WHEATLEY HOUSING GROUP LIMITED
SC426094

MEETING OF THE BOARD OF DIRECTORS
Brasswell House, Dumfries
on Wednesday 30 April 2025 at 10.30 am

Directors Present:	**Jo Armstrong (Chair), Maureen Dowden, Lindsey Cartwright, Caroline Gardner, Bernadette Hewitt, Alison McLaughlin, Bryan Duncan, Iain Macaulay, Alastair Murray, Jo Boaden and Manish Joshi.**
In Attendance:	**Steven Henderson (Group Chief Executive), Anthony Allison (Group Director of Governance and Business Solutions), Pauline Turnock (Group Director of Finance), Frank McCafferty (Group Director of Repairs and Assets – items 7-12 only) and Laura Pluck (Group Director of Communities – item 6 only) and Anne-Marie Hallett (Head of Governance).**

1. Apologies for absence

Apologies for absence were received from John McCraw.

2. Declarations of interest

The Board noted the standing declarations of interest.

3. a) Minutes of the meeting held on 26 February 2025 and matters arising.

Decided: The Board approved the minutes of the meeting held on 26 February 2025.

b) Action List

Decided: The Board noted the action list.

4. Group CEO update

The Board was provided with an update on a range of matters, including: Wyndford regeneration; the Scottish Government plans to amend the Housing (Scotland) Bill to allow for the introduction of Awaab's Law; Radio Teleswitch; and City Building Glasgow.

The Board recognised the work of our local housing and regeneration teams in progressing the Wyndford regeneration.

The Board discussed the challenges associated with the RTS switch-off and the reliance on Scottish Power capacity to change meters. It was confirmed that we continue to communicate with our tenants to raise awareness and encourage them to contact their energy company.

5. **2025/26 Group Delivery Plan**

The Board received a summary of the proposed 2025/26 Group Delivery Plan and associated strategic projects and Board-level performance measures.

The Board discussed the strategic projects and welcomed the role they would play in supporting the delivery of our Group asset strategy. It was confirmed that our planned Multi Storey Flat strategic investment plans will be aligned with our Neighbourhood Plans.

The Board discussed the plans to reflect on our operating model and approach to engagement and agreed that the timing was appropriate for refinement.

The Board considered our annual tenant visits and the potential for those visits to incorporate other activity, particularly in terms of understanding stock condition. It was agreed that this be further considered, particularly within the context of tenant feedback that a single visit can be more efficient.

The Board discussed the proposed abandonment target and agreed that the levels of satisfaction and transition to the geographical teams provided reassurance that our overall approach was meeting what tenants value.

The proposed project exploring providing safe, secure tenancies to support independent living was strongly supported by the Board.

Decided: The Board:
1) **Approved the 2025/26 strategic projects; and**
2) **Approved the proposed measures and corresponding targets for 2025/26.**

[redacted] [redacted]

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

7. **Fire Prevention and Mitigation update**

The Board received an update on our fire prevention and mitigation activity, the Scottish Government's response to Grenfell Phase 2, and ongoing safety arrangements for MSF cladding and doors.

The Board was updated on our flat fire door inspections in high-rise buildings and our approach to forced access. The Board discussed the proposed updates to our forced access approach, in particular the basis on which we would proceed to forced access. It was agreed the proposed amendments be adopted, but that the Board receive bi-annual updates on its application.

Decided: The Board
1) **noted the update and progress of our FPMF for April 2024-March 2025; and**
2) **Approved, subject to a review of access rates every 6 months, amending the forced access approach to only proceed where "clear evidence that the flat entrance door has no qualities of fire resistance, or there is clear evidence that the fire resistance of the door has been compromised due to a repair.**

8. **Health and Safety policy update and annual report**

The Board was provided with an update on Health and Safety performance in 2024/25 and a revised Group Health and Safety Policy following its scheduled review.

The Board noted that work continues on further strengthening each element of our Health and Safety Management System, with the proposed policy changes further enhancing this.

Decided: The Board:
1) **Approved the amended Group Health and Safety Policy; and**
2) **noted the update on Health and Safety management and performance across the Group.**

9. **Home safety building compliance**

The Board was provided with the yearly update on Home Safety Building Compliance work programmes across all subsidiaries during 2024/25.

The Board noted that we continue to have a strong focus on meeting our statutory and regulatory obligations as a landlord and we continue to reinforce a culture of compliance.

The Board was updated on the planned pilot testing programme for radon gas, which will be risk-based on official information on geographic areas with a likelihood of higher levels.

Decided: The Board noted the contents of the report and the ongoing approach to managing and delivering Group compliance-related works.

10. **2025/26 Budget and finance report**

The Board was provided with the financial results for the year ending 31 March 2025, the 2025/26 Group Budget, the [redacted]

[redacted] and the proposed submission of five-year Financial Projections to the Scottish Housing Regulator.

The Board noted a strong year-end performance and that there were no unexpected material variances. It was noted that the budget reflected the previously agreed business plan.

Decided: The Board:
1) **noted the financial performance for the Group to 31 March 2025**
2) **approved the RSL Borrower Group accounts at Appendix 2 for submission to the Group's lenders;**
3) **approved the Group budget for 2025/26;**
4) [redacted]
5) **approved the summary sheet and accompanying financial data and projections, authorised these to be submitted to the Scottish Housing Regulator; and delegated authority to the Group Director of Finance to approve any factual data updates that are required in advance of the submission.**

[redacted]

[redacted]

[redacted]

[redacted]

12. Sustainability update: Social Housing Net Zero

The Board was provided with an update on the progress toward sustainability objectives and especially the emerging direction being set through the Social Housing Net Zero ("SHNZ") Standard for existing homes.

The Board noted that an assessment of our current stock against expected minimum standards was undertaken and our position relative to those standards. It is also explained that there will be exemptions to the standard and we would consider where they would be applicable.

The Board discussed the process for ensuring that retrospective work is only carried out where there is a clear cost saving to the customer.

Decided: The Board noted the report.

13. Repair materials partnership

The Board received a report to consider awarding a group-wide contract for the supply of trade materials.

The Board noted that following an evaluation of the pricing, requirements and flexibility it was concluded that the partnership would provide an efficient, high-quality repairs service to our customers.

Decided: The Board approved the award of the group-wide contract up to the value of £33m to Stark Building Material (UK) Limited for the supply of trade materials during the maximum five-year contract period.

14. Governance update

The Board was provided with an update on governance-related matters including corporate structure, impact of the Economic Crime and Corporate Transparency Act and Board and Group Chair appraisal process.

The Board noted that we continue to progress the consolidation of the corporate structure.

The Board noted that the Chair had met all Board members to discuss Board and personal effectiveness with a focus on it being a qualitative discussion. The Board continue to effectively discharge its responsibilities and there are no areas of immediate improvement necessary.

Decided: The Board:

1) **Approved the Special Resolution to adopt the changes to the Articles of Association of West Lothian Housing Partnership;**
2) **Noted the update on the next steps to affect the liquidation of GBG Enterprises Limited;**
3) **Noted the update on and our preparations for the introduction of the Economic Crime and Corporate Transparency Act;**
4) **Noted the outcome of the annual Board effectiveness review and individual Board member appraisal.**

15. AOCB

The Board was updated on Group Remuneration, Appointments, Appraisal and Governance Committee's annual review of the Group CEO's remuneration and objectives. The Board was advised that the objectives for 2025/26 were agreed and that no change to remuneration was proposed.

The Senior Independent Director met with the Board In Camera and provided feedback on the annual appraisal of the Group Chair.

Signed: ………………………………. **(Chair)**

Date: ………………………………..