BOARD MINUTES

Date of Meeting – 24 August 2026

Please note that these minutes have been edited to remove any commercially sensitive or confidential discussions.

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HAPPY TO TRANSLATE

Minute/information removed or edited due to information relating to personal/confidential items or being commercially sensitive.

Name of Meeting	Board Meeting	Date of Meeting	24 August 2026
Venue of Meeting	Hybrid	Time of Meeting	5.15pm

1. Welcome

A McFarlane, K Gibb, A Glen, A Newlands, S Dodson

Teams
N Battison, R Hughes

Apologies
N McKay, R Brown, E Walker, S Watson

In Attendance

C Garmory (Chief Executive), L Beresford (People Director), F Smith (Customer Service Director), N Macholla (Property & Development Director), S McGleish (Finance Manager), L Hughes (Minute)

Attendees

A McFarlane introduced Freya Lees from NorthStar Consultancy who is attending the meeting to present her Board Appraisal Report at Agenda Item 3.3

A McFarlane welcomed all to the meeting and confirmed that the meeting was quorate.

2. Declaration of Interest

2.1. The Chair advised Members that they could declare an interest at any point and reminded them if they wished to have a discussion without staff present then they could ask for staff to leave the room at any point in the meeting.

2.2. Members were advised that any substantive questions raised on the portal should be addressed to the relevant Director at the appropriate time.

3. For Approval

3.1. **Annual Accounts and Audit Findings Report - Confidential**

Minute/information removed or edited due to information relating to personal/ confidential items or being commercially sensitive.

3.1.1. With no further questions or comments Members:

- **Approved** the contents of the Audit Findings Report at **Appendix 1** of this report.
- **Approved** the Statutory Accounts for the year ending 31 March 2026 at
- **Approved** the Letter of Representation for the year ending 31 March 2026

3.2. **Governance Report– Non-Confidential**

3.2.1. C Garmory confirmed that the purpose of the Governance Report is to update Board Members on all governance matters within Clyde Valley Group and seek relevant approvals to promote a strong and effective governance culture.

3.2.2. Members considered the report, including the updated Audit Committee Remit, the new Internal Audit Charter, and the Gifts and Hospitality register. It was noted that the Audit Committee had reviewed and approved the revised Audit Committee remit and Internal Audit Charter, with Board ratification sought, which was agreed.

3.2.3. C Garmory advised Members that annual declaration links had been shared via email and in the Board newsletter. She confirmed the date and arrangements for the Annual General Meeting as 14 September 2026.

3.2.4. A comment submitted in advance by a Member was discussed in relation to Christmas hampers or gifts. All acknowledged the positive intent behind previous gifts but agreed that, in the current circumstances, it would be more appropriate for any associated budget to be redirected for the benefit of customers, including through the proposed charitable foundation or similar customer support fund. C Garmory agreed to confirm how the budget would be used.

3.2.5. With no further questions of comments Members

- **Approved** the Gifts and Hospitality Register in line with our Entitlements, Payments and Benefits Policy. **(Appendix 1**)
- **Approved** the Audit Committee Remit (**Appendix 2**)
- **Approved** the Internal Audit Charter (**Appendix 3**)
- **Noted** Board Annual Declarations.
- **Noted** the date and details of our Annual General Meeting

Freya Lees joined the meeting.

3.3. **Board Appraisal Report - Confidential**

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3.3.1. With no further questions or comments Members

- **Considered** and **approved** the Annual Appraisal Report 2026 at **Appendix 1** of this report.
- **Noted** and **agreed** a development plan arising from the appraisal discussions will be prepared and shared with Board over the coming weeks.

F Lees left the meeting.

3.4. **Legal Services Tender Report – Non-Confidential**

3.4.1. C Garmory introduced this report to update Members on the outcome of the procurement process for the new Legal Services Contract. She confirmed that this tender was included as part of our Procurement Strategy approved by Board in March 2026, however for good governance purposes we present this approval to Board.

3.4.2. C Garmory confirmed that the procurement had followed the organisation's procurement procedures, with transparent scoring and separate consideration of pricing and quality. It was proposed that TC Young be appointed for Lots 1 and 2 and Harper Macleod be appointed for Lot 3, reflecting both tender outcome and preference. She explained that appointing more than one legal provider was good governance, as it helped manage conflicts of interest and ensured access to appropriate specialist advice.

3.4.3. Members discussed the scope of the three lots, including organisational, governance, property, development, finance and contract dispute matters. C Garmory confirmed that emerging matters would be allocated to the most appropriate lot and that the arrangements provided flexibility to seek specialist input.

3.4.4. Members also discussed fee structures, with officers confirming that rates were tendered by role level and that no guaranteed annual value of work was being offered.

3.4.5. With no further questions or comments Members

- **Approved** the appointment of TC Young (Lot 1 and 2) and Harper Macleod (Lot 3) for an initial three-year term, with the option to extend for a further two years, as set out in the procurement evaluation outlined within this report
- **Noted** the contract is anticipated to commence on 1 October 2026 and that this will be confirmed in the letter of acceptance.

3.5. **Annual Procurement Report – Non-Confidential**

3.5.1. C Garmory introduced this report, advising it is produced in accordance with the requirements of the Procurement Reform (Scotland) Act 2014 and the Association's Procurement Strategy. She continued this report outlines procurement activity over the reporting year, assesses performance against procurement objectives, and confirms compliance with legal and regulatory obligations.

3.5.2. She advised that although submission to the Scottish Government was not required this year due to the association's spend level, the report had been prepared and would be submitted as a matter of good governance. The Scottish Government had welcomed receipt of the report.

3.5.3. Members discussed procurement routes to market, including the use of open tender, frameworks and quick quotes. N Macholla confirmed that route selection depended on the nature of the procurement, timescales, framework suitability and the thresholds set out in the procurement manual. For standard goods or services contracts over approximately £50,000, open or framework routes were generally considered; smaller procurements could use quick quotes. For larger works contracts, N Macholla and the team would consider the market, specialist requirements and advice from quantity surveyors before deciding the most suitable procurement route.

3.5.4. With no further questions or comments Members **Approved** this Annual Procurement Report and agreed to it being shared with Scottish Government and published on the CVHA website.

3.6. **Workforce Planning Report – Confidential**

Minute/information removed or edited due to information relating to personal/ confidential items or being commercially sensitive.

4. Oversight and Monitoring

4.1. **Annual Secretary Report – Non-Confidential**

4.1.1. C Garmory introduced the report advising the purpose of the report is to update the Board and to comply with Rule 68 for the operation of Clyde Valley Housing Association Limited. The report also confirms full compliance with Rules 62-67.

4.1.2. Members **Noted** this report and compliance with Rule 68 and understands that this is recorded for purpose of minutes.

4.2. **Operational Delivery Report – Confidential**

Minute/information removed or edited due to information relating to personal/ confidential items or being commercially sensitive.

4.2.1. With no questions or comments Members:

- **Noted** the update on progress against the agreed 2026/27 Delivery Plan, including achievements to date, key milestones, revised timelines, and areas requiring continued focus.
- **Noted** the assurance provided regarding the Group's health and safety compliance, including statutory and regulatory requirements, current performance, and any areas where further monitoring or action is required.
- **Noted** the organisation's operational performance against agreed KPIs, including exception-based reporting where performance is off-track, and the actions being taken to address variances.

4.3. **New Supply Report - Confidential**

Minute/information removed or edited due to information relating to personal/ confidential items or being commercially sensitive.

4.3.1. With no questions or comments Members **noted** the contents of this report.

4.4. **Queenzieburn Report – Confidential**

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4.4.1. With no further questions or comments Members **noted** the contents of the report.

5. Minutes of Meetings and Action Log

5.1. CVHA Minutes – 1 June 2026

5.1.1. **Approved** the minutes as a true record of the meeting.

5.2. CVHA Minutes – 29 June 2026

5.2.1. **Approved** the minutes as a true record of the meeting.

5.3. Action Log

5.3.1. Members discussed the open action regarding and agreed that this should be closed and considered as part of work plans.

"Developments during the current programme are risk assessed to determine if there is a chance that there are similar failures."

6. Group Parent Monitoring

Members noted the CVPS Board Minutes from 3 June 2026**.**

7. Annual Assurance Statement Report – Confidential

Minute/information removed or edited due to information relating to personal/ confidential items or being commercially sensitive.

7.1.1. With no further questions of comments Members:

- **Discussed** and **agreed** any changes to the final draft self-assessment documents, to demonstrate sound governance.
- **Considered** the planned improvements identified, their materiality and overall materiality to reach decisions on compliance with Regulatory Standards.
- **Considered** the wording for the Annual Assurance Statement which will be brought back to Board in September for approval and **agreed** to provide any feedback by email over the next 7-10 days.

8. Date of next meeting

Monday 14 September 2026