

ATRIUM HOMES

Minutes of Meeting of the Board held on Tuesday 29 June 2021 at 5.30pm Via ZOOM

Present: Joe Keen, Marie Coyle, Alistair Reid, Steven Fraser, Graham Piggott, Ken Stewart

Attending: Stephen Black, Chief Executive; Celia Taylor, Director of Investment; Joyce McCroskie, Director of Operations; Valerie Wilson Head of Finance & Corporate Services

Chair: Joe Keen

The Chair opened the meeting asking everyone to confirm that they had read and understood the papers, which had been circulated via Dropbox the week prior to the meeting.

Confirmed

	Declarations of Interest
	There were no declarations of interest.
1	Apologies Apologies were received from David Sherlock, Ken Tudhope, Jim O'Neil, Carolyn Hope
2	Annual Accounts to 31 March 2021
2.1	<p>The minutes of the FASSC meeting were presented for Board to review. The Annual Accounts to 31 March 2021 were presented to Board for approval.</p> <p>It was noted that there were minimal adjustments from the Management Accounts for Qrt4 considered by FASSC and Board in May. FASSC had considered the accounts in detail at a special meeting on 21 June, and had taken the opportunity to meet with the external auditor without staff.</p> <p>The external auditor reported that the audit process had gone smoothly, with all necessary documentation being available from the start of the audit process. It was noted that the process was considerably easier than in previous years and the external auditor acknowledged the input of Atrium's staff to help achieve this.</p> <p>Discussion had taken place around the area of Going Concern, but the external auditor confirmed that Atrium had provided sufficient information, including evidence of ongoing liaison with lenders, to provide the necessary level of comfort to confirm Atrium continued to meet the accountancy tests of Going Concern.</p> <p>Board noted the minutes of the FASSC meeting of 21 June 2021.</p> <p style="text-align: right;"><i><u>Noted</u></i></p> <p>After consideration and discussion Board approved the Annual Accounts to 31 March 2021.</p> <p style="text-align: right;"><i><u>Approved</u></i></p>
3	Minutes of the Board meeting of 25 May 2021
	<p>The minutes (previously circulated) of the meeting of the Board held on 25 May 2021 were approved.</p> <p style="text-align: right;"><i><u>Approved for publication</u></i></p>
4	Matters Arising
4.1	<p>Board noted the position with action points from previous Board meetings.</p> <p style="text-align: right;"><i><u>Noted</u></i></p>

4.2	Compliance Report Board noted that Atrium was up to date with compliance requirements. <u>Noted</u>
5	SHR Returns a) Five Year Financial Projections (FYFP) <p>The FYFP return was presented to Board for information. It was reported that the FYFP reflected to most recent discussions around Atrium's Business Plan and therefore the planned major expenditure on the HFF21CLS programme. It was noted that this, as discussed on previous occasions, showed a projected an interest cover covenant breach due to our plans to catch-up expenditure delayed by Covid. It was highlighted that we were in discussion with RBS on this and expected that there would be a formal relaxation of the loan agreement to accommodate it.</p> <p>It was also noted that the FYFP allowed for investigation of the feasibility of developing two proposed sites, but as agreed did not project actual development of the sites i.e we would not presume we would be proceeding with construction until we had more information on anticipated costs and grant levels.</p> <p>Board approved the FYFP for submission to the SHR by 30 June 2021.</p> <p style="text-align: right;"><u>Approved</u></p> b) Loan Portfolio Submission (LPS) <p>It was noted that the LPS was not due until 30 September but was available now. Board commented that the submission was very repetitive and difficult to follow. Staff explained this is to ease SHR analysis but that the LPS was a more detailed look at the higher level loan information presented quarterly to FASSC in the Treasury Management report.</p> <p>Board approved the LPS for submission to the SHR.</p> <p style="text-align: right;"><u>Approved</u></p>
6	Void & Reactive Repairs Contract
6.1	<p>The DoI presented a report updating Board on the implementation of the new contract arrangements for reactive and void repairs.</p> <p>In respect of the Area2 contract, we had received late notification from Turner Property Services (TPS) that they could not meet the all-risk insurance requirement specified within the tender brief. The matter had been addressed with them and we had taken advice from our professional advisors and insurance company. These indicated that a lower level of cover in relation to all-risk insurance was acceptable.</p> <p>We also addressed the possibility of a contractual challenge being raised by a third party and considered this to be minimal. There had been ample opportunity for any interested contractors who had not tendered to query this point, had it been a reason for not tendering. The contract with TPS would therefore commence mid-July.</p> <p>Board noted the position presented by staff.</p> <p>In respect of Area 1, negotiations were still continuing with the three local contractors so it was proposed that TPS would undertake work in this area initially, until details were resolved. It was expected that this would be resolved over the course of July to allow the proposed contractual arrangements to commence in August.</p> <p style="text-align: right;"><u>Noted</u></p>
7	External Audit Procurement - Outcome
7.1	<p>The HoFCS presented a report detailing the outcome of the procurement exercise for external auditors from 1 April 2021.</p> <p>The report confirmed that after a 60%-40% quality submission evaluation and fee</p>

	<p>tender exercise the most economically advantageous tender (MEAT) was submitted by Wyle & Bisset.</p> <p>Board approval was sought to appoint Wylie & Bisset subject to approval at the AGM.</p> <p style="text-align: right;"><u>Approved</u></p>
8	Draft Business Plan 2021-26
8.1	<p>The Chief Executive invited Board to consider the content of the most recent draft of the Business Plan 2021-26 and comment on it.</p> <p>Overall Board considered the draft reflected the aspirations of the organisation and that the documents struck the appropriate balance of tone and detail. The BP was as statement of intent rather than a document of granular detail, but there was enough within it to clearly outline the organisation's direction of travel during the period. It was also noted that our clear aspirations in respect of the HFF21CLS programme would help us assess success or failure.</p> <p>Other plans would flow from the document as we progressed but it was noted that tenant engagement is increasing and that the HFF21CLS programme offered a platform for developing it further as works progressed.</p> <p>It was noted however that the document was still a draft and clarity was sought on its finalisation. The CX explained that the financial plans behind the document were those reflected in the FYFP already considered, and would not change unless RBS altered its approach.</p> <p>The wording of the BP itself will be finalised over the coming month and would be shared with Board when considered complete. It could then be formally approved at the August meeting.</p> <p>Board noted the position</p> <p style="text-align: right;"><u>Noted</u></p>
9	Meeting of Atrium Initiatives Board of 1 June 2021
9.1	<p>The minutes of the meeting of Atrium Initiatives Board of 1 June 2021 were presented by the Chair.</p> <p>The Chair highlighted that the meeting had considered the management accounts for the year to 31 March 2021, confirming that the company, whilst having been impacted by restrictions affecting APS working in occupied properties, remained profitable. It was also noted that a revaluation of the investment properties had increased the fixed asset value by £10k.</p> <p>Board noted the position</p> <p style="text-align: right;"><u>Noted</u></p>
10	Membership Applications
10.1	<p>Board approved a number of membership applications made via the Tenant Portal.</p> <p>Details will be placed into the Register of Members and confirmations issued to individual applicants.</p> <p style="text-align: right;"><u>Approved</u></p>
12	AOCB
	<p>The Chair introduced the following items of business</p> <p>a) Board PDR</p> <p>The Chair reminded Board that the annual PDR exercise was due to be completed. He indicated that he and the CX will review the current PDR form and seek to incorporate a skills self-analysis, whilst simplifying the overall form.</p> <p style="text-align: right;"><u>Approved.</u></p>

	<p>b) AGM</p> <p>The CX proposed that the AGM take place on Tuesday 28 September 2021 to permit time to assess what Covid restrictions have been lifted and what constraints persist, which in turn would influence the practical arrangements for the AGM. The sharp increase in tenant members recently meant that we will need to source an appropriate venue.</p> <p style="text-align: right;"><u>Approved</u></p> <p>c) Possible Leave of Absence</p> <p>The Chair sought Board authority to extend a leave of absence to a Board member, on the grounds of ill-health.</p> <p style="text-align: right;"><u>Approved</u></p>
13	Date of Next Meeting
	The next meeting will take place on Tuesday 31 August at 5.30pm

Chair:

Date: