

**MINUTES OF OVHA BOARD MEETING  
HELD ON TUESDAY 15th November 2022 at 6pm  
Hybrid meeting**

**Present:** Tom Dougan - TD (In Person)  
Tom Allan - TA (In Person)  
Mark McLintock - MM (Virtual)  
John Flynn - JF (In Person)  
Kenneth Brannan - KB (In Person)  
Heather Pearson - HP (Virtual)  
Andrew McDaniel - AM (In Person)  
Karen Cleland - KC (In Person)

**In Attendance:** Andrew Saunders - AS (In Person)  
Colin McInnes - CM (In Person)  
Nick Clark - NC (In Person)  
Maryjane Elder - ME (In Person - Minutes)

	ITEM	ACTION
1.	<b>Welcome &amp; Apologies</b> The Chair welcomed evryone to the meeting. Apologies were received from :- LC	
2.	<b>Declaration of Interest in any Agenda Item</b> Hillcrest Homes - K Cleland A McDaniel - Greener Kirkcaldy AS, CMcl, NC, ME - as part of Agenda Item No.11	
3.	<b>Approval of urgent business items for consideration under A.O.C.B</b> None	
4.	<b>Approval of the minutes of the Previous Meeting - 18 October 2022</b>  Apologies given to Andrew McDaniel, recorded as virtual instead of in person. Original meeting minutes updated.  <b>Board members approved the minute meeting notes. KB &amp; TA</b>	<b>AS</b>
5.	<b>Matters Arising</b> None	

6.	<p><b>Health &amp; Safety</b>  General H&amp;S Manager - To arrange H&amp;S Committee Meeting, training started online for all staff to be completed by end Dec 2022  Q - KB - how do we assess safe environment at home working  A - Photographs to be taken of home work space &amp; Self Risk Assessment to be completed  Q - KB have all issue been resolved from beginning of lockdown  A - Brought in an external agency who worked with us to ensure all issues were resolved around H&amp;S, wellbeing etc.</p>	Verbal
7.	<p><b>Election of Vice Chair</b>  KB was elected as Vice Chair - unanimously approved.</p>	Verbal
8.	<p><b>Business Planning 2023/24</b>  AS - discussed content of paper. Full review postponed. Strategy/Planning discussion proposed for January 2023 when more advanced information will be ready.  TD cant make 17th  AMcD - subsidiaries involved? - Yes  Opportunity to join remotely? - Yes   Saturday 21st January agreed (am).   For those who can't attend - other methods will be provided to gather input.</p>	
9.	<p><b>Succession Planning - HR Committee</b>  Further discussion with EVH, initial meeting set for 12/01/23. AS will aim to withdraw from the process after this meeting.</p>	Verbal
10.	<p><b>Finance Function Review *Confidential*</b>  Paper was discussed on the changes and effects on the personnel at our external accountants.   The recommendation - to make an individual appointment on the basis of a 12 month temp contract, reviewed after 6 months, part time working 4 days a week, starting 1st December.   KB - less risk to OVHA and supports idea  AMcD - good outcome for OVHA.  TD - no reason why cant go with this proposal of appointing the proposed employee, but explore specialist options rather than rely solely on our current external accountants.  HP -  Q - Specialist costs?  A - Known specialist work/advice won't be high costs to us  Q - Going direct, does this breach our Recruitment Policy?  A - It does not breach our policy.  Q - Is there a notice period?  A - Part of an on-going discussion current contract with our external accountants, current notice period is 3 months but negotiable  Q - Are our external accountants in breach of contract?  A - Probably not, although we could argue that they have failed to provide us with a comprehensive service since 14th October.</p> <p><b>The proposed appointee is to be offered part time role to lead our Finance Function within Management Team at OVHA</b></p>	AS

11.	<p><b>Cost of Living - EVH Ballot *Confidential*</b> Paper discussed</p> <p><b>Board decision - Agreed with content of paper and authorised AS as Secretary to lodge our ballot paper in favour of the proposed settlement deal.</b></p>	AS
12.	<p><b>Q2 Performance Report</b> <b>The paper highlighting our performance across key indicators as submitted to Housemark was considered.</b></p> <p>Q - any target anomalies? A - nothing significant Q - can OVHA KPI Targets be included? A - agreed to include in future</p> <p><b>Board accepted and noted the report</b></p>	
13.	<p><b>OVHA Management Accounts Q2</b></p> <p>Look to reflect on the money going out at the Business Plan meeting in January Q - Why the big difference in variance in rents and rates? A - Includes some empty properties where the rate burden has fallen on OVHA rather than the tenant</p> <p><b>Board noted content of paper</b></p>	
14.	<p><b>External Audit Tender</b></p> <p><b>Board agreed to extend the contract of the External Audit Tender by a further 12 months</b></p>	Verbal AS
15.	<p>Policies - circulated via Basecamp</p> <ul style="list-style-type: none"> <li>a. Scheme of Delegation</li> <li>b. Scheme of Delegation Appendix</li> <li>c. Equality, Diversity and Inclusion Policy</li> </ul> <p>Changes to the above policies were noted and approved.</p> <p><b>Board agreed to the content of the paper and approved the policies.</b></p>	
16.	<p><b>CEO Report</b></p> <p>AS will bring a full paper on development work to the Board in December IT/SDM Cost Increase - Provide additional info for one of the 2 companies we have sourced to provide indicative costs and timeframe with full implementation provided within 6 months. Still to speak with another company for comparison with full report coming back to the Board in December</p> <p>Q - re. new build projects - are we on low in terms of SHR engagement? A - Yes, moved from medium to low after the wind project was up and running. The SHR is conscious of the risks of new development and has given us the opportunity to discuss this at a meeting to be held on 1st December. (Post meeting note :- the SHR now uses the categories compliant and non-compliant to replace the previous categories of Low Medium and High - OVHA has been assessed as compliant).</p> <p>Q - Would any other person be required to attend meeting with the SHR due to AS proposed exit from OVHA</p>	

	<p>A - Yes, HM will also attend the meeting (post meeting note Dave Roberts will also attend on behalf of OVHA)</p> <p><b>Board noted the contents.</b></p>	
17.	<p><b>DCEO/HM Report</b>  Q - Enterprises debt is poor. What is the reason?  A - Operational reasons, resources not dedicated, procedures and processes are being looked at with the resource being provided now.</p> <p><b>Board noted the contents</b></p>	
18.	<p><b>ESM Report</b>  Q - Community organisations - any informal engagement?  A - To meet with the Environmental &amp; Sustainability team at FC and Sustainable Cupar</p> <p><b>Board noted the contents</b></p>	
	<p><b>For noting items 19 - 21</b></p>	
19.	<p><b>Subsidiary Management Accounts</b></p>	
20.	<p><b>FARM Committee draft Minute of 01.11.22</b></p>	
21.	<p><b>Basecamp</b>  a. EESSH2 - Interim Guidance  b. Cost of Living (Tenant Protection) Scotland Act 2022  c. Positive Action in Housing Annual Impact Report  d. OV Energy PPA 2023/24 UK Government Cap  e. Energy UK Report on UK Renewable Energy Price</p>	
22.	<p><b>Any Other Competent Business</b></p> <p><b>N/A</b></p>	
24.	<p><b>Date of Next Meeting</b>  Board - 20th December 2202  FARM - 7th February 2022.</p>	