

MINUTES

Location:	Alexandra House, Cardiff CF5 1JD
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Present:

Shareholders:

Susan Hamilton, Keith Abdi, Andrew Knight, Tracey Carter, Dianne Bevan, Chris John, Ali Abdi, Xena Brunel, Simon Dawson, Elaine Rafill, Fanwell Tandi, Keith Abdi

New: Tarig Sanousi

Others:

David Wilton (TPAS), Alistair Dunford (Llamau), Cllr Lynda Throne, Michael Mellor (Cutting Edge Security), Jessica Symons (Vale of Glamorgan), Sarah Lavender (Principality), Sana Keyani (B&S), Gareth Edwards & Ian Parsell (LoftPro)

Colleagues

Helen White, Sarah Cole, Josh Dowdall, Blodwen Lewis, Mathew Hinder, Lynne Williams, Ria Cuss, Lisa Jones, Clive Mangan, Rhodri Thomas, Aruthra Muthukumar, Sarah Drury, Carys Wiggins

Tenants:

Gareth Morgan

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	5	Yes

ITEM		ACTION
23.01	Chair's Welcome	
	The Chair welcomed those present to the meeting and set out the agenda.	
23.02	Apologies & Proxies	
	<p>Apologies were received from:</p> <p><u>Shareholders:</u> Elke Winton, Michael Jones, Graeme Tipple, Geraint Jones, Jason Smith, Shirly Samson, Darrin Davies, Yvonne Connolly, Andrew Bateson, Michelle Francis</p> <p><u>Taff:</u> Zoe Grainger</p> <p><u>Other Organisations:</u> Katherine Patridge (Vale of Glamorgan), Sally Anthony (The Salvation Army), Cllr Stephen Cunnah, Christine Short (Barnardo's), Lowri Collins (Pobl), Jan Quarrington (Principality), Alex Bowden (THFC), Stuart Ropke (CHC)</p> <p>5 Shareholder Proxy Votes have been received: Elke Winton, Michael Jones, Geraint Jones, Jason Smith, Yvonne Connolly</p>	
23.03	Minutes of AGM 26.07.2022	
	<p>It was proposed by Xena Brunel and seconded by Susan Hamilton that the minutes of the last AGM were approved as a true record.</p> <p>A show of hands in favour of the proposal approved the minutes of the AGM held on 26th July 2022 as a true record.</p>	

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23.04	Audited Accounts: Year-ended 31.03.2022	
	<p>The Director of Business & Finance introduced the financial statements for the year ended 31.03.2023 highlighting a number of organisational achievements through the year.</p> <p>Sana Keyani – Beever & Struthers:</p> <ul style="list-style-type: none"> • Thanked Taff's finance team for their work during the audit • Confirmed the financial Statements were a true and fair view of the organisation • Confirmed that a review of the financial health of the association -found no issues with the systems and controls in place • No significant deficiencies identified <p>Attendees:</p> <ul style="list-style-type: none"> • A tenant thanked Taff for tenant groups, especially the Winter Wellbeing Group stating this had been a hugely positive activity for all involved. <p>It was proposed by Xena Brunel and seconded by Dianne Bevan and a show of hands to receive the Financial Statements for the year ended 31.03.2023.</p>	
23.05	Annual Report of the Board	
	<p>The CEO presented the Annual Report on behalf of the Board of Management and highlighted:</p> <ul style="list-style-type: none"> • Thanked colleagues for sharing their work to be included in the Annual Report • Taff's Mission & Values • Focus for the year 2022/23 included: <ul style="list-style-type: none"> ○ Tackling Damp Mould & Condensation (training, communication, identification, actions) ○ Health & safety and landlord compliance ○ Data and system improvements • Introduction of Renting Home (Wales) Act 2016 • Financial resilience of the association • Work in the community • 'Pathway to Board' and 'Get into Housing' programmes • Support Services schemes • Video on loft conversion work • Ongoing great work by the Taff Allotment Group • Thanked colleagues for their work • Initiatives and trials for different ways of working • Colleague investment: training, groups and events • Future of Taff <ul style="list-style-type: none"> ○ Developments & investments ○ Welsh Government housing policies & funding ○ Welsh Housing Quality Standards 2023 ○ Tackling homelessness ○ Commissioning of care and support schemes ○ Focused on the quality of services provided <p>It was proposed by Dianne Bevan and seconded by Susan Hamilton and a show of hands in agreement approved the adoption of the Annual Report for the year ended 31.03.2023.</p>	

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23.06	Appointment of Auditors	
	<p>The Chair advised that the Board of Management recommend that Beever & Struthers be re-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>	
23.07	Election of Board Members	
	<p>The CEO advised that:</p> <ul style="list-style-type: none"> • There are 5 vacancies, 4 due to retirement by rotation and resignations. • The following candidates wishing to stand for re-election: <ul style="list-style-type: none"> ○ Darrin Davis: Asset Management and Development ○ Graeme Tipple: Finance and Treasury ○ Chris John: Audit, Risk & Governance • The following retiring member will not be seeking re-election due to serving three terms: <ul style="list-style-type: none"> ○ Dianne Bevan: Legal • The following retiring Co-optee Members are also standing for election as an Ordinary Member: <ul style="list-style-type: none"> ○ Andrew Bateson: Asset Management ○ Tarig Sanousi: Tenant, Equality & Diversity, Legal <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 Darrin Davies, Graeme Tipple, Chris John, Andrew Bateson, and Tarig Sanousi duly elected to the Board of Management.</p> <p>Chair thanked Dianne Bevan for all her work for Taff over her 9 years as a Board Member and was presented with flowers by the CEO.</p> <p>The CEO congratulated those elected advising that the full Board now consists of: Andrew Knight, Susan Hamilton, Peter Curran, Ali Abdi, Darrin Davies, Graeme Tipple, Chris John, Geraint Jones, Jason Smith, Yvonne Connolly, Andrew Bateson, and Tarig Sanousi.</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. Tracey Carter, current co-optee, will be asked to continue with her co-option at the Board meeting on Thursday 20th July.</p> <p>Michelee Francis will also continue as an Independent Member of the Audit & Risk Committee after approval by Board 20.07.2023.</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 17:00</p>	

Signed:	Dated: