



**Grampian  
Community Care  
Charitable Trust**



**Castlehill Housing Association  
&  
Grampian Community Care  
Charitable Trust**

**Group Business Plan  
December 2010**

Draft 23rd August 2010  
Revised 1st September 2010 following  
Transfer Negotiations and Process sub  
group of 25<sup>th</sup> August 2010  
Updated 28<sup>th</sup> September 2010  
Updated 14<sup>th</sup> December 2010

The vision of the Castlehill Housing Association and Grampian Community Care Charitable Trust's Group is:

**Enabling people with particular needs to have the dignity of living in their own homes, which are affordable, sustainable, adaptable and maintained to standards that meet statutory requirements and also people's aspirations.**

## **1. Summary**

- 1.1. This is the Business Plan for the proposed transfer of Grampian Community Care Charitable Trust, hereon known as the Trust, to become part of a group structure strategically managed by Castlehill Housing Association, hereon known as the Association.
- 1.2. The reasons behind the transfer of the Trust to the Association is to allow the Trust to continue to achieve its original vision which has been to *enable people with particular needs to have the dignity of living in their own homes.*
- 1.3. In particular the transfer is seen as an opportunity for the Trust and the Association to develop housing for particular needs, while also addressing the important issue of improving on the development, housing and property management services of the Trust, both in terms of growth, performance and cost, and ensure that an emphasis on housing for particular needs should be maintained within the housing sector.

## **2. Driving factors for the Trust seeking a transfer**

- 2.1. At the Trust's Board meeting of 15<sup>th</sup> October 2008 a decision was taken to pursue the option of 'transferring the business and undertaking as a going concern to one organisation as an entity' in order to allow the Trust to continue to develop housing for particular needs and thus continue to realise its vision.
- 2.2. The driving factors behind the decision to pursue a transfer were as follows;
  - 2.2.1. Funding for Trust developments in the past had generally come from Communities Scotland's Special Needs Capital Grant (SNCG) matched by the Local Authorities from Private Sector Housing Grant and Section 75 contributions.
  - 2.2.2. The Trust was informed in May 2007 by Communities Scotland that funding in the form of SNCG, one of the key elements in making the development of specialist needs housing possible, was to be withdrawn. The view of central and local governments being that Registered Social Landlords (RSLs) funded by Housing Association Grant (HAG) could build special needs housing more efficiently and effectively than the Trust. This was based on the information from the strategic authorities that SNCG is restricted to the public subsidy level of 60% and the level of HAG was generally awarded at a higher rate.

- 2.3. In light of this defining change in development funding, the Board believed that the Trust could not continue as a management only organisation as this would put the long-term viability of the Trust at risk.
- 2.4. In addition, the Board recognised that there remained a large degree of unmet need for the types of accommodation the Trust had provided.
- 2.5. There was also a realisation that to secure the housing and property management of the Trust stock it needed to respond to changing needs and aspirations of its tenants and also the requirements of regulators such as the Care Commission and Grampian Fire and Rescue Service.

### **3. Secondary reasons for the Trust seeking a transfer**

- 3.1. The Trust has been managed by three managing agents: Castlehill Housing Association, Grampian Housing Association and Langstane Housing Association, with the Trust's Manager co-ordinating the management of the Trust.
- 3.2. Although the mentioned associations have delivered a professional development, property management and housing management service for the Trust, each association manages the Trust's properties by their own individual procedures and targets.
- 3.3. The Trust's Board believe that this has led to variances in the level of service is cumbersome to manage and been less cost efficient due to the fact that management information is held by three Associations.

### **4. Identifying a suitable organisation**

- 4.1. To address these issues the Board instructed an assessment process of organisations with similar visions and aims as the Trust.
- 4.2. These organisations were RSLs and care providers with a local presence in the Grampian area.
- 4.3. After an assessment process of 18 months the Trust's Board on 20<sup>th</sup> May 2010 identified Castlehill Housing Association as the preferred organisation with which to begin a detailed process of talks and hopefully agreement, resulting in the Trust transferring to the Association.

### **5. The Association's vision of managing the Trust's interests**

- 5.1. The Association envisage establishing a group structure with the Association as the parent company and the Trust as the subsidiary.
- 5.2. Ownership of the properties and operational matters would remain with the Trust.

- 5.3. Strategy matters of the Trust would be under the control of the Association but Trust Board members would be represented on the Association's Board.
- 5.4. The Association's aim is for the group and in particular the Trust to maintain a focus on housing for particular needs.
- 5.5. Arrangements would be governed by service level agreements.
- 5.6. Also because the group would retain the Trust's core aims, objectives and ownership of its properties and assets, conveyancing fees would be avoided.

## **6. Background of the Trust and the Association**

### **6.1. The Trust**

- 6.1.1. The Trust is a non-profit making charitable organisation controlled by a voluntary Board.
- 6.1.2. The Trust has a registered office in Aberdeen.
- 6.1.3. It is registered with the Office of the Scottish Charity Regulator.
- 6.1.4. The Trust is a provider of particular needs housing and has traditionally operated throughout Aberdeen, Aberdeenshire and Moray.
- 6.1.5. From its inception in 1996, the Trust concentrated on housing people from the hospital closure programme at Ladysbridge and Woodlands Hospitals which completed in 2003.
- 6.1.6. In addition the Trust has worked with local authorities to provide accommodation for people living in the community who require particular needs housing.
- 6.1.7. The Trust's developments have been funded partly by grants from strategic authorities, for example, through special needs capital grant (SNCG), private sector housing grant and section 75 grant, and partly by loans from banks and building societies.
- 6.1.8. The Trust currently has 35 developments with 160 tenancies in Aberdeen, Aberdeenshire and Moray.
- 6.1.9. The Trust has worked closely with Castlehill, Grampian and Langstane Housing Associations to provide development, housing, maintenance and financial services on an agency basis.
- 6.1.10. Appendix 1 provides further information about the details of the business.
- 6.1.11. Appendix 2 provides a schedule of the Trust's properties.

6.1.12. Appendix 3 provides a list of the Trust's stakeholders.

## **6.2. The Association**

- 6.2.1. The Association is a company with charitable status with its registered office in Aberdeen. It is monitored by the Scottish Housing Regulator and the Care Commission as a housing support provider, and the Office of the Scottish Charity Regulator.
- 6.2.2. The Association was formed in 1970 and is a non-profit making charitable organisation controlled by a voluntary Committee of Management.
- 6.2.3. The Association has worked with strategic authorities to provide accommodation for people living in the community who require particular needs and general needs housing.
- 6.2.4. The Association owns and manages over 1600 properties in Aberdeen City, Aberdeenshire and Moray Council areas. This includes sheltered housing, very sheltered housing and amenity housing for older people, other properties suitable for single people, couples and families and shared ownership properties on a part rent/part ownership basis.
- 6.2.5. The Association provides a 'Care & Repair' service for older people in Aberdeen City, Moray and Aberdeenshire Council areas.
- 6.2.6. The Association is funded partly by grants from strategic authorities and partly by loans from banks and building societies.
- 6.2.7. Appendix 4 provides further information about the details of the business.
- 6.2.8. Appendix 5 provides a schedule of the Association's properties.
- 6.2.9. Appendix 6 provides a list of the Association's stakeholders.

## **6.3. Performance of the Association and the Trust**

- 6.3.1. The audited accounts for each organisation over the last three years is found in appendix 7 & 8.
- 6.3.2. Both the accounts of the Association and the Trust audited every year comply with statutory requirements.
- 6.3.3. Both the Association and the Trust meet the requirements of the Office of the Scottish Charity Regulator.
- 6.3.4. The Scottish Housing Regulator considers that the Association is performing well and this is reflected in the fact that the regulator considers the Association to require only "low regulatory engagement".

6.3.5. The Association is a provider of housing support. As such it has been regularly inspected by the Care Commission which has highlighted the high standard of service the Association delivers to its tenants. The most recent inspection by the Care Commission in March 2010 assessed the level of care and support delivered by the Association as very good, and the quality of staffing as good.

## **7. Shared strategic objectives of the Trust and the Association**

7.1. As explained in the summary section, the group structure of the Association and the Trust is aimed at securing the future viability of the Trust to ensure it continues to provide housing for particular needs housing but more specifically to take forward the objectives shared by both the Association and the Trust.

### **7.2. The Trust's core objectives**

7.2.1. The Trust has in its Memorandum of Association two main objects for which the Trust has been established:

- The relief of poverty on the part of those persons unable to live independent lives and in particular, those people who require respite care and support, persons suffering from alcoholism and drug addiction, persons suffering from mental health problems, persons suffering from learning difficulties or a physical disability and infirm and homeless persons;
- The advancement of education and to preserve and protect the good health of those who are aged or infirm or disabled (whether disabled from mental health problems, learning difficulties or a physical disability), their families and carers.

7.2.2. A complete copy of the Trust's Memorandum of Association and Articles of Association is available found in appendix 9.

### **7.3. The Association's core objectives**

7.3.1. The Association's key objectives are:

- To provide high quality affordable housing, and an efficient, responsive and personal housing management and maintenance service.
- □□ To provide appropriate support services to sustain independence and quality of life.
- To contribute towards sustaining rural communities through providing housing, associated employment and using local maintenance contractors.

7.3.2. A complete copy of the Association's Aims and Values is found in appendix 10.

## 8. The Trust's interim business plan objectives

8.1. In 2009, based on its core objectives, the Trust identified its interim business plan objectives. The targets and what actions have to be implemented to achieve the targets as set out in table 1 below.

Table 1

Strategic objective	Target	Action to achieve targets
a) Work in partnership with local authorities in meeting particular housing needs of clients.	The Trust maintains its profile as an organisation that 'champions' the need for special needs housing.	Attend strategic meetings that will allow the Trust to contribute to the development of strategies such as local housing strategies and community care strategies and identify client groups that would benefit from the development of housing that meets their specific needs.
b) Identify means of providing an on-going development programme to meet the community care needs identified in the local housing strategies and community care plans.	By 2012 the Trust has contributed to the development of 3 new special needs housing developments.	Access funding through transferring to another organisation or working in partnership with organisations with a similar vision as the Trust.  Establish that Special Needs Capital Grant is available in principle.
c) Develop models for owner occupation for our client groups.	Succeed in helping 3 individuals with special needs achieve owner occupation by 2012.	Liaise with strategic authorities about how to identify individuals who could improve their housing circumstances through owner occupation.
d) Ensure the Trust develops homes for life, promotes good practice and seek sustainable innovative approaches.	By 2012 the Trust is accredited as a provider of sustainable innovative housing.	Identify an organisation that shares the same vision as the Trust and has the expertise to achieve the targets and objectives.
e) Ensure a quality management, maintenance and support service.	Life cycle costing of the stock is updated by 2010 and continues to be updated on an annual basis thereafter.  Evidence by 2012 that the stock complies with the Scottish Housing Quality Standard.  Evidence by 2015 of the provision of good service in line with Scottish Housing Regulator or the Care Commission standards.	Identify an organisation that shares the same vision as the Trust and the expertise to achieve the targets and objectives.

- 8.2. The Trust's Board has confirmed that these business plan objectives should form the key objectives of a transfer to the Association.
- 8.3. The Association has informed the Trust that it is committed to these objectives and can demonstrate this commitment by its own core objectives as stated in paragraph 7.2.

**9. Under the Group structure the Association can bring the following strengths to the Trust**

- 9.1. The Association is an organisation that has experience developing housing for particular needs.
- 9.2. It has a history of developing particular needs housing for the Trust, it is therefore well placed to promote and support the Trust as a developer of housing for particular needs amongst strategic funders.
- 9.3. The Association already has a considerable portfolio of particular needs housing in geographical areas where the Trust also has a presence. The profile of the Trust as a provider of housing for particular needs will be increased among all its stakeholders, including organisations that can contribute to funding housing for particular needs.
- 9.4. It has a history of accessing a variety of funding streams by working in partnership with different organisations.
- 9.5. It is a member of the Devanha development group, set up to deliver cost efficiencies in development programmes for general and particular needs housing throughout the Grampian area.
- 9.6. It has a track record of working with local authorities to develop their housing strategies.
- 9.7. As an RSL it has proven expertise in managing properties to a high standard. This includes housing management and property management. The property management attributes include planned maintenance programmes and knowledge of life cycle costings (LCCs).
- 9.8. Connected to this, the Association has a network of local contractors to deliver a maintenance service throughout the geographical area in which the Trust operates.
- 9.9. The Association has well trained staff, as acknowledged through Care Commission's inspection reports.
- 9.10. The transfer to the Association would make the Trust a less complex and less costly organisation to manage as there would no longer be three managing agents, but one partner organisation i.e. the Association, to develop and manage the Trust's stock.



- 9.11. The Association has a simple governance structure, and a strong, supportive Management Committee.
- 9.12. The Association has a strong financial management framework and thus prudent when evaluating risks.
- 9.13. The Association is registered with the Care Commission and historically has always received good Care Commission reports. This illustrates the Association's experience and performance working with care providers and delivering a service that meets the needs and aspiration of tenants with particular needs.
- 9.14. The Association designs services that are focussed on meeting the needs of individual service users through its tenant participation policy.
- 9.15. The Association's tenants and other service users regularly report high levels of satisfaction with its services.
- 9.16. The Association manages the Key Project service. This works with individuals who need additional support.
- 9.17. The Association manages the Care and Repair service aimed at primarily older and disabled owner-occupiers to address 'quality of life' issues, as well as assisting with repairs and improvements to their home.

#### **10. Under the Group structure the Trust can bring the following strengths to the Association**

- 10.1. The Trust already has a considerable portfolio of particular needs housing in geographical areas where the Association also has a presence. Thus the profile of the Association as a provider of housing for particular needs will be increased among all its stakeholders, including organisations that can contribute to funding housing for particular needs.
- 10.2. The Trust might be able to access development funding that the Association is unable to do because of its RSL status.
- 10.3. There will be an increase in the stock to be managed by the Association if it takes over the development and management of the Trust's stock from the other two managing agents. This is likely to have benefits like economies of scale managing the Associations stock by, for example, using the same local contractors.
- 10.4. The Trust has experience delivering services to particular client groups in which the Association is currently not involved.
- 10.5. The Trust can identify clients in housing need which the Association does not have access too.

10.6. The Trust's Manager has expertise in instigating and co-ordinating the delivery of a complete service (development, housing and property management) to meet the needs of its high dependency clients.

## **11. Under the group structure the Association and the Trust have the following challenges**

11.1. The Trust has been reliant on Special Needs Capital Grant funding to support its development programme. The Trust has been informed by the Scottish Government that this is no longer available to the Trust, as have other housing trusts.

11.2. The Association has based its development programme on access to Housing Association Grant funding. This funding has been cut back, and this is demonstrated in the significant scaling down of funding for the development of general and particular needs housing for RSLs.

## **12. Under the group structure the Association and the Trust have the following opportunities**

12.1. The Association and the Trust through combining its strengths and in accordance with their aims and values will be in a position to consider opportunities for providing new developments or services that will include meeting Scottish Government national outcomes, specifically these are:

12.1.1. We live in well-designed, sustainable places where we are able to access the amenities and services we need.

12.1.2.   We live longer, healthier lives.

12.1.3.   We live our lives safe from crime, disorder or danger.

12.1.4.   We have improved the life chances for our children, young people and families at risk.

12.1.5. We have strong, resilient and supportive communities where people take responsibility for their own actions and how they affect others.

12.2. Through using the Association's Life Cycle Costings and planned maintenance skills, Care and Repair and the Key Project, the Trust could adapt its properties to meet the needs and aspirations of its tenants and stakeholders and provide appropriate support.

12.3. By using the Trust's reserves in conjunction with Section 75 funding and drawing on the expertise and resources of the Association, the Trust could provide housing for particular needs.

12.4. Through the group the Association could integrate such developments into larger development opportunities in which HAG funding is involved.

12.5. The Scottish Government requires that development plans and local housing strategies are informed by the preparation of a 'Housing Need and Demand Assessment' (HNDA). The HNDA provides robust evidence on which to base planning and housing policy interventions. The assessment considers the operation and scope of current housing markets, identifying key drivers within the housing system to assess the future housing market and the housing needs of current and future residents.

12.6. With regard to particular needs housing and specifically housing for people with physical disability, learning disability and people with mental health or substance misuse which have been the traditional client groups of the Trust the HNDA for Aberdeen City and Shire revealed the following demand.

Table 2

<b>Client group</b>	<b>Population projection</b>	<b>Housing requirements</b>	<b>Housing demand</b>
People with a physical disability	Estimated to make up approximately 16% of the population, and projected to slightly decline over time	Need for specialist and adapted properties	<i>Information to follow</i>
People with a learning disability	Estimated to be approximately 1% of the population and projected to increase slightly over time	Range of support that may change, accommodation needs can vary from mainstream housing with support for or supported tenancies, grouped accommodation or registered care home facilities for those with complex needs.	<i>Information to follow</i>
People with mental health or substance misuse issues	Unknown	Varying levels of housing support commensurate with their particular need	<i>Information to follow</i>

### **13. Under the group structure the Association and the Trust have the following threats**

13.1. The Trust has built up a relationship with three housing associations to deliver a development programme in the past. If the Association is solely responsible for managing the development programme of the Trust this could compromise any future development opportunities with the other RSLs.

- 13.2. If the Trust becomes a wholly owned subsidiary of the Association there is a possibility of conflicting priorities between the Association and the Trust over any development opportunities as the organisation's objectives are very similar.
- 13.3. There could be a breakdown in relationship between the Association and the Trust over both strategic and operational matters.
- 13.4. Pressures of statutory requirements on the management of the existing stock, for example, health and safety requirements could threaten the viability of the Association and the Trust.
- 13.5. Lack of revenue funding, for example, the capping of housing benefit entitlements could threaten the viability of both the Association and the Trust.
- 13.6. Lack of funding for the Trust's service providers could have an adverse affect on the needs of its tenants.
- 13.7. Other housing providers could compete and succeed at taking over services the Association and Trust currently manage.
- 13.8. The Scottish Government's proposed future procurement programme by the social housing sector, in particular the promotion of development companies could put more emphasis on the delivery of general needs housing over housing for particular needs.
- 13.9. The Scottish Housing Regulator may object to the structure or another aspect of the proposal

#### **14. Measures to address the challenges and threats of the Association and the Trust**

- 14.1. To address the challenges and threats, the Association and the Trust will together need to complete a comprehensive risk assessment plan that will be produced through the transfer negotiations and transfer process and form an integral part of the finalised business plan for the group.

#### **15. Consultation of tenants and stakeholders**

- 15.1. Both the Association and the Trust recognise that its tenants and stakeholders should be consulted and have the right to give their views on the service they receive and influence how the service is delivered. To this end throughout the transfer both the tenants and stakeholders of both organisations will be informed about the progress of the transfer, including the rationale behind the proposal, but also encouraged to contribute to how it progresses.

## **16. Transfer Negotiations and Process sub group**

- 16.1. In order to progress the transfer and ensure it is carried out in a transparent and accountable manner, the Transfer Negotiations and Process sub group (TNP sub group) has been formed consisting of representatives of the Trust and the Association. Appendix 11 contains the details of the TNP sub group responsibilities which have been approved by the Boards of the Association and the Trust.

## **17. Transfer Negotiations and Process task chart**

- 17.1. The TNP task chart is a key document for driving the transfer of the Trust to the Association.
- 17.2. It lists the key documents that have to be produced, allocation of tasks and responsibilities, timescales involved, identifying when consultants would be required in the process and the likely cost of using the consultants.
- 17.3. Appendix 12 contains the task chart.

## **18. Equalities and diversity**

- 18.1. The Association and the Trust is committed to the promotion of equalities and to combating discrimination, direct or indirect in all areas of our work.
- 18.2. Both organisations are committed to complying with current anti-discrimination legislation, regulations and good practice, and aim to make our services as accessible as possible and will endeavour to provide information in appropriate forms for those requiring it.
- 18.3. The Association and the Trust aim to ensure that in all our policies and decision making there is no unfair discrimination of the grounds of gender, marital status, age, ethnic origin, religious belief, sexual orientation, disability or any other relevant ground.

## **19. Concluding paragraph**

- 19.1. This business plan has been produced through discussions with the Trust and the Association.
- 19.2. Both organisations recognise and have stated in this Group business plan that the advantages to the Trust transferring to the Association through the formation of a Group structure will produce benefits to both organisations, their stakeholders, and most importantly their tenants and customers, and outweigh any disadvantages that have been highlighted.

- 19.3. Any disadvantages that have been identified need to be addressed but by recognising these Trust and the Association are committed to working together to address them, for example, the risk assessment plan.
- 19.4. Ultimately, the Trust and the Association are committed to providing housing for people with particular needs.

## **Appendix 1**

### **Details about the Trust**

Business Name:

Grampian Community Care Charitable Trust

Address:

The office of the Trust is 74 Huntly Street, Aberdeen AB10 1TD

The Registered Office is Union Plaza, 1 Union Wynd, Aberdeen AB10 1DQ

Telephone No.:

The office telephone number is 01224 200200

Fax No.:

The office fax number is 01224 645526

E-mail address:

carolyn.anderson@gccct.org.uk

Legal Status:

Grampian Community Care Charitable Trust is a Company Limited by Guarantee without a share capital, incorporated in Scotland and having charitable status.

Date of start:

The Trust was incorporated on 27 September 1996.

Name(s) of partners or other director(s):

There are four organisations who are Members of the Trust:

Castlehill Housing Association

Grampian Housing Association

Langstane Housing Association

The Moray Council

**Appendix 2 - Grampian Community Care Charitable Trust properties by local authority**

Address 1	Address 2	City	Local authority	Managing agent	Care provider	Lease/tenancy	Tenancies	Property type	HMO / Registered with Care Commission	Care type	New build / purchased	Date of project
1 & 30 Donald Dewar Court	Provost Fraser Drive,	Aberdeen	Aberdeen	Castlehill	SENSE	Lease	8	Group Home	Care Commission	Care Home	New build	2003
11 Westray Crescent,		Aberdeen	Aberdeen	Grampian	Richmond Fellowship	Assured tenancy	2	Individual tenancies with support	Not required to register as HMO	Care at home	Purchased	2001
12 Esk Place,		Aberdeen	Aberdeen	Langstane	None	Assured tenancy	1	Family home	Not required to register as HMO	None	Purchased	2007
135 Balnagask Road,	Torry	Aberdeen	Aberdeen	Langstane	None	Assured tenancy	1	Family home	Not required to register as HMO	None	Purchased	2004
17 Sunnybank Road,		Aberdeen	Aberdeen	Langstane	CiC	Lease	4	Group Home	Care Commission	Care Home	New build	2003
233 Abbotswell Crescent,	Nigg	Aberdeen	Aberdeen	Langstane	Inspire	Lease	2	Group Home	Not required to register as HMO	Care home	Purchased	2000
4 Chattan Place,		Aberdeen	Aberdeen	Castlehill	Inspire	Assured tenancy	1	Individual tenancies with support	Not required to register as HMO	Care at home	Purchased	2008
4 Rosemount Terrace,		Aberdeen	Aberdeen	Grampian	Penumbra	Lease	5	Group Home	Care Commission	Care Home	Purchased	1999
40 Ellon Road,	Bridge of Don	Aberdeen	Aberdeen	Langstane	Penumbra	Lease	6	Group Home	Care Commission	Care Home	Purchased	1996
45 Huxterstone Drive,	Kingswells	Aberdeen	Aberdeen	Castlehill	Cornerstone	Lease	4	Group Home	Care Commission	Care Home	Purchased	1997
7 Loudon Place,	Dyce	Aberdeen	Aberdeen	Castlehill	None	Assured tenancy	1	Family home	Not required to register as HMO	None	Purchased	2008
Birch House	9-12 Brighton Place,	Peterculter	Aberdeen	Castlehill	European Wellcare	Lease	7	Group Home	Care Commission	Care Home	New build	2001



Kaim Court,	Pitmedden Terrace,	Aberdeen	Aberdeen	Grampian	Aberdeen City Council	Assured tenancy	26	Individual tenancies sharing facilities with support	Not required to register as HMO	Independent Living / Supported Living	New build	2007
14 Sutherland Place,	Portsoy	Aberdeenshire	Aberdeenshire	Langstane	Choices	Assured tenancy	2	Group Home	Not required to register as HMO	Housing support service	New build	2002
2 Kirkton Mews,	Kirkton of Skene	Westhill	Aberdeenshire	Castlehill	GSB	Assured tenancy	1	Individual tenancies with support	Not required to register as HMO	Care at home	Purchased	2002
2 Park Vale,	Longside	Peterhead	Aberdeenshire	Castlehill	Cornerstone	Lease	5	Group Home	Care Commission	Care Home	New build	1998
26 Stewart Road,		Alford	Aberdeenshire	Grampian	None	Assured tenancy	1	Family home	Not required to register as HMO	None	Purchased	1998
4 Victoria Gardens,		Banff	Aberdeenshire	Grampian	CiC	Assured tenancy	1	Individual tenancies with support	Not required to register as HMO	Independent Living / Supported Living	Purchased	2002
41 & 43 High Street,	New Deer	Aberdeenshire	Aberdeenshire	Grampian	CiC	Assured tenancy	2	Individual tenancies with support	Not required to register as HMO	Housing support service	New build	2002
48 Brimmond Drive,		Westhill	Aberdeenshire	Langstane	CiC	Assured tenancy	3	Group Home	HMO	Independent Living / Supported Living	Purchased	1999
51 Westfield Gardens,		Westhill	Aberdeenshire	Langstane	CiC	Assured tenancy	3	Group Home	HMO	Independent Living / Supported Living	Purchased	1999
7 Rowan Avnue		Huntly	Aberdeenshire	Grampian	CiC	Assured tenancy	3	Group Home	HMO	Independent Living / Supported Living	New build	1997
8 Pine View	The Meadows,	Huntly	Aberdeenshire	Grampian	CiC	Assured tenancy	4	Group Home	HMO	Independent Living / Supported Living	New build	2002
Alba Court,	Redwell Road,	Whitehills	Aberdeenshire	Castlehill	Choices	Assured tenancy	9	Individual tenancies with support	Not required to register as HMO	Housing support service	New build	2002
Colleopard Court,		Banff	Aberdeenshire	Langstane	CiC	Lease	9	Group Home	Care Commission	Care Home	New build	2002
Flat 5, Auld Mill,	Station Road	Turriff	Aberdeenshire	Castlehill	ACCT	Assured tenancy	1	Individual tenancies with support	Not required to register as HMO	Care at home	Purchased	1999
Knockothie Court,	Knockothie Brae,	Ellon	Aberdeenshire	Langstane	SENSE	Assured tenancy	5	Group Home	Care Commission	Care Home	New build	2003

16 Barlink Road,	Waulkmill,	Elgin	Moray	Grampian	Moray Council	Assured tenancy	4	Individual tenancies with support	HMO	Housing support service with care at home	New build	2006
16 Castlehill Road,		Fochabers	Moray	Langstane	CiC	Lease	7	Group Home	Care Commission	Care Home	Leased from Moray Council	2003
19 St Margaret's Crescent,		Lossiemouth	Moray	Grampian	Cornerstone	Lease	6	Group Home	Care Commission	Care Home	New build	2002
2 & 3 Conval Street,		Dufftown	Moray	Langstane	None	Assured tenancy	2	Family home	Not required to register as HMO	None	New build	1999
53 Mannachie Grove,		Forres	Moray	Grampian	None	Assured tenancy	1	Family home	Not required to register as HMO	None	Purchased	1998
93-95 Inchbroom,		Lossiemouth	Moray	Langstane	Richmond Fellowship	Assured tenancy	4	Individual tenancies with support	HMO	Housing support service	New build	2001
Greyfriars Close,		Elgin	Moray	Grampian	Turning Point	Assured tenancy	14	Individual tenancies with support	HMO	Care at home	New build	1999
Roselle,	10 Seafeld Crescent	Elgin	Moray	Langstane	Cornerstone	Assured tenancy	4	Group Home	HMO	Housing support service with care at home	New build	2002

## **Appendix 3**

### **Trust stakeholders**

#### 1. The tenants

#### 2. The managing agents

- Castlehill Housing Association
- Grampian Housing Association
- Langstane Housing Association

#### 3. The service providers

- Aberdeen City Council
- ACCT
- Choices
- CIC
- Cornerstone
- European Wellcare
- GSB
- Inspire
- Moray Council
- Penumbra
- Richmond Fellowship
- SENSE
- Turning Point

#### 4. The local authorities

- Aberdeen City Council
- Aberdeenshire Council
- Moray Council

#### 5. National Health Service Grampian

#### 6. Care Commission

#### 7. The Scottish Government

- Scottish Government's Housing and Regeneration directorate
- Scottish Housing Regulator

#### 8. Private lenders

- HBOS
- Lloyd TSB
- Clydesdale
- Royal Bank of Scotland

## **Appendix 4**

### **Details about the Association**

Castlehill Housing Association was founded in 1970 to provide good quality housing for young single parents and their children. In 1975 Castlehill took over the Aberdeen Old People's Housing Association and began to also provide Sheltered Housing for the elderly. During the 1970's and 80's the Association expanded by building new sheltered housing schemes throughout the former Grampian Region and by purchasing and improving sub-standard tenement properties in Aberdeen City.

During the 1990's the emphasis was on amenity and shared ownership housing for older people and general needs housing in Aberdeen and rural areas. Since this time Castlehill has widened its scope and now has an open waiting list for any person over the age of 16. We continue to develop new housing projects on our own and through partnership working.

The Association is funded partly by grants and partly by loans from banks and building societies. It is a non-profit making charity and is monitored by the Scottish Housing Regulator.

### **AIMS AND OBJECTIVES**

Castlehill seeks to provide good quality housing, at an affordable rent, for those in greatest need.

Castlehill works in partnership with many voluntary agencies and local authorities to provide appropriate care and support for vulnerable members of the community.

Castlehill seeks to provide quality management and maintenance services, and to ensure that homes are well designed and constructed to a high standard.

### **MANAGEMENT**

The Association is run by a Management Committee made up of local people including tenants, working on a voluntary basis. They meet regularly to discuss and decide policies and to oversee the work of the Association.

Three Sub Committees deal with the detailed decisions involving (a) Housing Management (maintenance, allocations, ongoing management), (b) Finance and (c) Development (new buildings). Staff members are responsible for the day to day work and report to the committees.

### **MEMBERSHIP**

Anyone who is interested in the work of Castlehill may apply for membership of the Association. The one-off membership fee is £1.00. Members can vote to elect the Management Committee at the AGM and be nominated themselves for election to the Committee.

## **Appendix 5**

The Associations stock details

### **General Needs Properties**

These are houses and flats available for rent to any household. The properties range in size from studio flats to four-bedroom houses although most are between one and three bedrooms. Some of our blocks of flats have services such as gardening or communal stair cleaning provided.

### **Amenity Housing**

These are flats and cottages that are available to people over 55 years of age or those who have a medical need or physical disability, requiring the provision of suitably, designed accommodation. Features include high-level electric sockets and level or assisted access. Services can include cleaning of common areas and gardening depending on the type of property.

### **Sheltered Housing**

This provides independent accommodation for older people in a warm, comfortable and secure environment. Properties are designed with the particular needs of older people in mind and each flat or cottage normally consists of a living room, bedroom, kitchen and bathroom or shower room. All flats are easy to access and to look after. Most sheltered schemes have communal facilities in addition to the flats and this can include a resident's lounge, laundry facilities and guest accommodation.

Each sheltered Scheme has a Scheme Manager who provides housing support to help residents maintain a successful and secure tenancy. The schemes have full emergency alarm systems to summon assistance at any time if needed. In periods when staff are "off duty" responses are provided by the Grampian Community Alarm Scheme.

### **Very Sheltered Housing**

Accommodation here is similar to sheltered housing but there are additional facilities including the provision of a daily meal service. The Housing Support service is enhanced, with 24 hour staffing within the building. Packages of Care and Support are provided for each individual tenant as they need it and this is done through partnership working with Care Management services provided by the local authority. Very Sheltered Housing provides an alternative option to residential care for older people unable to live in their own homes or for whom sheltered housing is not suitable.

### **Shared Ownership Housing**

All of our Shared Ownership Housing is "amenity" type properties for persons over 55 years of age or with a disability/medical need. There is a mix of flats and cottages and people can purchase an equity share of 25%, 50%, or 75% whilst paying "rent" on the remaining share that is owned by Castlehill.

## **Appendix 6**

### **Castlehill Housing Association Stakeholders 2010.**

#### **1. Castlehill:**

- Tenants
- Sharing Owners/Factored Owners
- Other service users e.g. housing applicants , Care and Repair clients.
- Association Members.

#### **2. Local Authorities:**

- Aberdeen City Council
- Aberdeenshire Council
- Moray Council

#### **3. Funders/Regulators:**

- Scottish Government Housing and Regeneration
- Scottish Housing Regulator
- Care Commission
- OSCR

#### **4. Representative Bodies:**

- Scottish Federation of Housing Associations

#### **5. Partner Organisations:**

- Devanha Partners - Aberdeenshire Housing Partnership; Grampian Housing Association; Langstane Housing Association; Tenants First Housing Co-op.

#### **6. Service Providers:**

- Archway
- Carewatch Grampian
- Cornerstone
- VSA

#### **7. Private Lenders:**

- Bank of Scotland
- Clydesdale Bank
- Dunfermline Building Society
- Lloyds TSB
- Royal Bank of Scotland
- Scottish Building Society.

## **Appendix 7**

The Trust's audited accounts for 2007/08, 2008/09 and 2009/10

Please note the Trust's audited accounts have not quite been finalised. In the meantime a copy of the management accounts for the 12 months ended 31<sup>st</sup> March 2010 has been supplied.

## **Appendix 8**

The Association's audited accounts for 2007/08, 2008/09 and 2009/10



## **Appendix 9**

The Trust's Memorandum of Association and Articles of Association

## **Appendix 10**

The Association's Aims and Values

## Appendix 11

# **Grampian Community Care Charitable Trust**

## **Recommended Responsibilities of the Transfer Negotiations and Process Sub Group**

### **1. Purpose of Transfer Negotiations and Process sub group**

- 1.1. At the Trust's Board meeting of 15<sup>th</sup> October 2008 a decision was taken to pursue the option to 'transferring the business and undertaking as a going concern to one organisation as an entity' in order to allow it to continue to develop housing for particular needs.
- 1.2. On 15<sup>th</sup> October 2008 the Trust's Board agreed to set up a Transfer sub group that would pursue the preferred transfer option and avoid potential conflicts of interests.
- 1.3. After an assessment process of 18 months the Trust's Board on 20<sup>th</sup> May 2010 identified Castlehill Housing Association as the preferred organisation with which to begin a detailed process of talks and hopefully agreement resulting in the Trust transferring to Castlehill.
- 1.4. The Board also agreed that a new sub group is formed to pursue this goal providing that the end result would still be in the best interests of the Trust in the long-term as a developer and manager of housing for particular needs.

### **2. Background to decision to pursue a transfer**

- 2.1. The reasons behind the decision to pursue a transfer were (a) the perception that if the Trust continued as a management only organisation the long-term viability of the Trust would be at risk, and (b) that there remained a large degree of unmet need for the types of accommodation the Trust had provided, and that the Trust's development programme should be maintained if possible.
- 2.2. There was concern that if the assets of the Trust did not continue to increase, the current reserves may not be sufficient to maintain a programme of planned maintenance and improvement works for the current stock (including Occupational Therapy works) and meet statutory duties such as fire safety measures, whilst meeting the changing needs and aspirations of its tenants.
- 2.3. It was also perceived that there would also be a threat to the sustainability of the membership of the Board as there would no longer be a need for Board members to use their skills to develop the company.

- 2.4. As the transfer process progressed, the Board recognised that the Trust was in a more financially stable position than previously thought. However, there was still a drive and desire from the Board to develop housing for particular needs, while also addressing the important issue of improving on the development, housing and property management services of the Trust both in terms of performance and cost. (It should be noted that these objectives are also consistent with the Trust's Memorandum and Articles of Association and Interim Business Plan.)
- 2.5. The Board also concluded that the expected economic climate for the next 5 to 10 years would force many housing organisations to amalgamate in some way to take advantage of economies of scale and help maintain long-term viability and it was in the best interests of the Trust to begin this process now.
- 2.6. The Trust's Board decided that the identity of the Trust was not as much a priority as originally concluded but it was agreed that an emphasis on housing for particular needs should be maintained whatever brand it came under.

### **3. Membership of the Transfer Negotiations and Process sub group**

- 3.1. The Board agreed that a new sub group would be formed that had the necessary skills, experience and drive to pursue the transfer while ensuring the best interests of the Trust are maintained.
- 3.2. In addition the Board also stressed the need to ensure no conflict of interest and maintain transparency throughout the process.
- 3.3. The Trust's Articles of Association, article 42 allows for the forming of sub groups and who can make up the membership of them:

‘The Committee may delegate any of its powers to sub-committees consisting of such member or members of the Committee as it thinks fit with or without such other persons as the Committee may select (including, without prejudice to the foregoing generality, individuals and the representatives of firms and corporations, who not being Members, have any specific knowledge of, or expertise or interest in the work of the Trust), and such sub-committees shall have the powers and conform to any rules of procedure as the Committee may prescribe from time to time.’

- 3.4. It is recommended that the sub group be named the Transfer Negotiations and Process Sub Group (TNP sub group) to differentiate it from the original Transfer sub group and stress the main purpose and role of this new sub group.
- 3.5. Full membership of the TNP sub group is to be approved by the Trust's Board on 4<sup>th</sup> August 2010.

- 3.6. However, it was agreed at the Trust's Board meeting on 20<sup>th</sup> May 2010 that Board member Alan Grant (Langstane Housing Association) would Chair the TNP sub group and Cllr Aileen Malone another member of the Board would join the TNP sub group. Both had been members of the original Transfer sub group and thus are familiar with the motives for pursuing a transfer with Castlehill.
- 3.7. The Board agreed that both Board members had no conflict of interest at the present time.
- 3.8. It is recommended that membership of the TNP sub group will also include representatives of the strategic authorities who were co-opted onto the sub group, Dorothy Askew (Aberdeen City Council) and James Martin (Aberdeenshire Council). Both had been members of the original Transfer sub group and do not currently have any conflict of interest.
- 3.9. It is also recommended that the sub group will also co-opt anyone that it identifies as having the necessary skills to help the TNP sub group achieve its objectives but has no connection with the potential host organisations.
- 3.10. It is recommended that Castlehill representatives will be co-opted onto the TNP sub group in order that both the Trust and Castlehill work closely together to deliver an efficient and transparent transfer.
- 3.11. However, it will be the responsibility of the representatives representing the Trust i.e. Alan Grant, Cllr Aileen Malone, Dorothy Askew and James Martin to agree on recommendations to take to the Trust's Board.
- 3.12. All TNP sub group members must be aware of avoiding conflict of interests throughout the transfer negotiations and process.

#### **4. Main responsibilities of the TNP sub group**

- 4.1. The TNP sub group has a responsibility to pursue the transfer with the aim of achieving the strategic objectives of the Trust as set out in section 2 above.
- 4.2. If the TNP sub group finds that the transfer will not meet the Trust's objectives, the Trust's TNP sub group members must report to the Trust's Board the reasons for this. It will be the responsibility of the Trust's Board to decide what course of action to take following the report.
- 4.3. It will be the responsibility of the Castlehill representatives to report to its own Board.
- 4.4. It will be the responsibility of the TNP sub group to develop documents that are key to the transfer process. These are found in appendix 1 but more might be necessary if decided by the TNP sub group or the Boards of the Trust or Castlehill later on in the transfer.

- 4.5. These key documents will be recommended to the Trust's Board and Castlehill's Board for approval.
- 4.6. It will be the responsibility of the TNP sub group to produce a Transfer Negotiations and Process task chart that will list the key documents that have to be produced, allocation of tasks and responsibilities and timescales.
- 4.7. The Manager will regularly update this chart and present it to each TNP sub group meeting and each Trust Board meeting in order to monitor progress and help drive the transfer forward.
- 4.8. Throughout the transfer process the TNP sub group must ensure that all decisions it takes are clear, fair and transparent.
- 4.9. The TNP sub group must adhere to the Trust's conflict of interest policy and procedure to ensure they avoid any conflict of interest.

## **5. Independent consultants**

- 5.1. The TNP sub group will decide which independent consultants should be used in the transfer process.
- 5.2. The independent consultants will be issued with remits that have been approved by the TNP sub group.
- 5.3. It will be recommended to the TNP sub group that the following will be the main consultants.
  - 5.3.1. Amanda Britain, HCAS
  - 5.3.2. Anderson, Anderson & Brown, Corporate Finance Division
  - 5.3.3. Paull & Williamsons, Solicitors
- 5.4. As the consultants, Anderson, Anderson & Brown are the financial auditors for the Trust and Castlehill, and Paull & Williams are the solicitors for both the Trust and Castlehill, assurances that this will be sought from the consultants that this will not create conflict of interest.
- 5.5. The consultants have the necessary experience and skills required to guide a transfer. They also have the advantage of being involved in the previous Transfer sub group and therefore have a considerable background of knowledge and understanding of both the Trust and Castlehill and the motives for seeking a transfer.
- 5.6. The TNP sub group will appoint other consultants if it is decided that other independent advice is required or a conflict of interest arises with the main consultants.
- 5.7. The TNP sub group will decide on the likely consultants' costs and how this will be shared between the Trust and Castlehill.

5.8. A budget for the payment of the consultants will be recommended to the Trust's Board and Castlehill's Board for approval.

## **6. Responsibilities of the Trust's Manager**

6.1. The Trust's Manager will be responsible for helping and guiding the TNP sub group to achieve its objectives. This will include writing and presenting progress reports to the TNP sub group as instructed.

6.2. The Manager will also liaise with the independent consultants where instructed by the TNP sub group or the Trust's Board.

6.3. The Manager will be responsible for keeping a clear, comprehensive and transparent record of the transfer as documented in section 11 of this report.

6.4. The Manager's other duties in the transfer process are documented in the TNP task chart.

6.5. The Manager will regularly update this chart and present it to each TNP sub group meeting and Trust Board meeting in order to monitor progress and help drive the process forward.

6.6. The Trust' Manager will draw on the assistance of the Trust's Accountant to help meet her responsibilities.

## **7. Dispute between representatives of the Trust and Castlehill**

7.1. If there is disagreement between the representatives of the Trust and Castlehill about the transfer, the Trust's representatives will try to find a solution with the Castlehill representatives through the use of an independent consultant agreed by both parties.

7.2. However, if at any point negotiations breakdown irreversibly, it will be the responsibility of the Trust's TNP sub group members to recommend to the Board whether it is in the best interests of the Trust to terminate negotiations with Castlehill.

## **8. Avoiding conflict of interest**

8.1. The Trust's Conflict of Interest Policy will apply to the TNP sub group.

8.2. The Conflict of Interest Policy contains a procedure to be followed if any dispute arises between the Trust's TNP sub group and the Board.

## **9. Reporting methods to the Trust's Board**

- 9.1. The Trust's Manager will report to each Board meeting by providing minutes of the TNP sub group meetings and an updated TNP task chart to demonstrate the progress of the transfer.
- 9.2. Written or verbal reports will also be presented where appropriate.
- 9.3. Key documents as specified in appendix 1 will be recommended to the Board for approval.

## **10. Reporting methods to Castlehill's Board**

### **1.1**

- 10.1. It will be the responsibility of Castlehill's Board to decide what reporting methods it requires.

## **11. Record keeping of the transfer**

- 11.1. It will be the responsibility of the Trust's Manager to ensure there is a clear, comprehensive and transparent audit trail that records all decisions the TNP sub group has taken and the reasoning behind the decisions. This will be recorded in the TNP sub group minutes.
- 11.2. The Manager will also keep a record of any meetings that she or any member of the TNP sub group has with the independent consultants or other relevant persons.
- 11.3. All minutes, reports and documents used in the transfer process will be filed by the Manager in the TNP file. The file will be kept in a secure location at the Manager's office.
- 11.4. Any conflicts of interest will be recorded as set out in the Trust's Conflict of Interest Policy.
- 11.5. It will be the responsibility of Castlehill to ensure it keeps similar record keeping arrangements.

## **12. Equal opportunities**

- 12.1. The TNP sub group will ensure that throughout the transfer it will not unfairly discriminate against any individual or group on the grounds of gender, gender identity or marital status, on race grounds, or on the grounds of disability, age, sexual orientation, language or social origin, other personal attributes, including beliefs or opinions such as religious beliefs or political opinions.



### **13. Approval of the responsibilities of the TNP sub group**

- 13.1. It will be the responsibility of the Trust's TNP sub group representatives to seek approval from the Trust's Board regarding the responsibilities of the TNP sub group.
- 13.2. It will be the responsibility of Castlehill's TNP sub group representatives to seek approval from Castlehill's Board regarding the responsibilities of the TNP sub group.

### **14. Review of the TNP sub group's responsibilities**

- 14.1. It is recognised that the approved remit of the TNP sub group could will be reviewed at a later date by the Trust's Board if prompted by a change in the Trust's or Castlehill's objectives or strategies.

### **15. Recommendations for approval by the TNP sub group**

- 15.1. Approval from the TNP sub group is sought for the following recommendations as set out in this report.
  - 15.1.1. The sub group is named the Transfer Negotiations and Process Sub Group (TNP sub group).
  - 15.1.2. Membership of the TNP sub group.
  - 15.1.3. Responsibilities of the TNP sub group.
  - 15.1.4. Responsibilities of the Trust's representatives and Castlehill's representatives.
  - 15.1.5. How and which independent consultants will be appointed.
  - 15.1.6. How the budget for the consultants will be decided.
  - 15.1.7. How disputes between representatives of the Trust and Castlehill will be managed.
  - 15.1.8. How conflict of interest will be managed.
  - 15.1.9. TNP sub group's reporting methods to the Boards of the Trust and Castlehill.
  - 15.1.10. How records will be kept of the transfer.
  - 15.1.11. Equal opportunities are ensured throughout the transfer.
  - 15.1.12. The remit of the TNP sub group is subject to review by the Trust's Board.
  - 15.1.13. Once the TNP sub group has approved its responsibilities a copy will be submitted to the Boards of the Trust and Castlehill for approval.

**Carolyn Anderson**  
**GCCCT Manager**  
**Draft 19<sup>th</sup> July 2010**  
**Amended 28<sup>th</sup> July 2010**  
**Approved by GCCCT Board 25<sup>th</sup> August 2010**

## Appendix 1

Key documents the Transfer Negotiations and Process Sub Group is responsible for recommending to the Trust's Board and Castlehill's Board for approval.

1. An initial Outline Principles/Heads of Agreement i.e. agreeing a shared vision, objectives, priorities and targets for the future development of the partnership.
2. Implementation/Integration Plan. Included in this will be the consultation of the Trust's stakeholders, how Trust development, property and housing management and financial information will be transferred from three Managing Agents to Castlehill, how the Trust will be staffed in the future, what dedicated staff will be provided, what contribution can be expected from staff employed by the parent, allocation of consultant's cost.
3. Partnership Business Plan supported by a robust financial plan and risk assessment considering issues such as future rent levels. Due diligence by the Trust and Castlehill, in effect, an audit to look at projected income and expenditure including future rent levels, life cycle costings etc.
4. Service Level Agreements including the specification of standards and processes as agreement will need to be reached about arrangements for the provision of services to current tenants (housing and property management); development services for a forward programme for housing with care; and 'corporate' services, such as finance, IT, HR etc.
5. Amended/new Rules and Memorandum & Articles Independence and Responsibilities Agreement. This is to address the issues about legal structure and includes the future legal status of the Trust, issues about membership generally and specifically in relation to membership of the subsidiary Board and of the 'parent's Board, responsibilities within the partnership and assurances on future independence.

## **Appendix 12**

Transfer Negotiations and Process task chart