

Board Meeting Minutes

Minutes of a meeting held at 3.30pm on **Thursday 27 November 2025** in our Edinburgh office and via Microsoft Teams.

Present (In Person) Ashley Campbell (Vice Chair), Adele Erwin, Rob Rowe, Andrew Watson

Present (MS Teams) Kathleen McAdams, Christa Reekie, James Rowney, Nicola Cooper, Bryony Willett

In attendance Angela Currie (Chief Executive), Donna Henderson (Director of Strategic Finance), Wendy Russell (Director of Business Support & Transformation), Esther Wilson (Director of Customer Services), Steven Good (Director of Asset Management)

Apologies Margaret Whoriskey, Alan Stewart, Chris Elliott, Robin Blacklock

Observing Gavin Leask (SHR), Paula Thomson (SHR)

1. Introduction & Apologies

The Vice Chair welcomed Board Members to the meeting. All Members were happy for the meeting to be recorded. The Vice Chair welcomed Gavin Leask and Paula Thomson from the Scottish Housing Regulator who were observing the meeting.

2. Declarations of Interest

Rob Rowe declared his interest (as a tenant) in Agenda item 5.2 Budget & Business Plan Assumptions 2026/27 & Treasury Update which includes the Annual Rent Increases 2026-27. The Vice Chair confirmed that she was happy for Rob to remain in the meeting for the discussion.

3. Minutes

3.1 Board Minutes (BRD28 Aug 25) and (BRD29 Sep 25)

Discussion The Board Minutes (BRD28 Aug 25) and (BRD 29 Sep 25) were discussed, and the Board had noted a typing error on the minutes of BRD28 Aug 25. The Board agreed that they approved the minutes subject to the noted amendment.

Decision The Minutes were updated accordingly and were agreed and **approved** as a correct record and signed by the Vice Chair.

Decision The Board **noted** the update.

3.2 Audit, Performance & Risk Committee (AUD20 Nov 25)

Discussion The Audit, Performance & Risk Committee (APR) Chair provided an update from the 11 November 2025 meeting.

The Board queried why there was no Telecare performance update in the main board papers. Officers clarified that Telecare performance is now monitored through APR performance reporting.

Decision The Board **noted** the update.

4. Matters Arising

4.1 It's Good to Know

Report Summary	This provided Board with an update on key issues happening in Hanover that are not included in Board papers through the formal Board or Committee meeting cycle.
Discussion	<p>The Board noted the wide range of positive initiatives underway across Hanover.</p> <p>AC noted that the Chair wants to acknowledge and thank staff for the successes highlighted in the reports and this will be shared with all employees through the Board Brief.</p>
Decision	The Board acknowledged the update.
4.2	Board Actions
Report Summary	This provided Board with an update on outstanding Board Actions.
Discussion	The Board discussed using the Board’s voice to influence wellbeing and manifesto work. AC will continue conversations with the Chair and Vice Chair. AC also mentioned ongoing engagement with trade press journalist, who is interested in accessible housing. Progress has been made in securing a roundtable date with the Housing Cabinet Secretary, and recent meetings with the Labour party about their manifesto were positive.
Decision	The Board acknowledged the update.
5.	Strategy Spotlight
5.1	Governance Review & Board Strategy Day Report
Report Summary	This report provided a summary of the Board Strategy Day in October 2025, and the outcome of the independent Governance Review carried out by North Star Consulting.
Discussion	<p>The Board reflected that due to time constraints there was not enough time to consider all the points in the report. Members agreed that a short survey will be issued to all Board members to gather preferences and feedback on the day, so that we can agree a way forward and this will be brought back to the Board in January to agree the best approach.</p>
	<p>Post Meeting Note: Board Survey issued on 23 December 2025 with a closing date of 9th January 2026.</p>
	<p>The Board discussed how short life working groups (SLWGs) are formed. WR explained they’re used for focused pieces of work instead of creating lots of permanent committees, and any major decisions still come back to the Board and terms of reference (ToR) for groups are created. Board agreed clear ToR should be issued to Members at the outset, outlining skills and experience required for groups.</p>
	<p>Board noted that a Board Platform Protocol, will be shared with Board members for comment soon, and further training will be made available. Board also agreed with the proposal to seek external support in 2026/27 to provide wider sector context on board remuneration to help inform Board decision on this and agree a plan to embed a regular review cycle. WR also confirmed that the various action plans will be consolidated, with updates presented at the May and November meetings.</p>
	<p>Post Meeting Note: Board Platform User Protocol issued for comment on 23 December 2025 and training session scheduled for 27 January 2026.</p>

WR

WR

WR

Decision

The Board considered and commented on the:

- Board Strategy Day summary – 29th October 2025
- Final Governance Review summary and the Review of Governance Policies.
- Plan to bring back to Board a finalised Governance Review Action Plan by March 2026

5.2

Budget & Business Plan Assumptions 2026/27 & Treasury Update

Report Summary

This report presented the Budget and Business Plan Assumptions and economic context for next year (2026-27) for consideration. In addition to this we have set out the options on how we address the restrictive loan covenant we have with Lloyds as part of the Treasury Review.

Discussion

DH provided a brief overview of the paper and the Board noted that some questions were answered before the meeting via the Board platform. The Board discussed that the forecast does not yet include the expected withdrawal of housing support, and while the team hopes to redesign services so housing benefit covers most of the cost, there may be periods with reduced income, requiring temporary funding to avoid disrupting services for vulnerable clients or losing skilled staff. DH explained that last year £205k was set aside for this purpose and similar provisions may be needed. Some negotiations with local authorities can be slow and create additional costs. Next year's budget is still being developed with more complete numbers expected in January 2026.

The Board discussed whether Hanover could deliver further efficiencies to help keep rent increases as low as possible while still protecting financial stability. DH explained that although a 5.5% increase is being proposed for consultation, this is not final, and efficiencies are still being reviewed, the 5.5% increase will be reduced if financially viable.

DH explained the proposal is to consult on 5.5% rent increase now to avoid asking tenants for a lower figure and then raising it later, which could damage trust. EW noted that in the consultation, tenants will not vote but will give feedback on their perception of affordability. This will be supplemented by other representative survey data we have from this year around 'value for money' and a small telephone survey will also be carried out to provide a broad view of tenant sentiment before the Board makes a final decision in January 2026.

DH explained that the Treasury SLWG met, supported by Allia, to review options for removing the major repairs element from the covenant with Lloyds. Doing so requires breaking and restructuring an existing fixed-rate loan, and Lloyds provided three possible approaches. One issue noted was that this loan is callable, meaning Lloyds could demand repayment at any time, which made the working group uncomfortable and ultimately led them to favour Option 2—breaking and restructuring the fix to remove the call-risk. The financial impact of the options is minimal, and the restructuring aligns with a wider refinancing exercise planned for the same period.

Discussions also covered security, DH explained that Hanover currently holds around £20m of property security with Lloyds against only £4.5m of borrowing, and once new valuations and desktop reviews are complete, a plan will be developed to pull back some of this excess security. The Board recognised that the short life working

group may need to reconvene in the new year to consider further treasury matters and the implications of the forthcoming new investment plan.

Decision

The Board:

- **Considered discussed** and **approved** the Economic Report and Budget and Business Plan Assumptions.
- **Approved** the proposal for rent consultation and the salary envelope
- **Reviewed** and **considered** the high-level modelling of the assumptions.
- **Approved** the recommendation for restructuring of the Lloyds Loan as part of the Treasury Review.

6.

Happy Customer

6.1

Care & Support Matters

Report Summary

This report provided an overview of key areas of strategic operational focus in the care and support function of the Customer Services directorate.

Discussion

EW provided a brief overview of the paper and noted that there is a correction regarding Renfrewshire Council: the funding date is 30 April 2026, not 31 May 2026 as stated in appendix 1.

The Board acknowledged and highlighted the excellent Care Inspectorate results, including Grade 6 ratings placing the service among the top performers in Scotland. The Board queried whether the withdrawal of housing support seen in some areas might spread nationally. EW confirmed that Renfrewshire is now the only area where housing support funding will continue into next year, albeit this is only confirmed to the end of April. Prior to the withdrawals in funding we have seen over the past two years, the value of housing support funding to Hanover was £1.2m.

The Board discussed the likelihood of new Housing Support contracts, EW explained that new contracts for housing support for older people are unlikely, as most local authorities have stopped commissioning these services. However, opportunities still exist in care, and Hanover is actively exploring these—for example, redesigning very sheltered housing services into more intensive care models when housing support funding is withdrawn. Hanover is also part of the Scotland Excel care-at-home framework and are looking at possibilities in areas such as Moray.

Decision

The Board:

- **Considered** and **commented** on the priorities and risks identified.

7

Desirable Homes

7.1

New Build & Remodelling Framework

Report Summary

This report provided information on our New Build & Remodelling Framework and how we intend to proceed to complete development of it. As part of the framework, we have updated the Design Guide to seek initial views on this

Discussion

SG provided a brief overview and discussed establishing a SLWG to take forward the new build remodelling framework and design guide work. RB had requested to be included in the group via the Board platform and AE, CR and RR agreed to be part of the group too.

SG confirmed that the SLWG will shape recommendations for the new build remodelling framework and design guide, which will then return to the Board for approval. Although developments have largely paused since 2022, new opportunities are emerging, making it essential to progress the framework quickly.

Post Meeting Note:

AC agreed to be part of the group after the meeting. The first meeting will take place on 11th February 2026.

The Board queried if Hanover were also looking at sector developments alongside internal work. SG confirmed they are, including involvement in Scotland’s digital blueprint for new homes. With the new Accessible Housing Standard delayed, we will proceed with our own framework and adjust later if needed, aiming to set high standards beyond minimum requirements.

Decision

The Board:

- **Approved** the formation of a short life working group to help finalise the various elements of the framework and
- provided initial feedback on the excerpt of the Design Guide.

8.1

Report Summary

Governance Matters

The Governance Matters paper sets out updates and decisions required on various governance topics now and for the year ahead.

Discussion

Confidential discussion took place.

The Board noted that procurement returns to the Scottish Government were not included in the Annual Schedule of Returns noting that the Scottish Government is not classed as a regulator but noted that the UK Government was listed on the return. WR confirmed it will be added.

WR

Post Meeting Note:

The Annual Schedule of Returns has been updated accordingly.

Decision

The Board:

Considered and Commented on the:

- Notifiable Events Update
- Scatter Flats Disposal Programme
- Engagement Visit by SHR – 27th November 2025
- Annual Assurance Statement Audit Outcome
- Progress of the change in Trust Tenure Trustee
- Progress on the Disclosure Applications for Board
- Decisions made out with Board Meetings
- Annual Return on Charter – change of process
- ELT Portfolio Review
- Annual Schedule of Returns 2025-26

Approved the:

- Schedule of Board & Committee Meetings 2026-27

8.2

Report Summary Discussion

Board Learning & Development

This paper provided an overview of the Board Appraisal process and contains an updated Learning & Development Plan for Board.

The Board discussed the preference for having a mix of sessions in the morning and evening with flexibility for Board members to attend or catch up via recorded content. Priority topics will be scheduled based on strategic needs, and WR noted that Board members can also request one-to-one sessions on specific issues as required.

The Board suggested using Strategy days for reflection and interactive discussion, keeping briefings shorter and focused.

WR

Topic sessions suggestions can be captured in the survey to be sent to all Board members.

Decision

The Board **considered** and **commented** on the:

- Board Appraisal 2025 outcome & Updated Action Plan
- Board Learning & Development Plan 2025-26 and the proposal to reshape it in the coming months.

8.3

Report Summary Discussion

Health Safety & Wellbeing Q2 – 2025-26

This report provided an update to the Board on all Health Safety and Wellbeing (HSW) reporting for Quarter 2 of 2025-26

Confidential discussion took place.

Decision

The Board:

- **Considered** and **commented** on the current data and performance levels around Health Safety and Wellbeing (HSWB) and the progress on the HSWB Plan 2024-27.

9.

AOCB

Discussion

JR raised whether he or other Board members could sit in with the Telecare team to better understand their work. AC confirmed this would be possible, noting that the Telecare staff are mainly home-based but do come into the office regularly, and arrangements could be made.

EW

Post Meeting Note:

EW is liaising with the Telecare team and will be in touch with JR once suitable dates have been identified. This opportunity will also be offered to the wider Board.

Vice Chairperson: Ashley Campbell

Date: 29th January 2026