



**SCOTTISH VETERANS' RESIDENCES
QUARTER 3/25 GOVERNING BODY MEETING**

**Record of Decisions
Held in the Boardroom at Whitefoord House and on Microsoft Teams
at 1200 on Friday 5 December 2025**

Present: Jonathan Tweedie (**Chair**) Present
 Ricky Bhabutta (RB), Present
 Andrew Cassels (AC), Online
 Richard Edlmann (RE), Present
 Mike Edwards OBE DL (ME), Present
 Teresa Griffiths CBE ARRC (TG), Online
 Tony Jones KC (TJ), Online
 Sqn Ldr Alistair Park (AP), Online
 Rab Wallace (RW), Online

In attendance: Nicola Brady, (NB), Property Services Manager, Present
 Jeremy Chittleburgh, Treasurer, Present
 Colin Leslie, Head of External Relations (HER), Present
 Martin Nadin OBE, Chief Executive (Ch Exec), Present
 Shaun Rhodes, IT Manager (IT Mgr), Present
 Gayle Templeton (GT), HR Consultant, On Line
 Colin Masson, Company Secretary, (Co Sec), Present **Minutes**

| | Subject | Raised By | Additional Docs | Decision |
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| 1 | Chair's Introduction | Chair | | |
| 1.1 | The Chair opened the Q4/25 Meeting by welcoming Mike Edwards as a new Trustee and Nicola Brady as the new Property Services Manager (PSM). | | | |
| 2 | Apologies | Ch Exec | | Noted |
| 2.1 | Co Sec had received apologies from John Cooper and Sandy Telfer. The meeting was quorate. | | | |
| 3 | Declaration of Interests | Chair | | Noted |
| 3.1 | The Chair asked whether any member had a potential conflict of interest with any item on the agenda. There were none. | | | |
| 4 | Nomination of Mike Edwards to the Governing Body | Chair | | Approved |
| 4.1 | The Chair invited members to formally approve the nomination of Mike Edwards to the Governing which was unanimously approved. | | | |
| 5 | Resident's Story | Ch Exec | | Noted |
| 5.1 | Ch Exec read a letter from a recent resident, maintaining their anonymity, who described their positive experience at BC and how the support from the charity and staff had helped them through a challenging period in their life. The former resident, having spent a year at BC, had now moved on to independent living. | | | |

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| 6 | Ratification of the Minutes from the Q3/25 GB Meeting held on 26 Sep 25 | Chair | Q3/25 Draft GB Meeting Minutes | Approved |
| 6.1 | The Chair asked whether there were any comments or observations on the draft minutes. There being no comments, the minutes were unanimously approved. | | | |
| 7 | Action Log | Ch Exec | Governing Body Action Log | Noted |
| 7.1 | <p>The Ch Exec presented the key issues on the Action Log:</p> <ul style="list-style-type: none"> ▪ Ser 71: TV Advertising Campaign: HER had led on a social media campaign in the lead up to Remembrance in which the 4 animations held on stock were used. These animations were now available on the SVR UTube channel. This action was now closed. ▪ Ser 77: Organise a farewell event for the previous Chair, George Lowder: The Project JANUS Away Day provided an opportunity for this to take place. ▪ Ser 83 Change of Tenure Documents to Corporate Residents' Agreements. ROS and BC were complete. The 5 residents at WHI on the old format had been reduced to 2 but Ch Exec felt it unlikely that these remaining elderly residents would switch across to the Corporate Resident's Agreements. Given that neither SVR nor the residents were disadvantaged by this, it was agreed not to pursue it. This action was now closed. ▪ Ser 83.3 Bellrock Close Residents to be switched from their current support and occupancy agreements to Short Scottish Secure Tenancies (SSSTs). The Housing (Scotland) Bill which affected this action had been through the parliamentary process and was awaiting Royal Assent to become law. The only implication of the new law was that SVR would need to have in place a domestic abuse policy. It was agreed that the legal advisers (TC Young) brief the GB at the next meeting on the advantages and potential disadvantages of this new legislation and the switching over to SSSTs. | | | |
| 7.2 | Action: Ch Exec to request that TC Young present at the Q1/26 GB Meeting. | | | |
| 7.3 | <ul style="list-style-type: none"> ▪ Ser 89 Strategic Review of Service Delivery. This would be covered later in agenda. | | | |
| 7.4 | <p>Under the BC Action Table:</p> <ul style="list-style-type: none"> ▪ Ser 6&8 Identifying a suitable benchmarking group. Ch Exec stated that it had been agreed at the last meeting to use the KPIs from the Annual Return on the Charter as a means of benchmarking performance. Progress against KPIs would be briefed annually at the Q3 GB Meeting. Ch Exec proposed to show how this information would be presented at the Q1/26 Meeting. The Chair agreed to this approach. | | | |
| 7.5 | Action: Ch Exec to demonstrate at the Q1/26 GB Meeting how benchmarking data will be presented. | | | |
| 8 | FINANCE | Treasurer and Ch Exec | Q3 Management Accounts and Sep Cashflow, Pay Award Recommendation, Financial Overview, Draft Budget | Approved |

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| 8.1 | Treasurer's Report |
| 8.2 | <p>The Treasurer stated that we were in a slightly better position than anticipated but still with an operating deficit. Main points were:</p> <ul style="list-style-type: none"> • Voids amounted to £420k in lost revenue by the end of Sep. This was compared to a budgeted loss of £343k; • Staff costs were being managed but the high costs of agency cover needed to be closely monitored; • Other costs such as heat and light, cleaning and H&S were slightly down; • There was a need to keep on top of rental debtors noting that within the figures was an element of technical arrears (£153k) where housing benefit had yet to catch up and would eventually be paid; • Income from donations was up at £96k compared to a budgeted £33k. |
| 8.3 | <p>In sum, the operating deficit was not as great as expected and once offset by donations and investment income, the deficit sat at £25k at the end of Sep.</p> |
| 8.4 | <p>In terms of cash flow, £500k had been drawn down from the investment portfolio to maintain adequate cash to cover the payments for fire doors. The cash flow projection for next year saw a low point of £350k and the Treasurer highlighted the importance of donations in keeping this healthy. The Treasurer commended HER for his recent success in securing grant funding from a range of donors.</p> |
| 8.5 | <p>The Chair reiterated the challenge of the operating deficit and the need to focus on the long-term plan to bring income in line with spending. In recent years the investments had done well and had buoyed up the finances however this could not be relied upon year on year.</p> |
| 8.6 | <p>RB asked why, when we were seeing an increase in applications from veterans, there was a voids problem and whether there was a normal level at which voids were sustainable. The Treasurer explained that:</p> <ul style="list-style-type: none"> • The budget was worked out assuming a 10% void level at each of the residences any given time; • Figures in Sep 25 showed £76k in lost income with a voids level of over 22%; • Historically, BC had not struggled with voids unlike WHI due perhaps to having more accommodation than was needed in Edinburgh. ROS has had a stable community although recently, turnover had increased. • Importantly, this turn over meant that rooms were empty while being reset for the next occupier. |
| 8.7 | <p>Ch Exec noted that across the residences and flats, the voids level was the highest he had seen in 7 years which, during a housing crisis, seemed counter intuitive. That said, Sep 25 appeared to be an inflection point with higher occupancy rates across all 3 residences. This may be due to the arrival of winter. The Treasurer added that success for SVR is often when residents are moved on and this turnover, with the ensuing voids, was a mark of success.</p> |
| 8.8 | Agree the 2026 Pay Award |
| 8.9 | <p>The Ch Exec began by recommending that SVR remain a Real Living Wage (RLW) Employer which would give those few employees on that scale, an increase from £12.60 an hour to £13.45 an hour. This equated to an annual salary at 37.5hrs a week of £26200, up from £24570. This was a 6.7% increase.</p> |
| 8.10 | <p>For all other employees, less Ch Exec, there would be a flat 3% increase in salary. This was less than the Consumer Prices Index (CPI) which was 4.1% in Sep 25.</p> |

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| 8.11 | Ch Exec explained that a significant portion of the increases in salaries would be recoverable through housing benefit. Following a question from RB on how much that might be, the Ch Exec explained that it was almost 100% for those in a housing role. For those in a support role it was only c5%. |
| 8.12 | Ch Exec stated that the pay recommendation was generally in keeping with private sector increases and slightly behind the public sector. |
| 8.13 | The Chair's concern was that the Real Living Wage was closing in on those on the lower tier of salaries at SVR and it was therefore becoming harder to reward people. There was however little that could be done about this given the financial constraints and the commercial environment in which we were operating. Ceasing to be a RLW employer was in his view, ill-advised although Ch Exec noted a significant number of charities were not accredited. The Treasurer highlighted that SVR would have to keep its RLW accreditation if it were to remain in receipt of local council support and was, in his view, non-negotiable. |
| 8.14 | AC quoted the Chartered Institute of Personnel and Development (CIPD) figures for wage increases of 3.6 - 3.7% while inflation in Oct was 3.6%. The SVR pay rise appeared low in comparison, noting that it also had to be affordable. |
| 8.15 | The Chair's experience in the private sector was that 3% was quite generous. The Treasurer agreed. |
| 8.16 | GT put the 3% in context, noting that historically SVR had paid well and offered good benefits alongside the salary. Turnover was a good indicator of dissatisfaction and SVR generally held onto its people, in part due to its wider benefits. Any future rebalancing of pay scales would have to take a holistic view and include pensions, sick pay, holiday allowance etc. Noting that benefits were often invisible to many employees, GT suggested that as staff became older and were working for longer, the importance of sick pay and benefits would become more apparent. The Treasurer agreed, noting that employees seldom understood the full benefits package. Ch Exec suggested that following the staff survey in Dec, the benefits package should be reiterated during feedback in Q1/26. |
| 8.17 | Co Sec highlighted that the recent employee survey had shown good levels of satisfaction and suggested that the benefits package could be emphasised during feedback to staff. |
| 8.18 | GT also noted that the decreasing gap between the various salary tiers was common to many sectors but suggested this was not something which SVR could solve given its financial situation. The Chair agreed and while it would be good to be in the top quartile in terms of pay, this would place the charity under pressure to cut costs and headcount within the organisation. |
| 8.19 | The Chair asked the GB to vote on the Ch Exec's pay recommendation. |
| 8.20 | Decision: The GB unanimously approved the pay recommendation. |
| 8.21 | The 2026 Budget |
| 8.22 | The Ch Exec explained that the budget had been based on a number of assumptions, which showed a non-core income deficit of £288k in 2026. The paper set out a number of ways to address that deficit namely: <ul style="list-style-type: none"> • Grant funding, noting the great work by HER in this area; • A rebalancing of the investments, reducing the risk level which should bring a better income at the expense of capital growth; |

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| <p>8.23</p> <p>8.24</p> <p>8.25</p> <p>8.26</p> <p>8.27</p> <p>8.28</p> <p>8.29</p> <p>8.30</p> <p>8.31</p> | <ul style="list-style-type: none"> • Apply some salary restraint; • Adjustments to employees: <ul style="list-style-type: none"> ○ Not replacing a part time staff member and expanding the role of another to fill, providing a £15k saving – this was still being tested; ○ Not replacing the Dep Ch Exec role saving £5k; ○ Redesignation of a support worker as a housing and support worker at WHI allowing 75% of that salary to be reclaimed through housing benefit – this would not come into effect until 2027; • Greater pursuit of debtors which are above the materiality bar (£1500); • Increase the pool and use of bank staff as opposed to more expensive agency staff. <p>These measures would increase core income and reduce core expenditure. Of note, there was a legacy due in 2026 of between £150-200k with a further £10k from the Grand Lodge of Scotland. This was expected to close the predicted £150k deficit to a neutral, break even budget.</p> <p>The Treasurer highlighted other changes over the 2025 budget, namely:</p> <ul style="list-style-type: none"> ○ the increased donations target for HER from £45k to £100k; ○ the 5.1% increase in rent in 2026 and the extra revenue that brought; ○ the split between core and non-core which showed the costs of the extra support; ○ the need to reduce voids, keep control of costs and fund raise; ○ the investment portfolio which, at the end of the year, could be drawn on to fund Project JANUS and non-core activities. It was important to show to OSCR and donors that we were not just sitting on our £9m investment but putting it to good use; <p>AC asked whether other Lodges might be approached to which Ch Exec explained that one of the Glasgow Lodges had already donated to BC and now they were donating to the wider organisation.</p> <p>TG asked whether economies could be made on headcount with one role performing their tasks across 3 sites. Ch Exec explained that this worked for the OT but that for support workers who had between 8 and 11 residents, it would be a challenge to work at more than one location. Head Office Staff were the only roles able to do this.</p> <p>The Chair asked the GB to vote on the 2026 draft Budget.</p> <p>Decision: The 2026 Budget was unanimously approved.</p> <p>Ratification of Out of Committee Decisions – Rent Increase and Non Consolidated Payment</p> <p>Ch Exec asked the GB to ratify 2 decisions which had been agreed to out of committee:</p> <ul style="list-style-type: none"> ○ the decision to increase rents and eligible service charge by 5.1% wef 1 Feb 26; ○ the decision to authorise a non-consolidated payment to a member of staff. <p>Both decisions were unanimously ratified.</p> |
| <p>9</p> | <p>STRATEGY</p> <p style="text-align: right;">Ch Exec</p> |
| <p>9.1</p> | <p>Project JANUS Update</p> |
| <p>9.2</p> | <p style="background-color: black; color: black;">[REDACTED]</p> |

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| | until we were told to renew these. | | |
| 10.7 | RB asked whether there was enough granularity in the old condition surveys to inform the 'Do Nothing' option under project JANUS. Ch Exec stated the condition surveys were done every 5 years, looked out 30 years and the existing ones were adequate for determining the cost of this option. | | |
| 10.8 | HER Report | | |
| 10.9 | HER explained that a bid had been submitted to the Scottish Veterans Fund for 40k per year for 3 years for OT. A decision was expected early in the New Year and if successful funds would arrive in April 26. | | |
| 10.10 | GT asked whether this OT service was available to Staff as well. Ch Exec explained that this had been considered but discounted on the grounds that it presented a conflict of interest for the OT. | | |
| 10.11 | The Google ad grant showed how money was being spent on our online presence. New agents had been employed who had ensured that SVR featured at the top of searches. | | |
| 10.12 | The Chair congratulated HER for his hard work engaging with donors and his success in sourcing grant funding throughout the year. | | |
| 10.13 | Residents Reports | | |
| 10.14 | Ch Exec highlighted the main points from the residences, namely: <ul style="list-style-type: none"> ▪ Occupancy was up in Q3 with more arriving than had left when compared to Q2; ▪ With winter, the activities programme would slow down although the activities officer, who normally drops to part time in winter, was to remain full time. | | |
| 11 | GOVERNANCE | Co Sec / Ch Exec | |
| 11.1 | Policy for the Selection of the Chairperson | | |
| 11.2 | Co Sec presented the draft policy for the selection of the Chair for GB approval. | | |
| 11.3 | Decision: The GB unanimously approved the policy for the Chair Selection. | | |
| 11.4 | Nominations for the Next Chairperson | | |
| 11.5 | The Chair stated that RE had put his name forward to take over his position when he stood down in Sep 26. He was the only candidate. GB members were asked to pass their vote to Co Sec before the next GB meeting. | | |
| 11.6 | Additionally, if any Board Member had reservations about this selection and wished to discuss it with the current Chair, he was contactable by phone or email. | | |
| 11.7 | The Chair's departure in Sep 26 was deconflicted with the Ch Exec's retirement in Jul 27. The selection process for the new Ch Exec may have to start before the Chair's hand over. | | |
| 11.8 | Governance Calendar and Action Table | | |
| 11.9 | Co Sec explained the Governance Calendar for 2025, the Action Table and the 2026 | | |

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| | <p>Calendar highlighting that:</p> <ul style="list-style-type: none"> • All reports and returns in 2025 to the various regulators had been sent; • The TIAA Financial Audit had returned a REASONABLE ASSURANCE result while a further audit on Corporate Performance Management was currently in progress. These 'self-imposed' audits were rigorous and represented good value for money; • The staff survey had had a 62% response rate and the issues and actions from this would be briefed at the Q1/26 Meetings. One notable observation was that staff do not know who the GB are. The Chair stated that maintaining contact with staff throughout the WHI change programme would be important; • In 2026, there would be 6 requirements from Trustees: <ul style="list-style-type: none"> ○ Vote on the new Chair; ○ Sign the Code of Conduct; ○ Declare Interests; ○ Complete Whistleblowing training on MyLearningCloud; ○ Complete Cyber Security training on MyLearningCloud; ○ Complete Safeguarding training by reading and signing the SVR policy. |
| 11.10 | <p>Details for these requirements would be sent out in the New Year.</p> <ul style="list-style-type: none"> • There would be 3 more TIAA audits in 2026, dates and topics to be determined; • The strategic planning event would take place in Q1/26; |
| 11.11 | <p>Afternote: 20/21 Feb and 27/28 Feb were promulgated as 2 dates for the away day. GB were asked to confirm availability.</p> |
| 11.12 | <p>The GB thanked Co Sec for his work on Governance.</p> |
| 11.13 | <p>Sub Committee Reports</p> <ul style="list-style-type: none"> • IRFC: This had been covered in previous items. RE thanked the work of the committee members. • Audit and Risk Committee. This had been covered in previous items. • Quality Committee. As a result of a complaint, there had been a concerted effort to improve staff understanding of neurodiversity and to deal with challenging behaviour. This showed SVR to be a learning organisation. |
| 11.14 | <p>Strategic Risk Register</p> |
| 11.15 | <p>Ch Exec stated that:</p> <ul style="list-style-type: none"> • Risk 1: FINANCE - The Impact of Conservation and Renovation at Whiteford House. This had been covered under Strategy. • Risk 2: FINANCE - The Impact of Cost Pressure. The cost pressure remains with evidence earlier in the meeting that all efforts were being made to reduce the deficit. • Risk 3: HEALTH AND SAFETY - Defective Fire Doors. The work to replace the fire doors was in progress. BC fire doors were being dealt with by McTaggart, the original builders, at their own cost. Ethos had won the contract for the remainder of the SVR estate with the work starting in the new year and scheduled to run for 28 weeks. Ch Exec had written to Res Mgrs to ensure that extra vigilance was needed while the doors were being replaced with additional tests, drills and training. |

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| 12 | AOB | Chair | | Noted |
| 12.1 | The Chair reiterated the need to set a date and location for Project JANUS away day and reminded Board Members to send their votes for the new Chair to Co Sec by 20 Mar 26. | | | |
| 13 | Date of Next Meeting | Co Sec | | Noted |
| 13.1 | The Q1/26 Meeting will be held on Fri 20 Mar 26 at 1200, in the WHI Boardroom and on MS Teams | | | |