

FREEBRIDGE COMMUNITY HOUSING LIMITED

**Minutes of the Annual General Meeting held on
Monday 21 September 2015 at 6.30pm in
The Ballroom, The 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 and including a video version of the Annual Report 2015. A paper copy of the Annual Report 2015 and a one-page summary of the Value for Money Statement 2014-15 were circulated to all those present.

SHAREHOLDING MEMBERS PRESENT:

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

Tenants:

Trevor Allington	Susan Hope
Leslie Barry	Vera Jackson
William Cox	Paul Leader
Leslie Elflett	Sandra Peckover
Christine Elfett	Donald Regester
Edwin Evans	Jasmine Rigg
Frances Fox	Judith Roberts
Valerie Gooding	Michael Roberts
Michael Harpley	Colin Thomson
David Harrison	Leslie Thurlow
Albert Harvard	Rasa Williamson

Council: Councillor Adrian Lawrence

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

Brian Long
Colin Sampson

IN ATTENDANCE:

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

Some Freebridge employees and a Tenant Panel Member attended the Meeting as observers.

1. **APOLOGIES**

Apologies for absence were received from the following Tenant Shareholders: Adrienne Abell, Robert Abell, Patricia Adams, Brian Baylis, Steven Cable, Sylvia Calver, Patricia Cox, William Frederick Cox, Barbara Davis, Glenda Desroches, Penelope Duce, Colin Farrell, Valerie Fleming, Angela French, Leonard French, Irene Gammon, Glenn Gillott, John Griffiths, Pamela Groat, Joan Guyan, Paul Harriman, Peter Jackson, Sheila James, Ian Lund, Ingeborg Martin, Edward O'Keefe, Sheila Overson, Gregory Peckover, Josephine Wadsworth, Emily Woodley.

Valerie Fleming, Glenda Desroches and John Griffiths had appointed William Cox as their proxy.

Ingeborg Martin 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 22 September 2014 be confirmed as a correct record and signed by the Chairman.

3. **AMENDMENTS TO THE RULES**

The Meeting considered suggested changes to the Rules. The Company Secretary advised that Freebridge's funders (Royal Bank of Scotland), the Borough Council of King's Lynn and West Norfolk, and the Freebridge Tenant Panel had all been consulted on the changes and had indicated their support.

Having been duly proposed and seconded, it was

RESOLVED (by 100% of those voting): That the Rules of the Society be partially amended in accordance with the schedule of amendments attached to the agenda and that any three shareholders be authorised to accept any alterations made in these Rules by the Financial Conduct Authority or the Homes and Communities Agency without further consulting the Society.

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 2015, 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

The Chairman advised that, during the past year, the Board had undertaken a tender process for the External Audit service. After careful consideration of submissions received from a number of firms, the Board was recommending that the existing External Auditor, Grant Thornton, be reappointed. The Chairman welcomed Toby Wilson, a Director at Grant Thornton, who was present at the Meeting.

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 MEMBER

The Chairman referred the Meeting to the notes on the agenda, which explained the background to the Board's recommendation in respect of the appointment of an Independent Board Member.

Having been duly proposed and seconded, it was

RESOLVED (by 100% of those voting): That Ray Johnson be reappointed as an Independent Board Member until the 2017 AGM.

The Meeting noted that Ray Johnson's term of office would run until the 2018 AGM, but that he would have to step down at the 2017 AGM, as at that point he would have been a Board Member for nine years, the maximum time allowed by the National Housing Federation Code of Governance, which had been adopted by the Freebridge Board.

[Note: In the interests of probity, Ray Johnson did not vote on the above item.]

The meeting closed at 6.45pm.

CHAIRMAN