

**MINUTE OF MEETING OF KEY BOARD**  
**HELD ON WEDNESDAY, 12 MARCH 2025**  
**At 6.00PM, in the Square, 70 Renton Street, Glasgow**

PRESENT

Sheenagh Simpson (Chair)  
 John Paterson  
 Ann McGuigan  
 David Meechan  
 Gillian Anderson  
 Rebecca O'Donnell  
 Karen Jamieson  
 Dee Fraser  
 Paul Hush  
 Brian Kemsley  
 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)

ACTION

1.1 APOLOGIES

Apologies were received from Jack Crombie and Dave Le Sage.

1.2 DECLARATIONS OF INTEREST

There were no declarations of interest.

1.3 MINUTE OF PREVIOUS MEETING (22.1.25)

The minute of the meeting of 22 January 2025 was approved.

1.4 MATTERS ARISING

There were no matters arising from the minute of the previous meeting.

1.5 STAFFING ISSUES

The Board noted the content of the report.

1.6 REVIEW GROUPS

1.6.1 Housing & Development (22.1.25)

The Board noted the report, a verbal update of which had been provided at the previous meeting.

1.6.2 Support (28.1.25)

The Board noted the report. As membership numbers of this review group are relatively low, the Chairperson requested that Board members consider joining. Notes of interest should be passed to the Director of Support.

DS

**MINUTE OF MEETING OF KEY BOARD**  
**HELD ON WEDNESDAY, 12 MARCH 2025**  
**At 6.00PM, in the Square, 70 Renton Street, Glasgow**

	<u>ACTION</u>
<p>1.6.3 <u>ICT (13.2.25)</u></p> <p>The Board noted the report, in which there was an error in the list of attendees which should have included Sheenagh Simpson. The Director of Corporate Services provided an overview of the discussion in relation to the replacement of our HR and Evolve systems. The Board agreed that Office Bearers and ICT Review Group members should be invited to meet with officers for a specially convened meeting to consider in detail the options for renewing our core software systems as these amount to a significant investment for the organisation. A proposal will then be brought to the Board at its meeting in May.</p>	<u>DCS</u>
<p>1.6.4 <u>Finance (25.2.25)</u></p> <p>The Board noted the report.</p>	
<p>1.6.5 <u>Workforce (4.3.25)</u></p> <p>The Board noted the report. Director of People also requested that any Board members interested in joining this review group let him know.</p>	<u>DP</u>
<p>1.7 <u>AUDIT COMMITTEE – MINUTE OF MEETING (25.2.25)</u></p> <p>The Board noted the report.</p>	
<p>1.8 <u>KEY DRAFT BUDGET 2025/26</u></p> <p>The Director of Finance spoke to the report and presentation on the main elements of the budget for 2025/26.</p> <p>The Board noted the main assumptions contained in the budget, including the sizeable impact that the new Employers' National Insurance Contribution rates will have.</p> <p>The Director of Finance advised the Board of the various ways Key has been trying challenge and resolve this issue.</p> <p>The Board had a detailed discussion about the impact on Key and the wider sector, recognising that this additional unfunded expenditure could have implications for people using social care and the workforce. The Director of Finance confirmed that a more detailed analysis of Key's position and likely options for managing the increase would be discussed with the Board once the overall position about our funding levels became clearer. In the meantime, the Director of Finance was preparing detailed scenarios to support our analysis, which will be looked at in detail by the Finance Review Group in May.</p>	<u>DF</u>

**MINUTE OF MEETING OF KEY BOARD  
HELD ON WEDNESDAY, 12 MARCH 2025  
At 6.00PM, in the Square, 70 Renton Street, Glasgow**

	<u>ACTION</u>
<p>The Board noted and approved the budget as it stands, before any income and expenditure associated with the eNICS is reflected.</p>	
<p><b>1.9 <u>BOARD APPRAISALS</u></b></p> <p>The Governance Manager reminded the Board that individual Board member appraisals will be progressed during April with half of the Board meeting in-person with the Chairperson and the other half carrying out the form-based appraisal only.</p> <p>Collective appraisal forms will also be issued to all Board members for completion and analysis in time for the Governance Session in June. There will also be an appraisal of the Chairperson carried out by nominated members of the Office Bearers' Committee, and arrangements will be made for the Chief Executive's appraisal to be undertaken.</p>	<p><u>Chair/</u> <u>GM</u></p>
<p><b>1.10 <u>STRATEGIC PLAN UPDATE</u></b></p> <p>The Chief Executive began by explaining that, due to the significant financial issues to be resolved following the change to Employers' National Insurance Contributions, it was proposed that the new Strategic Plan would be presented for approval at the June Board meeting, to allow for a fuller risk analysis at the May Board. The Director of Housing of added that the Housing element of the Strategic Plan would be taken to the May meeting of the Housing and Development Review Group for approval under that review group's delegated authority.</p> <p>The Board acknowledged the very difficult external environment within which the new Strategic Plan 2025—28 is being developed and agreed that a detailed risk review would assist in ensuring the objectives were appropriate to this.</p> <p>The Board then noted the report that provided them with final updates on progress that was achieved under the previous Strategic Plan covering 2020 to 2025.</p>	<p><u>CEO/</u> <u>DH</u></p>
<p><b>1.11 <u>GOVERNANCE REVIEW</u></b></p> <p>The Director of Corporate services provided an update on the actions required to progress the transfer of services and staff to Key from its subsidiary Community Lifestyles. The Board noted the status of the due diligence being carried out by Glasgow in relation to the transfer of services, and the progress made on developing an appropriate asset transfer agreement.</p> <p>The Director of Corporate Services explained that the status of Community Lifestyles after 31 May is still to be confirmed, although it is currently expected that the organisation will continue to be registered with Companies House until at least 31 March 2026. The Board noted that Lifestyles will retain a residual bank account to conclude any financial matters, and that limited Directors meetings will be required to approve</p>	

**MINUTE OF MEETING OF KEY BOARD**  
**HELD ON WEDNESDAY, 12 MARCH 2025**  
**At 6.00PM, in the Square, 70 Renton Street, Glasgow**

ACTION

accounts for 2025/26. Clarification with legal advisors is underway to ascertain the charitable status with OSCR after the services are transferred.

The Chief Executive confirmed that the Directors who not already members of Key's Board were aware that an invitation was being extended to consider a place on Key's Board after the business of the transfer was concluded. Key's Chair would follow that up in June.

The Director of Support described the detailed communication and notification process that has been completed to share our intentions with staff and people we support/families and confirmed that senior officers had been available for any questions or concerns. She explained that so far, the changes had been greeted very positively.

The Chief Executive confirmed that the action plan should be completed in the next few weeks, working towards final approval for the transfer at the May Board.

DCS /  
CEO

2. COMMUNITY LIFESTYLES

2.1 Meeting of Directors

The Board noted the report.

2.2 Draft Budget 2025/26

The Director of Finance spoke to the report on the budget for Community Lifestyles for 2025/26. Noting that, as per the Key budget above, the budget did not, at this stage, include income and expenditure related to the salary increase, or eNICS, the Board approved the base budget provided.

3. QUARTERLY REPORTS

The Board noted the report, welcoming the reduction in agency use and a more positive financial outturn at the end of the third quarter.

4. HOUSING, DEVELOPMENT AND ADMINISTRATION ISSUES

4.1 Bank Mandates

The Board approved the signatories on new bank mandates for the account presented and noted the amended bank mandates.

4.2 Proposed Write Offs

The Board approved the annual write-off against former tenants' rent accounts for sums no longer recoverable or payable.

MINUTE OF MEETING OF KEY BOARD  
HELD ON WEDNESDAY, 12 MARCH 2025  
At 6.00PM, in the Square, 70 Renton Street, Glasgow

---

ACTION

The Board also approved a write-off for tenant recharges assessed as unrecoverable.

5. AOB

The Director of People informed the Board that Key is working with ACAS and Unite the Union to renew the recognition agreement which has not been updated since 2010. He explained that the process for dispute resolution would need to involve the Board (where all other attempts to resolve matters had failed) given the part that the CEO plays in negotiations with the Union. The Board acknowledged this and confirmed acceptance for this to be written into the agreement as appropriate.

6. DATE OF NEXT MEETING

The Board will next meet on Wednesday, 14 May 2025. John Paterson agreed to chair the meeting as Sheenagh Simpson will be absent.