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	<b>Minutes of Berwickshire Housing Association Limited</b> <b>Board of Directors</b> <b>Tuesday, 25 November 2025, at 17:30</b> <b>Hybrid meeting – in person and via video conference</b>	
<b>PRESENT</b>	<b>IN ATTENDANCE</b>	
<b>In person</b> Hugh Carr (Chair) Jim McDevitt	<b>In person</b> Michelle Meldrum (MM), Chief Executive (CE) Richard Hukin (RH), Executive Director – Business Support (EDBS)	
<b>Via Teams</b> Calum Boag John Urwin Andrea Beavon (Left at 18:40) Claire McMillan Carolyn Wood Karen Featherstone Clair Elliot (joined at 17:53) Jordan Manning (Left at 19:33)	<b>Via Teams</b> Joanna Voisey (JV) Director of Assets and Sustainability (DOAS) Evie Copland (EC), Director of Customer and Communities (DOCC) Nikki Allman, Executive Assistant (Minute Taker) Emma Garry (EGC Consulting) (joined at 18:15 and left at 18:31)	
<b>PARA</b>		<b>ACTION</b>
	<b>1. Apologies for Absence &amp; Declarations of Interest</b>	<b>Noting</b>
1	Apologies were received from John Urwin. The Chair requested that all Board Members keep their attendance up to date on One Advanced.	
	<b>2. Declarations of Interest</b>	<b>Noting</b>
2	Karen Featherstone declared her interest in Places for People and Calum Boag his interest in Trust Housing.	
	<b>3. Minutes of meetings held on the 7<sup>th</sup> October 2025 and Matters Arising</b>	<b>Approval</b>
3	The Board approved the minutes of the meeting of the 7 <sup>th</sup> October 2025 as a true record of the meeting.	
	<b>4. Board Strategy Day – Slides</b>	<b>Noting</b>
4	Following the cancellation of the Board Strategy Day on the 14 <sup>th</sup> November, the Board were provided with the slide deck on the following three key areas for discussion and direction:- <ul style="list-style-type: none"> <li>• Alternative Office Accommodation</li> <li>• Development Delivery Model</li> <li>• Strategic Partnerships</li> </ul>	
5	<u>Office Update</u> The DOAS provided a high-level update with an overview of the issues that are faced with the current office location, which is not fit for purpose. The DOAS provided key discussion points for each option to the Board. The options presented were:-	
	Section 22 (1)(b) commercial interest and the economy	

	<p>Section 22 (1)(b) commercial interest and the economy [Redacted] [Redacted] [Redacted] [Redacted]</p> <p>The DOAS presented all associated costs relevant to each option. The Board discussed all the options noting the continued housing crisis, the need to provide value for money to the Association’s customers and reputational risk. It was also discussed that the current office is not fit for purpose with increased costs to maintain the aging building and does not provide a productive environment for working to its colleagues.</p> <p><i>(Clair Elliot joined the meeting at 17:53)</i></p> <p>The Board discussed next steps exploring potential alternative options and agreed to investigate further the following options:-</p> <ul style="list-style-type: none"><li>• Section 22 (1)(b) commercial interest and the economy [Redacted] [Redacted] [Redacted] [Redacted]</li></ul> <p>Section 22 (1)(b) commercial interest and the economy [Redacted] [Redacted] [Redacted]</p> <p>Section 22 (1)(b) commercial interest and the economy [Redacted] [Redacted] [Redacted] [Redacted] [Redacted]</p> <p>The Board agreed that a final decision will be required to be made along with the discussions on the strategic partnership options and this would need to be timely and should be no later than the end of the financial year.</p>	
	<p><b>RESOLVED</b> that the Board: The Board agreed the next steps of the office options;</p> <p>a) Section 22 (1)(b) commercial interest and the economy [Redacted] [Redacted] [Redacted]</p>	<p><b>DOAS/CE</b></p>



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	<p>Section 22 (1)(b) commercial interest and the economy</p> <p>[REDACTED]</p> <p>(Andrea Beavon left at 18:40)</p> <p>The Board discussed the options given these discussions have been taking place for a number of years and the potential to pause for a period of time to allow BHA to focus on its current priorities such as the IT infrastructure, stock condition, the garage sites and investment gaps and opportunities. At the same time, it was noted that BHA should continue to maintain their relationships open with potential strategic partners should the opportunities arise.</p> <p>The EDBS reported to the Board that the association can afford what is outlined in the plan due to the release of additional capacity but realistically it is not as much as the association would like to fill the investment gaps.</p>	
9	<p><b>RESOLVED</b> that the Board:</p> <p>a) The Board agreed to pause the strategic partnership discussions for 12-18 months and revisit on a regular basis thereafter.</p>	
	<b>5. Chief Executives Report</b>	<b>Noting</b>
10	<p>The CE presented the report</p> <p>Section 22 (1)(b) commercial interest and the economy</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p>	
11	<p>HIVE Report – A positive position and pleased with the survey in particular with the people frameworks in place. All noted issues were related to operational issues. The CE advised follow up sessions were carried out with all teams across the business.</p>	
12	<p><b>RESOLVED</b> that the Board:</p> <p>a) Noted the Chief Executive’s Report.</p>	
	<b>7. Delivery Plan – Mid Year Progress</b>	<b>Noting</b>
13	<p>The CE presented the mid-year progress report and advised the Board we continue to remain focussed on making improvements and a</p>	

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	prioritisation exercise will take place in the coming months to finalise priorities for 2026-27.	
14	<b>RESOLVED</b> that the Board: a) Noted the Delivery Plan mid-year progress report.	
	<b>8. Strategic Risk Report</b>	<b>Noting</b>
15	The EDBS presented the report highlighting the current economic environment and cyber security continues to be key factors impacting on our risk profiles and scores. The EDBS confirms that re-accreditation of Cyber essentials and Cyber Essentials Plus is currently progressing.	
16	<b>RESOLVED</b> that the Board: a) Noted the Strategic Risk Report.	
	<b>9. Commercial Leases – Annual Report</b>	<b>Noting</b>
17	The EDBS presented a summary on the current three commercial leases owned by BHA, advising a stock condition survey is currently in progress for these properties to assist in an options appraisal. Once the survey report has been received a further report will be provided to the Board. <b>[3]</b>	<b>EDBS</b>
18	<b>RESOLVED</b> that the Board: a) Noted the Commercial Leases Annual Report. The Board asked that lease expiry dates are included in the next report	
	<b>10. Quarterly Reports (Q2)</b>	
19	<u>Management Accounts</u> The EDBS reported for Q2 the association has made a YTD surplus of £472k, £894k favourable to a budgeted loss of £422k. The full year budget has been set at a loss of £169k and is now forecast at Q2 at a loss of £179k. Some areas show an overspend with cash levels continuing to be closely monitored.  The Board noted the underspend within the asset investment plan, the DOAS advised that it remains a timing issue with significant spend being allocated for demolition works which are slowly progressing with the tender documents being prepared – these projects may slip into 2026/27. In terms of the other contracts the window & doors and the kitchen & bathroom are heading for completion in a timely manner. The DOAS reported some unbudgeted costs to replace the common heating system at Linkim Court which is being contained in the overall budget.	
20	<u>Treasury Report</u> The EDBS reported to the Board that the treasury operations are in line with the approved policy and reported no significant treasury events and that cashflow tracking for Q2 is better than forecast.  The EDBS advised that a meeting will be taking place with the nominated lenders in the coming weeks, and a further update will be provided to the Board.	
21	<u>Governance Update</u>	

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	<p>The EDBS reported a complaint was escalated to the Scottish Public Services Ombudsman (SPSO) regarding multiple property issues and this has been upheld, this decision was published in October and prompted a Notifiable Event to the SHR (ref 31529) which was acknowledged by SHR and immediately closed as they were satisfied the complaint had been dealt with and resolved. It was also reported that BHA have responded to two late FOISA requests.</p> <p>The EDBS presented the Governing Bodies Calendar for 2026/27 for Board approval.</p>	
22	<p><u>Board Recruitment</u> Due to recent board member resignations, a recruitment process has been ongoing. The Development Committee met nine prospective candidates, with the Chair recommending five candidates as appointable as new board members to act as co-optees or casual vacancies until the next AGM. After discussion, the Board agreed to take four candidates forward through a written resolution to be circulated with the relevant CVs. After approval of the resolution, the Chair and EDBS would confirm appointment with the candidates. [4]</p> <p>The Board queried the lack of representation on the Board from candidates within the local community, the Chair noted their concerns and advised that should suitably qualified candidates that meet the criteria from Berwickshire apply, they would be welcome to join the Board.</p>	<b>Chair</b>
23	<p><u>Customer Report</u> The DOCC reported arrears performance at Q2 is 5.44% with additional information on current court actions presented to the Board. The Board were also advised that the updated that the Horizon contact solution is now place with phase 1, with further phases to follow.</p>	
24	<p><u>Asset &amp; Repairs Report</u> The DOAS presented the report and welcomed any questions from the Board.</p>	
25	<p><u>Write Off Report</u> Reporting on nine accounts for noting this quarter along with comparisons from previous years was provided to the Board for information.</p>	
26	<p><b>RESOLVED</b> that the Board:</p> <ol style="list-style-type: none"> <li>a) Noted the Q2 reports.</li> <li>b) Chair to circulate the recommended new Board members to the all the Board.</li> <li>c) Approved the Governing Bodies Calendar for 2026/27 [5]</li> </ol>	<b>EDBS</b>
	<b>12. Policies for renewal</b>	
27	None	
	<b>13. BHA Committee Minutes</b>	<b>Homologation</b>
28	<p>The Board homologated the following:</p> <ol style="list-style-type: none"> <li>1) Risk &amp; Assurance Committee (14<sup>th</sup> October 2025)</li> <li>2) Operations Committee (28<sup>th</sup> October 2025)</li> </ol>	

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	<b>15. Any other competent Business</b>	
29	<p>The Board proudly congratulated BHA for their recent achievement on winning the Housing Organisation of the Year at the CIH Awards on the 14<sup>th</sup> November 2025, and asked that the CE share the Board's congratulations with all colleagues.</p> <p>The CE responded noting to the Board the association does not often enter such awards but the work that has been ongoing across many aspects of the association by all our colleagues has been very much recognised with the receipt of this award and is very proud of all of the BHA Team.</p>	
	<b>Date of next meeting: 3<sup>rd</sup> February 2026 at 17:30</b>	
<b>The meeting closed at 19:40</b>		
Signed:	<b>(Chair)</b>	Date:

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**BHA BOARD ACTION LOG**

Item	DETAILS	RESPONSIBILITY	TARGET COMPLETION	STATUS
04/02/25-01	<b>Executive Team Salary Benchmarking Review:</b> Develop a policy and procedure to pay and reward for the Executive Team.	Board Dev Team /EDBS	End Q2 2026/27	Not started
07/10/25-03	<b>Item 6: Refinancing Options:</b> Section 22 (1)(b) commercial interest and the economy	EDBS	03/02/2026	In Progress
07/01/25-04	<b>Item 6: Refinancing Options:</b> Progress discussions with two recommended lenders to agree funding split.	EDBS	03/02/2026	In Progress
25/11/25-01	Section 22 (1)(b) commercial interest and the economy	DOAS CE/EG	03/02/2026	In Progress
25/11/25-02	<b>Item 4 : Board Strategy Day (slides) – New Development Update :</b> Progress obtaining a PCSA agreement with further Board approval in February.	EG/CE	03/02/2026	In Progress
25/11/25-03	<b>Item 9 : Commercial Leases</b> – Provide options appraisal upon completion of stock condition survey.	EDBS /DOAS	May 2026	In Progress
25/11/25-04	<b>Item 10 : Quarterly Reports – Governance (Board Recruitment)</b> - Chair to circulate the shortlist of recommendations to the Board along with their CVs for their thoughts before confirming any appointment with the candidates.	Chair	ASAP	Completed
25/11/25-05	<b>Item 10 : Quarterly Reports – Governance</b> – Schedule all Board & Committee dates for 2026/27	EDBS	ASAP	Completed
25/11/25-06	<b>Item 10 : Quarterly Reports</b> - Present Q3 performance dashboard for Board review at February meeting	ALL	03/02/26	Completed
	Action completion overdue			
	Action ongoing and date not due			

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	Action complete			