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MINUTES OF BOARD MEETING
HELD ON TUESDAY 6th OCTOBER 2026
The meeting was held at Knowes Housing Association's Office and commenced at 6:34pm and ended at 8.17pm.

Present:

Cllr Lawrence O'Neill (in person)	Chairperson
Lynsey Chrystal (in person)	Vice-Chairperson
Billy Stevenson (in person)	Board Member
Ashley McGowan (in person)	Board Member
Sharon Keenan (in person)	Board Member
Hilary Edgar (in person)	Board Member
Steve Rolfe (via Microsoft Teams)	Board Member

In Attendance:

Erica Davidson (in person)	Chief Executive Officer (CEO)
Amy Sweeney (in person)	Senior Corporate Services/Compliance Officer (SCSCO)
Freya Lees (via Microsoft Teams)	North Star Consulting
Melanie Gilmour (in person)	Corporate Services/Compliance Assistant (CSCA)

Please note that the Board are provided with a copy of the papers one week prior to the meeting.

Agenda Item		To Be Actioned
The Board Meeting commenced at 6:34pm and the Chairperson began by handing over to Freya Lees of North Star Consulting, who attended the meeting via Microsoft Teams to present item 1 on the agenda.		
1.	**Freya Lees in Attendance (North Star Consulting)** <u>North Star review of Sub-Committee Meeting Minutes</u> The consultant from North Star presented their report on Knowes Housing Association's Sub-Committee meeting minutes for noting by the Board. The consultant confirmed that a review was undertaken of minutes from three Finance, Audit & Risk Sub-Committee meetings and three Operations Sub-Committee meetings (formerly known as the Housing Management Sub-Committee). The sample selected covered meetings held between August 2025 and January 2026. <u>Operations Sub-Committee Minutes</u> The consultant advised that the nature of the meeting and location are clear and well documented, but the start and end times are not documented. They advised that there was a lack of consistency in how people at the meeting are identified in comparison to the minutes of the main Board meeting. The consultant suggested that there be, like the main Board meeting minutes, a list of those that are present, and staff members in attendance. Comments were made regarding the language used throughout the minute such as Sub-Committee members being referred to as their first name rather than just "a Sub-Committee member queried…", for example. The consultant noted that the minutes should be capable of being understood by someone who was not at the meeting and from the minutes reviewed, the consultant concluded that this could be improved upon. The consultant informed the board that there were too many items included under "any other competent business (AOCB)" that should be their own standalone agenda items. It was also noted that there could be a column for the implementation of action points, as per the main Board meeting minutes. <u>Finance, Audit and Risk (FAR)</u> The consultant informed the Board that from their findings, they believe the FAR Sub-Committee meeting minutes provide a reliable, permanent, complete and accessible record of proceedings. The consultant did	

	however provide the Board with some areas for improvement. These included the start and end times which should be documented clearly, as well as the times in which attendees arrived or left the meeting. The consultant noted that there is no distinction between the Sub-Committee members present and staff/consultants in attendance. The consultant pointed out that there are various instances where staff are referred to by their first name rather than by their designation. The consultant informed the Board that following their review of the minutes provided, they believed the minutes to be always capable of being understood by someone who was not at the meeting. They did however comment on how in some instances, the minutes included too much information, causing repetition of what is in the paper rather than a summary of points agreed, discussed or noted. <u>North Star Consulting – Review of Knowes Housing Association's Board Papers</u> The consultant provided a report for the Board on Knowes Housing Association's Board Papers. They assured the Board that these papers had been reviewed in accordance with the "Effective Reporting to the Governing Body" document created by the Scottish Federation of Housing Associations (SFHA) March 2026. The sample of Board papers reviewed covered the period from August 2025 to March 2026. The consultant informed the Board that there were several items in the pack where specific papers did not have a covering page, or any form of introduction. The consultant did note that there appears to be a new report template agreed but that there are inconsistencies in its use. The consultant noted that the addition of a new column to highlight whether a paper is for approval or noting in the CEO Report presented to the Board in February 2026 was useful and that this should be retained. <u>Next steps</u> The consultant informed the Board that the next steps, following on from these reviews, will be for them to review the new Business Plan and the Governance Improvement Action Plan (GIAP). <u>Questions and comments</u> The consultant then asked if anyone had any questions or comments regarding their reports. A Board member agreed with all of the findings in the reports and noted that they could already see evidence that the recommended changes had been implemented, for example, within the minutes and agenda	The Corporate Team to

	items being moved away from "AOCB" in the Operations Sub-Committee Meeting minutes. Another Board member commented that it was very helpful to hear the consultant's perspective. Another Board member queried whether any of the items included in this evening's agenda could have been included in a consent agenda. The consultant noted that they had not had sight of this evening's agenda and that they will be in touch with the CEO and SCSCO to gather this information and can feedback their findings. The consultant added that it would be worth taking a note of which agenda items struck the most strategic discussion this evening which would help identify items that could be included in a consent agenda. *[The consultant then left the meeting at 6:48pm.]*	identify areas where the most strategic discussion took place and feed this back to the consultant.
2.	**Election of Office Bearers** At this stage of the meeting, the current Chairperson handed the Chairing responsibilities over to the CEO to allow for the election of the office bearers for 2026-2027. The CEO informed the Board that a Chairperson, Vice-Chairperson and Secretary must be elected. A Board member queried whether it remained appropriate for Cllr Lawrence O'Neill to continue as Chairperson in light of the new clause within the Entitlements, Payments and Benefits Policy regarding office-bearers who are also elected members of a local authority. The CEO advised that the policy states that an office-bearer of the Association who is also a Councillor should not normally hold such a position. However, having previously obtained legal advice from the Association's solicitors, the Board agreed an exception in relation to Cllr Lawrence O'Neill's existing appointment. It was therefore agreed that he would remain in post as Chairperson until the first AGM following the Association's achievement of full regulatory compliance, or earlier should he choose, or be required, to step down. The Board then **approved** the office bearers remaining the same as the previous year (2025-2026) and they are as follows: Chairperson – Cllr Lawrence O'Neill. Vice-Chairperson – Lynsey Chrystal. Secretary – Amy Sweeney (SCSCO). ***Proposed by Billy Stevenson (Board Member).*** ***Seconded by Steve Rolfe (Board Member).***	

	A Board member then noted the importance of remaining consistent during the period of engagement with the SHR. The CEO updated the Board that since the Annual General Meeting (AGM), that Sharon Cassidy and Patricia Broadfoot had stepped down from their positions as Board Members. The CEO then requested that the Board members decide which Sub-Committee's they wish to be part of. The composition of the Sub-Committee's was agreed as follows: <u>Operations Sub-Committee</u> Hilary Edgar, Billy Stevenson, Lynsey Chrystal, Sharon Keenan, Ashley McGowan and Chukwuebuka Timothy Ugwu. <u>Finance, Audit and Risk Sub-Committee</u> Lynsey Chrystal, Sharon Keenan, Chukwuebuka Timothy Ugwu, Kevin McInally and Steve Rolfe. <u>Employment Sub-Committee</u> Cllr Lawrence O'Neill, Lynsey Chrystal, Ashley McGowan, Billy Stevenson and Kevin McInally.	
3.	**Apologies** The following Board members submitted their apologies in advance of the meeting: • Kevin McInally – Board Member • Chukwuebuka Timothy Ugwu – Board Member • Peter Fennessey – Board Member The CEO informed the Board that Peter Fennessey (Board Member) has requested a 6-month leave of absence. The CEO sought approval for Peter Fennessey's leave of absence, which the Board **approved**. ***Proposed by Cllr Lawrence O'Neill (Chairperson).*** ***Seconded by Lynsey Chrystal (Vice-Chairperson).***	
4.	**Declarations of Interest** The Chairperson declared an interest under item number 6 as the Chairperson is an ex-official of Faifley Community Council. The Chairperson refrained from any discussion during this item and was not involved in the decision being made.	

5.	**Share Members Cancelled Under Rules 11.1.3 and 17.1** The SCSCO presented her report on share memberships to be cancelled in accordance with Rules 11.1.3 and 17.1. The report outlined the provisions of both Rules and identified the memberships affected. She advised that, following the Annual General Meeting, a number of share memberships would be cancelled where the relevant criteria set out in Rules 11.1.3 and 17.1 had been met. The SCSCO sought approval to cancel 5 share memberships as per Rule 11.1.3 and Rule 17.1. The Board **approved** the cancellation of those 5 share memberships. ***Proposed by Lynsey Chrystal.*** ***Seconded by Hilary Edgar.*** A Board member commented that the format of this report was good.	Share Members to be cancelled by the Corporate Services Team.
6.	**Correspondence** <u>St Joseph's Primary and Rainbow Base</u> St Joseph's Primary and Rainbow Base contacted the Association to request a donation to help give the children from St Joseph's Primary School and Rainbow Base a Halloween Disco. The Board **approved** the donation of £200.00. ***Proposed by Billy Stevenson (Board Member).*** ***Seconded by Ashley McGowan (Board Member).*** <u>Faifley Community Council</u> **Cllr Lawrence O'Neill (Chairperson) declared an interest in this agenda item and, as previously noted under Item 4, withdrew from all discussions and decision-making relating to the approval of the donation.** Faifley Community Council approached the Association asking for a grant of £1,350.00 with the potential addition of VAT in order to have a power supply for the Christmas Tree that will be placed in the Faifley community later this year. A Board member queried whether there would be any community benefit from the new development and the CEO confirmed there would be.	Donations to be actioned by the Corporate Services Team.

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	Another Board member queried whether there could be other sources of income for this project, i.e. from another local Registered Social Landlord (RSL). The CEO confirmed they would check with this RSL. The Board **agreed** that the Association would pay this donation to ensure the arrangements are in place and will later contact the other RSL to ask whether they could contribute. The Board **approved** the donation of £1,350.00 and VAT, should this be included, to Faifley Community Council. ***Proposed by Billy Stevenson (Board Member).*** ***Seconded by Lynsey Chrystal (Vice-Chairperson).***	
7.	**Minutes of Board Meeting held on the 4th of August 2026** The Chairperson sought approval for the Minutes of the previous Board Meeting held on the 4th of August 2026. The Chairperson went through the minutes page by page asking for any updates. There were no changes to be made, and the Board **approved** the minutes as an accurate representation of the meeting. ***Proposed by Cllr Lawrence O'Neill (Chairperson).*** ***Seconded by Steve Rolfe (Board Member).***	
7.1	**Minutes of Special Board Meeting held on the 25th of August 2026** The Chairperson sought approval for the Minutes of the special Board Meeting held on the 25th of August 2026. The Board **approved** the minutes as an accurate representation of the meeting. ***Proposed by Lynsey Chrystal (Vice-Chairperson).*** ***Seconded by Cllr Lawrence O'Neill (Chairperson).***	
8.	**Minutes of the Sub-Committee Meetings** The minutes from the Sub-Committee Meetings were provided for the Board for information purposes only. A Board member had a question regarding the Finance, Audit & Risk Sub-Committee Meeting minutes as a statement suggests the deficit in factoring costs is usual for Associations. The Board member stated they were unsure how to interpret this statement. The CEO confirmed that yes this is typical for the Association and to remove the deficit, the Association would have to look at increasing the factoring fees by more than 2.5x their current costs which would not be comparable to the rates charged by other social landlords and which could be unaffordable to owners living in the Faifley area.	

	A Board member then queried whether the auditor has ever commented on this. The CEO confirmed that the auditor has never commented on this and further explained that the deficit primarily comes from staff time spent on factoring. Another Board member suggested a report on this be provided and presented the Board for the next FAR subcommittee. The Board **noted** the contents of the Finance, Audit and Risk and the Operations Sub-Committee meeting minutes.	Report on justification of factoring fees to be included in next FAR subcommittee reports
9.	**CEO Report** <u>CEO/Chairperson meeting with the Scottish Housing Regulator (SHR)</u> The CEO, Chairperson and SCSCO met with the SHR on the 14th of August. At the meeting they provided a progress update on the Governance Improvement Action Plan (GIAP) and the SHR representatives acknowledged the significant improvements made since the previous meeting and welcoming progress achieved by the Board and staff team. There was no indication from the SHR at this meeting whether they believed Knowes Housing Association to be fully compliant. The CEO also informed the Board that the CEO and Chairperson met to discuss this evening's agenda to which the Chairperson asked that we remember to ensure the Board are referred to as such, instead of the Management Committee, going forward. <u>Business Planning Progress</u> The CEO informed the Board that the Association's senior officers met on the 24th of September to finalise the Business Plan for submission to the Board on the 6th of October. The meeting focussed on ensuring Knowes' Business plan will set out a clear strategic framework over the next three-years, whilst also ensuring a focus on delivering high-quality, affordable homes. The CEO reminded the Board that the plan is built around five strategic priorities being investing in existing and new homes, delivering affordable and customer-focused housing services, maintaining strong governance and financial viability, supporting thriving communities through welfare, engagement and regeneration activities and developing a skilled and resilient workforce and Board. <u>Abbeylands Road Development Update</u> The CEO reminded the Board that the special Board meeting held on the 25th of August regarding the Abbeylands Road development to which the Board unanimously agreed to proceed with the development of 27	

	new affordable homes on the former bowling green site. The CEO informed the Board that the 65% grant funding had been accepted as per the Board's approval, alongside the approval to accept the tender submission from McTaggart Construction when all necessary statutory approvals had been obtained. The CEO stated that the Association is in a strong cash position with £5 million in cash reserves and therefore the self-funding of the remaining project costs of approximately £2.66 million would support long-term financial sustainability while avoiding the constraints associated with loan covenants. The CEO informed the Board that since the time of writing the CEO report, Scottish Water approval had been given and so this was a verbal update to which the Board were pleased to hear. <u>ICT Strategy and update on ICT Manager Recruitment</u> The CEO reminded the Board that the Employment Sub-Committee agreed the recruitment of an ICT Manager on the 28th of July 2026. The CEO informed the Board that 20 applications were received, and these were shortlisted to 7 candidates. From the interview process, the CEO stated that 1 preferred candidate was selected who was invited back for a second stage interview on the 30th of September. The CEO informed the Board that they have accepted the role and at this stage, the Association are waiting on references being received. A Board member queried whether this individual has a background in housing to which the CEO confirmed they do not, but their experience is relevant. <u>Donations Budget</u> The CEO informed the Board that there is £2331.00 in the budget for 2026-2027 and that the Association has already donated £1000.00 to date to the Flourishing Faifley Summer programme and a further £750.00 for their Halloween and Christmas donations. The CEO stated that TC Young are committing money as part of their community budget of £197.00. <u>CEO and Management Team</u> The CEO provided an update on what the CEO and the Management Team are currently working on. 9.1 Abbeylands Road Progress and Report for Next Steps	

	The letter of intent was approved by the majority of Board Members as part of an email and Report sent out to all Board Members on 23rd September. It was included in the Board papers for 6th October for completeness with updates in the report shown in Red. One update not included in the Report due to the fact it was just confirmed on 6th October is that the Knowes Housing Association now has Scottish Water approval which is a requirement for proceeding with the development.	
10.	**Business Plan 2026-2029** The CEO presented the draft Business Plan (BP) to the Board for review and approval. The CEO explained what had been done differently in this BP in comparison to the most recent one. A Board member agreed that this draft BP reflected exactly what was discussed at the Business Planning Day which took place on the 27th of June 2026. They mentioned that whilst the "fork in the road" that was heavily discussed was assumed to be the Abbeylands project, it is in fact the Rental Off the Shelf Scheme (ROTS). The Board member said they are very pleased with this BP. Another Board member commented that this gives a real sense of direction and that it is clear and accessible. A further Board member commented that it was in a useful format, rather than the information squeezed together. A Board member noted it would be helpful to refer to number of objectives, i.e. 1 through to 5, in Board reports, showing which strategic objective is being followed with each report presented to the Board going forward. A Board member suggested that more information be included within the introduction about the area that we operate in and how this ties into Knowes Housing Association's BP. The Board then **approved** the 2026-2029 Business Plan. ***Proposed by Lynsey Chrystal (Vice-Chairperson).*** ***Seconded by Billy Stevenson (Board Member).***	
11.	**Regulatory Framework Self-Assessment and Annual Assurance Statement**	

	The CEO provided the Board with a report on the Regulatory Framework Self-Assessment 2026 and Annual Assurance process update for their information and to review. The Chairperson began by explaining that they believe the Association is fully compliant with the Regulatory Standards, this is because they have been provided with plentiful assurance. The CEO then read out the wording of the Annual Assurance Statement to the Board for their comments and ultimately for approval. A Board member queried why the appraisal process was scrutinised in the engagement plan from the SHR to which the CEO explained that 1 appraisal was completed late. A Board member then had a question surrounding components and that components had been mentioned in the external auditors' report in the August meeting as there not been a component per property. The CEO explained that all assets have a bathroom however some do not have a new bathroom against their address, and this is why it is not showing up in the component accounting system. Future stock condition surveys would target any properties which did not have a new component recorded against it in the system; however at this moment the Association was satisfied from the information obtained in previous stock condition surveys that all our properties had components which met the SHQS. The Board reviewed and **approved** the Annual Assurance Statement 2026. ***Proposed by Cllr Lawrence O'Neill (Chairperson).*** ***Seconded by Lynsey Chrystal (Vice-Chairperson).*** 11.1 Annual Assurance Statement Evidence Meetings The Board **noted** the contents of the minutes of the three Annual Assurance Evidence meetings.	
12.	**Board Appraisal Proposal** The Board Appraisal proposal that the consultant at North Star had prepared for discussion and approval by the Board. The CEO asked the consultant for a quote which would be £5,670 inclusive of VAT with travel expenses charged at £0.55 per mile. The CEO confirmed the cost would include inception and review of materials, individual Board member reviews, Board observation, collective Board appraisal, the CEO appraisal, individual development plans and a board development report.	

	A Board member queried whether a cost analysis had been done to decipher the costs of another organisation carrying out the appraisals would be. The CEO confirmed that this had not been done for this year to ensure continuity throughout the Governance compliance process however suggested that the proposal for Board appraisals be tendered the following year. The Chairperson noted that they believe what is included provided good value for money in comparison to previous similar type works. Another Board member noted that by remaining with North Star as the provider of Board appraisals for at least one further year shows the Scottish Housing Regulator the Association's commitment to consistency. The Board **approved** the proposal for North Star to complete the annual Board appraisals. ***Proposed by Steve Rolfe (Board Member).*** ***Seconded by Hilary Edgar (Board Member).***	
13.	**Report on Funding for the Community Support Officer** The CEO presented the report on funding for the Community Support Officer (CSO) for the organisation alongside two other Registered Social Landlords for discussion and approval. The CEO explained the importance of the work of the Community Support Office for Knowes' tenants and residents in the area. The Board **approved** the funding for the Community Support Officer at a cost of approximately £20,000 per annum. ***Proposed by Lynsey Chrystal (Vice-Chairperson).*** ***Seconded by Billy Stevenson (Board Member).***	
14.	**Procurement – Report on Out of Hours Contract** The CEO presented the report on the award of out of hours emergency repairs contract for 2026-2029. The CEO explained that West Dunbartonshire Council (WDC) are discontinuing this service for RSLs in the area and therefore the Association in partnership with Clydebank Housing Association went out to tender. The CEO explained that the company with the highest scoring tender results over price and quality was Property One Ltd at the amount of £19,875.00 per annum. A Board member queried where they are based and if any other Registered Social Landlords use their services. It was explained that	

	they are based in Govan and that various other Glasgow based Landlords use their service. A Board member queried whether there are options to end the contract if necessary. The CEO explained this would be outlined within their contract. The Board **approved** the out of hours contract being awarded to Property One Ltd at the cost of £19,875.00 per annum. ***Proposed by Billy Stevenson (Board Member).*** ***Seconded by Cllr Lawrence O'Neill (Chairperson).***	
15.	**Governance Improvement Action Plan (GIAP)** The CEO presented a report highlighting the updates to date for discussion and noting. A Board member commented that the summary progress report on the GIAP provided by the CEO is comprehensive and includes many of the issues raised by the SHR. It was noted that the GIAP should be substantially completed in November 2026 as all, bar a few outstanding suggestions, have been actioned and implemented. The Board complimented the hard work carried out by the CEO, the SCSCO and the staff team with regard to the GIAP.	

Continuation of Item Number 11.

The CEO asked the Board's permission to go back to **item number 11** to get approval on the 3-yearly approach to the Annual Assurance Statement.

The CEO advised that reviews are undertaken annually on a rotating three-year cycle between a short-life working groups, Internal Auditors and Senior Management.

The CEO asked whether the Board would be happy to continue this 3-yearly approach and noted that the evidence bank is available via the Board portal, with plans to move this to SharePoint in due course.

The board **approved** the continuation of the 3-yearly approach to the Annual Assurance Statement and gathering evidence.

Proposed by Lynsey Chrystal (Vice-Chairperson).
Seconded by Hilary Edgar (Board Member).

16.	**Policies for Approval**	

	The Board were asked to discuss and approve two policies. <u>CCTV Policy</u> The Board **approved** the CCTV Policy. ***Proposed by Lynsey Chrystal (Vice-Chairperson).*** ***Seconded by Sharon Keenan (Board Member).*** <u>Equality Impact Assessment – CCTV Policy</u> The Board **noted** the contents of the Equality Impact Assessment for the CCTV Policy. <u>Retention Policy and Schedule</u> The CEO provided an overview of the policy updates and advised that the policy had also been reviewed by Knowes' Data Protection Officer. The Board **approved** the Retention Policy and Schedule. ***Proposed by Cllr Lawrence O'Neill (Chairperson).*** ***Seconded by Billy Stevenson (Board Member).***	
17.	**Notifiable Events** There were no notifiable events to note.	
18.	**New Share Members** The SCSCO asked the Board to discuss and approve a new Share member application from a tenant. The Board **approved** this Share member application. ***Proposed by Cllr Lawrence O'Neill (Chairperson).*** ***Seconded by Lynsey Chrystal (Vice-Chairperson).***	
19.	**Proposed Dates for Future Meetings 2026/2027** The CEO share the proposed dates for meetings over the next year with the Board. The Board **noted** these dates. The CEO asked the Board whether they would like to tie the Staff and Board away day into the December Board meeting, on the 1st of December. It was agreed that due to a number or prior commitments by the Board in November and December periods that holding a follow up Board Away Day in January would be preferred.	

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20.	**Any Other Business and Date of Next Meeting** The CEO informed the Board that at the next Board meeting on Tuesday the 3rd of November 2026, a member of staff from TC Young would be attending to deliver a short training session on the Model Rules. The SCSCO reminded the Board to complete their Share Training modules. **The meeting then ended at 8.17pm.**	

Approved by the Board on Tuesday the 3rd of November 2026

Signed by the Chairperson: [redacted] _____