

TRUST HOUSING ASSOCIATION LIMITED

Minute of Trust's 2024 Annual General Meeting held at 11.00 am on Thursday 12 September 2024

PRESENT: Dr Norval Bryson (in the Chair)
and 20 Members of the Association, as recorded
in the Sederunt Book together with 12 proxies
(170 recorded Members of Association at time of holding AGM)

IN ATTENDANCE: 14 non-Members, as recorded

DR NORVAL BRYSON IN THE CHAIR

Agenda Item	Detail
1.	Chair's Remarks
1.1	Chair, Dr Norval Bryson, welcomed everyone to Trust's 2024 Annual General Meeting and thanked Members for their attendance. He advised that for those unable to attend, a recording of the meeting will be shared on the Trust website. He also advised that there would be time at the end of the meeting to answer questions received in advance of the meeting and to take comments and questions from those attending virtually.
1.2	Norval introduced the AGM panel: <ul style="list-style-type: none">• Rhona McLeod, Trust's Chief Executive• Zoe Purdie, Trust's Director of Finance & People• Jenny Wallace, Trust's Director of Customer Experience• Ian Davie, Head of Development & Asset Strategy• Neil Ferguson, Director of Business Development & Digital• Andy Shaw, our External Auditor from Anderson Anderson Brown• Annette Brown, Trust's Company Secretary
2.	Welcome from Chief Executive
2.1	Rhona McLeod, Chief Executive, gave a very warm welcome to members attending online. Rhona acknowledged that it has been a challenging time as everyone continues to struggle through the seemingly endless cost of living crisis and a priority for Trust continues to do all that it can to support customers throughout this very worrying time.
2.2	Rhona highlighted the successes of the Cost of Living Task Force including £82.5k grant funding used to support customers with the least energy efficient homes with a direct cash payment, to help with ongoing fuel bills and other household essentials. A £60k hardship fund used to support customers from a wide geographical spread with different types of homes who struggle to keep up with rent payments or have trouble buying other household items and £120k of funding for energy reducing household appliances including air fryers, slow cookers, heated blankets and high tog duvets to help customers keep warm and reduce their fuel bills.

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2.3	The Welfare Benefits Team also increased from two to three people to help support the high demand for the service which has gained £2.7m for customers over the year.
2.4	Rhona acknowledged that last year was challenging, but nevertheless Trust demonstrated resilience in the high levels of service delivered to customers including completing emergency repairs within an average of 2.8 hours and non-emergency repairs within an average of 5.7 days. 91.6% of repairs were completed right first time and also 225 medical adaptations. Rhona praised the staff at Trust both on the front line and office based as the high levels of service are testament to the incredible work that they do.
2.5	As well as protecting services for customers Trust continued to deliver on the business strategy “The Time is Now”, part of which focuses on digital transformation. Over the last year, Trust have replaced two outdated legacy systems with new cloud based solutions which will support modern service delivery and be more efficient and cost effective. The first being a new housing management system called Rubixx, the second being the implementation of a new modern people management system, PeopleXD.
2.6	Rhona advised that Trust is proud to be an Investors in People Platinum employer who aims to attract, develop retain and support every one of its employees to be the best they can be. The aim is to have a 10 out of 10 employee experience which in turn will provide a 10 out of 10 customer experience.
2.7	In March 2024 Trust became a Fair Work First employer which enables Trust to meet the Scottish Government’s requirements for grant funding. This also provided Trust with the opportunity to align actions from the most recent employee engagement survey with Fair Work First requirements to demonstrate that the Trust culture and values are at the heart of what we do. As a result of this Trust now pays all employees at least the Real Living Wage, has extended the right to make a flexible working request from day one of employment and continue the commitment to investing in workforce development.
2.8	Rhona concluded by thanking the Trust Board for their skills, inspirational leadership and for continually developing Trust.
3.	Apologies
3.1	37 apologies were received from Members and 12 proxies which contributed to the overall quorum of the meeting.
4.	Minutes of Annual General Meeting of 21 September 2023
4.1	All Members present were in agreement that minutes were an accurate record.
4.2	The minutes of the AGM were proposed by Paul MacFarlane, Board Member and seconded by Mary Niven, Board Member/Tenant.

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4.3	Decision: The minutes were unanimously approved.
5. 5.1 5.2 5.3 5.4 5.5	Chair's Report <p>Norval, in his second year as Chair of Trust, acknowledged the challenging economic climate and how tough times like these make the role of the Trust Board even more important when trying to safeguard and protect the interests of Trust tenants. He explained that the Board must ensure that Trust remains financially viable and meets all the requirements of the regulators. In addition there is focus on developing to meet the changing needs of customers and the working environment in an increasingly digital age, and on the growth of Trust through partnerships, acquisitions and building new homes which is a fundamental part of the strategy.</p> <p>Norval thanked the highly skilled and ambitious Board and Leadership Team for their continued service and all Trust employees, who have taken the organisation from strength to strength and sustained a resilient business against a very challenging backdrop. Despite the adverse economic environment, turnover increased and the organisation was able to deliver a surplus of £0.8m before pension loss, and meet bank covenants. As Trust is a not for profit charity, its annual surplus remains as investment for Trust properties, services and customers.</p> <p>As Norval referred to earlier, Trust's core purpose is to invest in its homes so that it can continue to meet national standards and, most importantly, the needs of its existing and future customers. As a result of this Trust made a significant capitalised investment of £4.5m in homes last year (note that this figure does not take into account the cost of repairs). 98 kitchens and 142 new bathrooms were installed, 105 boilers were upgraded and work continues to upgrade electrics where required. The programme of work also included new fuse boxes in 198 homes.</p> <p>Investments also helped to upgrade systems within the common areas of the Later Living properties such as new fire alarms, and communal electrical and lighting upgrades, where new low energy LED lighting systems have been installed. In the last year 225 medical adaptations have been completed which are very important in helping tenants to continue to live safely and comfortably in their homes.</p> <p>In 2023/24 Trust delivered 46 new social rented and energy efficient homes in the centre of Govan, Glasgow. The £9million new build project was delivered in partnership with Glasgow City Council and CCG (Scotland) Ltd. and the new customers moved into the flatted development on Langlands Road in April 2024. In addition, planning permission was granted in February 2024 to build 48 new social rented and energy efficient homes in Bellshill, North Lanarkshire. The homes will be a mix of houses and cottage flats and will be built in partnership with North Lanarkshire Council, the Scottish Government and Wilson Developments (Scotland) Limited. The £9.3 million project will transform a derelict site close to the town centre and will enhance housing choice in Bellshill, where</p>

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	there are currently more than 1,600 households on the waiting list for social rented housing of this type.
5.6	Trust also completed its first multi-measure retrofit project of existing homes at Shulishader Beag, Portree, in July 2023. Union Technical were the contractor partner on the energy efficiency upgrades of 17 homes, paid for predominantly via ECO4 grant funding and which included the installation of new cavity wall insulation, solar PV and battery storage systems, air source heat pumps and ventilation upgrades, to improve thermal efficiency and help customers make substantial savings on their energy bills. The overall value of the works was £536k, which included a financial contribution of £137k from Trust.
5.7	The second ECO4 project is due to complete in mid-September 2024 on the Isle of Arran. This phase will see 59 homes benefit from a range of energy efficiency improvements, including cavity wall insulation, under floor insulation, solar PV and battery storage systems, air source heat pumps and ventilation upgrades, dependent on recommended measures. The project started in June and has an overall value of almost £1.1m, with Trust contributing just £135k of private finance. The contractor Green Homes Systems, and battery storage supplier, Duracell, have collectively provided a community benefit fund of £18,000 from the contract, which is to be directed to the Trust Hardship Fund.
5.8	These projects contribute an important improvement in the EPC rating of Trust's homes as they now all move up to be certified as EPC band B, with customers already reporting significant energy bill savings. Further ECO4 funded projects are being planned, including another phase on Arran with Green Homes Systems, which will provide energy efficiency upgrades to a further 150 homes on the island.
5.9	Norval advised that Trust had grown from 2500 homes to just under 4000 in the last 5 years and 2023/24 presented an opportunity, to acquire more homes to add to the stock. At the end of March 2024, 101 homes were acquired from English based housing association Methodist Homes, securing a sustainable future for 107 new customers and six new employees. These homes are located across three Later Living developments in the central belt of Scotland - East Kilbride, Edinburgh and Glasgow respectively - and close to communities that Trust already serves. The £3.8 million acquisition was 50% funded by the Scottish Government, City of Edinburgh Council, and Glasgow City Council, as part of a national acquisition plan to increase the supply of affordable housing across Scotland.
5.10	Norval updated members on changes to the Trust Board. Following the September 2023 AGM, Laura Bornatici was elected as a new Board Member and Sharron Elsdon joined the Board as an Appointed Member. Within the financial year of 2023/24 Karen Cawte stepped down from the Board after serving seven years. Norval thanked Karen for her significant contribution to Trust over that period. Norval also thanked Mary Strathearn who left Trust in July after being Trust's Company Secretary for 10 years.

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5.11	Norval finished by thanking everyone who had helped Trust to achieve a significant amount in this past year.
6.	Annual Review and Accounts
6.1	Zoe Purdie, Director of Finance and People, explained that Trust is a registered charity in Scotland, providing social landlord and care and support services and generating income from social rents and service charges and from local authorities for care services.
6.2	Zoe noted that Trust has no shareholders or dividends paid out, all surpluses are re-invested into tenants' homes, and that Trust is governed by an experienced voluntary unpaid Board Members with a wide range of experience and who have tenant interests at heart.
6.3	<p>Zoe presented the highlights of Trust's financial performance from 2023/24 advising Members that it was another challenging year financially impacted by the cost-of-living crisis; shaped by high inflation and high interest rates, continuing to drive up operating costs. Despite these challenges, through sound financial management, Trust delivered a small surplus, invested in homes and satisfied bank loan covenants as outlined below;</p> <ul style="list-style-type: none"> • Turnover £41.0m (22/23 £36.4m) • Surplus (before pension loss) £0.8m (22/23 £0.5m) • £9.7m invested in existing homes (22/23 £8.4m) • Housing Stock value at cost £274m (22/23 £259m) • Net debt (loans less cash) £45m / £11.6k per home (23/23 £38m / £10.0k per home)
6.4	Andy Shaw, Audit Partner and Head of Public Sector & Not for Profit, Anderson Anderson Brown (AAB) presented an update on the recent external audit. Andy advised that it was the third year working with Trust and the audit process went well with good collaboration from the finance team with upfront discussions on key estimates and judgements which were used to pull together the financial statements. AAB have issued an unqualified audit opinion on the financial statements having concluded satisfactorily on all the risk areas identified. An unqualified audit opinion means that the financial statements are free from material misstatement and they concur that the Association is a going concern. The financial statements have been prepared in line with the Scottish Housing Regulator's (SHR) requirements.
6.5	<p>Andy advised that auditors are required to consider significant risks in any audit and for Trust they consider those risks to be management overriding the control environment and that the pension scheme assumptions are not appropriate to derive the correct pension scheme liability. Following testing the auditors identified no exceptions in these areas. Other areas of focus were income recognition and property development expenditure and again no exceptions were identified in these areas. In addition, no significant control areas were identified.</p> <p>Andy thanked Zoe and the finance team for their work throughout the audit.</p>

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6.6	Decision: Noted Trust's 2023/24 annual accounts.
6.7	
7.	Appointment of Auditors
7.1	Norval informed Members that, Anderson Anderson Brown have completed their third audit year for Trust, covering the period 2023/24 and Trust are seeking the re-appointment of Anderson Anderson Brown to complete the audit of 2024/25.
7.2	The appointment of Anderson Anderson Brown for their fourth audit year, 2024/25, was proposed by Ali Ross and seconded by David Knight.
7.3	Decision: Approved the appointment of Anderson Anderson Brown, Chartered Accountants and Registered Auditors for 2024/25.
8.	Board Membership
8.1	<p>Annette Brown, Company Secretary, advised that there were 12 Board Members at the last AGM. Since then, there has been 1 resignation. 4 Board Members are due to retire as stated by the rules and those 4 Board Members are -</p> <ul style="list-style-type: none"> • Dr Norval Bryson • Mary Niven • Paul MacFarlane • Stephen McGowan
8.2	<p>All 4 Board members indicated that they would like to stand for re-election and as the number of Members standing for election was less than or equal to the number of vacancies for Elected Committee Members on the Board they were elected without the need for a vote.</p> <p>Decision: 4 Board Members standing for re-election were elected to the Board.</p>
9.	Any Other Business / Questions for the Panel
9.1	<i>Question 1 – From a member at the Duns development who queried the average repair times quoted in the minutes from the 2023 AGM. The minutes state that repairs averaged between 3.7 hours for emergency repairs and 5-6 days for non-urgent repairs however this member has been waiting over 2 years for their drains to be fixed and they have never been asked if they were happy with any repairs that have been carried out.</i>
9.2	Ian Davie, Head of Development & Asset Strategy advised that over the last two years, there have been two repairs works orders raised and completed for an intermittent odour issue within the drains of one customer's property at Duns. Despite these works orders being completed, unfortunately it doesn't appear to have resolved this intermittent issue. Since this question was submitted the Reactive Repairs and Maintenance Inspector has contacted and spoken to the affected customer and is going to arrange for a CCTV survey to be undertaken to

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9.3	the drain in the coming weeks to further investigate the extent of this intermittent issue.
9.4	<p><i>Comment - A member on Arran advised that despite there being a change of service and reduction in coordinator hours in the retirement housing developments in Arran the warden runs it as if it were still a sheltered development as much as she can.</i></p>
9.5	<p>Jenny Wallace, Director of Customer Experience, noted that it is positive that the tenants in retirement housing developments on Arran still feel they are receiving a valued service even though they have experienced a change in service including a reduction in coordinator hours. Trust also recognise that it is the effort of our local coordinator that makes the biggest difference to this.</p>
9.6	<p><i>Question 2 - A member in North Lanarkshire asked if the cancellation of winter fuel payments will factor in the new rent consultation as it will affect a lot of Trusts tenants.</i></p>
9.7	<p>Zoe Purdie, Director of Finance and People, advised that the Government funded winter fuel payment has not been cancelled, from 24-25 it will however be means tested, and any customers receiving pension credit or other means tested benefits will continue to receive the payment. Customer affordability is a key consideration for every rent consultation and will continue to be so.</p>
9.8	<p><i>Question 3 – A member in North Lanarkshire requested that Trust be more transparent on staff wages when new rent proposals are being discussed as it is the tenants that pay the wages.</i></p>
9.9	<p>Zoe Purdie, Director of Finance and People, advised that Trust regularly benchmarks its salaries to ensure we attract and retain a capable and motivated workforce to provide the very best service for our customers. Further, Scottish Government set minimum rates of pay for Adult Care and Support workers, of at least the Real Living Wage, which Trust are proud to support.</p>
9.10	<p><i>Question 4 – A member in North Lanarkshire asked if Trust had bitten off more than it can chew with taking on Wishaw and District stock as the stock needs more work than Trust thought.</i></p>
9.10	<p>Ian Davies, Head of Development & Asset Strategy, advised that the former Wishaw & District Housing Association (WDHA) stock is in good condition, with very high levels of Scottish Housing Quality Standard (SHQS) compliance. The SHQS quality compliance of the former WDHA stock has been validated by a recent stock condition survey which has been completed across all Trust Stock during the summer of 2024.</p>
10.	<p>Conclusion of Meeting</p>
10.1	<p>Norval thanked Members for attending the Trust AGM and closed the meeting.</p>