



Minutes of a board meeting of Castle Rock Edinvar Housing Association Limited t/as Places for People Scotland ('PfPS' / 'CRE') held at 4pm on Wednesday 5 February 2025 at 1-2 St Andrew Square, Edinburgh, EH2 2BD and via Microsoft Teams

Present: Pamela Scott (PS, Chair)
Moir Sibbald (MS)
Euan Campbell (EC)
Janet Hamblin (JH)
Bryan Sherriff (BS)
Andrew Winstanley (AW, Group CFO)
Katie Smart (KS, MD PfPS)

In Attendance: Kate Deacon (KD, Company Secretary)
Abbie Robinson (AR, Assistant Company Secretary)
Kelly Brown (KB, Director of Communities Central)
Jon Durham (JD, Head of Finance Business Partnering)
Rachel Crownshaw (RC, Group MD of Communities)
Ciara Toland (CT, Head of Communities Scotland)
Nairn Davidson (ND, Director of Regulation)
Rachel Wheeler (RW, People Business Partner)
Kara Stickland (KSt, Director of Business Transformation)
Karen Halford (KH, Chief People Officer)
Amy Bettany (AB, Head of Marketing)
Georgina Jacobs (GJ, Senior Marketing Manager)
Thomas Fountain (TF, Director of Asset Knowledge)
Alyson O'Hara (AO'H, Group Insurance Manager)
Nicola McKeand (NM, Scottish Housing Regulator) (external)

Actions

1. APOLOGIES

No apologies for absence had been received.

2. DECLARATION OF INTERESTS

There were no new interests to declare.

3. CHAIR'S INTRODUCTION

3.2 Resignations from non-executive directors had been received from Heather Claridge, with effect from 9 December 2024, and Kenny Fraser, with effect from 27 January 2025, who had both resigned for personal reasons. Recruitment would commence for their replacements.

3.2 The Board **APPROVED** the appointment of CJ as a new board member of CRE's subsidiary, Places For People Scotland Limited (aka PfPS Commercial), with effect from today.

3.3 The Board **APPROVED** the replacement of KS with KB with effect from 1 April 2025. The Chair thanked KS for her contributions to CRE and wished her well in her new role within the Places For People Group (the "Group").

4. MINUTES AND ACTIONS

4.1 The minutes from the meetings held on 13 November 2024, 13 December 2024 and 7 January 2025 were **APPROVED**.

4.1.1 The redacted minutes from the meetings held on 13 November 2024 and 7 January 2025 were **APPROVED**, [REDACTED]

AR

4.2 The actions list outlining updates on actions from previous meetings was reviewed. KS reported that the target date for closing action 5.5 would be September 2025. It was agreed that all completed actions could be removed from the list.

4.3 Verbal update from other boards (Group Board, Homes Plus) and PfPS Audit & Risk Committee

AW reported that discussions at the previous Group board meetings had focused on the challenging operating environment, the future strategy of the Group, and the asset strategy which would be presented to the National Customer Group on 14 January and to the CRE Board at its next meeting in May. EC reported that the CRE Audit & Risk Committee had a deep dive discussion on the Gateway development process at its previous meeting.

5. CURRENT PERFORMANCE ON THIS YEAR'S ACTIVITIES

5.1 Directors' Report

KS presented the Directors' Update paper. Resource challenges within the Housing team at the end of the last quarter had affected performance. Despite these challenges, CRE had received positive results from the Big Colleague Survey 2024, ongoing efforts continued with district heating, and PfPS had continued to deliver social value in the communities they operated in with local community events and partnering with the police and fire service.

5.2 Operational Performance Report

KS presented the Operational Performance Report. Strategic KPIs were rated green for the quarter. Compliance against the Scottish Housing Quality Standard was below 100% and there was an error in the figures in the table which would be corrected in the next performance report issued to the Board for Q4 and the 5/15, once confirmed.

MS raised concerns about the long-term absences KPI and sought further information. KS explained that PfPS had a small number of employees therefore a small number of employees on long-term absences (4 weeks or more) would significantly impact the KPI. **KS undertook to confirm the reporting definition for the long-term absence KPI and report back to the next meeting.** KS

5.3 Assets & Investments Update (including damp & mould)

KSt presented the Assets & Investments update. The focus remained on improving repairs and completions and making the experience effortless for customers. Visibility of the condition of CRE homes had improved with the introduction of Sales Force which would provide the data required to keep homes in good condition. Following a successful pilot in England, CRE was asking customers to provide information in relation to the condition of their home to proactively check for damp and mould issues in homes.

KS highlighted that CRE was preparing for changes to the Scottish Housing Regulator's reporting requirements for damp and mould from 2026. CRE already collected the required data but would look to make any adjustments as required by the regulator's definitions.

5.4 Financial Performance Report

JD presented the Financial Performance Report, noting a positive performance and a forecasted surplus of £3.5m ahead of budget for year-end.

PS questioned the underspend on repairs and maintenance, and JD explained that it was most likely due to increased efficiency rather than reduced demand. KS added that PfPS had the following advantages compared to the Group: contractors were closer to their homes; less reliance on subcontractors; and did not have as big a backlog of repairs. **JD/KS undertook to check the reason for the underspend on repairs and maintenance and to confirm whether it was due to efficiency or reduced demand.** JD/KS

6. STRATEGY

6.1 Draft Business Plan & Budget 2025/26

JD and KS presented the Draft Business Plan & Budget 2025/26. It was noted that all budgets would be presented to the Group board in March before the final business plan and budget would be presented for the Board's approval in May.

6.2 Review of loan facilities in consideration of FY 2025/26 business planning requirements (verbal update)

JD provided a verbal update on the CRE loan facility which was due to mature and would have new rates applied in 2025 onwards. The new rates would be presented to the next Audit and Risk Committee prior to approval by the Board in May.

6.3 People Strategy – 2024 Big Colleague Survey Summary

KH presented the People Strategy & 2024 Big Colleague Survey Summary paper. KH reported an impressive completion rate of 95% for the 2024 colleague survey and a high engagement rate of 77% which was partly driven by the Group being a fun place to work. The inclusion score was on target which evidenced that colleagues felt included in the workplace and EDI initiatives during the year had helped to achieve this. No score had decreased from the previous survey which showed a steady culture and no major cultural concerns within the Group. Wellbeing would continue to be an area of focus as the scores showed that colleagues felt under pressure from the demands of their job.

Work continued on the Fair Pay Review to ensure that colleagues were paid fairly and transparently across the Group. A grading system had been rolled out across the Group and salaries per grade would be published shortly for transparency. Next steps also included standardising the benefits across the Group.

Managers would shortly be provided with a scorecard which reported how many management tools they had used at their disposal. The purpose was to educate and incentivise managers to use the various tools at their disposal to drive engagement with colleagues.

KH left the meeting.

6.4 PfP Scotland Big Colleague Survey 2024

KS presented the PfP Scotland Big Colleague Survey 2024 paper. The results were positive with an impressive participation rate of 98%, engagement score of 82% and improved Trust Index to 78%. The highest scoring questions were regarding career development conversations, remaining with the business and responsibility. The lowest scoring questions were focussed on service delivery, capacity, information to be a success in their

role and fun at work. Management would focus on continuing to keep colleagues engaged and would focus on improving the wellbeing of colleagues who felt under pressure due to the demands of their job.

KS confirmed to PS that colleagues had the resources available to support them in their roles and management would focus on educating colleagues on where to find these resources as well as empowering colleagues to utilise these resources.

AB and GJ joined the meeting.

6.5 PfP Scotland Communications Strategy

AB and GJ presented the Scotland Communications Strategy paper. They highlighted the recent initiatives launched, including the 'Winter Ready' communications campaign to emphasise the importance of reporting damp and mould issues. The 'Effortless Communication' program for rent charges 2025/26 was also discussed.

AB reported that rebranding was still under consideration and would be brought to the Board later in the year. The Board emphasised the need for clarity and consistency in referring to businesses within PfP and PfPS to ensure a unified voice across the Group. KS noted that there would be a legal name change for CRE as part of the rebrand and customers would need to be informed. **AB/GJ undertook to come back to the Board once the final rebrand proposal was ready for the Board’s review and approval.** **AB/GJ**

AB and GJ left the meeting.

7 DEVELOPMENT APPROVALS

7.1 [REDACTED]

[REDACTED]

7.2 [REDACTED]

[REDACTED]

AO’H joined the meeting.

8 GOVERNANCE

8.1 Directors & Officers Liability Insurance

AO'H presented the Directors' and Officers' Liability Insurance paper, noting the importance of notifying insurers of any potential claims. The Directors' and Officers' Liability Insurance was a 'claims made' policy, so any known possible claims must be notified to insurers before the end of the year.

AO'H left the meeting.

8.2 Proposed methodology for Board effectiveness and Board appraisal process

KD presented the paper on the proposed methodology for the 2024/25 Board and chair appraisals and Board effectiveness review. The recommendations in the paper were **APPROVED** by the Board.

MS enquired about reviewing the effectiveness of the board of Places For People Scotland Limited (aka PfPS Commercial). KD advised that a separate board effectiveness review of PfPS Commercial had not been recommended because the board members were the same on CRE. **It was agreed that an additional question would be added into the CRE Board review questionnaire to evaluate the effectiveness of the PfPS Commercial board.** AR/KD

8.3 Review Board Terms of Reference

KD presented the Annual Review of Board Terms of Reference paper. The Board reviewed the terms of reference and agreed with management's conclusion that they remained appropriate and fit for purpose.

PS highlighted that the terms of reference specified that the Board would contribute towards Group policies and approve lists of preferred partners, contractors and consultants. **AR/KD agreed to liaise with management to include these items within the Board's plan of work to adhere to the Board's terms of reference.** PS added that the Board should have oversight over the key Group policies that applied to PfPS and the main suppliers including spend on suppliers. AR/KD

8.4 Proposed Plan of Work 2025/26

KD presented the Proposed Plan of Work 2025/26 which was **APPROVED** by the Board, subject to **the approval of the Asset Management Strategy being added to May's meeting.** PS highlighted the importance of the plan of work including strategic matters from different functions so that the PfPS Board could provide a Scotland perspective into Group-wide strategies. AR

8.5 Deed of Covenant Compliance

KD presented the Deed of Covenant Compliance paper.

8.6 Standing Items Report

The Board noted the Standing Items Report.

KD recommended that the quorum for the CRE Audit & Risk Committee in the committee's terms of reference be reduced from three members to two members to align with the CRE Governance Handbook and CRE Rules. **KD undertook to seek the Board's approval via email** given that BS was not present for this item as he had to leave the meeting early. **KD**

9. ANY OTHER BUSINESS

9.1 Asset management strategy

TF provided a verbal update on the asset management strategy, noting that a full update would be presented to the Board in May. The strategy focused on ensuring the right homes in the right places, supporting key community stakeholders, and delivering an effortless customer service. Data driven principles and the general approach to the asset strategy was approved at the Group strategy day in December, and the Scotland asset strategy would be presented for the Board's approval in May. The Board highlighted the need to consider the Scotland landscape and upcoming developments in Scotland when considering the PfPS asset strategy.

9.2 Redheughs Project – Risk Summary

This was discussed at the earlier board meeting of Places For People Scotland Limited.

9.3 Authorised signatories list

KS highlighted that **the authorised signatories list would be updated to reflect the director changes and the list would be submitted for the Board's information at the next meeting.** **KS**

10 DATES OF NEXT MEETINGS AND PLAN OF WORK

10.1 *7 May 2025 and Group Board Combined Meeting on 12 March 2025*

10.2 *Plan of work for next meeting on 7 May 2025*

The Board noted the plan of work for the next quarterly meeting on 10 May 2025. It was noted that approval of the asset management strategy to be presented by the Chief Investment Officer would be added to the plan for the next meeting.