Company number SP1767RS

Castle Rock Edinvar Housing Association Limited (trading as Places for People Scotland) ("CRE")

Minutes of a meeting of the Board of Directors at 2nd Floor, 1-2 St Andrew Square, Edinburgh, EH2 2BD and via Microsoft Teams on 6th May 2026 at 16:00 BST

Present:	Moira Sibbald (MS) (Chair) Ryan Blair (RB) Michael McLaughlin (MM) Kevin Mcleod (KM) Euan Campbell (EC) Natalya Macholla (NM) Andrew Winstanley (AW, Group CFO) Kelly Brown (KB, MD PfPS)
In Attendance:	Abbie Robinson (AR, Assistant Company Secretary) Kate Deacon (KD, Company Secretary) Graham Waddell (GW, Group Non-Executive Director) 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) Thomas Fountain (TF, Director of Asset Knowledge) Michael Rohan (MR, Head of Responsive Repairs) Naomi Sweeting (NS, Director Customer Research & Insight)[1] Julia Everett (JE, Regulation Business Partner)[2]

1. **APOLOGIES FOR ABSENCE**

Apologies for absence had been received from Graham Hill and Stella Matko.

2. DECLARATION OF INTERESTS

2.1. TO NOTE THE APPOINTMENT OF GRAHAM HILL AS A NON-EXECUTIVE DIRECTOR OF GO LEFT LTD

It was noted that Graham Hill was considering taking on a new role as a non-executive director of Go Left Ltd, which had been discussed in advance with MS.

3. CHAIR'S INTRODUCTION

3.1. TO NOTE THE RESIGNATION OF BRYAN SHERRIFF AS A NON-EXECUTIVE DIRECTOR WITH EFFECT FROM 2 APRIL 2026

[1] Attending for item 5.3.
[2] Attending for item 7.3.

The Board noted the resignation of Bryan Sherriff as a non-executive director with effect from 2 April 2026. Bryan's contributions to CRE were acknowledged during his tenure as a non-executive director.

3.2. TO APPROVE THE APPOINTMENT OF NATALYA MACHOLLA AS A MEMBER OF THE AUDIT & RISK COMMITTEE

The Board **APPROVED** the appointment of NM as a member of the Audit & Risk Committee with immediate effect.

4. MINUTES, ACTIONS & RATIFICATIONS

4.1. APPROVE THE MINUTES OF THE PREVIOUS MEETING HELD ON 8 JANUARY AND 4 FEBRUARY 2026

The minutes from the meetings held on 8 January and 4 February 2026 were **APPROVED.**

[redacted]

[redacted]

4.1.2. NOTE THE MEETING NOTES FROM THE JOINT MEETING WITH THE GROUP BOARD HELD ON 10 MARCH 2026

The Board noted the notes of the joint board meeting with the board of Places for People Group Limited held on 10 March 2026.

4.1.3. ACTIONS FROM PREVIOUS MEETINGS

The Board noted the Actions List at item 4.1.3 which contained updates on actions arising from previous meetings. It was agreed that all proposed closed actions could be closed.

Regarding action 2/Oct, TF reported that analysis of the asset profile indicated there was less correlation in Scotland between EPC ratings and incidents of damp and mould than had been seen in England. It was noted that a number of homes affected by damp and mould were EPC Band A properties. This indicated that customers needed clear guidance from the outset of the tenancy on how to use and ventilate the home properly to reduce the risk of damp and mould.TF explained that the underlying data on damp and mould was available, but this had not yet been consolidated into a formal report. MM requested that a formal report be brought to the next Board meeting, as per the action.

Regarding action 11.4/Jan/26, KB reported that recruitment to the Customer Group remained ongoing which currently comprised of four members - the aim was to increase membership to between six and ten members. It was also noted that members of the Customer Group had been invited to attend a Board site visit.

MS reported that the actions arising from the joint board meeting with the Places for People Group board on 10th March would be discussed further with KB and brought back to the Board in due course.

4.2. VERBAL UPDATE FROM THE PFPS AUDIT AND RISK COMMITTEE MEETING HELD ON 27 APRIL 2026

EC provided a verbal update on the business considered at the Audit & Risk Committee meeting held on 27 April 2026. [redacted]

EC further reported that the Committee and other non-executive directors had participated in a risk workshop led by the Director of Risk Management immediately after the meeting. The workshop had been well received and appreciation was expressed to the Director of Risk Management for facilitating it.

4.3. MINUTES OF THE GROUP BOARD MEETINGS AND NCG MEETINGS HELD SINCE THE PREVIOUS MEETING (AVAILABLE TO VIEW ON BOARD INTELLIGENCE)

The Board noted the minutes of the Places for People Group ("Group") Board meetings and National Customer Group meetings which had been uploaded to Board Intelligence since the date of the last meeting.

GW provided updates from the Group board meeting held on 11 March 2026 which included a focus on business planning and budgets as well as the Social and Affordable Homes Programme in England. At the next Group board meeting on 20 May 2026, the final Group business plan and budget would be reviewed and, if deemed appropriate, approved.

4.4. RATIFY THE DECISION OF THE BOARD TAKEN VIA EMAIL ON 24 MARCH 2026 TO APPROVE THE DEVELOPMENT OF TORNAGRAIN PHASE 6

The Board **RATIFIED** the decision taken by email on 24 March 2026 to approve the development of Tornagrain Phase 6.

[redacted]

[redacted]

5. STRATEGY

5.1. SCOTLAND STRATEGY (PRESENTATION TO BE PRESENTED AT THE MEETING)

KB presented presentation slides live to the meeting.

The Scotland strategy had been developed in alignment with the Group's overarching strategy, "Because Community Matters", and the Communities strategy to become a "Community-based housing association" which feeds into the Scotland strategy.

The Scotland strategy was centred on three priorities: (1) regain customer confidence; (2) become a trusted voice; and (3) elevate the brand. The aim was to maximise CRE's impact in social housing, while utilising the advantages of being part of the Group. It was explained that regaining customer confidence would require a focus on the underlying drivers of customer experience and service delivery.

The presentation also set out a number of supporting capabilities and operational priorities, including clear accountability and ownership, improved use of insight and performance information and visible local leadership. A proposed set of Scotland-specific performance measures would be presented to the Board in August.

The Board discussed the proposed implementation timescales on slide 3. MM commented that the timescale to achieve Phase 2 appeared ambitious. KB advised that the timescales were intended to be ambitious and reflected the areas of priority, but they could be refined over time as implementation progressed.

RB commented that the document appeared to outline a targeted operating model rather than a strategy. RC and KB advised that the purpose of the document was to translate the Group's strategic framework into a Scotland-specific strategy capable of delivering the outcomes expected by customers, stakeholders and the Scottish Housing Regulator ("SHR"). Given CRE's position within the wider Group structure, the Scotland strategy needed to operate alongside, and in alignment with, the Group and Communities strategies rather than as a standalone strategy. From a Group board perspective, GW supported the need for a Scotland-specific strategy that responded appropriately to regulatory and customer expectations in Scotland, while remaining consistent with the Group's overall strategic direction.

MS further commented that the Board would expect to see Scottish-specific performance indicators, alongside the Group-wide measures, to track progress against the Scotland strategy.

ACTION: KB undertook to update the Scotland strategy following the Board's feedback and AR undertook to upload the Scotland strategy to Board Intelligence.

5.2. VERBAL UPDATE ON FINAL BUSINESS AND BUDGET PLAN FY 26/27 AND FINANCIAL PROJECTIONS AND SCENARIO ANALYSIS FY 26/27

JD provided a verbal update on the Business Plan & Budget FY 2026/27.

It was noted that the Board had reviewed the draft business plan & budget at its previous meeting and JD reported that the financials were not expected to change materially; however, the financial projections for years two and three remained subject to potential variation due to changes in interest rates and inflation.

JD explained that all individual business plans within the Group would be reviewed by the Group board at its meeting on 20 May 2026. Following Group sign-off, the final business plan would be circulated to the Board for approval alongside the five-year financial projections for submission to the SHR.

MS highlighted the importance of providing the Board with an opportunity to review and discuss the final business plan at its meeting. It was agreed that, upon circulation of the final plan, consideration would be given to convening an ad hoc meeting to allow the Board to discuss the final business plan before approval.

NS joined the meeting.

5.3. ANNUAL RETURN ON THE CHARTER 2025 RESULTS

The Board noted the report on the Annual Return on the Charter Results 2025 at item 5.3.

NS presented the report, highlighting the summary results from this year's Annual Return on the Charter ("ARC") Customer Perception survey. The ARC survey methodology had been revised in both Scotland and England to make it more inclusive for customers, resulting in a more representative sample, although this had impacted the scores.

In response to questions from the Board, it was confirmed that 562 responses had been received, compared with 535 in the previous year, with responses received across the geographic areas to provide broad representation. The Board discussed the challenges of benchmarking the results in Scotland, noting that survey approaches varied across the sector. NM suggested face-to-face engagement as a method of gaining richer customer feedback, noting that many housing associations use face-to-face methodology. NS explained that anonymity remained an important consideration, as some customers might be less willing to provide negative feedback in person and many customers were unlikely to engage through face-to-face methods.

NM highlighted the opportunity to strengthen engagement with customers who had provided negative feedback, recognising the potential link to rebuilding customer trust.

EC sought to understand if improvements had been made in the poorer scoring areas since the survey was collected. KB explained that the survey results reflected a period of organisational change, including a recent restructuring of the repairs service. It was noted that the major change programmes and service improvements implemented in Quarter 3 onwards would not be reflected in the survey results.

The Board noted that there was no requirement to submit the survey results to the SHR this year. Submissions were required on at least a three-yearly basis which was the approach taken by a significant number of other housing associations in

Scotland. However, CRE had historically submitted their ARC results annually in alignment with the Tenant Satisfaction Measures which were reported annually to the Housing Regulator in England. While alignment with sector practice was acknowledged, the Board emphasised the importance of transparency and requested that management provide a recommendation following further engagement with the SHR.

MS highlighted the need for greater qualitative insight to support interpretation of the results, noting that headline metrics alone did not fully explain customer perceptions. For example, the metric of 55.7% of customers agreeing their home is safe does not explain why the other customers surveyed feel their home was unsafe. In response, management advised that analysis undertaken in relation to customer safety perceptions indicated that responses were often linked to feelings of psychological safety rather than solely to building safety.

NS left the meeting.

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

6. CURRENT PERFORMANCE ON THIS YEAR'S ACTIVITIES

6.1. DIRECTOR'S REPORT

The Board noted the Directors' Report at item 6.1.

KB presented the report, highlighting that colleague absences had presented challenges and affected performance. In response to a query from KM, KB confirmed that three long-term absences had materially affected performance given the relatively small size of the team. **ACTION FOR KB: KM requested that the data be amended to show the colleague absence figure as a percentage and number of colleagues.**

[redacted]

In response to a query from KM regarding the colleague survey results and the actions being taken, CT advised that individual action plans had been developed with each manager and their direct reports. These would inform an overarching action plan, linked to the Homes Plus action plan. **ACTION FOR KB: It was agreed that an overview of the survey actions, together with the steps taken to date, would be shared with the Board.** It was also noted that the tables on Board Intelligence were unclear, and AR agreed to investigate the formatting.

ACTION FOR AR/KB: The Board reported that the tables in the report were slightly blurred when viewed on Board Intelligence – management agreed to investigate the formatting of the report.

6.1.1. DISTRICT HEATING UPDATE (DISCUSSED AT COMMERCIAL BOARD MEETING)

The Board noted the discussion on district heating that took place earlier today at the board meeting of CRE's subsidiary company, Places for People Scotland Limited (aka PfPS Commercial), which all Board members attended.

6.2. OPERATIONAL PERFORMANCE REPORT

The Board noted the Operational Performance Report at item 6.2.

CT presented the report, highlighting that rent collection had remained strong in Quarter 4. Although current tenant arrears remained above target, performance had improved since Quarter 3.

On temporary moves, the average time out of home had improved since the previous quarter. However, there was a complex long-running temporary move case where the property lost its roof due to high winds - this case had negatively impacted the longest time out of home metric.

The Board also noted performance on complaints, lettings and voids and EICR compliance, as outlined in the report. It was further reported that EICR works remained ongoing, with the Repairs and Communications teams working closely together to support delivery. Social value performance was also reported to be strong, exceeding targets. Overall, CRE was on target to meet its year-end targets.

The Scotland Hardship Fund had received 11 applications since launch, with payments totalling £3.5k, predominantly coming from the retirement living customer base. KB observed that uptake remained relatively low and CT confirmed that the fund continued to be promoted to customers.

MS queried the omission of the figure for the time taken to complete gas safety checks on page 61 of the report. **ACTION FOR TF: TF reported that this figure was reported to the Audit & Risk Committee and that he would confirm the figure to the Board after the meeting.**

MS queried why the average time to complete non-emergency repairs was different in the Operational Performance Report and the Repairs Report. MR confirmed that the figure was correctly stated in his report as 34 days to complete non-emergency repairs.

RB also queried the number of units owned and/or managed in the business plan growth section of the report as it reported that circa 400 units had been removed. **ACTION FOR CR: CT agreed to review the figure.**

KB advised that a proposed revised set of KPIs would be brought to the Board in August for review/approval. RB offered to be a sounding board for KB in the development of the new KPIs.

6.3. REPAIRS REPORT

The Board noted the Repairs Report at item 6.3.

MR presented the report, highlighting that performance had improved but further improvements would be required in the next financial year to deliver an efficient, resilient and well-controlled repairs operation. There was a continued effort to complete repairs in-house, where possible, with close working between the Repairs and Scheduling teams and a continued focus on reducing cancellations.

Repairs completed right first time (non-emergency) was consistently above target throughout the year. The average time to attend non-emergency repairs was within or close to target throughout the year, however, there was a deterioration in performance in Quarter 4 where the number of days rose to 34 days. MS questioned what actions were being taken to improve this metric. MR reported that this metric had been impacted by Repairs focusing on customers with long wait times and more repairs required within the same property – management would be considering how this metric could be improved during Quarter 1.

Average time to attend emergency repairs improved significantly during the year, demonstrating an improvement in operational control and responsiveness. Year-to-date response time was at 18.4 hours, comfortably exceeding the service standard.

6.4. ASSET & INVESTMENT UPDATE

The Board noted the Assets & Investments Report at item 6.4.

TF presented the report, highlighting that a proactive approach was taken by the Assets & Investments team to identify issues in homes at an early stage.

Preparations had already been underway within the Group in anticipation of Awaab's Law being implemented in Scotland. Although Awaab's Law was not currently applicable in Scotland, the same changes had been applied for cases raised in Scotland to maintain the same customer service standards.

Compliance with Scottish Housing Quality Standards was reported at 85.0% at year-end, with a quarter-on-quarter reduction in failures driven by the remedial plan to address the Salesforce system issues identified in Quarter 3, which caused a number of gas and electrical certificates to move beyond the required servicing cycles. RB questioned whether the 1,086 homes that had failed SHQS meant those homes did not have a gas/electricity certificate. **ACTION FOR TF: TF reported that homes failed the SHQS for a range of reasons, for example energy efficiency, and he undertook to include this information in the report.**

TF explained that engagement was ongoing with the SHR in relation to a more proactive approach to customer engagement. MS emphasised that engagement should take place with the SHR as well as the English Regulator of Social Housing.

NM asked how smoke and heat detectors were being monitored, noting that this was the first year such information would be reported to the Scottish Housing Regulator. **ACTION FOR TF: TF advised that reports would be produced on this and agreed to provide a further response following the meeting.** MR added that the service went beyond minimum certification requirements, including checks to confirm that smoke alarms were in date.

[redacted]

[redacted]

[redacted]

7. GOVERNANCE

7.1. REGULATORY ENGAGEMENT REPORT

The Board noted the Regulatory Engagement Report at item 7.1.

ND presented the report and advised that CRE maintained a positive and transparency relationship with the SHR through regular engagement and meetings. Three notifiable events remained open with the regulator and management had requested the regulator consider closing two of the events. The regulator had provided positive feedback on the CRE's engagement with customers recently.

7.2. ADOPTION OF THE MODERN SLAVERY STATEMENT

The Board noted the report on the Modern Slavery Statement at item 7.2.

KD presented the report which contained the proposed Slavery & Human Trafficking Statement for the financial year ended 31 March 2026.

The Board **APPROVED** the proposed Slavery & Human Trafficking Statement for the financial year ended 31 March 2026, subject to approval by the Group board, and delegated authority to KB to sign the statement.

JE joined the meeting.

7.3. SELF-ASSESSMENT OF COMPLIANCE WITH SCOTTISH HOUSING REGULATOR'S STANDARDS AND OSCR DUTIES

The Board noted the report on the Self-Assessment of Compliance with Scottish Housing Regulator's standards and OSCR duties at item 7.3.

JE presented the report and explained that the annual self-assessments were internal assurance documents which underpinned the annual assurance statement submitted to the Scottish Housing Regulator each year in October. It was noted that the Audit & Risk Committee had reviewed the assessments and its feedback had been incorporated into the final document.

The self-assessments demonstrated that CRE remained compliant overall with the regulator's standards and OSCR duties, with a small number of areas identified for improvement which would be monitored during the year.

Referring to item 7.7 in the self-assessment, MS commented that the wording relating to the authority to progress void sales under a pre-agreed asset strategy did not fully reflect the governance process, noting that void appraisal meetings also formed part of the governance process. **ACTION FOR JE: It was agreed that KB would provide revised wording to JE for inclusion in the document.**

JE left the meeting.

7.4. ANNUAL REVIEW OF GOVERNANCE HANDBOOK

The Board noted the report on the Annual Review of the Governance Handbook at item 7.4.

KD presented the report, highlighting that the Governance Manual had been reviewed by the Governance & Secretariat team and updated to reflect the amendments to the terms of reference approved by the Board, its Audit &Risk Committee and the board of its subsidiary company (Places for People Scotland Limited) at the last cycle of meetings. The Board **APPROVED** the amendments to the Governance Manual as appended to the report.

7.5. SELF-ASSESSMENT AGAINST THE UK CORPORATE GOVERNANCE CODE

The Board noted the report on the self-assessment against the UK Corporate Governance Code for 2025/26 at item 7.5.

KD presented the report which outlined the Board's compliance with its chosen code of governance, the UK Corporate Governance Code, for the financial year ended 2025/26.

7.6. STANDING ITEMS REPORT (INCLUDING ANNUAL REVIEW OF AUTHORISED SIGNATORIES LIST)

The Board noted the Standing Items Report at item 7.6.

KD presented the report, highlighting that management had reviewed the Authorised Signatories List for the Company and CRE and recommended a few changes, as detailed in the report. The Board **APPROVED** the Authorised Signatories List as appended to the report and delated authority to KB to sign the list.

The Board **APPROVED** the requests from GH, SM and NM to become community members of CRE following their appointment as non-executive directors.

7.6.1. ANNUAL REPORT ON THE RECRUITMENT OF RELATIVES OF EMPLOYEES

The Board noted the report on the Recruitment of Relatives of Employees (1 April 2025 – 31 March 2026) at item 7.6.1.

7.6.2. ANNUAL REPORT ON THE HOUSING OF EMPLOYEES AND THEIR RELATIVES

The Board noted the report on the Housing of Employees and their relatives (1 April 2025 – 31 March 2026) at item 7.6.2.

8. ANY OTHER BUSINESS

There was no other business to note.

[redacted]

[redacted]

[redacted]

9. DATE OF NEXT MEETING(S)

9.1. NEXT QUARTERLY BOARD MEETING – 19 AUGUST 2026

All attendees left the meeting except for the Board members.

10. PRIVATE SESSION OF THE BOARD

10.1. CONCLUSION OF 2025/2026 BOARD & COMMITTEE PERFORMANCE REVIEW

The Board noted the report on the Conclusion of the 2025/26 Board & Committee Performance Review at item 10.1.

EC commented on attendance at the previous Audit & Risk Committee meeting, noting that the presence of all non-executive directors had the potential to limit discussion among Committee members. It was agreed that non-executive directors should instead be given the opportunity to attend an Audit & Risk Committee meeting once each year but should not be invited to attend every meeting.

MS commented that the level of challenge and debate at today's meeting had been positive and stronger than previous meetings. It was observed that in-person attendance supported improved engagement and more effective dialogue between Board members.

ACTION FOR AR/KB: It was agreed that time would be built into the Strategy Day agenda to review the results and recommendations of the performance review to determine if progress had been made in these areas and whether any further actions were required to address the recommendations.

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CHAIR