



Minutes of GHA Board Meeting held on Thursday 27 March 2025

PRESENT:

- Mr G Maguire, Chair
- Ms K Russell, Secretary
- Ms A Williamson, Member
- Ms A Connelly, Member
- Mr Z Khan, Member
- Ms S Keast, Member
- Ms F Cochran, Member
- Mr S McLauchlan, Member
- Mr C Thomson, Co-optee
- Ms N Pettigrew, Co-optee

IN ATTENDANCE:

- Ms C Quinn, Group CEO (GCEO)
- Mr S O'Connor, Deputy Group CEO (DCEO)
- Ms L MacLeod, Group Corporate Services Officer (Minute Taker)
- Mr Angus Wood, BTO (AW)
- Mr Aaron Kane, BTO (AK)
- Ms M Logan, Development Consultant, C~urb (DC)

1.0 Apologies

1.1 The Chair advised that Ms A Fraser and Mr A Murphy had submitted their apologies.

2.0 Declarations of Interest, Gifts and Hospitality

2.1 Mr Z Khan declared that he is a Director of the Home Team (HT).

2.2 There were no declarations of gifts and hospitality.

3.0 Declaration of Receipt and Understanding

3.1 Members confirmed receipt and understanding of their papers.

4.0 Governing Body Matters & Minutes for Approval and Information

4.1 Draft Minute of GHA Board Meeting 27 February 2025

4.2.1 The Minutes of the GHA Board meeting held on 27 February 2025 were approved by Mr G Maguire and seconded by Mrs A Connelly as a true reflection of the meeting.

Discussion points:

Action notes:

For redaction:

4.3 Matters Arising

4.3.1 Chair advised he has asked the GCEO to review Board papers and their preparation/presentation, with a view to streamlining [following members feedback]. GCEO advised that over the next few Board meetings, consideration will be given to different ways of presenting the papers. For example, with the Finance papers, to add more graphs within the body of the reports or to include more visual presentations.

4.3.2 Chair also advised that attendees at Board meetings has also been reviewed. Group CEO and Interim Deputy CEO to attend GHA Board meetings, however, there may be occasions when other members of staff will be invited to attend to give a presentation on a project or specific topic. Attendance at the subsidiary boards and committees to continue in line with the current arrangements, although this may also be reviewed further down the line. This approach is to ensure participation at Board meetings is tailored to enable alignment with governing body oversight roles.

Discussion points:

1. Discussed how the information is formatted and presented within Board papers.
2. Discussion on staff attendance at Board meetings.
3. Members reminded that all papers are all on Board Effect, including Subsidiaries and Committees.
4. Suggestion that Regulator be invited to attend a Board meeting.

Action notes:

1. Board papers to continue to be revised to meet governing body changing requirements.

For redaction:

5.0 Reports for Decision/Approval/Information

5.1 Redacted for confidentiality purposes.

Discussion points:

1-3. Redacted for confidentiality purposes

Action notes:

1-2. Redacted for confidentiality purposes

For redaction:

All of 5.1.

5.2 Water Row Phase 1 Update Report

5.2.1 Redacted for confidentiality purposes.

Discussion points:

1-2. Redacted for confidentiality purposes.

Action notes:

Following detailed discussion, the Board noted and approved the Water Row Phase 1 Update report.

For redaction:

All of 5.2.

At this point – Ms M Logan, Development Consultant (DC) Curb left the meeting.

5.3 30 Year Budget Projections 2025-26

5.3.1 The GCEO presented the updated 30 Year Budget Projections for 2025-26 and noted that key documentation relating to the following information had been distributed previously:

- Statement of Financial Position
- Statement of Comprehensive Income
- Office Overhead Breakdown
- Statement of Cash Flow
- Sensitivity

5.3.2 GCEO advised that this was an update from the paper that was presented at the February Board meeting. Projections are from 2025/26 onwards and are presented for approval. It is important to note:

- The budgets are developed on worst case scenarios. Two key areas are considered - Cash Management to ensure Bank covenant is met to and also to ensure interest cover is in place to guarantee payment to Bank.
- Water Row at the end of this financial year will have completed first full year of trading.
- Group budgets have been reviewed as a whole and have incorporated Gift Aid projections back to the Association from Water Row and the Home Team starting 2025/26.
- Redacted for confidentiality purposes
- Increase of insurance costs in line with Zurich costs.
- Utility cost increase due to ongoing World issues.
- There is a delay in the HAG repayment from Glasgow City Council. This is moved to 2025/26, having an impact on cash balances.
- Redacted for confidentiality purposes
- 709 Harley Street conversion, due to ongoing discussions with GCC, this will be moved to next year.
- Rathlin Street roof – due to impact on the release of money, this will now be next year.

5.3.3 Redacted for confidentiality purposes.

5.3.4 Discussion around the benefits of using the Home Team, including Home Team's detailed knowledge of our stock and our tenant profile.

5.3.4 Members to note that the Stock Condition Survey to be discussed in detail later on in the Agenda.

5.3.4 The GCEO referred to section 4.2 of the report and noted the budgets have also been prepared along the other subsidiaries. The Home Team's original debt of £1M is

expected to be fully paid back within the next 2 – 3 years. Water Row Company start up loan of £250,000 will be paid back as of March 2027.

5.3.5 The GCEO referred to the Annual Rent Increase as detailed in section 4.2.3 of the report. The increase was approved at 6% for 2025-26.

5.3.6 Redacted for confidentiality purposes.

5.3.7 The GCEO referred to section 7.5 and drew the Boards attention to covenant compliance. GCEO advised that the ratio cannot go below 1.1 in any given year. The profile shows the interest cover has capacity to absorb lost income or additional costs in each year before the ratio is breached. Gearing Covenant also shows a healthy headroom.

5.3.8 GCEO ask the Board to approve the budget projections, taking note that the approval for the Home Team to undertake the Stock Condition Survey has yet to be approved. Members approved.

Discussion points:

1. Member discussed who will be attending properties for Stock Condition Surveys. DCEO confirmed this will be carried out by professionals who will be recruited for this purpose, initially short term.
2. Members discussed the financial benefit of using Home Team.

Action notes:

Following detailed discussion, the Board approved the 30 Year Budget Projections 2025-26 [pending approval to use the Home Team to conduct the Stock Condition Survey as detailed later in the Minute].

For redaction:

2 points in 5.3.2, 5.3.3, 5.3.4, 5.3.6

5.4 Home Team Draft Budget

5.4.1 The GCEO presented the updated HT Draft Budget and noted that key documentation relating to the following information had been previously distributed:

- Statement of Financial Position
- Statement of Comprehensive Income
- Direct Maintenance Costs
- Office Overhead Breakdown
- Statement of Cash Flow
- Statement of Monthly Cash Flow (year 1)
- Sensitivity Analysis

5.4.2 The GCEO noted that this report is proposed to update the draft budgets presented in February and noted the key changes as follows:

- Redacted for confidentiality purposes.
- Redacted for confidentiality purposes.

5.4.3 Redacted for confidentiality purposes.

5.4.4 The GCEO stated that salary increases would be the same as the Association in April 2025.

5.4.5 Referring to Section 4.4.3, the GCEO highlighted the following:

- a) Reactive Maintenance Contract – increase of 2.5%.
- b) Void Maintenance Contracts – increase of 2.5%.
- c) Redacted for confidentiality purposes.
- d) Redacted for confidentiality purposes.
- e) Rewires – projected at £100K per annum.
- f) External contracts, Gas Servicing and Boiler replacement will be brought in-house from April 2027.
- g) Overheads – now split as share same space with WRC.
- h) Van Fleet – replacement of all vans will take place on a hire basis. Although rental costs are higher, the number and value of repairs should decrease significantly to compensate.

5.4.6 GCEO referred to the cash flow projections in Appendix 5 and advised they are looking positive. Appendix 6 shows a monthly cash flow model for the first year of the budgets.

5.4.7 The GCEO noted that the Finance Team have been working hard in preparing the projections for 2025-26. External Auditors, Azets have been consulted with regards to the inter-company agreements.

5.4.8 Redacted for confidentiality purposes.

Discussion points:

1. Member asked for clarification on what the professional fees related to in the Stock Condition Survey. DCEO confirmed this was for Quantity Surveyors.
2. Member asked for specific breakdown for how many Closes the Close Painting contract related to. GCEO advised will revert back with information.

Action notes:

Following detailed discussion, the Board noted and approved the HT Budget.

For redaction:

5.4.2 bullet points, 5.4.3, 5.4.5 c and d, 5.4.8

5.5 Financial Management Report

5.5.1 The GCEO presented the Financial Management Report for the 9 months to February 2025 and noted that key documentation relating to the following information had been handed out at the start of the meeting:

- Statement of Financial Position
- Statement of Comprehensive Income
- Office Overhead Breakdown
- Key Finance Performance Indicators

5.5.2 The GCEO referred to the previous distributed report and highlighted the following key information:

- a) Redacted for confidentiality purposes.
- b) Redacted for confidentiality purposes.
- c) Redacted for confidentiality purposes.
- d) Redacted for confidentiality purposes.
- e) Redacted for confidentiality purposes.

5.5.3 Redacted for confidentiality purposes.

Discussion points:

Action notes:

Following detailed discussion, the Board noted the Financial Management Report for the 9 months to February 2025.

For redaction:

5.5.2 a - e, 5.5.3

5.6 Governance Report

5.6.1 The GCEO presented the previously distributed monthly Governance report and highlighted the following areas in the report:

- a) Notifiable Events that are with the Regulator.
- b) SHR Engagement Plan, GCEO advised there was no additions to review.
- c) Complaints, as described at Section 5 of the report noted that there are no complaints with the SPSO.
- d) Appraisals/Training is currently underway, with only a few outstanding. Training needs assessment will be completed after this.
- e) Health and Safety Staff Working Group will be held on 24th April. The GCEO referred to the ACS Health and Safety audit report. Very positive feedback was received, with recommendations related to legionella and asbestos. Corporate Services are Liaising with Property Services to identify suitable training.
- f) Redacted for confidentiality purposes.
- g) Redacted for confidentiality purposes.
- h) The Business Planning Day has been rescheduled to 4th April 2025. Alison from Allanpark Consultants will be facilitating this. Business Plans will be reviewed in the morning, with Risk Registers in the afternoon.
- i) Other governance matters as described at section 15 of the report noting the following:
 - a) The Scottish Housing Regulator has issued a report regarding economics and difficult operating conditions they are working under.
 - b) GCEO referred to Scottish Housing Regulator letter that was issued regarding the Annual Assurance Statement, which updates the guidance to ensure compliance with all relevant safety requirements.
- j) Subsidiary information and other key documents as described at section 16 of the report, noting that all of these documents are contained within Board Effect.

Discussion points:

1. Member noted attendance is not making target regularly for 80% and discussion took place regarding how this can be approved. Chair and GCEO advised remote attendance can be promoted more.
2. Member acknowledged the positive result from the Health & Safety Audit and showed strong culture within the workplace. The GCEO confirmed there was a lot of focus on this generally.

Action notes:

Following discussion, the Board noted and approved the Governance Report.

For redaction:

5.6.1 f and g

5.7 Customer Services Operations Report

- 5.7.1 The DCEO presented the previously distributed Customer Services Report and drew the Board's attention to the cyclical compliance update as included in table one at section 4.1 of the report. All areas of the report are 100% compliant with the exception of the Electrical Inspection Condition Report (EICRs) which is at 99.51% due to 8 abeyances for no access to properties.
- 5.7.2 The DCEO referred to section 4.2 of the report regarding the remedial works at Rathlin Street and confirmed the McConnell's have been awarded the contract following procurement. Pre-start meeting has taken place and DCEO will continue to keep the Board updated.
- 5.7.3 Redacted for confidentiality purposes.
- 5.7.4 The DCEO confirmed the Windows Program is scheduled to begin in April. This is costing slightly more than was budgeted, however this has been reviewed by Head of Finance & Corporate Services and will not cause any impact.
- 5.7.5 The DCEO referred to overall targets in section 4.5 and noted for the coming year, that all targets for the Customer Services Team and Property Team that were not statutory, will not be increased. This is to allow an efficiency project to be initiated, incorporating some new technologies and to ensure that this will be embedded, without the teams having to concentrate on too many stretch targets. The aim of the efficiency project shall be to enable a better customer experience, to be able to reallocate staff to new customer focused roles in the business and cost reduction. Once scoped, the DCEO said that there would be an update to the Board.
- 5.7.6 Redacted for confidentiality purposes.
- 5.7.7 The DCEO drew the Members attention to section 5.2 where he requested Board approval to grant a decree for eviction. The Association initiated court proceedings for anti-social behaviour following a serious assault and requested the Board approve this.

Discussion points:

1. Community Engagement discussion regarding dog fouling.
2. Property Services Performance.

Action notes:

Following detailed discussion, the Board noted and approved the Customer Services report, including approval of write off of the Former Tenant Bad Debt and the Decree for Eviction.

For redaction:

5.7.3, 5.7.6

5.8 Stock Condition Survey

- 5.8.1 Redacted for confidentiality purposes.
- 5.8.2 Redacted for confidentiality purposes.
- 5.8.3 Redacted for confidentiality purposes.

Discussion points:

1. Member asked if the Home Team were ready to undertake this. DCEO confirmed that training has been underway to upskill staff.

Action notes:

Following discussion, the Board approved the Home Team to carry out the Stock Condition Survey.

For redaction:

5.8.1 – 5.8.3

5.9 Redacted for confidentiality purposes

Discussion points:

1 – 2 Redacted for confidentiality purposes

Action notes:

For redaction:

All of 5.9.

5.10 Any Other Competent Business

5.10.1 The GCEO advised that Sean O'Connor Interim Deputy Group CEO has been requested to extend his appointment with the Association for a further 12 months. The Chair confirmed that he had approved the extension.

5.10.2 The GCEO updated the Board regarding 33 Shaw Street. Union Technical had visited the property where they discovered a device that they found concerning. The Police deployed experts to review the device. It was determined it was not harmful and no law had been broken. The Association had prepared to evacuate the building if necessary, however it was not required.

Discussion points:

Action notes:

For redaction:

7. Date of Next Meeting

7.1 The date of the next full Board meeting is Thursday 27 April 2025 at 6.00pm.

CHAIRPERSON'S SIGNATURE:

