

**Reidvale Housing Association
Special Management Committee Meeting
Held on 4 April 2024 at 3pm at 13 Whitevale Street**

CONFIDENTIAL Minute

Present:

Eddie Marley, Chair (until brought forward item 6)
Linda Wishart, elected Committee Member
Ellen McVay, elected Committee Member
Jane Marley, elected Committee Member
Paul McCrudden, elected Committee Member
Denise Dempsey, Chair (from delayed item 4)
Helen Richman, Vice Chair (from brought forward item 6)
Gerry Bitten-O'Prey, elected Committee Member
Geraldine Dempsey, elected Committee Member
Carmen Rubio-Guitterez, elected Committee Member
Ian Elrick, Co-opted Committee Member
Helen Moore, Co-opted Committee Member (from delayed Item 4)
Michael Carberry, Co-opted Committee Member (from delayed item 4)

In Attendance:

Lynn McCulloch, Interim Director (Operations & Governance), Secretary & Minute taker (until item 6)
Paul Rydquist, Interim Director (Compliance) until item 6)

1. Introductions, Welcome to new members

- 1.1 The Chair thanked people for attending at an unusual meeting time.
- 1.2 The Chair welcomed the newly elected and co-opted members and said it was good to have them at the table. The Chair stated that he looked forward to all going forward in the same direction.
- 1.3 Several of the newly elected members commented that they were delighted to be in the room, on the Committee. They now wanted to work together with the rest of the Committee to restore Reidvale's health and reputation.

2. Apologies

- 2.1 There were no apologies but the Secretary advised that the Corporate Services Officer was unavailable and that she herself would take a minute of the meeting.

3. Declarations of Interest

- 3.1 The Interim Directors declared their interests in Item 8 as it referred to their appointments and confirmed that they would leave the meeting while it was discussed and decided.
- 3.2 There were no other declarations of interest.

- 3.3 The co-opted member present made a request to move Item 4, Election of Office Bearers forward to this point in the meeting and to be taken before the remaining items. Another member supported this, saying that it was the precedent after an AGM to elect new office bearers, and with this Committee being new after the SGM, the same approach should apply.
- 3.4 The Chair was not inclined to change the order of the Agenda and confirmed with the Secretary that it was his decision on whether this would be agreed. He said he had concerns about the need for the right skills and expertise for the role of Chair and that if it came to a vote he was intending not to use his as he, personally, did not think it appropriate for a member to vote for themselves.
- 3.5 The Chair stated that he wanted goodwill in the room and wondered whether the intention behind the request to move this item forward was for a new Chair to have the casting vote on the remaining agenda items. His concern to remain Chair for the first items was to ensure the right people were in the right positions with the right expertise. His overarching aim was to do the best for Reidvale.
- 3.6 Other new members said they had no hidden agenda and that they felt there was precedent for Office Bearers to be elected now, as per the process after an AGM.
- 3.7 The Chair agreed to allow Item 6 to be considered at this point in the meeting.**

4. Election of Office Bearers.

- 4.1 The Chair asked the Secretary to comment on the report. The Secretary explained that she had misinterpreted the request for reports and understood that a report on this was not required, with the new members intending to lead the discussion. The report provided therefore contained information on what they would have to be aware of in making decisions.
- 4.2 She advised that changing Office Bearers after an Annual General Meeting did not set a precedent for changing office bearers when additional members were elected during the year; it was not a wholly new Committee. She drew attention to the requirements outlined in the report which did not provide for removing the Chair. However, she had also taken legal advice which advised that “if there is a strong desire among the Committee to interpret this [Agenda item “Election of Office Bearers”] as allowing a vote to remove the Chair, and the majority of the Committee members support this, then there may be enough leeway in the vague nature of this agenda item to allow this”.
- 4.3 Members discussed whether this should be agreed. The Chair and another member expressed concern that Reidvale needed a Chair with a good knowledge of housing and Committee process but that the new members might not be bringing that.
- 4.4 Arguments by the new members in favour of a vote to remove the Chair were that there had been a major change in the Committee, that concern had already been expressed by the Regulator about leadership in the Committee and that felt that the expertise the new members would bring to the Committee would hopefully alleviate any concerns.

4.5 A long-serving member commented that several people had made references to leadership concerns of the Regulator. He said that leadership had not been one person, in any shape or form, during the last 4 years. He said people had acted in good faith, on the information presented and in the best interests of the community. Another of the longer serving members added that they had been through a long process and had done everything in good faith. There were other comments that this proposal wasn't personal but that sometimes change was needed and was good.

4.6 The Chair said he agreed it wasn't personal, but he was willing to stay if it was agreed he was the best person for the Chair. He recalled how he had never sought the job, had tried his best to deal with this incessive issue of the proposed housing transfer but he and the other longer term members were ready to move forward. He also referred to the Interim Directors taking the same approach, respecting the vote and moving forward.

4.7 **Resolution**

A vote was taken on whether to interpret the Election of Office Bearers as allowing a vote to remove the Chair, which resulted in 6 votes in favour and 4 against. It was noted that the co-optee could not vote on a matter concerning Office Bearers.

4.8 A member suggested that retaining the current chair could build bridges with the community, as all members, newer and older, were members of the same community and it could show that they were working together and show scope to continue. He said that would also retain the Chair's insider knowledge. He referred to the support and respect shown to the Chair on social media for his long commitment and service in Reidvale.

4.9 A newer member assured the Chair that his experience and knowledge could still be input to the Committee.

4.10 **Resolutions**

i) **A vote was taken on whether to remove the current Chair which resulted in 5 votes in favour, 4 against and 1 abstention.**

ii) The Secretary then sought nominations for Chair and Denise Dempsey was proposed by Helen Richman and seconded by Gerry Bitten-O'Prey. Denise Dempsey confirmed she was willing to serve as Chair. As there were no further nominations, **Denise Dempsey was duly elected as Chair of Reidvale Housing Association, to serve until the next Annual General Meeting.**

iii) The Secretary then sought nominations for Vice Chair, which was already vacant. Helen Richman was nominated by Denise Dempsey and seconded by Geraldine Dempsey. Helen Richman confirmed she was willing to serve as Vice Chair. As there were no further nominations, **Helen Richman was duly elected as Vice Chair of Reidvale Housing Association, to serve until the next Annual General Meeting.**

iv) The Committee decided not to change the current arrangement for **the Secretary to be the Interim Director.**

It was noted that the co-opted member could not and did not vote on a matter concerning Office Bearers.

4.11 The Secretary congratulated the new Office Bearers and Denise Dempsey assumed the Chair for the rest of the meeting. She thanked Eddie Marley for everything he had done on this Committee, on behalf of all the new members. She referred to his history in community activity in Reidvale, not just the housing association, and paid tribute to his passion and commitment. She stressed they were incredibly grateful for what he had done. Eddie Marley thanked the new Chair, repeated he did not take this personally and wished the new Office Bearers well in their roles.

5. Co-options to the Management Committee

The Chair, Denise Dempsey, returned to the order of items on the Agenda.

5.1 After a discussion on how to meet the requirements for eligibility and for becoming a Co-opted Committee Member, as set out in the report, the Committee invited the candidates proposed into the meeting. This was so all members could meet them and assess their suitability. It was considered that this would meet the membership policy requirement of an interview before co-option. It was **noted** that the present Committee of 11 members could co-opt a maximum of 2 additional members at this time, as three co-optees would be no more than a third of all Committee members. It was also **noted** that it would be possible for a larger Committee of 13 members to later co-opt a further member and still comply with this one third requirement.

5.2 Michael Carberry and Helen Moore joined the meeting and both confirmed that they had signed the documents confirming their eligibility and the Code of Conduct for Committee Members.

5.3 The Chair invited the candidates to explain what they could bring to the Committee.

5.4 Helen Moore explained she stood down as vice chair from this Committee at the AGM in September 2023 but was aware of the energy in the community arising from what had happened since. She felt a responsibility to come back to offer her experience and friendship. She outlined her experience as a former Chair and Vice Chair, a former Chair of the Glasgow and West of Scotland Forum of Housing Associations, her advocacy for the community housing movement, and her work in a charity using the power of art to improve lives. [REDACTED] still cared about the area and she was re-energised to work to bring the Association back into health and repute, hoping her experience was relevant and helpful.

5.5 Michael Carberry referred to his almost 50 years of experience in social housing, from the Council [REDACTED], through almost 16 years at Reidvale HA as a Senior Housing Officer and from there to Blochairn Housing Association where he became Director and worked until relatively recently. He said social housing had been his life and he saw membership of this committee as a continuation of that. What he could also bring was a love of the community and a desire to help it through this time, experience as the first homeless staff member at the Council, first person to get an MPhil degree in Housing at Glasgow University and chairmanship of several relevant bodies such as a Royston Youth group. He also gave the example of championing a campaign against the Council's policy of housing sex offenders in poor communities.

5.6 Michael Carberry also referred to the third candidate proposed for co-option, Jim Hastie, who had been unable to attend this meeting. He offered apologies from Mr Hastie, described him as a former Director of Scottish Homes, the top person in housing in Scotland at that time, and urged the Committee to approve his co-option.

5.7 The Chair thanked the candidates and asked them to leave the room while the Committee made its decision.

5.8 A member repeated his earlier advice about ensuring the Committee covers all bases of expertise; governance, finance and especially asset management. He said that without access to grant for the stonework repairs, the Committee needed to mitigate risk. Another member said that he had been assured by the co-option of Ian Elrick who would supply Finance skills and with Jim Hastie being co-opted he felt that the relevant experience would be present on the committee.

5.9 Another member suggested waiting to meet Mr Hastie before co-opting him and the Secretary confirmed that this was the proper process and if the Committee wanted to seek another co-optee, those interviewing him could invite him to the Committee meeting on 24 April.

5.10 Resolution

- i) A vote was taken on whether to Co-opt Michael Carberry, which resulted in 9 votes in favour and 1 against. Michael Carberry was therefore co-opted to serve on the Committee until the next AGM.**
- ii) A vote was taken on whether to co-opt Helen Moore, which was unanimously in favour. Helen Moore was therefore co-opted to serve on the Committee until the next AGM.**
- iii) It was agreed to invite Jim Hastie to go through the process for potential co-option at the next meeting.**

5.11 The new Co-optees then joined the meeting for the remainder of the Agenda. Again the existing co-optee could not and did not vote on the appointment of other co-optees.

6. Approval of all Outstanding Applications for Committee Membership.

6.1 The Chair asked the Secretary to present this report.

6.1 The Secretary reported that all outstanding applicants met the requirements for membership. She reported that when checking one application from one applicant, they had advised that they did not make an application, and that the signature was not their own, and so this application had been removed from the list.

6.2 She drew attention to where the report advised there were no reasons not to approve the recent membership applications from tenants and residents. The backlog of applications consisted of those people living outside Reidvale who had applied while membership for that category had been suspended. She advised that the Committee may want to consider whether the admission of one particular application would be in the Association's best interests. Some members agreed they were unsure if this applicant had the best interests of Reidvale at heart.

6.3 [REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

6.4 The Secretary advised that interest in membership from applicants who hadn't withdrawn should not be checked but considered.

6.5 Resolution

- i) **There was a vote on whether 1 application should be admitted to membership and it was decided by 0 votes for, 7 votes against and 3 abstentions that it was not in the best interests of the Association to do so and his membership application was refused.**
- ii) **All other membership applications were approved as included in the list circulated with the report.**

7. Election of Office Bearers

This was considered earlier in the meeting as above.

8. Review of Interim Directors' Appointments

Lynn McCulloch and Paul Rydquist, as Interim Directors, had each expressed an interest in the next item and left the meeting, as requested, at this point. The remainder of the minute was supplied by a committee member.

8.1 IE referred to the Campaign group having asked the Association, after the SGM in January, to defer making a new appointment of an Interim Director. They were told by SHR that this was a decision for Reidvale.

8.2 IE also stated that the Group had a potential candidate and he moved to end the contract with the current Interim Directors. He reported that they could leave earlier than 1 months' notice. He said the committee could request a report from them on their actions to date.

8.3 PMcC expressed his concerns. He asked for the background of the proposed candidate, Julie Smillie. [REDACTED]
[REDACTED]. HM also spoke of her positive experience of JS. MC stated there was an Agreement in Principle for JS to be seconded to Reidvale. PMcC asked if the SHR needed to be advised of the proposal regarding JS and MC referred back to the previous email from SHR that "It was a matter for Reidvale".

8.4 PMcC said that if the rest of the Committee agreed with the appointment, he would be happy. He asked if a handover of 1 month would be enough. IE answered that this was discussed at his and HR's recent meeting with LMcC and that LMcC was happy with this.

8.5 PMcC had to leave the meeting at 4.35pm. The meeting remained quorate.

8.6 HM said she thought appointing JS was positive. There was a discussion about JS's passion.

8.7 The decision to appoint JS was unanimous. It was agreed that DD and EM would convey this decision to LMcC and PR.

8.8 The Committee then discussed the proposed [REDACTED] and it was agreed to speak to AD and cancel the hall.

8.9 It was also agreed to speak to Scottish Housing News and issue a press release about EM's replacement and to formally mark his years of hard work.

8.10 The date of the next meeting was confirmed for 24 April at 5.30.

The meeting closed at 4.55pm.