

WHEATLEY HOUSING GROUP LIMITED**GROUP AUDIT COMMITTEE****MINUTE OF MEETING held on 13 August 2025 at 10.30am****Wheatley House, Glasgow**

Present: Allan Clow (Chair), Iain Macaulay, Maureen Dowden, Alison McLaughlin and David Rockliff

In attendance: Anthony Allison (Group Director of Governance and Business Solutions), Ranald Brown (Director of Assurance), Steven Henderson (Group Chief Executive), Pauline Turnock (Group Director of Finance), Jillian Campbell (Head of Audit and Inspection), Jo Armstrong and Michael Wilkie (KPMG), Jillian Campbell (Head of Audit and Inspection – item 5 only) and Lewis McGregor (Director of IT and Digital Services – item 9 only)_

1. Apologies for absence

Apologies were received from Caroline Gardner.

2. Declarations of Interest

David Rockliff declared an update to his interests to include being a member of the University of Strathclyde University Court.

Maureen Dowden declared an update to her interests to include being the Chair of City Building (Glasgow) from the end of the month.

3. Minutes of Audit Committee meeting of 14 May 2025 and matters arising

Decided: The Committee approved the minutes of 14 May 2025.

4. Risk Management update

The Committee was provided with a summary of the key risks, the specific risk in relation to the Radio Teleswitch switch off and the proposed changes to the Strategic Risk Register for onward approval by the Group Board.

The Committee discussed the risk associated with climate change and whether recent storms have given rise to any reassessment of this risk. It was explained that our focus has been on our business continuity response in relation to yellow or amber warnings and ensuring this is well defined, sufficiently flexible and clear for staff.

The Committee discussed the impact of weather events on our insurance costs. It was explained that insurance costs have already been on an upward trend and that weather-related factors are likely to have been one consideration.

[Redacted]

Decided: The Committee noted the content of the report and agreed to recommend the proposed changes to the Strategic Risk Register to the Group Board.

5. [Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

6. Group Assurance update

The Committee was provided with an update on the delivery of the Internal Audit Annual Plan and the reviews undertaken since the last meeting. The Committee noted across the reviews that no material issues were identified and that actions have been agreed to respond to the areas for improvement identified.

[Redacted]

Decided: The Committee noted the contents of this report.

7. Rolling Internal Audit Plan

The Committee was provided with an update on the proposed areas of focus for the next reporting period and the proposed three-year technology assurance plan.

The Committee discussed the proposed areas of focus for Internal Audit and the technology plan and agreed they were appropriate.

Decided: The Committee noted the contents of this paper and approved the three-year technology assurance plan and the rolling internal audit plan.

8. Annual Assurance Statement

The Committee was provided with an update on the proposed Annual Assurance Statement (“AAS”), noting that a number of ways we gain assurance are structural in nature and as such hold from year to year.

The Committee noted that we continue to seek independent validation of the evidence to support our self-assessment, rotating between Internal Audit and external expertise each year.

Decided: The Committee recommended the 2025 Annual Assurance Statement for approval by the Group Board and submission to the Scottish Housing Regulator.

9. Group Cyber Security Assurance update

The Committee was provided with a detailed update on our current cybersecurity activities and projects. It was explained that cyber resilience and disaster recovery remain a top priority.

The Committee discussed recent external cyber events and the recurring theme of communication which arises. It was explained that we have a pre-prepared draft communication plan, but that learning from other organisations has indicated that insurers will often seek to dictate the flow and content of external communication.

The Committee discussed the security arrangements we have in place for staff who are primarily home-based. It was explained that we recently further tightened areas such as identification and verification and have clear procedures relating to areas such as payment handling.

Decided: The Committee noted the contents of this report.

10. Private session – Committee members and external and internal auditors

The Committee held a private session with Internal and External Audit.

11. 2024/25 Statutory Accounts

The Committee was provided a detailed update on the 2024/25 consolidated financial results for the Group.

The Committee discussed the pension valuation variation and any implications this has. It was confirmed that as it is a non-cash item there are no material implications of a pension valuation change, with valuation changes more of an issue when it relates to our properties.

The Committee were updated on the KPMG work to date, the feedback from the European Investment Bank (“EIB”) on the KPMG engagement letter and the expected timing for the audit being concluded.

██
██
██

The Committee discussed the formal documentation over Journal postings authorisation matter identified and noted that in the absence of 100% checks, which would not be proportionate, this will continue to be identified in the audit process.

Decided: The Committee:

- 1) Approved the 2024/25 Group and subsidiary financial statements for presentation to the Group Board;**
- 2) Delegated authority to the Chair and Group Director of Finance to approve any non-material changes to the financial statements;**
- 3) Delegated authority to the Group Director of Finance to finalise non trading entity accounts;**
- 4) Noted KPMG’s Draft Audit Highlights Memorandum for the Group; and**
- 5) Approved the Letter of Representation at Appendix 2 for presentation to the Group Board and (adjusted as appropriate) separately to each subsidiary Board, and note the related letter of comfort from the Group CEO to Group and subsidiary Chairs at Appendix 3.**

12. AOCB

The Committee discussed the recent Supreme Court ruling in relation to the definitions under the 2010 Equality Act and whether this has any policy implications for us. It was confirmed that we have no live policy which would not comply with the 2010 Equality Act as a result of the ruling.

Signature: **Chair**

Date: