



**WHEATLEY HOMES SOUTH LIMITED
MINUTE OF BOARD MEETING
held on Wednesday 26 March 2025
Brasswell Dumfries**

Members Present: Jo Boaden (Chair), John Henderson, Garry Legg, Martin Dorby Michael Greaves Mackintosh and Karen Hunter

In Attendance: Pauline Turnock (Group Director of Finance), Alex Lamb (Wheatley Homes South Managing Director), Lindsey Dryden (Financial Controller), Eilidh Mowat (Governance Business Partner), Anne-Marie Hallet (Head of Governance).

In Part: Stephen Devine, Director of Assets and Sustainability (Item 4 & 10), James Ward, Managing Director Lowther (Item 6), Laurie Carberry, Director of Procurement (Item 11)

1. Apologies for Absence

John McCraw was granted a leave of absence for 6 months due to personal circumstances.

The Chair confirmed the meeting was quorate.

2. Declarations of Interest

The Board noted the standing declaration of interest. No new declarations were made.

3. a) Minute of 5 February 2025 and matters arising

Decided: The Board approved the minutes of the meeting of 5 February 2025.

b) Action list

Decided: The Board noted the action list.

4. Chair and Managing Director update

The Chair provided an update on matters arising from the Group Board meeting. The Board's attention was also drawn to the recent blowdown of the high-rise buildings at Wyndford Estate in Glasgow, part of our partner RSL, Wheatley Homes Glasgow. The Board noted that the blowdown was completed successfully.

The Managing Director provided an update on the performance figures which had recently been produced, relating to the Annual Return on the Charter. The Board were updated on the very positive performance figures, particularly in relation to rent arrears and voids. The Board noted that a full update will be brought to the Board in May.

5. Building compliance update

The Board was provided with an update on the home safety building compliance work streams during 2024/25.

The Board was provided with an update on the programmes which provide assurance that we meet our statutory and regulatory obligations as a landlord relating to gas, electricity, water management, lifts, asbestos and fire. The Board also received an update on the other programmes as part of our compliance activities that, while not legally required, are necessary to ensure we help to keep our customers safe. These programmes include TMV servicing and annual smoke alarm servicing outwith our mandatory 5 yearly EICR and 10-year LD2 rolling programmes.

The Board noted that we continue to robustly monitor and manage the performance of our in house team and our M&E contractor to ensure tasks are delivered on time and to the required standards.

The Board discussed the radon gas pilot, noting that there are straightforward solutions to resolve it.

The Board discussed the target in respect of water; noting the approach to risk taken which is balanced with our approach to compliance. The Board noted that the approach does not apply to care premises.

Decided: The Board noted the contents of the report and the ongoing approach to managing and delivering our compliance related works.

6. a) 2025/26 Budget

The Board was presented with an overview of our 2025/26 budget and it was explained it reflected our agreed business plan.

The Board discussed and noted the position with respect to the Gift Aid payment from Wheatley Developments Scotland.

Decided: The Board approved 2025/26 budget.

b) Finance report

The Board was provided with an overview of the management accounts for the period to 28 February 2025 and received an update on the proposed debt facility of £7.3m with Allia Social Impacts Investment Limited ("Allia")

The Board discussed the proposal to borrow £7.3m [REDACTED] until October 2032 through the Scottish Government Charitable Bond Programme in detail.

The Board agreed that it provided an opportunity to take advantage of well-priced, unsecured debt under existing documentation. It can be delivered at a rate lower than the assumed cost of funds in our current financial projections and alternative sources of funding currently available to us.

Decided: The Board:

- 1) Noted the Finance Report for the period to 28 February 2025 ; and**
- 2) Approved the new £7.3m Allia facility to fund delivery of new affordable homes.**

7. [REDACTED]

[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

[REDACTED]

8. Governance update

The Board were provided with an updated Board agenda planner, Board member recruitment and a proposal to update the Register of Members.

Decided: The Board:

- 1) Provided feedback on and agree the agenda planner for the remainder of 2025, subject to a further review at the August meeting; and**
- 2) Delegated authority to the Chair to approve the appointment to the existing board member vacancy.**
- 3) Agreed to remove 418 members from the register of members who for five general meetings have not attended, submitted apologies, exercised a postal vote or appointed a representative to attend and vote by proxy.**

9. Scrutiny Panel update

The Board were provided with a presentation on the environmental thematic review undertaken by the Scrutiny Panel, the focus of which was on Neighbourhood Environmental Teams (“**NETs**”) and waste management.

The Board discussed the key outcomes from the review including the agreed action plan, progress to date and next steps.

The Board welcomed the customer-led approach to this review and acknowledged the focus on continuous improvement, particularly through customer engagement and insight and use of new technologies. The Board supported the continued efforts to strengthen partnership working with Local Authorities through forums, meetings and formal partnership agreements.

Decided: The Board

10. Gender Pay Gap (presentation)

The Board received a presentation on Gender Pay Gap for the reporting year 2024/25.

The Board noted that gender pay gap reporting is a legal requirement for UK Companies with over 250 employees with the Equality Act 2010 mandating the publication of mean and median general pay gaps, gender bonus gaps and the proportion of males and females by pay quartile.

The Board discussed recent recruitment campaigns to encourage under represented groups in areas of the business and noted the recent success in recruiting female trades apprentices.

Decided: The Board noted the presentation.

11. Radio Teleswitch update

The Board was provided with an update on the implications of the planned switch-off of the Radio Teleswitch (“**RTS**”) systems for customers.

The Board noted the update to the switch-off date, which had been extended from June to August, and that close working relationships had now been established with the energy companies to determine the number of customers who would be affected by the change. The Board was assured that we have a high degree of confidence in the numbers provided. The Board noted that 724 properties will be affected.

The Board acknowledged that we had enhanced our engagement activities with affected customers. Given the progress made by energy companies to date, the

Board requested that this situation be kept under scrutiny and asked for a further update at the next meeting.

Decided: The Board noted the update.

12. Group Procurement- annual strategy and policy updates

The Board were provided with an update on the revised Group Procurement policy and an update on the changes made as part of the annual review of the Group Procurement Strategy 2025.

The Board discussed our risk mitigations in respect of modern slavery within our supply chain and the steps we take to ensure our contractor compliance. The Board noted our right to audit sub-contractors and the contract management system's annual survey and data collection.

Decided: The Board noted the revised Group Procurement policy.

12. AOCB

No other items of business were raised.

Signed:.....(Chair)