

BOARD
MINUTES

MINUTES OF	:	Board of Management Meeting
TIME & DATE HELD	:	7th October 2025
DATE APPROVED	:	2nd December 2025

BOARD MEMBERS	:	Tracey Kernahan, Kieran Agnew, Elizabeth Battersby, Grace Barbour, Irene McGinnes, Lisa Miller, Ania Ostrowska, Eddie Robertson and Janice Saunders
APOLOGIES	:	Brian Barclay and Gillian Johnston
STAFF PRESENT	:	Tony Teasdale (CEO) Kirsty Brown (DFCS) Colette McKenna (DPS) Craig Russell (DCCS)
IN ATTENDANCE	:	None

1. **Apologies**

Apologies were as noted as above.

The Board welcomed Kieran Agnew and Lisa Miller to her first meeting.

2. **Declarations of Interest**

None.

3. **Election of Office Bearers**

Members noted the content of the report. **The Board then approved the election of office bearers for the coming year as follows:**

- **Chairperson:** Tracey Kernahan was elected, on a proposal from Elizabeth Battersby, seconded by Eddie Robertson. There were no other nominations.
- **Vice Chairperson:** Elizabeth Battersby was elected, on a proposal from Tracey Kernahan, seconded by Eddie Robertson. There were no other nominations
- **Secretary:** Irene McGinnes was re-elected, on a proposal from Tracey Kernahan, seconded by Grace Barbour. There were no other nominations.

It was noted that the Tracey Kernahan's new role as SHA Chairperson would prevent her from resuming her role as Chair of the Operations Committee and that a new Chair would need to be elected.

Members of the Operations Committee were asked to consider this vacancy and raise any queries that they may have in relation to the role in advance of the first Operations Committee meeting of the new Board year.

The Board thanked Elizabeth Battersby for stepping up to fill the Chairperson's role from May 2025 to September 2025 following the departure of the previous Chairperson, Hugh McIntosh.

4. **Minutes for Information**

The draft minutes of the following meetings were **noted**:

- 4.1 East End Board meeting : 26.08.25
- 4.2 Upkeep Board meeting : 26.08.25
- 4.3 Operations Committee meeting : 16.09.25

5. **Minutes for Approval**

5.1 **Board Meeting - 19.08.25 (Confidential)**

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

5.2 **Board Meeting - 19.08.25 (Non-Confidential)**

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

5.3 **Special Board Meeting on Rent Policy - 09.09.25**

The draft Minute was **approved** on a proposal from Grace Barbour, seconded by Irene McGinnes.

6. **Matters Arising Schedule**

Members **noted** the following matters arising from the 26th August 2025 Board meeting:

- The revised Shettleston Locality Plan had still not been issued and the CEO will continue to seek clarity with FUSE when it will be.
- In response to the homelessness crisis in the city and the communication from GCC/HSCP requesting that 67% of all lets be made to homeless referrals, all RSL CEOs have been called to a special meeting with the Council on 22nd October to discuss further. It was noted that the Operations Committee would need to consider the request for the increased quota.
- Following on from the action noted following the review of the Procurement Strategy at the August 2025 Board meeting, all business-critical contracts will be reviewed and considered as part of the annual update to the Business Continuity Plan in December 2025.
- The implications of the Community Wealth Building bill in relation to procurement and other aspects of the business were still to be considered and a report would be brought to the Board in due course.

7. **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:
 - SHAPS Financial Assessment Return
 - SHN Value for Money Return
 - Annual Accounts & Covenant Certificate to RBS, the Association's lender

- AFS Return along with Annual Accounts to SHR
 - Annual Procurement Report to ScotGov
 - ONS Business Register & Employment Survey
 - OSCR Annual Return and Accounts submission
 - Accounts submission to Grant Support Office
- There had been no significant Health and Safety incidents to report since the last meeting date.

The DFCS provided an overview of the personal information that is now required to be submitted to OSCR for all current charity trustees and also provided an update on the requirement to publish the first and last names of all charity trustees on the public Scottish Charity Register from early in 2026. Members were asked to highlight any concerns about this to the DFCS as exemptions were available in certain circumstances.

8. **Chief Executive Progress Report**

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

Staffing Issues:

The CEO provided an update on his recent meeting with the Director of EVH, Paul McMahon.

The Board agreed that it should seek to ensure its views can best be heard going forward by increasing engagement with EVH. Irene McGinnes volunteered to regularly attend the EVH Member Information Exchange (MIE) meetings going forward. The CEO agreed to pass on the meeting details and also advise EVH that Irene will be attending.

Board Members noted that the 2026/27 pay deal was likely to be in the region of the 5.5% cap of the current three year pay deal, based on the latest (September) inflation rate and forecast.

Decarbonisation Pilot:

The CEO provided an overview of the successful grant bid for this pilot and advised that a significant amount of work was now required to identify volunteer households and ensure the money was spent by the end of March 2026. It was noted that an information / consultation event was being held on 22nd October for the households that had been approached.

Development Issues:

The Board Members noted the progress made with the Old Shettleston Road and Telephone Exchange development feasibility study and also the challenges in relation to balancing higher costs with the recently published grant thresholds and benchmark rent levels. The CEO advised that there would be an opportunity to discuss these issues at the forthcoming Mid-Year Review meeting with the Council NRS team on 9th October. It was still intended to hold a Board information/training session on development finance issues to explain and discuss relevant issues, and this scheme in particular, before Christmas. Date to be confirmed once the funding position has become clearer.

Shettleston Community Centre:

Members noted that the RCGF grant fund application to ScotGov had been unsuccessful but there was still the potential for the NIIF funding from the Council. Members **agreed** to the proposal that we proceed with, and fund, a more detailed assessment of the condition of the building using external consultants. The estimated costs were noted to be in the region of £25k. The potential risks were noted - in particular that the conclusion of the assessment may be that the project should not proceed, with costs incurred then being abortive. However the Board agreed that there is a need for clarity – for SHA and the community - on whether there is scope to bring the building back into use or whether there is a need to draw a line and move on to consider other options for expanded community space in the area.

Review of Caretaking Services:

The progress made in relation to the review and enhancement of the caretaking services provided by Upkeep were noted along with the expected timeline for having the new and improved service up and running. Arrangements were in hand to provide information in each close about service delivery and how to feedback and it was intended to have all up and running by early November. Members noted that despite the revised specification and increased resources that would be input to deliver this, we do not at this stage anticipate a need to increase the fee paid to Upkeep, or resident service charges.

Waste & Recycling:

Members noted the communication with GCC following the AGM and the response received. It was agreed that this was an opportunity for SHA to continue to engage at a strategic level and input into the planning for bin hubs etc going forward.

Local and National Housing Policy:

Members noted that the Housing Bill was proceeding with a range of implications for RSL's. The Operations Committee would be updated in detail regarding this.

9. Governance

9.1 Post AGM Governance Update

Members **noted** the content of the report. The recent AGM was discussed. Attendance was down on last year but it was agreed that there had been good participation from those present and that having a specific theme (in this case waste and recycling) and invited speakers made for a positive and interesting event.

The updated composition of the elected Board Members – eleven in total - was noted, as follows:

<i>Kieran Agnew</i>	<i>Grace Barbour</i>	<i>Brian Barclay</i>
<i>Elizabeth Battersby</i>	<i>Gillian Johnston</i>	<i>Tracey Kernahan</i>
<i>Irene McGinnes</i>	<i>Lisa Miller</i>	<i>Ania Ostrowska</i>
<i>Eddie Robertson</i>	<i>Janice Saunders</i>	

Janice Saunders asked for and was granted Leave of Absence for four months.

The Board considered the proposals for co-option and **approved that both Rae Connelly and Ross Ramsay be co-opted for a further year**. It was noted that Linda Sichi was unable to commit to meetings for the coming year due to clashing work meetings and that left a vacancy for the third space reserved for Members who don't have to live within the area. It was agreed that a recruitment process would be undertaken for this.

The Board also **agreed to co-opt former Board Member and Chair, Hugh McIntosh** to fill one of the other vacancies on the Board.

It was noted that all Board Members had been contacted about sub-committee membership for the coming year, with little change now envisaged. Final details would be presented to the next Board meeting.

The Board then **approved the membership of the subsidiary Boards** for the coming year, as follows:

Upkeep: Brian Barclay (current Chair); Elizabeth Battersby; Irene McGinnes; Eddie Robertson; Stephen Duffy (independent); Alan McGillivray (independent); Maureen Mulgrew (Independent and SHA tenant); Donna McGill (independent; Liz Pithie (independent and EEHDC tenant); Ed Vorsterman (independent); Tony Teasdale (Group CEO)

East End Housing Development Company: Elizabeth Battersby (current Chair); Kieran Agnew; Irene McGinnes; Eddie Robertson; Donna McGill (independent); Liz Pithie (Independent and EEHDC tenant) and Tony Teasdale (Group CEO).

The draft Schedule of meeting dates was approved. On a recommendation from the DCCS and DPS it was agreed that the first scheduled meeting of the Operations Committee should not proceed. Counterbalancing this somewhat it was noted that an additional Board meeting (seven in total) had been included for the coming year.

It was agreed that the Strategy Day take place on Saturday 17th January and that alternative venues be considered.

The CEO advised that, in addition to the meeting dates, some collective training sessions would now be organised in accordance with the agreed training plan.

Other Governance Issues

The DFCS provided an overview of the report and appendices and the Board **noted** the following:

- The Chair and DFCS provided a brief overview of the annual governance checks undertaken and the Board were satisfied that **no issues had been identified**.
- The need to draft a Notifiable Events Protocol had been identified as part of the Annual Assurance self-assessment process in the prior year. The DFCS presented the draft protocol and the Board noted that it clearly sets out the responsibilities and actions required in respect of reporting issues to the SHR. The DFCS advised that the Group Scheme of Delegation would require a minor update to clearly detail where responsibility lies for Notifiable Events and the related notification to SHR and requested delegated authority to make the change. **Both the Notifiable Events Protocol and delegated authority to make the change to the Scheme of Delegation were approved by the Board.**
- Members noted that the need for a Board Member Handbook had been detailed as an action in the current year delivery plan. The draft handbook was presented to the Board by the DFCS and feedback requested before finalising the document to ensure that it was fit for purpose / captured expectations, however it was noted that it would likely be adapted as it evolved going forward. The content of the Handbook was discussed and whilst it was felt to be adequate, **the Board requested further time to review and feedback comments but were happy to approve the document subject to any changes required following feedback. The Board were advised to email feedback to the Corporate Services Team.**

Following discussion it was agreed that, to develop good understanding of requirements and ensure the Board is placed to respond going forward, that a session be organised for the Office Bearers and other interested Board Members to 'game plan' a few scenarios that would result in a Notifiable Event and/or a Code of Conduct breach.

The Management Board **noted** the content of the report and **approved** the Notifiable Events Protocol and Board Members Handbook.

10. Assurance Review and Annual Assurance Statement (AAS)

The DFCS provided an overview of the report which detailed the self-assessment process, Board Member involvement and our assessed level of compliance as at October 2025.

Five Board Members had volunteered to do a more detailed review of specific sections of the assurance framework and were comfortable with the self-assessment position and evidence provided for these areas. A few queries were raised:

- Consider using the Equality and Human Rights Commission's equality outcomes self-assessment tool to help us comply with our Equalities and Human Rights responsibilities and in particular Regulatory Standard section 5.3. The RSL pays due regard to the need to eliminate discrimination, advance equality and foster good relations across the range of protected characteristics in all areas of its work, including its governance arrangements.
- Reinforce the content of our service delivery policies and strategies to ensure that the expectations are being delivered in practice, particularly in relation to complaints and our relationship with owners.

It was noted that the sheer volume and complexity of the reports made it difficult for Board Members to cover every area when reviewing compliance and there was a discussion on how we make this process as user friendly as possible. It was agreed that we would review the board reporting template to enhance how we highlight compliance with the particular standards / charter outcome. We would also revisit the need for a separate meeting to discuss the assurance process in isolation.

The Board were assured that no issues of material non-compliance were identified from the process and agreed with the draft Annual Assurance Statement wording. Members noted that this would be electronically signed by the Chairperson and uploaded to the SHR Portal by 31st October 2025.

The Management Board **approved**:

- The final version of the 2025 Annual Assurance Review Checklists.
- The wording of the 2025 Annual Assurance Statement.
- Delegated authority to the Chair to sign-off the approved Statement for submission to SHR by the 31st October deadline.
- The publication of the final signed Statement on the SHA website and that it be drawn to the attention of tenants, including through the Annual Performance Report to be issued to tenants by the end of October 2025.

11. Sustainability Report

Members noted the content of the report and **approved the draft Sustainability Reporting Standard (SRS) self-assessment** submission which was due to be returned by the end of October.

From benchmarking information about other SRS Adopters it was noted that the Association compares relatively well on many of the criteria but that there is still substantial work to be undertaken to improve our compliance with the Standard. In particular to better develop our understanding of our (Stage 3) carbon emissions and to develop strategies in relation to various other aspects of how we impact on the environment. Outputs: Scope 3 carbon emissions assessment and various strategies as part of overall sustainability strategy.

Concern was expressed about an apparent gender pay gap within the SHA team, and it was agreed that this be checked and any necessary actions considered in light of this.

The CEO gave a more general update on other progress and actions under consideration in relation to sustainability including: the Decarbonisation pilot; Energy advice project (including the impact that has been made to reduce the number of tenants with capped heating systems) and the aim to obtain further funding to extend this project; plans for a concerted campaign to improve tenants' use of their heating systems; the intention to adopt a greenspace management strategy and extend wild flower planting areas; the new recycling arrangements now in place in the office and ongoing efforts to improve recycling in the housing stock; a review of staff travel to work plans and how the Association might encourage more sustainable options.

The Board agreed that reference to the above should be made within the Annual Performance Report and more generally.

12. Communications Strategy

The Board noted the content of the report Board and **agreed** that:

- Efforts should be made to **enhance the content and format of the Performance Report** this year as we aim to get more general messages across to tenants about value for money being delivered and the wider benefits from our services and activities.
- We should **celebrate our 50th anniversary next year** with:
 - A fun day on Saturday 6th June (SHA was registered as an Industrial and Provident Society on 8/6/76).
 - An exhibition/ other information about SHA's role and contribution to the housing history of the area.
 - Other promotional advertising/merchandise.
 - Develop and launch an attractive and well-resourced training/development opportunity aimed at building the capacity of local people (and especially young people) to be effective Board Members and more generally able to participate in other community bodies.

13. Membership Applications

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


Miss Ailie Watson
Shettleston Road, GLASGOW, G32 7EH

14. Any Other Business

There was no other business.

Minute prepared by Tony Teasdale (CEO) and Kirsty Brown (DFCS)

SIGNED:


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(SHA Chairperson)

DATE:


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