

THENUE HOUSING ASSOCIATION LTD

**Minute of the Board of Management meeting
held on Tuesday, 18 August 2026 at 6pm
at 423 London Road, Glasgow, G40 1AG and via Teams**

Present: Anne McIver, AMCI (Vice Chair); Diane McCallum, DM; Sandra Nolan, SN; Anne Ramsey, AR; Tony Ng, TN; Nile Istephan, NI (via Teams); Gordon Anderson, GA (via Teams); Jack Marshall, JM (via Teams) and Alison Mackenzie, AMK (via Teams)

Attending: Donna Henderson, DH; Helen Boath, HB; Michael Byrne, MB; Lisa Reynolds, LR; Gillian Logan, GL; and Michelle Fegan, MF (Minute Taker) and Nikitta Watson (NW).

Consultants: Freya Lees, FL, North Star Consulting and Research (via Teams)

Observers: Neil Young, NY

1. INTRODUCTIONS

AMCI opened the meeting and welcomed everyone, including the new members and NY who was observing. AMCI invited the new members to introduce themselves.

2. ITEM 5: BOARD MEMBER DEVELOPMENT PLANS

FL presented the findings and recommendations from the Board member appraisals carried out in July, noting that some recommendations had already been implemented.

AR commented that the appraisals were well structured and, as an experienced Board member, considered them one of the strongest appraisal programmes she had participated in.

NOTED

FL left the meeting at 18:20.

3. ITEM 1: APOLOGIES

Apologies were noted for Lindsay Forrest (Chair), Ann McGuire and Janice Shields.

AMCI noted that decisions had been made by email during the summer recess and required ratification by the Board.

1. Approval of Association memberships for Neil Young, Jack Marshall, Alison MacKenzie and Sylvia Beaton. Decision made on 13 August 2026.
2. Approval of Board member applications for Jack Marshall, Alison MacKenzie and Tony Ng.
3. Rejection of Sylvia Beaton's Board member application, on the basis that another application had been received from an individual with a Hanover

connection whose experience better aligned with the Board's needs, as identified through the July appraisals.

DECISION

4. ITEM 2: DECLARATIONS OF INTEREST

No declarations of interest were made.

NOTED

5. ITEM 3: MINUTE OF MEETING HELD ON 23 JUNE 2026

AR proposed the minute as accurate, and this was seconded by DM.

The Board of Management APPROVED the Minute of the meeting held on 23 June 2026.

DECISION

6. ITEM 4: ACTION POINT REGISTER (APR) AND MATTERS ARISING FROM MEETING OF 23 June 2026

The Board noted the actions on the APR and approved the completed actions for closure.

NOTED

7. ITEM 6: STRATEGIC DEVELOPMENT UPDATE

GL presented the report advising that the first update related to the development of Ruchazie place and the requirement to publish a Voluntary Ex Ante Transparency (VEAT) Notice on Public Contracts Scotland for the development.

GA asked if the grant provider had any views on the publication of the notice. GL confirmed that Thenue must adhere to our procurement policies and NRS are happy with this approach. GL explained that legal advice on publishing the notice had been sought and that such an action is required due to this being a land-led development arrangement where acquisition of the site and the construction contract are intrinsically linked.

NI asked whether any checks had been carried out on the company's viability, noting recent reports of companies entering administration. GL advised that the report set out the next steps, including due diligence, and confirmed that advice had been obtained on how to address any identified risks. A further report on the findings will be brought back to the Board.

The Board of Management APPROVED the publication of a VEAT Notice on Public Contracts Scotland in relation to the Ruchazie Place development.

DECISION

GL then provided an update on the potential acquisition of a site on Tobago Street, advising that City Property had now confirmed its intention to place the site on the open market.

AR asked about the level of demand for land in the area. GL advised that she was not aware of any approaches received by City Property and noted that Thenue had been working on a valuation of £50,000 to acquire the land. GL considered that, given the site's location and potential contamination issues, private development may not be financially viable.

LR noted that the street has several long-standing landowners and has continued to deteriorate over time. LR advised that any sale to a private owner would be likely to delay development of the site and could result in further deterioration of the area.

NI asked whether the change appeared to be isolated to this site or reflected a wider change in City Property policy across the city. DH advised that she had spoken with two councillors that week regarding the site and was arranging walkabouts with them to view the issues being experienced. DH noted that the Chair had encountered a similar situation at her own housing association, although it was not yet clear whether this approach was being applied city-wide.

The Board of Management AGREED to continue engagement with Glasgow City Council, City Property, elected members and other key stakeholders to encourage a strategic approach to the future development of the Tobago Street site.

DECISION

GL left meeting at 18:35

8. ITEM 7: ANNUAL PROCUREMENT REPORT AND PROCURMENT STRATEGY

LR presented the report, outlining the process for updating the Procurement Strategy.

NI asked for further detail on section 4.2, Community Benefits, and the process for developing a statement, what we've done previously and what we may be planning to do in the future on that. LR confirmed that a draft Community Benefits Strategy is being developed and will be presented to the Board at a future meeting for consideration.

The Board of Management APPROVED the Annual Procurement Strategy and planned regulated programme for 2026/27, the publication of the documents, completion of the required annual reporting return and notification to Scottish Ministers.

DECISION

9. ITEM 8: STRATEGIC PARTNERSHIP AGREEMENT WITH CCG

LR presented the report and advised the Board that the agreement with CCG and Clyde Gateway had been amended slightly from the version previously presented earlier in the year, to provide greater protection for Thenue. LR confirmed that, although there is no legislative requirement for Thenue to comply with the agreement, it will support and strengthen the ongoing work with CCG and Clyde Gateway.

NI asked whether any assessment had been undertaken of the likelihood of a third-party challenge to the agreement. LR confirmed that TC Young had reviewed the agreement and

advised that it is not legally binding. LR further noted that, provided Thenue follows its published procurement process, the agreement is unlikely to give rise to challenge.

The board of Management APPROVED the proposed Collaboration Agreement with Clyde Gateway and CCG (Scotland) and AUTHORISED the Chief Executive to finalise and sign the Agreement, subject to any non-material amendments agreed with the other parties and Thenue's legal advisers

DECISION

10. ITEM 9: TENANCY MANAGEMENT POLICY

MB presented the updated Tenancy Management Policy.

DM noted that the policy had not been taken to the last Area Association meeting and highlighted local concerns regarding subletting. MB confirmed that the amendments were required by legislative changes and advised that he would attend the next Area Association meeting.

AMcl asked about the reduction in the qualifying period for tenancy transfer from 12 months to 6 months and the rationale for this change. MB confirmed that this was a legislative requirement rather than an Association decision and therefore had to be incorporated into the policy.

AR asked how a transfer request involving amenity housing would be managed where the proposed tenant did not require amenity housing. MB confirmed that, while the transfer would be permitted under the legislation, Thenue would seek to identify a more suitable property in the area for the tenant, allowing the amenity property to be made available to someone who requires it.

The Board of Management APPROVED the revised Tenancy Management Policy Handbook for implementation.

DECISION

11. ITEM 10: CEO REPORT

DH presented the report and updated the Board on the Association's progress since the June meeting.

AR referred to the Special General Meeting and commended the Chair for the way she represented the Association.

NI noted the significant volume and impact of Freedom of Information requests and Subject Access Requests received and asked whether additional resources were required. DH confirmed that staff were working with the external Data Protection Officer to ensure responses were issued, and that the GDPR charging process would be reviewed in due course.

The Board of Management NOTED the CEO report

12. ITEM 11: GOVERNANCE MATTERS

DH moved on to the Governance Matters Report highlighting the membership applications received since the SGM; the work carried out on succession Planning, the annual Assurance Statement and the proposed calendar of meetings for the next 12 months.

AR asked about the SGM and for a brief explanation on the Rule change. DH confirmed that while a majority voted in favour of the changes to the Rules. The current Rules require a vote representing 75% of those attending the meeting and unfortunately the total was one or two short of those requirements. DH confirmed that there will be further work on the Rules in the next year as changes will have to be made to comply with Loan covenants.

The board of Management APPROVED

- the membership applications detailed within the report and note that applicants wishing to join the Board will be considered separately through the Board Recruitment and Succession Policy.
- the Board Recruitment and Succession Policy;
- the Board Succession Plan 2026–2029; and
- the Board Appraisal Improvement Action Plan.
- the introduction of the Annual Assurance Framework and adoption of the SFHA Annual Assurance Toolkit; and
- the proposed timetable for the 2026 Annual General Meeting;
- the proposed Board and Committee Meeting Calendar for 2026/27.

DECISION

13. ITEM 12: REVIEW OF HOMEMASTER

HB presented the report, noting that in general Homemaster had proven to be a good system however there were issues that would require to be looked at which were detailed in the report.

The Board of Management APPROVED the structured optimisation programme for 2026/27 to 2028/29 and APPROVED the initial priorities of fixed asset and compliance data, reporting and data quality, contractor integration and process automation.

DECISION

14. ITEM 13: QUARTERLY PERFORMANCE REPORT

MB presented the Q1 Performance Report, highlighting areas of strong performance and those requiring improvement.

NI asked about the low response rate to satisfaction surveys and what action was being taken to increase participation. MB confirmed that an incentive is in place and that the team is considering further ways to gather this valuable feedback.

The Board of Management NOTED the Quarterly Performance Report

NOTED

15. ANY OTHER COMPETENT BUSINESS

DH drew the members attention to the new reporting template and invited members to provide feedback.

Meeting ended: 19:24

Anne McIver (Vice Chair)

Meeting Chair

Date: 23 June 2026