the document. J Fraser confirmed to the meeting he was a member of the Group. .

Discussions would be held with A Stevenson regarding her preference for membership of committees.

9. Authorised Signatories

The Board approved the document presented detailing the members of staff authorised to sign, the Group's bank accounts, company credit cards and Loan agreements. The document was signed by the Chair on behalf of the Board of Management and would be sent to the appropriate lenders.

10. AOCB

There were no items raised under this heading.

11. Date of Next Meeting

21 October 2019 at 7.00pm.