

MINUTES

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| Location: | Grange Pavilion, Grange Gardens, Cardiff CF11 7LJ & Teams |
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Present:

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| Shareholders: |
| Andrew Knight (Chair), Susan Hamilton, Tracey Carter, Tarig Sanousi, Keith Abdi, Xenia Brunel, Fanwell Tandi, Keith Edwards, Yvonne Connolly, Sue Carlton, Christine Bolter, Ali Abdi, Chris John |
| Others: |
| Jan Quarrington (Principality Building Society), Alison White (Beever and Struthers) |
| Staff |
| Helen White (CEO), Sarah Cole (Director of Finance), Joshua Dowdall (Director of People & Places), Amanda Jones (minutes), Mathew Hinder, Lynne Williams, Sarah Drury, Clive Mangan, Sarah Hancock, James Loy, Dan Gully, Keri Harding-Jones, Ria Cuss, Germaine Kyabu, Adekanye Ifaturoti, Zoe Grainger, Abdi Segulle |

| Quorum (Extract from: Rules & Board Terms of Reference) | Shareholders Present | Shareholder Proxies Received | Quorum Achieved |
|---|----------------------|------------------------------|-----------------|
| C23 Before any general meeting can start its business there must be a quorum present. A quorum is one-tenth of all shareholders, with a minimum number of six and a maximum number of 25. (Quorum = 14 present (min 2 persons) in person or by proxy) | 12 | 11 | Yes |

| ITEM | | ACTION |
|--------------|---|--------|
| 22.01 | Chair's Welcome | |
| | The Chair welcomed those present to the meeting. | |
| 22.02 | Apologies & Proxies | |
| | Apologies were received from: <u>Shareholders:</u> Elke Winton, Peter Townend, Geraint Jones, Jason Smith, Simon Dawson, John Ramsay, Shirley Sansom, Mike Jones, Margaret Morgan, Michael Parsons, Sue Stephens, Patrick Grant, Dianne Bevan, Naomi Mitcheson <u>Other Organisations:</u> Christian Chalk and Rob Hanley (Mazars), Stuart Ropke (CHC), Cllr Leonora Thomson, Cllr Caro Wild, Richard Whittaker (Barclays) 11 Shareholder Proxy votes have been received. | |
| 22.03 | Minutes of AGM 2021 | |
| | It was proposed by Christopher John and seconded by Sue Carleton that the minutes of the last AGM were approved as a true record. A show of hands in favour of the proposal approved the minutes of the AGM held on 27 th July 2021 as a true record. | |
| 22.04 | Audited Accounts: Year-ended 31.03.2022 | |
| | The Director of Finance introduced the financial statements for the year ended 31.03.2021: <ul style="list-style-type: none"> • Highlighting the achievements and challenges throughout the year, • Summarising the Financial Stability (Surplus, Costs, Cash Flow) Statements • Delivering great homes and services targets • Thanking the team for their work throughout the year, highlighting Taff's performance and results, including awards won • Future plans for Taff | |

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| | <ul style="list-style-type: none"> • Special thank you to the new auditors Beever and Struthers <p>The Auditor, Beever & Struthers, advised that the audit was undertaken in line with all relevant standards and regulatory requirements and clarified a clean audit was received.</p> <p>A question was asked on the soundproofing of new housing developments. The Head of Development communicated the measures being taken by Taff and their partners to ensure sound proofing standards are met.</p> <p>It was proposed by Sue Carleton and seconded by Chris John and a show of hands in agreement approved the adoption of the financial statements for the year ended 31.03.2022.</p> | |
| 22.05 | Annual Report of the Board | |
| | <p>The CEO presented the Annual Report on behalf of the Board of Management:</p> <ul style="list-style-type: none"> • Highlighting the achievements and challenges of the past year • Condolences to former tenant Harry Cousins and his family • Summarise Taff’s strategic plan (missions, values & priorities) • Tenant satisfaction, internal audits, and decarbonisation plans • Partnership with TPAS on tenant engagement • Special thank you to the Afghan refugee project team and a congratulations on their awards • Digital transformation and the importance of tenant engagement • Summarised financial position • Pathway to Board scheme, Cardiff Metropolitan partnership, anti-racism training • Update on new building developments • Colleague support & wellbeing initiatives, fundraising & charity events • Future challenges – cost of living, WHQS 2023, building homes, decarbonisation • Thanks to Taff’s teams and partners <p>Following a question on Taff’s LGBTQ+ support, the CEO emphasised Taff’s support for all communities and ensuring homes are accessible to all and also suggested the possibility of setting up a special interest group.</p> <p>Following a question on the bill for communal charges, the Director of People & Places advised that Taff are working with tenants in practical ways regarding the cost of living and that Taff also communicate with the Government on energy payments which are not available for communal charges.</p> | |
| 22.06 | Appointment of Auditors | |
| | <p>The Chair advised that following a re-tender process last year, the Board of Management recommend that Beever & Struthers be appointed as Auditors for the coming year.</p> <p>A show of hands duly appointed Beever & Struthers as external auditor for the coming year.</p> | |
| 22.07 | Election of Board Members | |
| | <p>The CEO advised that:</p> <ul style="list-style-type: none"> • there are 3 vacancies due to retirement by rotation and resignations • that new candidates wishing to stand for election now go through a pre-selection process, and the following candidates are eligible as a result of this process: <ul style="list-style-type: none"> ○ Andrew Knight: Human Resources Skills ○ Susan Hamilton: policy, Health & Social Care Skills ○ Peter Curran: Finance & Audit Skills | |

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| | <p>The CEO also advised that Under rule D12.4, if the number of candidates is the same as or less than the number of vacancies, the Chair may declare the candidates duly elected; The Chair therefore declared Andrew Knight, Susan Hamilton and Peter Curran duly elected to the Board of Management.</p> <p>The CEO congratulated those elected advising that the full Board now consists of: Andrew Knight, Susan Hamilton, Peter Curran, Ali Abdi, Dianne Bevan, Darrin Davies, Graeme Tipple, Chris John, Geraint Jones, Jason Smith, Naomi Mitcheson, and Yvonne Connolly.</p> <p>The CEO further advised that there are also 3 co-opted member vacancies that are elected at the first meeting of the Board. Tarig Sanousi and Tracey Carter, currently co-optees, will be asked to continue with their co-option at the Board meeting on Thursday 28th July.</p> | |
| | <p>The Chair advised that the formal part of the meeting was closed and thanked those present for attending the meeting.</p> <p>The meeting closed at 17:15</p> | |

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| Signed: | Dated: |
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