

ANNUAL GENERAL MEETING

17th July 2025 @ 4:00pm

MINUTES

Location:	Alexandra House, Cardiff CF5 1JD
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Present:

Shareholders:
Andrew Knight, Jason Smith, Peter Curran, Kirsty Palmer, Naomi Williams, Hiten Patel, Naomi Mitcheson, Chris John, Susan Hamilton, Andrew Bateson, Fanwell Tandi, Yvonne Connolly, Jacqueline Jenkins, Elaine Rafill
Others:
Coran Davies & Anthony Davies (Davies Contractors), Olivia Browne (TPAS), Samsunear Ali (Bawso), Nadine Jones (Pobl), Jonathan Lewis (Solar Windows), Alastair Campbell (Bishop Fleming), Matthew Pugh (Greenlands), Matthew Greenland (Greenlands)
Colleagues
Helen White, Caroline Lawley, Blodwen Lewis, Mathew Hinder, Lynne Williams, Catherine Williams, Karen Walters, Amanda Jones, Rhodri Thomas, Carys Wiggins, Josh Dowdall, David Pettitt, Sanni Salisu, Sarah Drury, Louisa Thomas
Board: Gabriella Spiteri, Princess Onyeanus, Stewart Davison
Tenants:

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 = 5 present (min 2 persons) in person or by proxy)	14	10	Yes

ITEM		ACTION
25.01	Chair's Welcome	
	The Chair welcomed those present to the meeting and set out the agenda.	
25.02	Apologies & Proxies	
	Apologies were received from: <u>Shareholders:</u> Graeme Tipple, Darrin Davies, Sue Stephens, Mike Jones, Elke Wilton, Tarig Sanousi, John Ramsay, Terrance Flynn, Tracey Carter, Micheal Parsons, Christine Wilton, Shirley Sampson <u>Taff:</u> Jane Okonkwo (Pathway to Board) <u>Other Organisations:</u> Gareth Brydon (Welsh Government), Cllr Leonora Thompson, Cllr Lynda Thorne, Sarah Lavender (Principality), Stuart Ropke (CHC), George Shillam (Beevers & Struthers) 10 Shareholder Proxy Votes have been received: Darrin Davies, Sue Stephens, Mike Jones, Elke Wilton, Tarig Sanousi, John Ramsay, Terrance Flynn, Tracey Carter, Micheal Parsons, Christine Wilton	
25.03	Minutes of AGM 25.07.2024	
	It was proposed by Chris John and seconded by Andrew Bateson that the minutes of the last AGM were approved as a true record.	

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	A show of hands in favour of the proposal approved the minutes of the AGM held on 25th July 2024 as a true record.	
25.04	Annual Report 2024/25	
	<p>The CEO presented the Annual Report on behalf of the Board of Management and highlighted:</p> <ul style="list-style-type: none"> • 2025 marks Taff's 50th anniversary • Summary of the history of Taff • Highlights of the past 12 months • New Strategic Plan's values & ambitions • Update on new housing schemes and innovative technologies used to make homes more comfortable and efficient • Summary of community work undertaken during the year • Recognition of colleagues' work and workplace culture • Update on support services and new schemes <p>HW thanked all of Taff's partners and stakeholders for their contribution throughout the year. HW also thanked the retiring Board Members for all their work and support over the years and made a special thank you to the departing Chair Andrew Knight.</p>	
24.05	Audited Accounts: Year-ended 31.03.2025	
	<p>The Executive Director of Business & Finance introduced the financial statements for the year ended 31.03.2025 highlighting a number of organisational achievements through the year including:</p> <ul style="list-style-type: none"> • Successful year despite the challenging external environment and pressures • Introduction of new development schemes and support projects • Risk management work and internal audit reports • Income Statement and financial viability • Statement of Financial Position • Successful external audit report <ul style="list-style-type: none"> - Unqualified external audit report - No disclosures or adjustments needed - Impressed with the quality of financial papers produced for Board & Committee - No significant deficiencies identified • Treasury performance and financial strength <p>It was proposed by Andrew Bateson and seconded by Chris John and a show of hands to receive the Financial Statements for the year ended 31.03.2025.</p>	
25.06	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>	
25.07	Election of Board Members	
	<p>The CEO advised that:</p> <ul style="list-style-type: none"> • There are 5 vacancies. • The following Members wishing to stand for re-election: <ul style="list-style-type: none"> ○ Peter Curran ○ Naomi Mitcheson (Co-optee) • The following new candidates are standing for election after an open recruitment process: <ul style="list-style-type: none"> ○ Hiten Patel 	

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	<ul style="list-style-type: none">○ Naomi Williams○ Kirsty Palmer● The following members will not be seeking re-election:<ul style="list-style-type: none">○ Andrew Knight○ Susan Hamilton○ Yvonne Connolly○ Tracey Carter (Co-optee)○ Stewart Davison (Co-optee)○ Princess Onyeanusu (Co-optee) <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 <i>Peter Curran, Naomi Mitcheson, Hiten Patel, Naomi Williams, Kirsty Palmer</i> duly elected to the Board of Management.</p> <p>The CEO congratulated those elected advising that the full Board now consists of: Andrew Bateson, Jason Smith, Graeme Tipple, Christopher John, Tarig Sanousi, Peter Curran, Naomi Mitcheson, Hiten Patel, Kirsty Palmer, Naomi Williams</p> <p><i>Joe Stockley</i> will also continue as a Trainee Board Member and <i>Gabriella Spiteri</i> will join also as a Trainee Board Member.</p> <p>On behalf of all Members the CEO thanked <i>Andrew Knight, Susan Hamilton, Yvonne Connolly, Tracey Carter, Stewart Davison and Princess Onyeanusu</i> who have resigned from their Board positions during the year or decided not to stand for re-election.</p>	
	<p>The Chair advised that the formal part of the meeting was closed and thanked those present for attending the meeting.</p> <p>Departing Chair Andrew Knight presented his gratitude to the Board, colleagues, tenants and all partners for their work and support, and congratulated Taff on their achievements and being a great place to work.</p> <p>The meeting closed at 16:37</p>	

Signed:	Dated: