

AGENDA ITEM: 3.1

MINUTE OF BOARD OF MANAGEMENT MEETING

Meeting held on Tuesday, 27 January 2026 at 6pm via Microsoft Teams

In Attendance:

Board Members:

Gavin Waddell
David McIndoe
Stephen Boag
Dr Ata Rahmani
Karen Dyson
Sonia Smith
Nick Jardine

Staff/Advisor(s):

Anne Marie Brown, Chief Executive
Carla Cameron, Finance & Corporate Services Manager
Dougie Wilson, Customer Services Manager
Graeme Bruce, Finance Agent
Anne E Smith, Corporate Services Officer
Richard Fairley, Head of People & Culture
Gary Earl, Senior Finance Officer
Jennie Cameron, Senior Customer Services Officer

Also in attendance:

Tom Atkinson, Atkinson Partnerships Ltd (Agenda item 10.2)
Ewan MacDonald, MacDonald-Cameron Ltd (Agenda item 8.1)

Observer(s):

Olwyn Gafney, SHARE

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 confirmed that a full meeting pack was issued to members on Tuesday, 20 January 2026.</p> <p>Chair welcomed observer O Gaffney from SHARE, who was observing tonight's meeting as part of the Board's annual appraisal process.</p>	

Chair also welcomed attendees T Atkinson, Atkinson Partnerships Ltd, E MacDonald, MacDonald-Cameron Ltd,

Members **approved** the following items to be brought forward for discussion - Agenda items: 10.2, 8.1, 10.3 & 11.1. Discussion will take place immediately after Agenda item 2, Declarations of Interest.

Chair advised that [REDACTED] has resigned from the Board with immediate effect for personal reasons. Everyone wished [REDACTED] well and thanked her for her service to DPHA.

1.0 APOLOGIES

Apologies were received from: Tolu Falade, Michelle Donnelly and staff member Arlene Dickson.

1.1 Approved Leave of Absence

Chair discussed the request for a Leave of Absence due to personal reasons from Ronnie Docherty. The Board **approved** the Leave of Absence for [REDACTED] for 3 months, effective from 8 January 2026.

No other LOA were requested.

**Sonia Smith joined the meeting at 18:12hrs **

1.2 Non-Attendance

None.

2.0 DECLARATIONS OF INTEREST

[REDACTED] noted that he is an employee of [REDACTED] so would not take part in discussions relating to Agenda item 10.3.

No other Declarations of Interest were noted.

AGENDA ITEMS BROUGHT FORWARD

10.2 Tender Outcome Report – Repairs & Maintenance Framework

Agenda Item 10.2 was discussed at this point. This item has been minuted as per its original position on the agenda.

8.1 New Build Development Opportunity Update & Design Guide

Agenda Item 8.1 was discussed at this point. This item has been minuted as per its original position on the agenda.

10.3 Christmas Winterfest 2025 Report

Agenda Item 10.3 was discussed at this point. This item has been minuted as per its original position on the agenda.

11.1 Staff Away Day, 21 November 2025

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

3.1	Board Meeting (25.11.2025) – For Approval
	The minutes were approved on a proposal by D McIndoe and seconded by S Boag.
3.2	People & Policy Sub-Committee (09.12.25) – For Noting
	Board noted the content of the minute with no adjustments required.
4.0	Recommendations for approval from People & Policy Sub-Committee Meeting (09.12.2025)
4.1	Governing Body Review, Recruitment & Succession Planning Policy (New)
Report Summary	AM Brown presented the report to the Board for approval.
Discussion	Members were advised that the policy was scrutinised and discussed at length at the People & Policy Sub-Committee meeting held in December 2025. The Sub-Committee made some minor changes and these have been updated and highlighted in red.
	Board was advised that the Equalities statement, which is included in all the Association’s policies has been revised after feedback from the People & Policy Sub-Committee.
Decision	The Board: Approved the Governing Body Review, Recruitment & Succession Planning Policy.
4.2	Pet Policy (New)
Report Summary	D Wilson presented the Pet Policy to Board for approval.
Discussion	Members received an overview of the new Pet Policy, including procedures for managing potentially dangerous dogs and the limits on the number of pets DPHA permits.
	The Board noted that the policy would provide clear guidance for staff and that annual tenancy visits were likely to identify additional undeclared pets.
Decision	The Board: Approved the Pet Policy.
4.3	Rent Setting Policy (revised)
Report Summary	D Wilson to present Rent Setting Policy to the Board for approval.
Discussion	The Board received an update on the Rent Setting Policy and the Service Charge Policy. Albeit separate policies, it was noted that both policies had been reviewed together, as the revisions were interconnected.

<p>Decision</p>	<p>The updates reflected changes to how service charges are included within the rent setting process in particular for sheltered housing.</p> <p>Members were advised that the revisions also addressed how the Association processed benefit claims for rent and service charges for sheltered housing residents. These changes were required to safeguard the Association and ensure income was maximised appropriately.</p> <p>The Board:</p> <p>Approved the revised Rent Setting Policy.</p>
<p>4.4</p> <p>Report Summary Discussion</p> <p>Decision</p>	<p>Service Charges Policy (revised)</p> <p>D Wilson presented Service Charges Policy to the Board for approval.</p> <p>This policy had been discussed together with Agenda item 4.3.</p> <p>The Board:</p> <p>Approved the revised Service Charges Policy.</p>
<p>5.0</p> <p>Report Summary Discussion</p> <p>Decision</p>	<p>MATTERS ARISING SCHEDULE</p> <p>AM Brown presented the Matters Arising Schedule to the Board.</p> <p>Members were advised that there were two matters ongoing and there were no further updates available to give tonight.</p> <p>The Board:</p> <p>Noted the Matters Arising Schedule.</p>
<p>6.0</p> <p>Report Summary Discussion</p>	<p>CHIEF EXECUTIVE’S MONTHLY UPDATE REPORT CONFIDENTIAL</p> <p>AM Brown presented the Chief Executive’s update report.</p> <p>Members were asked to contact AM Brown if they were interested in attending West Dunbartonshire Council’s Housing Summit on the 2 February 2026. Three staff members from DPHA are attending.</p> <p>Four new suppliers had been added to the new suppliers list. Members were reminded to contact the Corporate Services Team if they were connected to a new supplier so that their declaration of interest could be recorded.</p> <p>Appendix 2 – members were advised that 2 notifiable events are still ongoing.</p> <p>G Waddell apologised to the Board and staff for not providing clarity sooner regarding his intention to step down from the Board at the end of March 2026 for personal reasons. He advised members that he has enjoyed his time on the Board, particularly his role as Chair. It was noted members appreciated the apology from the Chair however it was noted the apology was unnecessary.</p>

It was **agreed** that G Waddell would step out of the meeting to allow members to have an open discussion regarding his successor.

G Waddell left the meeting at this point 19:00hrs.

An in-depth discussion took place around the election of a new Chair from 1 April 2026. It was **agreed** that members who were not in attendance at tonight’s meeting should be allowed the opportunity to consider whether they would be interested in becoming the Chair. Members **agreed** to liaise with each other via WhatsApp in advance of February’s Board meeting. Members were asked to contact either D McIndoe, current Vice Chair or G Waddell for a chat if they are interested in becoming one of the office bearers. Members **agreed** that a report should be presented to the February 2026 Board meeting seeking nominations for the position of Chair. It was **noted** that if no other members wished to become Chair, D McIndoe would put himself forward for the role subject to Board approval, which would then mean that a Vice Chair would also need to be identified.

AMB

G Waddell returned to the meeting at this point 19:16hrs

The Board:

Decision

Noted the contents of the report, especially:

- a. **Appendix 1** - Chief Executive’s Work Objectives, November 2025 to April 2026 update.
- b. The list of new suppliers.
- c. The need to identify a successor to G Waddell, Chair at the February 2026 Board meeting.

Confirmed that [REDACTED] was granted a 3-month Leave of Absence, effective from the 8 January 2026 at the start of tonight’s Board meeting under agenda item 1.1.

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.

Discussion

Members were asked to note that there are 7 areas for improvement included within the plan and updates have been provided in red text for ease of reference.

The tenant portal was soft-launched in early December 2025, resulting in 80 tenants registered to date.

Members were informed that the tenant portal will be formally launched early in 2026.

Decision

The Board:

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

7.2 Equality, Diversity & Inclusion Action Plan – 6 month update

Report Summary A Smith presented the updated Equality, Diversity & Inclusion Plan to the Board and asked members to note the contents.

Discussion A short update was provided, outlining the key areas of focus for the coming months. A Smith informed the Board that she and C Cameron were participating in a mentoring programme within West Dunbartonshire. As part of this, they would be mentoring two young people, with the programme culminating in a four-week paid internship at the end of the school year, 2025/26.

Members noted that due to resourcing issues, this year’s equalities data collection has not yet started. However, they were assured that the foundations were in place, and the survey would be issued to tenants and residents in the near future.

Assurance was provided to the Board that the Association is now registered with the Housing Diversity Network, which provides access to forums and relevant training. It was noted that the full staff team had completed EDI training in October 2024, delivered by Scott McCrorie Irvine of ChangeHR.

It was noted that the requirement for refresher training should be every two to three years and will be organised. The Board noted that staff would complete online e-learning modules in the interim.

Decision **The Board:**

Noted the contents of the covering report.

Approved the updated EDI Action Plan for 2025/2026, as attached at Appendix 1.

8.0 STRATEGY

8.1 New Build Development Opportunity Update & Design Guide

Report Summary Ewan MacDonald provided an update to the Board on the potential development opportunity at [REDACTED].

Discussion Members were advised that a suite of employer’s requirements had been issued to [REDACTED] and a tender price was expected to be received by 20 February 2026. The next stage would be to submit a tender application to the Scottish Government for funding, thereafter a recommendation would be presented to the Board on whether to proceed with the project. The next report to the Board will include the 30-year development financial appraisal, which will show whether the project is affordable to DPHA.

E MacDonald confirmed that a draft Design Guide had been prepared which Combined funder’s requirements, the Association’s maintenance requirements, and the West Dunbartonshire Council’s Design Standard requirements.

After a question about development risk was raised by members, Ewan MacDonald assured the Board that the Design Guide, contract conditions and employer's requirements were in place to protect the Association. There would also be insolvency cover through a third-party warranty provider, such as NHBC or Premier. In addition the contractor would be expected to provide a 10% performance bond or a higher retention rate.

Members asked for a financial check to be carried out on [REDACTED] as part of due diligence.

CC/GB

Decision

The Board:

Noted the contents of the progress update report.

Approved the Design Guide attached at Appendix 2.

Noted that a 30-year development financial appraisal and report will be presented to the Board no later than 24 March 2026, whereby the Board will be asked to make a decision on proceeding with the [REDACTED] project.

E MacDonald left the meeting at 18:29

9.0

FINANCE

9.1

Draft Budget & Rent/Service Charge Review for 2026/27 Confidential

Report Summary

C Cameron & G Bruce presented the Board with version 2 of the 2026/2027 draft Budget for review and consideration.

Discussion

Members received an update on Version 2 of the draft budget for 2026/2027. It was noted that Version 1 had been presented in November 2025, when the Board agreed to consult tenants on proposed rent increases of 5.3% and 5.8%. The assumptions in Section 2.3—including CPI, rent increases, void loss and salary uplift—remained unchanged from Version 1.

Revised 30-year financial projections would be presented to the Board in March 2026, incorporating the final budget. Version 2 of the budget assumed a 5.3% rent increase for 2026/2027.

The most significant change between Version 1 and Version 2 related to direct costs, specifically stone repairs. Initial costings indicated that estimated expenditure for stone repairs had risen from [REDACTED], an increase of [REDACTED]. Costs remained subject to procurement and may increase/change further.

Only minor adjustments were made elsewhere in the draft budget from version 1 to version 2.

As a result of the increased maintenance costs, the revised draft budget showed a [REDACTED] deficit and a [REDACTED] reduction in bank balance, compared with the previously projected [REDACTED] reduction in the approved Business Plan.

Members were reminded that the Association had drawn down a loan in 2021 to support major planned maintenance, particularly for stone repair works across the Victorian sandstone stock. The loan will be used to cover the stone work costs. The forthcoming stone work project will focus solely on stone repairs as there is no Scottish Government funding available for External/Internal wall insulation for the properties.

It was noted that the SOCI deficit included non-cash items such as depreciation and amortisation; excluding these would show a surplus of ██████████, although these items must remain in the statutory accounts. The primary impact on cash is due to the stone repair works.

Service charges, sheltered housing charges, and out-of-school care fees remained unchanged from Version 1. Insurance costs for 2026/2027 were still outstanding and would be reflected in Version 3 of the budget.

The budget continued to comply with loan covenants set by Unity Trust Bank. Further detail on the proposed rent increase would be considered under Item 10.1. The draft budget would also be presented to the Audit & Risk Sub-Committee in February for further scrutiny.

Decision

The Board:

Reviewed and commented on the 2026/2027 draft Budget (version 2).

Noted that the rent increase for 2026/2027 and supporting papers are being Discussed under agenda item 10.1.

Noted that a further draft Budget for 2026/2027 and supporting papers, will be brought to the February 2026 Board meeting for discussion.

Noted that the revised 30-year financial projections and finalised draft Budget for 2026/2027, will be brought to the March 2026 Board meeting for discussion and approval.

Agreed that the Audit & Risk Sub-Committee meeting due to take place on the 10 February 2026 will focus on the draft Budget’s projected deficit, with and Comments arising from this meeting being reflected in version 3 of the draft Budget.

10.0

OPERATIONS & CARE

10.1

Rent & Service Charge Consultation: Outcome & Rent & Service Charge Proposals for 2026/2027

Report Summary

D Wilson presented the report to seek approval from the Board on the proposed rent increase, and revised service charges for 2026/2027, effective from the 28 March 2026.

<p>Discussion</p>	<p>Members received an update on rent consultation, which opened on 9 December 2025. Tenants were invited to comment on the proposed 5.3% and 5.8% rent increases and the revised service charges. Surveys were issued via email and post, with reminders sent throughout the consultation period. A total of 103 responses were received, representing 15.2% of tenants and sharing owners.</p> <p>Affordability analysis, based on a 5.3% increase and national living wage, showed that most tenants met affordability thresholds, with concerns arising mainly where single tenants under-occupied properties.</p> <p>Of the 103 tenants who responded, 79.6% supported the proposed 5.3% increase, 6.8% supported 5.8%, and 6.8% gave no answer.</p> <p>Tenants were also consulted on a proposed new waste and recycling uplift service in response to ongoing issues with bin stores and bulk waste. Feedback showed 36.8% in favour, 33% against, and 30% with no response. Concerns mainly related to paying for waste generated by others; however, the environmental impact and increased waste issues across estate was noted.</p> <p>Sheltered tenants were consulted on changes to the rent-setting model; no specific feedback was received.</p> <p>Feedback themes remained consistent with previous years, including affordability, investment in properties and service quality. Benchmarking showed the Association’s proposed 5.3% increase was lower than some of our local peers.</p> <p>Members expressed support for the introduction of the new waste and recycling uplift service. He noted that, given the changes to West Dunbartonshire Council’s refuse collection arrangements and the need to maintain good kerb appeal across the estate, the proposal for this service was necessary</p> <p>After a question was raised regarding telephone consultation, J Cameron advised that due to Christmas holidays and staff resources, it was not conducted this year. It was noted that next year it may be worthwhile keeping the consultation opened longer and looking at other ways to carry out consultation.</p>
<p>Decision</p>	<p>The Board:</p> <p>Noted the contents of this report.</p> <p>Approved a 5.3% rent increase for all the Association’s Scottish Secure tenancies, sharing owner properties and non-self-contained properties (e.g. Housing in Multiple Occupancy properties) coming into effect from 28 March 2026.</p> <p>Approved the revised service charges for 2026/2027 as set out in para 3.17 in the Report issued to the Board coming into effect from 28 March 2026.</p> <p>Approved the introduction of a £5.00 per month service charge to manage excess waste and fly tipping in our back courts and access lanes.</p>

Noted that a rent and service charge increase letter will be sent out to tenants and shared owners 28 days before the rent increase is applied on the 28 March 2026. These letters will be delivered by hand no later than 27 February 2026.

Noted that the second and final phase of rent harmonisation will come into effect on the 28 March 2026 (previous project approved by the Board in 2024/2025).

10.2 Tender Outcome Report: Repairs & Maintenance Framework **Confidential**

Report Summary T Atkinson presented to the Board a progress update report on the procurement of the new repairs and maintenance framework, which is due to start on 1 April 2026 to 31 March 2030.

Discussion The 2026–2030 framework was advertised as an open tender on Public Contracts Scotland.

Submissions were received and evaluated against capability, quality, and price. The first stage was assessed using the Standard Procurement Document (SPD), with five contractors failing due to missing information, insufficient experience, or inadequate insurance.

34 contractors then progressed to the quality stage, and their submissions were fully evaluated. The recommended awards and scoring are detailed in the spreadsheet included in the appendices within the report presented to the Board. T Atkinson went on to explain the framework spreadsheet in more detail, outlining what it is used for, how staff rely on it for call-offs, and the type of contractor and pricing information it includes.

Members were assured that the process was compliant with DPHAs Procurement Policy, and that value for money has been achieved.

Decision

The Board:

Noted the contents of the covering report.

Noted the contents of the Atkinson Partnerships Report (**Appendix 1**).

Approved the use of the Repairs and Maintenance Framework List (**Appendix 2**).

Approved the rates for financial year 2026/2027 as detailed in (**Appendix 2**)

T Atkinson left the meeting at 18:22

10.3 Christmas Winterfest Feedback

G Earl joined the meeting at 18:32

Report Summary G Earl presented the report to Board.

Discussion Members were advised that it was another successful Winterfest event with approximately 250 people in attendance, an increase from last year. This year saw a joint venture with Trafalgar Housing Association. Positive feedback had been received from participants, and plans were in place to host the event again in December 2026.

S Boag, who had previously declared an interest in this Agenda item, noted that he attended the event with his own family and the atmosphere was fabulous.

G Earl announced that the Beardmore Garden, the DJ, Inflatable Santa and the food all went down well.

Decision **The Board:**

Noted the feedback received from attendees and the intention to organise a Christmas Winterfest event in December 2026.

11.0 PEOPLE & CULTURE

11.1 Staff Away Day Feedback

Report Summary G Earl presented the report to Board.

Discussion The Board was advised that it was another successful team building event, which included morning sessions by Blue Sky Events and a session delivered by a sport’s psychologist in the afternoon. The feedback from staff was positive, noting the event is an excellent opportunity to spend time with colleagues you do not see on a day to day basis.

Decision **The Board:**

Noted the feedback received from attendees and the intention to organise a Staff Away day event in 2026.

G Earl left the meeting at 18:43

11.2 Head of People & Culture- Recommendation to Extend Contract Confidential

Report Summary AM Brown presented the report which sets out the rationale for requesting Board approval for a six-month extension to the Shared HR Service between Dalmuir Park, Cloch Housing Association and Barrhead Housing Association, in terms of the joint employment contract for the Head of People & Culture [REDACTED]

Discussion The Board noted the additional costs as highlighted in the report and commented on the benefits, skills and experience [REDACTED] has brought to the Association since he joined in October 2024.

Decision **The Board:**

Approved the extension of the Head of People & Culture Contract from the 6 September 2026 to the 31 March 2027 at an additional cost of [REDACTED] to DPHA.

Noted that if the contract extension is approved, the additional costs will be included within the draft Budget for 2026/2027.

Noted that the Association may incur a share of potential redundancy costs as a result of the contract extension to the value of approximately [REDACTED] around the 31 March 2027.

11.3 Customer Service Team Review – update report Confidential & Closed Session, Report sent separately from meeting pack

***** All staff except the Chief Executive left the meeting at this point 19:58hrs ***
R Fairly joined the meeting at 19:59hrs**

Report Summary Due to its confidential nature of this report, it requires discussion under a closed session and all staff members left the meeting with the exception of AM Brown and R Fairley.

Discussion [REDACTED]
[REDACTED]
[REDACTED]

R Fairley provided the Board with an update on matters relating to the discussions with staff on the ongoing restructure of the Customer Services Team. Two draft role profiles for the Head of Housing and for the Head of Assets were attached for Board’s consideration.

Discussion ensued connected to staffing costs and overheads; should development fall within the remit of the Head of Assets, and middle management support. It was felt that the new Chief Executive should be asked their view of the role profiles and this must happen before recruitment starts.

[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

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 covering report.

Approved [REDACTED]
[REDACTED]
[REDACTED]

Agreed that the interviews for the new Heads of service cannot take place until the new Chief Executive is in post.

Approved the new Head of Housing and Head of Asset job descriptions ahead of

recruitment and subject to comment from the new Chief Executive (Appendices 1 & 2).

Noted [REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

11.4 Chief Executive Recruitment – verbal update report Confidential & Closed Session

Report Summary A confidential report was presented to Board members by R Fairley.

Discussion R Fairley advised the Board that [REDACTED]
[REDACTED]
[REDACTED]

Decision **The Board:**

Noted the verbal update.

12.0 HEALTH AND SAFETY

12.1 Nothing to report.

13.0 Use of Delegated Authority

Report Summary AM Brown advised members of use of delegated authority for the following policies:

a. Customer Services Standards Policy Review
b. Care Planning Policy Review
c. Client Finances & Cash Handling Policy Review
d. Reserved Forces Policy Review

Discussion The minor amendments to the above policies were noted at the People & Policy Sub-Committee.

Decision **The Board**

Noted that the Chief Executive used delegated authority to approve Minor amendments to the above mentioned policies.

14.0 AOCB

14.1 Correspondence

There were no items of correspondence.

14.2 Board/Sub-Committee Workplan

Report Summary	AM Brown presented the updated workplan.
Discussion	There were no additional updates to provide to the Board.
Decision	The Board: Noted the revised Board/Sub-Committee Workplan.
14.3	Chief Executive Retirement Arrangements
Report Summary	G Waddell advised members that arrangements are underway for an event to mark AM Brown's retirement.
Discussion	Further information will be available in due course. Members were asked to note that the event will be held in the afternoon of the 27 March 2026.
Decision	The Board: Noted the verbal update.
15.0	DATE OF NEXT MEETINGS
	Chair advise the date of the next meetings:
	Training: Health & Safety, 3 February 2026, 6pm online.
	Audit & Risk Sub-Committee: 10 February 2026, 6pm on-line
	Board Meeting: 24 February 2026, 6pm on-line.
	The meeting closed at 20:30

Signed _____ Date _____

(Chairperson)