

**Meeting of the Board of Management
to be held at 6pm on Tuesday 18 April 2017
at 423 London Road, Glasgow**

AGENDA

- 1. Apologies**
- 2. Declaration of Interests** **To note**
- 3. Minute of meeting held on 21 March 2017** **For approval**
- 4. Matters arising from meeting of 21 March 2017**
 - 4.1 Data protection policy** **For decision**
- 5. 2017 Board appraisals: evaluation** **For decision**
- 6. Development update report on sites at Monteith Row/London Road and Phase Two Cladding Contract with SSE** **For decision**
- 7. Regulatory engagement** **For information**
- 8. Chief Executive's Report** **For decision**
- 9. Any other competent business**
- 10. Date of next meeting on Tuesday 23 May 2017**

THENUE HOUSING ASSOCIATION LTD

**Minute of the Board of Management Meeting
held on Tuesday 18 April 2017 at 6.00pm
within 423 London Road, Glasgow, G40 1AG**

Present: Owen Stewart (Chairperson), George Alexander, Pauline Casey, Robert Kelly, Charlotte Levy, Howard Mole, Florence O'Hale, Derek Quinn, and Willie Redmond

Attending: Charles Turner, John Russell, Lynne McKenzie-Juetten and Ray Macleod

1. APOLOGIES

Apologies were received from Maureen Dowden, Foday Keran, Nicola McCurdy and Filbert Musau. Board members also welcomed back Robert Kelly who had previously been granted special leave of absence.

NOTED

2. DECLARATION OF INTERESTS

Charlotte Levy intimated an interest in agenda Item 8 concerning membership renewal of SHARE.

NOTED

3. MINUTE OF THE PREVIOUS MEETING HELD ON 21 MARCH 2017

The minute of the previous meeting held on 21 March 2017 was approved a correct and accurate record. Proposed by George Alexander and seconded by Pauline Casey.

APPROVED

4. MATTERS ARISING FROM THE PREVIOUS MEETING HELD ON 21 MARCH 2017

4.1 Data Protection Policy

Lynne McKenzie-Juetten explained the policy in hindsight had been brought back to the meeting to approve a further five points to incorporate the forthcoming General Data Protection Regulations (GDPR) and cyber insurance liability thus avoiding an update in several months time. The report summarised the details which the Board of Management approved.

DECIDED

5. 2017 BOARD APPRAISALS: EVALUATION

Owen Stewart thanked Board members for their responses to quickly complete the appraisal process, intimating how invaluable the meetings had been and the positive outcomes in the appraisal report.

Lynne McKenzie gave a brief overview and summary of the report. The use of presentations duplicating report details had been a constructive criticism during the appraisal process with Board members requesting presentations only to add value or give in depth explanation. Lynne advised that Disciplinary training had been arranged in-house with SHARE for Tuesday 9 May 2017 at 6.00pm and would be shared with another local housing association also sharing the cost.

Charles Turner re-enforced Owen Stewart's comments and took the opportunity to discuss with Board members the action points as follows:

Action Point	Board of Management
1. Organise an informal coffee morning, social evening; an opportunity for Board Members to have a general chat, rather than always concentrating on Board business.	Agreed with Saturday mornings as a preferred time to meet.
2. Likely Chair/Vice Chair combination at September 2018 is Owen and Derek. Owen appointed as Chair in January 2014. Maximum term for Owen as Chair is to January 2019. Logically the time for Owen to stand down would be the AGM in September 2018.	Agreed
3. There is interest in establishing a 'Joint Vice Chair' position. This is something that Thenue was used to working with up until the 2015 AGM. This would work very well, as it would give the second Vice Chair an appreciation of the role for a full twelve months, prior to Derek taking on the role of Chair. There are two individuals that have expressed an interest in this second Vice Chair role for a period of twelve months. Both should be asked to present their statement to a future Board meeting and the Board should make a decision on that.	Agreed a second Vice Chair would assist with succession planning and the two interested people to provide statements for the meeting after the Annual General Meeting when office bearers are decided.
4. Care of dependents policy requires amendment. Current policy states that reasonable costs of childcare or the care of adult dependents necessarily incurred as a consequence of attending to authorised Board business will be reimbursed. Some Board Members have found it difficult to source a child-minder, so our policy requires being more flexible. In addition, our policy states that we will only pay the minimum wage for this, and actual costs are greater than this.	Noted this was discussed later in the meeting at Agenda Item 8.3.
5. General consensus that the November 2016 Business Planning event was beneficial and successful. Repeat along the same lines in 2017, but some amendments to that are:- <ul style="list-style-type: none"> • Ensure that there is a 'note-taker' present and that the notes are circulated to all participants afterwards. • Use the 2017 Residents' satisfaction survey as the basis of the overall discussion, and the evidence that Managers might use to present their ideas for 2018 going forward. 	Agreed
6. Consider being more strategic by having less meetings over a typical year; in effect consider nine over twelve months, with the Business Planning session taking the place of the current 10 th meeting. Some would like to see even fewer meetings than nine however!	Board decided that ten Board meetings are essential to deliver the volume of business in addition to the end of year business planning session.
7. Board enjoy the staff presentations; however:- <ul style="list-style-type: none"> • Can we ensure that we supply a copy of those presentations to Board members, ideally so they have them at the time? • Can staff try, when doing those presentations, not to just repeat information that is already in the Board reports? 	Agreed with presentations being posted to Board Member l pads.
8. Policies: Staff need to check that the Board Members have	Agreed policies are posted in

access to up to date policies on the association web site.	the Board members section of the website.
9. Long standing Board members need to demonstrate a bit more patience with newer Board members. It takes time to build up knowledge and confidence. Give newer Board Members opportunities to make a contribution at Board meetings.	Agreed
10. Our newer Board members should be encouraged to attend conferences; longer standing Board members should only attend if he/she was accompanying a newer Board Member. The circulation of hand-outs given at a conference should happen as a matter of course and more routinely.	Agreed
11. Netherholm Area Association and Thenue need to organise local events re the use and management of the new community centre well before the building is complete. Subsidiary Company Board should visit other local centres to generate ideas.	Agreed with inclusion of local private homeowners.
12. Appraisal process:- <ul style="list-style-type: none"> • The ‘traffic light’ options of the appraisal form works much better than the ‘1 to 5’ options previously. Repeat this format in 2018. • Board Members should be encouraged to share their own evaluations with the Chair prior to the actual meeting if that is feasible. • Where either a ‘red’ or ‘amber’ is scored, then the form needs to have the space for Board members to give a specific example or reason why they score that item that particular way. 	Agreed and consider developing the appraisal form into an ongoing action plan for individuals to monitor, demonstrate and evidence improvement e.g. red moving to amber, amber moving to green over a year.
13. SHARE has a habit of cancelling training, when numbers don’t make a particular course financially viable. That leads to us trying to source an alternative elsewhere.	Agreed and Board members indicated this was frustrating.
14. Can we source some governance self-assessment scenarios and dilemmas? Something that Board members can complete on their own in their own time.	Agreed with the suggestion of <ul style="list-style-type: none"> • Asking Linda Ewart or A N Other to present a session • Using the SHR Governance Matters publications • Using the business continuity process
15. The term ‘value for money’ is being promoted heavily by the Regulator. Can we develop a Thenue definition of this term?	Agreed
16. Board generally need to have a better ‘helicopter’ overview of large procurements (work and projects that are put out to tender).	Agreed and identified that since there is no longer a Property Services Sub-Committee improved governance control of the implications and decisions must be addressed.
17. Our ‘Buddy’ system is too informal. This needs to be enhanced by expectations of both parties for the period of time that the buddy system is in place.	Agreed with the suggestion of longer standing Board members accompanying new people to training events and

	maintaining continuous learning and development.
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The Board of Management approved the action points as listed above, the Employment Disciplinary Training to be held on 9 May 2017 and noted the contents of the report.

DECIDED

6. DEVELOPMENT UPDATE REPORT ON SITES AT MONTEITH ROW/LONDON ROAD AND PHASE TWO CLADDING CONTRACT WITH SSE

Beth Reilly gave an update on the position with the development sites at Monteith Row/Monteith Place/London Road and explained the complexities of land ownership, Network rail permission, grant funding, private finance and delegation of authority to allow tender and grant offer to be accepted. John Russell described the standard to assess the financial viability of the project based on 3p rent levels.

After discussion the Board of Management:

- Approved the subsidy from reserves of £224k required to support the project noting that this remains affordable within the current approved Business Plan.
- Delegated authority to the Head of Property Services to accept the offers of grant from DRS subject to the following qualifications:
 - The private finance calculation is based on no more than 3p equivalent rents plus 5%.
 - Savings of no more than 10% are required on the cost.
- Delegated authority to the Chair and Vice Chair to decide on a recommendation from the Executive Team should either of the above qualifications apply.
- Authorised the Head of Property Services to instruct the acceptance of the tender from the contractor who submitted the lowest tender as recommended in the Tender Report from Brown and Wallace Quantity Surveyors.
- Noted the Outturn letter from Glasgow City Council and the grant spend of £2.397m equivalent to 57% of the GPT target of £4.218m and the reasons for the underspend.

DECIDED

7. REGULATORY ENGAGEMENT

Charles Turner advised this report was for information only and was pleased to report Thenu had a current “low” engagement status with The Scottish Housing Regulator.

NOTED

8. CHIEF EXECUTIVE’S REPORT

Charlotte Levy had declared an interest in the item concerning SHARE membership and left the meeting.

Charles Turner proposed the continuation of membership of SHARE for this year and a cost benefit analysis completed over the year. Concern had been raised over the cancellation of training events, the quality and cost of conferences and whether we were receiving value for money by subscribing. The Board of Management approved continuing affiliation to SHARE for twelve months and completing a cost/benefit exercise over the next year.

DECIDED

Charlotte Levy returned to the meeting.

At this point the Board of Management were asked and approved the suspension of Standing Orders to complete the evening’s business.

DECIDED

Following discussion and Charles Turner’s summary of the other items, the Board of Management:

- Approved three new applications for Membership.
- Approved two requests for members of the association to observe Board of Management meetings.
- Approved the amendments to the current policy on Board Member expenses.
- Noted the new composition of the Executive of both GWSF ‘The Forum’ and EVH.
- Noted the date of the next open meeting, of the GWSF on 18th May 2017 and their Regeneration Conference on 16th June 2017.
- Noted the termination of the minute of agreement between the association and Calton Area Association.
- Noted the various policies that require Board review during 2017.

DECIDED

9. ANY OTHER COMPETENT BUSINESS

9.1 SHAPS Support Group

The Board of Management noted the SHAPS event the following day, and a further event on 16 May 2017 and agreed attendance of Owen Stewart, Robert Kelly, George Alexander, Charlotte Levy and Howard Mole.

NOTED

10. DATE OF NEXT MEETING ON TUESDAY 23 MAY 2017

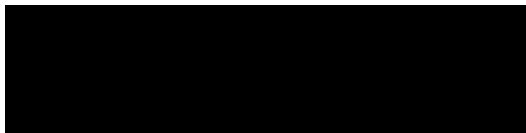
The next meeting will be held on Tuesday 23 May 2017 at 6.00pm.

NOTED

The meeting concluded at 8.20pm.

I certify that the above minute has been approved as a true and accurate record of the proceedings.

Signature:
Owen Stewart
Chairperson



Date: _____