Minutes of Management Committee Meeting
held on Tuesday the 23rd of June 2026
The meeting was held at Knowes Housing Association's Office & via Microsoft Teams and ran from 6:32pm until 8:17pm.

Present:

Cllr Lawrence O'Neill (In Person)	Chairperson
Lynsey Chrystal (In Person)	Vice Chairperson
Steve Rolfe (In Person)	Board Member
Hilary Edgar (Online Via Microsoft Teams)	Board Member
Billy Stevenson (In Person)	Board Member
Kevin McInally (In Person)	Board Member
Sharon Cassidy (In Person)	Board Member

In Attendance:

Erica Davidson (In Person)	Chief Executive Officer (CEO)
Graeme McLachlan (In Person)	Head of Property Services (HOPS)
Amy Sweeney (In Person)	Corporate Services / Compliance Officer (CSCO)
Melanie Gilmour (In Person)	Corporate Services / Compliance Assistant (CSCA)
Freya Lees (Online, via Microsoft Teams)	Consultant at North Star Consultancy (Item 2 only)
Patricia Gallagher (Online, via Microsoft Teams)	Share Trainer (Item 1 only)

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

Agenda Item		To Be Actioned
1.	**<u>Health and Safety for the Board Training – Delivered by Share (45 minutes)</u>** The Health and Safety Training session with Patricia Gallagher at Share commenced at 18:32. Patricia joined online, via Microsoft Teams. *[Sharon Cassidy (Board Member) arrived at the meeting at 18:37 after advising in advance that she would be slightly late to the meeting.]* *[Hilary Edgar (Board Member) arrived at the meeting online, via Microsoft Teams, at 18.38.]* **The Board thanked Patricia Gallagher, trainer at Share, for her time and for delivering the valuable Health and Safety Training session. Patricia then left the meeting at 19:20.**	
2.	**<u>Presentation from Freya Lees from North Star Consulting</u>** [*Freya Lees, North Star Consultancy, joined the meeting online via Microsoft Teams at 19:20]* Freya at North Star Consultancy (NSC) carried out a review of Knowes' Board and Subcommittee Minute Taking process considering the following Regulatory Guidance: - Effective Recording of Decisions and Discussions by Governing Bodies of Registered Social Landlords – Lessons Learned – Scottish Housing Regulator (SHR) - Self-Assessment Toolkit – Scottish Federation of Housing Associations (SFHA) - Open All Hours: A Template Guide to Information for RSLs – SFHA. The review examined Knowes Board Minutes from the previous 3 meetings and were compared with the SHR and SFHA Guidance. The consultant presented the key findings for the Board. Overall, she found that the minutes provide a reliable, permanent, complete and accessible record of proceedings. There were some discrepancies between the minutes which perhaps may be due to advice given after the Regulator's Engagement Plan. There were some areas for improvement which are highlighted below:	The Corporate Team to take the comments regarding Minute Taking on-board when writing future Minutes of Meetings.

	- For all minutes, timings should be clearer in relation to start and end times and the times at which attendees arrived or left the meeting if this is not at the start or at the time of close of the meeting. - There was a lack of consistency in how individuals are identified at the meeting, and one set of Board Minutes made the distinction through two lists highlighting Board Members, Staff and Consultants. Freya suggested that this is continued going forward for clarity. - It was also noted that there were inconsistencies where Consultants were present for just one item, where this information was included. The Consultant suggested that this is noted at the “Those in Attendance” section at the very beginning of the minutes. - The Consultant suggested that good practice is a separate list of apologies is presented in the Minute. This section should list Board Members who have submitted apologies, those who are absent but have not submitted apologies and those who have been granted a Leave of Absence. It should also be noted in the apologies section, the Board Members designation should be noted too, i.e. (Chairperson, Vice-Chairperson). - The Consultant highlighted that in instances where a Declaration of Interest had been made, it is the correct thing to do to note that “at item X, Board Member X will leave the room for the duration of the item.” The management of the conflict should be proposed by the Chairperson and agreed by the Board Members. - There were instances where staff members names were mentioned but not their job role. It is important to include their full name and job designation for clarity. The Consultant then noted that the SHR guidance indicates the approach that should be taken and identified where Knowes are currently doing this, or not: - A summary of the purpose of the item should be given. The Consultant highlighted that this is not always clear. - A short summary of any discussion, noting arguments for and against the proposal and key clarifications should be noted. The Consultant highlighted this is usually in place. - A summary of the key reasons for any decision made, or for rejecting any recommendations made in supporting reports should be noted. The Consultant highlighted that this is usually in place. - A clear, separate statement of any actual decisions made should be noted. The Consultant highlighted that this is usually clear. - A separate statement of any follow up actions the governing body wishes to make should be noted. The Consultant highlighted that this is clearly stated. The Consultant then highlighted that, after the list of attendees, staff should be identified via their designation rather than their name, throughout the minute.	

	The Consultant identified that the proposer and seconder is named throughout the minutes. The Consultant suggested that, as per the minute taking protocol, they should not be named in the minute however this is an area for discussion and agreement with the Board. The Consultant highlighted that the guidance suggests that it is increasingly the case that RSLs are making use of a "Rolling Action Plan" to keep track of actions agreed and their progress. The use of this can be agreed by the Board. The Consultant then spent some time discussing the redacted minutes and highlighted that there were some instances in which the information did not need to be redacted. Freya also suggested that going forward, the redacted information should not be blacked out, but instead the information should be removed, as per the guidance, and it should be highlighted where information has been removed, that it has been done as the information is sensitive. Another area identified was that the subcommittee minutes were not available on the website. Whilst the Consultant stated that this is not necessary, it is necessary to add a statement on the website informing customers to contact us for access to these upon request. <u>Review of the Annual Assurance Framework</u> NSC then presented the report on their findings following a review of the Annual Assurance Framework. The review considered the following Guidance: - Annual Assurance Statements – Statutory Guidance – Scottish Housing Regulator (SHR) - Annual Assurance Statements: Your Frequently Asked Questions – SHR - Self-Assessment Toolkit – Scottish Federation of Housing Associations (SFHA) including Appendix B: Template Process When Developing Annual Assurance Statement. The review examined the following information provided by the Association: - KHA Self-Assessment against Regulatory Standards of Governance – SFHA Process Adopted (May 2026) - KHA Annual Assurance Statement Survey Analysis (2025) - KHA Self-Assessment against Regulatory Standards of Governance Policy (2025) - TIAA Assurance Review of Corporate Governance – Regulatory Standards (2024) - Information and Action Points – KHA Self-Assessment against Regulatory Standards of Governance Committee short-life Working Group (2023)	

	The Consultant noted that the Association follows the SFHA toolkit template which is good practice, but that it could be further enhanced by including an additional column confirming what evidence was actually used, highlighting areas for improvement/action in an additional column, including a status column and score each criteria by using a Red/Amber/Green approach to highlight compliance at a glance and by developing a dashboard summary of compliance. The Consultant shared with the Board the approaches that could be taken by the Board to review the evidence which included the creation of a Short-Life Working Group (SLWG) to review all, or some, of the standards on an annual basis and using an independent consultant to carry out a review of compliance every third year. Freya identified the requirement to improve the Board's access to the evidence base by the implementation of an improved document storage system. <u>Review of the Business Planning Process</u> NSC reviewed the Association's Business Planning process by considering the following Regulatory Guidance: - Business Planning – Advisory Guidance – Scottish Housing Regulator (SHR) - Self-Assessment Toolkit – Scottish Federation of Housing Associations (SFHA) NSC reviewed the following documents, provided by the Association: - Agenda and minute of the Board Strategy Day on the 24th of October 2025. - Agenda and minute of the Board and Staff Strategy Day on the 25th of October 2024. - Business Planning Strategy Policy. NSC's review found that it is not clear when the Board approved the strategic objectives and updated Business Plan and that this should be clearly recorded as part of the Business Planning process. NSC's review also found that the attendance by Board members was low at both of these sessions and that this is a cause for concern as it appears that the majority of members have not been involved in reviewing the business plan objectives. It was identified that although the Business plan clearly states the Association's Vision, Mission and Values, none of these were discussed at either of the Strategy days.	

	Furthermore, the review identified that the Business Plan although it currently includes a Value for Money Plan it does not provide any analysis of Value for Money (VFM) and how well this is being achieved or demonstrated by the Association. The Business Plan should include analysis on how the Association achieves VFM. The review found that there was no information on affordability of rents in relation to tenant incomes or as a rent to income ratio. It was suggested that the use of the SFHA comparison tool would be useful. Overall, the Consultant found that there were many sections of the current Business Plan that could come out to make space for other information including treasury management and stakeholder information and the SCOT/SWOT analysis. The Consultant also suggested that the SHR Business Planning guidance will be useful for the Business Planning Day taking place on Saturday the 27th of June 2026. There were no further questions or comments for the Consultant from the Board. The Board **noted** the contents of NSCs report and thanked Freya for her time. **The Consultant then left the meeting at 19:48pm.** Once the Consultant left the meeting, discussion around whether ARK Consultancy, the organisation hosting the Board Away Day, had the report provided by NSC. The CEO explained that they did not however the CEO relevant points from this report could be discussed on the Day. Another discussion arose surrounding whether the action points identified by the Consultant would be included in the Governance Improvement Action Plan (GIAP). The CEO confirmed that these would be included but stated that some of the areas are already on the GIAP.	
3.	**Apologies** The following Board Members submitted their apologies: - Chukwuebuka Timothy Ugwu (Board Member) - Peter Fennessey (Board Member) - Patricia Broadfoot (Board Member)	
4.	**Declaration of Interest** There were no Declarations of Interest.	

5.	**Correspondence** SHR Email to the Chairperson providing feedback The CEO discussed the email from the Scottish Housing Regulator received by the Chairperson highlighting their feedback on the information provided to them thus far. The CEO informed the board that there are items to be added to the GIAP as per the SHR's request and that the CEO, CSCO and Chairperson will be having their monthly meeting with the SHR on Thursday the 2nd of July. A Board Member noted that lots of the points within the GIAP have already been actioned and thanked staff for continuing to work hard on this. Another Board Member noted that this email from SHR was a good interaction and that they have been positive.	
6.	**Minutes of the Board Meeting on 19th May 2026** The Board were asked to approve the Minutes of the Board Meeting on the 19th of May as an accurate representation of the day. The Board **approved** the Minutes of the Board Meeting held on the 19th of May 2026. ***Proposed by Lynsey Chrystal (Vice Chairperson).*** ***Seconded by Lawrence O'Neill (Chairperson).***	Board Meeting minutes to be redacted and added to the website.
7.	**Minutes of Sub Committee Meetings** The minutes of the Finance, Audit and Risk (FAR) subcommittee, and the Operations subcommittee meetings were provided for information purposes only and the Board were asked to note them. The CSCO highlighted that changes were to be made to the FAR minutes. A Board Member praised the minutes of the Operations subcommittee and mentioned that it had been extremely helpful meeting with the Head of Housing Services to discuss the Meeting Agenda in advance. The Board **noted** the minutes of the subcommittee meetings.	
8.	**CEO Report** The CEO presented her report for the Board with items for both noting and approval by the Board.	

	CEO/Chairperson meeting with the SHR The CEO informed the Board that the CEO, the Chairperson and the CSCO met with the SHR on the 4th of June to update the SHR on the GIAP. Pre-Board Meeting with the Chairperson The CEO informed the Board that she met with the Chairperson at 9am on the 11th of June to discuss the Agenda and Reports for the Board meeting. The Chairperson suggested some changes to the agenda layout and these changes were completed prior to the papers being made available on admincontrol. Board Away Day The CEO reminded the Board that the Business Planning Day would be taking place on Saturday the 27th of June from 9:15am until 4:15pm. The CEO reminded the Board that the day would be facilitated by ARK Consultancy. The Chairperson informed the Board, CEO, CSCO and CSCA at this point that they would have to leave the Business Planning Day early due to family commitments. Abbeylands Road Development The CEO is awaiting a response from the Scottish Government. It is anticipated that the response time will be around 6-weeks. Once the Scottish Government respond to the CEO, the Association will be in a position to know whether the project can feasibly go ahead or not. Trustee Connect The CEO presented the Board with further information on Trustee Connect, as per the request from the previous Board Meeting held on the 19th of May 2026. The CEO informed the Board that another Registered Social Landlord (RSL) had been in touch highly recommending the service. They stated it had been useful for their organisation when recruiting professional Board Members. The CEO asked for the Board to approve the Association using the Trustee Connect service at a cost of £1,200 per annum. A Board Member noted that if it has been successful for the other Association, then Knowes should go for it. The Board **approved** the Association getting Trustee Connect Membership at a cost of £1,200 per annum.	

	Proposed by Lawrence O'Neill (Chairperson). ***Seconded by Billy Stevenson (Board Member).*** <u>ARC Submission</u> The CEO informed the Board that the ARC submission is now completed and that there were three minor changes before the submission to the Regulator. The CEO explained those changes and informed the Board that the updated summary is included in item 8.2 for information purposes. <u>The CEO and Management Team are working on</u> - Abbeylands Road development. - Governance Review. - Planning for the Board Business Planning Day. - Business Plan 2026-2029. - IT Strategy for the Association. - Internal and External audit 2026/2027. - Staff objective setting and performance reviews. - The Annual Assurance Statement.	
8.1	**<u>Minutes of the Meeting with the Scottish Housing Regulator</u>** The CEO provided the minutes of the SHR monthly update meeting held on the 4th of June 2026 for the Board for information purposes only. The board **noted** the minutes provided from the meeting.	
8.2	**<u>Annual Return on the Charter (ARC)</u>** The CEO provided the Annual Return on the Charter (ARC) data for the Board for information purposes only. The board **noted** the contents of the report.	
8.3	**<u>Scottish Housing Network (SHN) Benchmarking Reports</u>** The CEO presented the SHN Benchmarking Data to the Board for information purposes only. The board **noted** areas in which the Association are performing well and areas for improvement.	
8.4	**<u>Updated Agenda for Board Away Day</u>** The CEO provided the Board with the updated agenda for the Business Planning Day due to commence on the 27th of June 2026.	

	The Board **noted** the updated agenda.	
9.	**<u>Regulatory Framework Self-Assessment</u>** The CEO informed the Board that the SFHA updated the Regulatory Framework Self-Assessment process this year and that the Association have adopted this in its entirety. The CSCO noted that some changes were made in the introductory section to make it more specific to the Association. The CSCO noted that the main changes in the document were surrounding building safety, specifically around cladding. The board **approved** the Regulatory Framework Self-Assessment document. ***Proposed by: Steve Rolfe (Board Member).*** ***Seconded by: Lynsey Chrystal (Vice Chairperson).***	
10.	**<u>Summary of Board Training Plan</u>** The CSCO informed the Board that the Board Training Plan had been updated and suggested that most of the training included on the plan can be accessed via the Share Online Learning Portal. The Board **noted** the contents of the Board Training Plan.	
11.	**<u>AGM Timetable</u>** The CSCO presented the AGM timetable to the Board for information purposes only. It was noted that the AGM will take place on the 1st of September 2026 at the Golf Club once again. It was highlighted that there will be an extra agenda item included in the evening as a new external auditor will be appointed.	
12.	**<u>Policies for Approval</u>** The Gifts and Hospitality, Donations, Code of Conduct (Staff) and Code of Conduct (Governing Body) were all due to be updated and approved by the Board and were therefore presented for approval at the meeting. <u>Gifts and Hospitality Policy</u> The Board **approved** the gifts and hospitality policy.	

	Proposed by: Lawrence O'Neill (Chairperson). ***Seconded by: Steve Rolfe (Board Member).*** <u>Donations Policy</u> The Board **approved** the donations policy. ***Proposed by: Lynsey Chrystal (Vice Chairperson).*** ***Seconded by: Steve Rolfe (Board Member).*** <u>Code of Conduct (Staff) Policy</u> The Board **approved** the code of conduct (staff) policy. ***Proposed by: Steve Rolfe (Board Member).*** ***Seconded by: Lynsey Chrystal (Vice Chairperson).*** <u>Code of Conduct (Governing Body) Policy</u> The Board **approved** the code of conduct (governing body) policy. ***Proposed by: Steve Rolfe (Board Member).*** ***Seconded by: Lynsey Chrystal (Vice Chairperson).***	
13.	**<u>New Share Members</u>** The CSCO informed the Board that there were no new Share Member applications received.	
14.	**<u>Notifiable Events</u>** The CEO informed the Board that there were no notifiable events to note.	
15.	**<u>Any Other Business and Apologies for Future Meetings</u>** The Board discussed whether there would be a Board meeting in July to which the CEO noted that the subcommittee meetings will be taking place on the 21st of July. The following Board Members have submitted their apologies for this meeting: Steve Rolfe (Board Member) and Kevin McInally (Board Member).	
16.	**<u>Date of Next Meeting</u>** The next Board Meeting will take place on Tuesday the 4th of August 2026 from 6:30-8:30pm.	
The Chairperson then closed the meeting at 20:17pm and thanked everyone for their attendance.		