

TRUST HOUSING ASSOCIATION LIMITED

Minutes of the Board Meeting held on Tuesday 23 April 2026
At New Mart Road, Edinburgh, EH12 4RL.

PRESENT:

Board Members

Dr Norval Bryson
Ali Ross
Ian Mitchelmore
Mary Niven
Laura Bornatici
Katherine Wainwright
Sharron Elsdon

David Knight
Paul McFarlane
Graham Curran
Kyle Ruparelia

Officers in Attendance

Jackie McIntosh, Chief Executive
Zoe Purdie, Director of Finance & People
Ian Davie, Director of Assets and Sustainability
Jenny Wallace, Director of Customer Experience
Neil Ferguson, Director of Business Development
& Digital
Annette Brown (Company Secretary & Minute
Taker)

DR NORVAL BRYSON IN THE CHAIR

Agenda Item	Detail
1.	Chair's Opening Remarks
1.1	Dr Norval Bryson, Chair, welcomed Board Members and the Executive Team to the meeting.
1.2	Norval introduced Jackie McIntosh in her new role as Chief Executive and Ian Davie as the new Director of Assets & Sustainability, marking a key addition to the Executive Team.
1.3	Norval praised the solid performance of the organisation and noted how impressive it was to see that the culture of Trust had not been impacted given the external challenges that Trust have been presented with over the year.
1.4	The Board agreed to the meeting being transcribed in addition to a formal minute being taken.
2.	Chief Executive's Opening Remarks
2.1	Jackie McIntosh, Chief Executive, provided an update on the following matters;
2.2	CEO Handover Completion The CEO handover is now complete and Jackie thanked everyone that attended Rhona McLeod's retirement reception on the 26 March.
2.3	Richard Meade SFHA CEO – Visit to Mission Place & Reema Road 25th March 2026 Richard Meade visited Mission Place in Motherwell and Reema Road in Bellshill with Rhona McLeod and Jackie McIntosh on 25 March 2026. The visit provided an insight to the different types of developments and services Trust has and highlighted that Trust has a unique model unlike most other Housing Associations.

<p>2.4</p> <p>2.5</p> <p>2.6</p>	<p>Head of Development & Sustainability Recruitment Update Following a very positive response to the Head of Development and Sustainability vacancy, Craig Vesey has been appointed and will begin the role in early May 2026. Craig currently works for McTaggart Construction and brings a wealth of knowledge and experience from working with affordable housing contractors and other developing RSL's.</p> <p>Springbank, Arran, Project Update A start date for the Springbank development has been achieved and work is ongoing to progress with the development.</p> <p>Jackie acknowledged the larger than normal board pack and advised that this was due to the number of the big-ticket items such as the new 5 year strategy and the 30 Year Plan.</p>
<p>3.</p> <p>3.1</p> <p>3.2</p>	<p>TEL Chair's Remarks</p> <p>Ian Mitchelmore, Chair of TEL, provided an update on the TEL board meeting held on the 11 March 2026. Highlighting the following points –</p> <ul style="list-style-type: none"> • TEL continues to perform steadily and had a profit of £154k in 25/26 which will be gift aided to Trust. • The TEL rent increase will be 4% which is in line with Trust's rent increase. It was acknowledged that this brings some TEL rents close to the local housing allowance level and that this issue had been specifically considered by the Board. It was concluded that the increase was appropriate and justified as the impact of the increase was not expected to be significant. • Potential new Mid-Market Rent (MMR) opportunities were discussed. Which are currently at very early stages. <p>The Board noted the update.</p>
<p>4.</p> <p>4.1</p>	<p>Declaration of Interests</p> <p>No declarations of interest were noted.</p>
<p>5.</p> <p>5.1</p>	<p>Apologies</p> <p>Apologies were noted for James Black, Steve McGowan and Laura Cameron.</p>
<p>6.</p> <p>6.1</p> <p>6.2</p>	<p>Board Meeting Minutes Approval</p> <p>Minutes from the Board meeting held on 3 February 2026 were proposed by Ian Mitchelmore and seconded by Paul McFarlane.</p> <p>Decision: The minutes were approved as a true and accurate record of the meeting.</p>
<p>7.</p> <p>7.1</p>	<p>Action Tracker</p> <p>The Board considered the action tracker and agreed that the following actions were now complete and could be removed from the action tracker.</p>

7.2	3 April 2025 – Item 6.5 - 30 Year Plan.
7.3	3 Feb 2026, Items 10.5, 10.7 (Rent & Service Charge Policy Update) and 12.3 (Disciplinary Process).
8.	Matters Arising from the Minutes
8.1	No matters arising from the minutes were raised.
13.	Environmental, Social & Governance (ESG) Report 2024/25
13.1	Ian Davie, Director of Assets & Sustainability, presented Trust’s first Environmental, Social & Governance (ESG) Report for approval.
13.2	Following a pre board training session which looked at the ESG report and the Sustainability Standards in more detail the Board approved the publication of the report.
13.3	Decision: The Board approved the publication of the ESG Report 24/25.
15.	Allocations Policy
15.1	Jenny Wallace, Director of Customer Experience, presented the Allocations Policy for approval following a scheduled 2-year review. The Board noted that a consultation had taken place and no issues had been identified.
15.2	Decision: The Board approved the Allocations Policy.
18.	Organisational Duty of Candour Annual Summary Report
18.1	Jenny Wallace, Director of Customer Experience, presented the Organisational Duty of Candour Annual Summary Report which is scheduled to be published on the website.
18.2	The Board were advised that, during the reporting period, there were no formal Duty of Candour disclosures to report.
18.3	The Board noted the update.
19.	Board Remuneration Review
19.1	Annette Brown, Governance & Business Support Manager, presented the Board Remuneration Review to the Board advising that no material changes were proposed as the current approach remains appropriate.
19.2	It was noted that remuneration should only be reconsidered if there was evidence of difficulty in recruiting or retaining Board members.
19.3	The Board agreed that the position should remain under periodic review, but that there was no justification for introducing Board remuneration at this time.
19.4	Decision: The Board agreed to continue not to remunerate board members.

<p>20.</p> <p>20.1</p> <p>20.2</p> <p>20.3</p> <p>20.4</p> <p>20.5</p> <p>20.6</p> <p>20.7</p> <p>20.8</p>	<p>Governance Update</p> <p>Annette Brown, Governance & Business Support Manager, presented the Governance Update to the Board outlining the following governance matters.</p> <p>Board Succession Plan Board members were advised that following the completion of the annual Board succession discussions:</p> <ul style="list-style-type: none"> • Two Board members (Norval Bryson, Chair and Mary Niven, Customer Representative) will stand down at the forthcoming AGM; • Two Appointed Board members (Graham Curran & Sharron Elsdon) have reached the end of their appointed terms. While their appointments cannot be extended, both have indicated their intention to stand for election at the AGM, to become elected board members. <p>On this basis, it was proposed that no external Board recruitment be undertaken.</p> <p>The Board discussed the Chair and Vice Chair positions and plans to strengthen customer representation at Board level due to the departure of Mary.</p> <p>Decision: The Board approved the proposed board succession plan.</p> <p>Entitlements, Payments & Benefits Policy The Board was asked to approve the updated Entitlements, Payments and Benefits Policy, following revisions informed by the SFHA model policy. The updates provide greater clarity around areas including; declarations and management of interests at Board meetings; and arrangements relating to connected persons and procurement/granting tenancies.</p> <p>Decision: The Board approved the updated Entitlements, Payments & Benefits Policy.</p> <p>Board Development Visits & Board appraisals Board members were advised that the Board development visit schedule for 2026/27 had been released and that individual Board appraisals will take place during June. It was noted that these discussions were described as forward-looking and supportive, focused on effectiveness and contribution rather than formal performance assessment.</p>
<p>19.</p> <p>19.1</p> <p>19.2</p>	<p>AOB</p> <p>Board Members were reminded that the next Board meeting will be held at Norton House Hotel in Newbridge. It was noted that former Chief Executive, Rhona McLeod will be joining the Board for dinner, and arrangements will be communicated separately, including a collection for a leaving gift.</p> <p>The Cyber Security LearnPro training module was discussed and support was offered via Annette Brown and the Training Team for anyone experiencing access or system issues.</p>

20.	Date of next meeting
20.1	The next scheduled Board meeting will take place on Wednesday 27 May 2026, at Norton House Hotel, Newbridge

**Items marked private have been excluded from these minutes due to at least one of the following reasons:*

- *Confidentially sensitive information*
- *Discussion on commercial interests*
- *Person specific information*