



**KINGDOM HOUSING ASSOCIATION
BOARD MEETING**

HELD ON MONDAY 19 MAY 2025

1730 - 2015

HYBRID MEETING AT SALTIRE CENTRE, GLENROTHES & VIA GOOGLE MEET

PRESENT:	Linda Leslie (Chair) Loretta Mordi Guy Thomson Carol Watson (left at 1957)	Sinclair Young Brad Gilbert David Redpath
PRESENT VIA VIDEO CONFERENCING:	Stephen Swan (<i>left at 1920</i>) Graeme Mackay	Mark Easton Ian Crocker
IN ATTENDANCE:	Tom Barclay Dan Blake Leigh Grubb Lesley Janes (from item 9)	Calum Kippen Gillian Maton Diane Rennie (Item 7 only) Matthew Busher (Item 14 only)

Reference to abbreviated Job Titles in the Action Column:	BM - Board Members GCE - Group Chief Executive GCD - Governance & Communications Director FD - Finance Director DD - Digital Director GDofC - Group Director of Communities GDofCS - Group Director of Corporate Services PA - PA to Chief Executive & Executive Support Officer CGM - Corporate Governance Manager
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The Chair welcomed everyone, both in person and virtually, to a hybrid meeting of the Board of Management.

It was noted that Board Members had an opportunity to ask questions ahead of the meeting but that no questions had been received.

1. APOLOGIES

Blair Loudon, Julie McKinnon

ACTION BY

2. **DECLARATIONS OF INTEREST**

The Chair highlighted that Board Members may have an association or working relationship with other organisations that work in partnership with Kingdom and whilst this may not be a direct conflict of interest the relationship should be declared as a standard declaration. It was noted that if Board members are in doubt about what to declare, speak to the Chief Executive or Governance and Communications Director.

The Board **noted** that Linda Leslie is a Board member of KSC. It was agreed that Linda could remain at the meeting while this item is being presented, however will not participate in any decision taken. The Board **noted** that Loretta Mordi is a Board member of KI. It was agreed that Loretta could remain at the meeting while this item is being presented, however will not participate in any decision taken. The Board **noted** that Tom Barclay is a Board member of KI and KSC. It was agreed that Tom could remain at the meeting whilst these items were being presented, however will not participate in any decisions taken.

It was agreed all staff will be excused from the meeting at agenda item 17, confidential items except Tom, Dan and Leigh.

3. **TO APPROVE THE MINUTES OF THE BOARD OF MANAGEMENT MEETING HELD ON 17 MARCH 2025**

The Chair asked for any points of accuracy, none were identified

The minutes were **approved** by Guy Thomson and Carol Watson.

4. **MATTERS ARISING FROM THE MINUTES OF THE BOARD OF MANAGEMENT MEETING HELD ON 17 MARCH 2025**

The Chair advised that all items were complete.

5. **MINUTES FROM THE COMMITTEE MEETINGS HELD SINCE THE LAST BOARD MEETING**

The Governance & Communications Director (GCD) was invited to present.

He advised the Staffing Committee met on the 3rd February and a copy of the draft minutes were provided at Appendix A. The Audit, Finance & Risk Committee met on 16th April and the minutes were not ready to be attached but they will be uploaded to Admincontrol.

The Chair of the Audit, Finance & Risk Committee was invited to give a short verbal update of the meeting. This included;

- Treasury advisors Allia C&C were present to discuss funding over a 2 year Vs 5 year strategy.
- The 5 year strategy has implications for our current rules, as they would need to be changed - which should be considered by the Board in full.
- Henderson Loggie advised that 100% of audit recommendations were fully implemented and they presented their annual report and draft audit plan for the next 3 years.
- Re-tender of IA services is due in 2027.
- The fee proposal from RSM was approved
- The insurance renewal is completed with a 16% increase in premium
- Concluded with a data breach presentation by the GCD.

The Customer Services Committee met on 29th April and their minutes will be provided at the next meeting. The Chair of the Customer Services Committee advised it was a productive meeting with good conversation and well written reports.

The Board **noted** the updates.

6. **CHIEF EXECUTIVE REPORT**

The Group Chief Executive (GCEO) was invited to present.

1.0 SECTION A - ITEMS FOR SPECIFIC APPROVAL

None

2.0 SECTION B - HIGHLIGHTED ITEMS

2.1 People and Culture (Connecting You Sentiment)

The GCEO summarised the content of the report highlighting that the feedback loop from staff will remain open for at least the first half of this financial year. He outlined again to the Board the polarised views both positive and negative about the change process at this point, which can typify significant change programmes, noting there is no current indication that any negative characteristics are affecting the perceptions of service delivery by our customers.

He updated the Board that our staff Pulse survey is now live and first impressions from this are that sentiment looks better, with one week left for colleagues to respond.

The Board agreed that they would like to remain close to sentiment and the resultant business and customer outcomes.

2.2 7 Strategic Enablers

2.2.3 Group Business Estate

The GCEO advised that the full tender report will be presented to the KHA Board in August for approval of appointment of the main contractor for the build.

2.4 Group Leadership Day

The GCEO highlighted the success of our first Group Leadership Day in April where all of ST and BLT got together off-site. He noted that the Group will focus on the driving principles of the organisation and that the Board should continue to hold this leadership cohort to account in that journey.

2.5 Programme for Government 2025-26

The GCEO provided a summary in his paper of the key areas the Scottish Government will focus on in their Programme for Government 2025 - 2026 and noted that a critical to the position that housing policy holds in that future will be the sectors lobbying strength and tactics in the lead up to the Holyrood elections on 7 May 2026.

He advised that the Prof. Duncan MacLennan report, '*Prosperity begins at home: Housing Policies for Faster, Fairer Economic Growth*' is available to Board Members on Admincontrol.

Tom noted that the Fife Council Affordable Housing Programme Board is really trying to push forward innovation to tackle the housing crisis. He advised that the council have agreed to a series of workshops, which will build on a recent visit to Granton Waterfront regeneration area in Edinburgh and that will next visit at least one of the the Transformational Regeneration Areas (TRA's) in Glasgow.

7. DIGITAL STRATEGY REPORT

The Digital Director (DD) joined the meeting here at 1800 to present.

The DD presented slides on the screen to show the journey the team have been on in creating the new digital strategy. The slides covered the below themes;

1. Progress Update
2. What could the future look like
3. How do we deliver? Workstreams
4. Engagement Overview
5. Next Steps

The Board were advised that they are due to receive the complete digital strategy for approval at the meeting in August but they agreed they would like an opportunity for more time to consider the strategy than what is available in a Board Meeting due to the importance of getting it right.

It was **agreed** that the GCD will come back to the Board to propose a separate session to focus on the Digital Strategy prior to the August Board Meeting, or to move the deadline date beyond August.

The Digital Director was excused from the meeting here at 1823.

8. **ANNUAL RETURN ON THE CHARTER REPORT**

The Governance & Communications Director (GCD) was invited to present.

The GCD provided a verbal summary of the content of his paper which covered the ARC validation process and results for 2024/25 and invited Group Directors and Board Members for comment.

Indicator 11 Gas Safety

The Group Director of Communities assured the Board that we are absolutely confident in our gas safety procedures despite the outcome of the validation, which was down to the reporting functionality and its capacity to only evidence our most recent gas safety check so the full data set couldn't be validated.

Board Members were interested in some of the information that sits behind our ARC results e.g. the reason behind tenancy refusals and any trends identified in ASB.

It was agreed that the GDC will carry out a deep dive into the ARC areas which have shown a decline in comparison to 2023/24 to provide some contextual information and benchmarking where appropriate. This is to be presented to the Customer Services Committee on 29th July 2025.

The Board **approved** the information contained within the ARC Return to be submitted to the Scottish Housing Regulator with **delegated authority** granted to the Chief Executive to make the submission.

9. **5 YEAR FINANCIAL RETURN AND LOAN PORTFOLIO**

The Finance Director (FD) joined the meeting here at 1847 to present.

1.0 ITEMS FOR SPECIFIC APPROVAL

**1.1.1 Scottish Housing Regulator Five Year Financial Projections Return
&**

1.1.2 Scottish Housing Regulator Loan Portfolio Return

The FD sought approval of the Five Year Financial Projections Return for the Scottish Housing Regulator which was available as Appendix 1 and the Loan Portfolio Return which was available as Appendix 2.

Board Members queried the large percentage of grant funding showing for year 4 in Appendix 1 and if line 17 on Appendix 2 should be read as a percentage? The FD advised she would need to go back through and double check calculations and would return to the Chair of the Audit, Finance & Risk (AFR) Committee with a response soon after the meeting.

The Board **approved** the Five Year Financial Projections and Loan Portfolio returns for submission to the Scottish Housing Regulator **subject to** satisfaction of the two queries above.

Post meeting note

*The FD emailed the Chair of the AFR Committee on 20th May with an explanation and confirmation that both numbers were correct as presented, with just a % symbol missing. The AFR Chair **accepted** the clarifications to allow submission of the returns.*

10. **SHR TREASURY MANAGEMENT REVIEW REPORT**

The Group Director of Corporate Services (GDofCS) was invited to present.

1.0 SECTION A ITEMS FOR SPECIFIC APPROVAL

None

2.0 SECTION B - HIGHLIGHTED ITEMS

The GDofCS advised that the Treasury Management Review by the Scottish Housing Regulator is now complete and the final report received. The outcome was positive and he invited any comments or questions from the Board.

The Board praised the positive outcomes and a meeting is to be taken offline between the GCEO, GDofCS and Brad Gilbert for a further discussion around our Golden Rules and their application for information and assurance.

The KHA Board **noted** the outcomes of this regulatory engagement exercise and the management action plan.

11. **MANAGEMENT ACCOUNTS & TREASURY REPORT**

The Finance Director (FD) was invited to present.

1.0 HIGHLIGHTED MATTERS

1.1 Q4 Management Accounts

1.1.1 Statement of Comprehensive Income

THIS MINUTE HAS BEEN REMOVED AS IT CONTAINS COMMERCIALY SENSITIVE INFORMATION

1.1.2 Income

THIS MINUTE HAS BEEN REMOVED AS IT CONTAINS COMMERCIALY SENSITIVE INFORMATION

1.1.3 Operating Expenditure

THIS MINUTE HAS BEEN REMOVED AS IT CONTAINS COMMERCIALY SENSITIVE INFORMATION

1.1.4 Rent Arrears & Bad Debts

THIS MINUTE HAS BEEN REMOVED AS IT CONTAINS COMMERCIALY SENSITIVE INFORMATION

1.1.5 Interest

THIS MINUTE HAS BEEN REMOVED AS IT CONTAINS COMMERCIALY SENSITIVE INFORMATION

1.1.7 Statement of Financial Position

THIS MINUTE HAS BEEN REMOVED AS IT CONTAINS COMMERCIALY SENSITIVE INFORMATION

The Board **noted** the Q4 management accounts to 31 March 2025.

1.2 Treasury Management Report

THIS MINUTE HAS BEEN REMOVED AS IT CONTAINS COMMERCIALY SENSITIVE INFORMATION

The Board **noted** the Treasury Management report as at 31 March 2025.

2.0 RECURRING ITEMS

The Subsidiary Management Accounts were provided for information.

The Board **noted** the update.

12. PERFORMANCE REPORT

The Governance & Communications Director (GCD) was invited to present.

1.0 Kingdom Group Performance Report

The GCD advised that the table provided in the paper showing performance for the previous quarter now includes a Management response for any areas marked as amber or red.

The Board commented on the disappointing result in repairs and the Governance and Communications Director advised that this was partly due to the high number of contractors in use previously, which will be less of an issue moving forward as Bell Group have now been appointed which should reduce the need for multiple smaller contractors.

2.0 Connecting You

The Group Director of Communities explained that 'Connecting You' is the major catalyst in engaging our people and working collaboratively across teams. Performance results from April alone are already showing better performance than that of year end, citing that Gross Arrears had performed to the best in April than in any of the previous 5 years. In addition re-let times whilst high, had reduced on average by 14 days in the last two years. The focus would remain on all our key performance indicators, most pronounced on the 5 strategic improvement areas where we will arrest the negative performance trends of recent years.

The Board is keen to ensure they receive regular performance updates as seeing the information on a quarterly basis feels like the information is already out of date when they receive it.

It was agreed that we would focus on the agreed 9 KPIs at Board level, and have supplementary Leadership KPIs available via Admincontrol and we will report performance information to our CS and AFR Committees to flag any emerging trends between the quarterly meeting schedule. We will also engage with the Chair via the Chief Executive on any performance matters raising concern.

Stephen Swan left the meeting here at 1919 and gave proxy to the Chair for any approval items moving forward.

The Board **noted** the update.

Rule 36 of KHA Rules states that Meetings must not last longer than two hours unless at least two-thirds of the Members present agree after the end of that time to continue the meeting.

*The Chair sought approval from the Board to continue the meeting should it exceed two hours. All members **agreed** they were happy to continue.*

13. **DELIVERY PLAN REPORT**

The Governance & Communications Director (GCD) was invited to present.

Discussion was focussed on the red items in the delivery plan which showed items we did not deliver in Year 1 and have been re-staged into Year 2 of the Delivery Plan.

The Chair requested that the Board be better sighted on any projects that may miss their deadlines, including any risks associated with missing the deadline and the resultant impact on other business priorities within the Delivery Plan.

They also explained that they would expect any item moved into Year 2 of the delivery plan should remain RAG status red, until complete when it would then be blue. Moving a deadline should not then mean that it is recognised as 'on track' again.

The Chair raised with members that for the first time in a long time, the Board missed their own Board Attendance target of 80% and asked Members to attend as often as possible moving forward.

The board **noted** the Delivery Plan.

14. **COMMUNITIES REPORT**

The Housing Director (HD) joined the meeting here at 1940 and presented item 1.1 with a slides presentation.

Section A: Items for Specific Approval

1.1 Fairfield Evaluation Report

He noted that 7 out of the 10 promises have been delivered and we've completed 93.6% of transfer commitments. The outstanding items will remain a priority until delivered - these are mainly due to non-access by customers. We exceeded the £5million investment target and worked closely with the Local Area Committee throughout to fulfil our commitments.

Board Members congratulated staff on the successful transfer, and those very new to the organisation found it all very positive to read.

The Board **approved** the Fairfield Evaluation Report for issue to wider customer and stakeholder population.

1.2 Intercompany Lease

The GDoC advised that the intercompany lease and Service Level Agreements hadn't been reviewed for 10 years and we have worked with TC Young to update these templates which now provide more detail around the Asset Management agreements.

The Board **approved** the adoption of the Intercompany Lease as defined within the report.

1.3 Development

THIS MINUTE HAS BEEN REMOVED AS IT CONTAINS COMMERCIALY SENSITIVE INFORMATION

SECTION 2: HIGHLIGHTED MATTERS

The Board **noted** the updates.

*Matthew was excused from the meeting here at 1957.
Carol Watson left the meeting here at 1957*

15. CORPORATE SERVICES REPORT

The Group Director of Corporate Services was invited to present.

SECTION A: ITEMS FOR SPECIFIC APPROVAL

1.1 Annual Board Appraisal Process

The Board **approved** the below documents for issuing on 20th May and for completion by 4th June;

- Individual Assessment
- Collective Assessment
- Feedback on the Chair
- Anonymous 360 Feedback

1.2 KSC Budget Approval

THIS MINUTE HAS BEEN REMOVED AS IT CONTAINS COMMERCIALY SENSITIVE INFORMATION

The Board **approved** the revised KSC Budget.

Section B: Governance & Communication

2.5 Kingdom Group Architecture Working Group

The Board was advised that we will be looking for Members for this new Working Group and that we will work with the Chair to establish the Membership with a view of holding our first meeting in June where the remit will be considered.

The Board **noted** the content of the report.

16. ANY OTHER BUSINESS

The Finance Director was invited to present.

THIS MINUTE HAS BEEN REMOVED AS IT CONTAINS COMMERCIALY SENSITIVE INFORMATION

Indicative terms from Santander were provided in Appendix 1 and since writing the paper, we received credit approval from Santander on the new terms.

The Chair of the Audit, Finance & Risk Committee has spoken offline with the Finance Director and is in agreement that this is the right way forward for the organisation.

To proceed the draft minute provided in Appendix 2 will need to be signed by the Chair following approval by the Board.

The Board **approved** the indicative terms for refinancing the Santander debt and **approved** that one of either Leigh Grubb, Group Director of Corporate Services or Lesley Janes, Finance Director can act as authorised signatories on the Association's behalf.

17. **CONFIDENTIAL ITEMS**

THIS MINUTE HAS BEEN REMOVED AS IT CONTAINS CONFIDENTIAL INFORMATION

All staff except the Chief Executive, Group Director of Corporate Services and Group Director of Communities were excused from the meeting here at 2000.

17a Confidential Item:

18. **DATE OF NEXT MEETING**

16th June 2025 following the Project Tour

Signed: