

**Annual General Meeting**  
**East Midlands Shelter for the Homeless CIC**  
(AGM Minutes: 20/7/2018)  
(07.30PM at EMSH Office)

**Board Members:**

*Present:* Sajid Hussain; John Doyle; Mohammed Usman; Razvan Deumitrescu; Ionut Petcu;

*Absent:*

*Quorum present? Yes*

*Others Present:* Matt Galloway (Chair), Andrew Clarke, Alex Pridmore, Dina Segheti, Raqeeb Hussain

**Proceedings:**

· *Meeting called to order by Chair,*

- Skills review
- Financial report/viability
- Policy review
- Governance review
- Code of Governance review

**Governance Review**

- Overall the organisation has had to restructure to comply with the governance policy, there are still ongoing restructuring going on.
- Overall this has been under close scrutiny and review by the HCA and our directors as they restructure the organisation and it's governance in compliance with the HCA.
- Shares must be allotted to the new members, currently we are not running as a properly constituted board as H. Jhass still is the sole shareholder. This must be rectified ASAP
- Audit Committee must complete a full audit within the next 3 months to check compliance.

**Board Constitution**

- Currently the Board is compliant

**Policy Review**

- Governance policy, Financial Policy, Probity Policy, Procurement Policy, Home Standard Policy, Rent Standard Policy, Tenants Standard Policy and Value for Money Policy have all been reviewed and had amendments made to them to comply with the HCA Application process.
- The remaining policies have been reviewed but no changes made since the previous policy review

## Code of Governance

- All board members satisfied with continuing to use the NHF 2015 Code of Governance as our governance model

## Chair

- All board members satisfied with Matt Galloway continuing as Chair of the Board
- All board members satisfied that role of vice chair not required as the organisation is still relatively small

## Declarations of interest

- All board members satisfied that declarations of interests are up to date as each board member must present such on admission to the board and annually. No change of circumstances since admission of all board members.

## Skills review

- Skills in governance policy adequate, no new skills to add at present
- However board is considering whether we require skills in managing social media as this would increase our coverage and spread our message to wider audiences.

## Audit committee

- Must produce full audit report within next 3 months

## Financial report

- Accountants are currently producing our end of year accounts so shall be provided by the end of October, the report shall be circulated
- Board happy with financial performance, there has been no debt or late payments, no unforeseen events or payments, maintained higher than expected occupancy therefore in a good financial position for the end of year
- Company has managed to house over 60 service users working with other organisations within the area without the need of any employed staff and solely on volunteers, the board has managed to reduce the number of properties we operate to a single property without making anybody homeless, this has only been possible by working with organisations in the community with similar goals. As EMSH has housed 60 homeless individuals we have had significant high levels of turnover, the board is assured that we are going to be able to stick to the original financial policy once registered with the HCA. All tenants that have been housed have been referred and all leases assigned to other organisations who now run the houses EMSH has set up. This has given the board assurance that we as a organisation can deal with reducing homelessness, however we must note that houses have had to be re-assigned so that tenants can get better support.
- The board has agreed that it must focus on compliance with the HCA therefore only managing one property until all frameworks are up and running to a high standard and the board is fully compliant and properly constituted.
- This has reassured the Board that it shall be able to manage a maximum of 6 shared houses without any employed staff and based solely on volunteers

- The number of volunteers has increased and those interested in volunteer roles to over 30 people including many previous service users.

#### Tenants Review

- Tenants Committee must make a Tenants review following a general tenants meeting

#### Financial viability

- Company still making a profit, has done well considering solely run by volunteers, with the increase of volunteers and the skills such volunteers have means EMSH can continue to be run adequately without paid staff

#### Stock review

- All Board members satisfied with the current asset value given that we have not purchased any properties. Current leasehold property satisfactory.

#### Financial Planning and forecast

- Board wishes to instruct independent accountants to generate a financial forecast for the HCA application and to be used in our updated financial policy. Accountants chosen are The Brampton Group Limited who have experience with RSLs and landlords.

#### Statement of non-compliance with NHF Code of Governance

- Current areas of non-compliance:
  - Constitution of board and directors- we still require 2 more directors and a company secretary. We now have sufficient board members however the number of shares in circulation must be reduced and all board members must be given a share each with non executive board members making a majority of board members so the directors can be held to account and removed or replaced if needed.

- Meeting adjourned at 9.30pm
- Minutes submitted by chair