



Minutes of the Seventieth Annual General Meeting for the year ended 31st March 2022, held on Tuesday 20th September 2022 commencing 6pm at the Minto Centre, Westfield Drive, Workington.

There were 13 Members of the Association present, representing the necessary quorum, with a further 7 members of the Association returning their Proxy Forms and 20 guests in attendance. The Meeting was chaired by Mr. H. Barker, Chair of the Association.

The Chair welcomed everyone to the meeting, the first open meeting since 2019, with the previous meetings being closed door meetings via Teams due to the Covid pandemic. The Chair introduced the Vice-Chair, Celia Tibble, Chief Executive Officer, Duncan Tilbe, Finance Manager, David Hunter and Company Secretary, Debbie Fox. The Chair ran through the order of business and confirmed after the meeting there would be three brief presentations by Andrew Hardcastle, Member of WHA's Customer Panel, giving an overview of the Panel and work to date, Duncan Tilbe, CEO, about Decarbonisation and an update on Development. Following the presentations HB informed that refreshments would be available and an opportunity to talk to Board members and staff.

1. Apologies for Absence

Apologies for absence were received from members Mr J Burns, Mr G Howarth, Mr J Murray, Mr R Stroulger, Ms C Miles, Ms M Miles, Mrs M Macarthur, Mrs M Burrow, Mr P Tibble, Mrs J Wright, Mrs K Wilson and 8 other guests.

2. Declarations of Interest

Declarations of Interest were received from Celia Tibble, Cumbria County Council Councillor and Board Member of Westhouse.

3. The Minutes of the Sixty-ninth Annual General Meeting, for the year ended 31st March 2021

The minutes of the AGM held on the 28th September 2021, were received by the meeting. There were no matters arising and the Minutes were approved as a true record; proposed by HB and seconded by CT.

4. The Annual Report for the Year Ending 31st March 2022

DT presented the 2021/22 Annual Report, noting that this is the first section of the financial statements, pages 4 to 21, highlighting the following:

- Although no new risks have been identified some risks have increased particularly the risk posed by inflation and political and economic uncertainty.
- The Association continues to be in good financial health.
- Following the new Value for Money targets set in 2020/21, and as outlined on page 15 of the statements, of the 8 indicators, performance is as follows: 4 in the upper quartile, 2 in the median and 2 in the lower.
- Performance compared to peer group associations remains reasonably strong, with 6 of the 8 measures at median performance or above. In comparison to a wider network of associations (as measured by Housemark), all 5 customer satisfaction measures were top quartile.
- Only 2 new homes instead of 6 were purchased in 2021/22, but new and cheaper loan finance for the forthcoming development programme has been secured.
- A new option appraisal process has been established and improved stock condition data will enable better future maintenance planning.
- Customer feedback responses increased, and the higher responses resulted in a truer reflection of views and needs of tenants. Alongside the establishment of the Customer Panel this will enable further feedback from tenants.
- Board is also on track to achieve full compliance with the 2020 Code of Governance Standard by the end of March 2023.

DT invited questions.

In response to shareholding member Mr Keith Waring's question regarding the increased spending on gas servicing, and the replacement of 294 fires, DT confirmed that a new gas servicing contract commenced in July 2021, due to issues with the previous gas servicing contractor highlighted following a routine verification check. A full survey of all gas fires was immediately commissioned which reported 294 fires requiring replacement. The previous contractor's contract was terminated with immediate effect. The matter was reported to the Housing Regulator, who were satisfied with the response and action taken. The contract was re-tendered and a new contractor appointed in July 2021. Gas fires have been replaced by electric

fires or removed and no replacement provided if tenants did not want an electric fire.

There were no further questions.

The Annual Report was accepted unanimously by the meeting.

5. Financial Statements for the Year ending 31st March 2022

DH presented the Financial Statements for 2021/22, highlighting the following:

- The accounts have been audited and we have received an unqualified audit report, detailed on pages 22 – 24 of Annual Accounts for 2021/22.
- Turnover, including Footsteps Nursery was just of £3.8 million with costs against that of £3.2 million, giving an operating surplus of over £600K.
- The Association's loan finance has been restructured by repaying £3M of loans which will result in considerable savings to interest charges as we go forward with our development plans.
- Surplus for the year after pension adjustment was just over £400K.
- With regards to the Balance Sheet (page 26), we have spent over £300K on 2 buy backs and supporting the early stages of our development programme.
- Three properties are being marketed for sale as they are no longer considered to be viable to re-invest in.
- Our cash reserves have been depleted due to the repayment of loans as mentioned above.
- At the year, end accumulated reserves stand at £13.5 million.
- Investment in new properties, as detailed on page 48, note 20, shows the approved spend for the current year of just over £4 million.
- As part of funding the above spend, page 50, note 27, identifies that we have just signed off a new funding package for £5 million, and all loan covenants have been complied with.
- It has been a successful and busy year for the Association and we look forward to the next year with a strong financial and performance base behind us.

DH invited questions.

In response to Mr Keith Waring's question regarding cash reserves, DH confirmed the reserves have been used to repay the previous loan as part of the restructuring of loan finance.

Mr J Burrow noted the level of rent increase implemented from April 2022. DH confirmed that there had been a rent decrease for the previous 4 years, and the formula increase, as implemented by the Government from April, is not a 'catch up' in that reduction. The rent formula for the next 2 years has been set at CPI + 1%, based on September's CPI figure, which will be announced in October, however, as noted previously by DT, we are monitoring the situation in terms of any change in Government Policy to rent increases due to current inflation and the cost of living crisis.

DH noted that Board and management closely monitor the finances of the Association in line with the Business Plan, Government requirements, eg. decarbonisation, rent increases and the planned development programme, which will provide further income in rents.

Mr Batsford raised issues relating to traffic issues on Garth Road, particularly the road width, now no longer being wide enough to accommodate the volume of vehicles, and the possibility of the road being widened or additional parking spaces being created? DT confirmed as part of the planned development on the estate, there is a commitment to explore additional parking and means to alleviate the issues.

There were no further questions.

The Annual Report was accepted unanimously by the meeting.

6. To Appoint the Auditors for the Year 2022/23

DH confirmed that it is 3 years since the last tendering process, with the contract being awarded for 3 years, with the option to extend for a further 2 years. DH was pleased to report on the quality of this year's audit, and particularly the knowledge, consistency and experience of this year's audit team. The audit was also held on site, which enabled a more efficient process, and therefore requested the reappointment of Crowe LLP as External Auditors for the year to 31st March 2023, as approved by Board at their last meeting 8th September 2022; proposed by LS and seconded by JB.

7. To Elect Members of the Board

DF, Company Secretary, confirmed that under the National Housing Federation Model Rules 2015, adopted by the Association at last year's AGM, Mr Henry Barker and Mr Steven Kirkbride have both served their 3 year term and have each indicated they wish to stand for re-election.

Mr Mark Barrow, is also seeking election to the Board, which Board recommended at their meeting on 8th September 2022.

As stated in D13.4 of the Model Rules, if at elections the number of candidates for election as Board Members does not exceed the number of vacancies on the Board, therefore, HB as Chair declared that the above candidates to have been duly elected.

8. Any Other Business

There were no such matters.

The meeting closed at 6.30 p.m.

Members Present:

Mr C Baldry

Mrs L Baldry

Mr P Bales

Mr H Barker

Mr J Burrow

Mrs L Ford

Mr S Kirkbride

Mr W Reville

Mr C Sowiak

Mrs D Steele

Mrs J Teasdale

Mrs C Tibble

Mr K Waring