

CLYDESDALE HOUSING ASSOCIATION LIMITED

Minute of the Management Committee meeting held in the Association's office and via Video Conferencing on Wednesday the 1st of October 2025 at 18:30 (being the re-arranged meeting originally scheduled for 25 September 2025)

Present: Claire McGraw (Teams)
Deborah Hay (Teams)
Gabrielle McElhinney
Iona Taylor (Teams)
Jacqueline McCutcheon
John Lockhart
Jonathan Main (Teams)
Ken Greenshields
Lesley McDonald (Teams)
Ruth McElhinney (Teams)

A quorum was achieved.

In Attendance: The Chief Executive (CEO)
Finance Manager (FM)
Housing Manager (HM)
Elizabeth Miller, Corporate Services Officer (CSO) minute

1. Appointment of Office Bearers

The CEO welcomed everyone to the meeting and advised that they would chair the meeting until the appointment of the Chairperson.

Appointment of Chairperson

The CEO asked Committee for nominations for the position of Chairperson. They made Committee aware that although not at the meeting Hazel Galbraith had noted their interest in continuing in the position of Chairperson. There were no other candidates for the position.

- In accordance with the Association's Standing Orders, Management Committee appointed Hazel Galbraith as Chairperson for the next 12-month period.

The CEO advised that in the absence of the Chairperson they would continue to chair the meeting until the appointment of the Treasurer.

Appointment of Vice Chairperson

The CEO asked Committee for nominations for the position of Vice Chairperson. They made Committee aware that although not at the meeting Agne Zasinaite had noted their interest in continuing in the position of Vice Chairperson. There were no other candidates for the position.

- In accordance with the Association's Standing Orders, Management Committee appointed Agne Zasinaite as Vice Chairperson for the next 12-month period.

Appointment of Secretary

The CEO asked Committee for nominations for the position of Secretary. Jonathan Main noted their interest in the position of Secretary This was seconded by Management Committee members in attendance at the meeting. There were no other candidates for the position.

- In accordance with the Association's Standing Orders, Management Committee appointed Jonathon Main as Secretary for the next 12-month period.

Appointment of Treasurer

The CEO asked Committee for nominations for the position of Treasurer. John Lockhart noted their interest in continuing in the position of Treasurer. This was seconded by Management Committee members in attendance at the meeting. There were no other candidates for the position.

- In accordance with the Association's Standing Orders, Management Committee appointed John Lockhart as Treasurer for the next 12-month period.

Committee agreed that John Lockhart chair the remainder of the meeting.

2. Apologies

Apologies were received from Agne Zasinaite, Brian McNally, Gillian Anderson, Hazel Galbraith, & Ross Gowland.

3. Previous Meeting Minutes & Matters Arising

The minute of the Committee meeting held on the 27th of August 2025 was checked for accuracy.

As per section 62 of the Association's rules, the Chairperson authorised the CSO to insert their electronic signature to the amended minute as conclusive evidence that the minute of the meeting held on the 27th of August 2025 are a true record of the proceedings at that meeting.

Matters Arising.

There were no matters arising.

Agreement on Items for A.O.C.B.

The Chair asked Committee and staff if they had any other competent business to discuss at agenda item 16. There were no items to discuss under A.O.C.B.

4. Conflicts of Interest

There were no conflicts of interests.

5. Notifiable Events

The CEO presented the report to the Committee, advising that CHA must tell the Scottish Housing Regulator (SHR) about any material, significant or exceptional issue, event, or change within the organisation and how CHA intends to deal with it.

They made Committee aware the CHA is also required to provide them with a reasonably detailed explanation as to why a significant change has been implemented.

The CEO confirmed that there are currently no notifiable events to report, nor are any anticipated

- i) Committee considered the report
- ii) Committee agreed that the actions of the Association have been satisfactory in relation to Notifiable Events and for assurance and oversight purposes.

6. Actions from Previous Meetings

The CEO presented the report to Committee. They advised that the purpose of the report is to ensure that items identified for action at Management Committee and Audit Sub-Committee meetings are a) followed up on, and b) reported to Committee to confirm the follow up. The CEO advised they had nothing further to add to the report content.

- i) Committee considered the Actions from Previous Meetings Report and agreed progress is satisfactory.

7. Health & Safety

The CEO told Committee that the purpose of this report is to update Management Committee on Health & Safety at Work activity and present the Health & Safety Policy Statement for Approval. They advised there were no updates to report's content.

- i) Committee considered the Health & Safety Update Report and agreed progress is satisfactory.
- ii) Committee approved the Health & Safety Policy Statement.

8. Governance Issues

8.1 Code of Conduct – Annual Signing

The CEO told Committee that the purpose of this item was to provide Committee with an update on Committee members annual signing of the Code of Conduct for Governing Body Members (the Code) confirming that they will uphold the requirements of the Code.

The CEO thanked those Management Committee Members who had responded positively to the survey confirming their agreement and acceptance of the Code.

- i) Committee agreed that the content of the report provided sufficient information for assurance and oversight purposes that CHA complies with Regulatory Standards and its Rules.

8.2 Sub-Committee Membership

The CEO told Committee that the purpose of report is for Management Committee Members to consider membership of the Association's Sub-Committee to achieve a preferred minimum number of 5 Members for each. The CEO also provided a summary of each Sub-Committee's remit. Committee discussed:

- Membership of the Audit & Risk Sub-Committee – It was agreed that the membership of this sub-committee remain unchanged: John Lockhart, Gillian Anderson, Lesley McDonald, Brian McNally, Gabrielle McElhinney and Hazel Galbraith. Claire McGraw was also appointed to the sub-committee.

Management Committee reappointed John Lockhart as Chair of the Audit and Risk Sub-Committee.

- Membership of the Staffing Sub-Committee – It was agreed that the membership of this sub-committee would remain unchanged: Jacqueline McCutcheon, Gillian Anderson, Hazel Galbraith, Ruth McElhinney and Agne Zasinaite. Jonathan Main was also appointed to the sub-committee.
- Management Committee reappointed Jacqueline McCutcheon as Chair of the Staffing Sub-Committee.

- i) Committee considered current and future membership of each Sub-Committee to achieve a preferred minimum number of 5 Members for each.
- ii) Committee agreed the membership of each Sub-Committee as noted in the minute.

8.3 Committee Training Plan

The CSO informed the Committee that the purpose of the report was to provide a summary of training activities undertaken between 1 April 2025 and 16 September 2025, along with details of upcoming and planned training. The report also included training that has been agreed upon, based on recommendations from Management Committee members and outcomes from the annual one-to-one meetings. Committee discussed:

- Management Committee Appraisal Training: The CSO noted that the Management Committee appraisal training took place on 2 April 2025. They advised that the training activities section of the report would be updated to reflect the completion of this session and to record the attendees.
- Independent Learning Statements (ILS): It was noted that some newer Committee members did not yet have an ILS, as they did not participate in appraisals due to ongoing induction training. The CSO advised that a blank copy of SHARE's ILS would be sent to those members.

- i) Committee considered and agreed that sufficient progress has been made in relation to Regulatory Standard 6 – Guidance 6.2.

8.4 Exercise of Delegated Authority

The CEO told Committee that the purpose of report is to give details on the Association's adherence to the Scheme of Delegated Authority contained within the Standing Orders. The CEO gave Committee an overview of the report content and advised they had no further updates to report.

- i) Committee reviewed the report and agreed that it provided a sufficient level of assurance and oversight on the level of adherence to the Scheme of Delegated Authority contained in CHA's Standing Orders.

8.5 Annual Returns 2025

- **Office of the Scottish Charity Regulator (OSCR)**
- **Financial Conduct Authority (FCA)**

The CEO informed the Committee that the purpose of the report was to provide a copy of the completed 2025 Annual Returns submitted to OSCR and the FCA. The CEO thanked the Committee for approving the report recommendations electronically, following the postponement of the meeting originally scheduled for 24 September 2025.

They confirmed that the submissions to both regulatory bodies had been completed within the designated timescales.

- i) Committee had noted the content of the report and the 2025 Annual Returns to OSCR and the FCA.
- ii) Committee had electronically approved, prior to the meeting, the submission of the 2025 Annual Returns to OSCR and the FCA and noted that the submissions were made in accordance with the designated timescales.

9. Strategy Reports

9.1 2025/2028 Business Plan Progress

The CEO told Committee that the purpose of report is to provide Committee with the progress made against the Strategic Objectives contained in the 2025/28 Business Plan.

The CEO provided the Committee with an overview of the progress made on the 2025–2028 Business Plan by the DCE, HM, and staff during their weekly meetings. They advised that a more in-depth review of the ongoing work and future plans would be discussed at the Business Planning event, scheduled for Saturday, 4 October 2025, via Teams

- i) Committee noted the content of the verbal report.

9.2 Risk Management

The CEO presented the report to the Committee, advising that its purpose was to identify, measure, and report on activities for controlling the strategic and operational risks facing the Association. They noted that the risk maps and logs had been discussed at the Audit & Risk Sub-Committee meeting held on 27 August 2025

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| i) | Committee considered the report and the risk management documents and agreed that CHA's arrangements for risk management are acceptable. |
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9.3 Asset Management Strategy

The CEO presented the report in the DCE's absence. They told Committee that the purpose of report is to provide a summary on performance against the priorities set in the 2023/2026 Asset Management Strategy progressed in 2023/2024 as of the 24th of September 2025. The CEO told Committee that they had no further updates to the report content. Committee discussed:

- Page 1 – Improve SHQS Compliance, Number of Abeyances: The CEO advised that the number of abeyances has decreased from 11 to 6. They informed the Committee that the Technical Services team contacts tenants who have previously refused major works periodically to determine whether they are considering having the work carried out in the current financial year.

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| i) | Committee discussed and agreed that progress against the priorities is satisfactory. |
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9.4 Workforce Planning

The CEO informed the Committee that the purpose of the report was to provide an update on workforce planning actions designed to support service delivery and the implementation of the 2025–2028 Business Plan. They advised that staff would provide the Committee with an update on the Employee Engagement training and the progress made at the Business Planning event on Saturday, 4 October 2025.

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| i) | Committee noted the content of the report and agreed progress in workforce planning has been satisfactory. |
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Iona Taylor joined the meeting at 18:52 via Teams

9.5 Tenant Participation Strategy

The HM told Committee that the purpose of report is to present a reviewed version of the Association's Tenant Participation Strategy Action Plan for approval and review the current proposed engagement plan with tenants and customers for the year 2025/2026. They advised they had no updates to the report content. Committee discussed:

- Methods used to consult with tenants.

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| i) | Committee considered the report and the reviewed version of the Tenant Participation Strategy Action Plan and Engagement Plan and agreed they are appropriate and fit for purpose. |
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9.6 Tenancy Sustainment Strategy Update

The HM told Committee that the purpose of report is to report on progress made against activities contained within the Associations Tenancy Sustainment Strategy that was implemented in March 2023. The HM gave Committee an overview of the report content and advised they had no further updates to report.

- i) Committee considered this report and the Tenant Sustainment Action Plan.
- ii) Committee agreed that progress against the Tenancy Sustainment Action Plan has been satisfactory.

9.7 Stakeholder Communication Plan.

The CEO told Committee that the purpose of report is to give Committee details of the stakeholder analysis conducted as part of the 2025/28 business planning process and sets out progress made against the stakeholder communications plan. They told Committee that they had no further updates to the report content.

- i) Committee considered the stakeholder communication plan.
- ii) Committee agreed that progress against the stakeholder communication plan has been satisfactory.

10. Annual Treasury Management Report

The FM informed the Committee that the Treasury Management Policy requires an Annual Treasury Management report to be prepared, summarising loan and deposit movements in the preceding financial year and confirming:

- Covenant compliance at the financial year-end
- Compliance with the Treasury Management Policy
- Submission of all required reports and returns to SHR and lenders
- Any relevant internal audit reports

They advised that the report is presented to the Committee during the first half of each financial year, and prior to Management Committee consideration of the Statement of Internal Financial Control and the SHR Assurance Statement.

The FM then provided the Committee with a summary of treasury activity throughout the previous financial year.

- i) Committee noted the content of the report.

11. Policy Reviews

11.1 Whistleblowing

11.2 Fraud & Corruption

11.3 Anti-Bribery

11.4 Internal Audit

The CEO presented the report covering agenda items 11.1 and 11.4, providing the Committee with a summary of the proposed non-substantive changes to the relevant policies for consideration and approval.

The CEO confirmed that the report provided assurance that CHA's policies in these areas remain current, aligned with relevant guidance, and compliant with applicable legislative and regulatory requirements.

- i) Committee considered the Whistleblowing, Fraud & Corruption, Anti Bribery & Internal Audit policies and approved the final versions without amendment.

- ii) Committee agreed that the above policies provide satisfactory assurance that CHA has up to date policies in these areas that reflect guidance and comply with legislative and regulatory requirements.

12. Customer Experience Case Study – verbal report

The Housing Manager informed the Committee that the purpose of this agenda item was to provide details on a recent tenant engagement exercise that successfully supported a vulnerable tenant. As a result of this engagement, CHA staff were able to review and improve their tenant engagement methods. The Housing Manager explained that these new approaches will enhance how CHA interacts with tenants and will deliver significant benefits for both tenants and the Association.

13. Membership Additions & Removals

The CSO told Committee that the purpose of this report is to present progress made against Association rule 7.2, Applying for membership and 11.1, Ending your membership.

- i) Committee agreed that the content of this report provided sufficient information for assurance and oversight purposes that CHA complies with Regulatory Standards and its Rules
- ii) Committee considered and agreed to cancel the 5 members shares and record the ending of their memberships in the Register of Members.

14. AOCB

There was no AOCB to discuss.

The Chairperson thanked everyone for attending the meeting.

The meeting was closed at 19:05.