

## Minutes of the Special General Meeting

Held on Thursday 25<sup>th</sup> March 2021

6pm to 8pm

Facilitator – Ward Councillor Humaira Ali

	<b>Agenda Item</b>
1	<p><b>Welcome and introductions</b></p> <p>Councillor Ali advised that the meeting was convened as a number of new residents and longer non-residents had questions they wanted answered.</p> <p>Introductions were made and 7 board members who were present said a few words about themselves and how they serve the community: Patricia Strobino, Sara Brown, Vanessa Shone, Kenneth Higgins, Angela Simpson, Oteng Asabre and Kathy Atkins. Patricia Strobino is the new Chair of FCHS.</p> <p>Abiola Olatunji was in attendance as Interim Estate Manager.</p> <p>The three ward councillors for London Bridge and West Bermondsey were also in attendance - Councillor Humaira Ali who acted as Facilitator for the evening, Councillor William Hougbo and Councillor Damien O'Brien.</p> <p>Eva Gomez and Alex Heslop represented Southwark Council's TMI Team. Alex is the Monitoring Officer for Fair Community Housing Services and attends all of the board meetings. Eva is the Resident Involvement Manager.</p> <p>Councillor Ali asked when questions not dealt with tonight would be answered and Patricia said by the 1<sup>st</sup> April 2021. The agenda that went out prior to the meeting asked for questions and a number of these had been received in advance of the meeting. Patricia also explained that it was important, out of fairness to all our members that we do not go off-agenda as this would not be fair to those who may have wished to attend to discuss issues pertaining to that on the agenda. It is also a requirement of our Rules to give notice of the matters to be discussed during General Meetings.</p>
2	<p><b>Governance, roles and responsibilities</b></p> <ul style="list-style-type: none"><li>• <b>Modular Management Agreement</b></li><li>• <b>Council responsibility and TMO responsibility</b></li><li>• <b>Rules/Constitution</b></li></ul> <p>Patricia in her capacity as the TMO's chair routinely liaises with Abiola and Victoria in the office and with Alex from the TMI Team. Vanessa (secretary) takes the minutes and takes down thorough notes of everything that is discussed. The minutes go far beyond just decisions to ensure that anyone</p>

who reads the minutes has a good understanding of the discussions that took place prior to the decisions being made. Vanessa also signs off the annual accounts along with the treasurer. Teddy Amoyaw (Treasurer) also helps with the preparation of the annual budget and assists with preparing and getting the accounts ready for the annual audit.

Patricia ran through the members of staff who deal with the day-to-day operational management of the services and their roles in the organisation. Abiola works very closely with Alex. Patricia said that the elected board members would like to hear from residents at this session about what they expect of the board.

Patricia explained that we meet as a board once a month and we also meet in our HR Sub-Committee and Finance and Procurement Sub-Committee where we discuss staffing, training, financial control, cyclical decorations, engagement with our membership, etc. We have lacked in our engagement with our membership which is why we now have three board members acting as Communication Officers:

- Kathy Atkins
- Kenneth Higgins
- Angela Simpson

#### **Role of the Board**

- Agree and review FCHS policies and strategies
- Establish and maintain plans that enable implementation of policies/strategies to be achieved
- Monitor performance of the FCHS
- Commit to training and development
- Report to the membership

#### **Role of FCHS Staff**

- Day to day running of the organisation
- Deliver housing services including repairs, rent collection, estate cleaning and grounds maintenance.
- Liaise with Southwark Council for the benefit of all residents
- Commit to training and development

Alex Heslop (TMO's Monitoring Officer) from Southwark Council Tenant Management Initiatives gave a presentation on Governance.

#### **FCHS as a Co-operative and Community Benefit Society**

- FCHS incorporated as an Industrial & Provident Society on 21<sup>st</sup> March 2000
- Changes in legislation mean that FCHS has been registered with the Financial & Conduct Authority as a Co-operative & Community

Benefit Society since 2014

- The FCHS Rules and annual accounts are available for inspection on the FCA website. <https://mutuals.fca.org.uk/Search/Society/19026>

### **Co-operative Principles**

- Voluntary and Open Membership
- Democratic Member Control
- Member Economic Participation
- Autonomy and Independence
- Education, Training and Information
- Co-operation among Co-operatives
- Concern for the Community

<https://www.ica.coop/en/cooperatives/cooperative-identity>

### **The FCHS Rules:**

- Describe what FCHS is as a legal entity
- Confirm who can become a member
- Outline how decisions are taken
- State what the aims and objectives are
- The rules are the principal governing document
- All members agree to follow the rules
- The rules can only be amended following consultation with the Council, agreement at an FCHS general meeting and have to be filed with the Financial Conduct Authority

### **What do the rules say about Membership?**

- Membership is voluntary and open to all lawful residents aged 18 or over, who live in one of the properties in the area of benefit
- Membership ceases if you resign, no longer meet the membership requirement (ie. if you no longer live on the estate) or if you are expelled
- At the AGM, the Membership elect the Board, receive the annual accounts, appoint the auditor and consider any other items on the agenda.

### **What do the rules say about the Board?**

- The FCHS membership elects a third of its board at its Annual General Meeting. The board comprises between 6-12 members
- Every member has a right to stand for the board
- The board also has a right to co-opt up to 6 people to serve on the board, whether they are members or not.
- The Board may invite other persons, whether or not members of the society, to attend any of its meetings. Such invited persons shall not have voting rights and shall only speak at the discretion of the Chairperson
- The Board can establish sub-committees

### What do the rules say about the Minutes?

- The Board shall ensure that proper minutes are kept of all General, Board and sub-committee meetings of the Society.
- Such minutes shall include a record of those present and of any decisions taken and shall be available for inspection by any member and any Board member of the Society at all reasonable times.

### What is the Management Agreement?

- The management agreement describes what FCHS does in terms of service delivery responsibilities.
- It is the contract between the Council and the TMO
- It describes which services are delegated to the TMO, and which services are retained by the Council.
- FCHS is currently on the 1994 Modular Management Agreement (MMA)
- The Right to Manage Regulations were changed in 2005 and 2013; however FCHS is still on the old agreement
- The Council is currently working with FCHS to move on to the 2013 Modular Management Agreement.

### The management agreement – who does what?

<b>FCHS</b>	<b>Southwark Council</b>
Estate Cleaning	Rent setting
Grounds Maintenance	Service charge recovery
Rent Arrears Recovery	Statutory Consultation
Tenancy Management	Major Works
Leasehold Management	Council retained repairs
Repairs (internals; communal)	Repairs (structural; drains; roof)
Cyclical Decorations	Legal action (breach of lease or tenancy)
Lettings	Allocations

### Repair Responsibilities– who does what?

<b>FCHS</b>	<b>Southwark Council</b>
Plumbing	External Structure & Roof
Electrics (individual & communal)	Floors (joists & floorboards)
Carpentry	Rainwater system
Ironmongery	Foul sewers
Paving	District Heating (repair & servicing)
Individual Heating+servicing	Boiler Replacements
Ventilation	Major works
Minor voids	Out of Hours Repairs

Communal doors & windows	Water Supplies from the mains to the stop cock
Staircases, landings, balustrades and hand rails	Gas servicing (district heating only)
Refuse chutes, chambers and hopper heads	Window replacements
Perimeter fences, walls and gates and estate roads	Front & rear door replacements
Cyclical Decorations	All underground services
Block & estate lighting	Door Entry Systems

### **Council Monitoring of TMO's**

- The Tenant Management Initiatives Team is responsible for supporting and monitoring 17 TMO's
- Key Performance Indicators are jointly agreed
- Annual Review
- Quarterly submission of performance data
- Financial Monitoring (budgets, quarterly revenue reports, audited accounts)
- Periodic Reviews (every 3 to 5 years, usually undertaken by Internal Audit)

3	<p><b>Resetting the relationship</b></p> <ul style="list-style-type: none"> <li>• Discussion with residents on expectations</li> <li>• Accountability and transparency</li> <li>• Future plans</li> </ul> <p>Residents were invited to ask questions relating to the above further to email correspondence received both at FCHS and at Southwark Council.</p>
4	<p><b>Q&amp;A</b></p> <p>Councillor Ali invited questions from the residents.</p> <p>Additional questions were largely captured within chat function with responses to be annexed to the original questions sent ahead of the meeting.</p>
4.1	<p>Ebun asked how today's meeting would be relayed to residents unable to attend?</p> <p>Patricia said that the minutes of the meeting would be distributed to members by the 1<sup>st</sup> April 2021. It will be placed on the website as well as sent out electronically by email. Residents may also arrange for hard copies to be collected from the housing office.</p>

4.2	<p>Janet asked if she could become a member of the TMO as she lives abroad?</p> <p>Alex said the rules require that a member is resident in a property on the estate. The housing services are still being delivered during her absence and the rules are clear on this. Janet objected to not being able to vote at the AGM. Alex said she can vote if she's a member but would need to live on the estate.</p>
4.3	<p>Councillor Ali asked if the Rules could be changed or modified?</p> <p>Alex said that if we wish to change the existing Rules then we need to go through that process and put any proposed amendments to the members at a meeting.</p>
4.4	<p>Irena has been complaining for 2 years about an Air BNB property. Parties take place overnight in the property below her flat and there is associated anti-social behaviour on the staircase such as vomiting and taking drugs.</p> <p>Abiola said Air BNB is a tricky subject to tackle and he was made aware of a couple of controversial cases when he returned as Interim Estate Manager. Such will requires active support by the council's SASBU team through the use of applicable tools available to the team to bring about a resolution. Where there is a 'live' example known, residents were encouraged to report such to the TMO's Housing Officer who will work with the council to take such case forward.</p> <p>Councillor Hougbo said that the councillors work in partnership with the Police and residents should call 101 and report this sort of behaviour as the Police will then record it and act on it. Irena said she has called the Police but they will not deal with it if its within a property. Councillor Hougbo said he is aware of Police turning up and of fines having being issued in nearby properties. These are additional options which may be used.</p>
4.5	<p>Janet asked about cyclical decorations as FCHS hasn't done any for a number of years.</p> <p>Patricia said it is a FCHS responsibility and we have failed on these but we will provide a written response by the 1<sup>st</sup> April as this is an off the agenda question.</p>
4.6	<p>Charlie asked why minutes were not uploaded on the website following a board decision made last year that they were of a particularly confidential nature. Prior to this decision they were not uploaded since around 2018.</p> <p>A detailed response has already been sent out to Charlie on the 18<sup>th</sup> March 2021 which he confirmed he had received at this meeting.</p> <p>Patricia explained that the board has a duty of confidentiality towards present and previous employees and in July 2020 the Board decided not to</p>

	<p>post the minutes on the website. The board considered the Rules and the circumstances and came to that decision. Minutes are recorded at every meeting and are accessible regardless of whether or not we post them on the website. The Rules say that they can be inspected and they are available. We have begun posting minutes again but are here to find out how people want to access the minutes as not everyone has internet access. Also, not placing these on the website does not represent a breach of the TMO's Rules.</p>
4.7	<p>Charlie asked why minutes were not uploaded prior to the board's decision that the minutes were of a highly confidential nature.</p> <p>Patricia said that the missing minutes needed to be redacted so that we don't leave the organisation liable to legal action. We are also aware that there are additional issues with the existing website.</p>
4.8	<p>Councillor Ali summarised the position. The redacted minutes are going up on the website and the board should note where something has been removed due to confidentiality. Other items can go into the public domain.</p> <p>Councillor Ali asked how we will make the minutes accessible to people who are not online or disabled?</p> <p>Patricia said that the board are looking at how to go forwards as we have issues with the website such as a privacy notice. Our members can request minutes via email or hard copy. We're open to finding out what the best ways are for the membership.</p>
4.9	<p>Councillor Ali asked how we would find out what's best for members?</p> <p>Abiola said the website could be an option although we currently have issues with it. The practical way forward will be to have the minutes placed on the website and will also build up a database of people who would prefer to have the minutes sent via email or hard copy over time.</p>
4.10	<p>Councillor Hougbo said that not all members were here tonight and we could send out a survey to all members to find out what options they prefer.</p> <p>Patricia said that having sent out the Agenda which mentioned minutes she would hope there were a good number of people at the meeting tonight who would be able to discuss the minutes.</p>
4.11	<p>Councillor Ali said that there is still a period of time when residents couldn't see minutes and asked if they will be posted on the website?</p> <p>Patricia said that we will post all minutes prior to and up July 2020 and work has begun on redacting the minutes covering the past two years. Work is currently in hand and the board will consider the redacted minutes at the next board meeting on Tuesday 13<sup>th</sup> April 2021.</p>

4.12	<p>Ina thought that the Interim Estate Manager should have disclosed that he was previously a Manager at FCHS for 7 years. Every year for the last 7 years at the AGM we were told the cyclical decorations would take place but they have not taken place yet. A new fire alarm system has been installed over cracks in the walls and photos were shared. Leaseholders have paid towards these works but they have not been done yet. Ina asked for a refund for leaseholders where works may now cost more due to the delays. Works were not done but overheads were paid.</p> <p>The board are responsible for provision of the cyclical decorations and a response will be sent by the 1<sup>st</sup> April.</p>
4.13	<p>Matthew asked for a time-frame for the cyclical decorations so we have an idea of when the works will be done. He didn't realise this was agenda only questions and answers.</p> <p>Patricia said that as a lot of people raised issues about the minutes they were placed on the agenda but we can address other issues which will be responded to by the 1<sup>st</sup> April.</p>
4.14	<p>Matthew said that if the MMA is out of date then why haven't FCHS changed it, why's it taken so long?</p> <p>Alex said that he's only been here a couple of years and the MMA has changed twice since the original MMA. There is a lot of confusion which can be avoided by moving onto a new MMA as policies and procedures have moved on and there have also been changes in the law.</p> <p>Patricia said that at the AGM we will set out the proposed changes to the MMA and Rules. The membership will have an opportunity to ratify the proposals for change at the next AGM.</p>
4.15	<p>David asked about major works taking place right now and what the TMO's involvement is with the council. The workmen are doing things such as parking illegally on the estate. He has spoken to the TMO but nothing is being done. The workmen leave rubbish on site at the end of the day and St Olave's Estate bins have not been collected for 4 weeks. David asked what the TMO's responsibility is in this.</p> <p>Abiola said that Southwark Council are carrying out the QHIP 2018/19 major works and are also responsible for estate parking and for waste and recycling collections. Abiola liaised with the councillors on behalf of FCHS residents and found a resolution for St Olave's Estate residents whereby they could park on St John's Estate.</p> <p>He also actively encouraged residents to attend the major works meetings which are held via Zoom once a month. Councillor Ali offered to talk to David tomorrow about major works and parking, both council retained functions.</p>

4.16	<p>Margaret from Fair Street Flats raised the issue of security in her building. There are two separate entry doors and strangers are accessing Fair Street Flats at all different times. The door next to the office was renewed but the other was wasn't. Access is being gained through the weaker door, not the new metal door, and there continues to be anti-social behaviour in the block. She asked for another new metal door so that residents had security.</p> <p>Councillor HOUNGBO offered to talk to Margaret about this situation tomorrow.</p>
4.17	<p>Rachel asked about transparency concerning what being a member means as she is a leaseholder who doesn't live on the estate. She asked about paying for services but not being able to become a member.</p> <p>Alex explained that every leaseholder still has the same leasehold agreement, that hasn't changed. The council is responsible for statutory consultation, e.g. cyclical decorations. The council will consult residents on major works plans. The only major works the TMO does is communal decorations. The leaseholder status is separate from membership.</p>
4.18	<p>Councillor Ali asked about leaseholder's not living on the estate but wanting to be members.</p> <p>Alex said they don't have the right to be a member or to vote at meetings.</p> <p>Councillor Ali offered to put an amendment, or to ask a member to put forward an amendment, for the membership to be extended to leaseholders who don't live on the estate.</p> <p>Patricia reassured all by explaining that there is no discrimination towards members or non members. They receive the same level of service. As per tonight's meeting, members and non members can all attend meetings and will never be treated differently. Services will be exactly the same for members and non members.</p> <p>Councillor Ali said non members should get in touch with her and she'll be able to arrange a meeting with Patricia for further discussions.</p>
4.19	<p>Ina said the presentation said the TMO benefits the community but since 2003 the TMO has taken the council's side against the residents, the leaseholders or the tenants. How could this be a community benefit?</p> <p>Patricia said that we have various projects throughout the year for members for their benefit. Patricia said it was difficult to answer this question in the abstract without being afforded details of an example.</p> <p>Alex said there is a Complaints process and every tenant and leaseholder has a right to make a Stage 1 Complaint which can go to the council at Stage 2 if necessary. There is also an Arbitration Tribunal service available.</p>

	<p>Ina continued to assert that the TMO will still take the council's side each and every time but did not back this up with an example. As such Councillor Ali said that this issue was left unresolved.</p> <p>Abiola explained where the council is planning to deliver works to properties on the estate which will require access to homes, the role of the TMO is to communicate with the resident in pursuant of the council attempt to gain access. For example, the installation of the fire safety kit in Devon Mansions and Hartland House. It is part of the TMO's function to communicate with residents about these works and not necessarily its support for the Council's approach.</p> <p>Abiola said that our role as an intermediary is to engage with residents about the council's works – particularly where there are access issues. A further example is where the TMO is asked to attend an Arbitration Tribunal to provide information on the TMO's actions/role as relates to any case. We have an obligation to set out what the TMO has done on the estate in its capacity as a service provider. The TMO's role is go the extra mile in finding solutions for residents within the realms of the functions under its management.</p>
4.20	<p>Councillor Ali asked how we move forwards from here.</p> <p>The board will respond to the questions electronically and in print to all the questions asked in advance. Councillor Ali asked for a thumbs up, thumbs down or waving hands for where the questions were all answered tonight. There were various responses. Councillor Ali asked if we need another meeting going forwards. She asked for another show of hands. Janet asked for specific topics with a detailed agenda and no slides in order to save time for more questions.</p>
4.21	<p>Charlie was told this meeting would answer his emailed queries but felt this didn't happen. He asked if the Chat questions would be answered by the 1<sup>st</sup> April?</p> <p>Patricia was unable to say as she hasn't seen the Chat questions yet and there is work to be done to understand the context of the question. If they are broad then they will be answered. At some point they will be answered and they will be noted. Questions posed prior to this meeting will be answered by the 1<sup>st</sup> April.</p>
4.22	<p>Charlie asked if the minutes of this meeting would be shared?</p> <p>Patricia said that they will be shared.</p> <p>Councillor Ali asked for the minutes to go out with the responses to the questions.</p> <p>Abiola said the TMO will aim to get both minutes and responses out</p>

	<p>together.</p> <p>Councillor Ali asked that the docs be sent electronically where possible to save trees without missing anyone out.</p>
5	<p>Eva asked for something to be put in the next Newsletter to ask members how they would like to receive the minutes.</p> <p>Patricia agreed to this.</p>
6	<p>Councillor Ali asked Abiola to save the Chat file as he is hosting the meeting with the meeting brought to a conclusion soon afterwards.</p>