

AGENDA ITEM: 3.1

MINUTE OF BOARD OF MANAGEMENT MEETING

Held on Tuesday, 25 November 2025 at 6.00pm online via Microsoft Teams

In Attendance:

Board Members:

Gavin Waddell – Chairperson
David McIndoe – Vice Chairperson
Ata Rahmani
Tolu Falade
David Edgar
Michelle Donnelly
Nick Jardine (joined the meeting at 18:38hrs)
Stephen Boag

Staff/Advisor(s):

Anne Marie Brown, Chief Executive
Carla Cameron, Finance & Corporate Services Manager
Dougie Wilson, Customer Services Manager
Arlene Dickson, Care Services Manager
Graeme Bruce, Finance Agent
Anne E Smith, Corporate Services Officer
Richard Fairley, Head of People & Culture (joined meeting at 18:55hrs)

Also in attendance:

R Docherty, Potential New Board Member (Observer) (left meeting at 20:06hrs)

Observer(s):

Board meeting minute prepared by **Anne E Smith, Corporate Services Officer** from the meeting recording.

| ITEM | NOTE | ACTION |
|------|--|--------|
| | <p>WELCOME AND ORDER OF BUSINESS</p> <p>Chair welcomed all to the meeting and confirm that an interim pack was issued to members on Tuesday 18 November 2025 with the full meeting pack issued on Wednesday 19 November 2025.</p> | |

The Chair asked for approval to take a short comfort break half way through the meeting, which was approved by the members present.

1.0 APOLOGIES

Apologies received from: Sonia Smith and Karen Dyson.

A. Smith gave the Board an update on the status of J Murray, who was currently on a leave of absence. She advised that, due to personal reasons, J. Murray could no longer commit to the Board and has resigned with immediate effect.

The Chair thanked J Murray her for commitment and dedication to the Association and wished her well for the future.

1.1 Approved Leave of Absence

No leave of absence was requested.

1.2 Non-Attendance

Nick Jardine was initially absent with no apologies at the beginning of the meeting however joined the meeting at 18:38 hrs, explaining that his internet connection had gone down.

2.0 DECLARATIONS OF INTEREST

R Docherty declared an interest in Agenda item 7.2.

3.0 MINUTES FROM PREVIOUS MEETINGS

3.1 Board Meeting (28.10.2025) – For Approval

The minutes were **approved** on a proposal by D Edgar and seconded by S Boag.

3.2 Audit & Risk Sub-Committee (11.11.25) – For Noting

The Chair had asked for accuracy in relation to the minute, and it was noted that there were no amendments required.

4.0 Recommendations for approval from Audit & Risk Sub-Committee Meeting (11.11.2025)

4.1 Internal Audit Reports

- a. Annual Assurance Statement
- b. Payroll

Report Summary C Cameron provided the Board with the outcome of the Annual Assurance Statement and Payroll internal audit reports as presented at the Audit & Risk Sub-Committee Meeting on 11 November 2025.

Discussion C Cameron advised Board that two audits were carried out in October 2025: one for the Annual Assurance Statement and one for Payroll.

The Annual Assurance Statement audit concluded with a strong level of assurance with one low grade recommendation, which has already been addressed and will be fully completed by the end of December 2025. The audit also identified five areas of good practice.

The Payroll audit, conducted at the same time, also resulted in a strong level of assurance with three low grade recommendations. Two have been completed, and the remaining recommendation is in progress and will be completed by the end of the month.

There were no questions relating to the reports as Members noted they had been discussed at the recent Sub-Committee meeting.

Decision

The Board:

Noted the contents of the Internal Audit Reports.

Approved both Internal Audit Reports, subject to any amendments discussed at tonight's meeting.

4.2 Management Accounts to 30 September 2025 (Q2)

Report Summary

C Cameron presented the Management Accounts to 30 September 2025 (Q2) and highlighted the following key points:

Discussion

- The Statement of Comprehensive Income showed income of £2.4 million for the first six months of the year and expenditure of £2.1 million, resulting in an overall surplus of £191,000 to the end of September.
- £839,000 had been spent on housing properties, the positive variance will reduce in Q3 & Q4 as contracts commence.
- DOSCG shows a deficit of £18,000 for the period, which the Association aiming to reduce as the year progresses.
- Staff costs showed a positive variance of £23,000 against budget, which was expected to reduce in quarters three and four.
- Overhead spend was £709,000, with a positive variance of £47,000.
- Cash and bank balances stood at just over £5.02 million, and all covenants set by Unity Trust Bank had been comfortably satisfied.
- Interest income for the first six months was approximately £30,000.
- Opportunities to deposit surplus funds to generate additional income, with further updates expected over the next six months will be explored.

There were no questions relating to the Management Accounts as Members noted they had been discussed at the recent Sub-Committee meeting.

Decision

The Board:

Approved the Management Accounts to 30 September 2025.

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| 5.0 | MATTERS ARISING SCHEDULE |
| Report Summary | AM Brown presented her report and asked members to note the update. |
| Discussion | <p>In relation to Item No. 2, members were informed that a meeting had taken place with representatives of our housing management system provider, HomeMaster, along with our Customer Service Manager and Senior Customer Services Officer.</p> <p>Members were asked to note that a go-live date for the tenant portal had been set for 1 December 2025, followed by the tenants' repairs survey, which has been scheduled to go live on 5 January 2026.</p> |
| Decision | <p>The Board :</p> <p>Noted the matters arising schedule.</p> |
| 6.0 | CHIEF EXECUTIVE'S MONTHLY UPDATE REPORT |
| Report Summary | AM Brown presented the Chief Executive's update report and highlighted the following key points: |
| Discussion | <ul style="list-style-type: none"> • Members were advised the Chief Exec's priorities had been revised up until April 2026. • Two notifiable events are currently open with the SHR. Members will be kept up to date with the progress of these. • West Dunbartonshire Council advised they would be holding a housing summit on the 2 February 2026. Staff will be in attendance. • Corporate Services team continue to explore new opportunities to recruit new Board members. • A survey took place amongst staff regarding options for Christmas closure of the office. The results were noted in the report. <p>When members asked about the staffing levels for DOSCG, they were assured that sufficient cover was available with colleagues from other areas of the business helping out, in particular around the school escorting duties.</p> <p>A Dickson advised that the ratios for the escorting duties had been reviewed, which has helped staff. She also advised that short listing for the vacant playworker post had taken place and hope to report on the outcome of the recruitment to the next People and Policy Sub-Committee meeting.</p> <p>A question was raised regarding the Asset Management Strategy. Members were advised that it was still being reviewed and feedback was given to the consultant. Therefore, the revised strategy is expected to be brought to Board in January 2026.</p> <p>G Waddell advised members that the SHR were being kept informed of developments surrounding the recruitment of Chief Exec and were happy with the</p> |

current course of action taken by the Board. Members will be kept informed of any developments as they occur.

G Waddell acknowledged the passing of one of our sheltered housing tenants and passed on the Association's condolences.

Board were happy to approve Christmas closure of the office and supported the staff consultation that took place.

Decision

The Board:

Approved the revised work priorities for the Chief Executive from now until the 5 April 2026 – Appendix 1.

Approved Beardmore House Christmas closure from Tuesday, 23 December 2025 and re-opening on Monday, 5 January 2026, noting staff will use 1.5 days of their own leave to facilitate the closure.

Noted the outcome of the previous decision under agenda item 1.1 in connection with J Murray's LOA and her resignation from the Board with immediate effect.

Noted the contents of this report.

7.0 GOVERNANCE

7.1 Strategic Improvement Plan: Quarterly Update Report

Report Summary **AM Brown** presented the Board with a progress update on actions the Association has taken to implement the areas for improvement contained within the Strategic Improvement Plan (SIP).

Discussion She advised following this year's Annual Assurance Statement, four new non-material areas for improvement been identified and added to the SIP, bringing the total areas of improvement to seven. This reinforces the Association's commitment to compliance with regulatory requirements.

Members noted that the tenant's portal is scheduled for 1 December and tenants repair survey due to go-live 5 January 2026.

Members were informed that Board annual appraisals are scheduled for in January/February 2026 and Corporate Services team will be in touch with Board members in due course.

In response to a question regarding resources to carry out the seven areas of improvement, members were assured there were no concerns with this.

Regarding Annual visits to tenants, members were informed that a schedule had been implemented and allocated between Asset officers and Housing Officers. It was confirmed that this exercise would link in the Association's stock condition survey with all findings recorded in the housing management system, HomeMaster.

A question was raised by members on how to log the outcome of the tenant

inspections. Members were assured that a standard template would be used by all concerned and saved on HomeMaster.

Decision

The Board:

Approved the updates to the Strategic Improvement Plan at **Appendix 1**.

7.2

New Board Member Application: R Docherty

R Docherty left the meeting at this point 1831hrs

Report Summary

A Smith presented the new Board member report seeking approval with immediate effect.

Discussion

The detailed report was delivered to the Board highlighting the benefits of approving the new Board member application, noting that R Docherty is also a DPHA tenant.

It was also confirmed that R Docherty could take active part in tonight's Board meeting once his application has been approved.

Decision

The Board:

Noted the contents of this report.

Approved the Appointment of R Docherty onto the Board until the next AGM, which is taking place on 1 September 2026.

Noted that the Appointment will result in 3 Appointed members being on the Board, which is in compliance with Rule 37.1.

R Docherty returned to the meeting 1835hrs

7.3

Share Membership

Report Summary

A Smith updated the Board on new Shareholder Membership applications.

Discussion

Members were advised that two new members had joined with no removals from the membership register. The total number of shareholders as at 25 November 2025 was 83.

Decision

The Board:

Approved the proposed two new Shareholder memberships at 3.1 within the report attached to the agenda.

Noted the summary of Shareholders at section 3.3.1 within the report.

N Jardine joined the meeting at this point 1838hrs

8.0

STRATEGY

Nothing to report.

R Fairley joined the meeting at 18:55hrs.

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| 9.0 | FINANCE - Confidential |
| 9.1 | Draft Budget & Rent/Service Charge Review for 2026/2027 |
| Report Summary | C Cameron & G Bruce presented version 1 of the 2026/27 draft budget and the rent proposal for consultation with tenants and other service users to Board for detailed and consideration. |
| Discussion | <p>The first draft of the 2026/27 budget was presented for initial review and to inform proposals for the tenant rent consultation. Two options for rent increase were considered: 5.3% and 5.8%, with the draft budget currently based on 5.3%. This compares to the business plan assumption of 6%. The October CPI was 3.6%, and EVH confirmed a salary increase of 5.1% for 2026.</p> <p>The proposed increase aims to maintain service delivery without reducing programmes with the proposed increase being broadly in line with other housing associations. Comparative data from the Scottish Housing Network shows most proposals between 4.5% and 5.49%, placing the Association at the upper end but still below some peers.</p> <p>Key assumptions include:</p> <ul style="list-style-type: none"> • Stock condition survey (2023/24) used for maintenance planning. • £250,000 allocated for storm repairs. • £300,000 provision for office refurbishment to ensure DDA compliance and create a community space (report to follow). • Planned investment programme of £1.02m for major works (bathrooms, kitchens, windows). <p>Financial summary of the first draft:</p> <ul style="list-style-type: none"> • Income: £4.2m (vs £4m in business plan) • Direct costs: £1.7m (vs £1.4m) • Staffing/overheads: £2m (vs £2.3m) • Interest receivable: £75k (vs £108k) • Surplus: £714 • Bank balance reduction: £681k <p>Service charges based on 2024/25 actuals show an average increase of £7.58 per tenant (varies by services received). Sheltered housing charge rises from £208.15 to £244.67 per month. Factor management fee increases from £105 to £110 per annum. Commercial properties expected to generate £13k annually.</p> <p>Members were referred to the table at item 3.11 and the planned investment programme for 26/27. £1.02m spend was proposed for major works on kitchens, bathrooms and windows. Members were asked to refer to the SOCI notes for details of actual planned expenditure for 26/27</p> <p>Affordability checks indicate the proposed rent increase is generally affordable, with rare exceptions. Further analysis will be provided in February.</p> <p>The draft budget remains compliant with Unity Bank covenants.</p> |

Members were informed that an increase of 5.3% was tested against affordability tool. This confirmed that it was affordable to most. Members referred to item 3.17 within the report.

Further analysis of proposed increase will be presented to board in February. This was also compared to the Scottish Housing Network rents and falls within the most common proposals within the network.

It was clarified that under item 4.1 showed a small deficit when in fact it was a small surplus.

Members discussed tenant consultation and how the Association proposes to conduct a meaningful exercise. C Cameron assured them that tenants would be consulted using all forms of communication including face to face and digital.

Members were advised the contingency amount was there should anything need attention that was not included in a current contract.

It was also suggested by a member that, the Association should consult on only one proposed rent increase for the following year, noting that this approach had become common among peers this year. It was agreed that this would be looked at for next year.

C. Cameron confirmed to members that the service charge for sheltered housing complex tenants will be reviewed to determine how it can be managed going forward, as it is not always fully covered by benefits. Some of the cost is currently offset by the Supporting People grant

It was confirmed that costs connected to the new build development opportunity was not included in the draft budget as there still is a possibility that the opportunity may not materialise. Development consultancy costs have been included in the draft budget.

G Bruce was asked in his professional opinion in terms of what was the biggest risk to the Association at this point in time. He advised that he believed it to be political.

N Jardine commented that he felt the budget was tight especially if the Association was looking into a new housing development. It was noted that a revised development financial appraisal would be carried out for the development opportunity should the project proceed to tender submission stage as Board approval would be required.

A.M Brown advised members that the first draft budget represents a comprehensive wish list of the Association's aspirations for the coming year. However, it will be reviewed, refined, and trimmed back before being presented to the Board again.

Decision

The Board:

Reviewed and commented on the 2026/27 draft budget and rent increase options.

Agreed to consult tenants on two rent increase options, these being: 5.3% and 5.8%.

Recommendation from Board – to consider consulting on one option as part of the budget setting process for 2027/2028.

AMB/CC

*****Comfort Break 19:08hrs to 19:13hrs*****

9.2 Bad Debt Write Off's

Report Summary C Cameron presented the report to the Board and sought approval to write off bad debt where there is no prospect of recovering the debt.

Discussion Members were informed of the total amount of bad debts identified for write off, came to £8,020.53. They were asked to note that the first six cases had been presented to Board in September 2025.

Following further investigation into pursuing these debts via Universal Credit deductions, members were informed that this was not possible for former tenants' arrears. Therefore, the Board is asked to reconsider the proposal to write these off at this meeting. It was also noted that the Association will retain this information for future reference, in the event that the debtors reapply to the Association for a home.

After a question was raised, members were informed that the debt relates to multiple accounts and not a single individual.

It was confirmed that the bad debts arise from a number of tenants who cannot be traced or who have abandoned their properties.

Decision The Board:

Noted the contents of this covering report.

Approved the debt write off contained in **Appendix 1** to the sum of **£8,020.53**.

9.3 Property Acquisition Report

Report Summary G Bruce presented a Property Financial Appraisal for review and approval by the Board.

Discussion Members were advised that an owner had approached the Association to buy back a one bedroom property. A valuation took place and it showed that a profit would be made by year 30, which is due to works that needs to be completed and the size of the property. Members were assured that this was in line with our policy.

After a question was raised, it was confirmed that the property is situated in a block where the Association already had properties and would be in demand.

Decision The Board:

Noted the contents of this report and the attached financial appraisal at **Appendix 1**.

Approved the Association to engage with its legal representative to commence conveyancing and make an offer to purchase the property from the owner at a maximum cost of £75,000.

Noted that a funding application for £37,500 will be submitted to the Scottish Government through the ROTS programme.

10.0 Operations & Care

10.1 Close Painting & Gutter Cleaning Procurement **Confidential**

Report Summary D Wilson presented the detailed report to Board advising of the outcome of the procurement of the gutter cleaning and the close painting contracts, that were carried out by Ewing Sommerville Partnership on behalf of the Association, seeking approval from the Board to award the two contracts.

Discussion D Wilson reported that the procurement was carried out in accordance with the Association's Procurement Policy and in line with JCT practice, as detailed in the report. The process complied with the provisions of the Public Contracts (Scotland) Regulations 2015 and was conducted as an open procedure, with bids invited through the Public Contracts Scotland portal.

Members were advised that six bids were received and following completion of the assessment, it was determined that [REDACTED] submitted the best bid at [REDACTED] which represented best value to the Association. The bid was considered suitable for acceptance for the five-year close painting contract, as detailed in the Ewan Somerville Partnership tender report.

D Wilson highlighted that no close painting would take place during the financial year 2025/26. However, £135,000 had been proposed in the 2026/27 budget, which would cover Year 1 of the programme, including VAT and fees.

D. Wilson further reported that a similar procurement process had been followed for the gutter cleaning contract. Upon completion of the tender assessment, the bid submitted by **Caledonian Maintenance Services Ltd**, amounting [REDACTED] for the five-year contract period, was deemed to represent best overall value and was considered suitable for acceptance.

This figure excluded VAT and fees for 2025/26. However, £45,000 had been allowed for gutter cleaning in the approved budget, which would cover Year 1 tender costs, including VAT and fees

Decision The Board:

Noted the contents of this covering report and **Appendix 1**.

Accepted the tender price submitted by J.S.Harvie, in the amount of [REDACTED] which excludes VAT and fees in relation to the 5-year contract for close painting.

Accepted the tender price submitted by Caledonian Maintenance Services Ltd, in the amount [REDACTED] excluding VAT and fees for the 5-year contract for gutter cleaning.

11.0 PEOPLE AND CULTURE

11.1 Customer Service Team Review – Update Report Confidential & Closed Session – Report issued separately

Report Summary This report was moved to the end of the meeting due to its confidential nature and it requiring discussion under a closed session. This item has been minuted as per its original position on the agenda. **All staff members of staff and advisors left the meeting at 19:52hrs with the exception of AM Brown and R Fairley.**

Discussion R Fairly presented the confidential report to Board members. It was highlighted that the report was sent to members separately due to its confidential nature.

Members were asked to consider and recommend the proposals contained within the report for approval. Due to the sensitive nature of the content of the report, discussion and full details will not be recorded in this minute.

Decision **The Board:**

Noted the contents of the report.

Agreed the Leadership team can move forward with the proposed structure and enter into individual consultations with those affected.

Agreed to enter into [REDACTED]

Agreed that in terms of the [REDACTED]

R Docherty left the meeting at 20:06hrs

11.2 Request to Change an Employee’s Contract of Employment Confidential

Report Summary R Fairly presented the report to the Board and asked them to note the contents and sought approval for the proposal in his report.

Discussion [REDACTED]

[REDACTED]

[REDACTED]

Decision

The Board:

Noted the contents of this report.

Approved the creation of one additional permanent Corporate Services Assistant post at 9 hours per week, based on EVH salary grade 5, within the existing Corporate Services Team.

Approved [REDACTED]

Approved the commencement of recruiting for the position of Corporate Services Officer in a permanent, full-time capacity.

11.3

Chief Executive Recruitment – Update Report Confidential

This report was moved to the end of the meeting due to its confidential nature. This item has been minuted as per its original position on the agenda.

Report Summary

R Fairly provided an update to the Board concerning the ongoing recruitment for the next Chief Executive of Dalmeir Park Housing Association.

Discussion

The Board asked various questions connected to the format of the stage 1 and stage 2 interviews.

Decision

The Board:

Noted the contents of this report.

12.0

HEALTH AND SAFETY

Nothing to report.

13.0

Use of Delegated Authority

13.1

Property Acquisitions

Report Summary

G Bruce presented the report to Board seeking retrospective approval to proceed with the purchase of two properties through the Scottish Government's Rental Off the Shelf programme.

Discussion

G Bruce provided an update regarding the two potential property acquisitions. Members were advised that the Chairperson and Chief Exec had used delegated authority for these two properties, the first for £85,000 and the second for £75,000.

Both properties are projected to break even by Year 28 (property 1) and Year 26 (property 2).

No questions were raised.

Decision

The Board:

Noted the contents of this report and attached financial appraisals at **Appendix 1** and **Appendix 2**.

Retrospectively **approved** the purchase of Property A from the owner at a maximum cost of £85,000.

Retrospectively **approved** the purchase of Property B from the owner at a maximum cost of £75,000.

Noted that a funding application for £80,000 will be submitted through the ROTS programme.

14.0 AOCB

14.1 Correspondence

G Waddell took the opportunity to thank Board member David Edgar for his service to the Board of DPHA as he will be stepping down from Board on the 31 December 2025. His input and experience was invaluable to DPHA.

Chairperson G Waddell announced to members that he plans to step down from the Board at the end of March 2026. He thanked everyone for their support during his time in office. He stated that his intention was to provide members with sufficient notice of his resignation in the interest of succession planning and in the spirit of openness and transparency.

A.M. Brown, Chief Executive, stated that G Waddell's decision to resign from the Board would be a great loss to the Association, but on behalf of the Association she wished him well. His support to the staff and Leadership Team, and in particular to the Chief Executive, has been invaluable.

14.2 Updated Board/Committee Workplan 2025-2026

Report Summary AM Brown advised the Board that there were no further updates to be added to the workplan.

Discussion There were no additional updates to the workplan.

Decision The Board:

Noted the updates of the workplan.

A Smith, D Wilson, C Cameron, G Bruce, A Dickson all left the meeting at this point – 19:52hrs

11.1 Customer Service Team Review – Update Report **Confidential & Closed Session – Report issued separately**

Agenda Items 11.1 was discussed at this point. This item has been minuted as per its original position on the agenda.

11.3 Chief Executive Recruitment – Update Report

Agenda Items 11.3 was discussed at this point. This item has been minuted as per its original position on the agenda.

15.0

DATE OF NEXT MEETINGS

Chair announced the date of the next meetings:

People & Policy Sub-Committee: 9 December 2025 (on-line)

Business / Strategy Planning: 20 January 2026 (in person)

Board Meeting: 27 January 2026 (on-line)

The meeting closed at 20:27hrs

Signed _____ Date _____

(Chairperson)