

## Public Eildon Board Minutes

**Meeting:** Board Meeting of Eildon Housing Association Ltd.  
**Date:** 3 September 2025  
**Time:** 7.36pm – 8.27pm (51mins)  
**Location:** The Weaving Shed, Ettrick Mill, Dunsdale Road, Selkirk TD7 5EB  
  
**Present:** Mr R Beardsley, Mr B Frater, Ms A Harvie, Mr C Highton, Mr R Kilshaw, Ms C Louch, Ms H MacLeod, Ms J Pashley, Ms C Penman and Mr E Swinton  
**Virtual:** Mr A Lundmark  
  
**Attendance:** Mr N Istephan, Chief Executive & Company Secretary (CEO)  
 Ms L Mirley, Director Business Support (DBS).  
 Ms A Miller, Director Community Services (DCS)  
 Ms S Spence, Governance Officer (GO)

**Mr Istephan presided at 1.01 before the Chair presided**

Ref	Subject	Action
<b>Board Items</b>		
<b>1.01</b>	<b>Welcome &amp; Apologies</b> The Secretary opened the meeting at the 7.36pm and welcomed members to the meeting congratulating Ms Penman on her election to the Board and Mr Beardsley, Mr Frater and Ms Louch on their re-election at the AGM. Apologies were noted from Ms E McHugh and Mr Wilson-Prior, Director Property Assets.	
<b>1.02</b>	<b>2025/26 Board Elections and Committee Membership</b> Following the Rules of the Association the CEO presided over the meeting until a Chair was elected. <ul style="list-style-type: none"> <li> <b>Election of Chair</b>                The CEO asked for nominations for the position of Chair. Mr Lundmark nominated Mr Frater, this was seconded by Mr Swinton. With no other nominations or objections Mr Frater was appointed Chair.                 With the Chair being duly elected the Secretary handed over the proceedings.                 The Chair thanked Board Members for his appointment.             </li> <li> <b>Election of Vice-Chair</b>                The Chair nominated Mr Highton as Vice-Chair, and this was seconded by Mr Lundmark. With no other nominations or objections Mr Highton was appointed as Vice-Chair.             </li> </ul>	

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	<p>The Chair advised that there was a vacancy on the subsidiary Eildon Enterprise and each sub-committee, Audit and Risk and Remuneration and asked for volunteers for these groups. However, if a decision could not be reached at this meeting, it would be carried forward to the next relevant meeting.</p> <ul style="list-style-type: none"> <li> <b>Membership of Eildon Enterprise (EEL) Board</b>  Membership of EEL was confirmed as:  Mr Lundmark, Chair  Ms Harvie  Mr Highton  Mr Kilshaw </li> <li> <b>Membership of Audit and Risk Committee (ARCom)</b>  With no decision reached on who should fill the vacancy the ARCom was confirmed as:  Mr Beardsley  Ms Harvie  Mr Kilshaw  Ms Louch  Mr Lundmark  Ms MacLeod  Mr Swinton </li> <li> <b>Membership of Remuneration Committee (Remco)</b>  The Membership of RemCo was confirmed as:  Mr C Highton  Mr B Frater  Ms E McHugh  Ms J Pashley </li> </ul> <p>With the Chair of this sub-committee to be elected at their next meeting</p>	
<b>1.03</b>	<b>Annual Declarations</b> The CEO tabled a Code of Conduct Form and a Declarations of Interest Form and advised, in accordance with Rule 38.2, Board Members are required to sign these documents annually.	
<b>1.04</b>	<b>Minutes for Approval</b> The minutes of the last meeting on 13 August 2025 were approved on the motion of Mr Swinton and seconded by Mr Beardsley.	
<b>1.05</b>	<b>Action Points &amp; Matters Arising</b> The CEO updated Board Members on the actions arising from the meeting on 13 August 2025.  <b>Recommendation:</b> The Board noted the paper.	
<b>Routine Items</b>		
<b>2.01</b>	<b>Meeting Schedule 2026/27</b> The CEO presented the 2026/27 schedule	

Ref	Subject	Action
2.02	<p><b>Amendment to Financial Standing Orders and Introduction to Virtual Credit Card</b></p> <p>DBS gave an overview of a system called Pay Visa Commercial Payment (VCP) and proposed that Eildon pilot this until December 2025.</p> <p><b>Recommendations</b> -The Board:</p> <p>The Board considered and approved:</p> <ol style="list-style-type: none"> <li>1. The establishment of a pilot for virtual credit cards to support tenant related expenditure and the utilities management requirements associated with voids.</li> <li>2. The additional text to the Financial Standing Orders.</li> </ol>	
2.03	<p><b>Funding Strategy – Santander Update</b></p> <p>DBS presented the Funding Strategy – Santander Update paper.</p> <p>With no questions or points raised the Chair moved to the Recommendation.</p> <p><b>Recommendation</b> – The Board considered and approved:</p> <ol style="list-style-type: none"> <li>1. The outline parameters as set out in Table 1 as the basis of negotiating the increased facility with Santander.</li> <li>2. The delegation of authority to the Chair and Vice-Chair to approve the negotiated terms, providing these are within the parameters approved by the Board in this report.</li> <li>3. The receipt of an update on the negotiations at the next Board meeting.</li> </ol>	
2.04	<p><b>Health and Safety Statement of Intent</b></p> <p>In the absence of the DPA the CEO presented the annual Health and Safety Statement of Intent paper</p> <p>With no questions or points raised the Chair moved to the Recommendation.</p> <p><b>Recommendation</b> – The Board approved the Statement of Intent.</p>	
<b>Routine Items</b>		
3.01	<p><b>Disposal of Land/Property/Leases and Granting of a Security</b></p> <p>There were no Disposals of Land/Property/Leases or Granting of a Security reported.</p>	
3.02	<p><b>Entitlements, Payments and Benefits</b></p> <p>There were no Entitlements, Payments or Benefits reported.</p>	
3.03	<p><b>List of Signings and Use of Seal</b></p> <p>The CEO advise the Company Seal had been used on four Share Certificates.</p>	

<b>Ref</b>	<b>Subject</b>	<b>Action</b>
	<b>Recommendation</b> – The Board noted the use of the Company Seal for Share Certificates 699, 700, 701 and 702.	
<b>3.04</b>	<b>Membership Applications</b> There were no Membership Applications reported.  <b>Recommendation</b> -The Board noted the contents of the paper.	
<b>3.05</b>	<b>AOCB</b>  The Secretary advised the outcome of the ballot at the AGM was that nominee, Ms Penman had been elected onto the Board. Board Members also agreed that nominee Ms Downie should be invited to be co-opted and as per the Board Member Recruitment Policy.  The Chair closed the meeting at 8.27pm	

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Mr Frater, Chair  
12 November 2025