



**Cheltenham Borough Homes Ltd**  
**Company Number 4587658**

**Cheltenham Borough Homes Services Ltd**  
**Company No. 07118944**

**Minutes of Annual General Meeting**  
**26 October 2022**

**Andrew Pennington Suite, Hesters Way Resource Centre, Cassin Drive, Cheltenham, GL51 7SU**

<b>PRESENT</b>		
Council Member Representative	Councillor Rowena Hay	<i>Leader of the Council</i>
Non-Executive Directors and Co-Optees	Jason Langley (JL) (Chair) <i>(attended meeting virtually)</i> Cllr Glenn Andrews (GA) David Clowes (DC)	Christine Gore (CG) Andrew Parfitt (AP) Councillor Richard Pineger (RP) John Rawson (JR)
Nominated Non-Executive Directors and Co-Optees	Sarah Godfrey (SG)	
Also Attending	Steve Slater (SS) Emma Wall (EW)  Councillor Victoria Atherstone (VA) Martin Stacy (MSt)  Adam Waller (AW) <i>(attended meeting virtually)</i>	<i>CBH Chief Executive</i> <i>CBH Executive Director of Property &amp; Communities</i>  <i>Cabinet Member for Housing, Cheltenham Borough Council</i> <i>Housing Strategy and Partnerships Manager, Cheltenham Borough Council</i>  <i>Interim Company Secretary and Governance and Business Assurance Manager</i>
Public Attending	Emma Cathcart (EC) Emma McShane (EM)	<i>Manager, Counter Fraud and Enforcement Unit</i>
Colleagues Attending	Caroline Walker Nick Such	<i>Head of Community Services</i> <i>Tenancy Services Manager</i>
Recorder	Rhian Watts (RW)	<i>Governance &amp; Assurance Officer</i>
Apologies	Trish Blain (TB) Beverley Grimster (BG) Ian Mason (IM)	<i>Non-Executive Director</i> <i>Non-Executive Director</i> <i>Non-Executive Director</i>

Item	Notes
	The meeting commenced at 17:10
1	<p><u>Introduction and Welcome by Chair of CBH Board</u></p> <p>The Chair welcomed those present to Cheltenham Borough Homes' Annual General Meeting. He noted apologies from TB, BG and IM.</p> <p>It was noted that the presence of the single council member representative, Councillor Rowena Hay (RH), constituted a quorum and the notice convening the meeting was taken as read.</p>
2	<p><u>Formal Business items:</u></p> <p><b>Approval of the minutes of the last Annual General Meeting held on 27 October 2021.</b></p> <p>The minutes were approved as a true record.</p> <p><b>Ordinary Business:</b></p> <p><b>Resolution 1: To receive the Company's Final Audited Accounts 2021-22</b> To receive the accounts of the Company and its subsidiary for the year ended 31st March 2022 together with the reports thereon of the Directors and Auditors of the Company.</p> <p><b>Resolution 2: Appointment of External Auditors</b> To appoint Bishop Fleming LLP as Auditors of the Company to hold office until the conclusion of the next General Meeting of the Company and to authorise the Board to determine their remuneration.</p> <p><b>Resolution 3: Resignation of Council appointed Board members</b> To note that pursuant to Articles 15 (1) (2) the following Council appointed Board member retires from office:</p> <ul style="list-style-type: none"> <li>• Chris Mason</li> </ul> <p><b>Resolution 4: Appointment of Council appointed Board members</b> To note that pursuant to Articles 15 (1) (2) the following Council appointed Board members are formally appointed to office:</p> <ul style="list-style-type: none"> <li>• Glenn Andrews</li> </ul>

	<p><b>Resolution 5: Resignation of Independent Board members</b> To note that pursuant to Articles 16 (1) (3) (4) the following Independent Board members retire from office:</p> <ul style="list-style-type: none"> <li>• Jason Langley</li> </ul> <p><b>Resolution 6: Appointment of Tenant and Independent Board members</b> To note that pursuant to Article 14 (3) and 16 (1) (2) the following Tenant and Independent Board members are formally appointed to office:</p> <ul style="list-style-type: none"> <li>• Sarah Godfrey</li> <li>• Ian Mason</li> <li>• Martin Surl</li> </ul> <p><b>Resolution 7: Reappointment of Independent Board members</b> To note that pursuant to Article 16 (3) the following Independent Board members are formally re-appointed to office:</p> <ul style="list-style-type: none"> <li>• John Rawson</li> </ul> <p><b>Resolution 8: Appointment of Chair</b> To note that the following Independent Board member is formally appointed as Chair of the Board:</p> <ul style="list-style-type: none"> <li>▪ Martin Surl</li> </ul> <p><b>Resolution 9:</b> To note that the following Independent Board member is formally appointed as a Director of CBH Services Ltd:</p> <ul style="list-style-type: none"> <li>▪ David Clowes</li> </ul> <p>All resolutions were approved by the Council Member representative.</p>
3	<p><u>Verbal Reports from the CEO, Chair of the Board and Leader of the Council</u></p> <p>Steve Slater, CEO, Jason Langley, Chair of the Board, and Rowena Hay, Leader of the Council provided reports highlighting Board and Company achievements.</p> <p><b>Verbal Report from Steve Slater, CEO of CBH</b></p> <p>SS highlighted that the last year had seen a significant period of change both politically and as the world has learned to manage and adapt agilely to the pandemic. He noted</p>



that on a smaller scale we had seen change in both CBH and CBC, particularly in the departure of JL as Chair of the Board, the appointment of Martin Surl (MS) as the new Chair of the Board, and the development of CBC's HRA Business Plan.

SS thanked JL for everything he has done during his tenure. He highlighted his support for the development of a people focused culture that has made CBH a great place to work. SS explained that JL had kept CBH steady and strong through the last 2 years of uncertainty and had built a powerful and diverse Board that will keep pushing CBH forwards with CBC and MS into the future. He noted that JL left CBH in a stronger position than when he joined and thanked him on behalf of all at CBH for the platform he has left us for the future.

SS welcomed MS to CBH and to the Board, noting that he would be chairing the Board meeting that followed. He noted that MS was Gloucestershire born and bred and understood our communities intimately. SS highlighted the passion he had shown during the interview process for supporting our communities in Cheltenham and his strong track record on partnership working.

SS discussed the development of CBC's 5 year HRA Business Plan which is currently in consultation. He commented on the achievements of the last year, reflecting that this had been a difficult time for colleagues, communities and partners but that we had continued to work together to deliver for our communities. SS highlighted that colleagues had gone the extra mile and thanked the Board for their immense support and agility in responding to the challenges. He noted the strong relationship with CBC and thanked Officers and Members for their support and leadership through the pandemic. SS highlighted our excitement at working together with CBC over the next 5 years and commented that he had spoken with a number of members the night before. He explained that CBC Members were very pleased with the engagement during the consultation, and the depth included within the draft HRA Business Plan, which reflects the input of key stakeholders and provides a clear direction of travel going forwards. SS added that the HRA Business Plan will be signed off in February 2023. He highlighted that our work with CBC will continue to make Cheltenham an even greater place to live.

### **Verbal Report from Jason Langley, Chair of the Board**

JL expressed his thanks and gratitude for the last 7 years. He highlighted that **everything we have achieved has been a wonderful challenge, from the rent reduction to the culture change, to the service improvement programme.** JL explained that this had stretched him, engaged him and made him stronger, and that he was thankful for the way it had challenged him. He thanked everyone who he had worked with for making meetings a source of joy and relish. JL highlighted that the team dynamics and the opportunity to collaboratively work with fantastically talented and gifted people had been a truly uplifting time for him and connected him again with work that is socially meaningful. He wished everyone at CBH and CBC huge success for the future continuing to push forward for Cheltenham's communities.

### **Verbal Report from Councillor Rowena Hay, Leader of the Council**

RH thanked JL on behalf of CBC for his total commitment to CBH's work. She highlighted how JL had strengthened CBH's Board and reconnected CBC with the Board to build an effective working partnership. RH noted that her work as a Councillor for Oakley has shown her the massive impact of CBH's work within local communities.

RH highlighted that in the challenging times ahead we will continue to build a stronger, more resilient and agile partnership that will serve the needs of our communities. She commented that it was heartening to have the draft of the HRA Business Plan so far in advance and that both CBC and CBH have ownership of the document. RH added that other councils have approached CBC to discuss the work we carry out due to the effectiveness of CBH as an ALMO and our successful partnership. She highlighted that she was proud that we can lead by example and support other councils to make a difference for communities. RH added that she was pleased to see CBH move into the private rental sector (PRS) and hopes that we will be able to purchase more multiple occupancy buildings in the future to support progress in this area.

RH thanked CBH's Board and colleagues across the business for all they have achieved.

4	Questions from CBH Tenants, Leaseholders and Colleagues No questions were raised.
5	There being no further business, the meeting closed at 17:35

Signed.....  
Chair of Cheltenham Borough Homes

Date..... 25<sup>th</sup> Oct 2023