MINUTE OF THE BOARD MEETING

25 June 2025

Present	**I Crawford (Chair); P Rowsby (Vice-Chair)**
	MEMBERS
	A Clark; R Elliott; L Fordyce; A Groat; R Hutton; G Kitchener; W Raeburn; J McFadyen
	C Ironside (Secretary)
In Attendance	**A Hay; K Miller; N Stobie (Staff)**
	M Sloan; S White (prospective board members)
Minutes	**F Hurrell (Staff)**

The meeting was held in person at 5.00 pm.

ACTION

1 Chair's Opening Remarks

The Chair opened the meeting and welcomed M Sloan and S White who were prospective MEHA Board Members.

He restated the priorities outlined at his first meeting as Chair and noted the substantial progress made due to the efforts of SMT. He noted the challenges that were still ahead namely the potential impact on the Association of; the green agenda and EESSH (Energy Efficiency Standard for Social Housing).

He highlighted the importance of tenant engagement, which is due to be discussed later in the meeting.

2 Apologies for Absence:

None

3 Declarations of Interest

R Hutton	Employee of Harbour Homes, part of Group that includes Harbour Multi Trades
G Kitchener	Tenant of Manor Estates Housing Association
R Elliott	Former employee of RBS and RBS shareholders

L Fordyce	Employee of Warmworks
J McFadyen	Employee of NatWest
M Sloan	Employee Harbour Homes, part of Group that includes Harbour Multi Trades
S White	Employee of Viewpoint Housing

4 **Risk Management** No issues to report

Health & Safety No issues to report

Notifiable Events No issues to report

GDPR Three minor breaches were recorded and processed in line with our procedures. Following a question from J McFadyen, C Ironside confirmed our procedure and outlined the use of an external company to provide GDPR advice.

5 **Minutes of the Board meeting 28 May 2025**

The minutes were approved as a true and accurate record of the meeting.

Proposed: P Rowsby; Seconded: G Kitchener

6 **Matters Arising**

No further matters were raised.

7 **Board Actions**

7 (i) **Board Actions from May 2025 Meeting**

The Board Actions Report was noted by members without comment.

7 (ii) **Regulatory Standards Update from May 2025 Meeting**

The Regulatory Standards report was noted by members without comment.

8 **Minutes of Committee or Subsidiary Meetings**

None

9 **Matters for Approval / Decision**

None

9 (i) **SHR Loan Portfolio Return**

Following K Miller's presentation of the SHR Loan Portfolio Return, discussion took place regarding the low level of gearing and whether this was considered

appropriate. K Miller explained that we have not drawn down the revolving credit facility (so the gearing will increase when we do), and we plan to retain borrowing capacity for future major repairs and net zero expenditure for existing properties.

R Hutton queried whether we could borrow now to create a fund for tenant sustainment rather than being prudent and leave future borrowing for Net Zero expenditure. Post meeting note: R Hutton confirmed that she wasn't proposing that MEHA borrow for this fund, but rather we would use some of our surplus. The Chair stated that we should continue to be prudent and cautious, however any proposal to fund a Tenant Engagement Officer should be included in the relevant paper to the November Board. **NS**

R Elliott warned that the interest ratio cover would only improve if any increased borrowing was for new developments and that keeping the borrowing capacity in hand for the future was prudent.

Members approved the SHR for submission.

Proposed: R Elliott; Seconded: G Kitchener

9 (ii) Audited Accounts

K Miller presented the Audited Accounts and recommended the Board approve them for signing.

K Miller highlighted the following key points:

- We will tender for new auditors in September 2025, and the Audit Committee will approve the appointment in October.
- We have a similar sized surplus to last year.
- We have a small surplus from the pension revaluation.

A Clark added that the Auditors gave a clean unqualified report, so we are still complying with the requirements of our loan agreement.

Members approved the report to be signed.

Proposed: L Fordyce; Seconded: R Elliott

9 (iii) Letter of Representation

K Miller explained the Letter of Representation is sent by the Board to assure the auditors that they know of nothing which would impact the accounts since the audit.

K Miller noted that the version sent with the papers was not the latest version. She read out the additional paragraph that Azets had included on page 4 of the updated version of the letter. The paragraph clarified that the non-material misstatement was not an issue for the Board to be concerned about. It stated that the bad debt provision included in the accounts was correct and in line with

MEHA policy. It clarified that the figures included on page 4 were the results of a different accounting estimate that Azets had used. This had been raised regularly over the past few years.

The Audit Committee was satisfied with the bad debt provision included in the accounts, given the history of low bad debts written off each year.

A Clark suggested that the Board receive a breakdown of the calculation of both of the bad debt provisions by email. Subject to this action point members approved the Letter of Representation. **KM**

Proposed: A Clark; Seconded: G Kitchener

9 (iv) Customer Engagement Strategy

N Stobie introduced the report and asked members to approve the strategy. N Stobie gave reassurance to members that we regularly review and update the Action Plan, and customer engagement objectives are set for Housing Officers. She explained that the Association will be developing a tenant participation strategy which will come to the Board in November this year, and this would address some of the questions that had been raised by one of the Board members. **NS**

Members noted that staff have attended various community events, but there are challenges in implementing customer engagement when we are not a community-based association.

P Rowsby acknowledged the hard work that went into coordinating the 30th anniversary tea party celebrations and the success of holding the AGM at one of the retirement homes.

Following a question from A Groat on tenants' rights and responsibilities, N Stobie confirmed this will be included in the tenant participation strategy in November.

The Chair highlighted the importance of customer engagement, and it was agreed that the action plan would be reviewed and presented to the Board annually. **NS**

Proposed: P Rowsby; Seconded: R Hutton

9 (v) Board Membership

C Ironside proposed that M Sloan and S White, who have been through a robust interview process, be approved as Association members and be co-opted onto the Board.

Members approved the proposal.

Proposed: A Clark; Seconded: R Elliott

9 (vi) Rent Increase Process

K Miller explained that this follows the same process as previous years and recommends board members approve the timings of the process.

It was agreed that a report of the results of the tenant consultation and an indication of the possible rent increase will be included in the October SMT report. **KM**

Members approved the timings.

Proposed: R Hutton; Seconded: L Fordyce

10 Matters for Information

10 (i) AGM Arrangements

Members noted the report.

11 Operational Reports

11 (i) SMT Report

Members noted the report.

12 Any Other Competent Business

K Miller notified members that we have now terminated our Govenda contract and will be using TEAMs to access board papers from now on. One-to-one training will be offered for anyone who would like to attend it.

Members found the new presentation of board papers on TEAMs helpful and thanked F Hurrell for her work on this.

13 Meeting Review (without staff)

The outcome of these discussions will be relayed to the CEO post meeting.

Date and time of next meeting: Wednesday 27th August 2025 at 5.30pm

The meeting closed at: 7.15 pm

DRAFT