

**West of Scotland Housing Association
Minutes of the Board Meeting
Hybrid Meeting via Microsoft Teams and Camlachie Boardroom
Wednesday 27th August 2025**

<p>Present (In Person): Kelly Adams (Chair), Michael Sozansky, Morag Kilbride, Lynsey Hamilton, Jim Williamson, Kenneth Fee, Graeme Middleton (from item 3), Sandra Hughes (Observer), James Edgar Wilson (Observer), Rehana Faqir (Observer)</p> <p>Present (Online): George Kpodo, Alison Calder (from item 8), Ian Lever (Altair Systems – until item 3)</p> <p>In Attendance (In person): Simon Fitzpatrick (CEO), Jennifer Cairns (Director of Corporate Services), Valerie Wilson (Director of Finance), Robert Campbell (Director of Housing & Community Services), Karen Shaw (Director of Development & Asset Management)</p> <p>Apologies: Paul MacNeil, Ann Reid</p> <p>Michael Sozansky advised that he would be Chairing the meeting until the Chair arrived.</p> <p>Michael Sozansky informed the meeting that there were three observers attending the meeting – Sandra Hughes, James Edgar Wilson and Rehana Faqir. He read out a short biography for each of them.</p> <p>Everyone at the meeting introduced themselves.</p>	
<p>Disclosure of Interests There were no declarations of interest.</p>	
<p>1. Minutes of the Previous Meeting The minutes of the previous meeting of 25th June 2025 were approved as a true and accurate record of the meeting. They were proposed by Jim Williamson and seconded by Kenneth Fee.</p>	Approved
<p>2. Matters Arising The Board noted there were no matters arising.</p>	Noted
<p>3. IT Systems Review Graeme Middleton joined the meeting at this point.</p> <p>The Director of Corporate advised that Altair had been commissioned to carry out a review of our core systems. The review focused on our Housing Management System (Civica CX,</p>	

Asset Management System (Asset Pro) and our Finance System (Civica Financials). The purpose of the review was to assess these systems and determine whether they were fit for purpose and if not what further development was required.

Ian Lever from Altair attended the meeting to give a presentation on the findings of the review.

He advised that there were issues with the relationship with Civica, functionality of the systems. Integration of the systems is also an issue.

He advised that Civica CX is a well-used system in the sector and overall has been embedded well in the organisation but there are some outstanding issues that require to be resolved.

Civica financials is a more traditional system. Issues have been raised but are not being dealt with. He advised that Civica have been brought to task regarding this and the issues are now being dealt with.

He outlined that there are integration issues with Asset Pro.

Ian Lever advised the Board that Civica CX Housing Management will support us for the next few years. Altair are continuing to monitor the situation on our behalf and will continue to liaise with Civica. He also advised that there is a need for additional training on the product.

With regard to Civica Financials there are signs of improvement in the use of this system.

Ian Lever advised that the Association should retain the systems but within the next six months should look at an alternative asset management system. We should also consider migration of the Housing Management System to a cloud based system.

Kenneth Fee asked what weight should be attributed to the comments that are in the report and also what are the key user problems at the moment and how do we address them.

Ian Lever advised that the comments are from users of the systems. The key user problems are integration, not getting all the information on a single person on the one screen. The systems are click heavy which results in clicking to several screens to get to the information.

<p>Kenneth Fee asked how big a problem was it for Housing Officers being tied to their desks and not being able to go mobile.</p> <p>The Director of Corporate Services advised that our next project would be using CX mobile which will be implemented next year.</p> <p>Kenneth Fee asked what the timescale is for looking at other systems and cloud base.</p> <p>The Director of Corporate Services advised that the Civica contract is up in October 2026 and we will consider moving to a cloud based system as part of procurement process.</p> <p>The Board noted the contents of the report and approved the Altair recommendations.</p> <p>The Board thanked Ian Lever for his presentation.</p> <p>Ian Lever left the meeting at this point.</p>	<p>Noted & Approved</p>
<p>4. Annual Accounts</p> <p>The Director of Finance presented the financial accounts for the year ended 31st March 2025.</p> <p>She advised that the audit was complete and that the auditors had attended the Audit Sub-Committee earlier in August to present the accounts. The auditors had also met with the Sub-Committee without the staff present. A number of points were noted at this meeting and these have now been incorporated into the version being presented at this meeting.</p> <p>The Director of Finance informed the Board that the turnover had risen from £27.6m to £27.9m and this is due to a change in the lease agreement for MMR properties and also additional grant income that we have received.</p> <p>The expenditure has increased from £24.7m to £26m. This is £1.5m over budget which is due to the repairs costs. The interest payments are below budget which is due to delayed drawdowns.</p> <p>The Management Accounts presented in May show slight variances from the final accounts but this is due to timing differences.</p> <p>The Director of Finance advised that the Audit Sub-Committee have scrutinised the accounts.</p>	

<p>The Board approved the following recommendations:-</p> <ul style="list-style-type: none"> • Approved the financial statements for 2024/25. • Approved the letter of representation. • Delegated the signing of the financial statements to the Chair, Chair of Audit Sub-Committee and Company Secretary. • Delegated signing of the Letter of Representation to the Chair. 	<p>Approved</p>
<p>5. Treasury Management Report The Director of Finance presented this report.</p> <p>She advised that the Treasury Management Policy is reviewed every year in August.</p> <p>The key changes to the policy are that the Money Laundering Reporting Officer (MRLO) is the Finance Manager rather than the Director of Finance and that the maximum balance which can be held in any one banking institution is increased from £2m to £2.5m.</p> <p>The Audit Sub-Committee reviewed this at their meeting in August and recommended it for approval to the Board.</p> <p>The Board approved the revised Treasury Management Policy and noted that the next review will take place in August 2026.</p>	<p>Approved</p>
<p>6. Review of Financial Regulations The Director of Finance presented this report.</p> <p>She advised that the Financial Regulations are reviewed every year in August. The Regulations were presented to the Audit Sub-Committee at their meeting in August and they recommended that they be approved by the Board.</p> <p>There were a number of amendments and these reflect current practice.</p> <p>The key change is the increase in the number of signatories from 5 to 6 and this is to incorporate the wider leadership team.</p> <p>The Board approved the revised Financial Regulations.</p>	<p>Approved</p>
<p>7. AGM Report The Director of Corporate Services presented this report.</p> <p>She advised that the reports gives the Board information on the procedures for the AGM. As the AGM forms part of our all day 60th</p>	

<p>Anniversary event the meeting will be in person only and not hybrid as in previous years. The notice has been sent to all members advising them of when the AGM will be held.</p> <p>As part of the Rules the Board must be assured of the effectiveness of any Board member who has been on the Board for a period of nine years and is seeking re-election. Kelly Adams has now been on the Board for nine years.</p> <p>Kelly Adams left the meeting at this point.</p> <p>The Board agreed that Kelly Adams is able to demonstrate continued effectiveness.</p> <p>Kelly Adams rejoined the meeting at this point.</p> <p>The Board noted the contents of this report and approved the continued effectiveness of Kelly Adams.</p>	<p>Noted & Approved</p>
<p>8. This item is confidential</p>	
<p>9. Novation of Bank Account</p> <p>The Director of Finance presented this report.</p> <p>She explained that WSHA transferred the factoring service to WL on 1 April 2023. Despite several attempts to get owners to change their banking details to the new WL bank accounts, some owners are still paying into the WSHA – Factor Account.</p> <p>In order to solve this problem we require to novate the WSHA Factor account to WL. The WL Board approved this at their meeting on 7th August. The transfer date will be 1st September if this is approved at the meeting today.</p> <p>The Board approved the transfer from WSHA to WL of the WSHA Factor Account and also authorizes the executive team, as account signatories, to sign the Account Novation Agreement.</p>	<p>Approved</p>
<p>10. Disposal of Properties</p> <p>The Director of Development & Asset Management presented this report.</p> <p>She advised that we are seeking to dispose of four properties at 36 and 61 Main Street, Kilsyth. Two of the properties are currently vacant and two are occupied. This is due to a lack of engagement with owners with regards to common repairs and in particular repairs to the roof. She informed the Board that in line with our</p>	

<p>consolidation strategy all four properties meet the criteria due to the amount of investment needed.</p> <p>Jim Williamson asked how long we have had the properties.</p> <p>The Director of Development & Asset Management advised that we have had them for 26 years.</p> <p>The Board approved the disposal of four properties at 61 and 36 Main Street and also agree to actively market and sell 61 Main Street 1/1 and 36 Main Street 1/2 and market the subsequent properties once they become vacant.</p>	<p>Approved & Agreed</p>
<p>11. Board Brief The CEO presented this report.</p> <p>He advised the Jim Williamson had agreed to take on the position of Vice-Chair following the AGM.</p> <p>The Board approved this.</p> <p>He advised that there had been a 65% response from staff with regard to the staff engagement survey. There has been an improvement in the results compared to the previous year. He outlined the key improvement areas.</p> <p>A report on the AI Policy and Framework Review will come to the Board meeting in October.</p> <p>The Director of Development & Asset Management gave an update on the Dalsholm Road project.</p> <p>The Board noted the rest of this report.</p>	<p>Approved</p> <p>Noted</p>
<p>12. Management Accounts The Director of Finance presented the management accounts for the 1st quarter up to 30 June 2025.</p> <p>She advised that there is a surplus of £211,000 compared to a budgeted figure of £234,000. Since this report was circulated the surplus has increased to £531,000 which is a result of the major repairs costs being wrongly coded and now underbudget</p> <p>The income is £128,000 over budget which is a 2% increase. £100,000 of this relates to an arrears issue in the financial statements.</p> <p>Interest is under budget by £126,000. The void repair costs are over budget. Kelly Adams asked if staff had been aware of the void spend accruals. The Director of Housing & Community Services</p>	

<p>advised that they had partly been aware and explained what has been put in place to avoid this recurring, including Internal Audit reviewing Void Management in November.</p> <p>The Director of Finance informed the Board that we are fully covenant compliant.</p> <p>There is a cash balance of £2.6m at the end of the quarter.</p> <p>The Board noted the management accounts for the period up to 30 June 2025.</p>	Noted
<p>13. KBOs & Performance Update The CEO presented this report.</p> <p>He advised that the KBOs are on target and the performance is very good.</p> <p>The Board noted the contents of this report.</p>	Noted
<p>14. Risk Management Report The Director of Corporate Services presented this report.</p> <p>She advised that this report gives an overview of the Association's risk register. There has been one change to the risk score since the last report. This relates to the "fail to have effective governance arrangements in place" due to the tenant board vacancies. This score may change once the vacancies are filled.</p> <p>The report also gives an update in respect of high level operational risks and our risk management activity for our subsidiaries.</p> <p>The Board noted the contents of this report.</p>	Noted
<p>15. Secretary Report The Director of Corporate Services presented this report.</p> <p>The Board noted the contents of this report.</p>	Noted
<p>16. H&S Report The Director of Corporate Services presented this report.</p> <p>She advised that with regard to the asbestos incident the report indicated that there was no risk to the tenant. Further training issues has now taken place, and the Asbestos Policy and Management Plan will be reviewed by the end of September.</p> <p>The Board noted the contents of this report.</p>	Noted

<p>17. Staffing Sub-Committee Report</p> <p>The Director of Corporate Services presented this report.</p> <p>The report provides a summary of the activities undertaken by the Staffing Sub-Committee throughout the year.</p> <p>The Board noted the contents of this report.</p>	Noted
<p>18. Subsidiary Report</p> <p>The Director of Corporate Services presented this report.</p> <p>She advised that the recovery of the factoring arrears is being passed temporarily to the Income Max Team who will deal with this as they have the experience in arrears recovery.</p> <p>The Board noted the contents of this report.</p>	Noted
<p>19. DAMSC Annual Report</p> <p>The Director of Development & Asset Management presented this report.</p> <p>She advised that the report gives an overview of the work of the Development & Asset Management Sub-Committee over the past year.</p> <p>The Board noted the contents of this report.</p>	Noted
<p>20. Resolutions</p> <p>The Board noted the contents of the report.</p>	Noted
<p>21. Notifiable Events</p> <p>The Board noted the contents of the report.</p>	Noted
<p>22. Group Information</p> <p>The Board noted the notes of the Staff Consultation Group.</p>	Noted
<p>AOCB</p> <p>The CEO advised the Board that he had been invited to a meeting regarding a possible transfer of engagement. He informed the Board that there was a very high risk attached to this organisation. A note of interest in the next stage of the TOE has been submitted.</p>	
<p>Review of Meeting</p> <p>There had been good discussions about the key agenda items.</p> <p>The meeting ended at 19.35 pm.</p>	
Date of Next Meeting – 16th September 2025	

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