

West of Scotland Housing Association
Minutes of the Board Meeting
Hybrid Meeting via Microsoft Teams and Camlachie Boardroom
Wednesday 25th June 2025

<p>Present (In Person): Kelly Adams (Chair), Jim Williamson, Ann Reid, Lynsey Hamilton, Ken Fee, Alison Calder</p> <p>Present (Online): George Kpodo – until 7.30 pm</p> <p>In Attendance (In person): Simon Fitzpatrick (CEO), Jennifer Cairns (Director of Corporate Services), Valerie Wilson (Director of Finance – until 7.40 pm), Robert Campbell (Director of Housing & Community Services – until 7.40 pm), Alistair Reid (Customer Services Team Leader – until item 3), Ena Hutchison, Margaret Storrie, Barbara McGarrie, James McLaughlin (All members of TAG – until item 3).</p> <p>Apologies: Graeme Middleton, Morag Kilbride, Michael Sozansky</p> <p>The Chair advised that James Reid had tendered his resignation from the Board with immediate effect.</p>	
<p>Disclosure of Interests There were no declarations of interest.</p>	
<p>1. Minutes of the Previous Meeting The minutes of the meeting of 28th May 2025 were approved as a true and accurate record. They were approved by Lynsey Hamilton and seconded by Kenneth Fee.</p>	Approved
<p>2. Matters Arising The Board noted the contents of this paper.</p>	Noted
<p>3. TAG Annual Report The Customer Services and Engagement Team Leader gave a presentation on the TAG Annual Report.</p> <p>He outlined what the role of the Tenant Advisory Group is. He advised that over the last year the group have worked on the Corporate Business Plan and rent consultation, tenant scrutiny around repairs activity, policy and strategy reviews, assurance statement, review of community and support services and the annual satisfaction survey results and action plan. Their priorities for the year ahead are the new customer engagement strategy, scrutiny activity on ASB procedures, focus on increasing</p>	

<p>membership, stock tour, agreeing consultation plans for each review and a visit to other resident groups.</p> <p>The Board noted the contents of the report and thanked the members of the Tenant Advisory Group for their attendance at the meeting and all the work that they have carried out over the year.</p>	Noted
<p>4. IT Systems Review – Altair</p> <p>The Director of Corporate Services advised that this report will now go to the August Board meeting due to Altair being unable to present the report.</p>	
<p>5. Review of Customer Engagement Strategy</p> <p>The Director of Corporate Services presented this report.</p> <p>She advised that the strategy was reviewed in 2021 and is now due for review again.</p> <p>We have worked with TAG on this and carried out a tenant consultation on the review of the strategy and the feedback received from tenants has been incorporated into the proposed changes.</p> <p>The Director of Corporate Services advised that the key objectives of the strategy have not changed but we will continue to build on them and focus on other areas. We will improve accessibility to ensure that tenants can engage with us whenever it suits them.</p> <p>We will also look at other ways of engaging with tenants who do not regularly engage with us. We engage quite a lot with tenants across Glasgow and Lanarkshire but will also ask tenants in Ayrshire for their views on how to best engage with them.</p> <p>The Director of Corporate Services advised that an action plan is included in the strategy for the next year. The Director of Corporate Services will monitor the progress with the action plan and the Board will be provided with a report on this in June 2026.</p> <p>We have also developed customer communication and engagement plans for each of our subsidiaries which outlines how we will communicate and engage with them and how we will measure the success of the plans.</p> <p>The Board discussed and approved the revised Customer Engagement Strategy.</p>	Approved
<p>6. Loan Portfolio</p> <p>The Director of Finance presented this report.</p>	

<p>She advised that the Association is required to submit the Loan Portfolio annually to the SHR by 30 June. The figures are the same as the loan figures that were previously reported to the Board as part of the Q4 management accounts.</p> <p>The Director of Finance advised that the SHR uses this information as part of their risk review.</p> <p>George Kpodo asked how we ensure sufficient cashflow to service our debt.</p> <p>The Director of Finance advised that we include cashflow projections annually when we do the Corporate Business Plan, 5, and 30 year financial plans to make sure we can service our borrowing on an annual basis and can repay our loans and that we don't overspend to ensure we can invest sufficiently in our homes.</p> <p>George Kpodo asked what the Board's plans were to manage our loan portfolio.</p> <p>The Director of Finance advised that following the approval of the Treasury Management Strategy at the April Board meeting, we are going out now to speak to lenders about future funding. We will also make sure that the level of fixed rate borrowing is in line with our treasury policy which is being reviewed this year. Our Treasury Policy will also be reviewed later this year.</p> <p>The Board approved the Loan Portfolio return and authorised the Director of Finance to submit the return by 30 June 2025.</p>	<p>Approved & Authorised</p>
<p>7. Board Annual Review Report</p> <p>The Director of Corporate Services presented this report.</p> <p>She advised that the report provides an overview of the Annual Reviews that were recently carried out and the proposals for succession planning.</p> <p>The report gives details of the key themes of the annual review process. All Board members were positive about WSHA governance and commented that the Board operates well. They are happy with the quality of information being presented and the way the meetings are Chaired.</p> <p>Training sessions will be arranged for the various topics that were brought up at the reviews. Board members were reminded that they should complete their e-learning modules.</p>	

There are currently four tenant board member vacancies. The turnover of tenant board members continues to be an issue and this is a challenge throughout the sector. There has been a good response to the adverts and interviews will be arranged in the coming weeks for potential board member. It was suggested that the buddy system could be reintroduced for new Board members. It was also suggested that as part of the recruitment process we could hold information sessions which may help with the retention.

Kelly Adams commented that Board members feel that the governance is good and this is about improvement and development.

It was proposed that pre board meetings could be started up again so that Board members could meet before the meetings started. Members agreed this would be a good idea and that we could start it after September's AGM.

The Director of Corporate Services then went on to discuss the succession planning considerations following the updated SFHA guidance which had been previously reported to the Board. There was a discussion around a maximum term for co-optees and the rotation of Sub-Committee membership. It was agreed that co-optees would not serve any longer than our rules for appointed Board members.

Alison Calder commented that it made sense to stay on the sub-committee where the expertise is.

As part of the review process Board members were asked whether they were interested in being re-elected or if they were interested in becoming an Office Bearer.

Kelly Adams will step down as Chair in September this year and Michael Sozansky has agreed to be Chair subject to appointment at the AGM. Alison Calder has advised that she is stepping down as Vice-Chair with immediate effect and Michael Sozansky will take on the Vice-Chair role until he becomes Chair and therefore we will require a new Vice-Chair from September. Kelly Adams will become interim Vice-Chair from September as no one else had expressed an interest in this. If anyone is interested in becoming Vice-Chair then they should speak to Kelly.

With regard to Sub-Committee succession planning, Graeme Middleton will become Chair of DAMSC and Kelly Adams will become Chair of the Audit Sub-Committee.

**Noted &
Approved**

<p>The Board approved the following recommendations:-</p> <ul style="list-style-type: none"> (i) Noted and discussed the contents of the report. (ii) Approved the proposed improvement actions. (iii) Discussed the Succession Planning considerations. 	
<p>8. Review of Willowacre Trust and WSHA SLA</p> <p>The Director of Corporate Services presented this report. She advised that the joint service level agreement between Willowacre Trust and West of Scotland Housing Association was last updated in 2021 and is therefore due for review.</p> <p>The Director of Corporate Services outlined the proposed changes to the service level agreement to ensure that it reflects current practice.</p> <p>George Kpodo asked if information on sustainability and other factors related to support provided/outcomes for our tenants/communities can be reported to the Willowacre Trust Board.</p> <p>The Director of Corporate Services advised that this type of information is included in the reports that go to the WT Board and we will consider how this information can be communicated to WSHA Board.</p> <p>The Board approved the revised Service Level Agreement between Willowacre Trust and West of Scotland Housing Association.</p>	<p>Action</p> <p>Approved</p>
<p>9. Board Brief</p> <p>The CEO presented this report.</p> <p>He advised that we had recently reviewed our Community Benefit Policy and outlined the main changes to the policy.</p> <p>The Board approved the revised Community Benefit Policy.</p> <p>Following a recruitment campaign for new board members for the WT Board we have two potential new members. The CEO gave a short bio on each of the new members and advised they had observed the most recent WT meeting alongside an interview with the Chair of WT board.</p> <p>The Board approved the appointment of Michael Gillespie and Ralph Bennett-Richards to the WT Board. They will then be appointed by the WT Board at their next meeting in August.</p>	<p>Approved</p> <p>Approved</p>

<p>The CEO advised that Jonathan McCarthy had been appointed Development & Projects Manager.</p> <p>The Director of Housing & Community Services informed the Board that WT had been successful in obtaining grant funding for The Upstream Homeless Prevention Fund and the Independent Age – Boosting Advice programme.</p> <p>The Board noted the rest of this report.</p>	<p>Noted</p>
<p>10. Growth Report The CEO presented this report.</p> <p>He advised that the purpose of the report was to provide the Board with an update on our development of a plan for growth to deliver the KBO “Implement a Growth Plan though optimising use of our subsidiaries”.</p> <p>He advised that we have approached our growth from a different perspective and focused on sustainable growth. He informed the Board of what we consider sustainable growth to be.</p> <p>He advised that any risks around growth will be assessed against any pressures it may cause on the services we provide for tenants.</p> <p>The Board will receive a further report on this in August.</p> <p>He advised that the CMT will develop a plan on sustainable growth and will update the Board regularly.</p> <p>Jim Williamson asked if factoring was making money. The Director of Finance advised that it was making a profit. The CEO advised that there remains a risk around recovery of debt.</p> <p>The Board noted the approach taken to developing our plan for sustainable growth.</p>	<p>Noted</p>
<p>11. KBO Update The CEO presented this report.</p> <p>He advised that all the actions in the six key business objectives have now been completed apart from three.</p> <p>He then went on to outline the key highlights of the year.</p> <p>The Board noted the contents of this report.</p> <p>The Director of Housing & Community Services and Director of Finance left the meeting at this point.</p>	<p>Noted</p>

<p>12. Annual Complaints Report The Director of Corporate Services presented this report.</p> <p>She advised that this report provides an update on how we have managed complaints over the last year and that more detail is included in this report.</p> <p>We received a total of 204 complaints in the year, 181 were Stage 1 and 23 were Stage 2. This has increased from 181 complaints the previous year. The largest number of complaints received was 89 and these related to day-to-day repairs. 48 complaints were received about estate management but this was a reduction from last year.</p> <p>The Director of Corporate services advised that we have now completed all actions from the SPSO Complaints Improvement Framework Action Plan.</p> <p>Jim Williamson asked how much longer Everwarm will be in place. The Director of Corporate Services advised that they are in contract until March 2026. We are currently looking at procurement framework options.</p> <p>The Board noted the contents of this report.</p>	<p>Noted</p>
<p>13. Annual Customer Care Report The Director of Corporate Services presented this report.</p> <p>She advised that this is the first time we have presented an annual report on the customer care charter. The Board have been given quarterly reports on this. The report will be issued to tenants and staff.</p> <p>The Director of Corporate Services went on to outline the changes that have been made to the customer care charter.</p> <p>The Board noted the contents of this report and also approved the sharing of the results with our tenants.</p>	<p>Noted & Approved</p>
<p>14. Annual Learning & Development Report The Director of Corporate Services presented this report.</p> <p>She advised that this report provides an overview of the learning and development activities over the past year.</p> <p>The Director of Corporate Services informed the Board that following a review of our learning and development approach we are looking to move from a traditional training-based approach to the 70/20/10 model. An update will be provided on this at the Staffing Sub-Committee meeting in August.</p>	

The Board noted the contents of this report.	Noted
<p>15. Digital & IT Strategy Annual Report</p> <p>The Director of Corporate Services presented this report.</p> <p>She advised that the Digital & IT Strategy was approved by the Board in March 2024 and that this is the first annual report and reports on the progress made with the Year 1 action plan. 75% of the actions that were due to be implemented have now been completed. Any actions that have not been completed or are in progress have been added to the Year 2 Action Plan.</p> <p>The Director of Corporate Services then went on to outline key areas of achievement that have been made with regard to cyber security, staff satisfaction, system development and provider relationships.</p> <p>An internal audit had been carried out on our Digital & IT Strategy and we received a substantial assurance for both design and operational effectiveness.</p> <p>The Board noted the contents of this report.</p>	Noted
<p>16. Resolutions</p> <p>The Board noted the contents of this report.</p>	Noted
<p>17. Notifiable Events</p> <p>The Board noted the contents of this report.</p>	Noted
<p>18. Group Information</p> <p>The Board noted the following information:-</p> <p>DAMS Minutes – 07.03.25 TAG Minutes – 07.05.25 Staff Consultation Group Minutes – 08.05.25 Staffing Sub-Committee Minutes – 07.05.25 Audit Sub-Committee Minutes – 14.05.25 WT Board Minutes – 20.05.25</p>	Noted
<p>AOCB</p> <p>The CEO advised that a call had been received from a tenant on Friday regarding damage to a wall with artex which may contain asbestos. An inspection is being carried out on Friday of this week to establish if there is asbestos and remedial work will start. Three other properties in the area also have artex on the walls and inspections will be carried out on them as well.</p>	

A further update will be given at the next meeting in August. This may be a notifiable event depending on the outcome of the inspections.	
Review of Meeting The meeting had gone well. The meeting ended at 20.10 pm.	
Date of Next Meeting – 27th August 2025	