



**Meeting of the Board of Management to be held at 12:15pm  
on Friday 3<sup>rd</sup> September 2021, remotely at via Microsoft Teams**

## **AGENDA**

	<b><u>Lead Person</u></b>	<b><u>Action</u></b>
1. <b>Apologies</b>		
2. <b>Declaration of interests</b>	<b>All</b>	<b>For information</b>
3. <b>Board consideration prior to Annual General Meeting</b>	<b>Charles Turner</b>	<b>For decision</b>
4. <b>Any other competent business</b>	<b>Derek Quinn</b>	
5. <b>Résumé of meeting</b>	<b>All</b>	
6. <b>Date of next meeting on Tuesday 28 September 2021</b>		<b>To note</b>

THENUE HOUSING ASSOCIATION LTD

**Minute of the Board of Management meeting  
held on Tuesday 3 September 2021 at 12.15pm  
remotely on Microsoft Teams**

**Present:** Derek Quinn (Chairperson), Pauline Casey, Maureen Dowden, Abdifatah Hayde, David Kelti-Armstrong, Bryan McMahan, Howard Mole, Florence O'Hale and Owen Stewart

**Attending:** Charles Turner, Gary Naylor, Eleanor Derbyshire, Sheena Fergusson (minute taker)

**1. APOLOGIES**

Robert Kelly and Linda Chelton

**NOTED**

**2. DECLARATIONS OF INTERESTS**

Owen Stewart and Derek Quinn declared an interest in Agenda Item 3, Board consideration report prior to Annual General Meeting. Charles Turner therefore chaired the meeting.

**NOTED**

**3. BOARD CONSIDERATION PRIOR TO ANNUAL GENERAL MEETING**

Charles Turner apologised for the necessity to call the meeting and thanked everyone for joining at such short notice.

The meeting was called to discuss the best way forward with succession planning. As this had been an exceptional year due to the pandemic, it was decided to obtain legal advice on the suspension of the 9-year rule to enable Owen Stewart and Derek Quinn to either remain on the Board as participants or as observers.

The regulator had been contacted and had advised obtaining legal advice.

Legal advice suggested that breaking the 9-year rule would be a breach of regulatory standards and a notifiable event.

The recommendation is to invite both Board members to be observers in order to retain their expertise.

As observers, neither Board member would not be office bearers and would not be eligible to vote or use a casting vote. They would not count towards a quorum.

Both Board members agreed they would be happy to stay on as observers.

There was some discussion on this matter.

It was pointed out that having this particular 9-year rule is perhaps a mistake due to the situation that has arisen and perhaps an amendment should be considered.

It was agreed it was wise to contact TC Young and seek their advise on this matter. However there was some disagreement with the advice given. It was advised that, due to the pandemic and this being an exceptional circumstance the regulator would have accepted the suspension as long as the association had been very clear about their reasons.

Some committee members agreed that the rules should be stuck to, due to the fact that Board members had already stood down because of the 9-year rule and it was felt it was wrong to treat others differently.

It was agreed the rules are clear and should not be breached. It was agreed the Board should take the legal advice offered. The Board were happy for Derek Quinn and Owen Stewart to remain as advisors but there was disappointment that they were not able to continue as full Board members.

The recommendation for Derek and Owen to remain as observers was proposed by Bryan McMahon and seconded by Abdifatah Hayde.

**4. ANY OTHER COMPETENT BUSINESS**

There was no other competent business.

**NOTED**

The meeting concluded at 12.55

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

Charles Turner   
Acting Chairperson

Date: 28 September 2021