

Minutes of a board meeting of Castle Rock Edinvar Housing Association Limited t/as Places for People Scotland ('PfPS' or the 'Association') held at 4 pm on Wednesday 7 February 2024 at 1-2 St Andrew Square, Edinburgh, EH2 2BD and via Microsoft Teams

Present: Pamela Scott (PS - Chair)*
 Bryan Baillie-Sheriff (BBS)*
 Euan Campbell (EC)
 Heather Claridge (HC)*
 Kenny Fraser (KF)*
 Janet Hamblin (JH)
 Moira Sibbald (MS)
 Katie Smart (KS - Managing Director PfPS)
 Andrew Winstanley (AW - Chief Financial Officer, Places for People (PfP) Group)*

In

Attendance: William Kyle (WK - Non-executive director, Commercial Board)
 Paula Goodacre (PG - Group Director, Cyber & Information Security)
 Rachel Crownshaw (RC - Managing Director, Communities)
 Nicola McKeand (NM- Scottish Housing Regulator representative)
 Liz McCullagh (LM - Regulation Analyst)
 Dan Urmston (DU - Finance Business Partner - Income)
 Kate Alsop (KA - Group Company Secretary)*
 Marion Ameresekere (MA - Deputy Group Company Secretary)

		Actions
1.	APOLOGIES	
1.1	There were no apologies.	
2.	CHAIR'S INTRODUCTION	
2.1	It was noted that a quorum was present, so the meeting was declared constituted and open.	
2.2	The Chair welcomed all those present in the room in addition to those dialling in from elsewhere including invitees and observers.	
3.	DECLARATIONS OF INTERESTS	
3.1	There were no new disclosures or updates to existing disclosures of interests.	
4.	APPOINTMENT OF DIRECTORS	

*Via Teams

4.1	The following appointments were approved . <ol style="list-style-type: none"> 1. Heather Claridge as a non-executive director with immediate effect, 7 February 2024 2. Bryan Baillie-Sheriff as a non-executive director with immediate effect, 7 February 2024 	
5.	MINUTES FROM PREVIOUS MEETINGS	
5.1	The minutes from the meetings held on 13 December 2023 were approved .	
5.2	The minutes from the meeting held on 18 January 2025 were approved subject to a minor typographical correction and wording to 7.13 – to be provided by MS post meeting.	MA
6	REDACTED MINUTES FOR PUBLICATION	
6.1	The directors reviewed the redacted versions of the minutes approved in 2023.	
6.2	The Board asked ND to ensure that the 2023 minutes that were published reflected PfPS' financial year 1 April 2023 to 30 March 2024. Subject to the aforementioned, the 2023 redacted minutes were approved for publication.	KS
6.3	The Board approved the redacted minutes of 13 December 2023 and 18 January 2024 for publication subject to the amendment noted in 5.2.	
6.4	The directors requested that the Regulation team highlight redacted sections clearly and provide a rationale when presenting them for approval at future meetings.	KS
7	ACTIONS ARISING FROM PREVIOUS MEETINGS	
7.1	The actions from previous meetings were reviewed. Where deadlines had been reached and the relevant action taken, or otherwise covered within the papers, it was agreed that these items could be removed from the action list. Any open actions not noted in the minutes were carried forward.	
7.2	KS commented that action 8.3 (8 February 2023) had been deferred pending certain information relating to a significant investment and requested authority to proceed with the necessary application and an update would be provided at the next meeting. The Board agreed and delegated authority to the MD to proceed as required and the action 8.3 was closed and a new action raised .	KS
7.3	Action 9.1 (8 November 2023) was closed.	


*Via Teams

7.4	With respect to 12.5 (8 November 2023), the two new non-executive directors (Heather Claridge and Bryan Baillie-Sheriff) had been recruited and appointed to the Board at this meeting. The actions were closed.	
8	CURRENT PERFORMANCE ON THIS YEAR'S ACTIVITIES	
8.1	<i>Managing director's report (inc. Q3 operational update)</i>	
8.1.1	KS presented the report and provided a brief outline of the structure. KS commented on the key highlights.	
8.1.2	CRM3 had been successfully delivered to PfPS Homes with over 20 housing management processes having been moved to Salesforce providing enhanced functionality. The roll out had been well received with great feedback from the Housing team. Improvements included better and refined reporting, greater visibility of activities, and greater insight and managing protocols for the housing team to service their clients.	
8.1.3	There had been a significant number of anti-social behaviour on Bonfire night in Niddrie and Craigmillar. KS described the work that had been done to mitigate such incidents including partnerships with the local Police and other stakeholders. With the aid of CCTV, the Police had been able capture footage of the events. KS commented that these partnerships continued and that a marked difference in atmosphere had been seen at the Christmas festivities as a result.	
8.1.4	Touchstone had won an award for Team Spirit at the annual Group Star Award ceremony.	
8.1.5	KS highlighted a communication breakdown between RMG and the Association resulting in poor customer service which had now been remediated with the implementation of more robust processes for reporting site issues. Progress would be monitored.	
8.1.6	Developments performance was on track and in line with year-end expectations. The Reidvale partnership continued with plans to renew the headlease for the neighbourhood centre. It was noted that PfP would not now be a party to the headlease and funding for the neighbourhood centre would be provided by Places Impact.	
8.1.8	KS provided an update on the status of Derwent FM's student accommodation.	

*Via Teams

8.1.8	The Big Colleague survey this year had shown a marked improvement in trustworthiness.	
8.1.9	In terms of investing in our People, in November the commitment to reduce patch sizes to 500 had been realised with the allocation of more resource to the Housing team. A specialist Community Safety team to manage and support complex and challenging anti-social behaviour was expected to be in place by the start of the financial year on 1 April 2024 with recruitment set to begin in Q4.	
8.1.10	KS provided an update on the forthcoming legal name and registered office address changes; work was being done with Legal and GST and IT support was being sought.	
8.1.11	With respect to rent policy, work was currently being done to implement the new approach to service charges on a point based system.	
8.1.12	To comply with the new legislation relating to car emissions and the clean air policies being introduced in Edinburgh, an electric vehicle pooling system had been introduced.	
8.1.13	In relation to operational performance, KS commented that complaints had increased and the resolution time had deteriorated significantly since Christmas. To remediate, the Customer Focus Team had introduced a dedicated team for Scotland and the resolution time had improved since then. KS explained the structure of the team and commented that the plan was to roll out dedicated teams across the communities, a less centralised and a more regionalised approach. JH mentioned that slow resolution of complaints was an issue that had been ongoing for some time. RC commented that there had been significant investment in the centralised service by Group albeit with certain risks including generic responses and actions and outlined the project to remedy any failures inherent in a centralised complaints system. KS added that improvements would include consistent processes, and correct language.	
8.1.14	KS commented on the Void Loss pilot that had been replicated in England and highlighted that changes in leadership had been beneficial with visible improvements in metrics .	
8.1.15	KS commented on the Housing Management performance in the quarter, and the benefits from the launch of CRM. KS explained the structure of the dynamic dashboards including the key strategic indicators and core KPIs. In relation to the Scottish Housing, KS commented on the deteriorating trend of the EESH1 score, the majority of which were due to properties not reaching the EESH1 standard. There had been a planned programme	

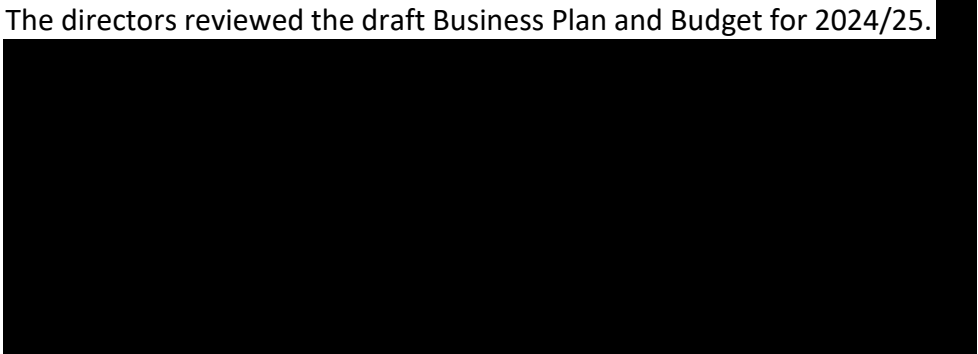
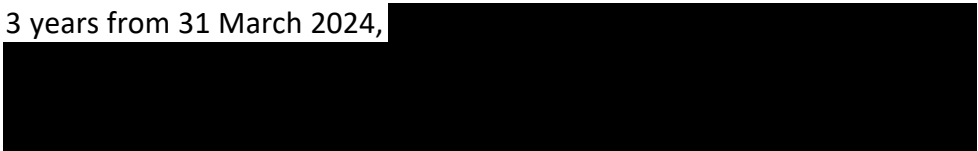
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	of investment in the properties implemented at the end of 2023, to remedy the status and a more detailed report with up to date metrics were expected to be available at the end of Q2 2024. The directors requested KS to deliver a more detailed report on planned investment and more underlying metrics and detail in the Scottish Housing Quality Standard breakdown table.	KS
8.1.16	<p>There was a discussion on the indicators relating to annual wellbeing and social value, following which it was requested that a full definition of Social Value (on CRM) and what it covered and the Model including the proposed individual model for PfPS and proposed measurements be provided at the next meeting.</p> <p>RC explained the Group was working on creating an individual model to calculate Social Value and were looking at suitable measurements including the structure of Peer models .</p>	KS
8.2	<i>Financial Performance Report</i>	
8.2.1	DU commented on the key areas of performance for the quarter.	
8.2.2		
8.3	<i>Standing items report</i>	
8.3.1	KA presented the Standing items report which was taken as read and duly noted. There were no questions.	
9	FUTURE STRATEGY WORK FOR PRESENTATION, COMMENT, AND CONSIDERATION	
9.1	<i>Communities Strategy</i>	
9.1.1	PS welcomed RC to the meeting. RC introduced herself and provided a summary of her biography.	


*Via Teams

9.1.2	RC provided an overview of Homes Plus Strategic Delivery Plan (Plan) based on a presentation in background materials in the papers. RC commented that the Plan was not in its final form and had not been circulated yet and the branding team were in the process of designing a more people and customer friendly version based on the feedback received from the Group executives.	
9.1.3	RC explained the main focus of the Plan was to deliver a value change at a more regional rather than a national level with customers at the heart of it; providing high quality homes for customers with more efficient and timely core services and support for customers to sustain their tenancy and thrive.	
9.1.4	There was recognition that ‘things’ had to be done differently with changes to practices, policies, and processes. In devising the strategy, best practices and processes in the best performing businesses had been looked at so that they could be replicated.	
9.1.5	Homes Plus would be used as a model to be replicated throughout the PFP business albeit there would be nuances applicable to different areas and businesses. A pathway of delivery over the next few years was included in the presentation.	
9.1.6	The ambition was to combine the best practices of both larger and smaller community based groups and deliver at a local level albeit modelled at a regional level to delivering services at scale.	
9.1.7	RC commented on how the services would be provided yet whilst maintaining an acceptable level of profitability whilst ensuring that there was no reductions of services or service levels, and to deliver more social value based activities. RC also briefly outlined the growth areas as well as actions to be taken to tackle homelessness and provide homes for life. KS highlighted the inherent dichotomy in generating profits and delivering better social value.	
9.1.8	RC commented on the acquisition as outlined in the paper (page 56). She explained structure and the components and the potential impact on local communities with the delivery of services via a regional model leveraging the Group’s financial resilience and access to group wide resources.	
9.1.9	RC explained the key roles of Home Plus and Living Plus and the structure and responsibilities of the proposed 30 anchor roles which would be akin to those of bank relationship managers.	
9.1.10	RC outlined the potential benefits to be derived from using CRM and useful information from it to provide bespoke services either in a centralised or individual form. CRM would also assist Housing Officers to manage their	


*Via Teams

	workload more efficiently as some of the time consuming administrative tasks like diary management would be automated.	
9.1.11	RC commented at length on the launch of the Customer Standards and metrics to measure performance, empower decision making, and allow customers to hold PfP accountable.	
9.1.12	In response to a question, it was confirmed that the Scottish representation (1) in the National Customer Group was good.	
9.1.13	PS emphasised the importance of delivering good community services. KS was meeting with Karen Morgan to discuss board engagement with Customer Groups. HC commented on the different needs in Scotland with a more senior demographic needing support for care in the community and primary care , and better health infrastructure. KS outlined the initiatives being taken in Scotland with respect to communities, their wellbeing including for senior people and their specific needs. There was a discussion on the supported living needs in Scotland and how PfPS could provide support to the community.	
9.1.14	The directors thanked RC for the report and commentary.	
9.2	<i>Business Plan and Budget FY 2024/25</i>	
9.2.1	<p>The directors reviewed the draft Business Plan and Budget for 2024/25.</p>  <p>Following further discussion, DU was requested to present the final 2024/25 budget plan for approval following Group Board approval of the final Group budget, and to email a one year draft budget for 2023/254 financial year to the Board asap.</p>	DU
9.3	<i>Loan Facility Increase Proposal</i>	
9.3.1	<p>DU requested the directors to note the cash requirements over a period of 3 years from 31 March 2024,</p> 	

*Via Teams

		
9.4	<i>Deed of Covenant Compliance</i>	
	KA presented the Deed of Covenant compliance report (Appendix 1) for the year 22/23 for review and noting by the board. The directors noted the report and had no questions.	
9.5	<i>Directors and Officers Liability Insurance</i>	
9.5.1	<p>The paper was taken as read and KA requested the directors to confirm that they were not aware of any material facts that may render void the Group's D&O liability insurance or whether or not to their knowledge any event had occurred where an investigation may be made by a statutory body.</p> <p>PS asked if there had been any claims against the directors and KA confirmed that there had not been and agreed to inform the D&O insurance Brokers that there were no claims against the directors for this financial year (23/24).</p> <p>Each of the directors confirmed that they were not aware of any material facts that may render the D&O liability insurance void or had knowledge of any event that may warrant an investigation by any statutory body.</p>	KA
9.6	<i>Proposed Plan of Work for 2024/25</i>	
9.6.1	<p>The directors having reviewed the plan of work requested the following actions.</p> <ol style="list-style-type: none"> 1. Add polices and supplier reviews to the work plan. 2. Add only material suppliers and Board to decide on the materiality level . 	MA
9.7	<i>Proposed Methodology for Board Appraisals and Board Effectiveness Review</i>	
9.7.1	The directors reviewed the methodology for Board appraisal and effectiveness and approved the processes.	
9.8	<i>Governance Update</i>	

*Via Teams

9.8.1	<p>KA presented the Governance handbook and outlined the changes to it which were also visible in the papers in tracked changed version.</p> <p>Following due consideration, the directors approved the changes subject to the following and submission of the updated copy for approval at the next meeting.</p> <ol style="list-style-type: none"> 1. To review delegations of authorities and present an updated copy for approval at the May meeting. 2. To prepare and include Commercial Board Terms of Reference in the Governance manual. 	MA
10	ANY OTHER BUSINESS	
10.1	<i>Damp and Mould Update</i>	
10.1.1	The Damp and Mould update was noted.	
10.2	<i>Reidvale Update</i>	
10.2.1		
10.3	<i>Update on Non-executive director Recruitment.</i>	
10.3.1	See 6.4 above.	
10.4	<i>Fire and Preventative Measures</i>	
10.4.1	A report would be circulated by email asap.	KS
10.5	<i>Proposed Mergers</i>	
10.5.1	There were no proposed mergers.	
11	DATE(S) OF NEXT MEETING(S)	
11.1	8 May 2024 – (scheduled board meeting)	

*Via Teams