

MOLENDINAR PARK HOUSING ASSOCIATION LTD

Minute of the Meeting of the Management Committee held remotely on Tuesday 15th June 2021 at 6.00pm.

Present:

Mr A Scott (Chairperson)
Mr F Sheeran (Vice Chairperson)
Mr B Johnston (Committee Member)
Mr M Johnston (Committee Member)
Miss C McKinlay (Committee Member)
Mrs M O'Donnell (Committee Member)

In Attendance:

Scott Rae (Acting Director)
Jayne Lundie (Corp Services Officer)
David Ampofo (FMD)
Linda Ewart (Governance Consultant)

		Action
1.	<p>Welcome, Apologies and Declaration of Interest The Chair welcomed Committee and Staff to the meeting.</p> <p>Apologies were received from Mr P Mann and Ms C Meighan. Ms A Wood was available for the meeting but could not join the teams call due to technical difficulties.</p> <p>The Chairperson requested Committee approve the co-option of Mr C Peacock onto the Governing Body.</p>	
	Committee agreed the co-option of Mr C Peacock onto the Governing Body.	
2.	<p>Adoption of Minute of 18th May 2021 The minute of the meeting held on the 18th May 2021 was proposed as a true record by the Mrs M O'Donnell and seconded by Miss C McKinlay.</p>	
3.	<p>Matters Arising from the Minute of 18th May 2021 No matters arising.</p>	
4.	<p>Use of Seal There was no Use of Seal.</p>	
	Committee approved Use of Seal	
5.	<p>Application for Membership There were no applications for membership.</p>	
6.	<p>Notifiable Events None.</p>	
	Finance	
	<p>It was agreed that Agenda Items 15 and 15.1 would be discussed after Agenda Item 8.</p>	

7.	<p>SHAPS 2021 DB Accounting Report</p> <p>The representative from FMD presented the draft Accounting Disclosures output of TPT's pension tool which shows the movement of the Net Pension Liability over the year.</p> <p>The Net Pension Liability has adversely moved from (£10,000) as at 31 March 2020 to (£266,000) as at 31 March 2021.</p> <p>The main reason is that Scheme liabilities increased at a higher rate than scheme Assets. TPT have advised that this is due to changes in key assumptions :</p> <ul style="list-style-type: none"> ➤ Use of lower discount rates ➤ Higher inflation rate assumption <p>The Representative from FDM advised that this is currently an accounting change and has no immediate bearing on cash.</p> <p>Committee were invited to consider and note the report.</p>	
Committee considered and noted the report.		
8.	<p>SHAPS Disclosure Note</p> <p>Noted.</p>	
Committee noted the Disclosure Note.		
AOCB		
15.	<p>Finance Update to Board – Various</p> <p>The Representative from FMD presented the report.</p> <ul style="list-style-type: none"> • Nationwide Building Society (NBS) Letter – Discontinuation of LIBOR Noted. • Housing Property Valuation - Delay Noted. <p>Committee were invited to consider and note the report.</p>	
Committee considered and noted the report.		
15.1	<p>LIBOR Transition Letter</p> <p>Noted.</p>	
Committee noted the LIBOR Transition Letter		
The Representative from FMD left the meeting.		
Governance		
9.	<p>Business Plan Review Day 19th March 2021 – Feedback Summary</p> <p>The Governance Consultant presented the Feedback Summary from the Review Day.</p>	

	<p>The Governance Consultant advised committee that the Business Plan Review Day had not been convened as a Committee Meeting and that any decisions agreed at the Review Day would have to be formally agreed by committee.</p> <p>Group discussions had taken place at the Review Day and as a result of these discussions it was agreed that no major amendments to the Business Plan were required but ‘minor tweaks’ could be made:</p> <p>Specific consideration was given to what was described as the ‘big ticket’ items that were included in the Business Plan but which, because of the pandemic, have not been progressed as planned.</p> <p>It was concluded that:</p> <p>Establishing a DLO: This should be paused / re-scheduled. Implementing the organisational restructure has to be prioritised and now isn’t the right time to be embarking on a new initiative (external instability and insufficient internal resilience). Review in 2022.</p> <p>Modern Apprentices: Defer and review in 2022 in order to ensure that sufficient support capacity available from relevant staff</p> <p>Rent Restructuring: Due to be progressed with North Star Consulting in 2021/22 and scheduled to report by August 2021. This should proceed.</p> <p>Development / Regeneration: Proceed at a slower pace whilst continuing to build contacts and partnerships to ensure MPHA is ready to move as soon as / when / if GCC approves funding</p>	
	<p>Committee noted the report and agreed to:</p> <ol style="list-style-type: none"> 1. Defer establishing a DLO 2. Defer the Modern Apprentice 3. Proceed with the Rent Restructure 4. Proceed at a slower place with Development and Regeneration 	
<p>10.</p>	<p>Report on Governance Review</p> <p>The Governance Consultant presented the report and asked committee to consider and approve:</p> <ol style="list-style-type: none"> a) The adoption of new Rules as drafted by TC Young (attached), based on the 2020 Model published by the SFHA, with the inclusion of the new Clause 20 to permit virtual general meetings to be held. b) Agree to propose these Rules for approval by shareholding members at an SGM to be held on 14th September 2021. 	

	<p>c) Agree that the 2021 AGM will be held on 14th September 2021 in a venue that is suitable for the safe attendance of shareholders and is compliant with the prevailing rules on public indoor gatherings. Also to agree that the venue is booked for a second date, one week later, to ensure that all necessary business for both the SGM and the AGM can be conducted, in the event that a quorum is not achieved on the original date</p> <p>d) Note the arrangements relating to succession planning in respect of members who are due to 'retire' at the AGM</p> <p>e) Note the removal of six shareholding members from the Register, in accordance with Rule 11.1.3</p> <p>f) Approve the scheduling of the 2021 Committee Member reviews to take place following the 2021 AGM</p> <p>The Governance Consultant advised Committee that she had intended to ask for approval to adopt SFHA's new Model Code of Conduct for Committee members. However, as the Management Committee had agreed to withdraw from affiliating with SFHA the Association is unable to access the relevant documents as these are only available to affiliated members.</p>	
	<p>Committee considered, approved and noted:</p> <ul style="list-style-type: none"> • The adoption of the new Rules • Agreed to propose these Rules at an SGM to be held on 14th September 2021 • Agreed that the AGM will be held on 14th September 2021 in a suitable venue for the safe attendance of shareholders and is compliant with the prevailing rules • Agreed that the venue is booked for a second date one week later • Noted the arrangements relating to succession planning • Noted the removal of six shareholding members from the Register, in accordance with Rule 11.1.3 • Approved the scheduling of the 2021 Committee Member reviews to take place following the 2021 AGM 	
11.	<p>Draft Model Rules (tracked)</p>	
	<p>The Governance Consultant presented the draft model rules. She advised there are relatively few amendments required to MPHA's Rules because the Association is already operating under the most recent Model (published in 2015) and so there were no material issues in terms of regulatory compliance.</p> <p>Linda went through the highlighted changes giving an explanation why these changes had been made.</p>	
	<p>Committee noted and approved the amendments to the Model Rules</p>	
	<p>The Governance Consultant left the meeting.</p>	

12.	Report on List of Shareholders	
	Noted.	
12.1	List of Current Shareholders Noted	
General		
13.	Acting Director's Report Noted.	
13.3	Staffing Matters XXXXXXXXXXXXXXXXXXXXX	
	Committee were advised that the Corporate Services Officers is liaising with EVH in an effort to recruit a temporary customer services officer for an initial period of three months.	
13.4	Office Refurbishment The Acting Director advised he had met with the architects on Friday 11 th June 2021 and raised some concerns with the drawings in relation to the reception area, interviewing facilities and the glass back wall. The architects are taking these concerns on board and will bring back updated drawings.	
AOCB		
15.	SFHA Affiliation Owing to the difficulty in accessing documents from SFHA if you are not a member, it was agreed that the Chairperson would contact GWSF to obtain advice on how to solve this problem. The Corporate Services Officer will contact the Governance Consultant asking for advice on this matter.	
It was agreed the Chairperson would contact GSWF and the Corporate Services Officer would contact the Governance Consultant to get advice on this matter.		
	The Acting Director left the meeting	
14.	Staffing	
	Committee considered the report provided by FMD detailing the proposed salary change in relation to cover being provided for the Director's post. After consideration Committee agreed to the proposals put forward from FMD. The Corporate Services will contact FMD advising them of the decision.	
Committee agreed to the proposals in relation to cover for the Directors Post		
Date and Time of Next Meeting – Tuesday 17th August 2021 - 6.00pm		

	The next meeting of the Management Committee will be held remotely on Tuesday 17 th August 2021.	
--	---	--

Signed

Date