

# OFFICIAL MINUTES

## NOTE TO READER:

SBHA publishes the minutes of its Board of Management meetings, unless it considers, at the time of publication, that the minutes or part of the minute are exempt from disclosure under the Freedom of Information (Scotland) Act 2002. Where minutes or part of the minutes are not published, this is noted in these minutes.

## MEETING: SBHA BOARD OF MANAGEMENT

<b>DATE:</b> 29.05.25	<b>TIME:</b> 5.30pm	<b>VENUE:</b> Head Office, Selkirk and via Teams
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### PRESENT: In Person

Robin Hill - Chair (RH)  
Ian McDonald - Board Member (IMcD)  
Michael Levack – Board Member (ML)  
David Bell – Board Member (DB)  
Michael Grieve – Board Member (MG)  
Matt Foreman – Board Member (MF)

### Virtually via Teams

Philippa Brosnan – Board Member (PB)  
Robin Dodyk – Board Member (RD)

### IN ATTENDANCE:

Julia Mulloy, Chief Executive (CE)  
Maria Lyle - Chief Operating Officer (CO)  
Carly Stewart - Director of Finance (DoF)  
Caroline Purcell – Director of Property Services (DPS)  
Emma Garry – Director of Development (DoD)  
Catriona Notman - Governance Officer (GO & minute-taker)  
Julie Wilby – Head of Programme and Delivery (HoPD) – *for part*  
Gary Miller – Snr Asset Planning Manager (SAPM) – *for part*  
**Via teams:** Susan McDonald – Director of Customer Services (DCS)

*The Chair opened the meeting at 5.31pm and welcomed all in attendance. In accordance of the Rules, Board Member DB attended as observer due to quoracy issue.*

## 1.0 Apologies for absence

Apologies were received in advance of the meeting from Board Members, Tracey Glover and Ray Licence and from team member Rachel Dickson.

## 2.0 Declarations of Interest

Declarations of Interest were received from IMcD & *Minute of discussion on this Agenda Item redacted* for item 3.0 (3.3) (i). ML & PB for item 3.0 (3.3) (ii).

## 3.0 Board Operational Report

### 3.1 SBHA Strategic Plan 2025-30

The CE presented the final draft Strategic and Business Plan for 2025-30 reflecting from Board Members. Positive feedback from key stakeholders and partners was shared and thanks was extended to the members of the Chairs Group for their reflection. Members welcomed the stakeholder feedback and the adjustments made following the comments and steer from previous meetings.

It was confirmed that once completed, it would be shared with key partners and placed on the website. It would also be shared with the SBHA Team and SBTO - a summary document would be produced for Tenants in due course.

**RECOMMENDATION:** The Board of Management considered and endorsed the new Strategic & Business Plan 2025-30.

### **3.2 Planned Maintenance Programme – Briefing Paper (P&C)**

*Minute of discussion on this Agenda Item redacted*

**RECOMMENDATION:** *Minute of discussion on this Agenda Item redacted*

*7.04pm SAPM and HoPD left the meeting.*

### **3.3 General Governance Update**

*7.05pm IMcD left the meeting*

#### **(i) Recruitment to Chair of the Board of Management**

The CE presented to Members that there had been two candidates who had submitted applications for the position of Chair. Members agreed the supporting report with recommendations was thorough, appropriate and robust.

**RECOMMENDATION:** Board Members considered the report from Altair on the recruitment of the Chair and agreed the appointment of Ian McDonald as the new Chair designate, to be appointed at the meeting after the September AGM, as recommended by the recruitment Panel.

*7.09pm IMcD returned to the meeting*

RH congratulated IMcD on his appointment as Chair designate until 2025 AGM. IMcD accepted the offer.

It was confirmed that the successful appointment has now created a vacancy for the Convenor of the Audit & Compliance Sub-Committee. It was agreed that the Remunerations and Nominations Sub-Committee would progress the recruitment process with a similar approach to the Chair appointment and that a meeting would be arranged accordingly.

#### **(ii) Governing Member Recruitment and Succession Planning**

The CO advised of the current Board Members who are approaching their end of term. Members agreed that PB and ML have made excellent contributions and unanimously agreed that PB is eligible to stand for election at the AGM and that ML should be appointed for a further 3-year term.

The expected vacancies on the Board of Management and Sub-Committees were presented to members together with the outcomes of interviews held by Chair and CE with the applicants. Members agreed to co-opt Melissa Fogwill to the Board, appoint Suzan Brown and Margaret Graham to the Customer Board Independent Member vacancies and that Brit Veirup is appointed as an Independent Member to the SBHA Plus Board of Directors.

**RECOMMENDATIONS:** The Board of Management:

- a) agreed the re-appointment of Michael Levack as Appointed Member for a

- further 3-year fixed term as recommended by the Remuneration & Nominations Sub-Committee;
- b) considered Philippa Brosnan's effectiveness as a Board Member and agreed her eligibility to stand for election at the 2025 AGM; and
  - c) agreed the appointment of new governing members as presented at the meeting

### **(iii) Proposed Entitlements, Payments and Benefit**

The CO presented three offers of tenancy that had been approved in principle by Chair since the last Board meeting.

**RECOMMENDATION:** Board Members ratified the Chair's decision to approve the three offers of tenancies as reported.

### **(iv) Shareholding Membership**

The CO presented eight shareholding applications for membership (Rule 7.4) and two shareholding memberships and cancellation of shares which were proposed for cancellation in accordance with SBHA's Rules 10.0, 11.1.2 and 11.1.3.

**RECOMMENDATION:** Board Members approved the application for shareholding membership and agreed the ending of membership and cancellation of share as noted.

### **(v) Notifiable Events** (discussed under item 10.0)

### **(vi) Governance, Regulation and Policy Publications**

There were no discussions on this item.

## **3.4 Policy Register Update**

The CO delivered an overview of the policies that are due for review in 2025/26. A total of 33 policies are due for review with proposals for extensions on several existing review dates. The review extensions are due to meetings being cancelled for quoracy reasons and the extensions allow for a manageable distribution of reviews over the remaining meetings of 2025-26.

**RECOMMENDATION:** The Board considered the extract from the Policy Register and approved the revised review dates proposed.

## **3.5 Performance**

### **(i) ARC Return 2024-25**

*Minute of discussion on this Agenda Item redacted*

**RECOMMENDATION:** The Board commented on the proposed 2024-25 Annual Return on the Charter (ARC) as summarised in *Appendix 5* and approved its submission to the SHR.

*7.30pm – The meeting had reached 2 hours and Chair proposed that following the next item, a comfort break was held and the meeting should continue to discuss the remaining agenda items. Members agreed with these proposals.*

### **(ii) Key Performance Indicator Report Quarter4 2024-25**

Members discussed the Damp and Mould indicators and were assured that the implementation of the new Damp and Mould team and the revision of the Damp and Mould Policy will help to address and resolve the complex cases reported.

**RECOMMENDATION:** The Board commented on the Key Performance Indicator outcomes for Quarter 4 2024-25.

*7.31pm – 7.35pm – Meeting paused for comfort break*

#### **4.0 Finance Report (Private and Confidential)**

##### **4.1 Financial Monitoring Q4 2024-25**

*Minute of discussion on this Agenda Item redacted*

**RECOMMENDATION:** The Board noted the draft Management Accounts as detailed in Appendices 4.1a-d of this report.

##### **4.2 SBHA's 5 year Financial Return to the Scottish Housing Regulator**

*Minute of discussion on this Agenda Item redacted*

**RECOMMENDATION:** Board members reviewed the information set out in the updated cashflows and 5-year Financial plan and authorised that the return be approved by the Director of Finance, for submission to the Scottish Housing Regulator

##### **4.3 Retained Treasury Services - Tender Award**

The DOF delivered an overview of the procurement process and confirmed that IMcD was included in this procurement process along with DoF.

**RECOMMENDATION:** *Minute of discussion on this Agenda Item redacted*

#### **5.0 Development Programme (Progress Report) (Private and Confidential)**

*Minute of discussion on this Agenda Item redacted*

**RECOMMENDATIONS:** The Board of Management:

*Minute of discussion on this Agenda Item redacted*

#### **6.0 Tender Outcome Report Gas & Electric Heating (Private and Confidential)**

The DoD delivered the report and an overview of the procurement process for these tenders.

**RECOMMENDATIONS:** The Board of Management approved:

*Minute of discussion on this Agenda Item redacted*

#### **7.0 Minutes of the Board of Management meeting 20 March 2025**

The minutes of the Board of Management meeting held on the 20 March 2025 were approved as a true and accurate record, proposed by RH and seconded by MG.

**(i) Matters Arising from the Minutes**

*Minute of discussion on this Agenda Item redacted*

**8.0 Draft Minutes of the Remuneration & Nominations Sub-Co on 15 April 2025**

The draft minutes for this meeting were noted.

**9.0 Minutes of the Chairs Group on 23 April 2025**

The draft minutes for this meeting were noted.

*8.26pm - DPS, DoD, DCS, HoPD, SAPM and GO left the meeting*

**10.0 People Update (Private and Confidential)**

Minutes of this discussion are held under separate cover.

**11.0 Board Reflection**

**12.0 Any Other Competent Business**

**13.0 Date of the next meeting: 21 August 2025 with the date of the Special Board Meeting to be confirmed.**

*The Chair thanked all Members for their attendance and contribution, closing the meeting at 8.54pm.*