

**Meeting of the Board of Management to be held at 6pm
on Tuesday 25 May 2021 remotely via Microsoft Teams**

AGENDA

	<u>Lead person</u>	<u>Decision or information</u>
1. Apologies for absence and welcome to new Members	Derek Quinn	For information
2. Declarations of interests	Derek Quinn	For information
3. Minute of the previous meeting held on 20 April 2021	Derek Quinn	For approval
4. Matters arising from meeting of 20 April 2021	Derek Quinn	If required
5. Annual Return on the Charter (ARC)	Charles Turner	For decision
6. Annual summaries report, (not reported in ARC)	Charles Turner	For approval
7. Management accounts for the year to 31 March 2021	John Russell	For approval
8. Loan portfolio report for the year to 31 March 2021	John Russell	For approval
9. Landressy Place – progress and funding	Eleanor Derbyshire	For decisions
10. Grounds Maintenance tender report	Eleanor Derbyshire	For decision
11. Appraisals 2021	Charles Turner	For decision
12. Chief Executive’s report	Charles Turner	For decision
13. Subsidiary Companies and other minutes:	Charles Turner	To note
13.1 Audit and Risk Sub-Committee 4 May 2021 #		# = draft minute
13.2 Health & Safety Committee, 14 May 2021 #		
14. Any other competent business	Derek Quinn	If required
15. Résumé of meeting	Derek Quinn	
16. Date of next meeting on 22 June 2021		To note

THENUE HOUSING ASSOCIATION LTD

**Minute of the Board of Management meeting
held on Tuesday 25 May 2021 at 6.00pm
remotely on Microsoft Teams**

Pauline Casey intimated she had been asked to Chair the meeting as Derek Quinn had been delayed in attending. Pauline introduced and gave a warm welcome to Bryan McMahon and Linda Chelton who were joining the Board of Management with a view to be formally elected by Thenue members in September 2021.

Present: Pauline Casey (Chairperson), Linda Chelton, Maureen Dowden, Abdifatah Hayde, Robert Kelly, David Kelti-Armstrong, Bryan McMahon, Derek Quinn and Owen Stewart

Attending: Charles Turner, John Russell, Eleanor Derbyshire, Gary Naylor, Sharon Craig-McLeary and Ray Macleod

1. APOLOGIES

Apologies were received from Florence O'Hale and Howard Mole. Derek Quinn and Abdifatah Hayde indicated they would both be late in joining the meeting.

NOTED

Charles Turner advised he had spoken with Elizabeth Williamson who had apologised for not being able to attend meetings and was no longer able to commit to the Board of Management. Charlie proposed the options and the Board of Management after discussion agreed that Elizabeth Williamson should step down. Elizabeth can decide at the time of the AGM if she can commit and re-nominate for election.

DECIDED

2. DECLARATIONS OF INTERESTS

There were no declarations of interest.

NOTED

3. MINUTE OF THE PREVIOUS MEETING HELD ON 20 APRIL 2021

The minute of the previous meeting held on 20 April 2021 was approved as a correct and accurate record of the proceedings. The minute was proposed by Maureen Dowden and seconded by David Kelti-Armstrong.

APPROVED

4. MATTERS ARISING FROM THE PREVIOUS MEETING HELD ON 20 APRIL 2021

There were no matters arising.

NOTED

5. ANNUAL RETURN ON THE CHARTER (ARC)

Charles Turner referred to the summary sheet and the terminology “circumstances beyond our control” which summed up the unusual and difficult year dealing with the COVID-19 pandemic; however, results and satisfaction were substantially better than expected. The quarterly performance reports advised and gave information regularly on our 16 key performance areas. The visual presentation made it easier to understand and compare this year’s performance against last year’s. This is the 8th ARC submission. Charlie detailed and gave background information highlighting the following:

- Sickness and absenteeism had reduced significantly during the year.
- Staff turnover was due to the end of short-life projects and specific funding.
- Accepted all homeless referrals, however, several referrals turned down offers.
- SHQS achieved with the failures relating to the number of owners sharing a close and properties with galley kitchens which cannot be adjusted, etc.
- By 2025 monetary investment to bring properties up to EESSH standard.
- Number of repairs was less due to the pandemic restrictions and focus on including some urgent repairs to protect property with emergencies.
- Despite a backlog of non-emergency repairs, satisfaction remained good.
- After a dip mid-year due to COVID-19 restrictions, access for gas safety had a reasonable performance.
- There were a small number of complaints with the majority due to anti-social behaviour with people being at home.
- Since the report had been written the Ombudsman had confirmed they were not taking the one outstanding complaint further.
- Due to the pandemic evictions for non-payment of rent are suspended, however, there had been one for anti-social behaviour.
- Re-lets were taking longer under the circumstances and voids loss was on target.
- Pleased with the volume of rent collected and arrears were lower than target.
- The Disaster Recovery Group had been meeting weekly all through the pandemic and will continue for some time.

Charles Turner invited Board members to ask questions and/or make comment. The following had been noted:

- Agreement of a really good performance under the current circumstances.
- Staff were asked to elaborate on the significant number of anti-social behaviour complaints and their nature. Gary Naylor confirmed there had been an increase in noise and nuisance complaints due to people being confined to inside their property due to the pandemic restrictions and not happy with the resolutions. People were going about their day-to-day life, however, what is acceptable to one person may not be to another. Mediation had been difficult with staff not being able to visit.
- Staff were asked to expand on the higher number of emergency repairs. Charles Turner advised that a number of more urgent non-emergencies had been re-classified under the circumstances and completed to prevent a repair from deteriorating and becoming a more serious issue.
- Clarification was sought as to how repairs were recorded and processed in line with the Scottish Housing Regulators technical guidance for the ARC. The figure appeared

optimistic as contractors had closed for a period of time before being allowed to carry out emergency repairs. Gary Naylor advised at the start of the pandemic during the first lockdown the contractor had closed. Every call was logged, tenants advised the contractor was unable to attend, their repair logged, and they would be contacted once restrictions allowed. Non-emergencies would be dealt with after lockdown and emergencies dealt with as soon as the contractor was allowed to work. A spreadsheet had been prepared prioritising in date order repairs received. As soon as the contractor was in a position to carry-out repairs including the volume they could handle they were sent in batches for completion. The figures are based on what had been handled by the contractor. There was concern that this may not be compliant with the Scottish Housing Regulators technical guidance and definition of the recording date. Gary Naylor and Sharon Craig-McLeary agreed to look at this and report back to the Board of Management should any post meeting amendment be required.

- With regards to the restart of the stock condition survey, letters advising of visits had not been received. Eleanor Derbyshire confirmed that the survey company are required to issue letters to gain access and agreed to follow this up.

The Board of Management approved the Scottish Housing Regulator's Annual Return on the Charter (ARC) for 2020/2021 subject to a check on the repairs statistics and technical guidance.

DECIDED

6. ANNUAL SUMMARIES REPORT (NOT REPORTED IN THE ARC)

Charles Turner referred to the summary report and gave an overview of each of the registers highlighting Board member attendance had fallen short of target and clarified in the procurement listing the tenders in red were in addition to what was listed in the Business Plan.

Charles Turner invited Board member to ask questions and/or make comment. There were no questions or comments noted.

The Board of Management approved the contents of the report.

DECIDED

7. MANAGEMENT ACCOUNTS FOR THE YEAR TO 31 MARCH 2021

John Russell concentrated on the summary sheet and despite the pandemic there had been a positive impact on finance with a surplus of repairs underspend to be carried forward to the next year. There had been other savings in office running costs even after COVID-19 adjustments, variable loan interest rates, voluntary sales and sharing owners tranching up.

John commented on the strong efforts of staff to make sure tenants were paying rent with rent arrears not as bad as thought or budgeted. He had thought repairs might have caught up, but the second lockdown as impacted on this. The margins on headroom for lenders covenants is comfortable.

John Russell invited Board members to ask questions and/or make comment. There were no questions or comments noted.

The Board of Management approved the Management Accounts for the Year to 31 March 2021.

DECIDED

8. LOAN PORTFOLIO REPORT FOR THE YEAR TO 31 MARCH 2021

John Russell advised the loan portfolio figures were due annually to be submitted to the Scottish Housing Regulator and required approval by the Board. The submitted information will be posted on the Board member section of the website.

John Russell invited Board members to ask questions and/or make comments. There were no questions or comments noted.

The Board of Management approved the loan portfolio report for the year to 31 March 2021.

DECIDED

9. LANDRESSY PLACE PROGRESS AND FUNDING

Eleanor Derbyshire intimated the report gave an update from the previous month with the Scottish Government responding to the double counting on costs. The funding had already been paid and not eligible to be paid again. The kit in place had been inspected and due to the length of time exposed to the weather is no longer fit for purpose. Glasgow City Council will be asked for a comfort letter for funding. Eleanor remarked this situation is unprecedented with high concerns of risk. Going forward a bond to cover up to 10% of costs will be required by Contractors.

John Russell advised he had met with Eleanor and our external auditors to discuss how we approach impairment and record this within our Annual Accounts. Financially agreed this development is worth continuing with and the costs Thenue may be required to cover are not as much as at first expected. The Management Accounts indicate with savings from the past year this may offset costs allow this to be affordable. Going forward future business plans will include this type of risk.

Eleanor Derbyshire invited Board members to ask questions and/or make comment. The following had been noted:

- Clarification was requested on the impact of budgets and capital investment in the short to medium term going forward. John Russell confirmed the money is insignificant and the unexpected higher surplus will soften any financial impact. Next year's budget will be more conclusive and able to answer the question in more detail.
- In relation to the impairment charge in the accounts it was asked if it were possible to raise a creditor to balance out the finances and will there be a note of explanation within the annual accounts. John Russell advised it unlikely to receive or recover any claim and the cost likely to be absorb through the surplus. Any recovery through the

solvency route is a bonus. It is likely that an explanatory note will be inserted into the annual accounts.

- Relating to the kit onsite, it was asked if there been no way of protecting it better. Eleanor Derbyshire explained due to the COVID-19 lockdown and decision delays by Glasgow City Council and the Scottish Government the length of time was never expected.
- It was also asked whether any other RSLs been affected in a similar way and does the Scottish Housing Regulator have guidance on such issues. Eleanor Derbyshire was aware of one other however the properties were nearing completion when contractor went into administration. Eleanor was unaware of any Scottish Housing Regulator guidance on insolvency and Charles Turner confirmed that the Regulator was aware of this incident.
- It was asked whether a 10% bond is enough to cover and what other insurance options are there. John Russell advised this was an insurance industry standard and he agreed to discuss with our insurance company.
- Charles Turner confirmed the contractor administration was a Scottish Housing Regulator notifiable event and the notification remained open for dialogue with them until conclusion of the situation.

The Board of Management noted the information in the report on the background and current situation regarding grant funding and a further report to be provided once the tender has been assessed and a grant offer made.

NOTED

10. GROUNDS MAINTENANCE TENDER REPORT

Eleanor Derbyshire intimated the backcourt cleansing and bulk uplift had been added to this contract. The existing Contractor had come out top with the costs slightly over budget. Eleanor confirmed there had been good performance in the past.

Eleanor Derbyshire invited Board members to ask questions and/or make comment. There were no questions or comments.

The Board of Management:

- Agreed to accept the tender from Idverde for the proposed 4 plus 1 year's contract.
- Authorised staff to instruct acceptance of the tender and progress the works.
- Noted the contents of the report and supplementary information.

DECIDED

11. APPRAISALS 2021

Charles Turner intimated it was time for the 2021 Board Appraisals and three dates had been selected with Board members asked to select their time later in the day than first suggested. Charlie referred to the instructions for the online portal for completing Appraisal forms before the appointments.

A request had been made for the appraisals to be in person in the Boardroom. Charles Turner intimated that due to the current lockdown restrictions he was unsure if this may be allowed and will review nearer the specific dates.

The Board of Management noted the commencement of the 2021 Board and Chief Executive appraisals.

NOTED

12. CHIEF EXECUTIVE'S REPORT

Charles Turner gave an overview of the report highlighting:

- The opportunity of a stock transfer and the Executive Team decision not to progress this further as it did not sit well with our strategy for growth.
- The new membership application and their wish to seek election at the AGM.
- The current COVID-19 restrictions keeping Glasgow City in Tier 3 which had delayed the staff re-inductions and return to office working. Charlie intimated that unfortunately, no specific date can be advised at the present time.
- The Executive Team had looked at the first three strategic objectives which did not take too long and proposed that the session with the Board and Internal Auditor looks at all six.
- After 25 years John Russell had intimated his retirement.
- The recruitment process for John's post of which would include Howard Mole and Derek Quinn.

Charles Turner invited Board members to ask questions and/or make comment. The following had been noted:

- To John Russell - congratulations; exceptionally hard to replace; reputation legendary outwith Thenu; respect for work done; lucky to have; always felt safe and secure in abilities; thank you; you will be truly missed; bang on; information on presentations really great; all the best; exceptional work and will be missed. John Russell thanked the Board members for their kind comments and good wishes. It had been a big decision to retire and had other things to do. John commented he will leave with many good memories and friends left behind. He intimated the August Board meeting will be his last and leaving at a good time.
- With reference to the recruitment process there was a proposal for Robert Kelly to be included in the Panel. Robert Kelly intimated his willingness to assist if needed.
- Board members expressed their awareness that there had already been big changes to the Executive Team and what risk does this pose with John Russell leaving. Charles Turner agreed there is a risk, however, John's timing is fortunate that it is at the end of a financial cycle and quieter time allowing a new person to start at the beginning of a new cycle of budget, quarter 2 performance reporting and business planning.
- With a Head of Department leaving was this a notifiable event with the Scottish Housing Regulator. Charles Turner advised as John was retiring it was not a notifiable event, however agreed to notify the Regulator regardless.

The Board of Management:

- Agreed the decision by the Executive Team not to progress a growth opportunity any further.
- Approved the membership application.
- Noted the current situation delaying the re-opening of the office.
- Agreed the proposal to look at the 6 strategic objectives at the risk appetite session.
- Agreed to the arrangements to recruit a new Head of Finance.

DECIDED

13. SUBSIDIARY COMPANIES AND OTHER MINUTES

13.1 Audit and Risk Sub-Committee 4 May 2021

13.2 Health and Safety Committee 14 May 2021

Pauline Casey intimated the draft minutes were for information only with any questions to be directed to the relevant Chair or lead officer.

NOTED

14. ANY OTHER COMPETENT BUSINESS

Investor in People (IIP) Award - Platinum

Charles Turner was pleased to announce the award of Platinum IIP accreditation which the Board of Management noted.

NOTED

15. RESUME OF MEETING

Pauline Casey invited Board members to comment on the meeting. The following point was clarified:

Robert Kelly expressed he was happy to assist with the recruitment process and in any way the Board found helpful.

NOTED

16. DATE OF NEXT MEETING ON 22 JUNE 2021

The next meeting will be held on Tuesday 22 June 2021

The meeting concluded at 19:24

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

Pauline Casey
Vice Chair



Date: 22 June 2021