



Minutes of the Board Meeting held on Tuesday 17th March 2009 at 4pm at Link House, 2c New Mart Road, Edinburgh.

Present:	Mr R Robertson (Chairman)	In attendance:	Mr C Culross
	Mr A Colston		Mr N Hall
	Mr P Foreman		Ms E Johnston
	Mr J O'Neill		Mrs H Bayne
	Mr C Macneill		Ms M Middleton
	Mr D Esslemont		Mr J Pollock
			Mr C Sanderson
			Ms J Wilson (Minutes)

BUSINESS

Prior to the commencement of the meeting Mr Robertson paid tribute to Mr Alan Scott who had died suddenly on 7th March 2009. Mr Scott's work with Link (as acting HR Director and latterly Project Manager) had been greatly appreciated and valued by the Board.

Action

1. DECLARATIONS OF INTEREST

None

2. APOLOGIES

Apologies were received from Ms Hayhurst, Mr Reidford. Mr Clark, Mr Banks, Mr McMillan and Mr Hinton

3. APPROVAL OF THE MINUTES OF THE MEETING HELD ON 10th FEBRUARY 2009

The minutes of the meeting held on February 10th 2009 were approved:

Moved: Mr Colston

Seconded: Mr Esslemont

4. MATTERS ARISING FROM THE MINUTES OF THE MEETING HELD ON 10th FEBRUARY 2009

4.1 Millarston Drive Paisley

CONFIDENTIAL

4.2 Linstone

Mr Sanderson reported that Linstone's Committee meeting was taking place at the same time as Link's Board meeting and consequently no decision was yet forthcoming from Linstone.

4.3 Sheltered Housing Officers – Working Time and National Minimum Wage Implications

CONFIDENTIAL

4.4 Lift Open Market Scheme

Mrs Higgins reported that Link had been advised it had been awarded the contract for the management of the Open Market Shared Equity Pilot (OMSEP) for the West of Scotland. Link had been instructed not to go public with this information as the Housing Minister was expected to make an announcement at the end of March 2009.

4.5. Inflation Related Pay award

The Board noted that UNITE members had accepted the revised inflation related pay award of 1.75%, effective from April 2009.

4.6. Link Group Key Performance Indicators

The Board noted the explanation with regard to the voids statistics reported to the February Board meeting. Mrs Middleton advised that the arrears figures for Larkfield (missing from the February Report) were 4.8% for quarter 3 and 5.2% cumulative for the year to date. Both figures expressed the arrears as percentage of rent receivable.

4.7 Investing in Affordable Housing

Mr Sanderson reported that Link had submitted its response on 16th March 2009. In addition Link had allowed its name to be included on joint responses provided that those were generally constructive.

5. BUSINESS PLAN 2009/10 TO 2013/14

5.1 Business Plan

The Board considered the previously circulated report

The Board noted that Ms Hayhurst had supported the Business Plan and had provided some comments (which the Board considered were valid) but no amendments to the Plan were required.

The Board approved the Business Plan 2009 / 10 to 2013 / 14.

5.2 Budgets

The Board considered the previously circulated report.

Mr Hall advised that the profit from the OMSEP award in the West had been included and an equivalent sum had been added to Business Development expenditure budgets to provide more scope for potential costs associated with the Lead Developer proposals.

The Board agreed the capital and revenue budgets for the group for the five years ending 31st March 2014.

The Board further agreed that it would be appropriate to consider further overhead costs and overhead charging structures at the May 2009 Board meeting.

6. EMPLOYEE CODE OF CONDUCT

The Board considered and approved the previously circulated Code of Conduct for employees, subject to the following amendments being made. HB

- 5. Declaration of Interests - to amend the section to clarify that disclosure was required with regard to selling properties involving Link, as well as purchasing properties where an employee had any interest.***
- 6.1 Giving Gifts and Hospitality to Employees – to remove the specific amounts and replace with the maximum allowed under the Employers in Voluntary Housing guidance from which the figures specified in the draft code had been extracted.***
- 9. Press Statements and Enquiries – to remove the word “operational” in the third line of the first paragraph.***
- 10. Group Property and Resources – in the second paragraph to add intellectual assets to the list of property and resources.***

7. FUNDING THE DEVELOPMENT PROGRAMME

The Board considered the previously circulated report.

The Board agreed that Link would borrow £15M from Abbey and £10M from the Royal Bank of Scotland on the basis and terms set out in the report.

The Board further agreed to submission of an application for Section 66 Consent to the Scottish Housing Regulator regarding security for the loans and that any Board member could sign the consent application. JNH

8. STANDING ORDERS

The Board considered the proposed revisals to the Standing Orders and agreed with the proposed amendments, subject to the following: JNH

- Section 4 – Amend “Appendix 7” to “Appendix 8”***
- Section 9a – Amend “Appendix 8” to “Appendix 9”***

Section 9b - Amend "Appendix 9" to "Appendix 10"

Appendix 1 Functions and Powers of the Board. Delete the third last bullet point "Appoint all Board / Committee members to all of its subsidiaries" and replace with "Appoint all Board/Committee members to subsidiaries, except in the case of subsidiaries with membership appointment rights and where Link had not exercised its right to appoint the majority of the Board."

Appendix 8 – To replace the second bullet point under the heading of "Independence Agreement" with "Link Group will, in consultation with all subsidiaries, establish group-wide policies unless on an individual policy basis a case is made by a subsidiary that there are local circumstances, community needs or other relevant factors which warrant a policy departure, or variation to, a group wide-wide policy."

Appendix 9 – Section 3.7 Tender Organisation – to reduce the proposed threshold for the requirements for a Board Member to be present to open tenders from £1M to £0.5M.

Appendix 9 – Section 3.8 Tender Organisation – to add that all the tender awards will be reported to the Board on a quarterly basis.

Appendix 9 – New Section 3.14 – To add that in a situation deemed an emergency on a health and Safety or similar basis by the Chief Executive, he/she may allow the tender procedures to be suspended and if such action was taken the Chairman and Vice Chairman would be advised immediately.

9. COMMERCIAL FACTORING

The Board considered and discussed the previously circulated report.

The Board agreed that Link Homes should continue to provide commercial factoring services provided that the Director of Finance and Corporate Services was able to confirm that all the projections were correctly calculated.

JNH

10. RISK MANAGEMENT COMMITTEE

10.1 Report from meeting held on Friday 6 March 2009

The Board considered the previously circulated report and the Board noted the decisions taken by the Risk Management Committee under delegated authority.

The Board also noted that the Risk Management Committee had subsequently agreed to an amendment to the decision with regard to the Craigmillar Wauchope 8 project. The amendment had been to remove the condition relating to the required fall back position in respect of the risk of selling shared ownership properties.

It was agreed that the decisions related to the projects would be included as an appendix to the minutes.

10.2 Appointment of Committee Member

The Board agreed to appoint Mr Macneill to the Risk Management Committee (initially as a observer) and as a full member provided that at the April meeting the Board agreed to amend the Standing Orders to increase the number of members on the Risk Management Committee to seven members.

The Board therefore resolved to amend section 3 (b) of the Standing Orders to increase membership of the Risk Management Committee from 6 to 7. JNH

11. AFFORDABLE WARMTH STRATEGY

The Board approved the previously circulated Affordable Warmth Strategy subject to the following amendments: CC

- *Deletion of the NHER 7 target until the stock data is known in October 2009.*
- *Inclusion of a specific qualification that Link cannot resolve fuel poverty on its own account and would work closely with other parties to try and alleviate fuel poverty.*

12. ST MARGARET'S CHURCH

The Board considered the previously circulated report.

It was agreed that it would be appropriate to continue to support the rehabilitation of the St Margaret's Church in Oatlands, Glasgow on the basis that no commitment to ownership by Link was given.

It was noted that the project would require to be considered by the Risk Management Committee.

13. EXPANSION OF THE OLDER PERSONS ADVICE PROJECT (OPAP)

The Board considered the previously circulated report.

The Board ratified the submission of the proposal to the Scottish Government to expand the Older Persons Advice Project.

14. FIXED INTEREST RATES

The Board considered the previously circulated report.

The Board agreed to delegate authority to the Director of Finance and Corporate Services to approve extending the fixed interest period in Link's fixed interest loans with the Royal Bank of Scotland and Lloyds TSB on the basis of a cancellable structure (at the banks' option) from 2017. JNH

15. MAINTENANCE OFFICER BUSINESS CASE

The Board considered the previously circulated report.

The Board agreed with the proposal to appoint two additional MBM Maintenance Officers on permanent contracts.

16. BOARD MEMBERSHIP

The Board considered the previously circulated report.

The Board approved the appointment of Mrs Mary Irvine to the Board of Link Housing Association Ltd. MBM

17. REMUNERATION COMMITTEE

The Board considered the previously circulated report.

The Board resolved to amend Appendix 10 to the Standing Orders as follows:

- ***To consider and approve where agreed, recommendations in respect of non-consolidated awards arising from the operation of the Performance Management System.*** JNH

It was noted that a report on the salary awards would be provided to the April Board meeting.

18. HORIZON

The Board noted the previously circulated report and that a joint press release on the Statement of Intent would be issued on Wednesday 18 March 2009.

19. AUDIT COMMITTEE

The Board noted that the Audit Committee meeting had been cancelled as it would not have been quorate. Mr Robertson confirmed that four internal audits had been carried out since the last Audit Committee meeting, three of which had been given a "Substantial Assurance" rating and one a "Reasonable Assurance" rating. Accordingly there were no matters of immediate concern. It was noted that the proposed internal audit programme for 2009/10 would be submitted to the Board at the April meeting.

20. FINANCE DEPARTMENT REPORT

The Board considered and noted the previously circulated report.

21. EXECUTION OF LEGAL DOCUMENTS

The Board considered and noted the previously circulated report.

22 ANY OTHER BUSINESS

22.1 Gold Award Healthy Working Lives

Mr Sanderson reported that Link had achieved the Gold Award.

22.2 Cumbernauld Housing Partnership

Mr Sanderson advised that the Scottish Government had made an announcement that government grant funding would be available for the refurbishment of CHP's tower blocks. It therefore appeared that CHP's plan to join the Sanctuary group would consequently proceed.

23. DATE OF NEXT MEETING

Tuesday 14 April 2009 at 4:00pm in the Sievewright Suite, 2c New Mart Road, Edinburgh.

The Meeting closed at 6.05pm.