

MINUTE OF MEETING OF KEY BOARD HELD ON WEDNESDAY, 18 JUNE 2025

At 6.00 p.m. at 70 Renton Street, Glasgow

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PRESENT

John Paterson (Chair)
Ann McGuigan
Gillian Anderson
Dave Le Sage (online)
Karen Jamieson
Daniel McCafferty

IN ATTENDANCE

Andrea Wood (CEO)
Alison Wood (Director of Finance)
Gordon Anderson (Director of Housing, Development
and Corporate Services)
Glenn Harrold (Director of People and Organisational
Development)
Jean Ramsay (Director of Support)
Asa Brooks (Governance, Regulation and Compliance Manager)
Leam MacKeown (Inclusion Manager – Supporting TAG)
Wendy Hall (Chair of National TAG - observer)

ACTION

1.1 APOLOGIES

Apologies were received from Sheenagh Simpson, Paul Hush, Dee Fraser, Jack Crombie and David Meechan.

The Chair acknowledged that this would be Karen Jamieson's last Board meeting as she is standing down at the AGM in September, and he thanked her for her contribution to the Board over the last six years.

The Chair also welcomed the Chair of National TAG, Wendy Hall, to the meeting as an observer.

1.2 DECLARATIONS OF INTEREST

Daniel McCafferty declared an interest in Item 4, where his application to become a member of the Association is to be considered by the Board.

1.3 MINUTE OF PREVIOUS MEETING (14.5.25)

The minute of the meeting of 14 May 2025 was approved.

1.4 MATTERS ARISING

1.4.1 Risk Management Review (Old item 1.8)

The Chief Executive confirmed that in response to the discussion of the last meeting, the risk register has been amended.

The Board also noted that the narrative around recruitment had been amended to include mention of the UK Governments immigration measures, and the possible impact on recruitment difficulties.

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1.5 STAFFING ISSUES

The Director of People informed the Board that senior officers met with Unite in June to discuss Key's current financial situation and the pay offer that could be afforded. The Union representatives understood the limitations of Key's funding, as a result of the increase in employers' national insurance contributions and although Unite could not advise acceptance of the offer, they would progress it to a ballot. The Board noted the very positive partnership approach being taken, and were appreciative of Unite's willingness to develop a joint statement.

The Board asked if there had been any improvement in the national insurance situation. The Chief Executive explained that CCPS had been working with the Scottish Government and COSLA to undertake viability risk assessments, and that the Scottish Government is due more funding from the UK Government soon. CCPS will lobby for some of that to be used to support providers.

1.6 REVIEW GROUPS

1.6.1 Finance (6.5.25)

The report was noted by the Board.

1.6.2 Housing & Development (14.5.25)

The report was noted by the Board, including that the finalised ARC return had been circulated to Board members after approval through delegated authority by the Housing and Development Review Group.

1.6.3 Support (27.5.25)

The report was noted by the Board.

1.6.4 ICT (5.6.25)

The report was noted by the Board.

1.6.5 Workforce (10.6.25)

The report was noted by the Board.

1.7 SHR ANNUAL SUBMISSION

In response to the requirements of the Scottish Housing Regulator's Engagement Plan with Key for 2025/26, the Board considered the content of the Key's Group Plan and approved it for submission to the Regulator.

CEO

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This included risk registers for the group, the audit programme, housing and support strategic objectives and the Housing Strategic Plan, including the Asset Management Strategy. The Board noted that the risk management sections had already been discussed by the Board at its previous meeting, and the Housing Review Group had considered the detail of the Housing Strategic Plan (excluding the Asset Management Strategy) at its own meeting.

The Director of Finance provided a presentation to the Board on the 30 Year Financial Projections for the organisation. This was noted by the Board and approved also approved for submission as part of the Group Plan.

1.8 DRAFT FINANCIAL OUT TURN 2024/25

The Director of Finance spoke to the report on Key's financial performance for the year to 31 March 2025, including income and expenditure details across all areas of activity, and a draft summary of the Management Accounts for Key.

The Board observed that the overall out-turn was an improvement on last year's position, with a surplus up from budgeted position.

The Board noted that the figures presented would be used by Key's external auditor towards preparation of the final accounts for the year, and that these will be considered in full at the Finance Review Group meeting in August.

DF

1.9 AGM ARRANGEMENTS

The Governance Manager advised that the AGM is to be held on Wednesday 10 September 2025.

Karen Jamieson and Dee Fraser have said that they will both retire at the AGM and not seek re-election. As three elected members are required to retire, John Paterson will also stand down but will seek re-election.

Co-optee, Daniel McCafferty will also stand for election at the AGM.

1.10 NOTE OF BUSINESS CONTINUITY TEAM MEETING (30.5.25)

The minute of the latest Business Continuity Team meeting was noted.

1.11 ANNUAL TENDERS & DEVELOPMENT REPORT (RESCHEDULED FROM MAY)

The Board noted the the report, which contained the summary of all tenders that Key considered through the year, the reasons for us declining to submit tenders where relevant and the results of those we did submit. The Board agreed that the reasons for us participating, or not, in the listed procurement exercises were appropriate and reflected Key's values, strategic aims and approach to risk management.

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The Director of Corporate Services confirmed that in most cases, where a new Framework is being put in place, councils will transfer all current support arrangements onto the new, increased funding rates. The Board also heard that we are currently compiling our bid for the Glasgow Framework which will start from February 2026.

The Board considered whether it would be ethically appropriate for Key to bid on contracts where a council is re-tendering a service that has reached the end of its contractual term, particularly in cases where the incumbent provider is delivering a high-quality service.

After detailed discussion, the Board agreed that it is in the best interests of Key to bid for contracts which support our growth and sustainability. The Board noted that any decision to bid would also be informed by a robust risk assessment.

The Board also recognised that Key's commitment to delivering high quality support and value for money means that our involvement could benefit both the supported individuals and the commissioning council.

Where appropriate, and in the spirit of maintaining constructive sector relationships, Key may choose to be transparent with the incumbent provider about our intention to bid.

1.12 PENSION UPDATE

The Director of Finance spoke to the report. The Board noted that we still do not have clarity on the reasons behind the further deterioration in the pension scheme position. Officers plan to attend an upcoming webinar to seek further information and insight. A follow up report will be provided to the Board when possible.

DF

1.13 SYSTEMS DEVELOPMENT

The Director of Corporate Services provided an update, outlining several clarifications received from our preferred software supplier, The Access Group. These points had been discussed in detail with the ICT Review Group on the 5th June 2025.

The Board noted that the responses satisfactorily addressed the issues raised during the May Board meeting, where in principle approval had been granted to proceed with negotiations, subject to these clarifications being obtained. As such, the Board formally approved the conclusion of contracts with the Access Group for the provision of ICT systems to support our operations.

2. QUARTERLY REPORTS

The Board noted the report.

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		<u>ACTION</u>
3.	<u>MINUTE OF COMMUNITY LIFESTYLES DIRECTORS (20.5.25)</u> The minute of the Directors' meeting of 20 May 2025 was noted.	
4.	<u>HOUSING, DEVELOPMENT AND ADMINISTRATION ISSUES</u> 4.1 <u>Bank mandates</u> The Board approved the signatories on the new bank mandates for the account presented, and noted the amended bank mandates that were also presented. 4.2 <u>Share application</u> The Board approved the application for Association membership and use of the seal on a share certificate. 4.3 <u>New Board member</u> In line with Key's convention of reserving two places on the Board for TAG representatives, the Board approved the co-option of Wendy Hall, the new Chair of National TAG. This co-option will be concluded when Wendy has signed the Board Member Code of Conduct.	<u>GM</u>
5.	<u>AOB</u> No other business was considered.	
6.	<u>DATE OF NEXT MEETING</u> The Board will next meet on Wednesday, 20 August 2025.	