

CLOCH HOUSING ASSOCIATION

Minutes of Board Meeting
held on Thursday 26 March 2026 at 6pm
Hybrid (via MS Teams/office)

Present: Kelly Ferns (Chair)
Ken Robertson (Vice Chair)
Eleanor Robertson
David McIndoe
Nicola McLachlan
Elizabeth Simpson
Clair Malpas
Erin Kane
Femi Okelade

Apologies: Karen Aitken

Attending: Robert Pollock, Chief Executive Officer (CEO)
Alana Durnin, Outgoing Chief Executive Officer (OCEO)
Ewan Barr, Head of IT & Corporate Services (HITCS)
Michael Monaghan, Director of Customer Services & Communities (DCSC)
Megan Hughes, Finance Director (FD)
David Quinn, Corporate Services Manager (CSM)
Richard Fairley, Head of People & Culture (HoPC)
Carolyne Swinney, Corporate Services Officer (CSO) - on minutes
Representative from Scottish Housing Regulator

Item	Description
0.	<p>Bitesize Training on “Notifiable Events” took place prior to the meeting, delivered by the Association’s SHR manager. The training covered:</p> <ul style="list-style-type: none"> ➤ What is a notifiable event. ➤ What is required from Registered Social Landlords (RSLs) when submitting. ➤ SHR require to know how the RSL intends to deal with the notifiable event. ➤ Where appropriate provide a reasonably detailed explanation as to why a significant change has been implemented. ➤ SHR aims to respond within 8 working days with 99% responded within timescales. ➤ SHR may request more detailed information or ask for specific steps to be taken. <p>Key Points were:</p> <ul style="list-style-type: none"> ➤ Follow statutory guidance. ➤ Govern Body Members (GBM) awareness and understanding of notifiable events requirements. ➤ Notifiable events will happen. ➤ Any doubts in relation to a notifiable event, contact SHR. <p>The SHR manager also discussed some case studies which included missed gas safety checks under health & safety, internal and external auditor appointments. Background was given on each study, along with information requested, and when closed.</p>

	<p>The SHR manager was thanked by the OCEO for the training. In discussion the Board sought clarification about:</p> <ol style="list-style-type: none"> (1) Governance being the main area, were there any live notifiable events examples. The SHR manager advised these range from a GBM resigning, complaints made against a senior staff member or GBM to the most common where governance has gone wrong. Other notifiable events include employment tribunals and minor issues as well. It was reiterated that majority of notifiable events were straight forward issues, giving the GBM assurance on compliance. (2) It was more concerning if the SHR were unaware of a notifiable event. The SHR manager confirmed this was correct. It was also worrying if a RSL has no contact with the SHR, even to query a notifiable event. The SHR would prefer to be notified six times rather than none given that most cases are what has happened within a RSL and what action has been taken. (3) Under the time to respond, it was reassuring that SHR have key performance indicators (KPIs). (4) What happens if it is not a notifiable event. The OCEO confirmed that for any notifiable event, the SHR manager is contacted for guidance. SHR also have a system in place in which they will respond if it is deemed to not be a notifiable event.
<p>The SHR manager left the training at 18.04pm. The Board meeting commenced.</p>	
<p>1.</p>	<p>Apologies & Declarations of Interest Apologies had been received prior to the meeting from Karen Aitken. There were no declarations of interest tendered from the Board.</p> <p>The CEO advised that agenda item 8 [REDACTED] was a confidential paper and that employees would leave the meeting except for the CEO and the HOPC. Additionally, agenda item 11 (additional bank holiday decision) would require all employees to leave the meeting to allow the Board to discuss and decide the outcome. The Chair advised that both agenda items will be moved to the end of the meeting.</p>
<p>2.</p>	<p>Minutes of Meeting held on 05 February 2026 The Minutes of the meeting were approved as a true record, with no further redactions on the motion of: -</p> <p>RESOLUTION Proposed: E Kane Seconded: N McLachlan</p> <p>ACTION - CSO to send approved Minutes to Chair for signing.</p>
<p>2.1</p>	<p>Minutes of the ARA Sub-Committee held on 26 February 2026 The Minutes were noted and would be approved at the next ARA meeting.</p>
<p>3.</p>	<p>Matters Arising & Outstanding Actions The Board noted the completed actions, highlighted in green.</p> <p>An update was given in that an affordability tool would be included in the rent increase decision first consultation Board paper in October 2026, former tenant rechargeable repairs write-offs were on this evening's agenda, and Artificial Intelligence (AI) training was scheduled for August 2026 Board meeting.</p> <p>The CEO, on reflection of the above, confirmed that action had been taken in relation to the rent increase, and AI training in which the schedule of papers had been updated. These items could be marked green or else would re-occur each month.</p>

It was important to keep the [REDACTED] implementation date within the matters arising along with the former tenant rechargeable repairs write-offs.

The Chair was happy with the above.

ACTIONS CARRIED FORWARD

- [REDACTED] implementation date set for 01 June 2026
- Housing Finance & Property to liaise and improve former tenant rechargeable repairs write-off process

ITEMS FOR APPROVAL

4.

CEO Report

The CEO introduced the report that had previously been issued. The Board considered the report. The main highlights of the report were: -

- The Key Projects programme for financial year 2026/27 for approval which was a continuation of the current Business Plan.
- 18-month insurance renewal for approval provided the Association with a saving opportunity and tangible benefits in relation to 6-months protection against inflation increases. Prepayment would impact cash flow projections, however strong cash balance of £2.5m would be maintained as a financial safeguard.
- Strategic planning workshop held in February 2026 in which the facilitator had provided a comprehensive report.
- Recognition of the Board's nomination for the Share Awards boosted morale and affirmed governance strength which reinforced stability in readiness for the upcoming business planning.
- Formal confirmation of funding for an Energy Advice Service, titled "Inverclyde Energy Advice" on behalf of the Inverclyde Housing Associations Forum (IHAF).
- Stakeholder engagement meetings showed positive momentum under new leadership which was invaluable for future planning.
- Verbal update given on Investing in the Communities Fund Award which would cover existing Customer Support Team staff salaries. Part of funding allocated to Starter Packs.

In discussion the Board sought clarification about:

- (1) Impressive verbal update on community funding.
- (2) Regarding Golden Rules, what would happen if funds in the bank went below £2.5m, would that be a notifiable event or an internal target. The CEO explained this would be internal, however, the Association has a revolving credit facility which can be drawn down so it would not be a notifiable event.
- (3) Positive result on energy advice funding. Does this come with resource or does the Association have to deliver this on their own. The CEO advised that [REDACTED] are taking the lead on this project which would add 1.5 posts to support vulnerable tenants facing rising fuel bills amid current economic challenges without additional cost to the Association.
- (4) In reference to the insurance renewal, as well as reviewing the premium rate, is the excess taken into consideration. The CEO confirmed it was and that terms agreed now would be in place for 18 months.
- (5) The Board noted the smooth leadership transition and expressed confidence in ongoing strategic delivery.

RESOLUTION

The Board approved the CEO Report in relation to the Key Projects 2026/27 and 18-month insurance renewal arrangement. The Board accepted the strategic planning workshop output and report. All other updates were noted accordingly on the following motion: -

Approved: C Malpas

Seconded: D McIndoe

<p>5.</p>	<p>Annual KPI setting for 2026/27</p> <p>The CEO introduced the report that had previously been issued. The Board considered the report. The main highlights of the report were: -</p> <ul style="list-style-type: none">• Introduction of trend indicators in the KPI reporting provided a clearer visibility on performance direction compared to the Scottish Housing Network (SHN) target.• The KPI table now included trend direction and colour coded status for quick assessment and helping the Board to easily identify areas needed attention.• Targets reflect a balance of ambition and realism aligned with strategic goals.• The new approach supported more informed, responsive governance oversight. <p>In discussion the Board sought clarification about:</p> <ol style="list-style-type: none">(1) The table was impressive, easy to read, with the comparison being a good addition.(2) In relation to repairs satisfaction KPI, it was proposed this should be monitored quarterly and reported to Board to spot emerging issues earlier. The Chair advised this reporting could be presented to the Audit, Risk and Assurance (ARA) Sub Committee. The CEO welcomed the suggestion which reflected a proactive approach in improving tenant service quality.(3) The Board supported incorporating tenant feedback in operational metrics. <p>There were concerns regarding tenant home visits KPI, 481 target, for Housing Services and if there were enough resources to achieve it. The DCSC explained the increased target from 371 to 481 visits, reflected a shift from a four-year to a three-year cycle to better address tenant vulnerabilities. The DCSC clarified that the previous year's low completion was due to a late start in November 2025.</p> <p>The Board raised concerns about maintaining visit quality over quantity and having sufficient time to spend with a tenant whilst inspecting the whole property. Tenants not being home could also adversely affect the target. The DCSC explained that the target only equated to one visit per week, per member of staff which was not excessive. Tenant vulnerability was increasing in which they wanted to see more tenants and with introduction of AI this would give time back to staff to allow for these visits. If Housing Services were struggling with the target, then this would be highlighted to the CEO and Board, however, the DCSC was confident the new KPI would be met.</p> <p>A 6-month progress review was agreed to monitor feasibility and adjust targets if needed.</p> <p>RESOLUTION</p> <p>The Board approved the Annual KPI setting for 2026/27 on the following motion: -</p> <p>Approved: Clair Malpas Seconded: Femi Okelade</p> <p>ACTION - DCSC to provide a mid-year progress review to the Board to consider if any target adjustment needed.</p>
<p>6.</p>	<p>Customer Involvement Workplan 2026/27</p> <p>The DCSC introduced the report that had previously been issued. The Board considered the report. The main highlights of the report were: -</p> <ul style="list-style-type: none">• The workplan focused on stability and strengthening tenant engagement ahead of a new Customer Engagement strategy in early 2027. Context provided around this due to development of the new Business Plan and using insights from this to shape the strategy.• Ensuring compliance whilst improving and strengthening current processes.

- Continuing with all core activities and processes that give the Association direct tenant feedback, including data.
- Completion of tenant satisfaction and equalities surveys.
- Annual rent consultation.
- Increase in tenant home visits.
- Tenant led activities, including focus groups as part of the Business Plan development process. Strong tenant voice and input.
- Continue with CX Feedback surveys to ensure consistent and reliable tenant insights.
- Development of the Customer Advisory Panel (CAP) to build tenant skills and strength their role. The panel are a vital tenant voice to shape future services.
- Additional 1-year funding received for the Community Support team which will help support an increasing number of tenants facing different challenges and vulnerabilities. Also, awaiting outcome from lottery funding which should be known in May 2026.
- Community events, including summer gala, winter warmer event, Christmas celebration strengthen our relationship with tenants and the wider Inverclyde community, bringing people together. By the Association's contractors supporting these events, we are working towards our events model becoming self-sustaining.
- New KPIs will strengthen the evidence the Association has in shaping services.
- Qualitative data will continue to be analysed, including complaint learnings.

The Chair thanked the DCSC for a comprehensive update, with good additional context for the meeting.

In discussion the Board sought clarification about:

- (1) Concerns regarding identifying and measuring engagement of less active tenants, including harder to reach groups, non-digital tenants. The DCSC acknowledged that tenant engagement is the biggest challenge and emphasised efforts like annual visits, activities have a particular focus on reaching traditionally harder to reach groups.
- (2) Grant requirements, including timeframe restrictions. The DCSC explained that the Association needs to frequently report throughout the funding period. Not all grants have same expectations, however, reporting and providing case studies on the difference it makes to tenants is impactful.
- (3) Contingency funding plans being put in place. The OCEO confirmed although initial funding for one year, the team actively build on case studies and publicity to support future bids via other funding applications.

RESOLUTION

The Board approved the Customer Involvement Workplan 2026/27 on the following motion: -

Approved: Clair Malpas

Seconded: Elizabeth Simpson

ACTION - DCSC to add a brief amendment in the Customer Involvement Workplan 2026/27 to include focussing on improving engagement, particularly with harder-to-reach tenants.

7. 5-Year SHR Return 2026/27

The FD introduced the report that had previously been issued. The Board considered the report. The main highlights of the report were: -

- The return opened on 01 March 2026 with submission required by end of May.
- Most recent budget and mid-year figures approved in February were being used.
- There was one change which was the inclusion of HoPC contract extension to March 2027 as approved by Board in February 2026 which reduced the surplus to £19.1k from that in the Final Draft Budget approved by Board at the February meeting.
- Early submission was requested to accommodate workload around ██████████ implementation.

	<p>RESOLUTION</p> <p>The Board approved the 5-Year SHR Return 2026/27 submission on the following motion: -</p> <p>Approved: David McIndoe Seconded: Femi Okelade</p>
8.	<p>Staffing Update - It was agreed item 8 would be taken at the end of the Agenda.</p> <p>The report had previously been issued under separate cover. Remaining in the meeting to discuss this item were the Board members.</p>
9.	<p>Annual Landlord Safety – action plan on findings</p> <p>The CEO (previously Director of Assets) introduced the report that had previously been issued. The Board considered the report. The main highlights of the report were: -</p> <ul style="list-style-type: none"> • The external audit confirmed compliance on health & safety, achieving an overall score of 140 out of 144. • As one of the actions had been completed, the new plan included the remaining three which would be assigned to the incoming Director of Assets. <p>RESOLUTION</p> <p>The Board approved the Annual Landlord Safety – action plan on findings, on the following motion: -</p> <p>Approved: Clair Malpas Seconded: Erin Kane</p>
10.	<p>Rechargeable Repairs Write off - current tenants</p> <p>The FD introduced the report that had previously been issued. The Board considered the report. The main highlights of the report were: -</p> <ul style="list-style-type: none"> • Approve the write off due from current tenants in respect of rechargeable repairs. This write off follows the former tenants’ write off which had been approved by Board at the February 2026 meeting. • A review was undertaken on amounts due from current tenants. The total outstanding debt was a considerable amount. • Recovery of debts has not been a focus in previous years and there has been no write offs of rechargeable repair debt since 2022, therefore explaining the build-up of debts due. • A key project would be undertaken on improving the processes related to all aspects of rechargeable repairs including debt recovery, which will involve Housing, Finance and Property Services. • Budget provision included £30k for writing off irrecoverable rechargeable repairs. This amount would be utilised. There is a bad debt provision of £5k against irrecoverable rechargeable repair debts, the appropriateness of this provision will be reviewed. • As debts have not been actively chased there is a likelihood that tenants would now not settle the debts, hence the proposal to write off amounts dated prior to 2025/26. Legislation also requires the write off of debts older than 5 years that have not been pursued. <p>The FD apologised for a formula error, discussed the new information provided and that approval was being sought to write off £34k.</p> <p>The Chair noted that it was reassuring that the process would be reviewed and the importance of this being put in place due to the imbalance of payments being received. Needed to ensure that the process was equitable for all tenants.</p> <p>The Board appreciated being advised of the updated figures.</p> <p>RESOLUTION</p>

	<p>The Board approved the Rechargeable Repairs Write off - current tenants on the following motion: -</p> <p>Approved: Eleanor Robertson Seconded: Ken Robertson</p> <p>ACTION - Key project to be undertaken on improving the Rechargeable Repairs Write off - current tenants process, involving Housing, Finance and Property Services.</p>
11.	<p>Bank Holiday - It was agreed item 11 would be taken at the end of the agenda. The report had previously been issued. Remaining in the meeting to discuss this item were the Board members.</p>
POLICIES FOR REVIEW - Approval	
12.	<p>Flexi & Toil Policy (No.076) The HoPC introduced the report that had previously been issued along with the Policy. The Board considered the report. The main highlights of the report were: -</p> <ul style="list-style-type: none"> • Over the last year, the recent changes to the Flexi & TOIL Policy improved staff experience, making it smoother when arranging time off. • Previous system was not consistent, and staff felt uneasy asking for time off for appointment. • Changes have helped give a more even experience in relation to family balance, childcare, and staff not losing hours. • It was important that it was manageable operationally. Line managers had managed it efficiently with no negative impacts on performance. • It contributes well on how the Association is perceived as an employer with flexibility being a significant factor in recruitment. • Thursday and Friday would be brought in line with Monday to Wednesday in relation to the flexi. • Supports our culture and wellbeing, taking it on permanently supported the Association's culture and wellbeing. <p>In discussion the Board sought clarification about:</p> <ol style="list-style-type: none"> (1) Clarification if Thursday and Friday were in line with Monday to Wednesday. The HoPC confirmed flexi could accrued up to one hour after official closing time which varied day to day. (2) Could 45-minute lunch be reduced to 30-minutes. The HoPC explained that the 45-minute break would remain as it encourages staff to take that break, balancing flexibility and wellbeing. Some organisations enforce 1-hour lunch breaks. (3) In relation to the 14 hours carried forward each month, did that include time off in lieu (TOIL). The HoPC clarified that accumulation of TOIL was only generally accrued by staff who attended Board meetings. <p>The HoPC also discussed the adoption of approved bereavement leave variation which had strong staff support. The variation aligned with staff feedback and enhanced support for employees during difficult times.</p> <p>RESOLUTION The Board approved the enhanced Flexi & Toil Policy, and the bereavement leave variation on the following motion: -</p> <p>Approved: David McIndoe Seconded: Clair Malpas</p> <p>ACTION - HoPC to communicate to staff on these changes.</p>
13.1.	<p>Adaptations Policy (No.075)</p>

	<p>The Adaptations Policy had been updated to reflect current operational needs in which an original and tracked changes copy had been previously issued.</p> <p>RECOMMENDATION The Board were asked to approve the updated Adaptations Policy.</p> <p>RESOLUTION The Board approved the Adaptations Policy on the following motion: -</p> <p>Approved: Eleanor Robertson Seconded: Ken Robertson</p>
13.2	<p>ICT Delivery Plan 2026/27 The HITCS introduced the report that had previously been issued along with the Delivery Plan. The Board considered the report. The main highlights of the report were: -</p> <ul style="list-style-type: none"> • The Plan set out the deliverables for the year in terms of projects. • Normally reported every quarter, however, going forward, it would only be exception reporting. • Focussed projects included ██████ implementation, planned cloud migration, moving away from office servers, and begin integrating AI tools to reduce administration workload. • External IT consultancy with an audit already planned for another Housing Association. <p>The Chair was impressed with the planned external IT audits.</p> <p>RECOMMENDATION The Board were asked to approve the ICT Delivery Plan 2026/27.</p> <p>RESOLUTION The Board approved the ICT Delivery Plan 2026/27 on the following motion: -</p> <p>Approved: Eleanor Robertson Seconded: Ken Robertson</p>
13.3	<p>ICT Disaster Recovery Plan The ICT Disaster Recovery Plan provided a clear and comprehensive framework for responding to IT failures, outages and cyber incidents.</p> <p>RECOMMENDATION The Board were asked to approve the ICT Disaster Recovery Plan.</p> <p>RESOLUTION The Board approved the ICT Disaster Recovery Plan on the following motion: -</p> <p>Approved: Eleanor Robertson Seconded: Ken Robertson</p>
ITEMS FOR INFORMATION / NOTING	
14.	<p>Audit, Risk & Assurance Sub Committee (ARA) Update The ARA Sub-Committee Chair, David McIndoe gave a verbal update of the meeting held on 26 February 2026. Draft Minutes from this meeting had previously been issued. The main highlights were: -</p> <ul style="list-style-type: none"> • The ARA committee confirmed strong governance controls, positive financial performance, and ongoing risk management vigilance. • External Audit Plan received with no concerns.

	<ul style="list-style-type: none"> • Substantial Assurance obtained on the data protection and freedom of information internal audit. • Majority of KPIs were strong with clear actions in place in relation to sickness absence. • Quarter 3 Management Accounts showed a strong position with a net surplus exceeding budget by £650k. This partly reflected timing of expenditures. • All covenants were comfortably met. • IT risk remains elevated due to [REDACTED] implementation date and cybersecurity challenges. • Board succession risk persists until recruitment completes in Q1 next year. • Business continuity plans were tested via Leadership Team desktop exercises. • No new notifiable events • There was an issue under review for a small counterfeit cash incident. The Sub-Committee were satisfied with the outcome, remaining confident in risk oversight. <p>The Chair thanked the Sub-Committee Chair for the comprehensive update.</p>
STANDARD AGENDA ITEMS	
15.	Health & Safety – Nothing to report.
16.	GDPR - Nothing to report.
17.	<p>AOCB & Reflections - Feedback can be sent to Chair if preferred.</p> <p>The Chair was extremely proud and grateful for the Board nomination in which they are finalists in the Share annual awards. The Board come together and do a lot of work for both tenants and staff in which it was nice to receive recognition from Share.</p> <p>The Chair reflected on the OCEO’s last Board meeting in which appreciation was given on the notice period given. This provided a great opportunity for a good handover with the new CEO.</p> <p>It was acknowledged the proud achievement and tremendous amount of work the OCEO had given to the Association. They would be sorely missed by the Board, staff and tenants.</p> <p>The OCEO thanked the Board and explained the achievement was a team effort in which thanks were passed on to everyone. It had been a good journey from transitioning from [REDACTED] to becoming independent to also helping to solve the problems at Kilmacolm Road.</p> <p>The OCEO had enjoyed the time leading up to their exit, meeting with other CEOs and was so proud to see the Leadership Team thrive. It was nice that staff were pleased with the new CEO appointment. The Chair acknowledged it would have been an emotional for the OCEO.</p> <p>The Chair thanked the OCEO for the transition period and organisation that was carried out over the last 6 months, putting the new CEO in a good position. This was down to commitment, maximising the time, along with the hard work of the OCEO and CEO.</p> <p>Thanks were given again to the OCEO for their dedication and support. Best wishes were given for the future.</p>
17.1	<p><u>Memberships</u></p> <p>There were 7 membership applications for the Association which had been previously issued. The CSM also advised that a Board recruitment advert was currently live as looking to recruit new members to join the Board. The advert had been amended to reflect remote access.</p> <p>RESOLUTION</p> <p>The Board unanimously approved the 7 applications for Association membership.</p> <p>ACTION - For future meetings, memberships will be under for approval.</p>

	<p>Leadership Team and staff left the meeting at 19.23pm to allow discussion on items 8 and 11.</p> <p>8. Staffing Update</p> <p>The HoPC introduced the paper which was for noting only and gave an update on staffing matters.</p> <p>RESOLUTION</p> <p>The Board noted the staffing updates within the report.</p>
	<p>11. Bank Holiday</p> <p>(Minute provided by the Chair to the CEO Fri 27th March)</p> <p>The Board noted the complexity of the decision, given the absence of clear guidance from EVH and the differing approaches adopted by national and local organisations, including those within the housing sector. The matter was discussed at length, with full consideration given to the supporting paper and the wider implications. While opinions were divided, there was unanimous agreement that Cloch staff consistently demonstrate exceptional dedication, and any decision must carefully weigh operational impact and the wellbeing of tenants. The decision was put to a vote, resulting in five votes against and four in favour. It was recognised that, due to the timing of the actual game over the weekend, staff would not be prevented from watching. The Board confirmed that flexible working and leave policies remain available for staff wishing to take the Monday off. Should a majority of staff request leave, arrangements may be put in place to close the office, maintaining a skeleton staff or emergency response to ensure uninterrupted service to tenants.</p> <p>RESOLUTION</p> <p>After comprehensive discussion and careful consideration of the implications, the Board voted on the proposal, with five members opposed and four in support. Accordingly, the Board resolved not to award the optional additional public holiday. Staff wishing to take the Monday off may do so through existing flexible working and leave policies. If the majority of staff request leave, the office may be closed, with skeleton staff or emergency response arrangements implemented to maintain tenant services.</p>
	<p>Date of Next Meeting – 14 May 2026</p>
	<p>There being no further business, the meeting concluded at 20.25pm</p>