

**Meeting of the Board of Management to be held
on Tuesday 21 January 2020
at 6.00pm in 423 London Road, Glasgow, G40 1AG**

AGENDA

1.	Apologies	Lead person	To note
2.	Declaration of interests		To note
3.	Minute of meeting held on 26 November 2019		For approval
4.	Matters arising from meeting on 26 November 2019		For approval
5.	Chief Executive's report	Charles Turner	For decisions
6.	Governance refresh part two: • Development of a 3-5 year forward plan • Clear analysis of skills required to run the business now and in the near future • Board training plan • Approach to succession planning for board members and senior staff • Clear approach to recruitment of new board members • Review of engagement strategy	Derek Quinn and Charles Turner	For decisions
7.	Business Planning day - evaluation	Charles Turner	To note
8.	Any other competent business		
9.	Résumé of meeting	Derek Quinn	To note
10.	Date of next meeting Tuesday 11 February 2020		

THENUE HOUSING ASSOCIATION LTD

**Minute of the Board of Management meeting
held on Tuesday 21 January 2020 at 6.00pm
within 423 London Road, Glasgow, G40 1AG**

Present: Pauline Casey, David Keltie-Armstrong, Charlotte Levy, Howard Mole,
Florence O'Hale, Willie Redmond, George Alexander, Derek Quinn, Abdifatah Hayde,
Maureen Dowden and Owen Stewart

Attending: Charles Turner

Derek Quinn, Chairperson, tentatively opened the meeting, by asking how the Board wished to proceed, as a G40 area power cut that started around 5.45pm was not likely to be resolved until around 8pm. It was agreed that although the meeting could not effectively take place in the dark, the Board agreed to proceed with agenda items 1 to 5 only.

AGREED AND DECIDED

1. APOLOGIES

Apologies were received from Jeanette Goode and Nicola McCurdy. However with Nicola's apologies came a request for leave of absence for a period of eight weeks. Charles Turner advised that this period would include the March 2020 Board of Management meeting. This was unanimously approved.

DECIDED

2. DECLARATIONS OF INTERESTS

Charles Turner, the member of staff present declared an interest in agenda item 5.5 (staff pensions).

NOTED

3. MINUTE OF THE PREVIOUS MEETING HELD ON TUESDAY 26 NOVEMBER 2019

The minute of the previous meeting held on Tuesday 26 November 2019 was approved as a correct and accurate record of the proceedings. The minutes were proposed by Pauline Casey and seconded by Owen Stewart.

APPROVED

4. MATTERS ARISING FROM THE PREVIOUS MEETING HELD ON TUESDAY 26 NOVEMBER 2019

There were no matters arising from the previous meeting on 26 November 2019 meeting.

NOTED

5. CHIEF EXECUTIVE'S REPORT

5.1 Ruchazie Housing Association

The Board noted the latest position with Ruchazie Housing Association.

NOTED

5.2 Mural at Abercromby Street

The Board noted the proposal for the wall mural at Abercromby Street.

NOTED**5.3 Thistle Housing Association**

The Board approved the lodgement of an expression of interest. The Chief Executive advised that at this stage, the only information made available to Thenue was that which was in the public domain. The Board instructed the Chief Executive to refer back to the Board at an appropriate time, prior to committing the association to anything further that may transpire as a result of the expression of interest.

DECIDED**5.4 Refurbishment of tenement at 129 Green Street**

Charles Turner advised that the association has been advised on 20 January that the proposed successful contractor had withdrawn their tender bid. On this basis he asked the Board to instruct staff to re-assess the current situation and report back to the Board thereafter in due course.

DECIDED**5.5 Staff pensions 2020**

Charles Turner advised that after the period of consultation, every single member of staff that had responded to that consultation supported the increased 50:50 split. He therefore advised that Thenue was now in a position to inform the Pensions Trust of this by 31 January, and will come into effect from 1 April 2020.

AGREED AND DECIDED**ADJOURNMENT OF MEETING DUE TO POWER NOT RESTORED**

Derek Quinn asked for suggestions with regard to being able to conclude the meeting.

It was suggested that the Audit and Risk Committee meeting scheduled for 28th January at 6pm, could be re-scheduled to 4.30pm, allowing the Board of Management to resume their meeting at 6pm on Tuesday 28th January 2020.

UNANIMOUSLY AGREED

The meeting was adjourned at 6.25pm. Charles Turner accompanied all Board members off the premises safely.

**Minute of the Board of Management reconvened meeting of 21 January 2020
held on Tuesday 28 January 2020 at 6.00pm
within 423 London Road, Glasgow, G40 1AG**

Present: Pauline Casey, (PC), David Keltie-Armstrong, (DKA), Howard Mole, (HM), Florence O'Hale, (FO'H), Willie Redmond, (WR), George Alexander, (GA), Derek Quinn, (DQ), Maureen Dowden, (MD) and Owen Stewart, (OS)

Attending: Charles Turner

Derek Quinn, Chairperson, opened the meeting, by thanking the Board of Management members for their patience and attendance at the reconvened meeting. He reminded the Board of the importance of regularly adding to their own reflective diary, especially as everyone had received an updated message from the association's Corporate Services Manager. One Board Member advised that there was no space to record the January 2020 meeting.

CHARLES TURNER ASKED TO RECTIFY

Derek also reminded Board Members that Thenue staff are able to help with any and all IT and iPad issues and training they are made aware of.

Apologies for the reconvened meeting were received from Jeanette Goode, Charlotte Levy, Abdifatah Hayde, and Nicola McCurdy (who is on leave of absence).

6. GOVERNANCE RE-FRESH PART TWO

6.1 Derek Quinn opened the discussion by reflecting upon where the Board had got to at the strategy day on 6th November 2019. He advised that he had met with Charles Turner prior to the meeting and asked him to present to the Board the main areas that required both discussion and decision at this meeting. Charles Turner then proceeded to present to the Board the areas that needed to be addressed. At the end of this presentation, the whole Board individually made a number of comments, observations and proposals. Over the course of the next 80 minutes, the following points were made:-

1. Board skills that were important and necessary 15 years ago were different to what is required in 2020. Thenue needs to work on a skills matrix prior to any recruitment, (MD).
2. Although 40 years old, Thenue needs to be more mature going forward and now is the time to decide on the composition of a 3 to 5 year governance strategy, (HM).
3. Thenue needs to formalise better the mentoring scheme, with regular contact between the mentor, (established Board Member) and mentee, (newer Board Member), (FO'H).
4. Thenue needs newer Board Members that are able to better interact with their community, (FO'H).
5. This meeting needs to focus not on where we currently are in 2020, but where we require the association to be in 3 to 5 years' time, and how we propose to get there, (DKA).
6. The Board annual appraisal should be more key to capturing Board Members individual effectiveness, with less emphasis on subjective statements, (MD).
7. Although Thenue has evolved over 40 years, Thenue is now mature so the evolving phase needs to be behind us, (MD).
8. The Board needs to take the lead in that if the Board becomes stagnant, then this is likely to ripple throughout the whole organisation. The Board cannot stand still and it progressively needs to always look forward. She agreed that the evolving phase should be finished, (PC).

9. Ongoing training and upskilling of Board members becomes essential, otherwise Thenue will remain in a state of flux, (GA).
10. Board Members need to do more self-analysis and effectively assess their own contribution more methodically, (FO'H).
11. Replacing or recruiting for a specific skill is easier than generally attracting new tenant Board members, (OS).
12. Board member duties and tasks need to be more visible to an external audience, and that may encourage interested people to see that being a Board member can be less daunting than at first envisaged. Perhaps Board activities need a greater presence on Thenue's web site, (DKA).
13. The Scrutiny Panel has done some great work but is has not been a great source of Board recruitment. Thenue's engagement strategy needs a review, (MD).
14. Should Thenue decide to implement a specific nine-year rule then it is not arbitrary when an individual Board member's time to stand down occurs. The process, if implemented properly will determine how the nine-year rule will work. She urged the Board to make a decision on this as Thenue's Board is currently at a cross roads, (MD).
15. Finding new tenant members to consider joining the Board, in the past has been a near impossible task, so somehow, we need to make the process easier, (WR).
16. Thenue's current Chair of the Audit & Risk Committee was secured by open recruitment, so perhaps we should consider repeating such a recruitment exercise once we became aware of the specific skills we require, (GA).
17. Perhaps going forward, considering the work required, the Board may require some professional assistance. The Board know what they want but remain unsure how to achieve that. Part of the solution must include modern methods of communication and media like LinkedIn, Facebook etc., (HM).
18. The Board are spending too much of this current meeting focussing on how, and asked that the Board re-focus. The Board require a skills matrix, not for 2020 but for 2025, (DKA).
19. Generally, Thenue, and not just at the Board level, require new ways of engaging with our people, (MD).
20. If the Board is not careful, it will put too much emphasis on a scatter gun approach, so going forward through 2020 and into 2021, we need to be more focused, (DKA).
21. All Board members are not required to be skilled in all areas, but collectively the Board requires a mix of skills. A skills matrix is required, (MD).
22. The work of the Board needs a greater prominence on Thenue's web site, (MD).
23. Going forward the Board requires key milestones in place to take the association towards the proposed Special general Meeting in September 2020, (HM).
24. Thenue's work over seven communities is clearly a strength, however this itself is also a weakness as residents in one particular community have no affiliation with the remaining other six, which is one of the problems Thenue has in being able to attract new tenant Board Members, (PC).

6.2 Derek thanked all the Board Members for making a contribution to the evening's debate, and at this point asked that the Board draw the discussion to a close and think about the decisions that are required. Those decisions were:-

1. To amend the current nine-year rule and replace that with a fixed maximum term of nine years.
AGREED BY MAJORITY OF 7 VOTES TO 9
2. To work towards a governance succession work plan to ensure clarity post September 2020.
AGREED UNANIMOUSLY
3. To produce a work plan that will result in a recruitment strategy.
AGREED UNANIMOUSLY

4. To refresh the engagement strategy, which could be part of the communications strategy, which should also include the Scrutiny Panel.

AGREED UNANIMOUSLY

5. To begin work on a 3 to 5 year strategy that links succession, recruitment and engagement.

AGREED UNANIMOUSLY

Derek Quinn then summarised these decisions emphasising that decision number 1 must be achieved by September 2020, with the remainder following on.

7. BUSINESS PLANNING DAY - EVALUATION

One Board Member questioned the overall value of external facilitation. There was a suggestion that staff could have carried this out. The discussion that followed concluded that it was important to use an outside facilitator, as they were able to challenge Board members both individually and collectively more effective than Thenue could have achieved on their own. The discussion, debate and decisions that had been made at the meeting this evening, could not have been achieved without this facilitation at the Business planning day.

NOTED

8. ANY OTHER COMPETENT BUSINESS

There were no items of other business

NOTED

9. RÉSUMÉ OF MEETING

Derek invited comments. Generally Members agreed that the evening's discussion had been a very mature one and the whole meeting a productive step forward.

NOTED

10. DATE OF NEXT MEETING

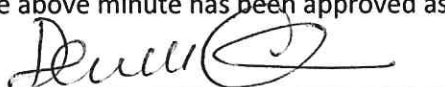
The next meeting will be on Tuesday 11 February 2020

NOTED

Derek thanked Board Members for their participation and closed the meeting at 7.50pm.

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

Derek Quinn
Chairperson



Date: 11 Feb 2020.

