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	<p style="text-align: center;">Minutes of Berwickshire Housing Association Limited Board of Directors Tuesday, 13 May 2025, at 17:30 Hybrid meeting – in person and via video conference</p>	
PRESENT	IN ATTENDANCE	
In person Hugh Carr (Chair) Jim McDevitt	In person Michelle Meldrum (MM), Chief Executive (CE) Richard Hukin (RH), Executive Director – Business Support (EDBS) Evie Copland (EC), Director of Customer and Communities (DoCC) <i>(left at 19:10)</i> Nikki Allman (Minute Taker) Executive Assistant	
Via Teams Karen Featherstone John Urwin Calum Boag Carolyn Wood Claire McMillan <i>(joined at 17:38)</i> Tony Fullerton Andrea Beavon Alison Smith (Observer) – Allan Park	Via Teams Joanna Voisey (JV) Director of Asset and Sustainability (DoAS) <i>(left at 19:10)</i>	
PARA		ACTION
	<i>The Board meeting was observed by Alison Smith from Allan Park</i>	
	1. Apologies for Absence	Noting
1	Apologies were received from Jordan Manning and Clair Elliott.	
	2. Declarations of Interest	Noting
2	There were no Declarations of Interest noted.	
	3. Minutes of meetings held on the 25th March 2025 and Matters Arising	Approval
3	The Board approved the minutes of the meeting of the 25 th March 2025 of as a true record of the meeting with the last three actions being closed.	
4	<u>Matters Arising</u> All matters arising are being covered within the meeting.	
	4. Annual Return on the Charter 2024/25	Approval
	<i>Claire McMillan joined the meeting at 17:38</i>	
5	The DoAS presented the Annual Return on the Charter (ARC) to the Board which outlined year end performance against SHR defined reporting requirements. It was noted that benchmarking data was provided this year. It was also noted that representatives from the Operations Committee had reviewed this on the 29 th April and the minute of that discussion was included in the papers.	

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	BHA are exploring options with Scottish Housing Network (SHN) for a benchmarking focus solely on the Scottish sector to ensure meaningful data supported by their improved data collection methodology. In addition, SHN provide auditing support to measure ARC data which would be advantageous to BHA.	
6	RESOLVED that the Board: <ul style="list-style-type: none"> a) Reviewed the submission and approved to delegate authority to the Chief Executive, or in their absence, a member of the Executive Team, to submit the ARC by the 31st May 2025, following formal approval by the Operations Committee on the 20th May 2025. [1] 	CE
	5. Loan Portfolio Return	Approval
7	The EDBS reported on the Loan Portfolio (LPF) annual requirement for the SHR, summarising the association's loans as of 31 st March 2025 with details of the number and value of stock securitised under each loan agreement and covenants. It was noted that the loans data is presented as required by the SHR but is consistent with that reported to the Board.	
8	RESOLVED that the Board: <ul style="list-style-type: none"> a) Approved the LPF return and delegated authority to the EDBS to approve and submit the return by the 30th June 2025. [2] 	EDBS
	6. Five Year Financial Plan Return	Approval
9	<p>The EDBS presented the report highlighting the figures from the statement of comprehensive income to 31st March 2025 in the format required by the SHR, with all future year surpluses and key assumption remaining as reported in the business plan and budget.</p> <p>The EDBS clarified the reduction in the number of properties with 8 properties being removed at Applin Cross and Westruther. The properties in Berwick are to be valued, therefore there will be an additional profit/loss upon the possible disposal of these properties. The EDBS confirmed in terms of write off, the Westruther properties were impaired within the 2022/23 accounts, but the Applin Cross properties will be impaired within the 2024/25 accounts.</p> <p>The Board were reminded of the stress testing scenarios that were provided in February's Board pack - item 4.0 – <i>BHA Five Year Plan & 25/26 Budget</i> and Appendix 4.4 – <i>Sensitivity Analysis</i> detailing the scenario testing, these can be located within One Advanced.</p>	
10	RESOLVED that the Board: <ul style="list-style-type: none"> a) Approved the FYFP return and delegated authority to the EDBS to approve and submit the return by the 31st May 2025. [3] 	EDBS
	7. Nationwide Mandate	Approval
11	The EDBS requested the Board to review and approve the revised Nationwide Bank mandate, in line with the bank's requirements.	
12	RESOLVED that the Board:	

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	<p>a) Approved the Nationwide Mandate and delegated authority to the Chief Executive and EDBS, in line with the Rules of the Association and Financial Regulations. The Board noted a third nominated person should be considered for future assurance. [4]</p>	CE/EDBS
	8. Tender Approvals	Approval
13	<p><u>8.1 Window & Door Replacement Programme 2025/26</u> The DoAS presented the tender for the supply and installation of windows and doors at 52 properties for a direct award of contract to CR Smith utilising the existing framework set up by Scotland Excel. Proposing a direct award to CR Smith given the quality of the programme, good customer service and value for money, with a full procurement exercise planned for next year.</p>	
14	<p><u>8.2 Continuation of Kitchen & Bathroom Contract</u> The DoAS presented the proposal for the continuation of the kitchen and bathroom contract with the current provider, MP Group, with a list of addresses for the project based upon the stock condition data and adhoc properties recommended by the Repairs Team.</p> <p>The DoAS outlined why the costs had reduced advising no impact on the quality of the kitchens, despite some minor specification amendments.</p>	
15	<p>RESOLVED that the Board:</p> <p>a) Approved the acceptance of the tender by CR Smith to supply and fit windows and doors to 52 properties at the cost of section 33 (1)(b) commercial interests and the economy [5]</p> <p>b) Approved the tender return, continuing with MP Group under the conditions and costs approved in 2023-24 using +1 year option for a budget of section 33 (1)(b) commercial interests and the economy, fees and sundries. [6]</p>	<p>DoAS</p> <p>DoAS</p>
	9. Asset Management Strategy (2025-2028)	Approval
16	<p>The DoAS presented the final version of the Asset Management Strategy for approval by the Board, following feedback from Board Members at the Board Strategy events.</p> <p>It was noted the timing of the strategy aligns with the current Business Plan and would be available on the website, with a review in 2028 along with the Business Plan.</p>	
17	<p>RESOLVED that the Board:</p> <p>a) Approved the Asset Management Strategy (2025-2028) with minor amendments. [7]</p>	DoAS
	10. Chief Executive Report	Noting
18	<p><u>10A – Chief Executive Performance and Objectives</u> The CE provided a progress update for the year 2024-25 and key personal objectives for 2025-26 with key supporting actions against delivery objectives and targets set out in the business plan and focussed strategic objectives, agreed by the Board in March.</p>	

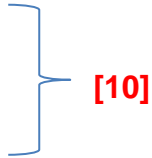
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19	<p><u>10B – Chief Executive Performance Update</u></p> <p>The CE provided an overview of key activity including the ongoing discussions for alternative office accommodation with a full report being presented to the Board in August, with analysis of costs and efficiencies.</p> <p>section 33 (1)(b) commercial interests and the economy</p>	
	<i>CW left the meeting at 18:11</i>	
20	<p>RESOLVED that the Board:</p> <p>a) Noted the Chief Executive Performance Objectives.</p> <p>b) Noted the Chief Executives Report.</p>	
	11. Business Plan – Year End Review 2024-25	Noting
21	The CE presented the report on progress made during year 2 of the Five-Year plan (2023-2028). Reporting good progress during the year with 79% of objectives completed, 13% in progress and 8% carried forward to 2025-26.	
22	<p>RESOLVED that the Board:</p> <p>a) Noted the contents of the Year End Review report.</p>	
	12. Customer Voice Report (Q4)	Noting
23	The DoCC presented the report highlighting the increase in the number of contractor compliments. The DoCC advised ‘the story’ and learning from complaints would be presented to the Operations Committee as the Learning Log.	
24	<p>RESOLVED that the Board:</p> <p>a) Noted the Customer Voice Report (Q4).</p>	
	13. Health & Safety Report (Bi-Annual)	Noting
25	The DoAS presented the bi-annual report advising Croner have been contracted as the new supplier to provide Health & Safety support to BHA.	
26	Providing assurance to the Board, the DoAS advised the number of capped gas supply customers are regularly contacted, in particular any vulnerable customers, and the team provide support for debt accrued through the fuel poverty fund.	
27	The DoAS confirmed support is continually provided to households reporting damp & mould issues; most cases being low severity. For long standing cases the Neighbourhood & Repair Managers work in partnership with customers to eradicate the cause, and this can take some time. Overall, BHA have much improved their response times, but cases do remain open until the issue is fully resolved.	
	<i>CW re-joined the meeting at 18:28</i>	
28	The CE advised due to the current Board H&S representative stepping down in September 2025 a new Board representative is required before this date to sit on the Health & Safety Panel. [8]	Board Members
29	<p>RESOLVED that the Board:</p> <p>a) Noted the Health & Safety Report.</p>	
	14. Strategic Risk Report & Risk Appetite Statement	Noting & Approval

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30	<u>Strategic Risk Report</u> The EDBS reported the current economic environment continues to be the key factor impacting our risk profiles and scores, including the impacts across the globe from trading tariffs. Although a reduction in the interest base rate does assist with credit facilities.	
31	<u>Risk Appetite Statement</u> Following a review of the Risk Appetite Statement in January 2025, the EDBS presented the revised statement for approval by the Board. The EDBS noted the statement associated with 'adverse' risk appetite with the reality of not being able to mitigate any risks to score zero.	
32	RESOLVED that the Board: a) Noted the Strategic Risk Report. b) Approved the revised Risk Appetite Statement with amended wording to the Finance & Governance (page 4, 2 nd paragraph)	EDBS
	15. Annual Report of the Chair of the Risk & Assurance Committee	Noting
33	The Chair of the Risk & Assurance Committee (Karen Featherstone) presented a summary of key activities by the Committee during 2024/25, with the Committee being satisfied that the systems of control operating within BHA Group are effective within the context of material risk.	
34	RESOLVED that the Board: a) Noted the Annual Report of the Chair of the Risk & Assurance Committee.	
	16. Annual Report of the Chair of the Operations Committee	Noting
35	The Chair of the Operations Committee (Carolyn Wood) presented a summary of key activities by the Committee during 2024/25 to the Board.	
36	RESOLVED that the Board: a) Noted the Annual Report of the Chair of the Operations Committee.	
	17. Q4 Reports	Noting
37	<u>17.1 Management Accounts</u> EDBS reported the Association has made a YTD surplus of £132.2k, £487.8k adverse to a budgeted surplus of £620k, and ahead of forecast for the full year by £36k and all covenants had been met. BHA Enterprise - Reporting a loss of £14.7k, better than budget by £24.3k and £2k better than forecast. BCR - Reporting profit of £1,020k against budget of £1,007k, being £13k better than budget.	
38	<u>17.2 Treasury Management</u> The EDBS reported no significant treasury events since the last report to the Board.	
39	<u>17.3 Governance</u>	

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	The EDBS advised the SHR Notifiable Event (Ref:30852) in relation to the dis-investment at 1-4 Applin Cross has now been closed. Following the resignation of Anneka Gill from the Board, a review of the current skills gaps will be undertaken, and a recruitment campaign scheduled.	
40	<u>17.4 Customer Report</u> The DoCC reported six new court applications being made with pending court dates, with one decree for eviction being granted resulting in an eviction in April 2025. The Board noted a 2% decrease in total calls received by the CX-Team and digital contact increasing to 16.54%, against 8% for the same period last year.	
41	<u>17.5 Asset & Repairs</u> The DOAS presented the report and welcomed questions.	
42	<u>17.6 Write Off</u> The DOCC reported on the individual write off cases and welcomed questions.	
43	RESOLVED that the Board: a) Noted all the Q4 Reports.	
	18. Policies for Renewal	
44	RESOLVED that the Board: a) Approved the following policies : <div style="display: flex; align-items: center;"> <ul style="list-style-type: none"> - Rent & Service Charge - Value for Money - Write off - Neonatal Care (new policy) - Salary <div style="margin-left: 10px;">  </div> </div>	DoCC EDBS
	19. Subsidiary Board Minutes	
45	None	
	20. BHA Committee Minutes	Homologation
46	1. Risk & Assurance Committee (8 th April) 2. Operations Committee (29 th April)	
47	RESOLVED that the Board: a) Homologated the BHA Committee Minutes.	
	<i>Alison Smith, Evie Copland and Joanna Voisey left the meeting at 19:10</i>	
	section 33 (1)(b) commercial interests and the economy	Approval
48	section 33 (1)(b) commercial interests and the economy	
49	section 33 (1)(b) commercial interests and the economy	CE
	22. Any other Competent Business	
50	1. Review & define parameters what agenda items merit Board attention through the review of remits and delegated authority at the September Board meeting. [12]	EDBS
	Date of next meeting:	

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	12 August 2025 at 17:30	
The meeting closed at 19:20		
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 for 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
25/03/25-01	Item 9 – Strategic Partnership Update – Provide update report to Board in October.	CE	7/10/25	In progress
13/05/25-01	Item 4 – Annual Return on the Charter : The CE or member of the Executive Team to submit the ARC by 31 st May 2025.	EXEC TEAM	31/05/25	Completed
13/05/25-02	Item 5 – Loan Portfolio Return : Submit the LPF return by 30 th June 2025.	EDBS	30/06/25	Completed
13/05/25-03	Item 6 – Five Year Financial Plan Return : Submit the FYFP return by 31 st May 2025.	EDBS	31/05/25	Completed
13/05/25-04	Item 7 - Nationwide Mandate : Submit signed Nationwide Mandate and nominate third signatory.	EDBS	ASAP	Completed
13/05/25-05	Item 8 – Tender Approvals : Award Window & Door Replacement Programme to CR Smith.	DoAS	ASAP	Completed
13/05/25-06	Item 8 – Tender Approvals : Award continuation of Kitchen & Bathroom Contract to MP Group.	DoAS	ASAP	Completed
13/05/25-07	Item 9 – Asset Management Strategy : Update document with final amendments and upload onto website.	DoAS	ASAP	
13/05/25-08	Item 13 – Health & Safety Report : Board members to express their interest in becoming Board representative on Health & Safety Panel.	Board Members	ASAP	In progress
13/05/25-09	Item 14 – Risk Appetite Statement : Update wording on page 4 paragraph 2	EDBS	ASAP	
13/05/25/10	Item 18 – Policies : Circulate all approved policies to BHA colleagues, website and One Advanced.	DoCC EDBS	ASAP	Completed

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Item	DETAILS	RESPONSIBILITY	TARGET COMPLETION	STATUS
13/05/25/11	Item 19 – Executive Team Structure : Instruct new permanent structure with People & Culture Specialist.	CE	15/05/25	Completed
13/05/25/12	Item 22 – Any other Competent Business : Review & define Board & Committee remits and delegated authority.	EXEC TEAM	07/10/25	
	Action completion overdue			
	Action ongoing and date not due			
	Action complete			