

**MINUTES OF THE SPECIAL BOARD OF MANAGMENT MEETING**  
**Held on 8 SEPTEMBER 2021 AT 6PM**  
**Via Video Conference**

**1. Welcome, Sederunt & Apologies**

**Present:**

Ian Williams	Board Member
Louise McNicol	Board Member
Sipho Bazaya	Board Member
Howard Dales	Board Member
Gary Russell	Board Member
Andy Wilson	Board Member
Helen Glassford	Board member

**In Attendance:**

Catrina Miller	Group Chief Executive
Teresa Gallagher	Minute Secretary
Laurie Kefalas	Observer

**Apologies: Jim Strang**

**Absent:**

The Group CEO welcomed everyone to the meeting.

**2. Issue and Signing of Board Code of Conduct**

- 2.1. The GCE explained members must sign the code of conduct in order to serve as a Board Member. The Governance & Corporate Services Co-ordinator had issued these and the Declaration of Interest form via email for electronic signature but if any member requests, they can be issued with a hard copy.
- 2.2. Members were informed that the group staff also sign the code of conduct and complete the declaration of interest form every year.

**3. Election of Chair and Vice Chair**

- 3.1. The Group CEO explained the procedure of electing office bearers.
- 3.2. Howard Dales nominated Ian Williams for Chair. There were no further nominations for Chair and so Ian Williams was duly elected, seconded by Helen Glassford.
- 3.3. Louise McNicol nominated Howard Dales for the role of Vice Chair, seconded by Gary Russell. There were no further nominations for Vice Chair and so Howard Dales was duly elected.

**Resolution:**

- i) *There were no other nominations for Chairperson therefore Ian Williams is Chair for 2021/22.*

- ii) *There were no other nominations for Vice Chairperson therefore Howard Dales is the Vice Chair for 2021/22.*

#### **4. Appointment of Members to Subsidiary and Committees**

4.1. The Group CEO had previously been in communication with members via email to seek volunteers to serve on the sub-committees.

##### **Resolution:**

- i) *The Group Audit and Risk Committee members are Louise McNicol, Siphso Bazaya, Howard Dales and Gary Russell. Howard agreed to chair this subcommittee.*
- ii) *The Staffing Committee members are Ian Williams, Andy Wilson and Helen Glassford. A further member will be sought at the Board meeting scheduled for 28 September.*
- iii) *Helen Glassford and Jim Strang will continue to be the parent representatives for the New Tannahill Centre Executive Committee; and*
- iv) *Members agreed to subcommittee meeting times of 5:15 and the NTC Executive new time of 6pm.*

##### **Meeting closed: 6.15pm**

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

Signed (Chair) .....

Date .....