

## **WELLHOUSE HOUSING ASSOCIATION**

### **DRAFT MINUTES OF THE ANNUAL GENERAL MEETING HELD ON WEDNESDAY 21 SEPTEMBER 2022 VIA ZOOM WEBINAR and IN-HOUSE at 6pm.**

**Sederunt: Eddie Andrews, Darron Brown, Leeann Brown, Margaret Brown, Calum Campbell, Lesley Copeland, Michelle Harrow, Jane Heppenstall, Maureen Morris, William Mulligan, Tracey Murray, Elizabeth Murray, Gordon Kerr.**

**In attendance: Carol Hamilton (Housing Manager), Robert Murray (Finance Manager) Bill Black (Maintenance Manager) James McBride (External Auditor, Azets), Linda Logan (Minute secretary)**

#### **1. Apologies for absence.**

**Grace Andrews, Kathleen Boyce, Janet Crawford, James Gould, Deborah McKenna, Maureen McCormick, Sarah Morris, Josephine Wotherspoon, Phyllis Lafferty, Agnes Murray.**

The Chair informed of housekeeping noting that no fire alarm test was planned. She advised that if the alarm sounds, members should proceed to the muster point in the car park. There were fire wardens and first aiders on site.

#### **2. Welcome.**

The notice for calling the 27th Annual General Meeting of Wellhouse Housing Association on 21 September 2022 was accepted by members' present. Maureen Morris (Chair) called the meeting to attention and welcomed members to our first face to face AGM following the unimaginable circumstances of 20/21 which prevented an in-person AGM.

She stated that members would be aware of the impact of the pandemic for our community, along with the impact of Brexit on costs and the cost of living crises. She noted significant challenges for Wellhouse during this time however was happy report to the membership on behalf of the committee, the good progress made this year.

She recorded apologies as noted above and thanked Cllrs Kevin Lalley and Alex Kerr for attending this evening AGM.

The Chair introduced Robert Murray (Finance & Corporate Services Manager), Bill Black (Assets & Maintenance Manager), Carol Hamilton (Housing & Customer Services Manager), James McBride, External Auditor (Azets)

She stated that to report to members on progress to date and for the year ahead, the Senior Management Team had included within members packs a few slides to refer to. She requested that if members had any queries to please raise them during question time.

#### **Report on Activities.**

The Chair highlighted that at the end of 20/21 Wellhouse HA were fully compliant with the regulatory standards of governance and finance with the Scottish Housing Regulator (SHR). We continue to work with the SHR in a positive and constructive manner and had submitted our assurance statement, loan portfolio, finance plan and the annual return to

the charter as well as regular Covid reports as required. She highlighted zero expenditure on regulatory engagement or directly related costs since the last AGM.

She advised that the committee had held 11 committee meeting during the year and our AGM which had all been held remotely. We had scheduled 13 days of internal audit reviewing complaints handling, overall financial controls and budget setting processes. In addition, the committee had conducted a 7<sup>th</sup> consecutive year of appraisals and are acting upon continuous improvement and our approved succession planning policy.

The Chair reaffirmed our approach to equalities and diversity, extending it to embrace human rights. We continue to work with the Regulator and our membership bodies to ensure we get this right. We continued to network with our colleagues in EHRA which had included campaigning and lobbying, service improvement and social welfare projects and initiatives and had worked with EHRA to produce a Covid response report which had been published earlier this year. A joint project had been commissioned with our peers across Glasgow to review governance and supporting documents. In addition, we had worked with the City Council and Scottish Water to explore plans in relation to flood mitigation and environmental work in order to prepare for development work and commissioned a new development agent.

### **3. Draft Minutes of AGM 22 September 2021.**

The Chair confirmed that the Draft Minutes of the 22 September 2021 AGM had been included within members' pack. Members were asked to confirm and approve that the minutes were a true and accurate reflection of the proceedings. There were no matters arising from the minutes.

**Darron Brown proposed and Leeann Brown seconded the 2021 AGM minutes as a true and accurate reflection of the proceedings.**

The Chair noted that we would to the presentation of the Annual and introduced James McBride from Azets Audit Services, our external auditor.

### **4. Annual Accounts and Auditors Report.**

James McBride, External Auditor, Azets, 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 2022.

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 2021 and 2022 results were as follows:

Turnover was consistent with the prior year at £4M. Expenditure had increased by £393K to £3.3M in the main due to increased reactive maintenance costs of £201K and an increase in management and maintenance admin costs of ££216K. Interest charges and finance charges were £232K of £229K was actual interest paid to the Association's lenders.

The Association generated a surplus for the year of 475K, as opposed to £870K in the prior year. Total comprehensive income was £595K as opposed to £636K in the prior year.

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 £799K,000 in new components in housing stock, £245K of bank loans were repaid during the year and £59K, was paid the SHAPS deficit scheme. Total loans at 31 March 2022 were £7.7M. The Statement of Financial position shows a healthy net assets of £7.8M 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 and to repay its existing borrowing. The Chair asked if there were questions for James. There were none.

The Chair thanked James McBride for his presentation.

## **5. Re-appointment of Auditors**

The Chair stated that in accordance with the Rules, at each AGM, the auditors must be re-appointed by the membership. Following a formal tender process, the Committee recommended the re-appointment of Azets Audit Services. The Chair sought a proposer to re-appoint.

**Darron Brown proposed and Jane Happenstall seconded the re-appointment of Azets Audit Services.**

## **6. 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.

She 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;

**Maureen Morris, Jane Heppenstall and Shona McKenna**

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.

**Helen Lafferty and Gordon Kerr**

They do not require a nomination.

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.

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**
- **Godon Kerr**
- **Helen Lafferty**

The Chair stated that we would want to have more than 9 members. She advised 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 let us know tonight. Staff and committee members would be delighted to take names.

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

#### **Garden competition winners:**

The Chair noted that the garden competition was always a challenge to judge, but a good challenge to have as it showed that Wellhouse was full of people who had pride in the area and that their gardens showed that pride. She thanked Cllr Kevin Lalley, who had been very impressed with the standard on show, for judging the competition.

The Chair was delighted to announce and congratulated the winners of this year's garden competition.

Best overall garden – Mrs Terry Baxter  
Best veranda/balcony – Malgorzata Danilczuk & Ian Kirkpartick  
Best container garden – Mr & Mrs Hinzewood

All of the winners received a £30.00 Love to Shop Voucher.

#### **Refreshments and members' free raffle:**

The Chair thanked our generous sponsors MCN, Scotia Plumbing, Saltire, G.E.S and J S McColl. She asked members to note that Wellhouse Housing did not purchase any of these gifts, they were all donations from our partners mentioned beforehand.

Raffle prize winners were as follows:

Leeann Brown, William Mulligan, Darron Brown, Elizabeth Murry, Margaret Brown, Maureen Morris, Lesley Copeland, Tracey Murray and Calum Campbell.

The Chair congratulated all of our raffle winners.

The Chair invited members to enjoy the buffet provided. She thanked members for attending and supporting their housing association.

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

Signed (Chair) .....

Date:.....

DRAFT