



**WHEATLEY HOUSING GROUP LIMITED
SC426094**

**MEETING OF BOARD OF DIRECTORS
held by telephone**

on Wednesday 8 April at 16.00

Directors Present: Alastair MacNish (Chair), Jo Armstrong, Martin Armstrong, Jo Boaden, Sheila Gunn, Bernadette Hewitt and Martin Kelso.

In Attendance: Anthony Allison (Director of Governance) and Steven Henderson (Group Director of Finance)

1. Directors not in attendance

It was noted that consistent with the interim proposals for our governance Bryan Duncan, Professor Paddy Gray, John Hill, Peter Kelly, Angela Mitchell, James Muir and Mary Mulligan were not in attendance but their feedback on the reports had been circulated to attendees in advance.

2. Declarations of Interest

The Board noted the standing declarations of interest.

3. Business Update

The Board received an update on the ongoing implementation of our business continuity arrangements, including: support to tenants through the delivery of food parcels which have markedly increased from 250 to 2000 a week; support to tenants requiring to make universal credit claims; welfare calls to tenants; our IT support infrastructure; and our staffing levels across the Group. A further update was provided on service levels and performance, particularly arrears.

The Board received a further update commending the outstanding, inspirational response from our staff across the Group and their relentless focus on supporting our customers and communities. The positive, constructive engagement from our Trade Union partners was also commended. The Board welcomed the response of our staff and Trade Union partners and expressed their gratitude for their continued efforts and commitment.

It was confirmed that our Personal Protective Equipment levels remain sufficient to meet our needs and that we continue to engage our suppliers in recognition of the supply chain being highly dynamic in this area.

Our role in the Scottish Housing Resilience Group was set out, including feedback from issues impacting the wider sector. It was explained we were offering support to other RSLs in terms of maintaining a life and limb repairs service, on the basis it would not be impacting on our own service.

The Board discussed how we maintain our support should the challenges and current restrictions persist, in particular responding to Anti-Social Behaviour. In relation to Anti-Social Behaviour it was confirmed we have experienced an increase and that we still have the Anti-Social Behaviour team responding to this. It was further confirmed the Community Improvement Partnership retains policing capacity.

It was confirmed we have identified threshold levels for staffing where it would impact the service we provide and associated contingency arrangements. It was confirmed these levels are monitored daily. The Board welcomed the additional capacity we added in care at the early stages which has allowed us to maintain service levels.

The Board discussed the response in the sector across the wider UK and emerging practice and approaches. The Board further discussed our succession planning arrangements should senior staff be impacted. It was confirmed we have an agreed contingency approach at Executive and Senior Leadership level and a separate update would be provided to the Board on this.

The Board sought confirmation lift maintenance was covered within the repairs life and limb service. It was confirmed this was the case and that we have already successfully attended to some service calls.

Feedback from the Standard and Poor's annual update call was provided to the Board, who discussed the potential implications for our credit rating and the likelihood of a change to the UK rating. It was explained we expect feedback from Standard and Poor's within three weeks.

Our representations, by way of letter, to the Secretary of State at the Department for Work and Pensions regarding the challenges with Universal Credit were set out.

Decided: The Board noted the contents of the report.

4. Group Governance Arrangements

The proposed interim arrangements for our governance were set out. It was explained that they sought to ensure appropriate governance arrangements remained in place which were also practically workable for what we anticipate at this stage will be only 1-2 Board cycles.

The proposals for changes to Board member tenure limits were discussed. These mitigate the risk that, combined with the impact on existing recruitment, we may not have the necessary depth of skills and experience as we shape our business response to the impact of coronavirus. The Board agreed that the proposals needed to be consistently applied and that they would strengthen our governance at what will be a key period for Boards across the Group.

The Board discussed the proposed interim skills matrix and reiterated the essential nature of tenants within the matrix and associated membership. It was agreed where possible every Board with tenant drawn membership would reflect this in the interim membership.

The Board discussed the engagement to date with the Board and the approach to communicating the arrangements onwards to our partner Boards.

The Board recognised the operating environment was such that we have to adapt our arrangements and that the proposals for Boards were at this stage for a relatively short period. It was reiterated that the proposed approach ensured all Board members remained well informed, would receive all papers and have a channel to give feedback formally in advance of all meetings.

The Board received an update on initial engagement with the Scottish Housing Regulator regarding the proposals.

Decided: The Board

- 1) Approved the interim governance arrangements of more streamlined Boards based on the revised skills matrix and the proposed membership of each Board;**
- 2) Approved the offer of an extension of 12 months to all Board members and office bearers due to retire at the 2020 AGM and to the Chair of the Group Audit Committee; and**
- 3) Agreed that we make the necessary constitutional amendments to allow the extensions.**

5. Interim Gas Process

The Board received feedback from our engagement with key stakeholders regarding gas servicing and confirmation that our duties relate to UK legislative requirements. It was explained that we are ensuring key stakeholders are aware of the need for any possible derogation to take into account the likely backlog that will emerge.

It was confirmed we are maintaining clear records of any instances where the tenant does not wish to grant us access.

The Board discussed the potential implications for our insurance coverage and it was confirmed that we have engaged with our insurers but there is no definitive position on how they would handle this at present.

The Board recognised the constraints we are working within and discussed the need to ensure we are taking all possible steps within that context.

Decided: The Board noted the contents of the report.

6. Update on Coronavirus (Scotland) Bill

A summary of the key provisions of the legislation and the business impact was set out, in particular evictions and the exemption in relation anti-social behaviour related evictions.

The Board considered the business impacts and any potential behaviour changes they may drive. The importance of our operating model in allowing us to communicate with tenants was reiterated.

Decided: The Board noted the contents of the report.

7. AOCB

There was no other competent business.

Signed:

Date: