

**WHEATLEY HOUSING GROUP LIMITED****SC426094****MEETING OF THE BOARD OF DIRECTORS****Dakota Hotel, Motherwell****on Thursday 20 June 2024 at 10.30 am**

Directors Present: Jo Armstrong (Chair), Maureen Dowden, Jo Boaden, Lindsey Cartwright, Caroline Gardner, Manish Joshi, Bernadette Hewitt, John McCraw, Alison McLaughlin and Alastair Murray.

In Attendance: Steven Henderson (Group Chief Executive), Anthony Allison (Group Director of Governance and Business Solutions), Pauline Turnock (Group Director of Finance), Frank McCafferty (Group Director of Repairs and Assets), Laura Pluck (Group Director of Communities), Alan Glasgow (Group Director of RSLs) and Joanne Laverty (Director of People Services – item 9 only)

**1. Apologies for absence**

Apologies were received from Bryan Duncan and Eric Gibson.

**2. Declarations of interest**

The Board noted the standing declarations of interest.

**3. Minutes of meetings held on 24 April 2024 and matters arising.**

**Decided: The Board approved the minutes of the meeting held on 24 April 2024.**

**4. Group CEO update**

The Board were provided with an update on a range of matters including: City Building Glasgow (CBG) members' review and the first meeting of the CBG Audit Committee; Wyndford regeneration; Think Yes Together Staff Awards planned for October 2024; Group Governance Event planned for 25 September 2024; and our presence at the Chartered Institute of Housing Conference.

**5. Chair updates**

The Board received updates from the Chairs of the Group Audit Committee, the Group Remuneration, Appointments, Appraisals and Governance Committee and on behalf of the Chair of Wheatley Developments Scotland Limited on activity since the last meeting.

It was confirmed that no issues were identified for escalation to the Board.

## 6. Group Asset Strategy

The Board were provided with an update on the Group Asset Strategy, in particular the key asset drivers, key themes within the strategy and the sequencing to develop more detailed subsidiary-level asset management plans.

The Board discussed the strategy and in particular our approach where investment would not be economically viable for some properties. It was explained in such cases we would deliver as much investment as was viable.

The Board discussed a potential Wheatley Standard and how it would be adapted to reflect the range of stock types and locations we have across the Group. It was explained that, particularly in rural areas, we would seek to adapt our approach as necessary.

The Board agreed it was important that we have clear, transparent criteria for determining whether investment is economically viable. The Board discussed the importance of balancing investment costs, what tenants would consider valuable and the rent assumptions necessary to deliver investment.

The Board discussed how we will develop our asset plans, in particular how we will use our property surveys, neighbourhood plans and tenant feedback to build plans in areas which are not compliance-related.

The Board were updated on the range of options, including disposals if necessary, which we plan to explore for mixed tenure blocks.

The Board received a detailed update on our approach to damp and mould, including a recap on our policy position, proactive property condition checks and our core processes for all stock types.

The Board reiterated the important role of annual visits and the importance of our solutions, including more structural work, reflecting the property archetype. It was explained that we have a number of projects which are focussed on structural work which also takes into account the archetype as well as ventilation within the property.

**Decided: The Board approved the Group Asset Strategy.**

## 7. [redacted]

## **8. 2023/24 Annual Charter Returns and year-end update**

The Board were provided with a year-end update against targets and strategic projects in the Delivery Plan for 2023/24 and the Annual Return on the Charter 2023/24 for our Group's Registered Social Landlords ("Registered Social Landlords").

The Board discussed our strong performance in 2023/24 and the completion of key strategic projects. The Board considered the targets in relation to repairs timescales as well as how we consider repairs performance across the range of measures including satisfaction and right first time.

### **Decided: The Board**

- 1) Noted the contents of this report and that the draft Charter results have been submitted to the Scottish Housing Regulator following approval by RSL Boards in May 2024.**
- 2) Noted that final results and confirmed sector comparisons will be published by the SHR in the Autumn.**

## **9. People Services Annual report**

The Board were provided with a summary of our first annual People Services report covering activity over 2023/-24 as well as the key priorities for the year ahead.

The Board welcomed the report and discussed the importance of activities such as staff surveys to get assurance on our culture and strategic workforce planning allowing us to evaluate potential efficiencies in areas such as the use of sub-contractors in areas such as repairs.

The Board welcomed the continued focus on staff wellbeing and noted that linked to the work for the year ahead is how we build digital skills.

### **Decided: The Board noted the report.**

## **10. Governance update**

The Board were provided with an update on governance-related matters related to our corporate structure, policies and frameworks, Group Complaints policy and 2023/24 Disposals and Acquisitions.

The Board noted the progress undertaken to consolidate our corporate structure which will be further reduced with the dissolution of West Lothian Housing Partnership and GBG Enterprises in due course.

The Board discussed the review of our Group-wide frameworks and policies and the assurance exercise undertaken to evidence how we meet our commitments within these.

### **Decided: The Board:**

- 1) Noted the update on our corporate structure.**
- 2) Noted the update on our approach to Group frameworks and policies.**
- 3) Approved the amendment to the Group Complaints Policy.**
- 4) Noted the disposals and acquisitions update for 2023/2024.**

## **11. Group risk policy and strategic risk register**

The Board were provided with an update on the risk management activity for 2024/25, the draft Risk Management Policy and the proposed changes to the Strategic Risk Register.

The Board discussed the four risks that are outwith risk appetite and the additional proposed changes to the strategic risk register. It was agreed the changes reflected our risk profile

**Decided: The Board**

**1) Noted the report.**

**2) Approved the changes to the Group Risk Management Policy and the Strategic Risk Register.**

## **12. Finance Report**

The Board were provided with a summary of financial performance, the loan portfolio submission to the Scottish Housing Regulator and the proposed district heating tariff to be applied from August 2024.

The Board discussed the proposed uplift to the district heating tariff, which was in line with the rent increase level. It agreed that we must reestablish the principle of annual review of charges and considering benchmarking against comparable tariffs.

The Board noted that repairs costs, which at an early stage, were stable and were updated on the ongoing activity to monitor and manage costs. It was explained that as we continue to drive down the level of live repairs this could have implications for costs in the coming months.

**Decided: The Board**

**1) Noted the financial performance for the Group to 30 April 2024.**

**2) Approved the SHR Loan Portfolio Submission as at 31 March 2024.**

**3) Approved district heating charging increase of 7.5%.**

## **13. Contract award – Rope access inspection**

The Board were provided with a report on the proposal to award a Group-wide contract for the provision of rope access building inspection surveys and repair provisions.

The Board noted that as a matter of health and safety and legal compliance, it is essential that we have an appropriately skilled contractor in place to carry out work that allows us to meet our obligations in this regard.

**Decided: The Board**

**1) Approved the award of a contract for rope access building inspection surveys and repairs to CAN Structures Ltd for a period of 3 years with an option to extend for a further 24 months starting July 2024 based on an anticipated contract value of £2,100,000 including VAT.**

**14. AOCB**

There was no other competent business.

**Signed:** ..... **(Chair)**

**Date:** .....