



# **BOARD OF MANAGEMENT MEETING MINUTES**

Meeting held on Tuesday, 26 August 2025 at 6pm in person with a hybrid option.

## In Attendance:

**Board Members:** G. Waddell D. McIndoe K. Dyson S. Smith M. Donnelly Staff/Advisor(s): Anne Marie Brown, Chief Executive Carla Cameron, Finance & Corporate Services Manager Graeme Bruce, Finance Agent Anne E Smith, Corporate Services Officer Jennie Cameron, Senior Customer Services Officer Richard Fairley, Head of People & Culture Also in attendance: Observer(s): Nick Jardine Doctor Ata Rahmani Tolu Falade

Board meeting minute prepared by J Shute, Corporate Services Assistant using the meeting recording.

ITEM	NOTE	ACTION
	WELCOME AND ORDER OF BUSINESS	
	The Chairperson welcomed all to the meeting and confirmed that an interim pack was issued to members on <b>Tuesday 19 August 2025</b> with the full meeting pack issued on <b>Thursday 21 August 2025</b> .	
	Chairperson also gave special thanks to N Jardine, Dr Rahmani and T Falade for joining online to observe the meeting.	
1.0	APOLOGIES	3

	Apologies have been received from: D Edgar, A Williamson, S Boag, J Murray, D Wilson, A Dickson and J Shute.	
1.1	Approved Leave of Absence	
	is on an approved LOA	
	is on an approved LOA	
1.2	Non-Attendance	
	None.	
2.0	DECLARATIONS OF INTEREST	
	There were no declarations of interest.	
3.0	MINUTES FROM PREVIOUS MEETINGS	
3.1	Board Meeting (24.06.2025) – For Approval	
	Chairperson for accuracy and approval.	
	The minutes were <b>approved</b> on a proposal by K. Dyson and seconded by G. Waddell.	
3.2	Audit & Risk Sub-Committee (19.08.2025) - For Noting	
	The Chairperson asked for a minor amendment to Agenda Item 6.0 of the minutes to be made.	AS
4.0	Recommendations for approval from Audit & Risk Sub-Committee Meeting (19.08.2025)	
4.1	Management Accounts – Quarter 1	
Report Summary	C Cameron presented the Management Accounts for Quarter 1 to the Board for approval.	
Discussion	Members were advised that the statement of comprehensive income is showing a deficit in the first quarter of £54,000, however income and expenditure of £1.2m each.	
	The Association has had £293,000 of housing property costs of spend, of which £23,000 was for component installations. However any variances there should start to reduce when the programme starts in Quarter 2/Quarter 3.	
	In regard to DOSCG, there is a deficit of £11,000 in Quarter 1, but early indications are very positive and it is showing that since the school year start, there has been an usage increase of 34%. The Association should start to see a decrease in the deficit during Quarter 2.	
	Members were advised that staff costs for Quarter 1 were £367,000 and overheads were £354,000. Members were further advised that there is £4.9m cash in bank at the end of Quarter 1.	
	Members were assured that the Management Accounts for Quarter 1 are comfortably satisfying the covenants set by Unity Trust Bank and the Association has received interest of just over £15,000 during this quarter.	

Decision	The Board:	
	Approved the Management Accounts for Quarter 1.	
4.2	External Audit Report, Financial Statements & Management Letter	
Report Summary	C Cameron presented the External Audit Report, Financial Statements & Management Letter to the Board for approval.	
Discussion	Members were advised that at the end of the financial year for 2024/2025, the Association had a total comprehensive income surplus of £114,000 as compared to a deficit of £113,000 last year. The cash in bank at the end of 2024/2025 was £5.2m.	
	The Association's external auditors were in the office in May and June of this year to carry out a full comprehensive audit and there were no areas of concern noted. The auditors report at Appendix 3 highlights potential areas of risk but also notes that there are no areas of concern.	
	Members noted the Management Letter advises another clean audit with no areas of concern which is not only good for the team, but for the Organisation as a whole and also means that the Association has had roughly 8 years of a clean audit letter.	
Decision	The Board:	
	Approved the External Audit Report, Financial Statements & Management Letter.	
4.3	Appointment of Auditor	
Report Summary	C Cameron presented the report to recommend the approval at the AGM, the appointment of AAB Audit & Accounting as the Association's External Auditors for 2025/26.	
Discussion	It was clarified that the AAB Group, used to be formally known as French Duncan and were taken over during 2024/2025 as the auditor for the forthcoming year.	
Decision	The Board:	
	Noted the contents of this report.	
	Recommended the proposal to the Board and AGM for the reappointment of AAB Audit & Accounting as External Auditor for 2025/26.	
4.4	Internal Audit Report - Tenant Safety – Electrical Safety & Damp & Mould	
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Report Summary	J Cameron presented the Internal Audit Report – Tenant Safety – Electrical Safety & Damp & Mold to the Board, including any updates that were made at the Audit & Risk Sub Committee meeting held on 19 August 2025.	

Members were assured that the Association will make an amendment to the Damp and Mould Policy and also create a new Electrical Safety policy which will cover a lot of the recommendations made, and these will be brought to the People and Policy Sub-Committee meeting in September. Members were further assured that the JC Association will ensure that everything will be complete as per the Management Response at the end of September.

The Chairperson expressed their reassurance that the Leadership Team are leading with the Association's values in being open and honest regarding the audit findings, and that there is a clear progress plan in place.

AM Brown wished to relay that the team have taken the report very seriously and that a very do-able action plan is in place and relayed the assurance, given to the Audit & Risk Sub-Committee last week, that all the actions will be complete by the end of September

DW/JC

Members were advised that the Association has asked WBG to repeat the audit before the end of the financial year so that the organisation can demonstrate that the recommendations have been achieved and hopefully gain a strong assurance level.

#### Decision

The Board:

Approved the Internal Audit Report – Tenant Safety: Electrical Safety and Damp & Mould.

## 5.0

## MATTERS ARISING SCHEDULE

## Report Summary

AM Brown presented the Matters Arising Schedule to the Board and asked them to note the content contained within.

## Discussion

Members were advised that there are still some ongoing issues with Homemaster in terms of managing to secure a go live date with the tenants portal and these relate to a setting on Homemaster, however this has now been reset. Members were further advised that the Association has now completed final testing on the tenant portal, and this should be up and running within the next few weeks.

DW/JC

It was clarified that some questions have also been raised to S Bromley regarding how survey's will work through the tenant portal, and the Association are awaiting his response. It is hoped that once these answers have been provided, the portal can be rolled out before the end of September.

Members were advised that in terms of what the Association need to do in order to roll out the tenant portal, is internal and guidance from S Bromley will help the Association achieve this.

Members were assured that in terms of support provided by Homemaster, the Association has found their support team very good and if any issues cannot be

solved by the support desk, then they are escalated quickly up the chain to get the issue rectified as quickly as possible. Decision The Board: Noted the matters arising schedule. CHIEF EXECUTIVE'S MONTHLY UPDATE REPORT 6.0 Report AM Brown provided the Board with an update since its last meeting which was held Summary on 24 June 2025 on work undertaken by the Chief Executive, and to notify the Board of any emerging matters that should be brought to the Board's attention. Discussion AM Brown highlighted the following: An increase in ROT's funding, provided by West Dunbartonshire Council and the Scottish Government, has doubled for this financial year from £150,000 to £300,000. Two new suppliers had been added to the supplier list and Board were reminded to inform the Corporate Services team if they had a connection to them. A consideration was requested, using rule 4.3, for the Board to use their discretion in granting a leave of absence as they have now missed 4 consecutive meetings in a row, however they could not attend the June meeting due to connection issues. F Polding will be stepping down at the AGM. • 3 new potential Board members, all of whom are observing tonight's meeting and will be contacted afterwards to see if they wish to proceed in becoming a Board member. An employers agent named Brown and Wallace as now been appointed in regard to the development opportunity. An application to the Energy Recess Fund, in partnership with other local associations, has not been successful. A meeting with the Investors in People consultant has been set up for 09 September 2025. There have been 2 notifiable events made to the Care Inspectorate and AMB/AD details of this will be forwarded to the Board. Members were advised that timescales for the implementation of the Community AMB/GE Investment Plan will be reported to the Board at next month's meeting. In regard to the proposed leave of absence consideration for Chairperson will make contact with them after tonight's meeting, and provide an update to the Board in due course. Members agreed to grant the LOA for in the interim. Decision The Board: **Noted** the contents of this report, especially:

	a. Appendix 1 - Chief Executive's Work Objectives 2025 update.	
	b. The details of the new suppliers at section 3.2.5.	
	c. The increase in ROTs funding to £300,000 for 2025/2026.	
7.0	GOVERNANCE	
7.1	Strategic Risk Register – 6 Monthly Update	
Report Summary	AM Brown provided the Board with a 6-monthly update report on the Strategic Risk Register for 2025/26.	
Discussion	Members were advised that the Association has 2 risk areas that the post control measure states is still higher than the tolerable risk score, so it is important to continue to highlight this to the Board. Members were further advised that Customer Services are making good strides in getting the rent arrears under control, and DOSCG are also making good strides in increasing usage and their income.  It was clarified that the Association hopes it will be in a genuine position in the near	
	future to reassess those areas with progress.	
	Members were advised that the yellow highlight in Appendix 1 under 6.3, will be removed.	АМВ
Decision	The Board:	
	Approved the updated Strategic Risk Register attached at Appendix 1.	
	Agreed the Association's Risk Maturity Assessment continues to be defined as 'managed'.	
	G Bruce joined the meeting at 6.40pm	
7.2	AGM Preparation & Secretary's Compliance Report & Draft Meeting Schedule 2025/2026	
Report Summary	AM Brown presented the report, of which the purpose is to:	
	Update the Board on arrangements for the 2025 AGM and for the Board to approve the draft Agenda as contained in <b>Appendix 1</b> .	
	Confirm those Board members standing down at the AGM or seeking election and to present to the Board for noting the Succession Plan for 2025-26 in <b>Appendix 2</b> .	
	For the Secretary to confirm to the Board that the Association complies with the requirements of Rule 68 as per the Schedule of Registers 2024-25, as contained in <b>Appendix 3.</b>	
	Seek approval of the draft Board and Sub-Committee Meeting Schedule for 2025-26, as contained in <b>Appendix 4.</b>	
Discussion	Members were reminded to fill out a proxy form if they will be unable to make this	

years AGM, to ensure that Members are counted towards the quorum, which must be a minimum of 8 shareholders.

It was noted that the Board succession plan states which Board members will be required to stand down at the AGM and then seek re-election. As there are vacancies on the Board, there will not be an issue with any members obtaining re-election.

Members acknowledged the massive amount of work that goes into arranging the AGM, and also thanked the team for the year round Governance and administration arrangements that take place.

## **Decision**

The Board:

Approved the Draft Agenda for the AGM at Appendix 1.

**Noted** the Board Succession Plan 2025/26 at **Appendix 2**, which will be updated to reflect each Board members intentions with regard to being an officer bearer and remaining on the Board during 2025/2026.

**Noted** the arrangements for the AGM at section 3.1.

**Noted** that 76 shareholders will be invited to the AGM and a quorum of 8 (one 10th of Shareholder membership) is required, including proxy votes.

Noted the compliance statement at section 3.8.3 in accordance with Rule 68 and agreed that this be recorded in the minutes of this Board meeting.

Noted the Schedule of Registers at Appendix 3.

**Recommended** the approval of the new Board and Sub-Committee meeting Schedule for 2025-26 at **Appendix 4** to the Board meeting being held on 2 September 2025.

## 7.3

# Report Summary

## Strategic Delivery Plan - Quarterly Update Report

AM Brown presented the Board with an update on implementing the actions contained within the Strategic Delivery Plan for Year 2, 2025/2026.

#### Discussion

Members were advised that all updates on the delivery plan are in the usual red type format.

It was confirmed that the very detailed and overhauled Asset Management Strategy is almost complete and should be presented to the Board in September.

Members were assured that in regard to DOSCG, an options appraisal report in terms of business development opportunities will be going to the Board in October and includes the potential taking over of the

Members were further assured that early indications of this opportunity are positive and that as mentioned earlier, both the usage and income have increased.

Members were advised that we are using a new independent company for the

AD/GE

		Customer Satisfaction Surveys. They are collating information in a different way and the Association is now benefitting by getting good quality information from the results.	
		It was clarified that in regard to the KPI's for the Community Investment Plan and DOSCG, as they are completely new a meaningful discussion will need to take place to determine the KPI baselines for these work and service areas. It was also noted that G Earl is now attending the Glasgow West of Scotland forum and will begin to make more connections and discuss with other Associations what they do on a strategic level, and both G Earl and C Cameron are booked to attend the Glasgow West of Scotland conference in November this year also.	АМВ
		Apologies were issued regarding the missing percentage figure of staff that agree the Association is a great place to work. AM Brown advised that following the baseline survey issued by R Fairley, the percentage figure is well above 90%, however this figure will be double checked and brought to the next People and Policy Sub-Committee meeting.	АМВ
	Decision	The Board:	
		Approved the updates to the Strategic Delivery Plan, Year-2 for 2025/2026 as at Appendix 1.	
	7.4	Shareholders Report	
	Report Summary	A Smith presented the Board with an update on new Shareholder Membership applications.	
	Discussion	Members were advised that there is a total of 5 new members that have signed up to be shareholders, and 2 members have been removed due to passing away.	
		It was confirmed that the new total of shareholders as of tonight's meeting is 76.	
		It was clarified that the Association will provide a shareholders report as and when new shareholders apply.	
	Decision	The Board:	
		Approved the proposed new Shareholder membership at 3.1.	
		Approved the removal of Shareholder memberships at 3.2.1.	
		Noted the summary of Shareholders at section 3.3.1.	
	8.0	STRATEGY	
		Nothing to report	
	9.0	FINANCE	
	9.1	Treasury Management – Annual Compliance Report 2025	
	Report	G Bruce presented the annual Treasury Management Review, 2025 to the Board for	
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3	Summary	approval.	

#### Discussion

It was confirmed that the Association only has one loan which was drawn down in May 2022 of £3m and the balance at the end of March was just short of £2.95m. This loan is currently on an interest rate of base, which is 4% plus 1.4% making a total of 5.4% interest on the loan.

Members were advised that the loan was secured against 72 units, leaving the other 608 units free from security.

It was clarified that the Association are comfortably meeting the covenants set by Unity Trust Bank.

Members were assured that the Finance Agent is more than happy that the net gearing is sitting at -0.7 against -0.65 and that the further away from 1 this figure is, the stronger the position is for the Association.

Members were advised that the Association holds surplus funds with the Bank of Scotland and at the moment the Association is receiving around 4% on the investments with the Flagstone/CAF Bank platform. Members were further advised that the Association are looking into moving some monies from Bank of Scotland to the Flagstone/CAF Bank platform as this seems to be working well and in the past year has made in excess of £90,000.

It was confirmed that the monies generated by the investments, will be used within general funds including the Planned Maintenance program, and that the moving of monies to the Flagstone/ CAF Bank platform does not require Board authorisation as this is contained within the Financial Procedures and Regulations.

Members were happy that is has been a successful financial year for the Association.

#### Decision

The Board:

**Approved** the contents of the report and **Appendix 1** – Treasury Management Review 2025.

R Fairley joined the meeting at 7.08pm

## 9.2

## Annual Internal Control Assurance Report, 2024/2025

# Report Summary

G Bruce presented the report to provide the Board with the assurance that they can sign the Statement of Internal Controls contained within the Statutory Accounts for 2024/2025.

#### Discussion

It was confirmed that the Association always aim to get approval for the forthcoming financial year budget prior to the current financial year end, and indeed the budget for 2025/2026 was approved by the Board in March 2025.

Members agreed to the importance of this report, and that it provides good assurance that the Association has the correct internal controls in place to allow the Board to sign the Statutory Accounts with certainty.

#### Decision

The Board:

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	Noted the contents of the report.	
	Approved the Annual Internal Financial Assurance report for 2024/2025 attached Appendix 1.	
9.3	AFS Return to Scottish Housing Regulator, 2024/2025	
Report	G Bruce presented the Audited Financial Statements (AFS) Return to be made to	
Summary	the Scottish Housing Regulator (SHR) to the Board for approval.	
Discussion	For the purpose of the observers at tonight's meeting, it was explained that as part of the financial responsibilities for the Association, there are 3 financial returns that must be submitted to the Scottish Housing Regulator. Namely, the 5 year financial projections must be submitted by the end of May, the Loan Portfolio at the end of June and the Audited Financial Statements by the end of September.	
Decision	The Board:	
	Noted the contents of this report.	
	Approved the Audited Financial Statements Return at Appendix 1.	
	<b>Noted</b> the Chief Executive will submit the Audited Financial Statements return to the SHR by 30 September 2025.	
9.4	Investment Strategy Report, 2025/2026	
Report Summary	G Bruce presented to the Board the Investment Strategy, 2025/2026 for approval.	
Discussion	Members were assured that the Association is very risk averse, as it is ultimately tenants monies that are held and utilised for carrying out any planned maintenance and repairs to the stock.	
	It was confirmed that the Association only considers high end financial institutions with either BBB ratings for the Flagstone/CAF Banking platform or A ratings for banking institutions outwith the Flagstone/CAF platform.	
	Members were advised that the Association is protected up to the value of £85,000 under the Financial Services Compensation Scheme. Whilst some investments are higher than this level, the Association are trying to gain a level of risk and return, and have spread the risk out where possible.	
Decision	The Board:	
	Noted the contents of this report.	
	Approved the Investment Strategy 2025/2026 at Appendix 1.	
9.5	SHAPS Financial Assessment 2024/2025	
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Report	G Bruce presented the SHAPS Financial Assessment Return to TPT Retirement	

#### Discussion

Members were advised that during the past year, the Association has moved away from the Defined Benefit scheme and now all eligible employee's are now on the Defined Contributions scheme.

Members were assured that the 9 staff members who are not part of the Defined Contributions Scheme are unable to join as they do not meet the criteria, with the exception of one staff member who opted out of the scheme due to personal circumstances.

#### Decision

The Board:

Noted the contents of this report.

Noted the SHAPS Financial Assessment Return Appendix 1.

**Noted** the Finance & Corporate Services Manager will submit the SHAPS Financial Assessment return by 19 September 2025.

## 10.0

## **Operations & Care**

# 10.1 Report Summary

## Performance Report: Quarter 1, 2025/2026

J Cameron presented the Board with the Q1 Performance Report, 2025/26.

#### Discussion

Members were advised that since employing Research Resource for the Tenant Satisfaction Surveys, the Association has seen a great improvement in the results, and the year end performance is better than the Scottish averages. Members were further advised that a lot more people are taking part in the survey's as these are now taking place in person and the questionnaire is a lot more user friendly.

It was noted that the rent collection for the previous 12 months up to Quarter 1, has seen 101.65% of rent collected and the rent arrears are moving in the right direction, however the gross rent arrears will be impacted by former tenant arrears and the amount of write off's which will increase during the year.

Members were advised that during this quarter, the Association visited local peer's, namely Trafalgar Housing Association and Clydebank Housing Association, to review and compare with our procedures. As a result of this, the Association has now strengthened the advice given at the start of a tenancy and will continue to refine this going forward.

It was clarified that Housing Benefit payments have reduced by about £10,000 per month which is a result of a few suspended cases and migration to Universal Credit.

Members were advised that Tenancy Sustainment are at 100% and are not a cause for concern, however there has been a lack of demand for Section 5 referrals for Quarter 1.

It was noted that the Common Housing Application Form process is progressing well and due to go live on 01 October 2025.

Members were advised that there has been 3 cases of termination in Quarter 1, where the tenants have ended their tenancy for financial reasons and could not maintain an arrangement. The Association will continue to pursue former tenant arrears for these cases.

It was clarified that the Association are pursuing an eviction for anti-social behaviour, which has been an ongoing case for years, however the behaviour is now escalating and causing a lot of disturbance to the neighbours. This will be progressed within the next quarter.

Members were advised that the Association are awaiting the new certificates for the EPC's and are on target for all repairs. Members were further advised that SHQS kitchen failures will be completed the kitchen replacement programme, due to be commenced in Quarter 3.

It was clarified that, in regard to Damp and Mould, advice only cases do not have to be recorded and in the Quarter 1, there have been 7 total cases, one of which was an advice only cases, meaning the remaining 6 cases were reportable.

Members were advised that the Association have met with MCN regarding the kitchen and bathroom replacements contained within the planned maintenance investment schedule, and the bathrooms will be started in Quarter 3 with the kitchens commencing in Quarter 4. Members were further advised that the window replacement scheme will be underway as of the 08 September 2025, and it is hoped that this will be completed by the end of Quarter 3, however it might move into Quarter 4.

It was noted that the Association has a further 10 properties where the water bypass is being tested for Legionella and these should be completed within the next few months.

It was confirmed that there were 5 complaints made to the Customer Services Team, none of which were stage 2, and all were handled within the timescales.

The Board wished to note that the Association still does not have any information in relation to financial gains from the Officer's work output in regard to Tenancy Sustainment. A business case should be made to increase resources to have the Associations own dedicated officer. This would also be beneficial to the Association as it is looking likely that more and more tenants will be on Universal Credit in the near future.

It was clarified that the reason that there were 9 refusals for one property, was due to the sizes of the bedrooms, which were too small for the size of an average family, and it had a medically adapted bathroom, which proved difficult to let.

J Cameron will review the answers of the 26.4% of respondents who advised that they would not engage with a tenant portal and provide this information to the Board in due course.

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AMB

JC

Decision	The Board:	
	Noted the content/updates within the Q1 Performance Report, 2025/26.	
	Noted Appendix 1, summary of Q1 KPIs.	
	Noted Appendix 2, Satisfaction Survey Results.	
11.0	PEOPLE & CULTURE	
	Items moved to the end of the meeting due to their confidential nature	
12.0	HEALTH AND SAFETY	
	Nothing to report	
13.0	USE OF DELEGATED AUTHORITY	
13.1	Sale of Property	
Report Summary	C Cameron presented to the Board the report that had been issued to the Chair and Vice Chair requesting Delegated Authority to approve the sale of the remaining 75% share of a shared ownership property to the current sharing owner and to ask the Board to give retrospective approval.	
Discussion	There were no questions raised.	
Decision	The Board:	
	Noted the contents of this report.	
	<b>Gave retrospective approval to</b> the Association to engage with its legal representative to commence conveyancing, and make an offer to sell the 75% share of the property to the owner at a fixed cost of £55,500.	
14.0	AOCB	
14.1	Correspondence	
	The Chairperson noted that Share along with K Tennant will be running a session on how to come to terms and cope with a Cancer diagnosis.	
	The Board wished to share their pride that K Tennant has taken on this piece of work on and also that it reflects on their personality, values and nature and also the positive reflection it will have on the Association. AM Brown and C Cameron ensured that they will pass the comments and best wishes on to K Tennant.	
14.2	Updated Board/Committee Workplan 2024-2025	
Report Summary	AM Brown to presented the Board with updates to the workplan.	
Discussion	Members were advised that a refreshed workplan will be issued to the Board at the September meeting.	
Decision	The Board:	
	Noted the updates of the workplan.	
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15.0	DATE OF NEXT MEETINGS	
	Chair confirmed the dates of the next meetings:	
	<b>AGM :</b> 2 September 2025 at 6.30pm.	
	<b>Board Meeting:</b> 2 September 2025 – to take place in person immediately after the AGM.	
	People & Policy Sub Committee: 16 September 2025 (online).	
	Board Meeting: 23 September 2025 at 6pm (In-person).	
	Thanks were given to T Falade, Dr Rahmani and N Jardine for observing tonight's meeting.	
	All staff with the exception of AM Brown and R Fairly left the meeting at 7.35pm	
11.0	PEOPLE AND CULTURE	
11.1	Confidential Report from the Chief Executive Closed Session	
Report Summary	The Board, AM Brown and R Fairley discussed the report in a closed session with the Board.	
Decision	The Board agreed to option 1 and financial amount contained within the report.	
	AM Brown left the meeting at 8.16pm	
11.2	Confidential Report from the Chief Executive Closed Session	
Report Summary	The Board and R Fairley discussed the report in a closed session.	
Decision	The <b>Board agreed</b> to ask EVH to carry out an evaluation of the role profile and for the Chairperson to provide the employee with an update.	
	The meeting closed at 8.34pm	
Signed	Date	

(Chairperson)