

**WELLHOUSE HOUSING ASSOCIATION
MINUTES OF THE ANNUAL GENERAL MEETING HELD ON WEDNESDAY 23
SEPTEMBER 2020 VIA ZOOM WEBINAR at 6pm.**

Sederunt: George Hagan, Roberta Hagan; Lesley Copeland, Helen Buchanan, Janet Crawford, Tracey Murray, Maureen Morris, Jane Heppenstall, Darron Brown (Chair), Kathleen Boyce, William Mulligan; Carol Torrie, Clare Monteith, Michelle Harrow, Sarah Morris, Stewart McIntosh, Taylor McCallum.

In attendance: Martin Wilkie-McFarlane (Director), James McBride (Scott Moncrieff, Auditors), Linda Logan (Minute secretary)

1. Apologies for absence.

Kathleen Gould, Deborah McKenna, James Gould, Edward Andrews, Grace Andrews.

2. Welcome.

The Chair welcomed members to the Associations first virtual AGM, asking members to note that all microphones would remain muted at all times, other than for those speaking. He stated that this year's AGM would focus only on strict business and governance matters. He noted apologies as recorded above.

He highlighted the purpose of the AGM was to report to the membership on what the committee has done on members behalf during the year, to report on what work the Association has done, the annual accounts and elections to committee for the year ahead.

The Chair introduced the panellists' who would take part in reporting to members along with himself, these being, the Director, Martin Wilkie-McFarlane and our External Auditor, James McBride from Azets (formerly known as Scott Moncrief)

3. Report on activities.

The Chair recapped information included within members pack where members were invited to send in questions they may have. He reiterated that if questions had been submitted that members would be answered with 10 working days of the AGM and the Q & A would be put on the website and included within the newsletter. He discussed the core achievements from the last year as included within the report; which focused on our main performance outturns and our financial performance; which all in all highlighted another strong year for us.

The Chair added that 2020; had been an unprecedented year for us all, as a result of the Covid 19 global pandemic and the associated lockdown. He discussed our main challenges in relation to setting up remote office working, as we did not have the facility to do that. He stated that as members would 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 had a few teething problems, all went well and very positive feedback was received from residents about our service delivery and keeping people updated throughout this unprecedented time. He highlighted that we are seeing the re-establishment of services and will be setting up our delivery of planned works during this time. All emergency repair work has 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.

The Chair highlighted that in addition to this, 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 the Government to deal with those digitally excluded.

4. Draft Minutes of 25th September 2019 AGM.

The Chair confirmed that the Draft Minutes of the 25th September 2019 AGM had been included within members' pack. He verified that 11 forms were returned from the membership agreeing that the minutes as a true and accurate reflection of the proceedings. He ratified that the minutes of 25th September 2019 were approved.

There were no matters arising from the minutes.

5. Annual Accounts and Auditors Report.

James McBride, External Auditor, explained the purpose of the auditor's report was to determine that the financial statements of Wellhouse Housing Association show a true and fair view, which reflect the Association's performance during the year in terms of its assets and liabilities at the year ended 31 March 2020.

He highlighted that during their audit work they found; no actual or alleged fraud, no irregularities, no issues with regards the legality of transactions undertaken and no material weaknesses in internal controls.

The financial statements had been prepared in accordance with FRS 102 and the RSL SORP and all applicable legislation. He discussed the summary report which included the Statement of Comprehensive Income and Statement of Financial Position and the main variances between 2019 and 2020 results were as follows:

Turnover increased by £33,000 to 3.86M. The increase in turnover was in the main due to rental income increase of 3.4% which resulted in £108,000 of additional income. This was offset by a reduction of £35,000 in revenue grant income received from the Scottish Government. Operating expenditure remained stable during the year at £2.8M. He noted that part of the operating expenditure that the Association spent £571,000 on maintenance compared with £709,000 in the prior year. Interest charges and finance charges were £257,000 of which £249,00 was actual interest paid to the Association's lenders and £8,000 was a pension non finance cost.

The Association generated a healthy surplus for the year of £846K, which was £12,000 lower than the prior year. Within other comprehensive income there is a credit of £310,000 compared with a one of charge of £189,000 in the previous year in respect of the SHAPS pension liability, which was a non-cash accounting entry. The scheme is closed to future accrual.

James took members through the Statement of Financial position. During the year the Association invested £444,000 in improving housing stock, £235,000 of bank loans were repaid during the year and £57,000 was paid the SHAPS deficit scheme. The Statement of Financial position shows a healthy bank balance of £2.0M and net assets of £6.6M and shows that the Association remains in a strong financial position.

He highlighted the importance of the Association ensuring that it continues to generate account and cash surpluses in order to continue the investment in the Associations properties, meet the day to day expenditure, to repay its existing borrowing and its pensions deficits

The Chair thanked James McBride for his presentation. James left the meeting at this time.

6. Re-appointment of Auditors

The Chair proposed that Azets be re-appointed as external Auditors to Wellhouse Housing Association. He highlighted that we do not need to tender for our external audit services until 2021.

The Chair stated that in accordance with the Rules, at each AGM, the auditors must be re-appointed by the membership. The Committee confirms the re-appointment of Wylie & Bisset as our internal auditors. It was confirmed that 11 approvals had been received. re-appointed Wylie & Bisset.

7. Election to the Management Committee.

The Chair informed members 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.

He advised 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 and the following members have stood down and are seeking re-election, they do not require nomination;

Darron Brown and Michelle Harrow.

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.

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 had been received. We have 3 vacancies.

The Chair confirmed that the elected Committee, from tonight, had 9 members. These were:

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

The Chair stated that we were looking to 3 people to co-opt to the committee and if members were interested in serving on the committee to please email agm@wellhouseha.org.uk or to contact the Corporate & Governance Officer for further information.

The Chair concluded by advising that the business of the AGM had now concluded

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

Signed (Chair)

Date:.....