

## **CHAIRS REPORT – 23 SEPTEMBER 2020, 6pm – SGM**

### **SPECIAL GENERAL MEETING:**

#### **Welcome.**

I'd like to welcome all of you to an SGM of Wellhouse Housing Association. I'm Darron Brown and I have been Chair of the Association since September 2019.

This is the first 'virtual' SGM and AGM of Wellhouse Housing Association – a new and unusual experience for us but, of course, a requirement by law as we are not permitted to advertise and run a face to face public meeting, due to the unprecedented situation arising from the 2020 Covid 19 global pandemic. (We cannot have more than 8 people or more than 3 families in any one place). Please bear with us as we work our way through the agenda. Please note that all microphones will remain muted at all times, other than for those speaking.

The purpose of the SGM is to seek the adoption of the New Model Rules.

First of all, we have to record the apologies of members who couldn't attend this meeting. We have apologies from Deborah McKenna, James Gould, Katie Gould, Grace Andrews and Eddie Andrews.

As members will be aware, the Scottish Federation of Housing Association's (SFHA) Charitable Model Rules 2020 are a revision of the 2015 version, which Wellhouse adopted at the 2016 SGM. They have been produced in conjunction with the SFHA membership, and approved by the Scottish Housing Regulator, the Office of the Scottish Charity Regulator and the Financial Conduct Authority. The revised model can be found on the SFHA website. This update reflects the Regulatory Standards of Governance and Financial Management and the Constitutional Requirements for Registered Social Landlords set out by the Scottish Housing Regulator in its Regulatory Framework (2019), as well as legislative changes such as the Housing (Amendment)(Scotland) Act 2018.

A copy of the new rules and an explanatory table was sent to all members. Your Management Committee have already read, understood, taken independent advice on and approved the Rules. The Management Committee of Wellhouse Housing Association recommended that the Association adopt the Rules in the form sent to all shareholding members in substitution for the existing Rules of the Association subject to any non-material amendments that may be required by the Scottish Housing Regulator or the Financial Conduct Authority.

A voting form was sent to you on the 8<sup>th</sup> of September 2020, where you simply needed to cast a yes or no vote.

The votes have all been received and the results did not achieve the required 75% of the votes required by the membership who voted. Only 20 votes were received from our membership. Votes were -

Against - 8

For – 12

The votes constitute a 17% return overall rate, which is disappointing and, whilst there is a 60% majority of the votes cast in favour of new Rules, the bar is, quite correctly, set higher than a simple majority when it relates to Rule changes. Ultimately, this may be a result of a requirement for a postal vote due to the SGM being remote in keeping with Covid 19 guidelines. We will consult members accordingly after this evening's meeting.

Therefore, the motion to adopt the new rules is not accepted and will be carried forward to the next SGM. The Scottish Housing Regulator has been informed and is content with our way ahead.

We have received two comments on the proposed new rules from members – the members will be responded to within 10 days of the SGM in writing.

Thank you everyone for your participation.

## **CHAIRS REPORT – 23 SEPTEMBER 2020, 6pm – AGM**

### **Welcome.**

I'd like to welcome all of you to the AGM of Wellhouse Housing Association. This is also the first 'virtual' AGM of Wellhouse Housing Association – again, please bear with us as we work our way through the AGM.

### **Housekeeping.**

Please note that all microphones will remain muted at all times, other than for those speaking.

This year's AGM will focus only on strict business and governance matters. This means that there will be no Q&A, no prize draw or garden competition, unfortunately. It also means you will be unable to participate this year, to ensure the smooth running of the meeting.

### **Item 1 - apologies**

First of all, we have to record the apologies of members who couldn't attend this meeting. We have received apologies from Deborah McKenna James Gould, Katie Gould, Grace Andrews and Eddie Andrews.

### **Item 2 – chair's welcome**

This meeting, the AGM, is a report to the membership on what the committee has done on your behalf this year. You, the members, have elected us the committee to act in your best interests, and we take that responsibility very seriously. The AGM includes a report to you on what the Association has done, the annual accounts and the election of the committee for the year ahead.

I'd like to introduce the people here who will be taking part in our report to you along with me. They are our Director, Martin Wilkie-McFarlane. Also present is our External Auditor James McBride, Scott Moncrief.

### Item 3 – Report on activities

Now, in relation to the last year, please note, this year you received a report in with your membership pack and you have been invited to send in questions. If you have submitted a question, you will be answered within 10 days of the AGM and the Q&A will be put onto the website, social media and the newsletter. We are not presenting a verbal report or slides at this year's AGM and we are unable to permit participation in the 2020 AGM from members, as explained in the correspondence you received. All of our core achievements from last year were included in the report sent to you, covering our main performance outturns and our financial performance: all in all another strong year for us.

All I would add at this juncture is that 2020 has been unprecedented year for us all, as a result of the Covid 19 global pandemic and associated lockdown. Our main challenge was setting up remote office, as we did not have the facility to do that. As members will be aware, the office was closed to the public in late March and our staff began working from home from 23 March – this whilst we had a few teething problems, went well and we received very positive feedback from residents about our service delivery and keeping people updated throughout this unprecedented time. We are seeing the re-establishment of services at the time of writing this report and we will be setting up our delivery of work over this time. All emergency repair work continued to be delivered and the estates team worked tirelessly during the entire lockdown period, sometimes against huge challenges whilst council services were suspended. Our staff phoned all of our residents over the age of 70 (where we had the number) for welfare checks and worked closely with other organisations to ensure support was in place. We also:

Granted 2 x £500 – (£1,000) to CCT as part of the greater Easterhouse Covid response team to deal with social isolation and deliver food parcels;

Granted £2,000 to CCT as match funding to deliver a summer programme for Wellhouse's Young People;

Secured £2,000 from STV which we grant aided to support fuel bills and food deliveries locally;

Secured £9,750 from Government to deal with those digitally excluded.

#### **Item 4 – Minutes of 2019 AGM**

I'd like to take **Item 4** on the Agenda next – the minutes of last year's AGM. These were provided in your papers. 11 forms were returned agreeing the minute as a true and accurate reflection of the proceedings. Thank you, the minutes of the AGM held on 25<sup>th</sup> September 2019 are approved.

There were no matters arising from the minutes.

#### **Item 5: Presentation of annual accounts**

Thank you, we now move on to **Item 5** – The Annual Accounts. I would like to introduce James McBride from Scott Moncreiff, our External Auditors.

Thank you. **Item 6** is the re-appointment of the internal Auditors. In accordance with the Rules, at each AGM, the auditors must be reappointed by the membership. The Committee confirms the re-appointment of Wylie and Bisset.

We must also report to you that we need not tender for our external audit services until 2021 and therefore Scott Moncrief remain our auditors at this time.

#### **Now it's Item 7 – Election of the Management Committee.**

I can report, as in the AGM pack that you received – that a new Committee has been elected in accordance with the Rules. Because there are fewer nominations than places on the Committee – all those seeking election have been properly elected.

1. Under Rule 38.1 of the Association's Rules, at least one third of the Committee and who have served the longest on the Committee since the date of their last election, must retire.

Under Rule 38 the following members have stood down and are seeking re-election, they do not require nomination;

**Darron Brown and Michelle Harrow.**

2. Under Rule 41.1 members were appointed as co-optee's in the course of the preceding year and as such are required to seek election at this AGM, these being;

**Shona McKenna, Carol Torrie and Stewart McIntosh.**

They do not require nomination.

3. Under Rule 38.4, if a member retires from the Committee in the terms of Rule 38 before or on the date of the next annual general meeting, that Committee Member can stand for re-election without being nominated.

There are up to 12 places on the Management Committee. No new Nominations for Election to the Committee have been received. We have 3 vacancies.

This means that the elected Committee, from tonight, has 9 members. They are:

- **Clare Monteith**
- **Maureen Morris**
- **Jane Heppenstall**
- **Michelle Harrow**
- **Darron Brown**
- **Sarah Morris**
- **Shona McKenna**
- **Stewart McIntosh**
- **Carol Torrie**

However, we want to have more than 9 members. We will be looking for 3 people to co-opt to the committee. If you are interested in serving on the committee, please email [agm@wellhouseha.org.uk](mailto:agm@wellhouseha.org.uk) or contact Linda Logan, Corporate & Governance Officer for further information.

That brings the AGM to a close. I would like to thank you for attending the meeting.