



## SCOTTISH VETERANS' RESIDENCES QUARTER 4 GOVERNING BODY MEETING

### Record of Decisions

**Held in the Boardroom and on Microsoft Teams at 1200hrs on 6 December 2024**

Present: Richard Edlmann, Present, **Chair**  
 Ricky Bhabutta (RB), Present  
 Sue Bomphray (SB), Online  
 Capt Andrew Cassels (AC), Online  
 John Cooper (JC), Present  
 Teresa Griffiths (TG), Online  
 Sqn Ldr Alistair Park RAF, (AP), Online  
 Sandy Telfer (ST), Online

In attendance: Jeremy Chittleburgh (Treasurer), Present  
 George Corbett (Dep Ch Exec), Online  
 Colin Leslie, Head of External Relations (HER), Present  
 Martin Nadin OBE (Chief Exec) Present  
 Colin Masson (Co Sec), Present, **Minutes**

|          | Subject  | Raised By     | Additional Docs | Decision     |
|----------|--|---------------|-----------------|--------------|
| <b>1</b> | <b>Chair's Introduction</b>  | <b>Chair</b>  |                 |              |
| 1.1      | The Vice-Chair noted that he was chairing the meeting in the absence of the Chairman, who was unable to attend because of other business. He welcomed Sqn Ldr Alistair Park as the new RAF representative to the Governing Body (GB). The Chair recognised that the last 4 years had been challenging for various reasons, not just for SVR but for the charity sector as a whole, and thanked the senior management team for its ongoing efforts. |               |                 |              |
| 1.2      | There were 5 main issues for the GB at this meeting; to agree the interim budget; to approve the pay award; to approve the rent proposal; agree the strategy to make good the fire doors; and discuss the feasibility study to convert WHI from individual rooms to self-contained flats.  |               |                 |              |
| <b>2</b> | <b>Apologies</b>   | <b>Co Sec</b> |                 | <b>Noted</b> |
| 2.1      | Apologies had been received from Jonathan Tweedie, Tony Jones, Rab Wallace, Maj Surya Rai and Lt Andrew Smart RN. Co Sec confirmed the meeting was quorate.  |               |                 |              |
| <b>3</b> | <b>Declaration of Interests</b>  | <b>Chair</b>  |                 | <b>Noted</b> |
| 3.1      | The Chair asked whether any member had a conflict of interest with respect to any item on the agenda. There were none.   |               |                 |              |
| <b>4</b> | <b>Resident's Story</b>  | <b>Chair</b>  |                 | <b>Noted</b> |
| 4.1      | The video showing Tommy Master's story was played. Chair stated that this captured the essence of what SVR was all about. HER explained that the main SVR video had been entered into the Charity Film Awards and GB members were encouraged to vote for it and share through their networks.  |               |                 |              |

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| <b>5</b> | <b>Ratification of the Minutes from the Q3 GB Meeting held on 13 Sep 24</b>  | <b>Chair</b>   | <b>Q3 Draft GB Meeting Minutes</b> | <b>Approved</b> |
| 5.1      | Chair noted that there needed to be an event for George Lowder, to be held informally without cost to SVR. Dates will be proposed by the Chair   |                |                                    |                 |
| 5.2      | AC asked for clarification on point 6, which was provided.   |                |                                    |                 |
| 5.3      | <p>Dep Ch Ex provided clarity on the implications if SVR were to de-register from being a social landlord and operate purely as a charity. While SVR would still be able to claim enhanced housing benefit, the local authorities would suffer a significant loss in subsidies from the Department for Work and Pensions. With local authorities under greater financial pressure, they would scrutinise more closely SVR's rent and service charges. SVR would therefore expose itself to significant financial risk were it to deregister. Ch Exec added that if SVR de-registered, we would no longer be eligible for housing association grants which, in the future, could be considerable. [REDACTED]</p> <p>[REDACTED] The benefits of being a Registered Social Landlord outweighed the disadvantages. The Chair stated that this settled the issue.</p> |                |                                    |                 |
| 5.4      | With no further comments, the minutes of the Q3 Governing Body Minutes were approved by RB, seconded by TG.  |                |                                    |                 |
| <b>6</b> | <b>Action Log</b>  | <b>Ch Exec</b> |                                    | <b>Noted</b>    |
| 6.1      | The Ch Exec presented the Action Log:  |                |                                    |                 |
| 6.2      | <ul style="list-style-type: none"> <li>• <b>Ser 71 TV Advertisements.</b> Ch Exec stated that the recent round of videos, produced for the BC 10<sup>th</sup> Anniversary and the new SVR promotional video, provided a resource that could be exploited for future funding campaigns.</li> </ul>  |                |                                    |                 |
| 6.3      | <ul style="list-style-type: none"> <li>• <b>Ser 77 Thank You Event.</b> Ch Exec stated that this remained on hold given the funding pressures but that something would be done for George Lowder in the new year per 5.1 above</li> </ul>  |                |                                    |                 |
| 6.4      | <ul style="list-style-type: none"> <li>• <b>Ser 83 Change of Tenure Documents to Corporate Residents' Agreements.</b> This would remain on the action table until 28 Feb 25, by which time everyone would have changed to the new Corporate Residents' Agreements</li> </ul>   |                |                                    |                 |
| 6.5      | <ul style="list-style-type: none"> <li>• <b>Ser 83.3 Bellrock Close Residents to be switched from their current support and occupancy agreements to Short Scottish Secure Tenancies (SSSTs).</b> This remained on hold until the Scottish Housing Bill had been passed, expected by Apr 25. At that point, Ch Exec would bring in the legal expert from TC Young to brief Trustees on the legal implications of the change, allowing Trustees to make an informed decision on whether or not to switch the BC residents to SSSTs.</li> </ul>   |                |                                    |                 |
| 6.6      | <ul style="list-style-type: none"> <li>• <b>Ser 87 Compliance with the Scottish Charities and Administrative Housing Bill.</b> This action would remain until the Bill came into effect in 2025, the main impacts of which were the broadening of the categories which would prevent someone from becoming a trustee and the publishing of trustee names (name only – no other details) on the Office of the Scottish Charities Regulator (OSCR) register.</li> </ul>  |                |                                    |                 |
| 6.7      | <ul style="list-style-type: none"> <li>• <b>Ser 89 Strategic Review of Service Delivery.</b> The review would now occur mid-2025.</li> </ul>   |                |                                    |                 |
| 6.8      | <ul style="list-style-type: none"> <li>• <b>Ser 92. Canvas opinion on catering services and examine a booking out</b></li> </ul>   |                |                                    |                 |

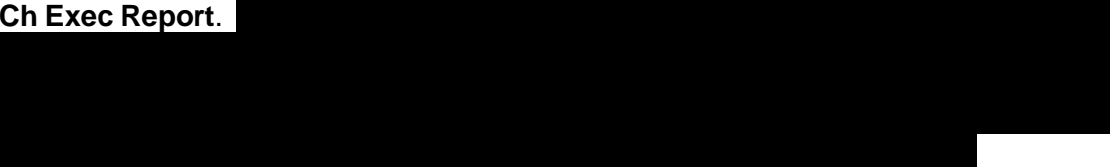
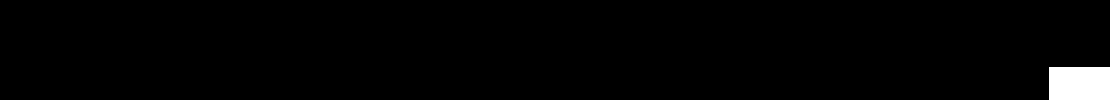
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|      | <p><b>process to avoid waste.</b> Ch Exec had found that the vast majority of residents were very satisfied with the catering service and only a small minority expressing otherwise. Ch Exec stated that the biggest issue with food was the inability for those at WHI and ROS to cook for themselves if they wished to.</p>  |                  |  |                 |
| 6.9  | <ul style="list-style-type: none"> <li>• <b>Ser 96 Reporting Employment Success at WHI.</b> HER was continuing to explore opportunities to include this in SVR publications.</li> </ul>   |                  |  |                 |
| 6.10 | <ul style="list-style-type: none"> <li>• <b>Ser 101 Cyber Security.</b> A detailed report had been produced following the penetration testing in Oct. A number of weaknesses had been exposed which the IT Mgr was dealing with. Ch Exec stated that he would produce a managerial report on the findings and actions and circulate this to GB Members. Ch Exec added that when compared to similar organisations, SVR's cyber security was exceptional. The quarterly Cyber Security One Sider provided the detail and showed that the Meraki firewall was blocking multiple attempts to access our data every day. It also prevented those on SVR property accessing unauthorised web sites when using SVR wifi.</li> </ul> |                  |  |                 |
| 6.11 | <p><b>Action: Ch Exec to produce a managerial report on the findings and actions and circulate this to GB Members.</b></p>  |                  |  |                 |
| 6.12 | <ul style="list-style-type: none"> <li>• <b>Ser 102 Provide Physical and Cyber Security Audit Reports.</b> Ch Exec would provide these reports to the GB via the Audit and Risk Committee.</li> </ul>   |                  |  |                 |
| 6.13 | <p><b>BC Actions:</b> Most of the specific BC actions had been closed down, leaving the following:</p>  |                  |  |                 |
| 6.14 | <ul style="list-style-type: none"> <li>• <b>Ser 6 (Maintenance Costs) and Ser 9 (Benchmarking against Peer Group).</b> This action was to compare SVR maintenance costs against those of similar organisations. Ch Exec stated that he would be meeting with the Scottish Housing Network the following week to look at their latest data sets which were very detailed and could be used to create a set of benchmarking criteria.</li> </ul>  |                  |  |                 |
| 6.15 | <ul style="list-style-type: none"> <li>• <b>Ser 13 Outcome Targets.</b> The outcome targets for BC had been set as 30% of the mean annual resident population moving on to independent living. Ch Exec stated that he would report against these targets at the Q1 meeting in 2025 when an assessment would be made both on whether targets had been achieved and whether this approach was adding value and worth continuing.</li> </ul>   |                  |  |                 |
| 6.16 | <p><b>Action: Ch Exec to report at Q1 Meeting against Bellrock Close Outcome Target.</b></p>  |                  |  |                 |
| 7    | <b>FINANCE</b>  | <b>Treasurer</b> | <b>Q3 Management Report<br/>October Cashflow<br/>Draft 2025 Budget<br/>2025 Budget Summary</b> | <b>Approved</b> |
| 7.1  | <p><b>Treasurer's Report.</b> The Treasurer reported that there had been more expenditure than anticipated in Q3 up to Sep 24, [REDACTED]</p>   |                  |  |                 |
| 7.2  | <p>The main message was that SVR's fixed costs were not being covered by its income and while costs should be scrutinised to identify savings, a broader strategic discussion was also needed on the future direction of the organisation.</p>  |                  |  |                 |

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| 7.3  | The Treasurer explained that SVR income should cover its expenditure and there should be no requirement to draw on cash holdings. But looking to the cashflow predictions for the following 18 months, the Treasurer stated that cash was currently being eroded at a rate that it would be necessary to draw on the investment portfolio.  |
| 7.4  | While some of this erosion was due to the depreciation, there was a need to keep a close eye on cash out-flow in 2025. This prediction would be updated with figures from the 2025 budget once it was approved.   |
| 7.5  | Turning to the draft 2025 budget, the Treasurer stated there had been greater consultation and managers' input, such as pay rises and requests for additional staff and also the impact of increased employer NI contributions. [REDACTED]<br>[REDACTED]  |
| 7.6  | An important part of the drafting process had been to look at base costs. Notably, ROS, despite having half as many residents as WHI, had similar staff costs. Given that staff salaries were the greatest operating cost, the Treasurer asked that staff levels be looked into to ensure that necessary staff levels had not crept into 'nice to have' levels of staffing.   |
| 7.7  | The Treasurer reassured the Board that SVR's healthy investment portfolio provided security. But while this would normally be seen as a strategic reserve to manage organisational change, the financial challenges in 2025 may require some of that reserve to subsidise normal operating costs.   |
| 7.8  | The Chair stated that given the cost pressures, the Board was being asked to agree an interim budget that would serve until Q1 25. In the meantime, there would be further study into possible ways to reduce costs and these would be presented at the next meeting.   |
| 7.9  | Ch Exec stated that a significant amount of costs were attributed to the extra services which SVR now provided, such as occupational therapy, psychotherapy, living well activities and increased levels of counselling. These could be reduced as savings measures, but queried if the GB want that, given the services were what made SVR an attractive proposition, and had been initiated following Resident consultation. Chief Exec stated that he would use the next 4 months to explore ways to reduce costs, and was confident that he could find savings which would reduce the deficit. He would report back at the Q1 25 GB Meeting on 21 March and, with the Treasurer, present a second budget for 2025 for approval.   |
| 7.10 | Chief Exec added that charities across the Scottish housing sector were finding it difficult. The withdrawal of local funding, the cost of living and the increased NI contributions had created real challenges for 3 <sup>rd</sup> Sector organisations, many of which did not have reserves to fall back upon.   |
| 7.11 | On the subject of finding cost savings, TG asked whether the impact of the extra services could be measured in order to gauge whether such services were essential of just nice to have. Ch Exec stated that the additional services were directly related to mental health and wellbeing, which was a difficult metric to measure. That said, Ch Exec was convinced that the withdrawal of the OT, therapeutic counsellors, or activities officers would have a detrimental effect on the mental health and wellbeing of residents. Ch Exec would not support the withdrawal of these services. Additionally, the withdrawal of funding and the programmed closure of Veterans First Point in Edinburgh meant the mental health support provided by SVR was for some the only support of this kind available to SVR residents. |

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| 7.12 | Dep Ch Exec expanded on the SVR offer stating that counsellors had been brought into SVR to avoid the long NHS waiting lists. The Employment Rent Relief Fund had been brought in to allow those who had found work (and so reduced or lost their housing benefit) to remain on a subsidised rent for a period, while the OT and activities officer encouraged engagement in society. There was a conversation to be had on scale with counselling having doubled in the last 5 years. On staff salaries, it was important to note that core staff have their salaries paid for by local authorities so a deletion of a core staff member also removes their income revenue from the local authority. |
| 7.13 | The Chair summed up the conversation stating that the Ch Exec would come back with his cost saving proposals at the next GB meeting for members to scrutinise and which would inform a second 2025 budget. With that, the Chair asked the GB to approve the interim budget.   |
| 7.14 | <b>Decision: The GB approved the 2025 interim budget. Proposed by TG, seconded by SB.</b>   |
| 7.15 | <b>Action: Ch Exec to provide cost saving proposals at the next GB meeting for members to scrutinise and which would inform a second 2025 budget.</b>   |
| 7.16 | <b>Rent Proposals.</b> Ch Exec explained the proposal for the increase in rent had been worked up alongside the proposals for salary increases. This had been calculated by Support Solutions with input from Chiene and Tait and others.   |
| 7.17 | For residents, the WHI rent would increase by 4.52%, ROS rent would increase by 7.74% and BC rent would increase by 6.22%. Residents had been consulted 2 weeks prior with no significant push back.  |
| 7.18 | For tenants, the rent increase proposal was 2.7% (CPI +1%). Tenants had not seen a rent increase in recent years but it was now necessary to start building the resource to pay for refurbishments. For most tenants the increase was invisible as it would be covered by housing benefit. The WHI tenants, who currently pay £20 pcm for utilities, would also be subject to an increase of £10 pcm on their service charge. And for other tenants, there would be an annual increase going forward to bring their service charges in line with the average utility bill (c£70 pcm).   |
| 7.19 | <b>Decision: The GB approved the rent increases. AC proposed, ST seconded.</b>  |
| 7.20 | <b>Pay Review.</b> The Ch Exec explained the 2025 pay award.<br><div style="background-color: black; height: 150px; width: 100%;"></div>  |
| 7.21 | RB asked to what extent these salary increases were being met by councils and others. Dep Ch Exec explained, adding that Support Solutions had successfully won the case with local authorities who had agreed to pay the increased salaries of core staff.   |

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| 7.22 | The Treasurer agreed that that a chart showing who was paying what in terms of salaries would be useful.   |         |  |       |
| 7.23 | The Chair stated that the IRFC had been able to balance the varying demands and arrive at an equitable solution.   |         |  |       |
| 7.24 | SB noted that the Ch Exec had excluded himself from the managerial 4% pay offer and asked that the GB ensure that the salary for this position remains competitive to attract a successor when the time comes. The Chair agreed and stated that when the present Ch Exec moves on, the salary would be set according to the market at the time. With that, the Chair asked that the GB approve the 2025 Pay Award.   |         |  |       |
| 7.25 | <b>Decision: The GB approved the 2025 Pay Award. Proposed by RB, seconded by SB.</b>   |         |  |       |
| 7.26 | The GB thanked the Treasurer for his excellent work and continued good advice over the last year. The Treasurer left the meeting.  |         |  |       |
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| 8    | GOVERNANCE   | Ch Exec |  | Noted |
| 8.1  | <b>Sub Committee Reports:</b>  |         |  |       |
| 8.2  | <b>Quality Committee (QC).</b> TG stated the QC had decided that SVR's concierges should be registered with the Scottish Social Services Council (SSSC) and attain SVQ qualifications in health and social care within their first 18 months in post. This was in response to a number of disciplinary incidents involving concierges. The Committee had also discussed the latest resident survey and a number of action points had been taken away to improve the survey in 2025. TG recognised the good work being done at the residences and, despite various challenges of anti-social behaviour, deaths and staff shortages, the 3 locations were still delivering a high quality, complex support package.  |         |  |       |
| 8.3  | <b>Investment, Remuneration and Finance Committee (IRFC).</b> The Chair stated that much of the Committee's work had already been discussed with the budget, pay and rent review. Of note was the discussion on how Rathbones was managing SVR's investment portfolio. The view of the IRFC was that in the mid to long term, Rathbones had done well when compared to benchmarks. Over the last 2 years however, the investments had performed below the benchmarks. This was due to an under investment in US tech stocks (the Magnificent 7), which Rathbones had considered too volatile for SVR's risk rating of 4 out of 6. To be clear, the portfolio had grown and the broad range of investments were doing well, and that Rathbone's clear advice is to stick with the current investment strategy. However, given the relative performance in the short term against benchmarks, the IRFC would ensure that Rathbones management of the portfolio would continue to be held to account. |         |  |       |
| 8.4  | <b>WHI Feasibility Study.</b> While not strictly the business of the IRFC, the Chair used the opportunity to update the GB on the feasibility study to convert WHI from single rooms to independent flats. This was being examined with a view to future-proofing the service, moving away from the hostel style of accommodation currently offered to a more independent style of living, similar to that at BC (which also seems to be the expectation of service users). The architects (LDN) were expected to produce their report late Feb 25 and to brief the results at the Q1 25 GB Meeting on 21 March. The Chair stated that this would show the sustainability of WHI in the long term, and inform potential options. [REDACTED] JC asked whether we were paying a fixed price for the study. The Chief Exec stated that of the 5 architects that had returned a tender, 2 had been invited for interview. SVR had chosen the most  |         |  |       |

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|     | <p>expensive, which was a fixed price, adding that he was confident that LDN was the most qualified to give the answers on the future of WHI. It was further briefed that in order to provide all the information for the GB to make informed decisions, [REDACTED] [REDACTED] should the LDN study be considered unaffordable – the GB had additional data to review and consider subsequent potential options.</p>   |
| 8.5 | <p><b>Audit and Risk Committee.</b> SB stated that the 3 TIAA audits for 2024 were complete, achieving either substantial or reasonable assurance. This was a good result. The Governance Tracker produced by Co Sec was very useful. The issue of defective fire doors was discussed at length during the committee meeting and would be covered later in the meeting.</p>  |
| 8.6 | <p><b>Governance in 2025.</b> Co Sec provided an overview of the 2025 governance year, highlighting the requirement, the 7 key deliverables and the 3 audits which will focus on Performance Management, Data Protection, and Financial Controls. The update on the governance action plan gave assurance that SVR was compliant in respect to governance with no material weaknesses.</p>   |
| 8.7 | <p>TG reinforced the point on trustee training, encouraging GB members to complete the whistleblowing and cyber security modules when the MyLearningCloud platform goes live in Jan 25.</p>  |
| 8.8 | <p><b>Strategic Risk Register.</b> Ch Exec updated on the 4 strategic risks.</p> <ul style="list-style-type: none"> <li>• <b>The Impact of Conservation and Renovation at Whitefoord House.</b> Ch Exec explained that the work was expected to start in summer 2026, and there was no further update to this. For reference and background, SVR continued to work with Edinburgh World Heritage Trust to use an experimental self-healing lime render which was longer lasting and provided better thermal efficiency. The experiment would be conducted on an office building at the back of WHI, starting in summer 2026. This would allow time to manufacture the substrate and position the work in suitable weather for applying the new render.</li> <li>• <b>Financial Cost Pressure.</b> Discussed during the Treasurers Report.</li> <li>• <b>Health Safety &amp; Environment - Defective Fire Doors.</b> Ch Exec explained that following a technical inspection of all fire doors across the SVR estate, a large number of defects had been identified. While the risk had been framed to reflect H&amp;S, Ch Exec added that there was also an element of financial risk attached to this issue. To put this in context, Ch Exec highlighted that fire doors were one aspect of fire safety, and should be viewed in conjunction with detectors, alarms, sprinkler systems and evacuation procedures. That said, while the likelihood of fire was low, the impact could be catastrophic and SVR had a duty to act on this new information. A detailed examination of the report and consultation with our architects and engineers had identified replacement and maintenance requirements of £312k plus VAT. Ch Exec asked the GB to agree to the work had to be done, and agree to tender and programme the work to begin. HER would make an application to the Armed Forces Covenant Trust but failing that, the GB would need to underwrite the cost of the work. Dep Ch Exec described the nature of the work involved which ranged from complete replacement to a hinge adjustment of millimetres.</li> </ul> |
| 8.9 | <p>ST asked whether the work to repair the doors at WHI was compatible with a feasibility study that may see the building being sold off. Ch Exec stated that if selling WHI was to be the chosen course of action, it would not be a several years so the work on the doors was still necessary.</p>  |

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| 8.10 | RB suggested that the use of the phrase 'defective fire doors' in the risk statement was alarmist. Ch Exec agreed to adjust this. RB asked how future proof this work might be with the possibility that Scotland could bring in its own regulations which the new doors did not meet. Dep Ch Exec stated that the experts (FP Firedoor) would advise.   |  |  |  |
| 8.11 | AC asked whether there were other actions which SVR should take now that it knew about its fire doors, such as more frequent fire drills. Ch Exec stated that he would look into increasing the frequency of fire drills.  |  |  |  |
| 8.12 | <b>Decision: The GB agreed to the tendering of a contract and programming of the work to repair or replace the doors.</b>  |  |  |  |
| 8.13 | <b>Action: HER to make an application to the Armed Forces Covenant Trust.</b>  |  |  |  |
| 8.14 | <ul style="list-style-type: none"> <li><b>Tenant and Resident Safety Risk.</b> As a result of the TIAA audit on tenant and resident safety, this would now be a standing risk on the strategic register.</li> </ul>  |  |  |  |
| 9    | OPERATIONS   |  | Ch Exec's Report<br>Residence<br>Reports |  |
| 9.1  | <b>Ch Exec Report.</b>    |  |  |  |
| 9.2  |    |  |  |  |
| 9.3  | The meeting with the Royal Patron had gone well and His Royal Highness remained very supportive and interested in SVR.   |  |  |  |
| 9.4  | Dep Ch Exec spoke on 3 infrastructure issues: <ul style="list-style-type: none"> <li>Returning to the issue of fire doors, Dep Ch Exec informed the GB how the remedial work would be funded. As a charity SVR was not allowed to make a profit. In previous years, this profit had been placed into a sinking fund to be used for infrastructure projects. This fund would be used against the c.£312k cost for the fire doors.</li> <li>The generator for the heat and power unit at BC had failed. The power unit was such an efficient system, saving c.£10k a year, that the purchase of a new generator would be paid for in 3 years.</li> </ul> |  |  |  |
| 9.5  | <b>Decision: The GB unanimously approved the purchase of a new generator.</b>  |  |  |  |
| 9.6  | <ul style="list-style-type: none"> <li>The control system for the heating and ventilation at BC was at the end of its life and would need replacing. This would be factored into the budget for 2025.</li> </ul>   |  |  |  |
| 9.7  | HER stated that SVR now had a 0300 freephone number, visible on the home page and allowing accommodation enquiries to made, 24/7. The Chair added that this was timely given the worsening homeless situation in Scotland. SVR was now producing an external e-newsletter which, due to GDPR rules, required GB members to opt in. All those present were content to receive the newsletter. HER was pleased to  |  |  |  |



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|           | announce that after 2 years of chasing solicitors, the final payment of a £90k legacy, had been made. |               |  |              |
| <b>10</b> | <b>Royal Navy Service Report</b>  |               |  | <b>Noted</b> |
| 10.1      | In the absence of AS, there was no RN Report.   |               |  |              |
| <b>11</b> | <b>AOB</b>  | <b>Chair</b>  |  |              |
| 11.1      | There being no other business, the Chair closed the meeting.  |               |  |              |
| <b>12</b> | <b>Date of Next Meeting</b>   | <b>Co Sec</b> |  |              |
| 12.1      | DONM at 1200 on Friday 21 March 25 at WHI Boardroom and on MS Teams.                                  |               |  |              |
|           |   |               |  |              |