

**BOARD
MINUTES**

MINUTES OF	:	Board of Management Meeting (Non-Confidential)
TIME & DATE HELD	:	17th June 2025
DATE APPROVED	:	19th August 2025

BOARD MEMBERS	:	Tracey Kernahan, Grace Barbour, Brian Barclay Rae Connelly, Gillian Johnston, Irene McGinnes, Ania Ostrowska, Ross Ramsay, Eddie Roberston and Linda Sichi.
APOLOGIES	:	Elizabeth Battersby and Janice Saunders.
STAFF PRESENT	:	Tony Teasdale (CEO) Ola Ajobiewe (Finance Manager).
IN ATTENDANCE	:	None

1. Introduction

Apologies were as noted as above. Tracey Kernahan (Vice Chair) took the Chair in the absence of the Chairperson.

Ania Ostrowska was welcomed to her first meeting and Members introduced themselves.

2. Declarations of Interest

It was noted that, as SHA tenants, Grace Barbour and Tracey Kernahan, declared an interest in Item 11 (*Rent and Service Charges: restructure update*). In accordance with usual practice however it was agreed that this should not prevent them from taking part in the discussion on the issue.

3. Minutes for Information

The draft minutes of the following meetings were noted:

3.1 Operations Committee Meeting : 10.06.25
4. Minutes for Approval
4.1 Board Meeting - 27.05.25 (Non-Confidential)

The draft Non-Confidential Minute was **approved** on a proposal from Brian Barclay, seconded by Grace Barbour.

4.2 Board Meeting - 27.05.25 (Confidential)

The draft Confidential Minute was **approved** on a proposal from Brian Barclay, seconded by Grace Barbour.

5. **Matters Arising Schedule**

Ref. Item 06: EVH Pay settlement: It was noted that the CEO's meeting with the EVH Director, to discuss the Board's views on the latest pay settlement, had been deferred until July.

6. **Compliance and Safety Update**

Members noted the content of the Compliance & Safety Update Report, and in particular:

- There had been no new Notifiable Events reported since the last meeting.
- All statutory returns and filings due since the last meeting date had been delivered in advance of the required submission dates:
 - The Annual Return on the Charter and Stock Return (ARC) to SHR.
 - Five Year Financial Projections Return to SHR.
- There had been no significant Health and Safety incidents to report since the last meeting date.

7. **Chief Executive Progress Report**

Members noted the content of the report and the following in particular:

Staffing Update: The updated situation regarding absences and vacant posts within the Customer and Community Services Team.

Shettleston Community Centre: Following the discussion at the May meeting, and subsequent consultation with the Office Bearers, an application for Scottish Government Regeneration Capital Grant Fund (RCGF) had been submitted to the Council for initial consideration. It was emphasised that this was only a very outline and speculative bid, with little detail required at this point. The key stages/timetable for the Scottish Government's assessment of applications was noted. There was discussion about the potential risks involved in this project and possible alternative ways of providing enhanced community space in the area. It was noted that further detailed work and Board consideration would be required in the coming months should the application proceed. Consultants, Community Links Scotland, were continuing to provide some assistance with this matter.

Issues with refuse service, bulk uplift and condition of common areas: Following the detailed discussion at the May Board a positive meeting had been held on 29th May with Councillor Laura Doherty (who is also the City Convenor of Neighbourhood services and assets). The opportunity was taken to highlight the issues being experienced and to present a series of "asks" for service improvements/changes from the Council. The Councillor committed to raise these issues at Director level and we were assured that no consideration was being given to charging HAs for bulk waste drop offs. Assurances were given that SHG would continue to look to work in partnership with the Council wherever possible to deliver improvements and that significant action by SHA and Upkeep staff was ongoing to help deal with the current issues. In subsequent discussion Members re-iterated the need for a sustained information campaign to improve tenants' use of bins. There was also discussion about a BBC TV documentary shown the previous evening about the challenges around waste recycling across the country and also about the new on-street bin-hubs being rolled out by the Council, with an example having been seen in Haghill.

Upkeep: 20th anniversary: An event to celebrate Upkeep's 20 years in business had been held on 13th June. Upkeep and SHA staff and Board members and some elected representatives and Tenant Forum attendees were present. John Thomson (Upkeep's Head of Operations) had given a very interesting presentation on Upkeep's history which would be circulated to everyone for information. Further celebratory actions were planned.

Stream-lining governance: Feedback from the annual Board Review had suggested that Members were happy with the streamlining changes of the past year (reduced meetings, fewer sub-committees etc.). The CEO suggested however that there was further scope for staff to produce more concise reports and to reduce the length of minutes of meetings, and Members agreed.

8. **Governance**

8.1 **Governance issues**

Members noted the content of the report.

a) Annual Board Review 2025

Following on from consideration of the Annual Board Review at the May meeting the Board considered the detailed proposals within the report and **approved the 2025/26 Board Development Plan**, as follows:

- **Board recruitment:** This will remain a priority with key recruitment objectives as follows:
 - Members with Finance and IT skills and/or other relevant areas of knowledge/experience.
 - More Association tenants.
 - Further balancing the mix on the Board in terms of community representativeness (age and ethnic mix).

It was noted that discussions were ongoing with some co-opted members about their intentions going forward and this would help determine any targeted recruitment from out-with the membership base for the three designated spaces for co-optees.

- **Board attendance:** Members will be asked to commit to attending most Board meetings (ideally at least 5 out of 6) each year going forward, in order to achieve an overall 75-80% target for attendance. The purpose of this would be primarily for Members to self-assess their own performance. Sickness absences would obviously be discounted and the wider contribution of each Member (in terms of attendance at sub-committees and other events and other responsibility taken on) would also be relevant.
- **Succession planning:** The recommendation from the annual Board Review was that the formal written Board Succession Plan should be updated to take account of recent changes on the Board. **The Board considered and approved the draft revised Board Succession Plan for the Group** that had been circulated with the papers.
- **Participation:** Further consideration to be given to how to develop greater participation by all Members and to improve scrutiny and objective challenge through which to hold senior officers to account. It was noted in discussion that SHARE offers relevant courses and details would be made available.

- *Training:* Training priorities for the coming year were agreed as follows:
- Collective training- key topics: Chairing meetings; development and construction; development finance; governance and the roles of Board/staff; RSL finance; housing management; refresher training on use of IT/tablet; Regulatory framework; Property maintenance and a SHA stock tour. It was agreed that some in-house sessions be organised as part of the calendar for the coming year, with early priorities as follows:
 - *SHA Stock tour:* To be organised during summer recess, with a social element.
 - *Regulatory framework:* An in-house session to be held in September in advance of the Board's consideration of the Annual Assurance Statement.
 - *Development/development finance:* An in-house session to be held later in the autumn with a focus on the consultant report back on the feasibility study on the proposed Old Shettleston Road development.
 - Following a Member suggestion it was also agreed that an in-house session *on the role of different front-line staff members* be organised.
- Members were also encouraged to consider SHARE training courses, including the on-line introduction sessions on housing management, property maintenance, development and RSL finance. (It was noted that the Chair and Vice Chair had recently attended a session on chairing skills.)
- A long-established Member raised the value of attending conferences as a means of picking up on key issues and meeting Board Members from other HAs. It was also suggested that informal meetings be arranged with neighbouring HA Boards.
- Individual Development Plans (IDPs) had also now been issued to all Board Members and **it was agreed that a mid-year review of progress against these IDPs be undertaken** with all Members to be individually contacted in November to discuss this.
- *Strengthen the Board's strategic role:* Another strategy session to be scheduled in 2025/26: on a Saturday around the turn of the calendar year again.
- *IT support:* Further training /mentoring to be offered where specified in IDPs

b) Annual General meeting (AGM)

In preparation for the AGM on 23rd September the Board:

- Delegated authority to the office bearers to consider and approve any new membership applications received by end of July, in advance of the initial AGM mail-out to the membership and the invite for nominations to the Board.
- Approved the proposed arrangements for the AGM and agreed that this year's theme would be the issue of refuse, waste and recycling, with a guest speaker to be invited on this basis.
- Noted that the following three Board members are due to stand down this year based on the length of time since last elected: Elizabeth Battersby, Eddie Robertson and Janice Saunders. Ania Ostrowska's co-option would also expire at the AGM. All had indicated a willingness to stand again for election.

- Noted the planned timetable of actions in the lead up to the AGM, including activity aimed at promoting Board Membership and recruitment.

8.2 Assurance Review

The Board noted the content of the detailed report. This provided a reminder of the requirements upon the Board in relation to Assurance Review and of the Association's self-assessment process.

The findings and recommendations from the Regulator's 2024 "themed audit" of a sample of RSL Assurance Statements were also noted. In light of this the Board considered and **approved recommendations for enhancing Board Member understanding and involvement in the self-assessment process this year.**

This included proposals for training and for individual Board members to volunteer as "champions" in respect of particular areas of the Standards this year. Some initial interest was expressed and it was agreed that there would be follow up information provided.

The Board also noted and **approved the proposed timetable for the 2025 Annual Assurance Statement submission.**

9. Finance Report

9.1 Treasury Management Report

The FM presented the Treasury Management review for the 2024/25 year, confirming that the report is to update the board on treasury issues relating to borrowing commitments for Shettleston Housing Association and give insight on state of finances of the Association.

Members noted the following:

- The last stock valuation was completed in December 2023 and the valuation before that in 2020.
- Lender requires that SHA properties are valued once every three years. The next valuation is due in 2026.
- The valuation methods applied are the Existing Use Value – Social Housing valuation method and Market Value – Subject to Tenancy.
- Total stock increased in value by £11,620K between 2020 and 2023.
- Total stock secured to the bank in December 2023 was 2,292 valued at £71,025K and unsecured stock has grown to 157 at 31st March 2025 from 95 units in 2020.
- The Association had £41,600k of loans outstanding at 31st March 2025, with £3,400K undrawn from total arranged facility of £45,000K:
 - Facilities A, B and C are all fixed rate while D is variable, as more are on fixed rates, this allows for better budgeting due to lower impact of interest rate fluctuation.
 - The funding mix of the drawn facilities £41,600k borrowing is 84% fixed and 16% variable.
 - Facilities A and C repayments are due to commence September 2025 while facilities B and D are structured to be repaid lump-sum at the end of their terms.

- The Asset Cover table shows value of encumbered stock are well more than outstanding loan from RBS, in addition, the Association still has a further 157 properties unsecured to the bank.

The Management Board approved the contents of the Treasury Management Review 2024/25 report.

9.2 Loan Portfolio Return

The FM presented the draft LP Return for the year ending 31 March 2025. Members noted the following:

- Annual Return on the Charter and Five-Year Financial Projection have been submitted while Loan Portfolio Return and Audited financial Statements for the year end 31 March 2025 would be submitted in due course.
- LP return details total facilities, the amounts arranged (£45,000K) and drawdown to date (£41,600K).
- Drawdown amount remained unchanged during the financial year.
- All bank covenants requirement was met for the year ending 31 March 2025.

The Management Board approved the LP Return and its submission to SHR.

10. Subsidiaries Update

Members noted the content of the report from the CEO and the reminder information provided regarding:

- The Association's two subsidiary organisations (Upkeep Shettleston Community Enterprise and East End HDC) which along with SHA make up the Shettleston Housing Group (SHG).
- Regulatory requirements upon SHA as the "parent" of a Group Structure.
- Governance arrangements within the Group as set down within the Intra-Group Agreement, Group Standing Orders etc.

In accordance with the above, **the Board considered and approved the:**

- **Draft Budgets for 2025/26 for both East End and Upkeep.**
- **Draft updated Business Plans for both East End and Upkeep.**
- **Draft revised lease of 32 Mid-Market Rent Homes to East End.**

11. Rent and Service Charges: Restructure Update

Members noted the content of the report from the CEO and information provided regarding:

- Existing rent and service charging arrangements across the SHA stock and
- The reasons that the Board had previously agreed to seek to move to a "harmonised" rent structure in consultation with tenants.

In response to questions from newer Members it was clarified that:

- The change process had been delayed in recent years by a number of factors including Covid and the cost-of- living crisis (and in one year the voluntary controls on rent rises across the sector following pressure from the Scottish Government). An additional challenge however had been the complexity of the existing arrangements and the need to identify a workable harmonised system to replace these.
- The main benefits being sought was a more consistent, transparent and fairer system that would also be easier to administer.

The CEO outlined the main issues needing to be addressed and set out a timetable for now moving the review forward with key steps proposed as follows:

Review accuracy of information held about existing property characteristics, service charge provision and assessed costs.	July 2025
All tenants to be surveyed by the Knowledge Partnership about issues such as: property characteristics to be taken into account in rent setting and views on existing services and if they should continue.	August 2025
Tenant Forum meeting to consider and discuss the survey findings.	August 2025
Special Board meeting to be scheduled to consider initial tenant feedback and draft proposals for the new structure.	September 2025
Board meeting to consider finalised rent/service charge restructure proposals and annual uplift in rents from 1 st April 2026.	November 2025
Commence formal programme of tenant information and consultation.	Nov-Dec 2025
Board meeting to consider consultation feedback and final proposals.	January 2026
Administrative work to calculate applicable rents /service charges for each property from 1 st April and issue formal notices of increase.	By end of February 2026
New rents come into effect including first phase of transition to harmonised rents.	April 2026

Following discussion the Board approved the proposed timetable for taking forward the rent restructure in consultation with tenants.

12. Sustainability Update

Members noted the content of the report which provided an update on progress towards compliance with the social housing Sustainability Reporting Standard (SRS) since the Association became an “adopter” in June 2024.

The Board noted that the Association already complies with a significant proportion of the “social” and “governance” criteria but will need to continue to undertake significant work to improve compliance with the “environment” themes (climate change, ecology and resource management). Analysis of the performance of other RSL “adopters” across the UK (as shown in the latest Sustainability for Housing annual report) appeared to indicate however that SHA is not alone in this respect.

It was noted that improvement actions are identified within the 2025/26 Business Plan Delivery Plan. The Association is due to submit its first SRS self-assessment report by the end of October this year and a draft is to be presented to the Board for consideration at the October Board meeting.

13. Membership Applications

The Board noted the content of the report and **approved the following application for shareholding membership** of the Association:

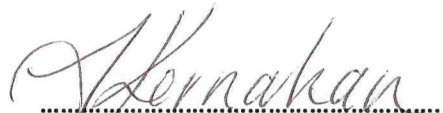
- Miss Emma Wigton
Shettleston Road, GLASGOW

14. Any Other Business

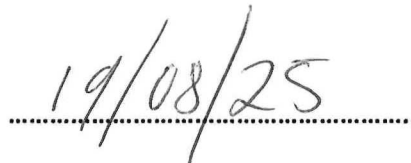
There was no other business.

Minute prepared by Tony Teasdale (CEO) and Ola Ajobiewe (Finance Manager).

SIGNED:


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(Chairperson)

DATE:


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