



**Minutes of the 52nd Annual General Meeting held on Thursday 7 September 2023  
at 6pm in Govan HOME Team, 246 Edmiston Drive, Glasgow.**

**PRESENT:**

Mr G Maguire (Chair)



**IN ATTENDANCE:** Ms C Quinn, Group CEO and Company Secretary  
Ms KA Wallace, Director of Customer Services  
Mr R Dulin, Head of Finance & Corporate Services



The Chair welcomed everyone to the Association's 52nd Annual General Meeting and then asked the Company Secretary to lay out the proceedings at this AGM as per the Association's Rules.

The Company Secretary thanked the Chair and then proceeded to read out extracts from the Association Rules as follows:

"Rule 21 states that the only competent business that can properly be considered and transacted at the AGM is:

- Presentation of the Chairperson's report on the Association's activities for the previous year;
- Presentation of the accounts, balance sheet and auditor's report;
- Election of Committee Members;
- Appointment of the External Auditor for the following year; and
- Any other general business that was included in the Association's notice calling this meeting.

The business to be considered and transacted at this AGM is not a matter in respect of which the Association has any discretion. Any consideration at an AGM of business which is not permitted in terms of Rule 21 would constitute a breach of the Rules of the Association.

Furthermore, the AGM is not a general forum at which any individual member of the Association may question the Committee or Executive of the Association in relation to matters of their choosing.

However, should any member have a question that directly relates to business being considered at this AGM, the following must be noted:

- Rule 32 states that all speakers must direct their words to the Chairperson. All Members must remain quiet and orderly while this is happening.
- Rule 33 states that you will not be allowed to speak more than once on any individual matter unless it is to explain something or ask for an explanation, until every other Member has had the chance to speak. You will then have the opportunity to speak a second time on the matter but only if the Chairperson agrees.
- Rule 34 states that the Chairperson will decide on how long each speaker is allowed to speak, allowing equal time to each speaker.”

## **1.0 Adoption of Minutes of the 51<sup>st</sup> Annual General Meeting**

The Chair advised of adoption of the Minutes of the 51<sup>st</sup> Annual General Meeting.

██████████ advised they had a question regarding the annual accounts that was noted in the minutes from 51<sup>st</sup> Annual General Meeting, however they stated they did not get an answer to the question. The Group CEO/Secretary advised that the question had been answered at the time, however the matter will be investigated further. If it is shown the question had not been answered then the Member will be responded to, however, if it has been shown that this was indeed answered, the matter will be considered closed.

The minutes were proposed by ██████████ and seconded by ██████████ as a true reflection of the meeting.

*At this point, the Chair passed the meeting over to a recording from ██████████ of Azet's, the Association's External Auditors.*

## **2.0 Presentation of the Annual Accounts for the year to 31 March 2023**

██████████ apologised for not being physically present at the meeting.

██████████ advised Shareholders that ██████ is the Audit partner with Azets and is responsible for signing off Finance Statements of Govan Housing Association and the trade sub Govan Home Team.

██████████ advised that ██████ will be giving an overview of the accounts and how the audit has been this year, which unlike previous year, was conducted fully onsite.

██████████ informed Shareholders that copies of the integrated auditors report are included within the papers issued to them prior to the start of the meeting. ██████ confirmed this has been signed by ██████ and it is a clean unqualified audit which show a true and fair view of Govan Housing Association for the past

12 months. The accounts are also compliant with all auditing and accounting legislation.

██████████ advised that part of the responsibility of the External Auditor is to ensure that the Association remains a going concern for the next 12 months. ██████████ confirmed that following the audit including review of budgets, cash flow projections, and forecasts in terms of differing activity, that Azets are satisfied that there is no issue with the Association being a going concern for the next 12 months.

██████████ advised that as part of the audit, the content of the report is reviewed to ensure that the information provided is accurate, covers the key points required by the Scottish Housing Regulator (SHR) and Scottish Charity Regulator (OSCR), and is fully compliant.

In terms of the actual figures, these have been audited and Azets are happy with these figures. ██████████ stated that Govan Housing Association are facing the same issues as other housing associations – inflation, rising costs of materials and rising payroll costs. ██████████ noted that the Association's balance sheet remains strong, including controlling debts, balancing creditors, paying people when they are due and managing cash deposits, while continuing with development work.

██████████ thanked all Govan Housing Association staff who were assisting throughout the audit.

██████████ informed Shareholders that if they had any questions either now or at any time, they should advise the Group CEO/Company Secretary.

*End of Azets' recording.*

The Chair advised there was an Azets' representative present and if anyone had any questions, the External Auditor should be able to answer these. ██████████ requested ██████████ contact details in order that they may contact ██████████ directly.

██████████ stated that there were no notes provided with the Accounts this evening, therefore there were numbers with no details explaining what they were. ██████████ advised ██████████ did request information prior to the meeting, however this was not provided. Group CEO/Company Secretary advised that it is standard practice to issue a summary - as has been custom and practice in previous years.

### **3.0 Chairperson's Report**

The Chair advised Members that he became Chair of Govan Housing Association in September 2021. He stated that he would like to take this opportunity to thank the retiring CEO, Fiona McTaggart, for her hard work, dedication and commitment to Govan Housing Group over the last eleven years. The Chair welcomed the Group CEO, Caron Quinn, who has been a member of the Executive Management Team for the last four years. The Chair advised that the Group CEO/Company Secretary is an experienced accountant and internal auditor, specialising in corporate governance, regulatory compliance and risk management.

The Chair informed members that there have been several new members joining the Board this year, bringing experience to compliment that of the current members.

This year has seen the organisation growing from strength to strength with the Group now having two subsidiaries, Govan Home Team and the Water Row Company. Current stock is being reinvested throughout the planned maintenance programme. The current economic climate has had an impact on these programmes, however budgets have been reviewed to ensure this is fulfilled.

The Chair stated that the Board are looking forward to the coming year under the guidance of an excellent leadership team.

#### **4.0 Annual Return of the Charter - Highlights 2021-22**

The Group CEO stated that she was delighted to be appointed to this post and intends to continue to build on the legacy left by the retiring Chief Executive, Fiona McTaggart. The Group CEO stated she looked forward to working with a professional staff team, dedicated Board members, valued tenants and the wider community to fulfil the vision, purpose and values of the Association.

The Group CEO stated the growth of the business has continued and become the Govan Housing Group, incorporating Govan Housing Association, Govan Home Team as our repair contractor and Water Row Company, who's role will be to manage our midmarket rental properties, money advice service and factoring services. The Govan Home Team continues to deliver repairs, maintenance and an environmental service which makes a positive impact on our community. This signals the continued direction of the Govan Housing Group, committed to ensuring that tenants get value for money, the highest quality products and services and importantly puts our residents and wider community at the centre of everything we do.

The Group CEO advised that the Association's annual report contains the background to the ARC return including full details of the Association's performance for the year ending 31 March 2023.

The Group CEO stated that our rents continue to be competitive in comparison to the Scottish average.

The Group CEO outlined energy efficiency initiatives such as the installation of double-glazed windows, replacement boilers and the implementation of heating systems where necessary. As a result of these actions, the Group CEO is confident that by 2025, Govan Housing Association should be fully compliant with Energy Efficiency Standard for Social Housing (ESSH) requirements.

The Group CEO advised repair targets are being met and are currently better than the Scottish average. Void turnover now takes an average 27 days, compared to the Scottish average of 55 days. The Association is being very proactive in the management of rent arrears and also offer a money advice service. Action plans are in place to address areas of service delivery that require more focus.

The Group CEO advised a strong business plan is now in place for the next five years. The external auditor has presented and audited the annual accounts for Govan Housing Association and Govan Home Team, demonstrate that underpinning all ambitions is a group structure that is strong and viable, and able to deliver plans.

The Group CEO advised the customer engagement strategy will be released shortly. Participation has been encouraged through street events, home visits, tenant and digital forums.

The mid-market rental properties at Water Row are expected to be released later this year, bringing positive impact and sustainability to the community.

The Group CEO stated that the Group look forward to the year ahead and to embrace future challenges in an ever-evolving world of social housing.

## **5.0 Election of Board Members**

The Company Secretary advised Shareholders that, under the Association's Rules, one third of the Board, excluding co-optees, are required to stand down each year.

Those Members standing down are eligible for re-election without nomination and all have indicated their willingness to stand again as Members of the Board.

The Company Secretary noted that there were also two shareholders who were co-opted onto the Board during 2022. They have completed their nomination forms, confirming their willingness to stand, and have been proposed to stand for election.

The Company Secretary stated that with 10 places vacant on the Board, all persons standing for election or re-election can be automatically appointed to the Board.

The Chair referred to Rule 40.1 and advised that as the number of Members standing for election is less than the number of vacant places, the Chair declared them elected without a vote.

The Company Secretary confirmed that the number of Committee Members now stands at ten as follows:



The Company Secretary noted that there are five places remaining, which are available for possible co-options. If any Shareholder wished to be considered for a co-option to the Board, they should contact Corporate Services.

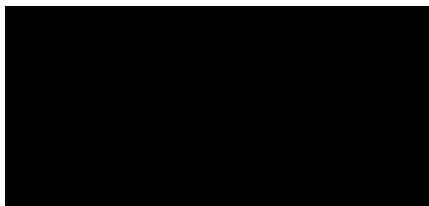
## **6.0 Appointment of Auditors**

The Company Secretary referred to Rules 21.4 and 72.1 and confirmed that the Board has recommended the reappointment of Azets Accountants as the Association's external auditors.

## **7.0 Close of Meeting**

The Chair concluded the meeting by thanking all the Association's staff, Board members and all those who had attended the Association's AGM.

**Signed**



**Date:** 7 September 2023