

ROCHDALE BOROUGHWIDE HOUSING
ANNUAL MEMBERS MEETING
MINUTES OF THE MEETING 23 SEPTEMBER 2024



PRESENT (contributions to formal agenda): A Newton, Chief Executive, Simon Mellor, Executive Director of Finance and Development, K Brady, Chair of the Board, Claire Dalton, Interim Representative Body Chair, M Roe, Secretary

APOLOGIES: No apologies were received from Members.

The Secretary convened the meeting at 1.07pm

Ref	Item/Discussion
Sep-0	M Roe, Secretary welcomed everyone to the meeting and confirmed that the meeting was quorate. M Roe provided an overview of general housekeeping rules to ensure that the meeting ran smoothly.
Sep-1	Item 1 - Welcome and Introductions
Sep-1.1	K Brady welcomed everyone to the meeting and introduced Amanda Newton, Chief Executive, Claire Dalton, Interim Representative Body Chair and Simon Mellor, Executive Director of Finance and Development.
Sep-1.2	K Brady outlined the business for which the meeting has been called: <ul style="list-style-type: none">• To receive from the Board of Directors the Annual Report and Accounts;• To receive from the Representative Body a report of its activities for the last year;• To receive from the Representative Body its reports on the Membership Strategy;• To announce the results of elections to the Representative Body; and• To transact any other general business of the Society.
Sep-1.3	K Brady advised that online votes had been recorded and would be combined with the meeting votes which would be taken as a Poll for each resolution. He advised attendees not to vote if they had already voted and Non-Members who were in attendance were also not entitled to vote. <u>Reflections on the year</u>
Sep-1.4	A Newton provided some reflections on the year including: <ul style="list-style-type: none">• An exceptional year of rebuilding and recovery• New Corporate Strategy – taking us back to our core business of being a great landlord• A new set of organisation values to frame our target culture• Recovery plan complete and approved by the Board• Keeping our promises and building back trust• Bringing to life our mutuality
Sep-2a	Item 2 – Resolution 1a – Minutes from the September 2023 Annual Members Meeting
Sep-2a.1	Members were requested to approve the minutes from the meeting held on 25 th September 2023 which were available as part of the notification for the AMM. Resolution: The Secretary confirmed that the minutes from the September 2023 AMM were approved as a true and accurate record and was carried with the following votes: For 39, Against 0 and Abstentions 2.

Sep-2b Item 2 – Resolution 1b – Minutes from the November 2023 Special Members Meeting

Sep-2b.1 Members were requested to approve the minutes from the meeting held on 2nd November 2023 which were available as part of the notification for the AMM.

Resolution: The Secretary confirmed that the minutes from the November 2023 SMM were approved as a true and accurate record and was carried with the following votes: For 32, Against 2 and Abstentions 3.

Sep-3 Item 3 – Resolution 2 – Annual Report from the Representative Body on its activities and the Interim Membership Strategy

Sep-3.1 K Brady introduced Claire Dalton, Interim Chair of the Representative Body to present the report and Membership Strategy on behalf of the Representative Body.

Sep-3.2 C Dalton advised that she had been appointed to the Representative Body as Interim Chair in July 2024 and works for Co-ops UK, of which RBH is a member.

Sep-3.3 C Dalton stated that her role was to support the Representative Body to develop and deliver its new scrutiny responsibilities as well as the creation of the new Membership Strategy.

Sep-3.4 C Dalton highlighted some of the key areas of work undertaken by the Representative Body including the development of the Corporate Strategy in collaboration with the Board and Executive Team.

Sep-3.5 C Dalton advised that the Representative Body would be carrying out three scrutiny reviews this year with the outcomes reported to the Customer Services Committee.

Sep-3.6 C Dalton stated that the Representative Body had developed an Interim Membership Strategy with three aims which will form the foundation to the development of a three year Membership Strategy which will be launched in 2025.

Resolution: Members voted to receive:

- 1. The Representative Body's Annual Report to Members.**
- 2. The Interim Membership Strategy to Members against its progress in implementing the Strategy, to note the steps taken to ensure its membership is representative of those eligible for membership and approve any changes.**

The Secretary confirmed that the Members voted with the following votes: Received 31, Not received 2.

Sep-4 Item 4 – Results of the elections to the Representative Body

Sep-4.1 K Brady advised that Members are asked to note the appointments, and a formal vote was not required for this item.

Sep-4.2 K Brady stated that following the election process which had taken place this year, the appointed Representatives are as follows:

Tenant Representatives

- Andrew Johnson
- Rosa Abreu
- Samantha Scotson
- Barbara Edwards
- Robert Dyson
- Roy Kitcher
- Ian Dodd

Employee Representatives

- James Coutts
- Stephen Edwards
- Jamie Kelly

Sep-4.3	<p>K Brady thanked those Representatives who had stood down throughout the year:</p> <p><u>Tenant Representatives</u></p> <ul style="list-style-type: none"> • Mohammed Aktar • Mohammed Ansari • Debra Anderson • Donna Chadwick • Donald Ferguson • Agata Gorczyca • Haroon Mirza • Lucia Ogunniran • Linda Petrecz • Jane Taylor • Ziggy Prusinowski <p><u>Employee Representatives</u></p> <ul style="list-style-type: none"> • Alex Allen • Bede Nicholson • Yasmeen Hasnain • Natasha Snape • Cass Hasford • Jonathan Wenn
Sep-4.4	<p>A Member queried why so many Representatives had stood down during the year. K Brady advised that some had completed their terms of office, and A Newton added that some were also no longer Members as they had either left RBH employment or were no longer an RBH tenant.</p> <p>Resolution: Members noted the appointments to the Representative Body for Tenant Representatives and Employee Representatives following the recent election process and noted and thanked those who are stepping down from the Representative Body.</p>
Sep-5	<p>Item 5 – Resolution 3 – Board of Directors Annual Report and Financial Statements for the year ended March 31st 2024</p>
Sep-5.1	<p>K Brady introduced Simon Mellor, RBH Executive Director of Finance and Development to present the report and financial statements.</p>
Sep-5.2	<p>S Mellor advised that the £2.2m group surplus had helped to fund:</p> <ul style="list-style-type: none"> • £16m upgrades to homes which include damp and mould remedial works • £2.2m to build new homes and regeneration • £0.9m investment in IT and other fixed assets
Sep-5.3	<p>S Mellor highlighted:</p> <ul style="list-style-type: none"> • The number of homes owned and managed had reduced by 70 to 12,357 • There was a £76m loan facility in place, and £30m was currently undrawn • The values of homes had increased from £183m to £194m • We are compliant with all loan covenants
Sep-5.4	<p>S Mellor advised that Beever and Struthers, RBH's External Auditors had reviewed the accounts who had confirmed that they are a true and fair reflection of the organisation.</p>
Sep-5.5	<p>S Mellor stated that the 2023-24 operating margin had reduced from the previous year, however the headline social housing cost per unit had increased.</p>
Sep-5.6	<p>S Mellor advised that there had been increases in operating costs specifically in relation to repairs and maintenance and major works. He added that whilst capital costs for new builds</p>

had decreased, the investment programme had significantly increased which shows the level of investment being made to customer's homes.

- Sep-5.7 A Member asked why we had lost 70 homes during the year and what were the future plans to replace these as social housing is in demand and RBH could not afford to continue to lose 70 each year. S Mellor advised that this was due to either Right to Buy or Right to Acquire. S Mellor advised that development of new homes had been paused for up to five years as significant investment was needed in existing homes. S Mellor stated that once this investment was completed, regeneration and development would be considered.
- Sep-5.8 K Brady added that Right to Buy and Right to Acquire were national policies and there are currently discussions at Central Government therefore this may change in the future. K Brady advised that the Board had agreed to invest in current homes and this will continue. K Brady stated that whilst the Board had agreed to pause development for five years, this was dependent on regaining RBH's compliance grading with the Regulator in order to access funding and financial markets for development and would be re- considered in 2025/2026.
- Sep-5.9 A Member queried how long it would take to regain compliance grading. K Brady advised this would be within the next six months. A Newton added that a lot of work had already taken place as part of the recovery plan and added that this would be determined by the Regulator.
- Sep-5.10 A Member referred to RBH properties being sold on the open market. K Brady advised that this was not the policy which had been in place for the last twelve months and confirmed that properties would not be disposed of or sold on the open market.
- Sep-5.11 A Member queried if there was any update on negotiations concerning the College Bank blocks of flats. A Newton advised that RBH had been working with Legal and General Affordable Homes (LGAH) and were currently in an Exclusivity Agreement. A Newton added that any updates will be provided to College Bank residents in the first instance and the focus was very much on investment in existing homes to ensure they are safe, warm homes.
- Sep-5.12 A Member asked whether there was a plan to keep the College Bank flats within RBH. A Newton reiterated that negotiations were ongoing with LGAH and the ambition was to keep the flats if this was affordable for RBH. A Newton added that there was a large funding gap however discussions were continuing with partners to try to bridge this gap and an update will be provided when this was available.
- Sep-5.13 A Member questioned why Members were being asked to vote on whether they had received or not received the Annual Report and Financial Statements. K Brady advised that approval sits with the Board which had been the case in previous years, and Members were asked to receive them in line with the Rules. M Roe confirmed that the resolution was in line with current Rules and a Member added that the wording in the Rules had not changed since inception and Members had always been asked to receive, not approve.
Action: Clarify the why the wording has changed for Members to receive/not receive the Annual Report and Financial Statements in line with the Rules **Lead:** M Roe **by:** 30 September 2024
- Sep-5.14 A Member referred to the Interim Membership Strategy and queried whether there was any data to support the statement regarding there being no barriers to Membership and what the benefits to Membership are. C Dalton advised that the three aims of the Interim Membership Strategy would help to identify the barriers and benefits which would inform the development of the longer-term Strategy. A Newton added that there should be no barriers to Membership and a more detailed response would be provided.
Action: Provide a detailed response regarding the data to support the statement that there are no barriers to Membership. **Lead:** J Goodall **by:** 30 September 2024

Resolution: Members voted to receive the RBH Annual Report and Financial statements.
The Secretary confirmed that the following resolution was carried with the following votes:
Received 28, Not received 1.

Sep-6 Closing comments from the Board Chair

- Sep-6.1 K Brady extended his sincere thanks to Members for attending the meeting and the ongoing commitment and contribution to RBH.
- Sep-6.2 K Brady thanked the Representative Body for their support to the Board and Executive Team over the past year through some difficult discussions and challenges. The results of their scrutiny activities would come to fruition soon which will impact the future delivery of services to customers. He added that the Board and Executive Team looked forward to working with the Representative Body on regaining compliance with the Regulator.
- Sep-6.3 K Brady thanked the Board of Directors for their support and engagement as their commitment had been more than would normally be expected.
- Sep-6.4 K Brady wished to thank RBH colleagues for their hard work and dedication during a difficult year as there had been and would continue to be a national focus on RBH.

The Chair thanked Members for attending, and declared the meeting closed at 1:59pm

Signed (Chair of the Board)

As a true and correct record of the Annual Members meeting held on 23 September 2024