

**Meeting of the Board of Management to be held at 6pm
on Tuesday 24 May 2022 in person at 423 London Road, Glasgow, G40 1AG
or at remote locations via Microsoft Teams**

AGENDA

	<u>Lead person</u>	<u>Decision or information</u>
1. Apologies for absence	Pauline Casey	For information
2. Declarations of interests	Pauline Casey	For information
3. Minute of the previous meeting held on 19 April 2022	Pauline Casey	For approval
4. Matters arising from meeting of 19 April 2022	Pauline Casey	If required
5. Annual Return on the Charter (ARC)	Gary Naylor	For decision
6. Annual Summaries Report	Gary Naylor	For approval
7. Management accounts for the year to 31 March 2022	Helen Sutherland	For approval
8. Five Year Financial Projections	Helen Sutherland	For approval
9. Procurement Report	Eleanor Derbyshire	For information
10. Chief Executive's report	Gary Naylor	For information
11. Subsidiary Companies and other minutes: 11.1 Audit and Risk Sub-Committee 3 May 2022	Gary Naylor	To note # = draft minute
12. Any other competent business	Pauline Casey	If required
13. Résumé of meeting	Pauline Casey	
14. Date of next meeting on 21 June 2022		To note

THENUE HOUSING ASSOCIATION LTD

**Minute of the Board of Management meeting held on 24 May 2022
at 6.00pm within 423 London Road, Glasgow, G40 1AG
and various remote locations via Microsoft Teams**

PRESENT: Pauline Casey (Chairperson), Allan Anderson, Linda Chelton, Maureen Dowden, Abdifatah Hayde, David Kelti-Armstrong and Howard Mole
Florence O’Hale for part of the meeting (technical issues)

OBSERVING: Owen Stewart

ATTENDING: Gary Naylor, Michael Byrne, Helen Sutherland, Eleanor Derbyshire, Paola Doyle and Ray Macleod

Pauline Casey welcomed Gary Naylor to his first Board meeting as Chief Executive and Secretary, Michael Byrne, Director of Community Housing Services and Helen Sutherland, Interim Director of Finance.

1. APOLOGIES

Apologies were received from Bryan McMahon and Derek Quinn. Robert Kelly submitted apologies after the meeting.

NOTED

2. DECLARATIONS OF INTERESTS

There were no declarations of interests.

NOTED

3. MINUTE OF THE PREVIOUS MEETING HELD ON TUESDAY 19 APRIL 2022

The minute of the previous meeting held on Tuesday 19 April 2022 was approved a correct and accurate record of the proceedings. Proposed by Maureen Dowden and seconded by Allan Anderson.

APPROVED

4. MATTERS ARISING

There were no matters arising.

NOTED

5. ANNUAL RETURN ON THE CHARTER (ARC)

Gary Naylor gave a presentation pinpointing and identifying key areas and risks. Gary highlighted the very unique challenges experienced which overall produced positive outcomes. The presentation featured:

- Staffing which had been more efficient with not much of a turnover.
- Lettings targets and tenancies sustainment were achieved and attributable to the efforts and hard work of the Teams involved.

- Improved rent arrears performance despite the financial difficulties for many of our tenants.
- Minimum rent increase to ensure affordability and viability.
- Improvements in the process to reduce the former tenants rent arrears.
- Gas compliance returned to a target of 100% following access issues related to the COVID-19 restrictions.
- Electrical checks have reduced from 10 to 5 year cycles and an action plan is in place to redress the imbalance of failures due to the timescale change and deployment of a back-up contractor as an additional resource. Aim to have 100% of electrical checks completed 2022/2023. Checks can take 2 to 3 hours to complete.
- Repairs performance is slowly improving.
- Anti-social behaviour has improved from the previous year as COVID-19 restrictions have eased and customers are going about their normal business.
- An administrative error recording a complaint at the beginning of year had carried through to the year end and early systems are in place to ensure this won't happen again.

Gary Naylor invited Board members to ask questions and/or make comment. The following was noted:

- How and what will the process be to use the back-up contractor for electrical checks? Gary Naylor explained the electrical checks will be issued in manageable groups of around 50 properties at a time. The main contractor will be expected to advise if they have capacity, if not the back-up contractor will be asked to complete.
- What is the difference between the aims to achieve 88% and not 100% of checks? Eleanor Derbyshire explained there are a number of properties that aren't and won't be compliant with EESH and the aim is to achieve 88%. However, there is an aim of 100% for electrical checks. Gary agreed that further breakdown of numbers can be reported to the Board of Management in the quarterly performance report.
- What controls are in place with MEARS as they struggle with people, materials and increasing costs? This is an issue that has been around for a while and a 4% price increase agreed monthly. Gary Naylor clarified close management of the contract is happening with regular reviews and monitored against previous years spend. Before any increases in costs are considered Gary expected better performance.

The Board of Management approved the annual submission to the Scottish Housing Regulator of the Annual Return on the Charter (ARC) for the year ending 31 March 2022.

DECIDED

6. ANNUAL SUMMARIES REPORT

Gary Naylor indicated there were a number of Governance Registers which require annual reporting and he referred to the report for approval. Gary confirmed there were six registers with no entries, the ARC submission detailed another three and eleven were included in the papers for approval.

Gary Naylor invited Board members to ask questions and/or make comment. There were none.

The Board of Management approved the report on Governance Registers for the year ending 31 March 2022.

DECIDED

7. MANAGEMENT ACCOUNTS FOR THE YEAR ENDING 31 MARCH 2022

Helen Sutherland gave an overview highlighting lower than anticipated repairs, corporate overheads and employee costs. There had been lower cyclical and major repairs spend due to slower progress in the programmes and works delays. Hybrid working had reduced overheads. Helen advised performance comparison was ahead of the sector. Wider role costs were higher and additional funding had covered this. There is a higher surplus than expected and financial covenants had been met.

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

- Clarification was sought with reference to the cash position and loan drawdown not happening. Helen Sutherland confirmed there would be a certain amount of equalising over the coming year as there had been significant delays in the handover of properties impacting on rental income and cyclical and major repairs programme slippages.

The Board of Management approved the Management Accounts for the year ending 31 March 2022.

DECIDED

8. 5 YEAR FINANCIAL PROJECTIONS

Helen Sutherland advised there would have been a 5 year projection in the Business Plan and this report to the Scottish Housing Regulator gave the actual and adjusted figures for submitting. Helen highlighted lower employee costs, an expected end to the pension deficit, lower current asset position in year 3, projected increase in loan drawdown and early indication of lower cashflow.

Helen Sutherland invited Board members to ask questions and/or make comment. The following was noted:

- The pension deficit is a significant amount of money, can more details and an action plan be provided for future years? Gary Naylor agreed to this being reported for the next meeting.
- The Board expressed discomfort in the figures relating to the lower current asset position in year 3, early indicator of low cashflow and suggested increase in loan drawdown. Following discussion, Board members agreed that the figures were reviewed along with Howard Mole and reported to Board members before the submission date at the end of May 2022.

The Board of Management approved the 5 Year Financial Projections subject to the review above and reporting to Board members by the end of May 2022.

DECIDED

9. PROCUREMENT REPORT

Eleanor Derbyshire advised there was a requirement to annually report on procurement actions for the year and referred to the report. Eleanor invited Board members to ask questions and/or ask questions. There were none.

The Board of Management noted the Procurement Report for the year ending 31 March 2022.

NOTED**10. CHIEF EXECUTIVE REPORT**

Gary Naylor was delighted to be able to report as Chief Executive on his passion about developing communities, priorities for the COVID-19 recovery and what comes next. The wellbeing of staff and getting to know them through open conversations. Gary feels very privileged to be in this position. Gary referred to the contents of the report and gave an update on:

- **Face Coverings:** The Health and Safety Committee had met the day before and going forward mask wearing will be by personal choice and being respectful of distance between others. There was acknowledgement that COVID-19 remains in circulation and workplace caution to continue.
- **Return to the Boardroom:** There is a willingness to have Board members meeting again in the Boardroom. The Boardroom has been set up with facilities to enable combined in person and remote meetings. However, this has reduced the number of people who can comfortably be in the Boardroom for meetings and the table layout to sit a capacity of 12 people which allows spacing between chairs. It is anticipated Board members or staff who are logistically away or unwell (if fit to do so) may join meetings remotely. In addition to the Business Planning session, it is envisaged that one or two Board meetings will be held in a larger venue for everyone to attend in person.

Gary Naylor invited Board members to ask questions and/or make comment. The following was noted:

- With reference to Board meetings, the majority were in favour with the return to the Boardroom, however, some Board members expressed difficulty with traffic, being on time or work commitments and welcomed flexibility to join remotely.

The Board of Management approved the Boardroom arrangements as above, and the use of office savings to carry out office environment improvements to compliment the Hybrid working arrangements. The Board noted the other contents of the report and recommendations.

DECIDED

11. SUBSIDIARY COMPANIES AND OTHER MINUTES

11.1 Audit and Risk Sub-Committee 3 May 2022

Gary Naylor advised the minute was for information only, however, there was a small correction to the auditor's name which will be made to the original document. Any questions to be directed to the relevant Chair or officer outwith the meeting.

NOTED

12. ANY OTHER COMPETENT BUSINESS

There was no other competent business.

NOTED

13. RESUME OF MEETING

There were no comments or observations noted.

NOTED

14. DATE OF NEXT MEETING

The next meeting will be held on Tuesday 21 June 2022 at 6.00pm.

NOTED

The meeting concluded at 7.13pm

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



Pauline Casey
Chairperson

Date: 21 June 2022