

ROSEHILL HOUSING ASSOCIATION LIMITED

**MINUTES OF THE MANAGEMENT COMMITTEE HYBRID MEETING HELD ON
26TH MARCH 2025 AT 6:00 PM AT ROSEHILL'S OFFICES AND ONLINE
VIA TEAMS**

Present:

P McCann	(Chair – in person)
S Bannerman	(in person)
N Finlayson	(in person)
A Greene	(in person)
H McLatchie	(in person)
J Thomson	(in person)
J Gallen	(in person)
K Devaney	(in person)

In Attendance:

G Mogan	(Director – in person)
L Donnachie	(Finance Manager – in person)
S Hunter	(Technical Services Manager – in person)
S Quinn	(Housing Services Manager – in person)
A Innes	(Corporate Services & HR Manager – via Teams)
K McCallum	(Customer Services Officer – in person)
J Cloherty	(SHARE – in person)

1. *Apologies*

Apologies for absence were received from K Thomson and K Stevenson.

2. *Declaration of Interest*

None.

3. *Minutes of previous meeting:*

3.1 *Wednesday 26th February 2025*

The minutes were approved as a true and accurate record and were signed by P McCann.

3.2 *Matters Arising*

None.

3.3 *Decision/Actions Tracker*

Committee noted the progress with the various items listed and noted that evidence will be provided where relevant. It was acknowledged that all decisions/actions were complete or on track.

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4. Annual Committee Appraisal Report – presented by J Cloherty, SHARE

J Cloherty led Committee through a presentation of the findings from the assessments and advised that there was a good mix of length of service on the Committee, with 3 members being over 9 years. Julie advised that Committee can be assured that they all continue to be effective members. There were a good range of motivations for being on the Committee. She advised Committee Members had demonstrated a good understanding of Rosehill's core values and provided strong examples of putting these into practice.

Committee noted that the Chair's appraisal was very positive.

It was noted that there is only 1 recommendation from the assessments, which is included on every RSL assessment as an ongoing point:

- Put Learning & Development Plan in place for the coming year. SHARE have identified some areas based on the outcome of the assessments. G Mogan advised Committee that their individual learning statements have been added to their individual folders on the board portal

J Cloherty also confirmed that the 2 recommendations made last year have been completed.

In conclusion, J Cloherty advised that the outcome of the assessments was excellent and the Committee work well together.

G Mogan advised that a draft Learning & Development plan will be available for the next meeting, which will include any refresher training due and the 2 training sessions carried forward from 2024/25.

There were no questions for J Cloherty. The Chair thanked her for attending and presenting the appraisal report. J Cloherty then left the meeting.

5. Chair's Report

5.1 Wage Deal 2025 – 27

P McCann advised that following Committee's decision at the last meeting the completed ballot paper was submitted to EVH.

The EVH ballot results were that 94% of full members voted of which 89% voted in favour of the deal which involved a 4% wage increase for 2025 and an inflation (CPI) plus 1.5% arrangement for the following 2 years. A floor and ceiling are being applied in relation to the rate of CPI in October each year. This means if CPI is below 1% or above 4% this will trigger a return to negotiations.

P McCann further advised that Unite the Union's ballot had been positive in favour of the deal. Therefore EVH has since confirmed the pay deal for April 2025 and the next 2 years.

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6. **Finance Matters**

6.1 *Annual Budget 2025/26*

Liam led Committee through the report advised that he has taken a different approach this year and has had individual meeting with Managers to go over their requirements for the coming year. The following points were noted:

- Income is expected to be approx. 4 % higher than the current year
- Staff costs are expected to be approx. 10% higher due to salary increases and increase in NI costs
- Estate costs are expected to be slightly lower than the current year, however the void budget has increased significantly
- Office overheads have been reduced due to a reorganisation of items and some savings
- Interest payable will reduce due to the drop in inflation and also 2 loans are due to complete this year
- There will be a saving on Corporation Tax as this is no longer applicable now that Rosehill is a Charity
- All covenants comfortably met

A Committee Member asked if there would be increased costs now that Rosehill is a Charity. It was clarified that there would be savings to be made as Corporation Tax is no longer applicable and additional funding may be available. It was noted that Corporation Tax is based on Commercial activities, being interest received. but should be in the region of £33K. G Mogan advised that this is one of positive messages which will be fed back to members about the change in constitution in that savings can be used for items such as medical adaptations, where grants have been reduced.

Committee considered and approved the annual budget for 2025-26.

6.2 *30 Year Projections*

Liam referred to the report and advised that several assumptions have been made including inflation rates and rents will increase 1% above inflation.

It was noted that £11.5M has been included for development from year 3, based on updated costs, and it has been assumed that loans will be utilised for this in order to protect cash balances. £830K per annum from year 3 has also been included for required works for Net Zero. Committee noted that strategic objectives have all been taken into consideration during preparation and it is anticipated that a surplus of approx. £35M will be achieved at the end of the 30-year period.

Liam advised that sensitivity analysis has been carried out covering 8 different scenarios, as detailed in the report.

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A Committee Member asked if the rent increase would need to be 1% above inflation for the whole 30-year period. It was confirmed that this would need to happen in order to achieve all objectives.

A Committee Member asked when carrying out the sensitivity analysis was a deficit achieved at any point. Liam confirmed that one of the scenarios was if maintenance costs increased by 10% continuously and if that happened a deficit would be seen after year 6.

A Committee Member asked if the planned maintenance programme had to be altered. Sandra confirmed that the only change was in relation to the electrical inspections which has now been spread out over a few years instead of being done in one, however the programme is a moving programme and there would be no issues with this.

Committee considered the projections and approved them noting that they are updated annually and that there is flexibility in them.

6.3 *Cashflow – February 2025*

Committee noted the contents of the report and that a grant of £83K had been received for the acquisition and refurbishment of a property in the Glenmuir Estate as per agreement with GCC.

6.4 *Audit/Year End Plan 2024/25*

Committee noted the contents of the report and that only 1 return was received. After analysis it was deemed that the quote was reasonable.

Committee considered and approved the appointment of CT Audit Limited (formerly Chien + Tait) in the amount of £29,880 for the next 3 financial years period after which there will be an option for two further extensions of 1 year each.

Committee also noted the timetable for the year end preparations and audit.

7. *Technical Services Matters*

7.1 *Defects Policy Review*

Committee noted the routine review of the Defects Policy.

7.2 *Appointment of Consultant to Undertake Net Zero Archetype Study*

Committee noted the contents of the report, which detailed a proposed study of all house types to develop solutions and costs for meeting Net Zero requirements.

A Committee Member noted that there may be a requirement for an air tightness test which is not included in the quote and asked how much these would be and what exactly an air tightness test involves.

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S Hunter advised that a test costs approximately £250 and measures the amount of air which leaks from a building once sealed.

Committee considered the matter and approved the appointment of MAST in the sum of £15,125 plus VAT.

8. Housing Services Matters

8.1 Allocations Policy Review

Committee noted the contents of the report and the comprehensive list of changes involved in this substantial review.

After consideration, the Policy was approved for consultation.

8.2 Former Tenant Arrears Write Off Report

Committee noted the contents of the report for this annual process and were satisfied that all the relevant checks have been carried out, and approved the write off of 12 cases totalling £9067.95.

It was also noted that a further £98.04 has been written off by the Housing Services Manager using delegated authority.

8.3 Former Tenant Credits Write Off Report

Committee noted the contents of the report for this annual process and were satisfied that all the relevant checks have been carried out, and approved the write off of 7 cases totalling £1783.58.

8.4 Rechargeable Repairs Write Off Report

Committee noted the contents of the report for this annual process and were satisfied that all the relevant checks have been carried out, and approved the write off of 9 cases totalling £3288.29.

It was also noted that a further £112.38 has been written off by the Housing Services Manager using delegated authority.

8.5 Potential Evictions Report

Committee were pleased to note that there were no cases to report again, the last case reported was in July 2024. It was agreed that this is a testament to the hard work of staff.

8.6 Current Tenant Arrears Write Off Report

S Quinn advised Committee, that further to advice from the ARC auditor and from members of GWSF, it was recommended that it is good practice to write off any arrears which are subject to a Trust Deed.

Committee noted the contents of the report and approved the write off of 1 case totalling £1702.11.

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Committee noted that, like all the cases written off, should circumstances change the debt can be resurrected.

A Committee Member asked what the total amount being written off this year is. It was confirmed that it is approx. £13K.

9. Corporate Services Matters

Nothing to report.

10. Business Plan 2021-26

10.1 Annual Risk Strategy Statement 2025

Committee considered the contents of the report and draft statement. After some discussion it concluded that the Statement reflects discussions during the away day and all crystallised and new risks identified and any mitigating measures put in place, and as such approved the Annual Risk Strategy Statement.

10.2 Annual Plan 2025/26 and Appendices

It was noted that the plan takes into consideration discussion during the away day and the outcome of the tenant consultation process, it recaps on the achievements of the past year and proposed objectives for the coming year.

G Mogan advised that she and S Quinn have recently met with a staff member from the Village Storytelling about an arts project. During the meeting it had been discussed whether the project could assist with supporting people with mental health issues, dementia and tackling social isolation. It has been agreed that this could be explored further and that future discussions will take place.

Committee considered the contents of the report and various appendices, noting that there may be slight amendments after the Corporate Services & HR Manager has provided any information. After some discussion the following was decided:

Committee approved the draft Annual Plan.

Committee approved the updated SWOT analysis for 2025/26.

Committee approved the revised Asset Management Plan 

Committee approved the Annual Programme of Key Priorities/Activities for 2025/26.

Committee further approved the 5 year Planned Maintenance Programme, which has been accommodated within the 30 year projections.

Committee also approved the Annual Operational Targets for 2025/26 which are mainly based on the ARC indicators.

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Committee considered and approved the Director's Plan of Priorities and Section Operational Plans 2025/26 for Finance Services, Housing Services and Technical Services.

Committee further decided that if the information which may be provided by the Corporate Services & HR Manager would materially impact on the Annual Plan, this is to be brought back to Committee for approval at the April meeting. The Section Operational Plan 2025/26 for Corporate Services and HR will be presented at the April meeting for Committee consideration and approval.

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

11. Director's Matters

11.1 Governance Documents/Policies for Review:

11.1.1 Model Codes of Conduct and Protocol for Dealing with Alleged Breaches of the Committee Code of Conduct

Committee noted that these documents are based on the updated models from SFHA with only minor changes and that the accompanying guidance is available in the resources section of the Board Portal under Governance Policies.

Committee considered the documents and approved the Staff Code of Conduct, Committee Code of Conduct and Protocol for dealing with alleged breaches of the Committee Code of Conduct.

G Mogan advised that the updated model Payments, Entitlements & Benefits Policy is not yet available. If it is received in time it will be brought to the April meeting for approval, failing which it will be brought to the June Committee meeting.

11.1.2 Management, Support and Appraisal of Director

Committee noted the routine review of this Policy. Committee considered the corporate equalities and human rights statement and decided that a separate Equalities Impact Assessment is not required.

11.1.3 Learning and Development Policy

Committee noted the routine review of this Policy. Committee considered the corporate equalities and human rights statement and decided that a separate Equalities Impact Assessment is not required.

11.1.4 Postponement of Review of Scheme of Delegated Authority and Standing Orders

Committee noted the contents of the report and that our governance consultant had been asked to look at the Scheme of Delegated Authority (SDA) and provide feedback and advice to enable the revised document to be presented to Committee for approval at the

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April meeting. Due to the link between the SDA and the Standing Orders, the revised Standing Orders will also be brought to the April Committee meeting for approval.

11.2 Director's Report

Committee noted the contents of the report and the following:

Supported Accommodation – The initial meeting with the care provider had taken place, during which it was established that leasing the unit to the care provider is not likely to happen, as that particular model for leasing wouldn't be attractive to them. G Mogan advised she will now discuss the matter further with our solicitor to obtain advice on other possible options and the best way forward for the unit.

Donation Request – Committee noted that the organisation has not responded to the request for further information.

GWSF Consultation – G Mogan attended an event discussing the consultation document after which it was agreed by those present that the GWSF would collate the comments made for a collective response.

AAS 2025 – Committee noted The Regulator's communication providing advice on the preparation of this year's AAS and as expected, SHR's continued focus this year will be tenant safety.

11.3 Policy Review Timetable 2024/25 – Year End Outcomes

Committee noted that all policies scheduled had been reviewed with the exception of 3 which Committee had been made aware of.

11.4 Proposed Policy Review Timetable 2025/26

Committee considered and approved the timetable.

12. Membership Applications

It was noted that there are no new applications to consider and no cancelled shares to report.

13. Minutes of Sub-Committee meetings for information:

13.1 Audit Sub-Committee meeting held on 18th February 2025

Committee noted the contents and that the external audit is scheduled for July, then the Audit & Risk Sub-Committee will consider the Auditor's Report (Management Letter) on 13th August and then submit their recommendations to the Management Committee for approval at its additional meeting that month.

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13.2 Staffing and Health & Safety Sub-Committee meeting held on 25th February 2025

Committee noted the contents of the minutes and that the Sub-Committee decided that the cycle of meetings be amended to bi-annually.

14. Any Other Competent Business

14.1 Committee Training Programme 2025/26

Committee discussed the programme for the coming year noting the suggested areas for training highlighted in the Annual Committee Assessment process and that refresher training in Know the Codes is due this year, along with the 2 training sessions carried forward from 2024/25

G Mogan advised that staff recently completed training on Prevention of Fraud and Anti-Bribery which was well received and suggested a condensed session be organised for Committee.

G Mogan requested that all Committee take a proactive approach and review their individual learning statements prior to the next meeting and advise her of the topics and methods which are suitable e.g. in person or e-learning. This will then enable G Mogan to draft a programme for approval. It was further agreed that G Mogan would organise the logins to be refreshed for the SHARE e-learning platform. To assist Committee Members, G Mogan will draft individual training plans based on the individual learning statements produced by SHARE to aid further discussion and agreement over Committee's individual needs.

14.2 Skills Gap Assessment

G Mogan advised that in the run up to the next AGM and to assist with Committee recruitment a skills gap assessment should be identified which could be filled by recruiting new members or co-opted members. A full discussion will take place at the next meeting following the review of the findings from the Committee Appraisal Report and the individual learning statements.

14.3 Business Planning Event 2025

It was noted that a date for the session has not yet been agreed due to Committee availability. Committee agreed that it is essential that as many members as possible attend the session and it would be very beneficial for the Chair and/or Vice Chair to be present. After discussing various options it was agreed that the session be organised for Saturday 22nd November 2025, it will begin around 9:30am with an anticipated finish time of approximately 4:30pm. G Mogan to confirm the date with the Governance Consultant and advise Committee accordingly.

Minutes

15. Date of Next Meeting

The date of the next meeting of the Management Committee will be held on Wednesday 30th April 2025 at 6:00pm.

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

Signed: _____
(Chair)

Date: _____

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