

## ATRIUM HOMES

### Minutes of Meeting of the Board held on Tuesday 30 September 2025

At 6:00 p.m. via Zoom

**Present:** Alistair Reid, Julie Templeton, Maureen Gimby, Dominic O'Donnell, Alan White, Ron Sharpe

**Attending:** Joyce McCroskie (Director of Housing & Community Services, DoHCS), Barry Lees (Director of Property Services, DoPS), Shannon Watson (Chief Executive, CX), Ashleigh Brown (Business Support Executive, BSE), Claire Beckley (Consultant, CB) at start

**Observing:** Jon Hopkins, Joshua Hopkins

**Chair:** Alistair Reid

The Chair opened the meeting asking everyone to confirm that they had read and understood the papers which had been circulated via DropBox the week prior to the meeting.

The Chair confirmed that the meeting was quorate.

*Confirmed*

| Item     |   |
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|          | <p><b>Data Protection Update</b></p> <p>CB led a training session on the latest changes to the legislation which regulates how Atrium Homes access and uses data. CB noted that a lot of the changes made recently are around terminology to be used, but that the essential activities of Atrium Homes are not significantly impacted by the recent changes.</p> <p>CB then updated Board on the current position with regards to Atrium's compliance with the legislation and progress made to date with updates and improvements to existing arrangements within the organisation.</p> <p>Board thanked CB for an informative session and CB left the meeting at 6:15 p.m.</p> |
| <b>1</b> | <b>Apologies</b>  |
|          | Carolyn Hope, Ken Tudhope, Craig Leitch, Scott Cunningham (Leave of Absence)  |
| <b>2</b> | <b>Declarations of Interest</b>   |
|          | No declarations of interest in business to be discussed were noted.   |
| <b>3</b> | <b>Minutes of Meeting on 26 August 2025</b>   |
|          | <p>The minutes of the meeting of the Board held on 26 August 2025 were reviewed and approved as an accurate record of the meeting. CX noted one small typo which would be corrected prior to the minutes being published.</p> <p><i>Approved for publication</i></p>  |

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| <b>4</b> | <p><b>Matters Arising</b></p> <p>a) Board noted the items which remained in progress and the updates provided.</p> <p>It was noted that one annual review meeting remained outstanding and that the a report summarising the results of the reviews and training requirements identified would be presented to the Board at the October meeting.</p> <p>Board noted that two observers were attending the meeting with a view to potentially joining the Board of Atrium Homes.</p> <p style="text-align: right;"><i>Noted</i></p> <p>b) Board noted that Atrium is up to date with all compliance requirements.</p> <p style="text-align: right;"><i>Noted</i></p>   |
| <b>5</b> | <p><b>Annual Assurance Considerations</b><br/> <b>SHR's Standards of Governance and Financial Management for RSLs</b></p> <p><u>Standard 6 – Skills and knowledge</u><br/> Board considered the contents of the paper in order to agree whether Atrium is adequately demonstrating its compliance with the Scottish Housing Regulator's (SHR's) standards of governance and financial management, based on the matters discussed at this and previous meetings, and other evidence supplied.</p> <p>Board considered the statements made on how Atrium complies with each of the requirements in Standard 6 and agreed that it was a good record of Atrium's work and that this paper, together with the other papers discussed at this and previous Board meetings, demonstrated Atrium is complying with the standard.</p> <p>Board noted that, where additional expertise is needed to ensure that Board is able to make effective decisions for the benefit of Atrium and its customers, external consultants are used to provide skills and advice to Board.</p> <p><u>Standard 7 – Organisational changes</u><br/> Board considered the statements made on how Atrium complies with each of the requirements in Standard 6 and agreed that it was a good record of Atrium's work and that this paper, together with the other papers discussed at this and previous Board meetings, demonstrated Atrium is complying with the standard.</p> <p>Board noted that as there had been no significant organisational changes within Atrium over the past few years, a number of the requirements of this standard are not currently applicable to this year's assurance review.</p> <p>A Board member noted that there appeared to be words omitted within the one section of this paper, and CX confirmed that this paragraph should have read that the CX and FM have good relationships with Atrium's lenders and maintain regular contact with them.</p> <p><u>Other regulatory requirements</u><br/> Board considered the commentary and links supplied to evidence that Atrium is complying with the requirements listed in the document, and agreed that Atrium is adequately demonstrating its compliance with these requirements.</p> <p>Board considered the summary provided by CX of the reviews which have been</p> |

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|          | <p>completed during the course of the year, demonstrating that all of the regulatory framework will have been considered by the time that the Annual Assurance Statement is signed off in October.</p> <p>Board discussed how the review of compliance for the annual assurance statement sign off might be carried out in the following year, to consolidate and build on the work completed in this and previous years.</p> <p>Finally, CX noted that the Internal Audit review of the Corporate Governance of Atrium had been completed in September and that the draft report indicated that Atrium is Compliant with the SHR's Regulatory Framework, strong governance and financial management. Some minor recommendations for continuous improvement have been made.</p> <p>The Internal Audit review of tenant and resident Health &amp; Safety will be completed in October and draft feedback will be available for Board in advance of their final approval of the Annual Assurance Statement prior to its submission to SHR by 31 October 2025.</p> <p>CX agreed to circulate the draft statement to Board well in advance of their meeting in October.</p> <p style="text-align: right;"><i>Approved</i></p>   |
| <b>6</b> | <p><b>Review of Articles of Association</b></p> <p>Board considered the detail provided in the papers which set out the reasons for the proposed changes to the Articles of Association of Atrium, the governing document which sets out the rules within which Atrium must operate.</p> <p>CX noted that the Scottish Federation of Housing Associations (SFHA) periodically issues updated model rules to represent changing best practice guidance in the social landlord industry. These rules have been approved by the SHR, and while it is not mandatory to adopt changes to the rules published, it is good practice.</p> <p>A Board member noted that the addition of the ability to communicate electronically and meet with Members virtually, is a good addition to the rules, providing additional flexibility to how Atrium can conduct its business and potentially making Members' meetings more accessible to members who are unable to attend the meetings in person.</p> <p>CX noted that a section of the additional wording proposed will permit Atrium to consider all available borrowing products offered to registered social landlords by lenders, and so provide the flexibility needed to consider the best Value for Money options available to it when considering its financing needs.</p> <p>A Board member noted that CX had raised a query regarding the displaying of the financial statements by Atrium which had not yet been addressed, and CX undertook to clarify this point before the consultation with Members commenced.</p> <p>Board confirmed that they were in agreement with the proposed changes to the rules and authorised CX to commence the consultation with Members regarding the changes, and to try and arrange an SGM for 6 November 2025.</p> <p style="text-align: right;"><i>Noted</i></p> |

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| <b>7</b> | <b>Atrium Initiatives Limited</b>   |
|          | <p>Board considered the minutes of the subsidiary company's meeting of the Board of Directors on 2 September 2025.</p> <p>Board noted that the financial results of the company were in line with budget and a small profit has been generated in quarter 1. Board discussed the debt management activities of the team and noted that a small new administration charge was introduced this year for owners who pay their factoring fees by 12-monthly direct debit.</p> <p>A Board member asked a question regarding the Factored Owners who owe more than £900 each to Atrium Initiatives Limited and are paying by instalments via direct debit arrangements. DoHCS confirmed that all owners who owe the company more than £900 each have a Notice of Potential Liability recorded against the title deeds of their properties.</p> <p>Board noted the minutes were an accurate record of the meeting.</p> <p style="text-align: right;"><i>Noted</i></p>  |
| <b>8</b> | <b>Scottish Housing Net Zero Fund Award and Next Steps</b>  |
|          | <p>Board discussed the contents of the detailed paper which had been circulated by email to all Board members on 11 September 2025. This paper advised Atrium's success in securing funding needed to complete External Wall Insulation to +/- 120 energy inefficient homes.</p> <p>This work will make the homes easier for tenants to keep warm, and DoPS confirmed that Atrium will achieve almost 100% SHQS compliance. Approval to accept the grant and to start making the arrangements needed to progress the work had been sought from Board outwith the meeting cycle, and approval had been received from the majority of the Board members via email.</p> <p>DoPS updated Board to advise that the grant offer had been accepted and the necessary Building Warrant requests had been submitted to East Ayrshire Council.</p> <p>A Board member requested clarification on the reference made to grant claims being required. DoPS confirmed that the grant funding requires to be drawn down in full by 31 March 2026 and so it is essential that the works are progressed quickly. Further updates will be provided to the Property Services Sub-Committee in November.</p> <p>Board ratified their approval of the grant funding acceptance and commencing arrangements needed to expedite the improvement works.</p> <p style="text-align: right;"><i>Ratified</i></p> |
| <b>9</b> | <b>Board Members' Sub-Committee Choices</b>   |
|          | <p>Board considered the information provided on the current membership of the three Sub-Committees in Atrium, and the schedule of meetings for the remainder of the financial year to 31 March 2026.</p> <p>Board members agreed to consider their choice of Sub-Committee and to confirm this to management ahead of the meetings scheduled for November.</p> <p style="text-align: right;"><i>Noted</i></p>   |

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| <b>10</b> | <b>Strategic Risks – Emerging risks and changes (standing item)</b>   |
|           | <p>Board considered the current strategic risk register which had been included in the papers for the meeting.</p> <p>Board considered the risks on the register and agreed that the risk scores remained appropriate and that there were no new emerging risks requiring to be added to the Register.</p> <p style="text-align: right;"><i>Discussed</i></p> |
| <b>16</b> | <b>Health &amp; Safety (standing item)</b>  |
|           | <p>DoPS confirmed that there were no new matters to report to the meeting.</p> <p>DoPS further reminded Board that the tenant and resident Health &amp; Safety internal audit would take place in October and feedback provided ahead of the approval of the final Annual Assurance Statement.</p> <p style="text-align: right;"><i>Noted</i></p>             |
| <b>17</b> | <b>Any Other Competent Business</b>   |
|           | <p>The Chair noted that several Board members are attending a training course on questions governing body members should be asking about Finance.</p> <p>No additional matters for discussion were noted.</p>   |
| <b>18</b> | <b>Dates of Next Meetings</b>   |
|           | <p><b>Thursday 9 October 2025 at 1:30 p.m.</b> – Storyboarding session with Arneil Johnston – in person at Atrium House, Kilmarnock</p> <p><b>Tuesday 28 October 2025 at 6:00 p.m.</b> – Board meeting - via Zoom</p> <p><b>Thursday 6 November 2025 at 9:30 a.m.</b> – Strategy Day with Arneil Johnston – in person at the Park Hotel, Kilmarnock</p>       |
|           | The meeting closed at 6:49 p.m.   |

Chair: .....

Date: 28 October 2025