



## **Minutes of GHA Board Meeting held on Thursday 29 May 2025**

**PRESENT:**

- Mr G Maguire, Chair
- Ms K Russell, Secretary
- Ms A Connelly, Member
- Mr Z Khan, Member
- Mr S McLachlan, Member
- Ms S Keast, Member (attended virtually)
- Ms F Cochran, Member (attended virtually)
- Ms A Williamson, Member
- Mr A Murphy, Co-optee
- Ms H Bayne, Co-optee

**IN ATTENDANCE:**

- Ms C Quinn, Group CEO (GCEO)
- Mr S O'Connor, Interim Deputy CEO (DCEO)
- Ms N Salmon, Group Corporate Services Team Leader (CSTL)  
(Minute Taker)
- Ms E Taggart, Development Consultant, C~urb (DC)

*A pre-meeting took place prior to the main meeting to review the Group's Risk Registers following which the GCEO advised she would update the registers. The Board agreed to review the registers in 6 months' time.*

### **1.0 Apologies**

1.1 The Chair advised that Ms A Fraser, Mr C Thomson and Ms N Pettigrew have 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). Ms A Williamson declared that she is a Director of the Water Row Company. Ms H Bayne declared that she is a colleague of Ms E Taggart, DC, C~urb.

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 Minutes of GHA Board Meeting 24 April 2025

4.1.1 The Minutes of the GHA Board meeting held on 24 April 2025 were approved by Mr S McLachlan and seconded by Ms A Connelly as a true reflection of the meeting.

##### 4.2 Matters Arising

4.2.1 There were no matters arising

#### Discussion points:

#### Action notes:

#### For redaction:

#### 5.0 Reports for Decision/Approval/Information

5.1.1 The DC presented the Water Row (WR) Phase 1 Update Report that had been sent out in advance of the meeting and advised that there have not been many changes since last month's report.

5.1.2 Redacted for confidentiality purposes.

5.1.3 Redacted for confidentiality purposes.

5.1.4 The DC advised that the post project evaluation meeting to discuss lessons learned with the full project team has taken place and a report is being drafted. The report will be presented to the Board and the Scottish Housing Regulator (SHR).

5.1.5 Redacted for confidentiality purposes.

5.1.6 The DC advised that the first draft of the report should be ready circa 21 June 2025.

#### Discussion points:

1. Lessons learned and the value and benefits to the partnership team in thoroughly evaluating the project.
2. How typical the things that were identified as having worked less well are in other projects.
3. Redacted for confidentiality purposes.
4. Awards that the development has been nominated for noting that the Homes for Scotland award is being announced on 30 May 2025. The GCEO agreed to advise the Board of the outcome to this award.
5. Redacted for confidentiality purposes.

#### Action notes:

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

#### For redaction:

5.1.2-5.1.3, 5.1.5, discussion points 3 and 5.

*At this point the DC left the meeting.*

## 5.2 Annual Return on the Charter Presentation

5.2.1 The GCEO presented the figures for the Association's ARC return as at 31 March 2025 in the following areas:

- a. Stock;
- c. Repairs;
- d. Scottish Housing Quality Standards (SHQS);
- e. Arrears;
- f. Allocations;
- g. Stage 3 Adaptations;
- h. Complaints.

5.2.2 The GCEO advised that the figures have been benchmarked against the Scottish Average figures as at 31 March 2024. The Scottish Average figures for 2025 are not published by the SHR until August 2025.

5.2.3 A Member noted that on the whole, the figures were a good result and asked the GCEO to pass on thanks to staff involved in producing the document.

5.2.4 Following detailed discussion, the Board approved the ARC presentation and authorised the submission of the ARC to the SHR.

### **Discussion points:**

1. Trend in increased numbers of emergency repairs/decreased numbers of non-emergency repairs noting if cyclical repairs were on a good footing then emergency repairs would be reduced.
2. Who classifies repairs/timescales of repairs.
3. How satisfaction statistics are collected i.e. internal/external and if the method of collection has changed in the last couple of years and also why there has been an increase in satisfaction levels between 2023-2025.
4. Write off of former tenants' arrears/reduction in court actions figures and if due diligence action/processes are in place/followed for arrears recovery i.e. why are tenants being allowed to terminate their tenancy with a large amount of arrears. Rent collected and how much of it was arrears payments.
5. Funding adaptations and if the Association funds any.
6. Options for the Board to review the full ARC return moving forward.
7. External validation – the GCEO agreed to confirm the last time external validation of the return was completed.
8. GCEO to arrange a further presentation at the next Board meeting by the Group Compliance & Assurance Manager re: the data that sits behind the ARC results.

### **Action notes:**

Following detailed discussion, the Board noted and approved the ARC presentation.

### **For redaction:**

## 5.3 Procurement Update

5.3.1 The GCEO discussed the Procurement Update report sent out in advance of the meeting and highlighted the following key points:

- 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.
- f) Redacted for confidentiality purposes.

5.3.2 Following discussion, the Board noted and approved the Procurement Update report.

**Discussion points:**

1. Gas services - what's included in the contract/how many people carry out the work. The GCEO agreed to confirm and report back to the Board.

**Action notes:**

Following detailed discussion, the Board noted and approved the Procurement Update report.

**For redaction:**

5.3.1.a-f

5.4 Bi-Annual Review of Treasury Management

5.4.1 The GCEO discussed the Bi-Annual Review of Treasury Management report sent out in advance of the meeting and highlighted the following key points:

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

5.4.2 Following discussion, the Board noted and approved the Bi-Annual Review of Treasury Management report.

**Discussion points:**

1. A Member stated that it would be useful if the Key Points could be included at the beginning of each report. The GCEO agreed that this is possible, however stressed that they were the key points only and Members should read the full reports as they contain the detail.

**Action notes:**

Following discussion, Members noted and approved the Bi-Annual Review of Treasury Management report.

**For redaction:**

5.4.1.a-d

5.5 Insurance Broker Report

5.5.1 The GCEO reminded Members that the Association is going out to tender for insurance services and the Board approved using a Broker to support the tender process.

5.5.2 The GCEO went on to discuss the Insurance Broker report sent out in advance of the meeting and highlighted the following key points:

- 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 Following discussion, the Board noted and approved the Insurance Broker report.

**Discussion points:**

1. If Board approval was required for this level of expenditure. The GCEO advised that tenders of this value would not normally come to the Board however, the Board had requested more detail regarding the Broker at the previous meeting.
2. There is reference in the report to particular staff members at Howdens – however this is not a deciding factor in the appointment of Howdens. Reference to individual staff members should therefore be removed from the report as irrelevant.

**Action notes:**

Following discussion, Members noted and approved the Insurance Broker report.

**For redaction:**

5.5.2.a-e

5.6 Governance Report

5.6.1 The GCEO discussed the Governance Report sent out in advance of the meeting and summarised the following key areas:

- a) There are five open notifiable events.
- b) SHR Engagement Plan action plan is on track.
- c) There are no complaints with the SPSO.
- d) Andrea Mina was adopted on to the Water Row Board. Andrea is a Property Management Professional who works as Head of Factoring at C~urb.
- e) The Health and Safety working group have met and there are no significant or serious matters to report.
- f) Four shareholder applications for approval as detailed at section 13.1 of the report.
- g) SHR report on Grenfell Phase 2 at section 15 of the report is presented for information.

5.6.2 Following discussion, the Board noted the Governance Report and approved the shareholder applications.

**Discussion points:**

1. The difference between shareholder applications and using the seal, namely it is a two-stage application process and the Association's Rules state that the Board should be informed at both stages of the process.

**Action notes:**

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

**For redaction:**

5.7 Customer Services Operations Report

5.7.1 The DCEO discussed the previously distributed Customer Services report and highlighted the following key elements:

- a) Redacted for confidentiality purposes.

5.7.2 The DCEO stressed that the Customer Services team do a large amount of work to avoid legal action in order to support customers as much as possible.

- 5.7.3 Following discussion, the Board noted the Customer Services Operations Report and approved the enforcement of the decree for eviction.

**Discussion points:**

1. Section 5 referrals and if there are a lot of problems related to this group.
2. Whether all evictions have to come to the Board – the GCEO advised that this has been the standard practice at GHA.

**Action notes:**

Following detailed discussion, the Board noted and approved the Customer Services report and the enforcement of the decree for eviction.

**For redaction:**

5.7.1.a

*At this point, the Chair advised that in relation to timing, the meeting will shortly exceed the standing orders and asked Members for approval to carry on the meeting. Members unanimously agreed.*

- 5.8 Board Annual Appraisal and Training Needs Analysis Report

- 5.8.1 Due to a technical issue with Board Effect, Members could not see the report. The GCEO advised that it will be presented instead at the next meeting.

**Discussion points:**

**Action notes:**

**For redaction:**

- 5.9 Updated Business Plans

- 5.9.1 The GCEO advised that the Updated Business Plans sent out in advance of the meeting are the outcome of the Boards Business Planning day in April 2025 and have not changed significantly.

- 5.9.2 The GCEO advised that the key performance indicators (KPI's) have been changed following the review by the Board.

- 5.9.3 The GCEO advised that some of the photographs have also been changed.

- 5.9.4 The GCEO advised that the Business Plans will be uploaded on to the Group's website and will be reviewed next year.

**Discussion points:**

1. Next year's Board Business Planning day and the option of an overnight event in order to include Risk Management and Board training.

**Action notes:**

Following discussion, the Board noted and approved the Updated Business Plans.

**For redaction:**

- 5.10 Customer Experience: Technical Improvements Review Report

- 5.10.1 The DCEO presented the Customer Experience: Technical Improvements Review report distributed in advance of the meeting and advised that it is a short overview of next steps relating to developing the Associations tenants/customer services.
- 5.10.2 The DCEO advised the key work strands will start being developed regarding communications, customers and finance.
- 5.10.3 The DCEO advised that the Board will be updated on progress on a quarterly basis.
- 5.10.4 The DCEO stated that the key focus is on developing an improved customer experience and culture, modernising the finance system and cross training staff.

**Discussion points:**

Following discussion, the Board noted the report.

**Action notes:**

**For redaction:**

5.11 Minute Taking Protocol

- 5.11.1 The GCEO presented the Minute Taking Protocol and advised that governance meetings are recorded on zoom and also handwritten notes are taken at meetings. The recordings are used when typing the minutes and deleted once the minutes are approved. This process has been independently reviewed and deemed to be robust.
- 5.11.2 The GCEO advised that the independent review identified that a minute taking protocol was not in place and recommended that this be developed.
- 5.11.3 The GCEO stated that Corporate Services benchmarked with other organisations to develop the protocol. The GCEO advised that the protocol is currently being followed for Governing Body meetings.
- 5.11.4 The GCEO discuss the layout of Board reports and the links to important information i.e. risk registers and annual assurance statement.
- 5.11.5 The GCEO advised that the Minute Taking Protocol will be included in the policy register and will therefore be reviewed periodically.

**Discussion points:**

1. Dissent by Board Members and whether to name the Board Member who has dissented. The Board agreed that the name of the Board Member should be included if there is dissent however the name redacted before being made public. The GCEO agreed to update the protocol accordingly.
2. A Member suggested that the protocol should be followed for 3 months and then reviewed again by the Board. The Board agreed.

**Action notes:**

Following discussion, the Board noted the Minute Taking Protocol and agreed to review it in 3 month's time.

**For redaction:**

**6.0 Any Other Competent Business**

- 6.1 Signing of Windows Contract by Chair
  - 6.1.1 The GCEO advised that the Chair was required to sign the Window Contract and presented the contract for signature, following which the Chair signed the contract.
- 6.2 RBS Commercial Banking Mandate for Approval
  - 6.2.2 The GCEO advised that the Group Finance Team Leader was required to be added to the RBS Commercial Banking Mandate and asked for approval to do so. The Board unanimously approved the addition to the mandate.
- 6.3 Redacted for confidentiality purposes.
- 6.4 Colin MacCallum, Interim Group Accountant
  - 6.4.1 The GCEO advised that although she has delegated authority to appoint directly, the Board should note for information that Colin MacCallum will be joining the organisation as Interim Group Accountant for 3 days per week over a 3-month period to look at financial planning and financial health.
- 6.5 Redacted for confidentiality purposes.

**Discussion points:**

**Action notes:**

Following discussion, the Board:

- a) Authorised the Chair to sign the Windows contract.
- b) Approved the addition to the RBS Commercial Banking Mandate.
- c) Noted the Mears Legal Action update.
- d) Noted the appointment of Colin MacCallum.
- e) Redacted for confidentiality purposes.

**For redaction:**

6.3, 6.5 and action note e.

*At this point the Chair asked the GCEO to leave the meeting.*

- 6.6 Redacted for confidentiality purposes.

**Discussion points:**

Redacted for confidentiality purposes.

**Action notes:**

Redacted for confidentiality purposes.

**For redaction:**

6.6 and action/discussion notes

**7. Date of Next Meeting**

- 7.1 The date of the next full Board meeting is Thursday 26 June 2025 at 6.00pm.

CHAIRPERSON'S SIGNATURE:

A handwritten signature in black ink, appearing to read "B. R. L. J. e". The signature is written in a cursive style with a small flourish at the end.

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