

**Meeting of the Board of Management to be held on September 25<sup>th</sup> 2018  
at 6pm at 423 London Road, Glasgow, G40 1AG**

## AGENDA

1. **Apologies**
2. **Introductions and formal welcome to new members**
3. **Selection of Office Bearers** **For decision**
  - a) Chair
  - b) Vice Chair
  - c) Secretary
4. **Minute of meeting held on 14 August 2018** **For approval**
5. **Matters arising from meeting of 14 August 2018**
6. **Appointment to Sub-Committee, subsidiary companies, working group and external bodies** **For decision**
  - a) **Audit and Risk Sub-Committee:** We require a minimum of three and a maximum of eight Board of Management members. In addition the Board require to approve the appointment of Robert Kelly as the Chair.
  - b) **Staffing Sub-Committee:** We require a minimum of three and a maximum of eight Board of Management members.
  - c) **Thenue Trust:** currently Chairperson, Vice Chair, Charlotte Levy, Head of Finance and Chief Executive
  - d) **Thenue Housing Services:** currently William Redmond, Elizabeth Reilly, John Russell, Owen Stewart and Charles Turner
  - e) **Thenue Communities:** proposed Board membership is Elizabeth Reilly, Charles Turner, Jim Coleman, Betty Cosgrove, Cathie Martin, Mary McPherson, Joan Soutar and Thomas John McDougall.
  - f) **Pensions Working Group:** currently Howard Mole, George Alexander, Willie Redmond, Charlotte Levy and Owen Stewart.
  - g) **Employers in Voluntary Housing, (EVH):** currently George Alexander
  - h) **Scottish Federation of Housing Associations (SFHA):** currently Charles Turner
7. **Code of Conduct, Health and Safety, and equal opportunities monitoring:**
  - a) Code of conduct for Governing Body members
  - b) Health and Safety responsibilities for committee members
  - c) List of authorised suppliers
  - d) Declarations form (available at meeting and separate attachment) **For signing**
  - e) Equal opportunities monitoring form (available at meeting and separate attachment) **For signing**
8. **On-line housing applications** **For decision**
9. **Regulator's thematic report on Development** **For decision**

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| <b>10.</b> | <b>Health and Safety policy statement</b>                        | <b>For decision</b>    |
| <b>11.</b> | <b>Chief Executive's report</b>                                  | <b>For decision</b>    |
| <b>12.</b> | <b>Subsidiary company minutes</b>                                | <b>For information</b> |
|            | 12.1 Calton Heritage and Learning Centre 13 August 2018 #        | <b># = draft</b>       |
|            | 12.2 Thenue Housing Services 14 August 2018 #                    |                        |
|            | 12.3 Thenue Trust 14 August 2018 #                               |                        |
| <b>13.</b> | <b>Any other competent business</b>                              |                        |
| <b>14.</b> | <b>Date of next meeting – Tuesday 30 October 2018 at 6.00 pm</b> |                        |

## THENUE HOUSING ASSOCIATION LTD

**Minute of the Board of Management meeting  
held on Tuesday 25 September 2018 at 6.00pm  
within 423 London Road, Glasgow, G40 1AG**

**Present:** Pauline Casey (Acting Chairperson), Abdifatah Hayde, Charlotte Levy, Howard Mole, Filbert Musau, Willie Redmond and Owen Stewart

**Attending:** Charles Turner, Brian Gannon, Beth Reilly, Ray Macleod and Paola Doyle

As this was the first meeting after the Annual General Meeting members agreed the proposal that Charles Turner chaired the meeting for the first three agenda items.

**1. APOLOGIES**

Apologies were received from George Alexander, Maureen Dowden, Jeanette Goode, David Keltie-Armstrong, Nicola McCurdy and Derek Quinn.

**NOTED**

**2. INTRODUCTIONS AND FORMAL WELCOME TO NEW MEMBERS**

There were no new members present, however, Charles Turner referred to the ballot outcome at the Annual General Meeting and the six people elected. Charlie asked the Board of Management to consider and decide what to do with regard to David Reid who was not elected. After discussion the Board of Management agreed that David Reid be advised that all places on the Board of Management were filled until such times as there is a vacancy and an opportunity to observe.

**DECIDED**

**3. SELECTION OF OFFICE BEARERS**

**3.1 Chairperson**

Charles Turner advised Derek Quinn had expressed willingness to be elected as Chairperson. The Board of Management approved Derek Quinn as Chairperson, proposed by Owen Stewart and seconded by Pauline Casey.

**DECIDED**

**3.2 Vice Chair**

Charles Turner intimated Pauline Casey had expressed willingness to be elected as Vice Chair. The Board of Management approved Pauline Casey as Vice Chair, proposed by Owen Stewart and seconded by Willie Redmond. Pauline Casey acknowledged and accepted the appointment.

**DECIDED**

Charles Turner asked the Board of Management to consider, as in previous years, having a second Vice Chair and reported Maureen Dowden had expressed willingness. The purpose of this role is to primarily support the Chair and Vice Chair in their new roles. The Board of Management approved Maureen Dowden as Vice Chair, proposed by Charlotte Levy and seconded by Pauline Casey.

**DECIDED**

**3.3 Secretary**

Charles Turner intimated this was incorporated into the job description of the Chief Executive. Unanimously approved and noted.

**NOTED**

From this point onwards Pauline Casey chaired the meeting as Vice Chair in the absence of Derek Quinn, Chairperson.

**4. MINUTE OF THE PREVIOUS MEETING HELD ON 14 AUGUST 2018**

The minute of the previous meeting held on 14 August 2018 was approved a correct and accurate record of the proceedings subject to clarification in Agenda Item 6.1 that performance topics identified in "red" will have action taken reported. Proposed by Willie Redmond and seconded by Owen Stewart.

**APPROVED****5. MATTERS ARISING FROM THE PREVIOUS MEETING ON 14 AUGUST 2018**

There were no matters arising.

**NOTED****6. APPOINTMENT TO SUB-COMMITTEES, SUBSIDIARY COMPANIES, WORKING GROUPS AND EXTERNAL BODIES**

**6.1 Audit and Risk Sub-Committee (ARSC):** Charles Turner intimated the ARSC meets four times per year to consider the risk register which drives the audit topics and programme. The ARSC also has invited a specialist Robert Kelly to serve. A minimum of three and maximum of eight people are required to serve. Charlotte Levy, Owen Stewart, Willie Redmond, Pauline Casey and George Alexander agreed and/or confirmed serving on the ARSC. Charles Turner was asked to contact other members for interest and agreed the continued participation of Robert Kelly, and agreed, subject to the decision of the Audit Committee, that Robert be nominated as Chair.

**DECIDED**

**6.2 Staffing Sub-Committee (SSC):** Charles Turner advised the SSC had not met for over a year as there had been no relevant business, however, salary consultation may require a meeting. A minimum of three and maximum of eight people are required to serve. Charlotte Levy, Owen Stewart, Willie Redmond, Pauline Casey and George Alexander agreed and/or confirmed serving on the SSC. Charles Turner was asked to contact other members for interest.

**DECIDED**

**6.3 The Thenue Trust:** Charles Turner intimated membership of the Thenue Trust was by virtue of office; Chairperson, Derek Quinn; Vice Chair, Pauline Casey and Maureen Dowden; Chief Executive, Charles Turner; Head of Finance, John Russell and named person, Charlotte Levy as former Chair of the Finance and Staffing Sub-Committee, but who is names specifically in the Deed of Trust.

**DECIDED**

- 6.4 Thenue Housing Services Ltd:** Charles Turner reported the Board of Directors were himself, Owen Stewart, Willie Redmond, Beth Reilly and John Russell with no proposals to change. Owen Stewart and Willie Redmond confirmed their continued role as Directors.  
**DECIDED**
- 6.5 Thenue Communities:** Charles Turner described the composition of the Board of Directors a total of 10 people, comprising of two people from the parent company Thenue Housing Association, six people from the local communities and two people with general/special interest in community work. The Board of Management agreed Charles Turner and Beth Reilly continue as Board members.  
**DECIDED**
- 6.6 Pensions Working Group:** Charles Turner advised the next pensions tri-annual valuation is due at the end of the month with an outcome report expected in the spring of 2019 when the Pensions Working Group will require to meet. Charlotte Levy, Owen Stewart, Willie Redmond and George Alexander agreed and/or confirmed to serve on the Pensions Working Group and requested former Board member Robert Kelly be asked to serve. Charles Turner was asked to ascertain membership of other Board Members if required.  
**DECIDED**
- 6.7 Employers in Voluntary Housing (EVH):** Charles Turner intimated George Alexander had expressed his willingness to continue as representative unless anyone else would like to take over. The Board of Management agreed to George Alexander continuing as EVH representative.  
**DECIDED**
- 6.8 Scottish Federation of Housing Associations (SFHA):** Charles Turner indicated he was the current representative and the Board of Management agreed to this continuing.  
**DECIDED**

## **7. CODE OF CONDUCT, HEALTH AND SAFETY AND EQUAL OPPORTUNITIES MONITORING**

- 7.1 Code of Conduct for Governing Body Members**  
Charles Turner explained annually there was a declaration form to be completed to confirm Board members had read and understood the contents of the Code of Conduct and their responsibilities for health and safety. Also monitoring and reporting of equalities was required.  
**NOTED**
- 7.2 Health and Safety Responsibilities for Board Members**  
He described the health and safety responsibilities for Board members that did not include day to day which is delegated to the Health and Safety Committee, that meets four times a year and will report to the Board after each meeting, therefore, there will be no need for an agenda item at every Board meeting. He advised that the election of Jeanette Goode has added to the Board of Management experience and expertise.  
**NOTED**
- 7.3 List of Authorised Suppliers**  
He explained the purpose of the lengthy list of authorised suppliers which would assist Board members to identify any conflicts of interests in any companies we work with and declare this interest as described in the Code of Conduct at section 5 and particularly 5.12.  
**NOTED**

**7.4 Declarations Form****7.5 Equal Opportunities Monitoring Form**

Forms were available at the meeting for completing and alternatively had been emailed for people unable to attend or bring to the meeting.

**NOTED****8. ON-LINE HOUSING APPLICATIONS**

Pauline Casey introduced Brian Gannon and Paola Doyle to present the report proposing the move to an online only housing application process. Brian Gannon indicated this is a current Business Plan objective: "By November 2018, evaluate the feasibility of all new applications for housing being completed online."

Brian highlighted:

- The new process will be more efficient for staff and easier for customers.
- Is consistent with the aims of the allocation policy i.e. no conflicts.
- The trend in completion of applications is increasing online.
- The option to keep the status quo but noted the challenges of this cumbersome system.
- The business case to change to an online system comparing costs and time and an "Assisted Digital" approach to helping those who are not online.
- The equality impact assessment to ensure the service delivery is inclusive for all customers.
- Completion of customer satisfaction surveys after application to monitor the effectiveness of process and report back to the Board of Management.
- Anticipated to go live in the next financial year as the system first needs to be thoroughly tested and staff trained.
- Online applications have the ability for immediate translation for customers whose first language isn't English.

The Board of Management considered the report, listened to the presentation and approved the move to an online only housing application process.

**DECIDED****9. REGULATOR'S THEMATIC REPORT ON DEVELOPMENT**

Beth Reilly advised the Scottish Housing Regulator (SHR) expected housing associations with development programmes to complete a self-assessment for good governance as described in the Regulator's Thematic Report on Development March 2017. The Executive Team had self-assessed on the ten good practice principles as detailed in the report. In addition to the self-assessment the Board of Management also needs to demonstrate that they have the skills, expertise, knowledge and processes in place. Beth Reilly with the Board of Management looked at the ten principles and questions. The Board of Management following discussion approved the Board responses subject to:

- The correction of a typing error.
- Rewording in Principle 2, Risk, concerning parent company liability on the closing/ending of a subsidiary company.
- Rewording in Principle 3, Product, with reference to sustainability and longevity in briefs and specifications and compliance with technical standards.

**DECIDED**

**10. HEALTH AND SAFETY, (H&S) POLICY STATEMENT**

Charles Turner intimated this is the annual Health and Safety Policy Statement, responsibilities overview and H&S organisational chart for approval ensuring employee safety so far as reasonably practical. The Statement will be signed by the Chairperson and displayed along with the Health & Safety Executive at Work Regulations poster.

**DECIDED****11. CHIEF EXECUTIVE'S REPORT**

Charles Turner summarised the contents of the report and the Board of Management agreed:

- The meeting of the Staffing Sub-Committee on 23 October 2018 to discuss and lodge on behalf of the association, the EVH Salary Consultation response.
- The recruitment of the Community Regeneration Manager on a contract of between 30 and 35 hours per week and a proposal that Nicola McCurdy is asked to join the selection panel or alternatively Owen Stewart if Nicola was not able to participate.
- Noted the presentation of the new Independence Agreement and Lease with Thenue Communities for signing and the remaining contents of the report.

**DECIDED****12. SUBSIDIARY COMPANY MINUTES**

- 12.1 Thenue Communities Board Meeting 13 August 2018
- 12.2 Thenue Housing Services AGM and Board Meeting 14 August 2018
- 12.3 Thenue Trust AGM and Trustees Meeting 14 August 2018

Pauline Casey intimated the minutes were for information only and any questions to be directed to the relevant chair or lead officer outwith this meeting.

**NOTED****13. ANY OTHER COMPETENT BUSINESS**

There was no other competent business.

**NOTED****14. DATE OF NEXT MEETING**

The next meeting will be held on Tuesday 30 October 2018 at 6.00pm.

**NOTED**

The meeting concluded at 7.30pm.

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

Pauline Casey:  
Vice Chair



Date: 30/10/2018

