

**Meeting:** Minutes of Board Meeting  
**Date:** 3 March 2026  
**Time:** 5.30pm  
**Location:** Ardenglen Housing Association, 355 Tormusk Road,

Discussion			
Meeting Opening			
<b>1.</b>	<b><u>Welcome &amp; Apologies</u></b>		
<b>Present</b>		<b>Staff</b>	
Liz McKenzie	Chair	Karen Fee	Director of Finance, Digital Engagement and Corporate Services (DFDCS)
John Duncan	Board Member		
Chuks Nnadi-Nnadi	Board Member	Suzanne Casey	Director of Customer Services
Fiona Dunwoodie	Board Member	Ciorsdan Wilson	Director of Asset Management (DAM)
Callum Adams	Board Member	Michelle Hart	Finance & Corporate Manager (FCM)
Jacqueline Brown	Co-opted Member	Jacqui Mills	Corporate Services Officer (CSO) (Minute Taker)
Amanda McKenzie	Co-opted Member		
<b>Apologies</b>		<b>In attendance</b>	
David Byfield	Chief Executive Officer (CEO) (Secretary)		
Mark Ingram	Vice Chair		
Chinenye Anameje	Board Member		
Laura Young	Co-opted Member		
Erinne Bird Mackellar	Co-opted Member		
Ian Nelson	Co-opted Member		
<b><u>Welcome</u></b> The Chair welcomed all attendees. Apologies were noted from members unable to attend.			

2.	<p><b><u>Declaration of Interest</u></b></p> <p>None.</p>																		
3.	<p><b><u>Declaration of Receipt and Understanding</u></b></p> <p>Members present confirmed they read and understood the contents of the Board papers.</p>																		
4.	<p><b>Minutes of Board Meetings for Approval</b></p> <table border="1" data-bbox="178 544 1471 958"> <tr> <td colspan="2" data-bbox="178 544 1471 584" style="text-align: center;"><b>Minutes of Board Meeting 20 January 2026 and Redacted Set</b></td> </tr> <tr> <td colspan="2" data-bbox="178 584 1471 624"><b>Approved by:</b></td> </tr> <tr> <td data-bbox="178 624 823 665">John Duncan</td> <td data-bbox="823 624 1471 665">Fiona Dunwoodie</td> </tr> <tr> <td colspan="2" data-bbox="178 665 1471 734"><b>Minutes of Audit, Performance and Risk Assurance Sub Committee 3 February 2026</b></td> </tr> <tr> <td colspan="2" data-bbox="178 734 1471 775"><b>Approved by:</b></td> </tr> <tr> <td data-bbox="178 775 823 815">John Duncan</td> <td data-bbox="823 775 1471 815">Liz McKenzie</td> </tr> <tr> <td colspan="2" data-bbox="178 815 1471 855"><b>Minutes of Policy Sub Committee Meeting 9 February 2026</b></td> </tr> <tr> <td colspan="2" data-bbox="178 855 1471 925">The PSC Chair and Board Member were not in attendance to approve. CSO to contact members by email to seek approval of minute.</td> </tr> <tr> <td data-bbox="178 925 823 958"></td> <td data-bbox="823 925 1471 958"></td> </tr> </table>	<b>Minutes of Board Meeting 20 January 2026 and Redacted Set</b>		<b>Approved by:</b>		John Duncan	Fiona Dunwoodie	<b>Minutes of Audit, Performance and Risk Assurance Sub Committee 3 February 2026</b>		<b>Approved by:</b>		John Duncan	Liz McKenzie	<b>Minutes of Policy Sub Committee Meeting 9 February 2026</b>		The PSC Chair and Board Member were not in attendance to approve. CSO to contact members by email to seek approval of minute.			
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5.	<p><b><u>Matters Arising/ Action Sheet</u></b></p> <p>The action sheet was reviewed. Request to close items 220 and 225 as complete. DFDCS provided an update on Tenant Scrutiny advising that a VFM session is scheduled with the panel for next week. She also advised that the Rent Consultation is now complete.</p> <p>DFDCS further advised that the SLT are still reviewing feedback from staff on the planned office refurb and considering next steps.</p> <p><b>Action Sheet:</b></p> <table border="1" data-bbox="178 1328 1471 1406"> <tr> <td data-bbox="178 1328 823 1368"><b>Approved by:</b></td> <td data-bbox="823 1328 1471 1368"><b>Seconded by:</b></td> </tr> <tr> <td data-bbox="178 1368 823 1406">Fiona Dunwoodie</td> <td data-bbox="823 1368 1471 1406">John Duncan</td> </tr> </table>	<b>Approved by:</b>	<b>Seconded by:</b>	Fiona Dunwoodie	John Duncan														
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<b>Items requiring a discussion/ approval</b>																			
6.	<p><b>SGM and Rules Amendment Report</b></p> <p>DFDCS briefed the Board on the amendment and SGM Arrangements Report. She explained that, together with the CSO, a meeting was held with the solicitors TC Young to ensure the process for amending the Association’s model rules was legally compliant, specifically to facilitate the appointment of new members to the Board. TC Young has confirmed this and provided documentation of three versions of the model rules for information to Members: the current AHA rules, a tracked changes version, and a new draft incorporating the proposed amendments.</p> <p>DFDCS also notified the Board that the Association’s lenders had been notified with two requesting a copy of the tracked changes to the model rules and subsequently received consent.</p>																		

	<p>The Board was advised that the date for the Special General Meeting (SGM) would be arranged by email, with CSO and the SLT coordinating to confirm a suitable time. The SGM must be scheduled within ten days of receiving approval to proceed.</p> <p>The SGM will take place in the Boardroom, and to encourage attendance, incentives such as prize draws will be offered. There will also be a themed event—such as a fish supper night or afternoon tea—to make the occasion more inviting for members.</p> <p><b>The Board approved the SGM and Rules Amendment Report.</b></p>
7.	<p><b>KPI Schedule 2026-27</b></p> <p>SLT presented the KPI Schedule for 2026-27 with each member of the team explaining the changes to their KPIs for the new reporting year.</p> <p>DAM advised that a number of the Asset Management Team KPIs have been revised to replicate the new ARC Right First Time, damp and mould and electrical inspection KPIs.</p> <p>The Chair queried whether cutbacks in adaptations funding has affected adaptation timescales. DAM advised that so far delays in funding have not impacted our timescales for completing adaptations.</p> <p>The Board queried what the current damp and mould performance is, DAM advised it is on target but would confirm stats at next meeting.</p> <p>The Board suggested that the damp and mould target of 20 days was quite challenging and asked if this was achievable. DAM advised that damp and mould cases are at 22 days currently and will continue to monitor progress.</p> <p>DAM briefed the Board on new legislation in relation to damp and mould which when published later this year will require a new internal process and policy.</p> <p>The Board then queried if 5.8 days is comfortable for damp and mould repairs. DAM advised that she is confident that it is achievable and will discuss further when the new repairs contract is discussed this evening.</p> <p>The Board queried the removal of the pre and post inspection KPIs and whether Board will be kept appraised once a year of performance. DAM confirmed that she would report on progress annually to Board on this indicator.</p> <p>DCS explained the updates to the Customer Services KPIs with arrears recovery target being reduced due to good performance in recent years. Days to Re-Let target has been increased by one day due to some challenges in the year with the condition of voids.</p> <p>DCS advised that the Community Investment KPIs are set by our funders and cannot be revised.</p> <p>The Board referred to the condition of voids and queried if there is a way to determine when properties will be returned in poor condition. DCS advised that the team are doing joint visits</p>

	<p>to tenants pre end of tenancy and can determine works that need done at that point. The team are also looking at introducing an incentive scheme to encourage tenants to look after their home.</p> <p>There was a discussion on engaging with customers that the Association never hears from and how to establish communication with the silent customers. The Association will prioritise home visits to customers they never hear from to check everything is going ok with their tenancy.</p> <p>DFDCS advised that the Finance and Corporate KPIs have one main change to the Appraisal KPI. This will now be reported as an annual return as the majority of staff appraisals are not completed until Q4.</p> <p><b>The Board approved the KPI Schedule for 2026-27.</b></p>
<p><b>8.</b></p>	<p><b>Budget 2026-27</b></p> <p>The FCM presented the 2026–27 budget, advising that final amendments had been made to the previous version to reflect the newly approved 5.1% rent increase, the salary increase, and anticipated adaptation funding of £40,000.</p> <p>She reported an operating surplus of £909k and confirmed that cash balances remained healthy.</p> <p>The Board asked whether the FCM had observed any changes in materials costs. The FCM confirmed an increase and advised that a sensitivity analysis had been completed to assess the impact of further cost inflation.</p> <p>The Board also queried whether the replacement contract figures were based on tendered prices or indicative estimates. The DAM advised that some figures were indicative and would be subject to tender during the year.</p> <p>No further questions were raised.</p> <p><b>The Board approved the Budget 2026-27</b></p>
<p><b>9.</b></p>	<p><b>Draft Business Plan 2026-27</b></p> <p>The FCM presented the draft Business Plan, giving the Board an opportunity to comment and contribute. She advised that the plan was based on the approved budget and that a 5% inflation assumption had been applied to many cost lines.</p> <p>The Board asked what the 5% inflation assumption was based on. The FCM confirmed that she had researched current inflation rates online, and a member recommended a useful resource for future reference.</p> <p>The FCM noted that the pension deficit is revalued every three years and that rent policy inflation assumptions have been included for years two and three.</p>

	<p>The Board queried whether the 2% added is to catch up from the years when the increase was negligible. FCM confirmed this to be the case.</p> <p>The FCM asked members to advise if any key issues or omissions should be reflected in the plan.</p> <p>The Board asked how the kitchen and bathroom renewal programme is profiled, noting that provision in some years appears lower than others. DAM advised that she will review and re-profile the timings with SAO.</p> <p>DFDCS referred to the office refurbishment and advised that the SLT is considering feedback from the staff consultation. A revised proposal will be brought to the Board.</p> <p><b>The Board noted the Draft Business Plan.</b></p>
10.	<p><b>Insurance Renewal Report 2026/27</b></p> <p>DFDCS presented the annual insurance renewal report for 2026-27, and briefed members that the Association is in its final year with current brokers Arthur J Gallagher and must consult with a consultant to support the process of procuring a new insurance cover for 2027-28.</p> <p>DFDCS advised that the table included for comparison prior and current year premiums. The only potential change for consideration was to increase the cover for Cyber liability as incidents of cyber attacks and fraud are ongoing. She confirmed that the current sum insured is £243,657,620 including offices and shops.</p> <p><b>The Board approved the Insurance Renewal Report, including increase in Cyber cover and allowing DFDCS to explore use of consultant to secure new insurance contract.</b></p>
11.	<p><b>Dissolution of Ardenglen Development Limited</b></p> <p>DFDCS referred to the report and the recommendations within which included dissolution of ADL, notifying the Regulator and seeking consent from our lenders. She explained that this action had been recommended by our Auditors, Chiene and Tate in 2023 and the Association has also sought legal advice from TC Young.</p> <p>The Association has received confirmation from our lenders that their consent is not required. If approved by Board a meeting will be held with the sole Director, Gary Dalziel, to complete the formalities. Once complete all assets held will be transferred to Ardenglen Housing by 31 March 2026.</p> <p>The Board queried if there is grant funding associated with this. FCM confirmed there is and that the Association are looking into this.</p> <p><b>The Board approved proceeding with Dissolution of Ardenglen Development Limited.</b></p>
12.	<p><b>Policy Sub Committee Update</b></p>

	<p>In the absence of the Policy Sub Chair, DFDCS took members through the policies recommended for approval. The following policies were discussed at a recent Policy Sub Committee and put forward for Board approval:</p> <p><b>Board Effectiveness Policy and forms</b> – the policy has been reviewed and new survey questionnaires introduced. The Chair requested that an additional section on nominations be added to the Policy.</p> <p>The Chair took this opportunity to advise members that as she is in her fifth year as Chair, she must step down this year. She advised members to consider their role and whether they would be interested in the position. Members should notify CSO of their intention either as part of the appraisal form process or Board nomination form that will be issued in August rather than at the AGM.</p> <p><b>Stress Management Policy</b> - minor terminology changes, expanded line manager responsibilities, and clarifications on legal framework content.</p> <p><b>Data Protection Policy and Data Breach process</b> – minimal changes to policy to ensure new name for Information Commission is included and the change to the complaints policy.</p> <p>The Chair requested data protection training for the Board as there are a number of new members. CSO will discuss with our DPO and come back with some dates.</p> <p><b>The Board approved all three policies.</b></p>
13.	<p><b>Close Cleaning Contract</b></p> <p>DAM presented the Close Cleaning Contract advising that approval for the final year extension is required this evening. There is a 7% increase on the previous year’s contract. DAM also advised that if we go back out to tender it is unlikely we would get anything like this in terms of value for money.</p> <p>DAM advised that satisfaction levels were low last year but there has been an upturn in the most recent surveys.</p> <p>The Board queried whether the cleaners use warm or cold water for the close cleaning. DAM confirmed that it is more than likely cold as there are few contractors who will have access to hot water.</p> <p><b>The Board approved the Close Cleaning Contract.</b></p>
<b>Items for Noting</b>	
<b>Meeting Closure</b>	
14.	<p><b>Notifiable Events</b></p> <p>None.</p>
15.	<p><b>Health and Safety (standard item)</b></p> <p>None.</p>

16.	<p><b>Correspondence</b></p> <p><b>HSCP Lettings</b></p> <p>DCS advised that the Association has been asked to provide 60% of our voids to homeless lets. DCS informed members that our void turnover has been reducing quite drastically in recent years but still had maintained a 40-50% ratio of our voids to homelessness. She added that this is higher than our peers. She advised that she would be recommending capping this at 50% this year as we also have another avenue for contributing to homeless lets via the grant funding of acquisitions of stock in our area for homeless lets.</p> <p>The Board queried if the acquisition process is straight forward. DCS advised that the approval process is quick, but the funding element does not come through as quickly.</p> <p><b>The Board approved capping void lets to HSCP at 50%.</b></p>
17.	<p><b>Use of Delegated Authority</b></p> <p>None.</p>
18.	<p><b>A.O.C.B</b></p> <p><b>EVH Extra Public Holiday for Scottish World Cup</b> - Approved by all Board members present</p> <p><b>DAM Focus Overview -</b></p> <ol style="list-style-type: none"> <li>1. DAM has spent time meeting the team individually, reading P&amp;P, and the focus going forward will be on Customer Satisfaction reviewing and capturing data using cx-feedback.</li> <li>2. New Contractor Consilium - Day to Day repairs - there has been teething issues not unexpected for a new contractor, we continue to hold bi-weekly meetings. Board asked what if their performance does not improve? DAM responded currently providing support to assist along with on-going monitoring, but we will have a Plan B in place.</li> <li>3. ARC Preparation and assurance on accuracy</li> </ol>
19.	<p><b>Summary of actions/ decisions at this meeting</b></p> <ul style="list-style-type: none"> <li>• The Board approved Board minutes.</li> <li>• The Board approved SGM Arrangements Report</li> <li>• The Board approved Budget 2026-27</li> <li>• The Board approved KPI Schedule 2026</li> <li>• The Board noted draft Business Plan 2026-27</li> <li>• The Board approved Insurance Renewal Report</li> <li>• The Board approved Dissolution of ADL Report</li> <li>• The Board approved Close Cleaning Contract Report</li> <li>• The Board approved World Cup Extra Public Holiday 15 June as per EVH</li> <li>• The Board approved capping void lets to HSCP at 50%</li> <li>• The Board noted Asset Management Team Update</li> </ul>
20.	<p><b>Meeting Evaluation</b></p>

	The Board thanked staff for their reports and advised the meeting went well with good reports presented.
<b>21.</b>	<b>Date and time of next meeting –21 April 2026, in person.</b>
<b>22.</b>	<b>Meeting Close</b> The meeting closed at 7PM with a vote of thanks to the Chair.