

AGENDA IETM: 3.1

MINUTES OF BOARD OF MANAGEMENT MEETING

Held on Tuesday, 27 May 2025 at 6.00pm

In-person attendance at DPHA's office at Beardmore House, 631 Dumbarton Road, Dalmuir, G81 4EU and attendance online via Microsoft Teams.

Minute

In Attendance:

Board Members: in person

G Waddell (Chair)
S Boag
M Donnelly
K Dyson

Board Members : online

D McIndoe
D Edgar
S Smith

Staff/Advisor(s): in person

Anne Marie Brown, Chief Executive
Carla Cameron, Finance & Corporate Services Manager
Arlene Dickson, Care Services Manager
Graeme Bruce, Finance Agent (joining online via Microsoft Teams)
Anne E Smith, Corporate Services Officer

Staff/Advisor(s): online

Richard Fairley, Head of People & Culture (Agenda item 11.1)

Also in attendance:

Louise Bacon, Community Links Scotland (Agenda item 10.1)

Observer(s): in person

██████████ potential new Board member

Board meeting minutes prepared by Anne E Smith, Corporate Services Officer from the meeting recording

ITEM	NOTE	ACTION
	WELCOME AND ORDER OF BUSINESS	

Chairperson welcomed all to the meeting, including those who are joining online, and confirmed that an interim pack was uploaded to the Board Portal on **Tuesday, 20 May 2025**, with the full meeting pack uploaded on **Wednesday, 21 May 2025**.

Chairperson welcomed Louise Bacon, Community Links Scotland and [REDACTED] potential new Board member who is here to observe tonight's meeting.

Members approved bringing forward item **AGENDA ITEM 10.1** and **AGENDA ITEM 11.1** after item 2.0, Declarations of Interest. This change allowed L Bacon, Community Links Scotland and R Fairley, Head of People and Culture to leave after their respective agenda items.

1.0	APOLOGIES
	Apologies received to date from: A Williamson, J Murray, John (Ian) Lennox along with staff member D Wilson, Customer Service Manager
1.1	Approved Leave of Absence
	Chairperson confirmed LOA was approved previously for F Polding. No new requests for LOA were received.
1.2	Non-Attendance
	None
2.0	DECLARATIONS OF INTEREST
	Chairperson confirmed that there were no declarations of interest.
10.	AGENDA ITEMS BROUGHT FORWARD
10.1	Community Investment Plan/Strategy: The way forward – Presentation by L Bacon, CLS
Report Summary	L Bacon presented a summary of the Association's Community Investment Plan and asked Board to note the content.
Discussion	<p>L Bacon delivered her report to Board highlighting key areas within the Association's Community Invest Plan.</p> <p>She advised that there is a shift away from wider role to community investment to promote inclusivity, community initiatives and social needs of tenants.</p> <p>The Board were advised of the findings from a recent survey that took place amongst the community of Dalmeir, advising what was important to people that lived and worked here and highlighted what worked well and areas of improvement. Of those that responded, 67% of them were tenants of the Association.</p> <p>One point to note was that Board were advised that a positive channel to source additional funding was through The Beardmore Trust Ltd. This funding is not normally accessible for housing associations.</p> <p>Positive solutions were highlighted in the report which covered community engagement, social and digital inclusion and social isolation. Quotes from both community, staff and board members were shared and came from the survey findings.</p>

Decision	<p>The Board: Noted the contents of this covering report and the CIP attached at Appendix 1.</p> <p>Noted L Bacon's presentation will be issued to the Board after this evening's meeting.</p> <p>L Bacon left the meeting at: 18:33hrs</p>	
11.0	People & Culture	
11.1	Recruitment & Selection Policy & Procedure	
Report Summary	R Fairley presented the revised Recruitment and Selection Policy and Procedure to the Board for review and approval.	
Discussion	<p>The policy was revised a year ago however it was felt that the recruitment methods were in need of modernising, in order to recruit the best candidates and be an employer of choice.</p> <p>This would fall in line with the Associations approach to people and culture. The recruitment process would change to bring a more positive experience for all candidates. The revamped policy links directly with the Maximising Attendance Policy which was approved by the Board previously.</p> <p>R Fairley advised members that the Association would be moving away from application forms and opting for CVs and covering letters, making us more attractable as an employer and builds on the positive culture that DPHA are proud of. Members were asked to note that the use of LinkedIn would be used as a possible platform for recruitment.</p> <p>Members were informed that the feedback from the staff consultation was positive.</p> <p>Members were assured that the policy review date would be set at three years and that probationary period guidance would be included in the policy. These updates will be actioned after the meeting.</p> <p>AM Brown advised Board that the recruitment process was archaic and needed modernising. She confirmed that the Association is keen to attract the best candidates who align with our values and culture.</p>	
Decision	<p>The Board: Approved the revised Recruitment Policy and Procedures attached in Appendices 1 & 2 Approved the EIA attached at Appendix 3.</p> <p>R Fairley left the meeting at: 18:52hrs</p>	RF
3.0	MINUTES FROM PREVIOUS MEETINGS	
3.1	Board Meeting (29.04.25) – For Approval	
	The minutes were approved on a proposal by M Donnelly and seconded by D McIndoe	

3.2	Audit & Risk Sub-Committee (13.05.25) - For Noting Board noted the content of minute with no adjustments required	
4.0	Recommendations for approval from Audit & Risk Sub Committee Meeting (13.05.2025)	
Report Summary	AM Brown and C Cameron presented the recommendations for approval from the 5 Internal Audit Report that were discussed at the Audit & Risk Sub-Committee meeting on 13 May 25 and have been recommended to the Board for approval.	
Discussion	<ul style="list-style-type: none"> a. Complaints Handling – strong assurance given with the audit with minor recommendations b. Cyber Security – The audit conducted in March received a strong assurance The Board noted that the previous IT systems audit completed last year received a weak assurance. One recommendation and 11 points of good practice was received and the Board were informed of the effort the team and in particular, Conor Fox put into this project. c. Rent Collection – Strong assurance was given highlighting that there were no recommendations and three areas of best practice were received. d. Void Management – Substantial assurance was received here with 4 areas of recommendations, 1 medium and 3 low, along with 4 areas of best practice highlighted. e. Follow-up – A review of all audits conducted over the last year provided strong assurance. Notably, one low recommendation was not implemented, four were partially implemented and 20 were implemented over the last year. <p>C Cameron informed members that initially there were two areas of recommendation in the Follow Up Review Audit. One area concerned scenario testing for the Disaster Recovery Plan. The auditors were advised that live situations for example Storm Eowyn and a potential mass evacuation due to a suspicious package, had occurred. Following this information, the auditors re-evaluated their decision and the review had been updated to reflect this.</p> <p>The Board were delighted with the outcome of the audit and a well done was passed to the staff team.</p>	
Decision	<p>The Board: Noted the contents of the report</p> <p>Approved the Internal Audit Reports with Management Responses on:</p> <ul style="list-style-type: none"> a. Complaints Handling b. Cyber Security c. Rent Collection d. Void Management e. Follow-up 	

4.2	Landlord Health & Audit Report
Report Summary	AM Brown presented the Landlord Health & Safety Audit Report to the Board for approval.
Discussion	<p>The landlord H&S audit should have been brought to the Board and Audit and Risk Sub-Committee earlier and apologies were given to Board.</p> <p>The audit was completed by ACS on behalf of EVH.</p> <p>Members were asked to refer to the management summary which highlighted within the report, areas where the Association conformed, partially conformed and ones that had not been completed.</p> <p>Areas where the Association doesn't comply was pointed out to members and is highlighted in red. Members were asked to note that two of the three action areas have now been completed.</p> <p>AM Brown advised the Board that it was a good audit report and progress will be made on the outstanding actions and be reported at the next Audit & Risk Sub-Committee</p>
Decision	<p>The Board:</p> <p>Approved the Landlord Health & Safety Audit Report.</p>
4.3	External Audit Plan & Fee
Report Summary	C Cameron presented the External Audit Plan & Fee and accompanying appendices to the Board for approval.
Discussion	Included in the pack AAB Audit and Accounting Ltd after merging with French Duncan, were the new Engagement Letter and Audit Plan, Letter of Resignation from French Duncan and a fee of [REDACTED] plus VAT.
Decision	<p>The Board:</p> <p>Approved the External Audit Plan for 2024/25 from AAB Audit & Accountancy Limited as attached at Appendix 1.</p> <p>Approved the authorisation and signing of the Engagement Letter from AAB Audit & Accountancy Limited by two Board Members.</p> <p>Noted the Engagement Letter resignation from French Duncan.</p> <p>Noted the audit fee of [REDACTED] plus VAT and expenses.</p>
4.4	Management Accounts, Q4, 2024/2025 Confidential
Report Summary	C Cameron presented the Management Accounts for Q4 of 2024/2025. The Management Accounts highlight the Association's financial performance, the financial position and the position of its borrowing and investments as at 31 March 2025.

Discussion	<p>Key areas that were highlighted to members are as follows:</p> <p>Members referred to the Statement of Comprehensive Income and were advised that the operating surplus for Quarter 4 up to 31 March 2025 was £130,000. They were also asked to note that after some minor year-end adjustments were carried out, the surplus came to £114,000. This was due to pension adjustments</p> <p>Spend of £1.9million in Housing Property costs was noted, with £793k of this in component replacements (kitchens, windows, bathrooms).</p> <p>[REDACTED]. Members were informed the Care Services Manager will be leading on an action plan to maximise the income for the coming year.</p> <p>Staff costs were reported as £1.3million. Staff training was noted as over budget however members are to note this as a positive outcome, as staff are actively participating in learning opportunities.</p> <p>Overheads of just under £1.5million was reported and showed varying degrees of variances throughout the year. Costs were noted as being lower than anticipated for bad debt write offs and housing property depreciation.</p> <p>Other fixed assets totalled £23k which was for replacement IT equipment and replacement laundry equipment for Sheltered Housing Complex.</p> <p>Statement of Financial Position showed the cash position reported at 31 March 2025 was £5.2m, with net assets at £4.4million. It was reported to Board that the accounts were a good set of accounts and met all covenants set out by Unity Trust Bank.</p>
Decision	<p>The Board:</p> <p>Approved the Management Accounts for Q4 of 2024/2025.</p>
4.5 Report Summary	<p>Regulatory Returns to the Scottish Housing Regulator</p> <p>G Bruce and AM Brown presented the Regulatory Returns that will be submitted to the Scottish Housing Regulator. The Regulatory Returns are -</p> <ul style="list-style-type: none"> a. 5-Year Financial Projections, 2024/25 to 2029/30 b. Loan Portfolio, 2024/2025 c. Annual Return on the Charter, 2024/2025
Discussion	<p>G Bruce presented the report on the Associations 5-year Financial Projections, one of three returns submitted to the Regulator. The report had been brought to the Board by the end of March 2025, however the Regulator requested it is submitted in their preferred format. The Board had no further comment to make regarding this item.</p> <p>G Bruce continued to present the Loan Portfolio for 2024/25 return for approval and submission to the SHR in their preferred format.</p>

Members were advised that the Loan Portfolio, details all loan balances that the Association has.

It was noted that the Association had loan balance of £2,949,000 as at 31 March 2025 which is detailed within the report.

G Bruce noted that there is nothing of concern within the return and that the Association was compliant with all covenants with Unity Bank.

The third return for the Association to the Regulator is the ARC return for financial year 2024/25, which was discussed in detail at Audit and Risk Sub Committee in May 2025. Feedback from Sub-committee was that some narrative for Board would be advantageous. Board were directed to the last column of the report where text in red would give some context to the variances.

External validation has taken place and only a small number of indicators will have minor changes however Board are assured that no material changes will take place.

Members were informed that SHQS will be updated to reflect the changes in the number of fails and abeyances. This update is due to issues with kitchen units and will be completed in the next round of kitchen replacements. It was also mentioned that one property was highlighted with a heating issue. Board were assured that this would be completed in the next round of heating replacements.

Members were also advised that a slight alteration to the rent figure impacted three other indicators. Board were assured that the changes were minor and not material. A meeting with the Senior Customer Service Officer and Chief Executive will be held to discuss these.

AMB/JC

Members were notified that the deadline for submitting the ARC is 31 May 2025.

Board were happy with the outcome of the validation.

Decision

The Board:

Approved the Five-Year Financial Projections 2026 – 2030 as at **Appendix A** and subsequent submission to SHR by the 31 May 2025.

Approved the Loan Portfolio as at 31 March 2025, as attached at **Appendix B**, and subsequent submission to the Scottish Housing Regulator by the 30 June 2025.

Noted the summary of key indicators for the ARC, as attached at **Appendix C**, and **Approved** the submission to the Scottish Housing Regulator.

Approved that delegated authority is given to the Chief Executive to agree any non-material changes to the ARC which may be required prior to submission date.

Noted the Chief Executive will make the ARC submission to the SHR on behalf of the Board by the 31 May 2025.

5.0	MATTERS ARISING SCHEDULE	
Report Summary	AM Brown to present the matters arising schedule to Board.	
Discussion	Nothing further to add to the outstanding matter arising schedule.	
Decision	The Board: Noted the matters arising schedule	
6.0	CHIEF EXECUTIVE'S PROGRESS UPDATE	
Report Summary	AM Brown presented the Chief Executive's update report and asked Board to note the contents.	
Discussion	<p>The following key points were highlighted to the Board:-</p> <p>The Board were informed that on behalf of the Scottish Government, the SHR has requested RSLs complete a return about external cladding by the 23 June 2025. A new height category has been included within this return and that is 11 to 18 metres. Prior to this, social landlords only had to report on properties 18 metres and above that had cladding/External Wall Insulation fitted. Board were assured the Association does not have any additional properties that may fall into the new criteria.</p> <p>Board were assured that the cladding that was installed within the stock in 2023/24 Meets all fire retardant safety requirements and the housing team were able to demonstrate compliance.</p> <p>Discussions continue regarding Development opportunities in the area, particularly [REDACTED] WDC have a renewed interest in developing [REDACTED] and have asked if DPHA would be interested in the site identified at [REDACTED]. The Association are keen to pursue a new build development opportunity and have noted an interest in [REDACTED]. Discussions are ongoing with [REDACTED] the Council and the Board will be informed of any updates in this matter.</p> <p>Any further updates will be brought to June Board Meeting.</p> <p>Care and DOSCG – the Care Services Manager and the Chief Executive have been meeting regularly and can report that colleagues are currently exploring positive opportunities and hope to turn around the deficit reported earlier in the meeting. A progress report will be brought to June Board meeting to highlight in detail the ideas and the work that is ongoing behind the scenes.</p> <p>The fundraising event that was scheduled for 30 May was cancelled due to a bereavement and will be rescheduled.</p> <p>The Chairperson asked the Chief Executive about the funding amount applied for by The Association under agenda item 3.5.1. As the Customer Service Manager, who was leading the project for Dalmuir Park HA in partnership with Clydebank Housing</p>	

	<p>Association, was not present, members were assured that the information would be provided to them in due course.</p> <p>Chairperson asked for additional members to join People and Policy Sub Committee. M Donnelly intimated she would be keen to join.</p>	
Decision	<p>The Board: Noted the contents of this report, especially:</p> <ul style="list-style-type: none"> a. Appendix 1 - Chief Executive's Work Objectives 2025 progress update. b. The request for additional Board members to join the People & Policy Sub Committee. 	
7.0	GOVERNANCE	
7.1	Equality & HR's Action Plan: Annual Review & Annual Statement	
Report Summary	A Smith presented to the Board with the revised Equality & Human Rights Action Plan for 2025/2026; a progress update, and the Annual Statement for 2024/2025	
Discussion	<p>A Smith advised the Board that the action plan was updated and now showed 5 actions that have been carried forward to the year 2025/26. It was noted that because it is a live document, it will always have ongoing actions.</p> <p>A new revised Equality, Diversity and Inclusion Policy has been published by EVH and the Association will look at adopting it and the Policy will be brought to the next People and Policy Sub-Committee</p> <p>Members were informed that the first anonymous equality survey took place with 61 responses received. Guidance to take the action plan forward will be a priority with the aim of promoting equality, diversity and inclusion were possible.</p> <p>A Smith confirmed that an article highlighting our Equality Annual Statement for 2024/25 will be included in the forthcoming newsletter and will be posted on our website, promoting our commitment to openness and transparency.</p>	AS
Decision	<p>The Board: Noted the contents of this covering report.</p> <p>Approved the updated Equality & Human Rights Action Plan for 2025/2026 as attached at Appendix 1.</p> <p>Noted that the Annual Equalities Statement for 2024/2025 will be published in the Association's Summer Newsletter and on the website.</p>	AS
7.2	Strategic Delivery Plan: Quarterly Update Report	
Report Summary	AM Brown provided the Board with an update on implementing the actions contained within the Strategic Delivery Plan for Year 2, 2025/2026.	

Discussion	The report highlights the good progress being made and is noted in Appendix 1. The Association is in the final stages of revamping the Tenants Satisfaction Survey with the new Consultant and have been assured that it links in with Strategic Delivery Plan and KPIs are being addressed in the new survey.
Decision	The Board: Approved the updates to the Strategic Delivery Plan, Year-2 for 2025/2026 as at Appendix 1 .
7.3	Business Plan 2024/2029 Update
Report Summary	AM Brown provided the Board with an update on some minor changes required to the Business Plan 2024/2029.
Discussion	The report was brought to Board to note minor updates and for information only. The Business Plan was attached for reference. The Association is currently in Year 2 of a 5 year business plan and it reflects DPHA goals and objectives and also meets SHR advisory guidance. Examples noted in the covering report give Board assurance that the plan is relevant, and on point and should be left as is until October 2026 when a review should take place.
Decision	The Board: Approved the minor changes to the Business Plan 2024/2029 which relate to the Audit & Risk Sub Committee and the minor updates to the Strategic Delivery Plan. Noted that there is a light touch review of the facts and figures contained within the Business Plan scheduled for October 2026.
8.0	STRATEGY
	None
9.0	FINANCE
9.1	None
10.0	OPERATIONS
10.1	Agenda Item 10.1 was moved forward and was discussed after agenda item 2.0. It was documented in the minutes at this point.
11.0	People & Culture
11.1	Agenda Item 11.1 was moved forward and was discussed after agenda item 10.1. It was documented in the minutes at this point.
12.0	HEALTH AND SAFETY
	None
13.0	USE OF DELEGATED AUTHORITY
	None

14.0	AOCB	
14.1	Correspondence	
Report Summary	The following items were brought to the Board:	
Discussion	<p>The Board asked that their condolences be passed onto [REDACTED], at this difficult time.</p> <p>They also asked that their best wishes are passed to [REDACTED] who has returned to work after a long absence.</p> <p>The Board passed on their congratulations to [REDACTED] as he passed his finance exams and got engaged.</p>	
Decision	Noted	
14.2	Updated Board/Committee Workplan 2024-2025	
Report Summary	Chairperson invited AM Brown to present any updates.	
Discussion	No updates were presented	
Decision	<p>The Board:</p> <p>Noted the updates of the workplan.</p>	
15.0	DATE OF NEXT MEETINGS	
	<p>People & Policy Sub Committee : 10 June 2025 at 6pm (online) (D McIndoe and C Cameron are unable to attend and the meeting date may be changed)</p> <p>Board Meeting: 24 June 2025 at 6pm (In-person)</p> <p>The meeting closed at 19:48hrs</p>	CC

Signed _____ Date _____

(Chairperson)