

FREEBRIDGE COMMUNITY HOUSING LIMITED

**Minutes of the Annual General Meeting held on
Monday 22 September 2014 at 6.30pm in
The Ballroom, The Legacy Duke's Head Hotel,
5 - 6 Tuesday Market Place, King's Lynn**

Note: The AGM was preceded by a presentation reviewing Freebridge's performance against its Business Plan, given by the Freebridge Executive Team. A video version of the Annual Report 2014 was shown and the Value For Money Statement 2013-14 – "Good Things from Wise Spending" – was circulated to all those present.

SHAREHOLDING MEMBERS PRESENT:

Independents: Ray Johnson (Chairman)
Matthew Brown
Steve Clark
Ian Pinches

Tenants:

Sylvia Calver	Derrick Hasted
Michael Collison	Sheila James
Barbara Dewart	Ernest Law
Leslie Elflett	Paul Leader
Christine Elflett	Katherine May
Edwin Evans	Gregory Peckover
Margaret Follen	Sandra Peckover
Stanley Follen	Donald Regester
Irene Gammon	Judith Roberts
Pamela Groat	Michael Roberts
Joan Guyan	Paul Smith
Michael Harpley	Patricia Starr
David Harrison	Leslie Thurlow

Council: Councillor Adrian Lawrence

NON-SHAREHOLDING BOARD MEMBERS PRESENT (permitted to speak at the Chairman's discretion but not permitted to vote):

Lesley Bambridge
Colin Sampson

IN ATTENDANCE:

Tony Hall	-	Chief Executive
Sean Kent	-	Deputy Chief Executive
Angus MacQueen	-	Company Secretary

Some Freebridge employees attended the Meeting as observers.

1. APOLOGIES

Apologies for absence were received from the following Tenant Shareholders: Adrienne Abell, Robert Abell, Paul Baisbrown, Steven Cable, Trudi Clapperton, William Cox, William Fredrick Cox, Valerie Fleming, Angela French, Leonard French, Glenn Gillott, Paul Harriman, Susan Hope, Nataliya Kulbokene, Ian Lund, Queenie Pegley, Jasmine Rigg, Huw Robinson, Alan Smythe-Hudson, Stafford Snell, Sandra Stewart, Colin Thomson, Jeanne Tunney, Emily Woodley and Tatjana Zolotova.

Adrienne Abell, Robert Abell, William Cox, Valerie Fleming, Huw Robinson and Sandra Stewart had appointed Leslie Thurlow as their proxy.

Jeanne Tunney had appointed the Chairman as her proxy.

2. MINUTES

Having been duly proposed and seconded, it was

RESOLVED (by 100% of those voting): That the minutes of the Annual General Meeting held on 23 September 2013 be confirmed as a correct record and signed by the Chairman.

3. BOARD REMUNERATION

The Company Secretary explained that this item had been included on the agenda to inform shareholders that the Board had decided to introduce payment for Board Members with effect from 1 October 2014. The item did not require a vote at this meeting, as it fell within the Board's remit to make the decision; however, the Board had felt that it was important to include it as an information item on the agenda in the interests of openness and transparency. Consultation had taken place with the Tenant Panel and with the wider tenant population through Streets Ahead

The decision to introduce payment for Board Members had been based on the need for the Board to increase its level and range of skills, in order to take Freebridge forward, to continually improve the service to tenants, and to deal with an increasingly demanding and complex environment. There was also a need to meet the requirement of the Regulator, the Homes and Communities Agency, to ensure that there was a highly-skilled Board. Indeed, by introducing payment, the number and range of applicants for Board membership this year had significantly increased as compared to previous years.

In order to gain an independent and external view, the Board had commissioned, in March 2014, a Business Case for introducing the payment of Board Members at Freebridge. This had been written by Campbell Tickell, a housing consultancy firm, and had been attached to the agenda for shareholders' information.

4. THE BOARD'S ANNUAL REPORT TO THE ANNUAL GENERAL MEETING

The Meeting received the Board's Annual Report, which included the following:

- financial statements for the period to 31 March 2014, including:
 - the revenue accounts and balance sheet for the last accounting period
 - the Auditor's report on those accounts and balance sheet
 - the Board's report on the affairs of the Association
 - the Board's statement of the values and objectives of the Association
 - a statement of the current obligations of Board Members to the Board and the Association
- a statement of the skills, qualities and experience required by the Board amongst its members
- the Policy for admitting new shareholders
- the Board's report on the Community Empowerment Strategy.

5. APPOINTMENT OF AUDITOR

Having been duly proposed and seconded, it was

RESOLVED (by 100% of those voting): That Grant Thornton LLP be reappointed as Auditor of the Association.

6. APPOINTMENT OF INDEPENDENT BOARD MEMBERS

The Chairman referred the Meeting to the report of the Chairman of the Board Member Recruitment Panel, which was included with the agenda. The report explained the background to the Board's recommendations in respect of the appointment of Independent Board Members.

Having been duly proposed and seconded, it was

RESOLVED (by 90% of those voting):

- 1) That Marie Connell be appointed as an Independent Board Member until the 2017 AGM.
- 2) That Ian Pinches be reappointed as an Independent Board Member until the 2017 AGM.
- 3) That Steve Clark be reappointed as an Independent Board Member until the 2016 AGM.

[Note: In the interests of probity, Ian Pinches and Steve Clark did not vote on the above item.]

7. APPOINTMENT OF TENANT BOARD MEMBERS

The Chairman referred the Meeting to the report of the Chairman of the Board Member Recruitment Panel, which was included with the agenda. The report explained the background to the Board's recommendations in respect of the appointment of Tenant Board Members.

RESOLVED (by 100% of those voting):

- 1) That Kimberley Ely be appointed as a Tenant Board Member until the 2017 AGM.
- 2) That Jasmine Rigg be reappointed as a Tenant Board Member until the 2016 AGM.

The Chairman reported that two former Tenant Board Members, John Fox and Bill Guyan, had died earlier in the year. He said that they had both made significant contributions over a number of years as Board Members, and that they were much missed by all at Freebridge.

The Chairman advised that, with effect from this Meeting, Paul Leader was stepping down after the maximum period allowed of nine years' service as a Board Member. Mr Leader had worked extremely hard, both in his time as a Board Member and before that as a member of the Tenants of West Norfolk group, and the Chairman thanked him for his massive contribution to Freebridge. Mr Leader would be joining the Freebridge Tenant Panel.

The meeting closed at 6.50pm.

CHAIRMAN