



The Hyelm Group
Quality living in London

86th Hyelm AGM

Minutes of Meeting



Minutes of the 86th Annual General Meeting of Hyelm held at 12.30 pm on Saturday, 27th April 2013 at Hyelm – Old Street, 43 New North Road, London N1 6JB.

Members Present

Jeremy Batchelor	Lee Buss	James Gillies	Wayne Willis
Rebecca Begej	Mark Cleere	Bruce McLennan	Paul Wilson
Graham Briscoe	Keith Douglas	Susan Parsonage	Ronald Wooldridge
David Buchanan	Tunji Faleye	John Shakeshaft	Simon Wright

Others Present

Emma Johnson	Phillip Lloyd	Mark Sharman	Joyce Wooldridge
Marco Litto			

1. Apologies for Absence

Rob Axford	Robin Fairfield	David McKelvie	Howard Webb
Paddy Bennett	Hazel Gifford	David Mayfield	Martin Welch
Alan Brothwell	Clive Hall	Sylvia Mead	Patricia Whitehouse
Patrick Buchanan	James Harrington	Peter Mills	John Wilkinson
John Collier	Alan Humphreys	Robin Park	Bryony Willett
Fred Cornell	Bobby Jeffrey	Roger Parsons	Mubina Willis
Mark Cotton	Tommy Kempner	Lisa Partington	Peter Wilsdon
Martin Crook	Richard Lorimer	Chris Rose	John Wilson
Gill Drew	Peter Luff	John Rowe	Norman Wootton
Michael Eddy	David McGill	Alex Sutton	Fred Wyatt

2. Chair's Introduction

Susan Parsonage thanked those present for their attendance.

She went on to say a few words by way of personal introduction and to give a review of the year. It was noted that:



o **In General**

This has been a year of good progress for Hyelm and Ames House.

It was a year that saw the successful delivery of the first stage of our new Strategic Plan for the three years to 2015.

It was a year that saw us become more outward reaching as an organisation, with further progress being made in raising our profile within the housing and charity sectors.

It was also a year that saw good operational performance, with much work being done in achieving our aim of bringing our governance arrangements fully up-to-date.

o **Strategic Plan**

The Board had drawn up and adopted a new Strategic Plan during 2012.

This followed on from a fundamental review of the aims, objectives and ethos of Hyelm and Ames House.

The aim was to ensure that The Group, and what it does, remains fully relevant to the modern day and, very importantly, that it continues to respond to modern needs in a way in which our founders would have intended had they been with us today.

Research carried out as part of the review demonstrated that there remains a real need for high standards of affordable, rented, contemporary accommodation for young people in the capital today.

It also demonstrated that there remains a real need for safe and supportive environments and for a sense of place and community to go with this housing.

Considerable progress was made during the year in the delivery of the Plan.

Links were established with a number of organisations that work with young people today and referrals for our accommodation began to be accepted from them as a result.

This has enabled a number of young people moving on from supported housing environments to begin to benefit from the accommodation that we provide and to make further progress on their pathways towards full independent living.

Fresh approaches, strategies and actions plans were also adopted in areas such as advertising and marketing, value for money, resident involvement, community engagement, events and activities, IT, and communications.

o **Arthur West House**

The focus of the Board for the year ahead will be on finalising and beginning to deliver a strategy for Arthur West House.

The property has served us well during its lifetime. Parts of the scheme are, however, now more than 35 years of age.



Although it continues to be maintained to a good standard, both planned and reactive maintenance costs are beginning to increase.

Weaknesses in its physical design are also now apparent as the needs and expectations of regulation, legislation and young people change.

We also know that the building is likely to be very difficult and costly to convert.

It has been established from the research that we have carried out that the hostel type model that we currently operate no longer meets needs and expectations.

Resident turnover has increased as a result and we now have to work much harder than ever before to keep occupancy rates at high levels. On top of this, a number of the organisations with which we have formed links have now told us that they no longer wish to refer young people to the scheme.

With all of this in mind, the Board held an initial discussion on the future of the property at its most recent Away Day.

Information was considered on the environment in which we operate and on the issues and options that relate to the scheme.

The initial conclusion was that the option to sell the property with a view to re-providing elsewhere in London was by far the most attractive option in terms of value, risk and flexibility.

The option to dispose of the site would enable The Group to provide more accommodation in locations considered by young people to be attractive when compared to the other options considered.

This option would also mitigate the risks associated with cash flow, the raising of finance, falling demand and the increasing costs associated with running an older property.

The Board has since set up a sub-group to help it to further consider and develop its preferred strategy for Arthur West House and to support it, thereafter, in its delivery.

The Board will continue to keep residents and other stakeholders informed of the progress that it makes and, in the meantime, welcomes any feedback that members of Hyelm and/or others may wish to give on this, or indeed any other, aspect of its work.

o **Governance**

It is vital for the ongoing health of the organisation and from the point of view of our regulators that our governance arrangements reflect best practice guidelines and are of the highest standards at all times.



With this in mind, the Board has now adopted and complies, as appropriate, with the National Housing Federation's most recent codes on best governance practice and conduct.

A comprehensive Board and Board member appraisal process was also carried out during the year. This led to the adoption of a new governance development plan.

On top of this, a Board succession plan has now also been drawn up. This will ensure that the Board always has the skills that it needs to move the organisation forward and to meet the challenges that lie ahead.

Thanks are due to all Board members who contributed their time during the year.

o **Day-to-day Operation**

A set of impressive performance indicators in relation to the year once again demonstrated our continued strength in management and service delivery.

The quality and standard of our housing stock, facilities and services remain high, with strong emphasis being placed on maintaining safe and stable environments.

Thanks are due to all of our staff, in particular to those who work on the front line, whose teamwork, commitment and dedication were the keystones to another successful year.

o **In Summary**

The Board is confident in saying that both Hyelm and Ames House continue to have a positive story to tell in relation to their performance and plans.

It is also confident in saying that they remain well placed in terms of their people and finances to further adapt to meet the challenges that they now face as they move forward into the next stages of their development.

Keith Douglas added to the Chair's introduction by informing those present that a number of messages offering best wishes and general support to the Board for its plans for the future had been received from members of Hyelm subsequent to the circulation of this year's AGM papers.

He went on to refer to more specific questions and comments that had been submitted by two members of Hyelm on the Board's preferred strategy in relation to Arthur West House.

It was noted that these related to:

- o The use of the sale proceeds of the property, which would, of course, be used in full accordance with a strategy to construct suitable accommodation elsewhere in London and with the Articles of Association and Trust Deed of Hyelm and Ames House, respectively.
- o The timeline in relation to a sale and re-provision, which remained fluid at this very early stage.



- The constitutional status of Board members and other stakeholders of Hyelm, which was as outlined in the Articles of Association of Hyelm.
- The information considered by the Board in reaching its initial conclusions in relation to a preferred strategy for Arthur West House.

It was further noted that Keith had responded separately to the two members of Hyelm concerned.

Arising from the general discussion that followed, it was noted that:

- The latest open market valuation of Arthur West House is £20 million to £24 million.
- Creating and maintaining community and a sense of place in the new schemes that we construct will be a key aspiration of the Board.
- The Board will work hard to maintain the core values of Hyelm and Ames House as it moves forward.
- The Board will aim to understand and anticipate future needs and to build these in to the new schemes that it constructs.
- Loan covenant compliance will be a key focus during the winding down of Arthur West House for the purposes of a potential sale.
- More information on our relationships with the agencies that work with young people with which we have formed links will be included in newsletters over the next year.
- The performance indicators that are shown in this year's annual report are highly impressive.
- The impact of welfare reform on Hyelm and Ames House will be minimal.
- The Board is the controlling mind of the organisation. It is elected to set strategy in accordance with the Articles of Association and Trust Deed of Hyelm and Ames House, respectively, and then to go on to deliver it, keeping its stakeholders informed throughout.
- Arthur West House is not fit for purpose. The Board would be negligent if it did not address the issue at this stage.
- Performance indicators remain good in relation to Arthur West House but staff are having to work much harder than ever before to preserve them.
- The future of the organisation must not be based on sentiment. It must be founded on reality.
- The ethos of Hyelm and Ames House is not under threat.
- The evidence in favour of the Board's preferred strategy in relation to Arthur West House is overwhelming.



Those present were advised that all feedback received in relation to the Board's preferred strategy would continue to be considered by the Development Sub-group of the Board and in turn by the Board itself in the further development and delivery of the strategy.

The Chair's introduction was noted.

3. Previous Year's Minutes

The minutes of the 85th Annual General Meeting of Hyelm, held on 28th April 2012, were approved unanimously by those members present and by those members not present but voting by proxy.

4. Matters Arising

There were no matters arising.

5. Annual Report, Financial Statements and Auditor's Report

The reports for the year ending 15th October 2012 were adopted unanimously by those members present and by those members not present but voting by proxy.

It was noted that the Board was currently exploring ways in which a more streamlined group structure could be achieved in accordance with its strategic aim to do so.

6. Chair and Chief Executive's Review

The review of the Chair and Chief Executive in relation to the year was noted.

7. Member Standing Down

It was noted that Tunji Faleye was scheduled to stand down from the Board as an ordinary non-executive member in accordance with the requirements of the NHF Code of Governance and the Board's adopted renewal and succession plan.

The meeting joined in thanking Tunji for his considerable commitment and dedication to the work of Hyelm and Ames House over the years.



8. Election of Members of the Board

In accordance with the newly adopted Articles of Association of Hyelm:

a. Chair retiring and eligible for election/re-appointment as an Ordinary Member:

Susan Parsonage was elected unanimously as an Ordinary Member of the Board by those members present and by those members not present but voting by proxy.

It was noted that the Board would re-appoint Susan as Chair of the Board at its next meeting.

b. Ordinary Non-executive Member retiring and eligible for election/re-appointment:

Rebecca Begej was elected by majority vote as an Ordinary Member of the Board by those members present and by those members not present but voting by proxy.

Those in favour: 27. Those against: 1. Those abstaining: 0.

c. New Ordinary Non-executive Member:

Graham Briscoe was elected by majority vote as an Ordinary Member of the Board by those members present and by those members not present but voting by proxy.

Those in favour: 27. Those against: 1. Those abstaining: 0.

9. Appointment of Auditors

It was noted that Grant Thornton UK LLP had indicated its willingness to continue in office.

It was further noted that a review of the external audit service was now due and would take place shortly.

Grant Thornton UK LLP was re-appointed unanimously as auditor by those members present and by those members not present but voting by proxy.

The Board was given authority to fix the remuneration of the auditor.

10. Any Other Business

No further issues were raised.

This concluded the business of the 86th Annual General Meeting.