



ANNUAL GENERAL MEETING – 13TH SEPTEMBER 2025

SUMMARY OF THE PROPOSED CHANGES TO COMMUNITY GATEWAY ASSOCIATION’S RULES

Community Gateway Association’s Rules are a key document which govern how we run and operate the organisation. The following proposed amendments to the Association’s Rules will be presented for membership approval at the 2025 Annual General Meeting:

RULE B15 - CENTRAL TENANT MEMBERSHIP BODY

This Rule currently prevents the Chair of the central tenant membership body from becoming a Tenant Board Member. The Board feel this is an unnecessary restriction and serves to limit the opportunity for involved tenants. To continue to promote tenant involvement, it is proposed to remove this restriction by deleting the sentence shown in red in the table below:

Rule	Current Rule	New Rule
B15	The Association shall have in place a central Tenant membership body whose purpose shall be to represent Tenant members and to provide a link to the Members of the Association. The chair of the central membership body will not be a Tenant Board Member. All members of the Association can apply to serve on the central Tenant Membership body. The composition of the central Tenant membership body will be set out within its terms of reference.	The Association shall have in place a central Tenant membership body whose purpose shall be to represent Tenant members and to provide a link to the Members of the Association. All members of the Association can apply to serve on the central Tenant Membership body. The composition of the central Tenant membership body will be set out within its terms of reference.

RULE D6.4 – ATTENDANCE AT BOARD MEETING

To continue to encourage strong attendance levels at Board meetings, it is proposed to reduce the number of consecutive meetings at which a Board Member can be absent in one rolling twelve-month period from 4 meetings to 3 meetings as shown in the table below:

Rule	Current Rule	New Rule
D6.4	No one can become or remain a Board Member, a committee member or co-optee at any time if: they have absented themselves from four consecutive meetings of the Board or committee (as the case may be) in one rolling twelve-month period without special leave of absence from the Board.	No one can become or remain a Board Member, a committee member or co-optee at any time if: they have absented themselves from three consecutive meetings of the Board or committee (as the case may be) in one rolling twelve-month period without special leave of absence from the Board

RULE D13.1 – QUORUM FOR CGA’S BOARD

A ‘quorum’ determines how many members must be present to enable a meeting to take place. The quorum for CGA’s Board currently requires five Board Members and this must include 2 Tenant and 2 Independent Board Members. To provide greater flexibility, it is proposed to delete the wording shown in red in the table below and simply require five Board Members to be present for a meeting to take place.

Rule	Current Rule	New Rule
D13.1	Subject to the provisions of rule D13.2 five Board Members shall form a quorum providing this includes at least two Tenant Board Members and two Independent Board Members. The Board may determine a higher number or impose additional requirements;	Subject to the provisions of rule D13.2 five Board Members shall form a quorum. The Board may determine a higher number or impose additional requirements;

(NB: You will note that Rule D13.1 is subject to Rule D13.2. Rule D13.2 states that if the number of Board Members falls below the number required for a quorum, the Board can continue to meet for a maximum period of 6 months. After this time, the Board can only meet to appoint additional members to bring its membership back above the number required for a quorum.)

RULE E1 - CHAIR OF THE BOARD

This Rule requires that the Chair of the Board must be a tenant. As a Gateway Model organisation for the last 20 years, CGA will always strive to have a tenant as Chair of the Board. The Board remain committed to the principle of a tenant chair but also recognise that this may not always be possible, through for example the lack of a suitable candidate being available or willing to take on the role at a given point in time. As a result, the Board consider it sensible to create greater resilience by amending this Rule to allow either a Tenant or Independent Board Member to be Chair.

This amendment is being proposed as we recognise that much greater expectations are now being placed on the Chair (and the whole Board) from key stakeholders including the Regulator of Social Housing and the Housing Ombudsman. As such, significant commitment is needed to ensure the Chair has the knowledge, skills and experience to undertake this key leadership role and support CGA in meeting the growing expectations being placed upon it. The Chair also needs to be able to devote a considerable amount of time to fulfil the various responsibilities of the role as highlighted by Phil Parramore (the current Chair of the Board) in the quote below:

I have been actively involved with Community Gateway since 2017 and served on our Tenant Committee, Gateway Central, before joining the Board in 2019 and becoming Board Chair in 2023.

I find the role of Chair thoroughly rewarding as I'm passionate about championing involvement opportunities for our tenants and ensuring CGA delivers great quality services. The demands of the role have increased since I first became Chair largely due to the increasing expectations being placed on housing associations. I currently devote an average of 25 hours per month to the Chair's role as there is much more to it than leading the CGA Board and attending Committee meetings.

Looking back at the last six months, there are many different activities I've been involved in, from keeping up to date with policy changes affecting CGA and other Housing Associations, to engaging in housing sector conferences.

My duties have also ranged from attending briefings ahead of Board meetings and undertaking the annual appraisals for the Board and Chief Executive, to

representing CGA by speaking at conferences and events, and most recently preparing for, and being interviewed as part of our regulatory inspection.

All-in-all, the role is incredibly rewarding but it is one that requires an individual's full commitment to maintain a detailed understanding of the ever-changing policy environment CGA works in and also lead the Board to deliver against the increased expectations of Government, funding partners and most importantly you and I, as tenants.'

In addition, this change will also provide greater flexibility should an emergency situation arise (e.g. the Chair of the Board is taken ill or has to move away at short notice and is no longer a CGA tenant). Therefore, the amendments shown in red in the table below are proposed:

Rule	Current Rule	New Rule
E1	<p>The Association shall have a Chair (who must be a Tenant Board Member) who shall chair Board meetings and shall be elected by the Board on such terms as the Board determines. The Chair on election shall hold office until the first annual General Meeting after their election. The Association will also have a vice Chair who will support the Chair and in the Chair's absence shall act as the Chair and have the Chair's powers and duties and who shall also be elected by the Board on similar terms. The arrangements for election and removal of any vice Chair shall be determined by the Board.</p>	<p>The Association shall make its best endeavours to have a Chair (who must be is a Tenant Board Member). The Chair who shall chair Board meetings and shall be elected by the Board on such terms as the Board determines. In the event that the Board determines there is no suitable candidate who is a tenant, then an Independent Board Member will be elected as Chair until such time a Tenant Chair with the right skills and experience is appointed. The Chair on election shall hold office until the first annual General Meeting after their election.</p> <p>The Association will also have a vice Chair who will support the Chair and in the Chair's absence shall act as the Chair and have the Chair's powers and duties and who shall also be elected by the Board on similar terms. The arrangements for election and removal of any vice Chair shall be determined by the Board.</p>