

TRUST HOUSING ASSOCIATION LIMITED

Minutes of the Board Meeting held on Thursday 6 February 2025 At 12 New Mart Road, Edinburgh EH14 1RL.

PRESENT:

Board Members

Dr Norval Bryson David Knight
Gordon Laurie Paul McFarlane
Mary Niven Kyle Ruparelia
 Laura Bornatici

Officers in Attendance

Rhona McLeod, Chief Executive
Zoe Purdie, Director of Finance & People
Neil Ferguson, Director of Business Development & Digital
Jackie McIntosh, Director of Assets and Sustainability
Jenny Wallace, Director of Customer Experience
Annette Brown (Company Secretary & Minute Taker)

DR NORVAL BRYSON IN THE CHAIR

Agenda Item	Detail
1.	Chair's Opening Remarks
1.1	Dr Norval Bryson welcomed Board Members and the Executive Team to the meeting and thanked Neil Ferguson, Director of Business Development & Digital for arranging the Cyber Security training session, hosted by the Cyber and Fraud Centre Scotland which was found to be very informative.
2.	Chair of Audit & Performance Committee Opening Remarks
2.1	David Knight, Vice Chair of the Audit & Performance Committee informed the Board that the committee had a good audit meeting in the morning however it had not been quorate therefore no formal decisions or approvals could be made. As this is the first time this has happened at Trust the Governance & Business Support Manager sought guidance from TC Young and it was agreed that a discussion could take place with those that were in attendance and a note of the discussion would be recorded and shared with the full committee via email alongside the papers requiring decision/approval. The committee will then be asked to homologate the recommendations made by those present today. Should any committee members feel that a Teams call is required to approve the papers this will be arranged.
2.2	David highlighted the key outputs from Audit & Performance Meeting which included; <ul style="list-style-type: none">- A positive Q3 performance report including 17 highlights and 12 exceptions that were outwith the parameters. It was noted that none of the 12 exceptions were major or required action or extensive discussion.- Martin Ritchie from TIAA produced two internal audit reports focusing on the "Use of Agency Staff" and "Lift Maintenance". The report on the use of agency staff was

	<p>particularly positive from an audit point of view with them providing ‘reasonable assurance’ in an area where it is common to receive ‘limited assurance’.</p> <ul style="list-style-type: none"> - Andy Shaw of AAB, presented the external audit plan which seems to be in a good place but requires formal approval by the committee via email. - The committee discussed the existing vacancy on the committee and agreed that they would be keen to recruit more members to ensure meetings are quorate.
<p>3.</p> <p>3.1</p> <p>3.2</p>	<p>Chief Executive’s Open Remarks</p> <p>Rhona welcomed members to the meeting and provided updates on the following matters -</p> <ol style="list-style-type: none"> 1. Storm Eowyn The Business Continuity Crisis Management Team were on standby as Storm Eowyn battered the country from the west through to the east. Overall Trust were not affected too badly. There were no reported injuries, a small number of power outages and we expect there to be costs to repair 101 fences and 83 roofs and deal with 12 trees. 2. Investors in People (IIP) Accreditation – Following the recent IIP reassessment in late autumn of 2024 Rhona and members of the Leadership Team have been in discussions with IIP who have confirmed that Trust will maintain its Platinum Accreditation for another year. They had intimated concerns regarding the low number of responses to the survey and as a result it has been agreed that another survey will take place next year. Following this we expect to be reaccredited for a further 3 years. The Board congratulated the management team involved to get Trust to this position. 3. Launch of “my Trust” A new customer portal will be launching on the 10th March 2025 and it will be called “my Trust”. This new portal will allow customers to apply for housing, view their account, report a repair and pay rent all in one portal. Board members who follow Trust’s social media feeds will see reference to this in the lead up to the launch. 4. Wishaw Office Opportunity Rhona requested to table a last minute item under AOB as an opportunity had arisen to lease out part of the office space in Wishaw. The Board approved the addition of this item under AOB which Jackie McIntosh, Director of Assets and Sustainability will present. <p>Paul MacFarlane suggested using different methods to encourage employees to complete the Investors in People survey when it is reissued. Rhona advised that the team are already looking into ways to encourage more colleagues to complete the survey.</p>
<p>4.</p> <p>4.1</p>	<p>Declaration of Interests</p> <p>The Executive Team and the Governance and Business Support Manager declared an interest in Item 7 – Final Budget and Rent Consultation Outcome – as it refers to the proposed pay structure for 2025/26.</p>

4.2	Mary Niven also declared an interest in Item 7 – Final Budget and Rent Consultation Outcome as it refers to the Rent Consultation which Mary took part in as a Trust Tenant.
5.	Apologies
5.1	Apologies received from Ian Mitchelmore, Sharron Elsdon, Graham Curran, Steve McGowan and Ali Ross.
6.	Q3 Financial Review – 2024/25 - see private minutes*
7.	Final Budget & Rent Consultation Outcome 2025/26 - see private minutes*
8.	Care and Support Update - see private minutes*
9.	Regeneration of Manse Gardens, Strachur - see private minutes*
10.	Second Hand Property Acquisition - see private minutes*
11.	Business Strategy Update - see private minutes*
12.	Annual Write Off Report - see private minutes*
13.	Gender Pay Gap Reporting
13.1	Zoe Purdie, Director of Finance & People presented the Gender Pay Gap Report to the Board. Trust's gender pay gap is skewed by the proportion of women employed in frontline care and support roles, which are paid at a lower rate than other positions within the organisation.
13.2	The Board noted the report and approved the Gender Pay Gap Statement for the Trust website
14.	Annual Employee Wellbeing Report 2024
14.1	Zoe Purdie, Director of Finance & People presented the Annual Employee Wellbeing Report to the Board advising that the Leadership Team receive quarterly updates throughout the year.
14.2	The Board noted the positive report and the work that is taking place across the organisation with regards to wellbeing.
14.3	The Board noted the Annual Employee Wellbeing Report.
15.	Governance Update
15.1	Annette Brown, Company Secretary, presented the Governance Update to the Board outlining the following governance matters.
15.2	Updated Entitlements, Payments & Benefits Policy
15.3	

15.4	<p>Annette presented an updated version of the Entitlement, Payments and Benefits Policy which is based on the Model Policy published by the SFHA. Overall there have been no significant changes to the policy and in the main the terminology has been updated to reflect the terminology used at Trust. More details have been added around the types of gifts and hospitality that can/can't be accepted.</p>
15.5	<p>Gordon Laurie proposed that the policy be amended to say that our people should decline hospitality and sporting events. Jackie agreed with this proposal particularly in her role where you can often be offered gifts/hospitality by contractors.</p>
15.6	<p>Following a brief discussion it was agreed that work related/networking events would be permitted but sporting events and concerts would not be allowed. The Governance and Business Support Manager agreed to update the policy to reflect this.</p>
15.7	<p>Annual Governance Returns/Board Recruitment Annette thanked Board members for completing their governance returns which includes signing up to the Governing Body Members Code of Conduct and declaring interests.</p>
15.8	<p>It was noted that Gordon Laurie and Paul MacFarlane will stand down from the Trust Board in at the AGM in September which means that there will be a total of 3 vacancies on the Board due to the resignation of Ian Gunning in October 2024.</p>
15.9	<p>Annette advised the Board that the recruitment process for new Board members will begin in March 2025.</p>
15.10	<p>Vacancies on Audit & Performance Committee Annette referred to the vacancy on the Audit & Performance Committee and the need to recruit more members onto the committee. Steve McGowan had intimated via email that he would be happy to join the committee and both Laura Bornatici and Mary Niven requested more details and to observe a meeting first before committing to becoming a member.</p>
15.11	<p>The Board approved the appointment of Steve McGowan as a new member of the Audit & Performance Committee and noted that Laura Bornatici and Mary Niven were interested in observing the committee before committing to becoming a member.</p>
15.12	<p>Board Member Development Visits Annette advised that almost all Board Development Visits for 24/25 are complete with 20 out of 23 going ahead as planned. The three that did not go ahead will be rescheduled in 2025/26.</p>
15.13	<p>Annette asked Board members to provide feedback on the process and how it may be improved. Gordon asked if the feedback forms were to be shared with developments and it was noted that this was not the case. Jenny advised that the notes from the visits will be stored on file and will not be shared with others. The actions will be followed up and recorded in development folders.</p>
	<p>CIH Housing Festival Annette advised that Rhona and some members of the Executive Team will be attending the CIH Housing festival on the 4/5 March in Edinburgh. Annette extended an invite to Board members wishing to attend the event.</p>

	The Board noted the contents of the report and approved the Entitlements, Payments and Benefits Policy.
16.	Applications for Members of Association
16.1	Norval informed the Board that he had received 1 application from a customer at the Langlands development who wished to become a Member of Trust.
16.2	The Board unanimously approved the application.
17.	Board Meeting Minutes Approval
17.1	Minutes from the Board meeting held on 5 December 2024 were proposed by Gordon Laurie and seconded by Paul MacFarlane.
18.	Action Tracker
18.1	The Board noted the action tracker.
19.	AOB
19.1	Allocation Clydebank Jenny Wallace declared that an allocation had been made to a relative of the Housing Care Manager at our Pollok development. The allocation is in our Clydebank development. Jenny assured the Board that the process of allocation followed the normal route and will be declared in the register of interests. It was also confirmed that the relative of the customer will never work in the Clydebank development.
19.2	Lease of Wishaw Office Jackie advised that Trust have been approached by Pamela Nash MP to lease part of the first floor of the Wishaw office and presented the proposal to the Board for delegated authority to be given to Rhona and Jackie to progress with the lease.
19.3	Jackie advised that the Crown require all offices of MPs to have adequate security therefore they will arrange for ADT to review the property for security requirements. Jackie advised that she will also work closely with the IT team to ensure that all aspects of IT/systems security have been handled appropriately.
19.4	Gordon asked if the team had compared levels of rent and cautioned that Trust may be perceived to be in tow with one particular political party. A number of other board members shared this concern. Jackie noted Gordon's concerns and advised that comparisons and advice had been taken into consideration with regards to the rent and advised that there will be discussions around signage to make it clear that it is 2 different entities sharing a building.
19.5	David asked what the future plan is for the Wishaw office. Jackie advised that Trust are committed to having a presence in Wishaw.
19.6	Further to consideration the Board delegated authority to the CEO and Director of Assets and Sustainability to proceed with the lease of the first floor of the Wishaw office.

19.7	<p>The Board approved the lease of the first floor of the Wishaw office and delegated authority to the CEO and Director of Assets and Sustainability to proceed with the lease.</p>
19.8	<p>Mary Niven commented on the recent edition of Trust Talk which she found very engaging and full of relevant information. Jenny advised that she would pass on Mary's comments to the team.</p>
20.	<p>Date of next meeting</p>
20.1	<p>The next scheduled Board meeting will take place on Thursday 3 April 2025, Board Meeting - (in person, Edinburgh Office, 12 New Mart Road, Edinburgh)</p>

****Items marked private have been excluded from these minutes due to at least one of the following reasons:***

- ***Confidentially sensitive information***
- ***Discussion on commercial interests***
- ***Person specific information***