

MEETING OF THE OSPREY HOUSING BOARD 29 MAY 2024 10:00 – WESTHILL OFFICE AND TEAMS

Present:	Mike Scott, Director OH Board, Chair (MS) Les Allan, Director OH Board: Vice Chair (LA) Brian Watson, Director OH Board (BW) Douglas Bodie, Director OH Board (DB) Brian Topping, Director OH Board (BT) Jonathan Young, Director OH Board (JY) Alison Mitchell, Director OH Board (AM) Rab Hepburn, Director OH Board (RH) Stuart Robertson, Director OH Board (SR) Simpson Buglass, Director OH Board (SB) John Connelly, Director OH Board (JC) (via Teams) Colin Hawkins, Director OH Board (CH) Kay Diack, Director OH Board (KD) (via Teams) Claire Crawford, Director OH Board (CC)

Apologies: Raymond Edgar, Director OH Board (RE)

Attending:Stacy Angus, Chief Executive Officer, Osprey (CEO)
Gary Walker, Director of Finance, Osprey (DOF)
Clare Ruxton, Director of Corporate Services (DCS)
Dan Thompson, Director of Housing Services, Osprey (DHS)
Ryan Swan, Director of Assets, Osprey (DOA)
Sofia Redford, Corporate Services Officer, Osprey (CSO) (Minute)

Minute No	Subject	Action
1	Welcome and Apologies Apologies as noted above.	Chair
2	Declarations of Interest There were no changes to the standard declarations.	Chair
3a	Minutes of meeting held on 21 February 2024 The minute of the Board meeting held on 21 February 2024 was agreed as a correct and accurate record.	Chair
	Approval of the minute was proposed by MS and seconded by BT.	
4	 Matters Arising The final exit cost from SHAPS pension scheme had been settled. OIL was dissolved on 2 April 2024. 	Chair

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6	Chief Executive's Report The CEO presented her report to enable the Board to address the following:	CEO
	 Being kept informed of progress against the overall Business Strategy, identifying emerging strategic considerations and highlighting any specific strategic and operational matters that may influence Business Plan objectives (not otherwise covered by a separate report). Approving and endorsing policies/strategies/new initiatives and noting key issues and outcomes from the committees. Highlighting any specific/new matters for assurance and risk consideration. 	
	Decisions taken during the period under delegated authority through the fast-track process were considered for ratification under a separate agenda item.	
	Policy/Strategy Approvals The following policies and strategies had been reviewed by the relevant committee(s) and recommended for approval:	
	 No Smoking Substance Misuse Special Leave Secondment Parental Leave Estate management Major Incident Plan Equality Strategy Tenant Participation Strategy 	
	The Board: Unanimously approved the policies and strategies. 	
	Committee Outcomes The Housing and Corporate Services Committees met on 1 May and the Resource and Governance Committee met on 15 May.	

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	Corporate Services Committee – the following items were agreed and noted:	CEO
	 IT Contract Extension and re-tender: Approved the extension of all IT and M365 contracts until 1 July 2025 and the appointment of an IT consultant to help develop the updated tender documentation. Staffing Structure: Endorsed the recruitment of an additional temporary AMO for a 2 year period. Board Member Appraisal update: Noted the plans for the appraisals and the participation of Linda Ewart. Cyber Security update: Noted the implementation of KnowBe4 and progress towards retaining Cyber Essentials Plus. 	
	Housing Committee – the following items were agreed and noted:	
	 Tenancy File Audit: Update provided on actions to date. These Homes biannual review: Noted the on-going work involved in the management of These Homes and its continued success. SFHA Homelessness prevention: Noted Osprey's involvement in a recent SFHA event. Tenant Participation report: Considered Osprey's on-going tenant participation activities. Asset related items discussed were included as separate items on this meeting's agenda. 	
	Resource and Governance Committee – the following items were agreed and noted:	
	 Supplementary budget: this item was included as item 7 on this meeting's agenda. Internal Audit progress review: Noted the contents of the report and agreed the timeline for the resolution of all outstanding matters. SHR Business Planning guidance: Noted the cover report and consultative documents. Cyber Security update: Noted the implementation of KnowBe4 and progress towards retaining Cyber Essentials Plus. Health & Safety update: Noted the report providing an update on health and safety matters. 	

Subject	Action
Organisational Performance Overall Performance had remained consistent regarding the key income management indicators with stability of arrears levels throughout the year and an improvement in overall rent collection (exceeding 100%). However, there had been an increase in the number of high level arrears cases.	
There had been more complaints recorded over the last year, with several being formal or involving local councillors or MSPs. A more effective way of recording complaints had been implemented.	
Strategic / Business Planning Issues	
Scottish Housing Regulator – Engagement Plan 2024 The Plan had been published with Osprey sustaining its compliant status with the reporting requirements reduced to standard regulatory returns.	
Scottish Government – Development Funding The Board noted that cuts to Scottish Government funding will be a key challenge for Osprey and the sector going forward. Meetings have been arranged with the Local Authority partners to better understand the impact of this and the knock on effect on long standing development partners. As a result, items that will need to be considered are:	
Ensure Osprey developments are included in LA SHIP's Greater focus on developing the right homes in the right areas Understand where development slippages may be and take this into consideration for budgeting/income forecasting	
The Board further recognised that overall effect of a lack of funding for Section 75 homes may have on future housing policy.	
Board Self-Assessment and Assurance Process 2024 and Assurance Working Group. To ensure that Osprey's governance is robust and meets the requirements of the regulatory framework, Linda Ewart will be supporting a Board self-assessment as well as shadowing the Board appraisals for 2024. An Assurance Working Group has been set up to scrutinise the assurance process taking into account the new Regulatory Standards and the SFHA Self-Assessment Assurance Guidance.	
	 Organisational Performance Overall Performance had remained consistent regarding the key income management indicators with stability of arrears levels throughout the year and an improvement in overall rent collection (exceeding 100%). However, there had been an increase in the number of high level arrears cases. There had been more complaints recorded over the last year, with several being formal or involving local councillors or MSPs. A more effective way of recording complaints had been implemented. Strategic / Business Planning Issues Scottish Housing Regulator – Engagement Plan 2024 The Plan had been published with Osprey sustaining its compliant status with the reporting requirements reduced to standard regulatory returns. Scottish Government – Development Funding The Board noted that cuts to Scottish Government funding will be a key challenge for Osprey and the sector going forward. Meetings have been arranged with the Local Authority partners to better understand the impact of this and the knock on effect on long standing development partners. As a result, items that will need to be considered are: Ensure Osprey developments are included in LA SHIP's Greater focus on developing the right homes in the right areas Understand where development slippages may be and take this into consideration for budgeting/income forecasting The Board further recognised that overall effect of a lack of funding for Section 75 homes may have on future housing policy. Board Self-Assessment and Assurance Process 2024 and Assurance Working Group. To ensure that Osprey's governance is robust and meets the requirements of the regulatory framework, Linda Ewart will be supporting a Board self-assessment as well as shadowing the Board appraisals for 2024. An Assurance Working Group has been set up to scrutinise the assurance process taking into account the new

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	Strategic Plan and annual SWOT analysis The Board reviewed and approved the updated Strategic SWOT analysis commenting that it is a fair reflection of the current position.	
	Review of Moray Area Office Notice had been given to the landlord at Park House to end the contract on 31 August 2024. Discussions had been held with Moray Council regarding access to a hot desk and meeting room facilities in Elgin. The Board noted that the new arrangement will save approx. £10K annually. All Elgin staff will be moved to Homeworker contracts.	
	 The Board: Approved the suite of policies highlighted above. Considered and supported other key recommendations/proposals/actions highlighted in the report including the outcomes from each of the Committees. Noted the report. 	
6.	Development The CEO presented a report updating the Board on the current progress with respect to Osprey's current and future new-build development works.	CEO/DOA
	Current developments on site are:	
	Aberdeen City: Ellon Road, BoD – 6 units, anticipated completion October 24 Pine Trees Mews, Countesswells – 5 units – anticipated completion November 24.	
	Aberdeenshire: Fair Isle Crescent, Peterhead – 25 units – anticipated completion July 25. Garvocklea, Laurencekirk – 2 units – anticipated completion June 24 Coreen Road, Alford – 2 units – anticipated completion December 2024. Kirkwood Homes commenced construction at their own risk prior to the HAG application outcome and Board approval. HAG funding has now been confirmed.	
	Moray: Kinneddar Meadows, Lossiemouth – 10 units – anticipated completion June 25. Tulloch of Cummingston have elected to commence construction at their own risk prior to Board approval. HAG has been granted. This development has been approved through delegated authority by the Chairs Group.	

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	Future Developments:	
	Alba Road, Buckie – This development has received Board approval and been awarded a HAG allocation however the developer has confirmed that they are not proceeding with the development in the 'near future' due to commercially challenging initial infrastructure costs. CEO and DoF to meet with the developer to determine when the project may be taken forward. An update is also to be provided to the Scottish Government in relation to the HAG funding and to determine if this may be withdrawn. Legal advice has been sought.	
	The Board reviewed the financial performance noting that there were currently no issues of concern.	
	Supported Accommodation - Opportunities	
	Cragievar Crescent – Garthdee The Board noted that this is an 8 flatted property currently let as student accommodation. One GF flat with disabled access. An engineer's report is being considered to ensure future costs can be factored into a viability appraisal. Aberdeen City Council has agreed that the property can be tied into a Local Lettings Initiative for converting into general needs if required in the future and will provide a management agreement to cover void costs and allocations.	
	The SLT recommend proceeding to engage in making a formal offer on receipt of satisfactory engineering report and this was approved by the Board. The Board further noted that due to the short timeline for purchase a fast track decision via the Chairs Group may be required.	
	Loirston House, Tullos This is a former office block with plans to potentially provide accommodation for bariatric patients on the ground floor and other supported needs on the first floor. The project is high on the LA's priority list however they are unable to commit to support this until 2027/28. Due to the risks in relation to specific use, nature of the unit and its location the SLT are disinclined to proceed at this time. The SLT's position was supported by the Board.	
	The Board:	
	Noted the contents of the report and development performance. Approved the development appraisals for Alford and Lossiemouth Phase 2.	

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7. and 8.	FYFP and Business Plan update and Rent Restructure – Project proposal and timeline	CEO / DoF
	The DoF presented a report with the updated Financial Business Plan seeking approval for the Five Year Financial Plan (FYFP) submission to the SHR. This was considered in conjunction with the proposed Rent Restructure project, specifically considering the tenant impact and property assessment criteria to be applied.	
	The main recommendation of Arneil Johnston in their independent review of the Financial BP was: <i>To provide some contingency to meet</i> <i>potential rinks, Osprey may wish to consider adopting a revised rental</i> <i>strategy of CPI plus in the short to medium term once outcomes of</i> <i>the rent affordability assessment are considered.</i>	
	A number of events have occurred since then that will have a financial impact on the previously approved plan. These have been included in the updated plan demonstrating the requirement for additional income. The plan has been updated to include a CPI +2% rent increase for 25/26, returning to CPI thereafter.	
	The Board recognised that there is the possibility to include this as part of the Rent Restructure project.	
	The current rent structure had been identified as being overly detailed with 17 different categories, and with rents for the former OHM/ASHS properties based on Entirely different rent structures and there is therefore a demonstrable need for a simplified, single rent pointing structure.	
	The Board considered the proposed assessment criteria and points application. They are:	
	Criteria 1 – No. of bedrooms with an additional bedspace weighting element Criteria 2 – Property types Criteria 3 – Geography/location factors using the Scottish Index of Multiple Deprivation.	
	Further base points would be allocated on: C2 – Age of property C3 – Local Authority C3 – Remote Rural Classifications	
	The Board was presented with data based on the proposal showing indicative average rents per local authority area along with an assessment of their affordability.	

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	The Board further considered whether the CPI + 2% rent increase required by the Financial Business Plan for 25/26 should be facilitated through the Rent Restructure.	
	The Board noted that the additional work to undertake the Rent Restructure would be offset by not undertaking a Tenant Satisfaction Survey this year. It was also noted that support could be sought from TPAS for the tenant communications.	
	In summary, the Board noted that the increase in expenditure outlined in the Financial Business Plan must be matched by an increase in income and this should be facilitated through the Rent Restructure.	
	The Board for item 7:	
	 Considered and discussed the contents of the report. Approved the updated rent assumptions. Approved the updated Financial Business Plan and associated FYFP for submission to the SHR. 	
	The Board for item 8:	
	 Discussed the considered the contents of the report. Reviewed and agreed the proposed criteria. Approved the approach to the Rent Restructure project to proceed as proposed. Approved applying a 2% rental income increase as part of this project. 	
9.	Internal Audit	CEO
	The CEO presented a report providing the Board with the outcomes of the two internal audits carried out in Q4 of 2023/24, alongside the proposed 3-year audit plan.	
	Allocations Audit – the outcome of the audit was that Osprey's approach to allocations is strong with high levels of assurance with one minor recommendation primarily relating to the formatting of the policy.	
	Works Order Audit – some key weaknesses had been identified thought the audit process, however some of these were already known and acted upon prior to the audit being carried out. The key action is a revised procedure that relates to each 'part' of the journey of a works order through the various teams.	

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	The Board:	
	 Considered and discussed the contents of the report and the associated appendices. Endorsed the management response for each audit report. Endorsed the 3-year audit plan as approved by the R&G Committee. 	
10.	Procurement Strategy and Policy	CEO
	The CEO presented a report updating the Board of the current progress in relation to current procurement challenges and proposed a revised strategy and policy.	
	A key emerging issue Osprey have faced in recent years is the challenges in relation to the procurement and delivery of the larger contracts being issued for the renewal of capital components resulting in performance not meeting expectations and creating significant value for money failures.	
	The Board noted that the first step to rectify this had been a review of the Procurement Strategy. The key changes had been to promote opportunities for SMEs and the development of a local framework of pre-approved contractors for use in delivering smaller scale projects in specific geographical areas.	
	The review of the policy document is under way but due to the complexities was not ready for review at this meeting. However, the time pressure for delivering the 2024/25 component renewal programme mean that it is required immediately. Therefore, delegated authority to the Chairs Group was being sought to approve the policy ahead of the next governance cycle.	
	The Board:	
	 Noted the contents of the report. Approved the revised Procurement Strategy. Delegated authority to the Chairs Group to approve the revised Procurement Policy. 	
11.	Policy Approval – Schedule of Delegated Authority (SODA)	DCS
	The DCS presented a report giving opportunity for the Board to review and approve the proposed changes to the SODA.	

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	The Board noted that the main changes were:	
	 Removal of all references to OIL following its dissolution Removal of references relating to OHM Move responsibility for 'The approval of the List of Approved Contractors and Professional Advisers' to SLT and DOA from Housing Committee Move responsibility for managing company credit card process from Board for to DOF Change references from Governing Bodies to Board Updates to Strategy and Policy tables 	
	The Board:	
	 Considered and discussed the contents of the report. Reviewed and approved the proposed changes to the SODA. 	
	KD, CC and SB left the meeting.	
12.	Annual Return on the Charter – Approval	CEO/ CSO
	The CSO gave a presentation of the outcomes of the Annual Return on the Charter for 2023/24 which had previously been reviewed and approved by OTRA.	
	The Board:	
	 Noted the figures for the reporting year. Approved the figures for submission to the SHR. 	
13.	Health & Safety	CSO
	The CSO presented a report providing the Board with an opportunity to review and approve the Landlord Facilities Safety Control Manual (LFSCM) Policy statement and a full overview of the current Health and Safety arrangements.	
	The Board noted that the LFSCM Policy was due for annual review and approval. Going forward it was proposed that the review would align with the review of the Health and Safety Control Manual (HSCM) Policy statement at the August Board meeting.	
	 The Board further noted: Accidents and incidents reported during the quarter An update of the work of the H&S Committee Forthcoming Health and Safety Audits Updates to the HSCM DSE Assessments 	

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	 The Board Approved the LFSCM Policy statement. Approved future H&S policy approvals be aligned. Noted the contents of the report. 	
	Items for Discussion/Consideration	
14	 Performance Results (Quarter 4 2023/24) The CEO presented the Q4 year-end KPI (Key Performance Indicators) figures. It had been a good fourth quarter resulting in a consistent performance across the KPI's. Rent arrears had increased during the quarter but figures for April showed a reduction to 0.76%. Void performance had improved on the previous year both in terms of rent lost and re-let times. The increased number of complaints reported was attributed to an improved reporting process. There were no concerns in relation to meeting attendance or absence levels. 	CEO
15.	Financial Performance (Quarter 4 2023/24)	DoF
	The DoF presented a report detailing the financial outcomes for the year ended 31 March 2024. The results for the period are satisfactory with a number of areas slightly better that forecast.	
	Rental income was broadly in line with budget with delays to new build developments and void properties being brought out of debit being offset by lower levels of void rent loss. Other income includes the dividend received from OIL of £340k. Bank interest is lower than anticipated due to lower levels of cash balances being maintained as per the approved treasury management strategy. Overall expenditure is in line with budget expectations.	

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	Area's worthy of consideration	
	 Reactive maintenance costs are £79k above budget, despite the budget being increased by £200k at the end of September 2023. This is less than forecast but continues to be an area to be monitored closely. Void maintenance costs have dropped in Q4 and are lower than anticipated. Loss on disposal of assets costs exceed budget but came in below forecast, albeit marginally. Adaptation expenditure exceeded £100k for the full year and is the highest annual cost ever incurred. Additional Tenant Participation costs are offset by grant funding shown under other income. Other costs relate to the funds lost during the recent phishing/cyber scam and a small amount of late OIL costs. Bad Debt provision is significantly higher than forecast/budget due to the volume of rechargeable repair invoices issued in Q4. Loan interest remains under budget, but in line with forecast, due to active treasury management as previously stated. 	
	 The BoE base rate remained at 5.25% in March, unchanged from December. It is now believed to have peaked but base rates cuts are expected to take longer than previously thought. However, the Office for Budget Responsibility, in its economic and fiscal outlook published in March, predicts rates to fall more steeply this year to 4.2% in the final quarter of 2024. Inflation (CPI) is currently 3.2% and is expected to fall further in the next fiscal year. 	
	There is currently only one development on site, and it is in line with cost expectations. A detailed analysis of all projects is provided under agenda item 6.	
	There remains £22M available via the Revolving Credit Facility to fund further development activities.	
	The balance sheet remains strong with net reserves of ± 32.1 M and cash balances of ± 2.1 M.	
	The quarter end results are covenant compliant.	
	In conclusion it had been a satisfactory year with strong financial performance across many areas of operation.	
	The Committee noted that the adaptations budget for the year 2024/25 was \pounds 50K and consideration should be made by the Board whether Osprey should continue to fund the shortfall in adaptation grants. This will be taken to the strategy day in October.	

Subject	Action
The Committee noted that the £340K received following the dissolution of OIL had effectively been used to offset higher than budgeted repair expenditure during the year. The Board:	
• Considered and discussed the contents of the report.	
At this point Standing Orders were suspended	DoF
The DoF presented the Board with the Annual Treasury Report for the year ended 31 March 2024.	DOF
The Board noted that this is the first Annual Treasury Report and is being presented in accordance with the CIPFA Code and the expectations of the SHR's Regulatory Standards of Governance and Financial Management.	
The report outlined	
 A summary of the treasury operations during the year. The summary position of the treasury portfolio as at 31 March 2024. The covenant calculations as at 31 March 2024. Cash management. The budget compared to the final outturn position. 	
The Board	
 Considered and discussed the contents of the report. Noted that the treasury activities during the year complied with agreed treasury management policies and practices, CIPFA Code recommendations, and all other statutory or regulatory requirements. 	
Asset Management Report	DOA
The DOA presented a report updating the Board of the current progress in various major items of work that the Asset Team is progressing. Following the uplift of the response and void budgets during the Q3 governance cycle for the 2023/24 year it was noted that the year-end overall budget figure was in line with the uplifted amount. For the 2024/25 financial year actual spend will be tracked against budget and reported against monthly.	
	 The Committee noted that the £340K received following the dissolution of OIL had effectively been used to offset higher than budgeted repair expenditure during the year. The Board: Considered and discussed the contents of the report. At this point Standing Orders were suspended Annual Treasury Report The DoF presented the Board with the Annual Treasury Report for the year ended 31 March 2024. The Board noted that this is the first Annual Treasury Report and is being presented in accordance with the CIPFA Code and the expectations of the SHR's Regulatory Standards of Governance and Financial Management. The report outlined A summary of the treasury operations during the year. The covenant calculations as at 31 March 2024. Cash management. The budget compared to the final outturn position. The Board Considered and discussed the contents of the report. Noted that the treasury activities during the year complied with agreed treasury management policies and practices, CIPFA Code recommendations, and all other statutory or regulatory requirements. Asset Management Report The DOA presented a report updating the Asset Team is progressing. Following the uplift of the response and void budgets during the Q3 governance cycle for the 2023/24 year it was noted that the year-end overall budget figure was in line with the uplifted amount. For the 2024/25 financial year actual spend will be tracked against budget and

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	The new 3-year response and void contracts had been awarded to 1Call, Heatcare and Maskame and Tait and had commenced from 1 April.	
	Capital works at void had been halted while an exercise to understand the average difference in cost of completing these works versus planned works so that a consistent practice can be established.	
	Capital/Planned Works Contracts	
	Kitchen and Bathrooms Framework Contract – A meeting had been held with the Operations Director of Mathematical to discuss the issues reported in the previous governance cycle relating to quality of installation. The outcome of the meeting had been positive however subsequent inspections of randomly selected properties uncovered further unknown issues with consistently poor workmanship. It is now believed necessary to progress the procurement of alternative contractors to deliver the planned kitchen and bathroom works.	
	The Board agreed that the poor performance was evidence for cancelling the contract and that Osprey and its tenants should have an expectation that contractors should complete work right first time.	
	Windows and Doors Framework Contract – have demonstrated a mixed ability to meet Osprey's planned windows and doors works programme whereby it has been necessary over both the previous financial years to distribute elements of the works to another contractor. Areas of poor workmanship on recently completed works had been identified and was now under investigation. The scope for the 2024/25 programme requires to be reviewed whilst in tandem progressing the procurement of alternative contractors to deliver these priorities.	
	Painter Work Framework Contract – Bells Group This contract continues in its fourth (and final) year with a new programme for the 2024/2025 financial year issued in February 2024. Bells Group had resourcing issues in 2023 which has resulted in the 2023/2024 programme not being completed. Osprey Housing have been assured that this will not happen with the realigned works programme for 2024/2025. This will require to be managed as the works progress.	
	Insulation Works Contract – Everwarm Group This contract has now concluded. Overall performance was acceptable; however, it was noted that project programming in conjunction with communication with both residents and Osprey could be improved.	

Minute No	Subject	Action
	Procurement The Board noted that the overall value of capital/planned works that Osprey will require to procure is projected to increase in the near future as the components of the 'year 2000' properties reach their natural lifecycle end. As opposed to grouping these works together and tendering them nationally as was done with the kitchen and bathroom framework, in alignment with Osprey's procurement strategy, it is intended to target the utilisation of smaller, local contractors for the delivery of these works.	
	To enable this to proceed an Osprey led framework of local contractors will be established.	
	Staffing Following a successful recruitment process during March to replace an in-post AMO due to retire in August two excellent candidates were identified.	
	Following feedback from the Asset team regarding workload, particularly as this relates to the increasing requirement to manage planned capital works the decision had been taken to employ both candidates. The first in the permanent role and the second in a 2-year temporary position while an assessment is carried out on the impact of the changes to the procurement approach.	
	The Board:	
	 Noted the contents of the report. Endorsed the proposed change of approach to procurement in conjunction with item 10 on the agenda. 	
18.	Housing (Scotland) Bill	DHS
	The DHS presented a report outlining the changes that are being proposed as part of the Housing (Scotland) Act and the implications for Osprey.	
	The Board noted that the Bill had been introduced in March 2024 and makes changes to the law in relation to housing covering protections for tenants, homelessness prevention, and other housing matters.	
	The changes had been reviewed in detail by the Housing Committee.	
	The Board:	
	Noted the contents of the report.	

Minute No	Subject	Action
19	Conference / Training Events	All
	A number of staff and Board members had attended the CIH Annual conference in March.	
	Upcoming events were the SFHA Annual Conference in June and SFHA Finance Conference in November.	
	The Board:	
	• Noted the position.	
20	Date of next meeting Wednesday 28 August 2024 at 10:00 – Hybrid: In Office / Teams	

The meeting closed at 13:20

Signed: Date: