

**HTS GROUP LIMITED  
 HTS (PROPERTY & ENVIRONMENT) LIMITED  
 HTS (HOUSING & REGENERATION) LIMITED**

**MIINUTES OF SPECIAL BOARD MEETING (COMBINED)**

**Held on Tuesday 20<sup>th</sup> June 2023 at 16:00  
 HTS, Mead Park, River Way, Harlow, CM202SE**

**Present:**

**Members:**

Michael Harrowven (Non-Executive Chair)  
 Councillor Bob Davis (Director)  
 Councillor Stacy Seales (Director)  
 Councillor Clive Souter (Director)  
 Councillor Jodi Dunne (Director)  
 Councillor Colleen Morrison (Director)  
 Alan Townshend (Interim Managing Director)

**Additional attendees**

Tina Roach (Assistant Company Secretary & Governance Manager)  
 Simon Freeman (HDC – Deputy Chief Executive & Director of Finance)  
 Michael Shirt (Interim Group Finance Manager)

**Apologies:**

No	Item	Action by
1	<p><b>Apologies for Absence</b></p> <p>Councillor Eddie Johnson (Director)            Andrew Murray (HDC – Director of Housing)</p>	
2	<p><b>Internal controls, conflicts of interest and procedural matters</b></p> <p>A potential conflict of interest was noted on behalf of JD in respect of Unite the Union. However, it was recognised that details provided are for information purposes only, therefore no conflict occurred.</p>	

	<p>Further to authorisation being awarded to the Chair at the Special Board meeting held on 02.05.23, it is confirmed that exit terms were reached in respect of the previous Managing Director who left the business, along with the Finance Director &amp; Company Secretary, on 31.05.2023.</p>	
<b>3</b>	<p><b>Appointment of Director within HTS Group Limited and subsidiary companies</b></p> <p>MH completed the process and has secured an interim Managing Director for HTS Group Limited and subsidiary companies.</p> <p>Alan Townshed joined the Group on 30.05.23 for a 6 month period as Interim Managing Director.</p> <p>MD outlined the process to recruit to the MD position will commence at the latest the beginning of September so as to allow time to secure ahead of the end of AT interim contract.</p>	Noted
<b>4</b>	<p><b>Update in respect of Year End Statutory Accounts to 31<sup>st</sup> March 2023</b></p> <p>M.Shirt, Group Finance Manager (interim), joined meeting to present a summary of the year end statutory accounts in relation to:</p> <ul style="list-style-type: none"> <li>• HTS Group Limited</li> <li>• HTS (Property &amp; Environment) Limited</li> <li>• HTS (Housing &amp; Regeneration) Limited</li> </ul> <p>The Statutory Accounts were approved by members and will be presented to the Shareholders Sub Committee (scheduled on 27<sup>th</sup> September 2023).</p> <p>In relation to HTS (Housing &amp; Regeneration) Ltd, CS enquired about the purchase price of the homes. MS will verify and circulate to members.</p> <p>CS noted the overall loss made by the Group and asked if it is felt this is likely to continue. MS responded that we are building a business for future success, and with efficiencies being put in place we are optimistic to rise out of the deficit.</p> <p>MS left meeting.</p>	<p>Noted</p> <p>MS</p>
<b>5</b>	<p><b>Update from Interim Managing Director</b></p> <p>AT presented a document inclusive of the following subjects:</p> <ul style="list-style-type: none"> <li>• Initial thoughts and immediate priorities</li> <li>• Pay dispute and our offer</li> </ul>	

	<ul style="list-style-type: none"> <li>• Budget 2023/24</li> <li>• Efficiency plans</li> <li>• Board actions</li> </ul> <p>Each topic was discussed in detail, inclusive of the background to the reports and the proposals going forward.</p> <p>AT requested HTS Group Board and subsidiaries company members provide authority to:</p> <ol style="list-style-type: none"> <li>1. Stop bidding for external contracts and seek to secure more work from HDC</li> <li>2. Reconsider the IT and Change Strategy after implementing the environmental services field solution and fully implementing Natural HR</li> <li>3. Recruitment – will look at all vacancies with a view to only recruiting essential roles</li> </ol> <p>Each of the 3 points were unanimously agreed by all attendees.</p> <p>AT will communicate this accordingly within the business.</p> <p>CM raised that the Business Plan is out of date and requires a revision. Members agreed and this will be scheduled to be updated accordingly.</p> <p>AT updated the members on discussions with HDC and our priorities. We are committed to taking a collaborative approach to ensure improvements are achieved.</p> <p>Members spent some time considering efficiencies which would improve the environment of Harlow.</p> <p>BD raised a question regarding the future of HTS (Housing &amp; Regeneration) Limited. MH advised this was discussed at the Shareholder subcommittee meeting dated 20.04.23 whereby authorisation was granted to the Board in respect of the decision for the future of the company. At present we will retain the properties.</p>	<p>Noted</p> <p>Noted</p>
<p><b>6</b></p>	<p><b>Any other business</b></p> <p>Resulting from the redundancy of the Finance Director the Company Secretary role is vacant. MH proposed that TR is appointed to this position. This was approved by members.</p> <p>TR updated members on the current vehicle procurement project and advised tender evaluations are nearing completion. Both Shareholder subcommittee and HTS Group Board approval has been granted and we will be in a position to make a contract Award shortly. We initially forecast this to be within the region of</p>	<p>Noted</p>

	<p>£2.8 million, however it is probable that the cost will be below this figure.</p> <p>SF advised that due to Andrew Murray, Director of Housing, currently being away from HDC, an interim replacement, Neil Usedon, has been appointed. SF confirmed he will be attending future Board meetings.</p> <p>There being no other business the meeting closed.</p>	
<p><b>7</b></p>	<p><b>Date of next meetings</b></p> <p>Board meetings are scheduled as follows:</p> <ul style="list-style-type: none"> <li>• HTS (Property &amp; Environment) Ltd – 7<sup>th</sup> August 2023</li> <li>• HTS (Housing &amp; Regeneration) Ltd – 7<sup>th</sup> August 2023</li> <li>• HTS Group Ltd – 21<sup>st</sup> August 2023</li> </ul>	