

**Minute of meeting of River Clyde Homes' Board
held in hybrid format in River Clyde Homes' office and via Microsoft
Teams on Tuesday 18th August 2026 at 5.30pm**

	Name	Designation
Present	John Quinn (JQ) Gillian McLees (GMcL) Charles Thompson (CT) Elizabeth Taylor (ET) Graeme Brooks (GB) Tony Barrie (TB) (up to conclusion of item 6.4) Graham Wallace (GW) Vera Karaba (VK) (from item 3.1)	Board Member (Chair) Board Member Board Member Board Member Board Member Board Member Board Member Board Member
Apologies	Francesca Brennan (FB)* Ellis Barilli (EB) David Fisher (DF)	Board Member Board Member Board Member
Others in Attendance	Richard Turnock (RT) Aileen Metcalfe (AM) Stevie McLachlan (SMcL) Andrew Kubski (AK) Derek Ferguson (DF) Steven Duffy (SD) (up to conclusion of item 6.2) Gemma Rickman (GR) Suchitra Dutt (SD) Rosi O'Neill (RO) Siobhan O'Kane (SO) (* represents online attendance)	CEO Director of Group Services Director of Housing Services Director of Property Services Managing Director of HFS Head of Finance and ICT Scottish Housing Regulator Scottish Housing Regulator Scottish Housing Regulator Minute Taker

1. Sederunt, welcome, introductions and apologies

1.1 Sederunt as outlined above. The Chair welcomed RCH's Scottish Housing Regulator (SHR) Regulation Team. The SHR team reminded the Board that they were in attendance to observe the Board meeting as RCH is a systemically important Registered Social Landlord (RSL) and this observation is in line with Engagement Plan requirements which are in place for all systemically important RSL's.

2. Declarations of Interest

2.1 Declarations of interest were made by JQ, ET and DF regarding their positions on the HFS Board.

2.2 GB noted that he does not consider his position to be conflicted as a Board member nominated from Inverclyde Council with the report being presented at item 6.3. However, he noted that there should be a watching brief during the Board member discussions regarding this matter in case a conflict develops for which he would require to leave the meeting. FB concurred with this position.

2.3 GR noted that she had previously worked alongside TB in the past.

3.1 Draft Minute and Confidential Minutes of meeting held on 26th May 2026

The Board:

- **Approved the minute, confidential minute and confidential Board only discussion minute as true records.**

3.2 Action Tracker

Action 1: The Board noted that this action is in progress and that an update will be provided at agenda item 5.2.

Action 2: The Board was advised that an update regarding the draft heat agreement for customers will be provided at the Board meeting in September.

Actions 3 -12: The Board agreed that these actions have been completed and can be removed from the tracker.

Action 13: The Board was advised that the full Survey of Tenants & Residents will be presented to SLOC in October with an associated action plan.

4.1 Minutes of A&R Committee Meeting on 21st April 2026

4.1.1 The Board was directed to the Insurance report that had been presented to Committee and also the financial year end update that was provided.

The Board:

- **Noted the minutes.**

4.2 Minutes of SLOC Meeting on 30th June 2026

4.2.1 The Board was advised that policies had been approved at this meeting. However, the main thing to note was the positive movement reported to Committee in relation to voids performance attributed mainly to effective cross departmental work.

4.2.2. The Board enquired as to the progress with the backlog clearance as reported to Committee and it was noted that progress is moving in the right direction, however there is more to be done.

4.2.3 With regards to Factoring, the Board was reminded of the recent operational briefing session and those unable to attend were encouraged to review the presentation provided.

The Board:

- **Noted the minutes.**

4.3 Minutes of R&N Committee on 15th April 2026

4.3.1 The Board was advised that matters discussed at this meeting are for Board only consideration and therefore any comments regarding these minutes should be raised out with the presence of officers.

The Board:

- **Noted the minutes.**

4.4 Minutes of HFS Board meetings on 12th May 2026

4.3.1 The Board was reminded that IOSH Leading Safely Training referred to in the minutes has commenced and that the ROCC system went live on 1st June as outlined within the minutes. It was further noted that the Direct Works report had been shared with the wider Board in advance of the mid-year Strategy Event.

4.3.2 With regards to recent Strategy Events, the Board was advised that the outcomes of the HFS Board Strategy Event on 6th July was discussed at the recent RCH Group mid-year Strategy Event along with key objectives for our revised RCH Group 5 year Corporate Plan.

4.3.3 The Board confirmed that the outcomes as provided by the event facilitator should be circulated to all members of the Group Boards.

The Board:

- **Noted the minutes.**

5.1 Health & Safety (H&S) Update (Confidential Item)

5.1.1 This report was presented and the Board was provided with an update in relation to H&S reporting statistics for RCH Group; current H&S activities across the Group; the ongoing updates provided to the H&S Board Champions including the positive role of the Champions from a Board and staff perspective; and a revised RCH H&S Policy for approval.

5.2 Tenant & Resident Safety Update (Confidential Item)

5.2.1 This report was presented and provided Board with an update on progress with the Tenants & Residents' Safety Action Plan.

6.1 Approval of Financial Statements 2025/26

6.1.1 The Board was directed to the slides provided with the Board reports and was reminded that the financial statements had already been scrutinised by the Audit & Risk Committee in the presence of the External Auditor and that the Committee met with the External Auditor out with the presence of officers. It was further noted that the HFS accounts were considered and approved by the HFS Board in July.

6.1.2 A presentation was given which directed the Board to key highlights within the financial statements, specifically, financial and operational performance; summary

of the financial balances; and the liquidity of the organisation. A 2025/26 financial summary was then provided giving information in relation to turnover, operating surplus, loss after tax, EBITDA, confirmation of compliance with covenants and golden rules, efficiencies, and confirmation of a successful audit.

6.1.3 The Board enquired as to whether it is appropriate to be seeking to make further payroll efficiencies given our current compliance status. Assurance was given that whilst RCH Group will always seek to achieve value for money, due to our current financial position we had obtained Board approval in March to remove specific requirements for further efficiencies.

6.1.4 The Board noted the gift aid figure received from HFS and also the positive financial statements overall as provided by new External Auditors. A discussion then took place in relation to the appropriate tenure for auditors and assurance was given that appointments were made following a robust procurement exercise.

6.1.5 Members of the Audit & Risk Committee confirmed that Committee was comfortable to recommend approval of the accounts to the Board.

The Board:

- **Noted the recommendation of the Audit and Risk Committee to approve and sign the Financial Statements for year ended March 2026.**
- **Noted the Audit Findings Report – authored by RSM UK Audit LLP**
- **Noted the Going Concern Analysis.**
- **Noted the Home Fix Scotland Financial Statements (these have already been signed following HFS Board approval).**
- **Approved and sign Letter of Representation.**
- **Approved the Annual Financial Statement for submission to Scottish Housing Regulator.**

6.2 Treasury Management (Confidential Item)

6.2.1 This report was presented to provide Board with an update on our Treasury management activities specifically regarding mechanism to allow RCH to enter into arrangements swiftly given the current volatile market conditions.

6.3 Asset Management (Confidential Item)

6.3.1 This report was presented to outline to Board some of the key asset management, financial and regeneration challenges associated with maintaining long-term empty properties.

6.4 Governance Matters (Confidential Item)

6.4.1 This report was presented and provided the Board with governance updates and consideration of recommendations requiring to be approved in advance of the AGM. Consideration of open notifiable events; Property Factor Housing Tribunal matters; the annual gifts and hospitality register; allocations made in line with our Entitlements, Payments and Benefits Policy; SHR Engagement Plan

progress; consideration of a General Membership application; recommendations of appointment at the upcoming AGM; a special leave of absence for one of the Board members; notification of Inverclyde Council nominations to the Board; noting the RCH Group Boards succession plans; noting the annual submissions calendar; and noting that Board appraisals have concluded for 2026.

7.1 CEO Update (Confidential Item)

7.1.1 This report was presented and provided Board with an update on key staff matters; Regulation and Governance; development of our new 5 year Corporate Plan; our key strategic initiatives; and stakeholder and business development activity.

I certify that the above minute has been approved as a true and accurate reflection of the proceedings:

Signed **(Chair)**

Print:

Date