

**ROCHDALE BOROUGHWIDE HOUSING**  
**ANNUAL MEMBERS MEETING**  
**MINUTES OF THE MEETING 25 September 2023**



**PRESENT (contributions to formal agenda):** A Newton (Chief Executive), J McGrail (Executive Director of Finance and Development), K Brady (Chair of the Board), A Allen (Representative Body Chair), S Wigley (Secretary)

**APOLOGIES:** Apologies from Members have been recorded.

The Secretary convened the meeting at 1.02pm

<b>Ref</b>	<b>Item/Discussion</b>
Sep-0	S Wigley, Secretary welcomed everyone to the meeting and confirmed that the meeting was quorate and apologies which have been received have been recorded.
<b>Sep-1</b>	<b>ITEM 1 - WELCOME AND INTRODUCTIONS</b>
Sep-1.1	K Brady introduced Amanda Newton, the new RBH Chief Executive, Alex Allen, the Representative Body Chair and John McGrail, the 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"><li>- To receive from the Board of Directors the Annual Report and Accounts;</li><li>- To receive from the Representative Body a report of its activities for the last year;</li><li>- To receive from the Representative Body its reports on the Membership Strategy;</li><li>- To announce the results of elections to the Representative Body; and</li><li>- To transact any other general business of the Society.</li></ul>
Sep-1.3	S Wigley 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.
<b>Sep-2a</b>	<b>ITEM 2 - RESOLUTION 1a - MINUTES FROM THE SEPTEMBER 2022 ANNUAL MEMBERS MEETING</b>
Sep-2a.1	Members were requested to approve the minutes from the meeting held on 28 <sup>th</sup> September 2022 which were attached as part of the notification for the AMM.  <b>Resolution: The Secretary confirmed that the minutes from the 2022 AMM were approved as a true and accurate record and was carried with the following votes: For 38, Against 0 and Abstentions 5.</b>
<b>Sep-2b</b>	<b>ITEM 2 - RESOLUTION 1b - MINUTES FROM THE FEBRUARY 2023 SPECIAL MEMBERS MEETING</b>
Sep-2b.1	Members were requested to approve the minutes from the meeting held on 16 <sup>th</sup> February 2023 which were attached as part of the notification for the AMM.  <b>Resolution: The Secretary confirmed that the minutes from the 2023 SMM were approved as a true and accurate record and was carried with the following votes: For 38, Against 0 and Abstentions 6.</b>
<b>Sep-3</b>	<b>ITEM 3 - RESOLUTION 2 – ANNUAL REPORT FROM THE REPRESENTATIVE BODY ON ITS ACTIVITIES AND THE MEMBERSHIP STRATEGY</b>
Sep-3.1	S Wigley introduced A Allen as the Chair of the Representative Body to present the report on behalf of the Representative Body.

- Sep-3.2 A Allen advised that whilst it has been a challenging 12 months, this was a shorter report than previous years but provides highlights of some of the great work undertaken by the Representative Body. He stated that there had been lots of collaborative working which demonstrates that great things can be delivered when interests are aligned.
- Sep-3.3 He highlighted the Members Community fund and grants for smaller groups which have a positive and real benefit to Rochdale communities. He referred to the work of the local pantry which can be a life saver for RBH tenants especially with the ongoing cost of living crisis and commented that he was particularly proud to see this continue, but looked forward to when it would no longer be needed.
- Sep-3.4 A Allen commented that Representatives have worked together on some key areas including damp and mould and the recovery plan and that further information is available on the website.
- Sep-3.5 The Representative Body have approved the Customer Engagement Strategy which outlines how RBH communicates and engages with tenants and communities. The Voice of the Tenant Dashboard has also been a key tool which provides real customer feedback. The Representative Body also made the appointment of the new Chief Executive, Amanda Newton.
- Sep-3.6 A Allen concluded that the Representative Body will continue to focus on listening to our members.
- Sep-3.7 A question was raised regarding about RBH's visibility in communities and in particular for people who aren't online and want face to face engagement opportunities. N Khan advised that estate walkabouts are taking place in different areas and would find out when they were taking place. She added that there are also new Local Tenant Voice forums which take place in individual Townships across the Borough which provides an opportunity to meet Neighbourhood Teams and to raise any local issues.

**Resolution: Members voted to receive:**

1. **The Representative Body's Annual Report to Members.**
2. **The 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: For 46, Against 0 and Abstentions 0**

**Sep-4 ITEM 4 - RESULTS OF THE ELECTIONS TO THE REPRESENTATIVE BODY**

- Sep-4.1 S Wigley advised that Members are asked to note the appointments and a formal vote was not required for this item.
- Sep-4.2 S Wigley stated that following the election process which had taken place this year, the appointed Representatives are as follows:

Tenant Representatives

- Bernard Cass
- Harold Hull
- Linda Petrecz
- Mark Slater

- Sep-4.3 Post meeting note: Following the AMM on Monday 25th September, the Secretary emailed attendees to clarify an error in the election results announced. The 4 successful candidates were Bernard Cass, Linda Petrecz, Mark Slater as well as Atif Hussein and not Harold Hull as was announced. This was a non-voting item and attendees were simply required to note the result.

Sep-4.4 S Wigley thanked those Representatives who had stood down throughout the year:

- Mohammed Aktar
- Frank Altham
- Jan Begum
- Charlotte Briggs
- Lynne Brosnan
- Agata Gorczyca
- Haroon Mirza
- Jane Taylor
- Jonathan Wenn
- Phill Worthington

**Resolution: Members noted the appointments to the Representative Body for Tenant Representatives following the recent election process and noted and thanked those who are stepping down from the Representative Body.**

**Sep-5a ITEM 5A - RESOLUTION 3 – BOARD OF DIRECTORS ANNUAL REPORT AND FINANCIAL STATEMENTS YEAR ENDED MARCH 31<sup>ST</sup> 2023**

Sep-5a.1 SW introduced John McGrail, RBH Executive Director of Finance and Development to present the report.

Sep-5a.2 J McGrail advised that the governance arrangements for the accounts included scrutiny by the Audit and Risk Committee, Board as well as RBH's independent external auditor, Beever and Struthers who have validated the numbers and confirmed that they are a statement of fact.

Sep-5a.3 J McGrail stated that 2022 to 2023 had been a challenging year particularly for tenants with cost of living and inflation which had also put pressure on suppliers with increased costs. He added that tackling damp and mould had been a priority since December 2022 which had affected all Housing Associations, not just RBH.

Sep-5a.4 J McGrail highlighted a few key areas: The surplus of £4.5m was important as a charity organisation which has helped to fund £12m upgrade/reinvestment to homes including damp and mould remedial works; £4m to build new homes and regenerate the Town Centre; and £1.2m for IT and smart working improvements. He added that the surplus was £1m higher than the previous year due to refinancing even though income was the same as the previous year.

Sep-5a.5 J McGrail stated that RBH continues to lose homes through to right to buy as well as some demolitions, which means RBH is a smaller organisation than previous years however the value of RBH homes has increased to £183m due to reinvestment activities.

Sep-5a.6 J McGrail referred to the loan facility which provides RBH the financial capacity to continue to reinvest in existing stock and it was important to note that RBH have met all the financial parameters and requirements of our funders and banks.

Sep-5a.7 J McGrail stated that Beever and Struthers reviewed the accounts to ensure these are a true and fair reflection of the organisation, and they made no management recommendations or found any weaknesses which was reported to the Audit and Risk Committee.

**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: For 47, Against 0 and Abstentions 0**

## **Sep-5b ITEM 5B – RETIREMENTS AND APPOINTMENTS TO THE BOARD OF DIRECTORS**

Sep-5b.1 S Wigley advised the following appointments to the Board of Directors:

- Kevin Brady, Chair
- Ajman Ali
- Larry Gold
- Gary Graham
- Linda Levin
- Madeleine Nelson
- Paul Roberts
- Tim Weightman

Sep-5b.2 S Wigley thanked the retiring members:

- Alison Tumilty
- Wes Baker
- Paul Joyce
- Neil McInroy
- Ruth Welford
- David Williams

**Resolution: Members noted the appointments to the Board of Directors following a recruitment process and noted and thanked the retiring members.**

## **Sep-6 ITEM 6 – CLOSING COMMENTS FROM THE NEW CHIEF EXECUTIVE**

Sep-6.1 A Newton was appointed on 1 June and commenced her role as Chief Executive a few weeks ago. She thanked Members for the opportunity to provide some closing comments.

Sep-6.2 A Newton extended her sincere thanks to Members for attending the meeting and the ongoing commitment and contribution to RBH. She added that RBHs' Mutual Governance model is really unique, important and valuable and RBH is here to do good for the people living in our homes and communities and we are mutually accountable for creating great places.

Sep-6.3 She added that the last 12 months have been difficult and sobering for everyone involved. The publication of the coroner's report following the death of Awaab Ishak sent shock waves across all housing associations, not just RBH but the NHS and beyond.

Sep-6.4 A Newton stated that she had spent the last few weeks in RBH communities and offices listening and learning about RBH and this will shape how she can best lead the organisation moving forward both positively and with real purpose.

Sep-6.5 A Newton referred to the recovery plan and lessons learnt and recognised that there had been a lot of activity over the past 12 months, however there was still a lot more to complete.

Sep-6.6 A Newton wished to thank and give the collective gratitude of the Executive Team and the Board to Yvonne Arrowsmith, who joined RBH as an interim Chief Executive at its most challenging time and on the back of a downgrade from the Regulator of Social Housing and she had set a path to recovery.

Sep-6.7 A Newton stated that it is incredible what has been achieved over the last 9 months, and RBH is on its way to recovery, however there is still a long way to go including rebuilding trust and confidence with our tenants, partners, and the Regulator.

Sep-6.8 A Newton advised that fundamental to compliance with the Regulatory Standards, is the strengthening of the governance arrangements and therefore some changes are being proposed to Mutual Rules to give the Representative Body the power to formally scrutinise RBH and to hold the Board and Executive Team to account. She added that information can

be found on the RBH Website ahead of a formal vote at a Special Members Meeting in November.

- Sep-6.9 A Newton highlighted that some of the key priorities for her are focusing building a culture that ensures RBH are continually meeting the needs of our tenants and communities; develop a new Corporate Strategy that focuses on the core role as a provider of great quality homes in places where people can thrive; find a way forward for the Seven Sisters at College Bank and ensure that we are focusing on creating great places everywhere else across Rochdale; and pushing forward with the recovery plan and embedding the learning from the past and ultimately getting back to a place of compliance with our Regulator, which is vital to ensure RBH can do more for the people who live in our homes.
- Sep-6.10 A Newton stated that RBH will also need to meet some new challenges from the Regulator with the new Consumer Regulation which led from the tragic events of Grenfell. She added that we will also continue to get out into Communities and not only be reliant on digital services.
- Sep-6.11 A Newton thanked the Representative Body for the work they have carried out over the past year which has enabled the voice of members to be heard which is a vitally important part of RBHs' Customer Engagement Framework. The Board and Executive Team will continue to support, enable and work alongside the Representative Body and the wider membership to bring our mutual model to life with the things that really matter to the people living in our homes.
- Sep-6.12 A Newton added that we will continue to support and encourage the creation of a thriving community of active and involved members that represents the diversity of people living in our homes. There is a real opportunity to showcase how mutuality is making a difference and the positive impact that RBH has, and we all need to work together to do that really well.
- Sep-6.13 A Newton wished to thank on behalf of herself and the Executive Team: RBH colleagues in supporting the work of Representative Body and the wider Membership; the Board for their ongoing commitment to building back RBH and their passion for the people and communities that we serve; and to the Representative Body for their unwavering commitment and for their achievements over the past year.
- Sep-6.14 A Newton referred to a comment in the Representative Body annual report which resonates where RBH is going - *"as we look ahead to the coming year, we intend to progress with renewed vigour, passion and commitment to make a difference to members, tenants, employees and the local community and we are confident that knowledge from the lessons learnt coupled with the empowerment to do the right thing first time will shine through"*.
- Sep-6.15 K Brady reiterated that the Board is listening and will be held to account over the next twelve months.

The Chair thanked Members for attending, and declared the meeting closed at 13:45

**Signed**

**(Chair of the Board)**

**As a true and correct record of the Annual Members meeting held on 25 September 2023**