



MARYHILL HOUSING ASSOCIATION LIMITED

**MINUTES OF THE BOARD MEETING
HELD ON MONDAY 22ND OF SEPTEMBER 2025 AT 6.30 PM
HYBRID MEETING FROM 45 GARRIOCH ROAD, GLASGOW, G20 8RG**

Board Members	In Person	Remote	Apols	Absent
██████████ (PH)	✓			
██████████ (DF)	✓			
██████████ (VW)	✓			
██████████ (WMc)	✓			
██████████ (AS)			✓	
██████████ (MM)			✓	
██████████ (LS)			✓	
██████████ (SJ)	✓			
██████████ (JC)		✓		
Leave of Absence				
██████████ (AK)				

Officers	Items
██████████ (RW) Chief Executive	1-11
██████████ (SB) Director of Resources	1-11
██████████ (CD) Head of Property & Neighbourhood	1-11
██████████ (SR) Corporate Officer (Performance, Data & Governance)	1-10
External	item
██████████ (FL)	7

Item No.	Issue	Action By
1.	Election of Chair and Vice Chair	
1.1	RW informed the Board that there is currently no Chair as LF officially stepped down today.	
1.2	RW as Company Secretary, advised Board members that PH is standing for election as Chair and DF is standing for election as Vice Chair. RW informed the Board that, should DF be appointed as Vice Chair and a customer member later expresses interest in taking up the Vice Chair role, DF has agreed to step down to allow the customer member to assume the position.	

REQUIRED READING

Item No.	Issue	Action By
1.3	The Board approved the appointments of PH as Chair and DF as Vice Chair on the provision if a customer member wishes to take on the Vice Chair role DF will step down.	
1.4	RW handed over to PH to chair tonight's meeting.	
2.	Welcome, Apologies & Declaration	
2.1	The Chair (PH) welcomed everyone to the meeting and thanked the Board for their confidence in appointing him as Chair.	
2.2	PH advised Board members he would like to meet up individually to discuss their aspirations and training needs. This can be done out with a Board setting.	
2.3	PH expressed appreciation for LF's dedication and hard work over the past four years as Chair and wished to formally record thanks on behalf of both the Board and staff.	
2.4	PH advised that Item 7 (Maryhill Housing Governance Review presentation) would be brought forward on the agenda to item 3 to accommodate external presenter, [REDACTED] (FL) from North Star.	
2.5	Apologies were noted for MM, AS & LS.	
7.	Governance Review	
7.1	FL delivered a presentation on the Maryhill Housing Governance Review covering key findings and recommendations on governance structure, Board papers, strategic focus, meeting frequency, succession planning and assurance processes, with comparisons to similar RSLs.	
7.2	FL highlighted Appendix 1, noting repeated items in Board papers that could potentially be removed and asked the Board if they wished to approve the recommendations or had any questions. PH suggested FL present the report and then consideration would be given to the management responses to the recommendations.	
7.3	FL pointed out that the workplan does not always reflect what is presented to the Board. RW clarified that Audit & Risk is for detailed review, but the Board must maintain a strategic overview therefore some items will still need to come to Board, although at a higher level. A Board member stressed the need for sufficient attendance at the Audit & Risk Committee to avoid referring items back to the main Board.	
7.4	FL noted the volume and detail of Board papers suggesting some content could be streamlined. RW suggested the corporate plan which in the past has been a very lengthy document, could in future be presented as a summary report. Further discussion is proposed for the November away day to determine how to best streamline reporting. A Board member suggested using Copilot to summarise recommendations as bullet points. Action taken to consider this as part of the Association's approach to the use of AI.	RW

REQUIRED READING

Item No.	Issue	Action By	
7.5	FL introduced the concept of a Consent Agenda and suggested reducing the number of meetings to 6–8 per year similar to other RSLs. RW agreed that, with streamlined papers and amended delegations to staff, this could be put in place quite quickly however emphasised it may be best to phase this in to avoid overly lengthy meetings.	RW	
7.6	FL asked Board for views on the options for Board involvement in the detailed assurance review process, e.g. and annual assurance body or a short-life working group. Board members felt annual collective discussion would be sufficient, supported by an evidence bank for ongoing review. Further discussion to be held at November away day.		
7.7	FL invited questions and discussion on the 14 recommendations. Board members asked RW for her responses to the management recommendations.		
7.8	RW proposed that consideration is given at the Board's November away day to discuss practical implications, levels of delegation, and approaches to assurance and working groups before making decisions.		
7.9	In order to enable RW to develop proposals to present to the November away day, the Chair sought input from the Board on the principle of increased delegation to staff. The Chair and Vice Chair suggested that Board should consider delegating more to staff, except for strategic or critical items. Board members agreed the focus should be on strategic rather than operational matters. Action for RW to bring proposals on increased delegation to November Board away day.		
7.10	<p>Following discussion, the Board:</p> <ul style="list-style-type: none"> • Noted the Governance Review report (Appendix 1) • Approved management responses and timescales for the recommendations (Appendix 2) • Noted that progress will be monitored via the external audit tracker reported to Audit & Risk Committee <p style="text-align: right;"><i>FL left the meeting at 7:11pm.</i></p>		
3.	Approval of Board Minutes – 28th August 2025		
3.1	The Board approved the minutes of the meeting held on 28th August 2025 .		SR
4.	Matters arising not otherwise on agenda		
4.1	RW provided a verbal update on the unbudgeted expenditure relating to the development overspend for Collina Street discussed at August Board. In last months paper, the proposal to seek Board approval for additional unbudgeted expenditure was removed, due to the expectation of additional Glasgow City Council (GCC) funding (referenced under item 13.2 in the previous minute). However, the anticipated GCC grant funding had not been finalised in time to cover the outstanding invoice costs, therefore Board approval was now requested. The original amount noted at the previous meeting was £87,000 however following a review, the current unbudgeted expenditure now stands at £120,000 of invoices waiting to be paid. This brings the total unfunded spend to £220,000, which exceeds the CEO's delegated authority and cannot be approved under standing orders.		

REQUIRED READING

Item No.	Issue	Action By
4.2	A Board member asked when the expected grant fund payment would be made by GCC. RW explained that GCC have advised that the grant award will be increased, but this is just awaiting GCC approval of the detail by the technical team. It is anticipated this will be achieved within the next month.	
4.3	Following discussion, the Board agreed that there was limited choice in the matter but to approve this additional expenditure to enable payment of invoices, noting that contractors had carried out the work in good faith and that maintaining a positive working relationship with the design team was important.	
4.4	The Board then approved payment of the additional unbudgeted invoices for Collina Street totalling £120,000.	
5.	Action Tracker	
5.1	PH informed the Board that five items on the action tracker were proposed for closure. He highlighted an open action (minute reference 10.8) regarding the Strathclyde Pension Fund, noting that while only a small number of staff are beneficiaries and options are being explored, the action has remained open since May 2024. PH confirmed this is not currently a material issue for the business and advised that the item has been rescheduled to be processed in February 2026 due to CEO workload.	
5.2	The Board noted the update on item 10.8 and approved the closure of the five items on the action tracker.	SR
6.	Feedback from training/events	
6.1	A Board member confirmed attendance at the recent contractor development event and provided positive feedback, stating it was a very good day. The Board agreed that if a similar event arises in future, attendance should be considered.	
6.2	PH noted that Equality, Diversity and Inclusion (EDI) training had been arranged but was not attended by any Board members and emphasised the importance of this training as part of the Association's values and noted all Board members including himself should be looking at setting the standard in this area.	
6.3	The Board held a discussion around training and the challenges of finding time to attend scheduled sessions. Board members considered the possibility of incorporating training into the upcoming away day to improve accessibility.	
6.4	A Board member suggested that if bitesize training is not scheduled for 6pm before the Board meeting is it possible the main meeting could potentially be brought forward to allow for an earlier start, particularly with the darker evenings approaching. RW advised that the timing of Board meetings is a decision for the Board collectively.	
6.5	The Board agreed that meeting times would be reviewed and that the option of including a training session at the away day would be explored. An action was taken to review meeting times and to consider scheduling an EDI training session as part of the November away day programme.	RW

Item No.	Issue	Action By
8.	Annual Assurance Statement	
8.1	RW advised the Board that the paper was slightly shorter than in previous years. She explained that, as recommended by the Assurance Review considered at June Board, the SFHA toolkit had been used, and section 3.3 of the covering report identified overall compliance with seven non-material areas for improvement identified. The detail of the improvement actions were then shown at section 3.4. RW confirmed that although improvements were needed, the Association remained compliant, and the focus was on strengthening assurance.	
8.2	RW referred to Appendix A, which included the proposed letter to be issued to the regulator. In previous years, this letter outlined what the Association set out to do during the year. However, following the assurance review in June 2025, it was recommended that the letter be streamlined to focus more clearly on assurance.	
8.3	The Board agreed that the revised format for the assurance report presented was an improvement and found the report easier to read. A Board member queried if we were able to say we were fully compliant on damp and mould and in regard to our EDI data. RW advised that yes on both these aspects the Association is compliant. In regard to damp and mould, although we are developing additional KPIs to reflect the new ARC measures, we do have a clear policy already in place and have implemented the Damp and Mould Officer post which is proving effective. On EDI we have collected full EDI data from 40% of our customers as part of the 2024 satisfaction survey, we also collect EDI data on an ongoing basis and this is reviewed at regular EDI working group meetings.	
8.4	<p>Following a detailed discussion, the Board then approved the following:</p> <ul style="list-style-type: none"> • The Assurance rating of compliant • The 2025 Assurance Statement as set out at Appendix A for signature by the Chair and Chief Executive • Delegates authority to the Chief Executive to submit the signed Assurance Statement in advance of the 31st October deadline. • Noted the corrective action to address the amber rated elements at 3.4 below 	
9.	CEO Report	
9.1	RW introduced the report and advised that approval items would be taken first.	
9.2	<p><u>1.3 – Tenant Voice Report</u></p> <p>RW introduced this item, explaining that as part of setting the corporate plan in March 2025 it had been agreed that quarterly updates on Tenant Voice would be brought to Board. It was discussed that the content of this update was quite operational, Board discussed better ways of ensuring tenant voice feeds into all strategic decision making. RW noted that, at present, there is no formal process for feeding back to Board on any issues from RTOs (Registered Tenants' Organisations). An action was taken to put a system in place to ensure RTO feedback is considered by Board.</p>	JS
9.3	RW highlighted that the current Board report template combines tenant participation and tenant experience in a single section of the implication table. It was suggested that these should be separated in future reports to the Board, to provide greater clarity on the different implications of each.	

REQUIRED READING

Item No.	Issue	Action By
9.4	The Board discussed the proposal and agreed that separating tenant participation and tenant experience within the report would improve transparency. An action was taken to implement this change. The Board also felt that this would enable removing the quarterly reporting of tenant voice, as customer and tenant impact would be considered for all reports.	RW
9.5	The Board approved the Customer Voice Report would come to Board on an annual basis going forward.	
	<u>1.4 EDI Statement of Commitment</u>	
9.6	RW highlighted Appendix C for the Board's review and invited questions. No questions were raised by the Board.	
9.7	The Board approved the EDI Statement of Commitment at Appendix C for publication on a dedicated EDI page on the Association's website.	
	3.1 Loan Covenant Amendment	
9.8	[REDACTED]	
9.9	[REDACTED]	
9.10	[REDACTED]	
	3.2 Loan Signatories Amendment	
9.11	[REDACTED]	
9.12	[REDACTED]	
	<u>3.3 Treasury Management Policy Update</u>	
9.13	SB highlighted Appendix J, which outlines the proposed policy changes.	
9.14	SB added that it is likely the interest cover golden rule will be breached this year, as projected at budget. SB explained that this is primarily due to the fire stopping one-off expenditure.	
9.15	Board approved the updated Treasury Management Policy at Appendix J	
	<u>2.1- Repair Mobilisation</u>	
9.16	CD reported that final user testing is underway this week and everything remains on track for the proposed go live date on the 1 st of October 2025.	
9.17	A Board member asked whether the contractor received much engagement at the AGM. CD confirmed that there was very little engagement with customers at the AGM. However, the contractor has committed to attending RTO meetings to provide further assurance and help build trust with customers. CD also noted that	

REQUIRED READING

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9.18	<p>the “Meet the Contractor” events at Glenavon and Garrioch Road were well attended, and customer feedback about the new contractor was positive.</p> <p><u>Health & Safety</u></p> <p>RW highlighted that the Health & Safety data that was pulled at the last meeting has now been reviewed and noted there were no notifiable events to report.</p>	
9.19	<p>Board then noted the remaining in the report.</p>	
10.	Governance Report	
10.1	<p>RW introduced the report and noted one item for approval.</p>	
10.2	<p>The Board discussed and approved the proposal for the Chief Executive to remain as Company Secretary on a permanent basis, noting this is consistent with arrangements in other RSLs.</p>	
10.3	<p>RW provided a verbal update on Board recruitment, reporting nine tenants interested in available positions and eleven independent members. RW added that CX feedback was used in advertising tenant roles which had an immediate and positive impact, generating strong interest and demonstrating the effectiveness of the new system.</p>	
10.4	<p>In line with the governance review’s recommendation to recruit new members to the Audit and Risk Committee, RW advised that several strong candidates have expressed interest, along with a few members interested in joining the Maryhill Living Board.</p>	
10.5	<p>The Board discussed the recruitment process, agreeing on the importance of careful management. It was suggested that candidates not selected for immediate appointment should be placed on a reserve list, and an action was noted to ensure these individuals are added to the register.</p>	LS
10.6	<p>RW added that informal conversations have already taken place with interested individuals, advising them that if not successful, they may be placed on a reserve list.</p>	
10.7	<p>RW also mentioned that tenant members have been invited to a drop-in session on Wednesday to learn more about Board membership. Alternative arrangements will be made for those unable to attend, ensuring everyone has an opportunity to participate and register their interest.</p>	
10.8	<p>The Board noted the remaining items in the report.</p>	
11.	Property & Neighbourhood Department Re-structure - Commercially Sensitive	Conf
	<i>SR left meeting at 7.46pm due to confidential items to be discussed.</i>	
11.1	<div style="background-color: black; width: 100%; height: 40px;"></div>	

