

# 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> 04.12.25	<b>TIME:</b> 5.30pm	<b>VENUE:</b> Head Office, Selkirk and via Teams
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### PRESENT: In Person

Ian McDonald - Chair (IMcD)  
Philippa Brosnan – Board Member (PB)  
David Bell – Board Member (DB)  
Robin Dodyk – Board Member (RD)

### Virtually via Teams

Matt Foreman – Board Member (MBF)  
Michael Levack – Board Member (ML)  
Tracey Glover – Board Member (TG)  
Lyndsay McMahan – Harper McLeod (LMcM) – *for part*

**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)  
Rachel Dickson – Head of People (HoP)  
Via teams: Susan McDonald – Director of Customer Services (DCS)  
Catriona Notman - Governance Officer (GO) - *minute-taker*

*The Chair opened the meeting at 5.35pm and welcomed all in attendance.*

### 1.0 Apologies for absence

Apologies were received in advance of the meeting from Board Members Michael Grieve and Melissa Fogwill.

### 2.0 Declarations of Interest

No declarations were made.

### 4.0 Board Operational Report

#### 4.3 Legal Case Update – Private & Confidential

*Minute of discussion on this Agenda Item redacted*

*TG joined the meeting at 5.48pm and the meeting was quorate.*

*Minute of discussion on this Agenda Item redacted*

*LMcM left the meeting at 5.54pm*

**RECOMMENDATION:** The Board of Management noted the current status of this case.

### 3.0 Finance Report – Private & Confidential

### 3.1 Rent Setting 2026-27

The DoF presented the report seeking approval to consult with tenants on a 4.8% and 5.3% rent increase. It was confirmed that consultation with Scottish Borders Tenant Organisation (SBTO) had been completed and feedback was divided on which option was preferrable.

Members were supportive of the recommendations and noted the importance of communicating to tenants the support available to them if they are facing difficulties.

Assurances were obtained that support would be available to tenants and the value of targeted use of the Lightning Reach platform was noted.

Members were advised that performance on arrears had improved compared to previous years, there were no specific priorities and it was being well managed.

**RECOMMENDATIONS:** The Board agreed:

- a) the options of 4.8% and 5.3% for Tenant consultation, with the final increase for decision by the Chair's Group
- b) the rent restructure cap of £2 per week is continued for 2026/27, which in real terms is now £2.33

### 3.2 Financial Monitoring to end September 2025 – Private & Confidential

*Minute of discussion on this Agenda Item redacted*

**RECOMMENDATIONS:** The Board of Management:

- a) noted the Management Accounts as detailed in **Appendices 3.2** of this report
- b) *Minute of discussion on this Agenda Item redacted*
- c) approved the write-offs in **Appendix 3.2g**

### 3.3 Planned Maintenance Programme Budget for 2026-27 – Private & Confidential

The DoPS presented the proposed budget for 2026-27 and assurance was given that it had been considered by both the Customer Board in detail and SBTO - where no changes were requested to the principles put forward.

*Minute of discussion on this Agenda Item redacted*

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

### 3.4 SBBS Financial Statement for the year ending 31 March 2025

The DoF explained that although SBBS remained a dormant subsidiary company, financial statements were still required to be filed with Companies House. The closure of the company is in progress. No discussions were required.

**RECOMMENDATION:** The Board of Management approved the SBBS accounts for the year ending 31st March 25 for signing as attached at **Appendix 3.4**.

### 3.5 Risk Management Policy

The revised Risk Management Policy review was presented. The DoF advised that a minor change had been made following recommendation from the last internal audit and risks were no longer required to be considered at team meetings. It was confirmed the internal audit found the policy effective.

**RECOMMENDATION:** The Board of Management approved the Risk Management Policy as attached at **Appendix 3.5**.

### **3.6 Treasury Management Policy**

*Minute of discussion on this Agenda Item redacted*

**RECOMMENDATION:** The Board of Management:

*Minute of discussion on this Agenda Item redacted*

## **4.0 Board Operational Report**

### **4.1 Strategic Projects – “Creating Growth” Strategic & Business Plan 2025-30 – Progress Update**

The CO delivered the report providing members with an update on progress of the 15 projects due to commence in Years 1 & 2 - highlighting the 3 issues being managed and closely monitored.

Members discussed the actions in relation to ECO4 funding it was confirmed that allocated funding must be spend by the end of October 2026 and that work will continue to be targeted at properties that are at risk of failing Energy Efficiency Standard for Social Housing (EESH) standards.

**RECOMMENDATION:** The Board of Management noted the progress of the 2025-30 Strategic Delivery Plan.

### **4.2 Walkerburn Allotments**

*Minute of discussion on this Agenda Item redacted*

**RECOMMENDATION:** The Board of Management approved the granting of a lease to the Walkerburn Allotment Society as noted above.

### **4.3 Legal Case Update – Private & Confidential**

*Minute of discussion on this Agenda Item redacted*

**RECOMMENDATION:** The Board of Management noted the current status of cases.

### **4.4 General Governance Report**

#### **(i) Governance Working Group**

The CO presented this report providing background on a potential SBHA Rule change to mitigate future quoracy issues at Board of Management and Sub-Committee meetings. It was proposed to convene the Governance Working Group to review the SBHA rule.

Following advice from the Governance Working Group, any changes to the Rules would need to be proposed to Shareholders at a Special General Meeting.

**RECOMMENDATION:** The Board agreed that the Governance Working Group be convened to review SBHA’s Rules and note that a SGM may be required to seek member approval to any proposed changes.

#### **(iii) Governance Recruitment & Succession Planning**

The CE advised that interviews with a potential Board Member had been held and Members were given details of the experience and knowledge held by Rob Brittain and it was proposed he be appointed as a casual Member until the 2026 AGM.

Members discussed the current Board Nominee vacancy on the Customer Board and agreed that Rob's experience could make him a good candidate for this vacancy. It was agreed that discussions should take place with Rob to confirm his appointment to the Board and also to gauge his interest in the Board Nominee vacancy on the Customer Board.

**RECOMMENDATION:** The Board of Management:

- a) noted the progress of recruitment to the Board; and
- b) considered and agreed Board member nomination to the Customer Board.

#### **(vi) Entitlements, Payments & Benefits**

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

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

#### **(vii) Application for Shareholding Membership**

Board members considered five shareholding memberships presented for cancellation due to rules 11.1.1, 11.1.2 and 17.1.

**RECOMMENDATION:** Board Members approved the ending of membership and cancellation of shares as noted.

### **4.5 Tender Outcome Report – Head Office Cleaning Contract – Private & Confidential**

*Minute of discussion on this Agenda Item redacted*

**RECOMMENDATIONS:** The Board of Management:

*Minute of discussion on this Agenda Item redacted*

### **4.6 Key Performance Indicators Q2 2025-26**

The CO presented the report highlighting performance outturns at the end of period and compared to the same period last year.

**RECOMMENDATION:** The Board commented on the Key Performance Indicator outcomes for Quarter 2 2025-26.

### **4.7 Policies**

#### **(i) Procurement Policy**

The DoF presented this policy review highlighting the changes proposed.

Members were assured that unlimited authority for Directors is for expenditure duly approved within the Financial Regulations, which includes the procurement approval threshold and budget availability.

**RECOMMENDATION:** The Board of Management approved the revised Procurement Policy.

**(ii) Health & Safety Control Manual – Annual Omni Risk review**

The DPS presented this annual review of the control manual by Omni Risk. It was advised that minor amendments were required to the operational sections.

**RECOMMENDATION:** The Board of Management approved the revised Health and Safety Policy and agree the signing of the Policy Statement by the Chair.

**Development Update – Minute of discussion on this Agenda Item redacted**

*Minute of discussion on this Agenda Item redacted*

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

*7.30pm – MF left the meeting*

*7.30pm The Chair advised that the meeting had reached two hours and the Board of Management agreed to continue. Due to MF leaving the meeting, DB agreed to observe the remainder of the meeting.*

*7.33pm - GO left the meeting*

**5.0 People Update – Private & Confidential**

*Minutes of this discussion are held under separate cover.*

*7.40pm – GO rejoined the meeting*

**7.0 Gender Pay Gap Annual Report**

The HoP presented this report highlighting the increased negative gender pay gap and the reason for the increase. It was also confirmed the report was voluntary and not required to be produced as SBHA has less than 250 employees.

Assurance was given that there is ongoing commitment to invest in skills development and that transparency during recruitment is adhered to.

**RECOMMENDATION:** The Board of Management approved the 2025 Gender Pay Gap Report.

**8.0 Minutes of the Board of Management meetings**

**13 August 2025:** The minutes of the Board of Management meeting held on the 13 August 2025 were approved as a true and accurate record, proposed by RD and seconded by PB.

**21 August 2025:** The minutes of the Board of Management meeting held on the 21 August 2025 were approved as a true and accurate record, proposed by DB and seconded by RD.

**11 September 2025:** The minutes of the Board of Management meeting held on the 11 September 2025 were approved as a true and accurate record, proposed by IMcD and seconded by PB.

**21 October 2025:** The minutes of the Board of Management meeting held on the 21 October 2025 were approved as a true and accurate record, proposed by ML and seconded by IMcD.

**31 October 2025:** The minutes of the Board of Management meeting held on the 31 October 2025 were approved as a true and accurate record, proposed by IMcD and seconded by DB.

### **8.5 Matters Arising**

There were no matters arising.

### **9.0 Minutes of the Audit & Compliance Sub-Committee 6 August 2025**

### **10.0 Minutes of the Customer Board Sub-Committee 4 September 2025**

### **11.0 Minutes of SBHA Plus 13 August 2025**

### **12.0 Minutes of Remuneration and Nomination Sub-Committee 19 November 2025**

The minutes from items 9.0 – 12.0 were all noted

### **13.0 Board reflection**

### **14.0 Any Other Competent Business**

#### **Christmas Vouchers**

*Minute of discussion on this Agenda Item redacted*

#### **Case Update – Private & Confidential**

*Minute of discussion on this Agenda Item redacted*

### **15.0 Date of Next Meeting – 19 February 2026**

*The Chair thanked all Members for their attendance and contribution. The meeting was closed at 8.09pm.*