ARDENGLEN

Agenda Item 4

Meeting: **Minutes of Board Meeting** (Redacted)

Date: **22 September 2026**

Time: **5.30pm**

Location: **MS Teams**

Discussion

Meeting Options

1.

Present		Staff	
Jacqueline Brown	Chair	Karen Fee	Director of Finance, Digital and Corporate Services (DFDCS)
Liz McKenzie	Vice Chair	Suzanne Casey	Director of Customer Services (DCS)
Erinne Bird MacKellar	Board Member	Alex Gemmell	Senior Asset Officer (SAO)
Callum Adam	Board Member	Jacqui Mills	Corporate Services Officer (CSO), Minutes
Fiona Dunwoodie	Board Member		
Ian Nelson	Board Member		
Laura Brown	Board Member		
Amanda McKenzie	Appointed Member		
Apologies		**In attendance**	
John Duncan	Board Member	Joe Dewar	Asset Management Consultant
Chinenye Anameje	Board Member	**Leave of Absence**	
Mark Ingram	Board Member	David Byfield	Chief Executive Officer (CEO) and Secretary

Ciorsdan Wilson	Director of Asset Management (DAM)		

The new Chair welcomed everyone and opened the meeting.

Items for Decision and Approval

2. **Declaration of Interest**
No declarations of interest were recorded.

3. **Declaration of Receipt and Understanding**
Members confirmed that they had read and understood the Board papers.

4. **Minutes of Previous Meetings for Approval**

Minutes of Board Meeting 25 August 2026	
Approved by:	
Liz McKenzie	Fiona Dunwoodie

5. **Matters Arising / Action Sheet**

The Board reviewed the Action Sheet and approved closure of action 237. DFDCS advised that she would provide a verbal update to action 236 as part of AOCB this evening.

The Board approved closure of actions 237 on the Board Action Sheet.

The Chair advised that agenda item 6 would be delayed until the external consultant can join us later in the meeting. She suggested moving to item 7.

6a. **Annual Assurance Report**

Joe Dewar, Asset Management Consultant joined the meeting at 6.13pm to report on Regulatory Compliance.

Regulatory Compliance And Annual Assurance: The Asset Consultant reported strong independent assurance over tenant and resident health-and-safety compliance.

He explained that the annual independent review examined compliance evidence, policies, procedures, certification, staff competence, governance, data management and noted continued improvement activity. The review gave strong assurance, found the principal Big 7 compliance areas strong and confirmed that a 10% sample of compliance certification was compliant.
.

	Improvement Actions: Remaining actions focus on centralising compliance data, strengthening evidence control and improving internal verification. Asset Consultant advised the new team structure, procedural reviews and ongoing work on Awaab's Law readiness would support these improvements. . **Quarterly Reporting:** The Asset Consultant recommended that a formal tenant and resident safety compliance report be submitted to the relevant APRA committee quarterly. This is intended to provide regular oversight and reduce the risk of issues emerging only at year end. . **Housing Management System:** The Board asked whether compliance-recording requirements were being considered in the housing management system review. Asset Consultant confirmed that any replacement system should support housing management, finance, compliance and governance, while DFDCS said operational managers and key staff were visiting other RSL's to review alternative HMS reporting to the senior leadership team, with an update expected by the end of November. .
6b.	**Annual Assurance Report:** DFDCS reported on self-assessment assurance, providing evidence of full compliance with the Scottish Housing Regulator's standards as at the meeting date, with no material non-compliance identified. **Progress Against Priorities:** DFDCS reported progress on sustainability reporting, review and update to our model rules, Repairs administration external assurance provided in Appendix attached, implementation of the Board portal, Customer Participation including Action Plan, Equalities reporting, Policy Review Schedule, refreshed Risk Register, regulatory returns and tenant health and safety. Improvement priorities for 2026–27 include board succession planning, complaints, communication, contractor performance, the housing management system and the Equalities Strategy and Action Plan. **Areas for Identified for Improvement:** DFDCS highlighted that Board succession planning would remain a priority in the coming year. Ongoing learning from our complaints and are currently reviewing our Housing Management System. In addition, we plan develop and implement an Equalities Strategy and Action Plan. The board approved the report and supporting assurance material; the formal Annual Assurance Statement will return for approval at the October meeting before the 31 October regulatory deadline. **The Board approved the Annual Assurance Report and Asset Management Compliance Report.**

7.	**<u>Board Appraisal Report</u>** The CSO presented the Board Appraisal Report advising that the appraisal process took place during July to August this year. She reported that feedback indicated that members viewed the board as strong, confident, well chaired and participative, with good preparation, working relationships and confidence in key governance activities. **Development Areas:** The appraisal identified training needs in asset management, regulatory matters, human resources and Awaab's Law, alongside improved engagement with staff and continued work to make the board portal more accessible. **Bite-Sized Training:** CSO proposed reintroducing approximately 30-minute training sessions before in-person board meetings. The board supported the approach, explaining that short operational briefings can help members make strategic decisions; members indicated support for proceeding, subject to arranging earlier meeting start times. **Succession Planning:** Succession planning was an important theme of this year's appraisal process. The Chair highlighted the importance of succession planning, particularly following changes in chairing roles. The board agreed that future development and mentoring should remain part of its ongoing planning. **The Board approved the Board Appraisal Report and recommendation to reintroduce Bite Sized Training Sessions pre in person Board Meetings.**
8.	**<u>Share Membership Report</u>** CSO presented the Share Membership Report requesting approval to add one new shareholder and permission to remove shareholders who no longer met membership requirements, mainly former tenants, including one member who had missed five AGMs without apologies. **The Board approved the changes to the Share Membership Register.**
9.	**<u>Policy Sub Committee Terms of Reference</u>** DFDCS presented the Policy Sub Committee Terms of Reference Report and explained that a recent Internal Audit Governance audit review gave a strong conclusion but identified a low-priority recommendation because formal terms of reference for the Policy Sub-Committee could not be located. The new document defines delegated authority, membership, quorum, meeting arrangements and reporting to the board. The Policy Sub-Committee will review policies for relevance and legislative alignment before recommending them to the board. DFDCS advised that she

	also intends to standardise the Terms of Reference for the Policy, Staffing and Audit Sub-Committees. **The Board approved the Policy Sub Committee Terms of Reference.**
10.	**<u>Appointment of Interim Repairs and Voids Contractor</u>** SAO presented the Interim Repairs and Void Contractor Report . ***"The minute has been redacted as it contains commercially sensitive information."*** **Long-Term Procurement:** Potential routes included direct awards through the PfH or SPA frameworks, a framework mini-competition and a full tender. Following advice from Alan Shanks and Procurement for Housing, a direct award through the PfH framework was preferred because it could reduce mobilisation time, procurement resource and service disruption. Any longer-term appointment from April 2027 remains subject to satisfactory performance, board approval and procurement requirements. **Pricing And Budget:** ***"The minute has been redacted as it contains commercially sensitive information."*** **Performance Controls:** The Board requested strong safeguards to prevent a repeat of previous contractor performance problems. SAO and DCS confirmed that the four-month period would be performance-led, with tenant satisfaction monitoring, post-inspections and more stringent contractor management. ***"The minute has been redacted as it contains commercially sensitive information."*** . **Contingency Planning:** The Board queried whether there was a plan if the new contractor failed to perform, and whether 4 months was a long enough period to review performance. The SAO said the organisation could return to procurement routes such as Public Contracts Scotland and expected to identify performance issues quickly. A Board Member also suggested exploring contractors already performing well for neighbouring housing associations; SAO agreed that this could inform longer-term options. **The Board approved the Appointment of Interim Repairs and Voids Contractor.**
11.	**Sustainability Reporting And Strategy:** DFDCS presented the Annual Sustainability Report 2025–26 for approval and publication, covering investment in homes, staff travel, financial and energy advice, nature projects and the community hub; the board supported

	publication and future work on a three-year strategy and electric-vehicle charging. **Current Activities:** DFDCS highlighted the investment programme, the opening of Community Hub, staff travel and utilities baseline work, financial inclusion and energy advice, fruit trees at the office on Hub and community growing allotment. These activities form part of Ardenglen's continuing sustainability reporting. **Future Strategy:** Gillian Campbell will support the Sustainability Working Group and the wider team in developing a three-year sustainability strategy from 2027 onwards. DFDCS said partnership working would be explored because climate-related calculations and advice can be technically complex and costly. **Environmental Measures:** Planned work includes electric-vehicle charging, greater school engagement on recycling and further development of community gardening and allotment facilities. The Board discussed whether the nine-day fortnight reduces commuting, heating, electricity and equipment use; DFDCS confirmed this would be quantified where possible. **EV Charging:** The Board asked about electric-vehicles, salary sacrifice. DFDCS clarified that Ardenglen had not yet introduced an EV vehicle scheme but was examining workplace charging, including possible employer payment arrangements and future customer access. The Chair offered to provide a contact at Clyde Gateway, and DFDCS agreed this would help address installation and contractor availability. **Approval And Publication:** DFDCS was awaiting annual energy-consumption information from the utility company, expected shortly, so the report could be completed and published on the website in October. **The board advised that it was an excellent publication and approved the Annual Sustainability Report.**
Items for Noting	
12.	**<u>Value for Money Quarterly Update</u>** DFDCS reported that the value-for-money programme had achieved £25,548 by quarter two against a £50,000 annual target, through changes including ground-maintenance arrangements, new contractors, merged events and more efficient working. **Savings Achieved:** The reported £25,548 saving came from in-sourcing ground maintenance, new contractor arrangements, new ways of working, merging the board and staff away days and holding the AGM in the office.

	Next Steps: DFDCS said further savings may become harder to identify, but the working group would continue reviewing contracts and services, pursue paper-free and digital approaches, consider insourcing and explore ways to support other groups efficiently. **The Board noted the Quarterly Value for Money Update.**
Meeting Closure	
13.	**Notifiable Events** None.
14.	**Health and Safety** No additional matters were raised.
15.	**Correspondence** No correspondence was reported.
16.	**Use of Delegated Authority** No use of delegated authority was reported.
17.	**Any Other Competent Business** *Office Refurbishment*: DFDCS reported that the office refurbishment was approximately 90% complete, with snagging ongoing. Limited additional work agreed, the two upstairs meeting rooms will be carpeted rather than cleaned so they match the refurbished office. A glass door near the main operations room could not safely be fitted with a lock, so it will be replaced with a purpose-built door at an additional cost of just under £2,000. Once snagging and planned external works are complete, the office will display strategic objectives in the meeting rooms and a word cloud in the main operations room. DFDCS proposed a future in-person board walk-around. *Written Resolution - Eviction:* DCS confirmed that following the recent board written resolution, the eviction has now been formally actioned. *Board Meeting Format:* The new Chair addressed the Board and invited them to consider whether to increase in-person meetings, discussing seasonal scheduling and improved hybrid technology to retain accessibility. Appraisal feedback indicated that members valued in-person engagement with the board and staff. The Board suggested more in-person meetings during the summer, while retaining virtual or hybrid options in winter because of travel and weather constraints. A Board Member advised they could not attend every in-person meeting because of study and travel commitments. It was agreed that the Meeting Owl can be used to allow members to participate remotely when necessary.

	No final change was agreed; the board will consider the options and discuss at a later date. ***Acquisition Grant Uncertainty****:* Vice Chair raised reports that Glasgow City Council may have stopped grant funding for housing acquisitions and new development. Vice Chair advised other housing associations had received notification that acquisition grants might cease from that day and noted that Craigdale had reportedly been told that building grant funding was unavailable. DCS said this appeared inconsistent with recent approvals and increased budget indications. She advised that it is possible that correspondence has been sent to the CEO directly, but with him being on special leave, this may not have been picked up yet. **DCS agreed to check with the relevant contacts and update the board.**
18.	**Summary of Actions and Decisions** • The Board approved the Minutes and Action Sheet • The Board approved Annual Assurance and Compliance Report • The Board approved Policy Subcommittee Terms of Reference • The Board approved Board Appraisal Report and Reintroducing Bite Sized Training before in person meetings • The Board approved Share Membership Report • The Board approved Interim Repairs and Voids Contractor Report • The Board approved the Annual Sustainability Report 2025/26 • The Board noted the Quarterly Value for Money Report • The Board noted Eviction following written resolution • The Board noted Office Refurbishment • The Board noted discussion on Board Meeting format; to be continued.
19.	**Meeting Evaluation** Members agreed that the meeting had been informative and well managed.
20.	**Date and Time of Next Meeting** Tuesday 27 October 2026 at 5.30pm, on MS Teams.
22.	**Meeting Close** The Chair thanked everyone for their contributions and closed the meeting.