



NORTHAMPTONSHIRE
PARTNERSHIP HOMES

Northamptonshire Partnership Homes Limited

Company No: 09019453 Registered Address: The Guildhall, St Giles Square Northampton NN1 1DE

Minutes

13 October 2023 Annual General Meeting

Bouverie Road Community Hub, 79a Bouverie Road, Northampton NN4 7EQ

Present:

Andrew Woods (AHW), Councillor Jonathan Nunn (JN)

In attendance:

Bob Purser (BP), Chris Deery (CD), Chris Webb (CAW), Clare Whitehead (CLW), Godfrey Kanengoni (GK), John Connolly (JC), Nigel Hinch (NH), Rakesh Thakarar (RT), Rebecca Purnell (RP), Councillor Adam Brown (AB), Councillor Stephen Hibbert (SH)

Officers:

Steve Feast (SF), Linda Cherrington (LC), Pip Dannecker (PD), Liza Ellis (LE) *minutes*

Observers:

David Godfrey (DG), Julie Petrie (JP), Dale Robertson (DR), Winston Williams (WW), Gary Duckmanton (GD)

Apologies:

Jane Carr (JC), Andrew Kilbride (AK), Clive Williams (CDW), Suzanne Williamson (SW)

Minutes and Actions

Meeting Commenced: 11:00

Item 1: Welcome

1	<p>The Chair convened the meeting and welcomed all those present to NPH's ninth Annual General Meeting.</p> <p>The Chair introduced Councillor Jonathan Nunn as the Shareholder representative and the new NPH Chief Executive, Steve Feast.</p> <p>The Chair confirmed that West Northamptonshire Council (WNC) hold the one vote,</p>
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	represented by Councillor Jonathan Nunn, Shareholder Representative.
2	Apologies were noted.
Item 3: Minutes of Last Meeting	
3	Minutes of the eighth Annual General Meeting held 14 th October 2022 were approved.
Item 4: Receive Chairman's Report	
4	<p>The Chair referred to the strategic report within the company accounts and the financial statements detailing the progress of various matters for the company.</p> <p>The Chair confirmed that Northamptonshire Partnership Homes (NPH) have acted within the Management Agreement and Articles of Association.</p> <p>The Chair reflected that the relationships across NPH and WNC had improved over the last 12 months.</p> <p>The Chair highlighted notable activities over the year as; the negotiations to revise the Management Agreement, the continued development of new housing through the development programme, and mitigations to deal with the cost-of-living increases.</p> <p>The work of the subsidiary company, Happy To Help, was highlighted as a valuable service to the communities and individuals that NPH serves.</p>
Item 5: Presentation by the Member	
5	<p>Councillor Jonathan Nunn (JN), spoke on behalf of WNC, and noted that the standards of services to the tenants have improved immensely since the inception of NPH.</p> <p>The build programme has been a fantastic achievement that NPH and WNC are proud of but we also face significant challenges such as the cost of living crisis. JN agreed that there is more focus and a better overall relationship between the Council and NPH over the last 12 months. JN reflected that together we are better placed to tackle the challenges in the coming year.</p> <p>JN welcomed the new Chief Executive, Steve Feast and gave thanks to Mike Kay, the previous Chief Executive, for his tenure.</p> <p>JN gave thanks to every member of NPH staff who continue to make WNC proud of what NPH are achieving.</p>
Item 6: Ordinary Resolution to Accept Directors Report and Financial Statement	



6	<p>The Finance Director presented the reports and financial statements and noted the treatment of the recorded pension asset following the triennial valuation. The pension asset has been removed showing a nil value in the balance sheet (liability and reserves). Additional information has been provided in the accounting policies, reserves and retirement benefits note in addition to the narrative in the Directors report.</p> <p>The adjustment for the Westbridge lease under IFRS 16 to reflect the prior year adjustment for the recognition of the full 9-year lease for Westbridge as of 31 March 2022 was noted.</p> <p>The in-year acceleration of depreciation included in the 2022/23 financial statements reflects the impact on the original lease conditions relating to alternative premises being sought for NPH by the leaseholder, WNC.</p> <p>It was acknowledged that the accounts were consolidated to include the subsidiary Happy to Help.</p> <p>The Board approved the accounts on 16 August 2023 as a true and fair view in accordance with relevant legislation and were prepared to International Financial Reporting Standards.</p> <p>The Shareholder Representative was asked on behalf of WNC to receive the director's report and financial statements for the period 1 April 2022 to 31 March 2023.</p> <p>The Shareholder Representative received the accounts and confirmed familiarity with the content and gave unreserved thanks and acceptance of the information presented.</p> <p>The Shareholder Representative resolved to accept the Directors Report, Financial Statements and Financial Accounts</p>
Item 7: Ordinary Resolution to Appoint External Auditors	
7	<p>The Chair asked the Shareholder Representative on behalf of WNC to approve the formal appointment of Mazars as the external auditor of NPH.</p> <p>The Shareholder Representative resolved to approve the appointment of Mazars.</p>
Item 8: Ordinary Resolution to Appoint NPH Board Members & Accept Retirements & Re-appointments	
8	<p>The Chief Executive asked the Shareholder Representative on behalf of WNC to accept the appointment, retirement, and re-appointment of the following NPH Board Members.</p>



	<p>The Shareholder Representative accepted the retirements, effective from the close of the AGM; 13th October 2023:</p> <ul style="list-style-type: none">• Retirement of Tenant Board Member:<ul style="list-style-type: none">○ John Connolly• Retirement of Independent Board Member:<ul style="list-style-type: none">○ Chris Deery <p>The Shareholder Representative endorsed the appointment and terms of appointment, effective from the close of the AGM; 13th October 2023:</p> <ul style="list-style-type: none">• Reappointment and term of appointment for Tenant Board Member:<ul style="list-style-type: none">○ Godfrey Kanengoni for a three-year fixed term• Appointment and term of appointment for Tenant Board Member:<ul style="list-style-type: none">○ David Godfrey for a three-year fixed term• Appointment and terms of appointment for Independent Board Members:<ul style="list-style-type: none">○ Clive Williams for a three-year fixed term○ Suzanne Williamson for a three-year fixed term
Item 9: Ordinary Resolution to Appoint an Independent Board Member, Chair and Vice Chair to Community Interest Company – Happy to Help	
9	<p>The Chief Executive asked the Shareholder Representative on behalf of WNC to accept the appointments of the following NPH Board Members to the Community Interest Company – Happy to Help.</p> <p>The Shareholder Representative endorsed the appointment and terms of appointment, effective from the close of the AGM; 13th October 2023:</p> <ul style="list-style-type: none">• Appointment and term of appointment for Independent Board Member:<ul style="list-style-type: none">○ Clive Williams for a three-year fixed term• Appointment for Chair and Vice Chair:<ul style="list-style-type: none">○ Chair – Clare Whitehead○ Vice Chair – Clive Williams
Close of meeting: 11.30	