

Dovecotes TMO Special Board Meeting – 13th December 2022

Chair: Ann Webb

Attendees: Amie Merry Chief Officer, Andy Bryant, Andrew Slater, Stuart Harrison, Ste Webb, Sarah Harrison, Debbie Bentley, Ryan Pitt-Woodcock, Ambreen Raza, Glenford Clarke.

Lyndsey Beckett Minute Taker.

1. **Apologies** – Janet Smith, Natasha Curtis-Warner, Joan Curtis, and Melissa Green.
2. **Welcome and Introductions** – Board introduced themselves to Andy Bryant. Andy Bryant, Service Lead for Landlord Services at CWC introduced himself.
3. **Board Members Breach of Article 39 section D** – AM displayed this on the monitor.
4. **Purpose of the Meeting – Confidentiality, Conflict of Interest and Non-attendance** – AW explained why the meeting had been called, the points for discussion and the decisions to be voted on.
5. **Codes we adhere to as elected board members and company directors** – AM displayed on the monitor as a reminder to board members:
 - a) Code of confidentiality
 - b) Code of conduct
 - c) Acceptable behaviour policy
 - d) Data protection policy
6. **Article 39**

AM displayed this on monitor to remind board of the rules:
The office of board member shall be immediately vacated if s/he:
(f) is removed from office by resolution of the Company in General Meeting in accordance with section 303 of the act
(g) discloses confidential information concerning tenants, leaseholders or residents of the estate or a member of staff to any person who is not authorised to receive such information and the Board resolves such Board member shall retire immediately; or
7. **Issues of Confidentiality – Discussion of alleged breaches**

[REDACTED]

A heated discussion also took place on the car park between [REDACTED]

[REDACTED]

AS – [REDACTED] claimed she didn't know about the policies in place. AS disagrees with this as every year after the AGM has taken place AS issues paper copies of all the policies to all Board members, who have to read, sign, and return them. AS keeps these on file. AS suggests Board could offer [REDACTED] training on the policies and the consequences if breached. [REDACTED]

[REDACTED] has been on the Board long enough to know the rules and policies they have to adhere to.

AM said board matters are not to be discussed outside the board room. When board members have left the Board room, they are tenants. [REDACTED]

[REDACTED]

AB said these breaches have huge implications to Dovecotes TMO and CWC. The board need to assess the risks and decide what needs to be put in place to protect the organisation and staff. CWC want to ensure the Board are governing the organisation. CWC do have faith in the TMO to deliver the services in line with the management agreement, but the last 6 months have been testing due to the continued complaints received [REDACTED]. If [REDACTED]

[REDACTED] The Board need to think about the estate, what's in the best interests of the people who live on here and the continued integrity of the organisation.

8. Sanction under Article 39

AW confirmed JC had missed 3 consecutive Board meetings and this automatically means the Board member resigns their position. AW asked JC if she would like to submit in writing a request to remain on the Board due to special measures or if she wanted to resign. JC said she did not want to resign but had not submitted a request to remain. [REDACTED] and that's why she had not been attending and asked if the Board could conduct hybrid meetings. This conversation was conducted via text. AW confirmed hybrid meetings were not allowed as per the rules and this was made clear to JC and NCW in the board meeting in March 2022. AS proposed a vote to remove JC from the Board as per the rules. AW – Seconded.

Vote - Unanimous

9. Consequences of the Action, of those making use of the breaches of confidentiality

– **removed from membership of the TMO** – AM said [REDACTED] cannot be removed from the board until an investigation has been conducted into the breaches. Action plan – Invite [REDACTED] to a meeting with the Chair and Secretary only to discuss position on board, possible breach and the roles and responsibilities expected of her. Training will be offered. If she can't meet her role and responsibilities she will be asked to resign. **Vote - Unanimous**

10. IT SLA Presentation and Discussion – IT currently supplied by CWC, have not paid the SLA agreement since TMO started. AM displayed proposed agreement on monitor including information of the different packages on offer. AB confirmed his department have agreed to pay 20% towards cost. Full cost to be confirmed, approx. £20,000. Decision has to be made by 31st Jan 2023. **Vote - Unanimous**

6.42 pm – GC left meeting

11. Dovecotes Engagement Strategy – AM displayed draft on monitor. AM has passed this onto Keith at TPAS. Missing an external scrutiny panel, non-board members will need to be on the panel. Final document will be ready in January 2023 and shared with CWC.

12. Office Ban Letter and Period of Ban – Office ban for [REDACTED] was agreed at previous board meeting. Board to send letter a.s.a.p. Ban will be for 12 months from the

office, all meetings, and events. Single point of contact is still being discussed with CWC. If Board wish to revoke membership an EGM will have to be called. 21 days' notice would be required, and ■ could attend with supporters. Board agreed to see what happens and monitor his behaviour.

13. AOB & close the meeting – AB thanked the Board for inviting him to the meeting.

6.54pm – Meeting Closed

Signed by Chair _____

Date _____