Agenda Item 3.1

ROSEHILL HOUSING ASSOCIATION LIMITED

MINUTES OF MANAGEMENT COMMITTEE MEETING HELD ON WEDNESDAY 24th SEPTEMBER 2025 AT 6:00 PM AT ROSEHILL'S OFFICES

Present:	P McCann	(Chair)
	N Finlayson	
	H McLatchie	
	J Gallen	
	A Greene	
	S Bannerman	
	Z Bradley	
	D Wilson	
In Attendance:	G Mogan	(Director)
	S Hunter	(Technical Services Manager)
	S Quinn	(Housing Services Manager)
	A Innes	(Corporate Services & HR Manager)
	L Donnachie	(Finance Manager)

The Chair welcomed Z Bradley and D Wilson to their first meeting of the Management Committee following their election at last week's AGM.

1. Apologies

Apologies for absence were received from K Devanney.

G Mogan reminded Committee that K Thomson and J Thomson currently have an agreed leave of absence.

2. Declaration of Interest

Z Bradley declared an interest in agenda item 12.2 about the supported accommodation unit, as she works for Quarriers, albeit in a senior position with no day-to-day involvement in service provision. G Mogan explained that Z Bradley would be asked to leave the meeting when the matter was being discussed.

3. Annual signing of governance documents

3.1 Code of Conduct

It was confirmed that the Code of Conduct had been signed by all members. The signed copies will be added to Committee's individual folders on Decision Time.

3.2 Declaration of Interest

It was confirmed that the Annual Declaration of Interests had also been completed by all members. The completed forms will be held in Committee Members individual folders on Decision Time and the Register of Interests will be updated accordingly.

3.3 Eligibility for Committee

It was confirmed that the Eligibility forms had also been completed by all members. The completed forms will be held in Committee Members individual folders on Decision Time.

3.4 Committee Equalities Form

G Mogan advised that following discussion with the Management Team, it was felt that since the Equalities form is only completed 3-yearly by our tenants, the same should apply for Committee. Committee members should advise G Mogan if anything changes within that timeframe. It was noted that the form will be issued to the new Committee Members shortly.

4. Election of Office Bearers

4.1 Chairperson

P McCann was nominated by S Bannerman and seconded by J Gallen.

There being no other nominations, P McCann accepted and was duly elected as Chairperson. P McCann advised that due to increasing work commitments, this would be her last year as Chairperson.

4.2 Vice Chairperson

J Gallen was nominated by N Finlayson and seconded by S Bannerman.

There being no other nominations, J Gallen accepted and was duly elected as Vice Chairperson.

4.3 Secretary

Committee agreed that this position should be filled by G Mogan.

There being no other nominations, G Mogan accepted and was duly elected as Secretary.

5. Formation of Sub-Committees

5.1 Staffing and Health and Safety

J Gallen, H McLatchie and A Greene indicated that they would be willing to serve on this Sub-Committee again. Z Bradley expressed an interest in serving on this Sub-Committee. There were no objections and no other interest noted, as such it was agreed that these individuals would form the Staffing and Health and Safety Sub-Committee.

5.2 Audit and Risk

S Bannerman indicated that she would be willing to serve on this Sub-Committee again. D Wilson, N Finlayson and A Greene expressed an interest in serving on this Sub-Committee. There were no objections and no other interest noted, as such it was agreed that these individuals would form the Audit and Risk Sub-Committee.

It was noted that any Committee Members not present tonight would be given the opportunity to join either of the sub-committees.

6. Minutes of previous meeting

6.1 Approval of Minutes 13th August 2025

The minutes were approved, on a motion, as a true record of the meeting by H McLatchie and seconded by J Gallen and were signed by P McCann.

6.2 Approval of Minutes 27th August 2025

The minutes were approved, on a motion, as a true record of the meeting by S Bannerman and seconded by N Finlayson and were signed by P McCann.

6.3 Approval of Confidential Minutes 27th August 2025 re agenda item 6.1

The minutes were approved, on a motion, as a true record of the meeting by H McLatchie and seconded by J Gallen and were signed by P McCann.

6.4 Matters Arising

Minutes from 27th August 2025; Agenda Item 3.4 Decision Tracker

G Mogan confirmed the item relating to the extension of the disqualification criteria was missed. This required the drafting of an eligibility declaration for the senior staff identified as having a senior management function. She confirmed that the declaration had been produced and had been signed by her, L Donnachie and S Hunter.

6.5 *Decision and Actions Tracker*

Committee noted the progress with the various items listed.

7. Chairs Report

Nothing to Report.

8. Finance Matters

8.1 FCA Annual Return

Committee noted the contents of the return, confirmed that the personal information was correct and approved the return for submission online.

8.2 AFS Return

Committee noted the contents on the return prepared by L Donnachie. It was noted that formal approval is not required, and the return will be submitted online within the deadline.

8.3 OSCR Annual Return

Committee noted that the return is not due until 12 months after receiving charitable status. This will be submitted by 31st December 2025.

8.4 SHAPS Financial Assessment Results

Committee noted the results of the assessment and that Rosehill has maintained its “low risk” rating.

8.5 Cashflow

Committee noted the contents of the cover report and the cashflow. L Donnachie highlighted that the decrease of £499 in the month of August was due to a Corporation Tax bill being paid out.

8.6 Housing Management Software Procurement Update

Committee noted the contents of the report. L Donnachie highlighted the cost difference between the 2 procurement options considered. It was then clarified to Committee that the new Housing Management Software has been procured via an established procurement framework.

8.7 Insurance Renewal

Committee noted the contents of the report and Insurance Comparison provided. It was noted that a 6-month extension with our current provider Zurich would be granted until 31st March 2026.

9. Technical Services Matters

9.1 Confidential Report

This is subject to a confidential minute.

10. Housing Services Matters

10.1 Policy Review Update – Tenant Participation Strategy

Committee noted that the policy review would be postponed to February 2026 to allow for other commitments to be fulfilled by the Tenant Participation and Advisory Service (TPAS).

10.2 *Policy Review Update – Customer Scrutiny Strategy*

Committee noted that the policy review would be postponed to February 2026 to allow for other commitments to be fulfilled by the Tenant Participation and Advisory Service (TPAS).

10.3 Potential Evictions Report

None to report.

11. Corporate Services and HR Matters

11.1 Results from Customer Service Charter Survey

Committee noted the results from the survey presented by A Innes. Committee were pleased to see that the results were mainly positive. It was confirmed that any individual concerns raised by tenants would be passed on to the appropriate departments for follow up and it was further noted that an action plan would be implemented for any areas where improvements could be made.

11.2 *Routine Policy Review – Attendance Management Policy*

Committee noted the routine changes made. Following a question from a committee member, it was confirmed that our new Occupational Health provider is Optima Occupational Health.

At this point, A Innes, L Donnachie, S Hunter and S Quinn left the meeting.

12. Director's Matters

12.1 Policy Reviews

12.1.1 Whistleblowing

Committee considered the draft revised policy, acknowledging that it was based on a model policy from EVH which had been revised in July 2025.

The Director advised that whilst she had made changes to the Policy based on the revised model policy, she had retained sections from our existing policy such as regulatory framework and associated policies. She had slightly deviated from some of the proposed wording from the model policy which she had ran by EVH, who advised her further revisions made sense.

A committee member suggested that under paragraph 1.4 of the revised policy which sets out who is covered by the Policy, that contractors should be added. After some discussion Committee decided that the further revision should be made.

Committee considered the matter of whether an Equality Impact Assessment (EIA) was needed and concluded that this was not necessary in relation to the Whistleblowing Policy as it applies equally to everyone.

Committee approved the draft revised policy subject to the amendment to include contractors in paragraph 1.4 of the Policy and the finalisation of the Equalities and Human Rights Section following Committee's decision that an EIA is not needed.

12.1.2 Digital Inclusion – Supporting our Committee Members

Committee acknowledged that this was a routine review and therefore did not require Committee approval. However, Committee had to decide whether an EIA was required for this Policy. After some discussion Committee decided that an EIA was not necessary as the Policy applied equally to everyone. Committee noted that the Equalities and Human Rights Section of the Policy will be updated to reflect Committee's decision.

At this point Z Bradley left the meeting for the next agenda item.

12.2 Supported Accommodation – Update

The Director referred to her report with Committee noting that the meeting with the Care Provider had gone well. The Director ran through the next stages of the process. Committee acknowledged that it was pleased to see that the necessary assurance had been provided both by the Council and the Care Provider that no resident can move in unless they either have the mental capacity to sign the occupancy agreement or have someone legally appointed to do so on their behalf e.g. family member with power of attorney, guardianship.

Committee also acknowledged that it may take some time for a suitable resident to be found, as the needs of the existing residents need to be taken into account.

Committee will be kept informed of the progress in this matter.

At this point Z Bradley rejoined the meeting.

12.3 Director's Report

Committee noted the matters covered in the Director's report and in particular:

Management Committee Recruitment

Following their election at the recent AGM, Z Bradley and D Wilson have now joined the Management Committee, with tonight being their first meeting.

Scottish Housing Regulator Publications

SHR's recent publication of the Landlord Reports and the National Report on the Scottish Social Housing Charter. Both of these documents were shared with Committee at the end of August and are also available on the Resources Section of the Board Portal. In addition Rosehill's Landlord Report was uploaded to our website at the end of August.

12.4 Confidential Minutes of Management Committee Meeting held on 27th August 2025 re: Agenda Item 12

The confidential minutes were approved as a true record of the meeting, on a motion by N Finlayson and seconded by H McLatchie and were signed by P McCann. Committee expressed its satisfaction that the matter had been successfully concluded.

12.5 New Rules – Joint Membership Report

G Mogan talked through her report. Committee noted the approach to be taken, taking account of legal advice and input from our governance consultant, to deal with the joint memberships that existed before the constitutional change last Autumn. Committee further noted that the exercise should be completed by the end of November.

13. Membership Applications

Committee considered 2 membership applications received from 2 tenants. After further consideration, Committee approved the applications. The share certificate numbers 2426 and 2427 were signed by P McCann and S Bannerman. G Mogan, as Secretary, was authorised to sign the certificates.

14. Minutes of Sub-Committee meetings for information:

14.1 Audit & Risk Sub-Committee meeting held on 13th August 2025

Committee noted the draft minutes of the latest Audit & Risk Sub-Committee. There were no questions from the minutes.

15. Any Other Competent Business

There was no formal other business to be considered. However, a brief discussion took place about the forthcoming Committee events in October. G Mogan confirmed that in addition to the Management Committee meeting on 29th October, there are 3 events: Pensions Review on 2nd October, Risk Management Training on 7th October and the Annual Review of the Annual Assurance Statement with our Governance Consultant on 16th October.

Z Bradley and D Wilson requested that a Teams invite is issued for the session on the 2nd October as they are unable to attend in-person. P McCann provisionally requested the same invite but advised she would try and change her plans to enable her to attend in-person.

G Mogan will arrange to have the Teams invite issued. She advised that further reminders will be issued for the events in October.

16. Date of next meeting

The next meeting will be held on Wednesday 29th October 2025.

I certify that this minute was approved as a true and accurate record of the meeting.

Signed: ____________________ Date: ____________________

(Chair)