

**ROSEHILL HOUSING ASSOCIATION LIMITED**

**MINUTES OF THE MANAGEMENT COMMITTEE MEETING HELD ON 26<sup>TH</sup>  
APRIL 2025 AT 6:00 PM AT ROSEHILL'S OFFICES**

<b>Present:</b>	K Stevenson	(Vice Chair)
	N Finlayson	
	A Greene	
	H McLatchie	
	J Thomson	
	J Gallen	
	K Devaney	
<b>In Attendance:</b>	G Mogan	(Director)
	L Donnachie	(Finance Manager)
	S Hunter	(Technical Services Manager)
	S Quinn	(Housing Services Manager)
	A Innes	(Corporate Services & HR Manager)
	K McCallum	(Customer Services Officer)
	J Burley	(Cazenove)
	H Spence-McCarthy	(Cazenove)

In the absence of the Chair, K Stevenson, Vice Chair, chaired the meeting. It was noted that the rest of the Management Team and the members from Cazenove would join the meeting after agenda item 3.

**1. *Apologies***

Apologies for absence were received from P McCann, K Thomson and S Bannerman.

The Chair advised that K Thomson had requested a special leave of absence for an initial period of 3 months, due to work pressures, which had been received yesterday. Committee discussed and decided to grant K Thomson a leave of absence for an initial 3 month period. A review will be undertaken before the end of the 3 month period, to establish if K Thomson is able to return to the Committee or requires an extension. G Mogan to advise K Thomson of Committee's decision and to undertake a review before the end of July.

**2. *Declaration of Interest***

None.

**3. *Confidential Matter***

This is subject to a separate confidential minute.

At this point A Innes, L Donnachie, S Hunter, S Quinn, K McCallum, J Burley and H Spence-McCarthy were invited to join the meeting.

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#### **4. Cazenove Capital – Presentation**

K Stevenson welcomed J Burley and H Spence-McCarthy to the meeting and handed over to them for their presentation.

They led Committee through their presentation advising of the well established background with a proven track record in delivering positive financial returns and meeting their clients investment objectives; their high level of client service and their comprehensive approach to portfolio management, wealth planning, banking and treasury service. They advised that their main clients are charities and family groups.

A Committee Member asked how secure their service is to which they confirmed that they have a very conservative approach and only work with A+ institutions, it is not investments but capital preservation, and all monies deposited are easily accessible.

A Committee Member asked what the difference is to their service than Rosehill directly depositing. They confirmed that they can access better rates for their clients and handle all the admin related to opening the accounts and the deposits.

A Committee Member asked if they have any other RSL clients. They confirmed that they do not but work with quite a lot of community based charities and are always looking to expand their client base.

A Committee Member asked what their fees were. They confirmed that they take 0.2% of the interest on any deposits, which when looking at the various rates available to them is still higher than those Rosehill can access independently.

Committee thanked them for their time and they then left the meeting.

#### **5. Minutes of previous meeting:**

##### **5.1 Wednesday 26<sup>th</sup> March 2025**

The minutes were approved, on a motion, as a true record of the meeting by H McLatchie and seconded by J Thomson and were signed by K Stevenson.

##### **5.2 Matters Arising**

###### **5.2.1 RE: Item 11.1 - Governance Documents/Policies for Review**

G Mogan advised that the model Payments, Entitlements and Benefits Policy is not yet available, once it is the Policy will be reviewed.

##### **5.3 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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L Donnachie advised that Rosehill is now deregistered from the CIS scheme as of today, so that item is now complete.

## **6. Chair's Report**

K Stevenson advised that various relevant information/news items from EVH, SFHA etc will now be added to the Resources section of the Board portal for Committee to read rather than keeping track of the various routine emails which are circulated.

## **7. Finance Matters**

### **7.1 Financial Regulations – Policy Review**

Committee noted the contents of the report and that significant changes have been made to the Policy including:

- Revision to the payment/receipt types to include digital
- Revision to the stock management process
- Additional reporting requirements e.g. Loan & Investment Portfolio
- Revision to the financial delegation limits

A Committee Member asked if the additional reporting would include any monies deposited via Cazenove. L Donnachie confirmed that they will feed into this report if Rosehill decide to use their service.

Committee considered the changes and approved the policy for immediate implementation.

Committee further approved the write off of the stock balances from the income and expenditure account as at 31/3/25.

### **7.2 Cashflow**

Contents noted.

### **7.3 Expenses Report**

Contents noted.

### **7.4 Loan Portfolio Report**

Committee noted the balances of the various loans held and that the average interest rate paid was 5.57%.

Committee further noted the various deposits held with interest ranging from 1.45% to 5.2%. L Donnachie advised that a few deposits are due to mature and he intends to put them back on deposit using the current banks available with interest around 3.5%.

Committee discussed Cazenove service and agreed with the intention to build trust with them before using significant sums e.g. £1M to start with.

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## 7.5 *New Current Account*

Committee noted the contents of the report and approved the opening of another current account to facilitate ad-hoc purchases and remove the need for petty cash, and the invoice first approach using the new account to reduce the amount of credit card transactions.

## 8. **Technical Services Matters**

### 8.1 *Confidential Report*

This is the subject of a separate confidential minute.

### 8.2 *Policy Reviews:*

#### 8.2.1 *Legionella Policy*

Committee noted the routine review of the Legionella Policy.

#### 8.2.2 *Adaptations Policy*

Committee noted the routine review of the Adaptations Policy.

#### 8.2.3 *Development Policy*

Committee noted the routine review of the Development Policy.

## 9. **Housing Services Matters**

### 9.1 *Allocations Suspensions Policy*

Committee noted the routine review of the Allocations Suspensions Policy.

### 9.2 *Potential Evictions Report*

Committee noted the contents of the report and that again there were no cases to report.

### 9.3 *Former Tenant Arrears Write Off (Amendment) Report*

Committee noted the contents of the report and that further to approval last month to write off the sum of £9067.95 there had been a slight calculation error and the actual amount written off was £8997.95 a reduction of £70.00.

## 10. **Corporate Services Matters**

### 10.1 *Health and Safety Update*

Contents noted.

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**11. Business Plan 2021-26: Annual Plan 2025/26 – Corporate Services & HR Section Operational Plan 2025/26**

Committee considered and approved the contents of the Corporate Services & HR section operational plan. It also noted that there were no further changes to the annual business plan. G Mogan advised she would upload the annual business plan and appendices to the Resources Section of the Board Portal by the end of the following week.

**12. Annual Reports:**

G Mogan advised that it is intended to bring these reports in March next year to tie up the financial year end.

**12.1 Notifiable Events**

Contents noted.

**12.2 Freedom of Information (Apr 24 – Mar 25)**

Contents noted.

**12.3 Data Subject Access Requests & Personal Data Breaches (Apr 24 – Mar 25)**

Contents noted. It was also noted that the data breaches were not reportable to the ICO.

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

**13. Director's Matters**

**13.1 Policy Reviews:**

**13.1.1 Scheme of Delegated Authority**

Committee considered the contents of the report detailing the various amendments to the policy including:

- Strengthening and clarifying matters throughout the policy
- Removal of references to Membership Sub-Committee
- Authority to write off limit increased to £500
- Authority to Director to offer temporary contracts, increased to up to 2 year

Committee acknowledged that the current version of the SDA and a track change version were available in the relevant folder within the Resources Section of the Board Portal which was helpful. However, Committee decided that having the clean version, with the changes highlighted, attached to the cover report was far easier to read and follow. Committee decided that this should be the approach for future policy reviews, that require committee approval.

G Mogan will feed this back to the Management Team for future reviews.

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### 13.1.2 Standing Orders

Committee considered the contents of the report detailing the various amendments to the policy including:

- Re-introduction of minutes being approved and seconded by persons who were in attendance at the meeting
- Removal of all references to Membership Sub-Committee
- Inclusion of new sections on Special Leave of Absence and Written Resolutions
- Recognition of digital governance requirements
- Updated role descriptions for Committee Members and Office Bearers
- Revised Remits for Sub-Committees

Committee considered and approved the revised Standing Orders for immediate implementation. Committee further approved the role descriptions for Chair, Vice Chair and Committee Members.

### 13.1.3 Whistleblowing (Postponement of Review)

Committee noted that the model is due to be reviewed by EVH in the next 3 months and as such noted that Rosehill's policy review would be postponed until the revised model is available.

### 13.2 Draft Committee Training & Development Programme 2025/26

Committee discussed the matter and agreed the following.

Refresher training to be scheduled:

Risk Management – May or June 2025

Know the Codes – Aug 25 prior to the re-signing of the Code

Fraud Awareness – before the end of the current financial year subject to trainers availability

In addition, Committee agreed that in-house bite size sessions should be scheduled as follows:

Decarbonisation – facilitated by S Hunter

Investment - by Cazenove or facilitated by L Donnachie

G Mogan also advised that she would like to hold 1-2-1 chats with all Committee members before the end of May to discuss individual training needs. Committee agreed to review the draft training plans the Director has produced in advance of the 1-2-1 chats.

### 13.3 Committee Skills Gap Assessment

Committee discussed appointing 2 co-optees to the Management Committee and it was agreed that G Mogan would initially place a general advert on the Scottish Housing News e-publication asking for applications with specific reference to skills in asset management or finance. Co-optees can be appointed for a period of time as determined by the Committee e.g. one year but must retire at the next AGM. However, if Committee decide they can be reappointed.

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### 13.4 Director's Report

Committee noted the contents of the report and the following:

Supported Accommodation –G Mogan advised she has not yet managed to speak to the solicitor to obtain advice on other possible options and the best way forward for the unit.

SHR – Engagement Plan – Committee noted the plan for 2025/26 is now available in the resources section and on the website which shows that Rosehill has retained their compliant status.

### 14. **Membership Applications**

Committee considered 1 membership application received from a new tenant. After further consideration, Committee approved the application. The share certificate number 2423 was signed by K Stevenson and N Finlayson. G Mogan, as Secretary, was authorised to sign the certificate.

Committee noted that 1 share had been cancelled as follows:

Tenant moved out of Rosehill – 1 share: 2355

### 15. **Minutes of Sub-Committee meetings for information:**

*None.*

### 16. **Any Other Competent Business**

*None.*

### 17. **Date of Next Meeting**

The date of the next meeting of the Management Committee will be held on Wednesday 21<sup>st</sup> May 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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