**Minutes of TPAS Cymru AGM**

**Monday 28th November 2022**

**12noon via Zoom**

**Attendance**

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| **Name**  | **Organisation** |
| David Wilton | CEO, TPAS Cymru |
| David Lloyd | Programme Director, TPAS Cymru |
| Martin Little | Finance Manager, TPAS Cymru |
| Iona Robertson | Business Support Officer, TPAS Cymru |
| Eleanor Speer | Projects & Events Co-ordinator, TPAS Cymru |
| Hannah Richardson | Net Zero Engagement Officer, TPAS Cymru |
| Elizabeth Taylor | Engagement & Policy Officer, TPAS Cymru |
| Bill Hunt | Chair, TPAS Cymru Board |
| Emma Parcell | Vice Chair, TPAS Cymru Board |
| Les James | TPAS Cymru Board |
| Liz Gibbons | TPAS Cymru Board |
| Helen White | TPAS Cymru Board |
| Joe Frampton | TPAS Cymru Board |
| Amanda Lawrence | TPAS Cymru Board |
| Martin Ford | TPAS Cymru Board |
| Vicki Shenton | TPAS Cymru Board |
| Lynn Rowlands | TPAS Cymru Board |
| Farida Aslam | TPAS Cymru Board |
| Adekanye Ifaturoti | TPAS Cymru Board |
| Jillian Wadley | Cadwyn HA |
| Stephen Chamberlain | Welsh Government |

**1. Opening welcome and address**

Bill Hunt, Chair welcomed all to TPAS Cymru’s 33rd AGM and gave a brief outline of the Agenda. Apologies were accepted from Helen Williams, TPAS Cymru for this AGM. The Chair expressed his gratitude for the huge effort from the staff team for a successful Summer Conference and Annual Conference. He also thanked Helen White for chairing the opening session of the Conference.

The first official item to address was to approve the Minutes of the previous AGM which were sent in advance to the attendees and approved by the Board in their first meeting after the last AGM. The Chair asked for a proposer and a seconder who were present in last year’s AGM.

Proposed: Emma Parcell Seconded: Amanda Lawrence

**2. The 2021-2022 Annual Report**

David Wilton, CEO went through the annual report and reminded the meeting that this report covers 1st April 2021 to 31st March 2022 and the second year of the pandemic with still a lot of uncertainty with no support funding. He added that the team had polled members with their event format preferences, and it was clear from the results that it wasn’t the right time to go back fully to face to face events. Other challenges to note were staff/resource changes, not being able to utilise the offices freely and WG’s flat funding. A brief overview of the first Annual Pulse survey was given as well as the first Decarb Week, both of which were a huge success. The year also saw some Board member departures as well as having the first year ever for the Chair and Vice Chair to be tenants which is good to see.

The CEO concluded by thanking the Welsh Government for their continued support. He also wanted to thank Wales & West Housing and Pobl Group for their sponsorship support during the year.

**3. Delivery Update**

The Programme Director gave an overview of event highlights during the year and added that the team were able to facilitate a lot more sessions, quicker whilst most were online. TPAS Cymru has a strong output with some topical sessions as well as some networking events during challenging times. He gave some examples of how TPAS Cymru have been supporting and influencing Welsh Government & Sector Groups and Forums and how support to Local Authorities via their membership benefits was increased.

The Programme Director went on to share details on how landlords can demonstrate commitment to and quality in tenant engagement via TPAS Cymru’s new Tenant Engagement Standards Assessment (TESA). He added that the team were particularly pleased with the outcomes of the 3 Tenant Pulse surveys as these was an opportunity to find out tenants concerns and priorities and gave a real insight on how they can help deliver services and how landlords should be communicating with tenants. The CEO added that paid Instagram Ads had helped increase the number of responses from younger tenants and tenants from the private rented sector.

Finally, the Programme Director gave details on many information videos shared throughout the year as well as thanking all the organisations that had worked in partnership with TPAS Cymru to deliver some topical events.

The Annual Report was unanimously approved via the online voting poll.

**4. The Finance Report**

The Finance Manager presented the organisation’s Finance Report for 2021/22. He gave details of income streams and costs and the comparison between 2021 and 2022. He also showed a comparison over the years of the organisation’s surplus and the WG’s funding and noted that as WG funding decreased and flattened, so had the surplus. This is expected and not an issue as TPAS Cymru is a not-for-profit organisation. The assets, liabilities and reserves figures were explained, and the final figures for income, cost and profit were given. To conclude, the Finance Manager was happy to note that TPAS Cymru remain debt free and cash positive.

It was noted also that the Auditor had 3 recommendations – 2 low risk and one high risk which was to do with pension shortfall. After a comprehensive internal review, scrutinised by the Financial Sub-Group Committee, the historical pension shortfall was paid, and reconciliations were introduced in February 2022. The Auditor also met with a few of the Board members and the Audited Accounts have been approved by the Board, signed by the Chair and filed on Companies House.

Finally, it was noted that Haines Watts are TPAS Cymru’s Auditors for 2022-23 although other avenues are being sought. The AGM was asked to defer the Auditor selection to the Board. This was unanimously approved via the online voting poll.

The Finance Report was also unanimously approved by via the online voting poll.

**5. Board Update**

The Chair briefly gave an overview of the board demographic and added that they are looking to recruit more tenants although 2 new tenants had recently joined and were settling in well. The Chair reminded everyone, that they are a voluntary board with no board payments, and each give their precious time freely to improve the work of TPAS Cymru. He added that he is delighted with the strength and expertise on the board and their contributions during these challenging times has been so important to the governance of TPAS Cymru. The Chair expressed his thanks to each and every one of the Board Members for their support and added that he was looking forward to the face-to-face Staff & Board Strategic Thinking Day the following week.

**6. Q&A**

The Vice Chair noted that there hadn’t been any questions presented beforehand or any in the chat feature and asked if there were any questions from those present. A question was raised about whether TPAS Cymru had any provision in the finances to cover venue costs for face-to-face events going forward. The CEO explained that there had been a return to some face-to-face events in 2022 and another in the north is planned for the spring. He added that the finances will need to be balanced carefully in line with income from the events and a continuation of online events alongside face-to-face ones.

**7. Formal Close and Thanks**

As there were no other questions, the Chair closed the AGM by thanking all for attending. He also thanked the CEO, Finance Manager and Programme Director for their excellent, clear presentations and thanked the whole team for their hard work.

**Minutes drafted:** 29th November 2022

**Signed off by CEO and Chair:** 5th December