

MINUTES of the ANNUAL GENERAL MEETING of WESLO HOUSING MANAGEMENT ("the Company") held at 66 North Bridge Street, Bathgate on Wednesday 20 July 2011

Present: Peter Robson, Chairman
 Mike Bruce, Chief Executive
 Mike Crozier, Operations Director
 Douglas Drummond, Finance Director
 John Spraggon, Community Director
 Margaret McIntyre, Community Director
 Councillor Frank Anderson, West Lothian Council Representative
 Councillor Ann Ritchie, Falkirk Council Representative
 Hugh Ruck, Tenant Director
 Janette Wallace, Tenant Director
 Alex Bow, Tenant Director

In Attendance: Janet Hamblin, Baker Tilly, Auditors
 Anne Arnott, Executive Assistant
 Donna Henderson, Finance Manager
 Lesley Shade, Assistant Finance Manager

Item	Action
1. <u>Chairman</u>	
	Peter Robson was appointed Chairman for the purposes of the meeting.
2. <u>Notice and Quorum</u>	
(a)	It was noted that a quorum was present and the meeting could accordingly proceed to business.
(b)	The Chairman produced to the meeting a notice (the " Notice ") convening the meeting and, with the consent of all the members present, the Notice was taken as read.
(c)	There were no apologies.
3. <u>Declaration of Interests</u>	
	Cllr. Frank Anderson declared himself a non-pecuniary member of West Lothian Council and also declared that he sits on the West Lothian Housing Partnership Committee. Ann Ritchie declared herself a non-pecuniary member of Falkirk Council.
5. <u>Margaret McIntyre</u>	
	Under the terms of Weslo's Articles of Association, Article 54(a) the longest serving community representative Director, who has served longest in office since his or her last election, shall retire from office. Margaret McIntyre is therefore eligible for re-election.

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Margaret indicated her willingness to serve for a further term and IT WAS RESOLVED that Margaret McIntyre be appointed pursuant to Article 60.

6. Resolutions

The resolutions set out in the Notice were duly proposed and voted upon and the Chairman declared that the resolutions in the Notice had been passed on a show of hands as ordinary resolutions. The company secretary was instructed to file a certified copy of the resolutions at Companies House. EA

7. Annual Accounts

The Company's Finance Director produced the accounts of the Company (and the reports of the directors and auditors of the Company in relation thereto) in respect of the Company's financial period which ended on 28 February 2011.

He noted that since Board members had received their papers, the changes noted below had been made:

Page 4 – paragraph 3, last line, the word “senior” has been removed.

Page 6 – the arrears total rental income figures are changed.

Page 7 – the Scottish Government Housing & Regeneration Directorate is now the Housing & Supply Department.

Page 8 – HBJ Gateley have changed their name from HBJ Gateley-Wareing and the ‘W’ has been dropped from their title.

Page 11 – At the auditors report, ‘parent company’ has been changed to ‘RSL’.

Page 13 – Titles have been substituted in place of ‘Directors’.

The Finance Director assured the Board that there are no issues for concern. He noted the surplus figure, an increase on the deficit from last year. It was noted that the pension past service cost was previously reported in the operating costs. The good news on the pension fund is reflected generally across the sector.

At page 13, the surplus of assets to liabilities of £1.4m is up from £250,000 last year. The pension liability is down from £3m last year to £1.2m and assets are increased. Other figures have generally remained the same.

The Finance Director noted that the company's loan facility with Dunfermline Building Society still has an amount of £2.2m available to drawdown. This facility expires in November.

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Janet Hamblin of Baker Tilly assured the Board that they are satisfied with the accounts of the Company as presented. In particular, Janet noted the good control over cash and working capital and the positive surplus at the year end. For the coming year, she noted that challenges will be in relation to pension liability and securing development opportunities.

Janet further noted that the audit went well and information provided was well organised.

There is one issue of note in relation to depreciation for new build properties. The company's new build properties are depreciated over 75 years compared with recommended practice which is 65 years. The company will require a solid third party opinion to confirm 75 year longevity for next year's accounts or re-adjust our estimate to 65 years. This will be a matter for discussion in the coming year. She also advised that the company consider a timescale for introducing component accounting and recommended the the Board discuss this matter in November. It was noted that component accounting is mandatory from March 2012 so technically the company does not have to comply until the 2013/14 accounts. The company may if it wishes introduce it into our accounting early, for 2012/13 or wait until 2013/14 by which time we will be able to observe and perhaps learn from the experience of other RSL's. Again, this will be subject to discussion in the coming year.

She emphasised that it was important over the next two to three years to keep a watch on cash flow and controls.

There are, however, no major issues and all other items in the audit have been addressed satisfactorily.

Further discussion ensued and John Spraggon having proposed and Alex Bow having seconded it was resolved that the accounts for the financial year ending 28 February 2011 be adopted as the accounts of the Company.

8. Any Other Business

(i) Re-appointment of Auditors

The Finance Director proposed that the Board direct him to request Baker Tilly, Auditors of the company for the last three years, to submit a proposal to continue to provide external audit services to Weslo Housing Management and Weslo Initiatives for a further three years. The Finance Director would present a paper to the 31 August Board on this matter. The Board agreed this course of action.

(ii) The Chief Executive noted that we are working from a good foundation having had excellent results on both the tenant survey and the staff survey. Additionally, the company were recently voted one of the top 25 in Scotland's Best Workplace Awards. He highlighted the creation of new posts within the company and the development programme this year which includes a 14 house project at Whitburn

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with other partners. Two further bids have been submitted to the Scottish Government's Housing Division in relation to projects at Armadale and Bathgate. In addition, we are investing some £420,000 in redesign and improvement works in the development of our Glasgow Road premises. All of this points to the company's strength going forward in this third year of recession and as before we remain on course to emerge from the current recession in at least as strong a position as we were when entering it.

9. The Next Meeting

The next Annual General Meeting will be held on Wednesday 18 July 2012

The meeting closed at 10.40.