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	Minutes of Berwickshire Housing Association Limited Board of Directors Tuesday, 12 August 2025, at 14:00 Hybrid meeting – in person and via video conference	
PRESENT	IN ATTENDANCE	
In person Hugh Carr (Chair) Jim McDevitt John Urwin Karen Featherstone Jordan Manning Calum Boag Clair Elliot	In person Michelle Meldrum (MM), Chief Executive (CE) Richard Hukin (RH), Executive Director – Business Support (EDBS) Joanna Voisey (JV) Director of Assets and Sustainability (DoAS) Evie Copland (EC), Director of Customer and Communities (DoCC) Nikki Allman (Minute Taker), Executive Assistant Emma Garry (EG) – <i>(left at 14:50)</i>	
Via Teams Carolyn Wood	Via Teams	
PARA		ACTION
	1. Apologies for Absence & Declarations of Interest	Noting
1	Apologies were received from Tony Fullerton, Andrea Beavon, and Claire McMillan	
	2. Declarations of Interest	Noting
2	There were no declarations of interest.	
	3. Minutes of meetings held on the 13th of May 2025 and Matters Arising	Approval
3	The Board approved the minutes of the meeting of the 13th of May 2025 as a true record of the meeting. <u>Matters arising</u> All matters arising have been completed or covered within the meeting and actions noted from the Board Strategy Session.	
	4. Future New Build Plan	
4	EG presented the report with an update on the development programme and sought approval from the Board for the recommendations to progress with Phase 1 to start work on site during FY 2026/27. Following the Board Strategy discussions with Allia, the EDBS confirmed additional funding requirements may be required to accelerate the projects and undertook to advise the Board of any changes to the current re-financing options if further funding extensions are required rather than a re-finance at a later date. [1] The Board challenged with the scenario that should any external factors out with our control affect the projects, what risks are presented	EDBS

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	to the association. The Board discussed risks around part-completion of a project, increased costs and requiring an alternative contractor. Various mitigations were discussed such as requesting additional Scottish Government grant funding, part-completion, and alternative partnerships. The Board were confident they would be able to control and mitigate some level of risk based on the scenarios discussed.	
	RESOLVED that the Board: a) Approved the progression of Phase 1 of the development programmed and approved the budget to engage consultants to progress the initial designs and work towards making statutory consent applications. b) Approved the use of direct award call-off under the following frameworks for the appointment of the required consultants for Phase 1: - (i) Architect services - (ii) Engineering services - (iii) Quantity Surveyor c) Approved the delegated authority to the Chief Executive to approve the selection of specific consultants for each project. d) Approved the Development KPIs which will be reported quarterly to the Board which may be reviewed at a later date as the project progresses.	
	<i>Emma Garry left the meeting at 14:50</i>	
	5. Audited Statutory Accounts	Approval
4	The EDBS presented the draft audited statutory accounts for the BHA Group, BHA Enterprise Ltd and Berwickshire Community Renewables, along with CT's Audit Summary Report and the Risk & Assurance Committee reviewed the accounts at their meeting held on 6th August 2025. The Chair of the Risk & Assurance Committee (KF) reported on the 'in camera' session with both the internal & external auditors; Neither auditor raising any significant issues. They both confirmed that there was a healthy audit relationship with BHA's Executive & Officers. Only point raised with both sets of auditors was the timeliness of implementation of recommendations. This has been raised previously, in relation to internal audit but members noted that some of the control points raised by C&T last year remained in the current year report. Members would like to see more urgency in relation to the addressing of recommendations raised generally and would like assurance that the external audit points in particular are addressed within the current financial year. It was requested to be noted by KF on the complimentary comments received in relation to the newly appointed Head of Finance & Governance and the Finance Team for their professionalism with the audit.	

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5	The EDBS highlighted to the Board that the Auditors sought confirmation that there were no further asset impairments to be brought forward for this year. In addition, the EDBS confirmed an annual impairment review will take place in 2025/26.	
6	RESOLVED that the Board: a) Approved the BHA Group statutory accounts and letter of representation for signature. b) Approved the covenant compliance certificates for Nationwide, RBS, and Allia. c) Approved BHA Enterprise & Berwickshire Community Renewables statutory accounts. d) Provided assurance to the CT Audit Limited that there are no further impairments of assets required, other than those noted within the financial statements.	
6. OMP Purchases (5 Croftsfield & 2 Northfield, Chirnside)		Approval
7	The DoAS reported to the Board the opportunity to purchase two flats, which are both privately owned within four-in-a-block premises, with BHA owning the remaining properties within the block. Advising the Board that demand levels are high within these areas for these types of properties, these purchases would add two more to the associations housing portfolio. The Board noted that both purchases are subject to receiving £60k/per unit grant funding.	
8	RESOLVED that the Board: Section 33(10(b) commercial interests & the economy b) Approved the provision of a tenancy for the sitting tenant at 5 Croftsfield. [2]	DoAS
7. Chief Executives Report		Noting
9	The CE presented the report highlighting the successful application from the Scottish Government's Upstream Homeless Prevention Fund and recruitment has taken place for a suitable experienced candidate to begin in post early September to support the domestic abuse project between September 2025 and March 2026.	
10	Alternative Office Accommodation – The CE advised that costs are being obtained with a firm proposal being provided to Board at the October Board meeting. [3]	DoAS
11	The Board expressed their congratulations to the DoCC on her pending election as Vice President of the Chartered Institute of Housing (CIH).	
12	RESOLVED that the Board: a) Noted the Chief Executive's Report	
8. People & Culture Update		Noting

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13	The CE presented the report providing an overview of key people activity within the organisation during 2024-25. The report also included the headlines from the recent HIVE survey which is the annual culture survey completed by colleagues. An executive summary on the results will be reported at the November Board meeting when all follow up discussions and improvement actions have been agreed with Team BHA. [4]	CE
14	RESOLVED that the Board: a) Noted the People & Culture Report.	
	9. AGM Re-elections	Noting
15	The EDBS reported on four Trustees who have left since the last AGM, in addition it is reported that Jim McDevitt will be resigning at the AGM following the nine-year rule.	
16	RESOLVED that the Board: a) Noted the AGM Re-elections Report	
	10. Report from the Chair of BHA Enterprise	Noting
17	The EDBS presented the report on behalf of the Chair providing an overview of the activity in 2024/25 detailing the finalisation of the 12 mid-market rent properties back to BHA as general needs housing and continued focus on the operational aspects and financial performance of the windfarm.	
18	RESOLVED that the Board: a) Noted the report from the Chair of BHA Enterprise	
	11. Management Services Agreement	Approval
19	The EDBS presented the updated Management Services Agreements for BHA/BCR with no material changes, apart from the annual charge to reflect the 2025/26 budget, which had been reviewed and approved by the BCR & BHA Enterprise Board on 17 th July 2025.	
20	RESOLVED that the Board: a) Approved the updated Management Services Agreement. [5]	EDBS
	12. Q1 Reports	Noting
21	<u>Finances</u> EDBS reported slight surplus at end of Q1 due to phasing on expenditure with no major variances to report apart from slight overspend due to interim resources costs.	
22	<u>Treasury</u> EDBS confirmed no issues to report to the Board.	
23	<u>Governance</u> EDBS advised that Calum Boag has been appointed as the new Board Health & Safety representative from September 2025.	
24	<u>Customer</u> DoCC advised demand for homes continues to rise with an average of 113 applications per home advertised.	
25	<u>Repairs & Asset</u>	

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	DoAS reports on good progress with the planned programme, with the windows and door project on site and the Kitchen & Bathrooms started on site mid-July. Reporting on compliance with continued key focus on gas and electrical safety along with fire with work progressing on remedial works relating to fire compartmentalisation. HoAS continues to identify opportunities for furthering energy efficiencies and reported that the association is participating in a free scheme to add solar PV to some of BHAs properties, at no cost to BHA. In addition, a battery pilot (new battery style) at two properties is taking place. Verbally updating on 'Analogue to Digital' – HoAS reported that work on lifts and emergency phone lines will be carried out in the coming months. The tender for the new warden call system will be issued and progressed before the end of the year. DoAS addressed the overspend on the void budget of £28k at the end of Q1, being due to the increasingly poor quality of properties being returned to BHA with 33% of voids requiring clearance and 45% requiring full décors, to meet the lettable standards. The DoCC advised with the assistance of intelligence and early interventions from Customer Connect visits and organised Skip & Scrap events to assist further increases on void properties.	
26	<u>Write Off</u> The DoCC reported on the Q1 write offs and invited questions.	
27	RESOLVED that the Board: a) Noted all the Q1 Reports	
	13. Policies for Renewal	Approval
28	The following policies were presented for approval: 1. Procurement 2. Health & Safety 3. Treasury Management 4. Treasury Strategy	
29	RESOLVED that the Board: a) Approved the Procurement Policy b) Approved the Health & Safety Policy c) Approved the Treasury Management Policy with suggestion made for staff to undergo anti-money laundering awareness training d) Approved the Treasury Management Strategy [6]	EDBS
	14. Subsidiary Board Minutes	Noted
30	The Board noted the following: 1) BCR Minutes 2nd June 2025 & Decommissioning Report 2) BCR Minutes 17th July 2025 & Written Resolution (BCR Budget) 3) BHA Enterprise Minutes – 2nd June 2025	

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	4) BHA Enterprise Minutes – 17 th July 2025	
	15. BHA Committee Minutes	Homologation
31	The Board homologated the following: 1) Operations Committee Meeting (20 th May 2025) 2) Operations Committee Written Resolutions (21 st May 2025)	
	16. Any other competent Business	
32	The Chair reminded the Board on the forthcoming Stock Tour on the 7 th of October, encouraging members to attend.	
33	The Chair sought the appetite from Board Members to hold an 'Away Day' in Q1 next year. [7]	CE
	Date of next meeting: Annual General Meeting 23 rd September 18:00 Board Meeting 7 th October 2025 at 17:30	
The meeting closed at 16:18		
Signed: (Chair) Date:		

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BHA BOARD ACTION LOG

Item	DETAILS	RESPONSIBILITY	TARGET COMPLETION	STATUS
04/02/25-01	Executive Team Salary Benchmarking Review: Develop a policy and procedure to pay and reward for the Executive Team.	Board Dev Team /EDBS	TBC	Not started
04/02/25-03	Item 5: Rent & Service Charge Setting 25/26: Conduct review of one-bedroom rents ahead of next year's consultation with wider sector including model for calculating one-bedroom rent.	DOCC	31/10/2025	Not started
13/05/25-09	Item 14: Risk Appetite Statement: Update wording on page 4 paragraph 2	EDBS	ASAP	
12/08/25-01	Item 4: Future New Build Plan: Discuss with Allia changes to the current re-financing options if further funding extensions are required rather than a re-finance at a later date.	EDBS	07/10/2025	Completed –Board Report 7 th October
12/08/25-02	Item 6: OMP Purchases Croftsfield & Northfield: Progress with firm offers as approved by the Board for both properties and arrange tenancy agreement for sitting tenant.	DoAS	ASAP	In Progress
12/08/25-03	Item 7: Chief Executive Report: Provide costings for alternative office accommodation.	DoAS	07/10/2025	Completed – Board Report for 7 th October
12/08/25-04	Item 8: People & Culture Update: Provide HIVE results summary at Board meeting in November	CE	25/11/2025	In Progress
12/08/25-05	Item 11: Management Services Agreements: Gain signatures from relevant parties on updated agreements.	EDBS	ASAP	Completed
12/08/25-06	Item 13: Policies for Renewal: Circulate all approved policies	EDBS	ASAP	Completed
12/08/25-07	Item 16: Any other Competent Business: Provide costings and dates on Board Away Day	CE	07/10/2025	In Progress
	Action completion overdue			
	Action ongoing and date not due			
	Action complete			

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