CALEDONIA HOUSING ASSOCIATION LTD

MINUTES OF THE MANAGEMENT BOARD MEETING
HELD ON TUESDAY 23 SEPTEMBER 2025 AT 3 P.M.
IN PERSON AT SUITE 4, SALTIRE HOUSING WHITEFRIARS CRESCENT, PERTH

Present:	Allan Jones	Chair
	Derek Robertson	Vice Chair
	Katherine Burke	
	Anne Culley	
	Gary Grigor	
	Murdo Mackay	
	Douglas McLaren	
	Margaret McLay	
	Keri-ann Osfield	
	Amy Waite	
Apologies:	None	
In Attendance:	Julie Cosgrove	Chief Executive
	Barry Johnstone	Executive Director of People & Governance
	Jill Fraser	Executive Director of Operations
	Stuart Robertson	Governance Manager
	Jenny Dalton	Governance Officer (Minute Taker)

66.25 Election of Office Bearers and Board Members to Committees

The Executive Director of People & Governance (EDoPG) chaired the first part of the meeting and called for nominations for the position of Chair of Caledonia Housing Association. Anne Culley nominated Allan Jones for the post of Chair and this was seconded by Derek Robertson. There being no further nominations, Allan Jones was duly elected Chair for the next 12 months. The EDoPG congratulated Allan, who then took over as Chair of the meeting.

The Chair thanked members for their support and asked for nominations for the position of Vice Chair. Douglas McLaren nominated Derek Robertson and this was seconded by Murdo Mackay. There being no other nominations, Derek Robertson was duly elected Vice Chair.

The Chair then advised that it had previously been agreed by the Management Board that the role of Secretary of the Association would be assigned to the EDoPG. Margaret McLay nominated the EDoPG to the post of Secretary of the Association and this was seconded by Murdo Mackay. The EDoPG was duly elected Secretary of the Association.

Chair of the Group Audit & Risk Management Committee

The Chair called for nominations for the position of chair of the Group Audit & Risk Management Committee. Keri-ann Osfield proposed Derek Robertson and this was seconded by Gary Grigor. There being no other nominations, Derek Robertson was duly elected Chair of the Group Audit & Risk Management Committee. Membership of the Group Audit & Risk Management Committee was **AGREED** as follows:

Derek Robertson (Chair), Gary Grigor, Margaret McLay, Douglas McLaren, and Keri-ann Osfield.

Members **NOTED** that at its meeting on Tuesday 16 September 2025, the Cordale Management Committee appointed Eric Farren to be its representative on this Committee.

Chair of the Group Remuneration Committee

Anne Culley nominated Keri-ann Osfield for the position of Chair of the Group Remuneration Committee and this was seconded by Katherine Burke. There were no other nominations and Keri-ann Osfield was duly elected Chair of the Group Remuneration Committee. Membership of the Group Remuneration Committee was **AGREED** as follows:

Keri-ann Osfield (Chair), Gary Grigor, Murdo Mackay and Amy Waite

Members **NOTED** that at its meeting on Tuesday 16 September 2025, the Cordale Management Committee appointed Sheena Wain to be its representative on this Committee.

Chair of the Group Development Committee

Margaret McLay nominated Anne Culley for the position of Chair of the Group Development Committee and this was seconded by Amy Waite. There were no other nominations and Anne Culley was duly elected Chair of the Group Development Committee. Membership of the Group Development Committee was **AGREED** as follows:

Anne Culley (Chair), Katherine Burke, Allan Jones, Margaret McLay and Amy Waite

Members **NOTED** that at its meeting on Tuesday 16 September 2025, the Cordale Management Committee appointed Douglas Fairley to be its representative on this Committee.

Management Board Representation on the Group Health, Safety & Wellbeing Committee

Anne Cully and Katherine Burke advised that they were happy to remain on this Committee and were duly re-appointed. Members **NOTED** that at its meeting on Tuesday 16 September 2025, the Cordale Management Committee appointed Veronica Hamilton to be its representative on this Committee.

Members noted that the Intra-Group Agreement in place between Caledonia and Cordale required that the approval of the Caledonia Management Board was obtained for the nominated Chair of the Cordale Management Committee. The appointment of the Chair to the Cordale Management Committee was considered at the Committee meeting held immediately after Cordale's AGM on 16 September 2025 when Margaret McCallion was nominated and appointed as Chair. Members **APPROVED** the appointment and **NOTED** that Margaret McLay had been appointed as Vice Chair.

Members were reminded that Caledonia Board members, Margaret McLay, Anne Culley and Derek Robertson were appointed to the Cordale Management Committee in May 2025 in order to strengthen Cordale Committee membership and governance. This arrangement would continue with the Caledonia Management Board having discretion to determine when the Caledonia Members step down.

67.25 Apologies

There were no apologies.

68.25 Declaration of Interest

The Chief Executive, EDoPG and Executive Director of Operations (EDoO) noted interest in Agenda Item 74.25 - Draft Confidential Minute of the Group Remuneration Committee Meeting held on 28 July 2025. Members **AGREED** that a decision would be made as to whether these staff members could remain in the meeting should this item be discussed.

ITEMS for **DISCUSSION** and/or **APPROVAL**

69.25 Draft Minutes of the Management Board Meeting held on Tuesday 26 August 2025

Board members **AGREED** that the minutes were a true and accurate record of the meeting. **APPROVAL** of the minutes was proposed by Keri-ann Osfield and seconded by Murdo Mackay. The Governance Officer would arrange for the minutes to be signed by the Chair.

70.25 Matters Arising

Agenda Item 56.25.1 – Business Performance 2025-25 – Quarter 1 Update	The EDoPG advised that analysis of the average completion times for the new damp and mould indicator had now been undertaken. There had been 35 damp and mould repairs since 1 April 2025 and the average completion time was 38 days, which was substantially in excess of the target of 28 days. In mitigation, resources had been strengthened in the Reactive Maintenance Team with a new Maintenance Team Leader and 3 new Maintenance Officers being appointed, which the EDoPG was confident would produce a reduction in completion times going forward. Following a query from Board members, the EDoO explained that the Maintenance Officers role was to improve contractor performance by ensuring they undertook the work that needed to be done with regards all reactive repairs, including damp and mould. The Team Leader's role was to oversee the day-to-day management of the maintenance contractors with a separate Contracts Compliance Officer ensuring that the terms of the contract were fulfilled by the contractor.
Agenda Item 56.25.1 – Business Plan and Strategy Sessions	The EDoPG advised that a Working Group had been set up to decide the content and agenda for the November Strategy Session. Following discussion, the Dunblane Hydro Hotel was suggested as a venue as it was convenient for both

Caledonia and Cordale governing body members. Board members **AGREED** that the Dunblane Hydro was a suitable venue.

71.25 Chief Executive's Report

Scottish Government's Housing Emergency Action Plan

The Chief Executive referred to the key measures contained in the recent announcement by the Cabinet Secretary for Housing to address the housing emergency in Scotland. The measures included an investment of £4.9 billion over the next four years and the doubling of the acquisition budget to £80 million in order to increase the number of family size homes available and reduce the number of children in temporary accommodation. The measures also included the expansion of the damp and mould regulations to cover both the social and private rented sectors from March 2026.

The Chief Executive advised that although the Caledonia Group had not specifically focussed on the impact on children in the past, its commitment to providing "homes and services that make life better" and its aim to "make a positive contribution to the communities where we work" supported the Scottish Government's aim of eradicating child poverty. She added that the implications of the Scottish Government's Housing Emergency Action Plan for the Caledonia Group would be considered in further detail at the November Strategy event.

The Chief Executive then referred to the Cabinet Secretary for Housing's tour of the first new energy efficient homes being delivered as part of the major regeneration programme at Bellsmyre. The visit was scheduled for 1 October 2025 and was being attended by the Chair and the Chair of the Development Committee. Board members agreed that it was important to highlight the impact of the regeneration project on tenants and young people in the Bellsmyre area to the Cabinet Secretary during the visit.

The Chair advised that the Cabinet Secretary for Housing was due to address Homeless Network Scotland's Homeless Conference in the Perth Concert Hall on 27 and 28 October 2025 and suggested that Caledonia should be represented at the conference. This was **NOTED** by the Chief Executive and Executive Director of Operations (EDoO).

Cordale – Committee Appraisal and Future Governance

The Chief Executive provided an update on the above as follows:

Recruitment – the closing date for applications was 30 September 2025. To date, three potential members had noted interest. Members were advised that a current Cordale Management Committee member had resigned at the Committee meeting held on Tuesday 16 September 2025 and it was therefore important that additional membership was progressed.

Training – a training programme had been approved by Cordale's Chair and Vice Chair and dates for the training sessions would now be arranged.

Board members noted that some progress had been made and agreed that it was important that this was sustained, adding that it was important that Cordale Committee members attend the November strategy session. Following discussion, Board members suggested that dinner be held either before or after the session in order to give governing body members the opportunity to get to know each other in an informal setting.

External Review of Board Appraisal Framework

Following consideration of Paul Hillard's report at the August Board meeting, the Governance Team had incorporated the improvement suggestions relating to the appraisal framework and agenda administration into a document that was attached to the Chief Executive's report. The document outlined which suggestions should be adopted and the reason for the recommendation.

Board members noted that there had been an improvement in the appraisal process this year and agreed with the Governance Team's recommendation that the suggestion to adopt a 360-degree appraisal process on a periodic basis should not be adopted. Members noted that not everyone was comfortable with this process and that, there being only 10 Board members, the same people would be involved each time.

Following discussion, Board members also agreed that minutes of meetings should provide contextual background to reports presented and that comments should not be attributed to specific Board members unless requested by the Board member involved.

The Chief Executive then provided an update on the recruitment of the Executive Director of Finance, advising that the interview process had concluded on Friday 19 September 2025 and it was anticipated that an announcement on the successful candidate would be made shortly.

All members of staff, with the exception of the Chief Executive staff, left the meeting at 3.35 p.m. to allow members to discuss the appointment in more detail. Staff members returned to the meeting at 3.50 p.m.

72.25 Development Programme Update

This section is confidential is it is commercially sensitive and publication would harm commercial interests.

ITEMS for **INFORMATION**

73.25 Draft Minutes of the Group Remuneration Committee Meeting held on Monday 28 July 2025

The minutes were **NOTED**.

74.25 Draft Confidential Minutes of the Group Remuneration Committee Meeting held on Monday 28 July 2025

The minutes were **NOTED**.

75.25 Draft Minutes of the Group Audit & Risk Management Committee Meeting and Group Risk Map Summary: Tuesday 12 August 2025

The minutes and Risk Map Summary were **NOTED**.

76.25 Minutes of the Cordale HA Management Committee Meeting held on Tuesday 19 August 2025

The minutes were **NOTED**.

77.25 Draft Minutes of the Health, Safety and Wellbeing Committee Meeting held on Thursday 4 September 2025

The minutes were **NOTED**.

78.25 Any Other Competent Business

There was no other competent business.

The meeting concluded at 4.15 p.m. `

Chair's Signature: ....