

St Stephens Pavilion Management Company Ltd

(Company Number: 05053547)

St Stephens Pavilion Management Company Ltd
c/o RMG, RMG House Essex Road Hoddesdon Hertfordshire EN11 0DR

AGM Minutes 29th March 2017 1830hrs

Venue: Chapelfield Methodist Church, Chapelfield Road, Norwich NR2 1SD

1. Introductions

Clayton Hudson (CH) Chairman of St Stephens Pavilion Management Company Ltd welcomed everyone and thanked them for their attendance. CH introduced the other Directors present to the room. CH also introduced Steve Ryan (Caretaker/Cleaner) and thanked him for attending the meeting.

2. Attendance

Directors

Mr J Atkinson - 71 The Pavilion
Miss P Field – 250 The Pavilion
Mr J Rollinson - 9 Leicester House
Mr C Hudson – 1 Alexandra House & 14 Leicester House

Members

Mr Asgari - 1 Leicester House	Mr & Mrs Tooley - 19 Leicester House	Mrs B Everitt - 32 Leicester House
Mr M Hollinger- 2 The Pavilion	Mr & Mrs Wecki - 3 The Pavilion	Mr & Mrs Voegeli - 46 The Pavilion
Mr R Hubbard - 51 The Pavilion	Mr R Freshwater - 58 The Pavilion	Mr J Woods - 59 The Pavilion
Ms L Adams - 61 The Pavilion	Dr S & R Carroll - 72 The Pavilion	Mr Cooke - 74 The Pavilion
Mr D Ling - 96 The Pavilion	Mrs E Brown - 100 The Pavilion	Mr & Mrs Self - 104 The Pavilion
Mr & Mrs Allies - 108 The Pavilion	Mr & Mrs Jackson - 125 The Pavilion	Ms Walley - 137 The Pavilion
Mr & Mrs Cullum - 142 The Pavilion	Mr J Cooper - 177 The Pavilion	Ms S Jermy - 191 The Pavilion
Mr & Mrs Rueger - 201 The Pavilion	Mr & Mrs March - 207 The Pavilion	Mr & Mrs Ley - 221 The Pavilion
Mr & Mrs Lock - 251 The Pavilion	Mr & Mrs Mason- 253 The Pavilion	Mr & Mrs Bocking - 254 The Pavilion
Mr & Mrs Saunders – 278 The Pavilion	Rev & Mrs Varney - 280 The Pavilion	Mr & Mrs Bocking - 254 The Pavilion
Mr & Mrs Schmidt - 289 The Pavilion	Ms K Allan - 18 Benjamin Gooch Way	Mr & Mrs Bocking - 254 The Pavilion
Mr & Mrs Griffith - 27 Benjamin Gooch Way	Mr & Mrs Ley - 29 Benjamin Gooch Way	Mrs J Willcox - 287 The Pavilion
Ms S Wright - 35 Benjamin Gooch Way	Mr J Amis - 42 Benjamin Gooch Way	Ms S Wright - 21 Benjamin Gooch Way
		Mr & Mrs Schmidt - 32 Benjamin Gooch Way
		Mr & Mrs Self - 44 Benjamin Gooch Way

Apologies

6 Alexandra House	20 Leicester House	131 The Pavilion
184 The Pavilion	188 The Pavilion	223 The Pavilion
266 The Pavilion	274 The Pavilion	284 The Pavilion
45 Benjamin Gooch Way		

Proxies to Chairman (notified in writing 48hrs in advance of the meeting)

20 Leicester House
191 The Pavilion

3. Approval of Previous Minutes

The minutes of the previous meetings held on 11th November 2015 (AGM) and 11th January 2017 (EGM) were approved (available on SSPMCL website).

Proposer: Mr J Atkinson - 71 The Pavilion

Seconder: Miss P Field – 250 The Pavilion

All in favour (unanimous)

4. Appointment / Composition of the Board of Directors.

CH explained to those present that the 4 Directors present were elected at the EGM on 11th January 2017.

Directors are currently meeting monthly for between 2-3hrs to discuss ongoing business.

2 long standing members of the Steering Committee Kate Varney & Laura Bocking who didn't wish to serve as Directors have attended and observed Board meetings

No further Director nominations were submitted prior to this AGM meeting.

CH explained to those present that the 4 Directors present are happy to continue as Directors (with the approval of members present) until the next AGM to be held in November 2017. Those interested in joining the Board should make themselves known to members of the Board after the meeting and then come along to a couple of Director meetings.

In November 2017 as per the Memorandum and Articles of Association a 1/3 of Directors will retire & seek re-election to the Board.

All in favour (unanimous) for current Directors to continue to serve as Directors of SSPMCL until next AGM (to be held in November 2017)

5. To approve the Directors' remuneration (£nil) as proposed by the Directors.

CH explained that all the Directors are volunteers and therefore receive £nil remuneration.

Proposer: Mr & Mrs Mason- 253 The Pavilion

Seconder: Mr & Mrs Jackson - 125 The Pavilion

All in favour (unanimous)

6. To receive and adopt the reports and accounts of the Company for the year ending 31.12.15.

CH explained that St Stephens Pavilion Management Company Ltd files Dormant company accounts to Companies House as Service Charge income is outside the remit of Company turnover. The Company accounts for 2015 were submitted and accepted by Companies House on 20th January 2016.

Management accounts for service charges are produced by Thomas David and the accounts for this period were sent to all members within 6 months of the financial year end and will be discussed separately under item 8.1

Proposer: J Rollingson - 9 Leicester House

Seconder: Mr & Mrs Ley - 221 The Pavilion

All in favour (unanimous)

7. To appoint Accountants for the 2016 Service Charge year and to authorise Directors to agree their remuneration.

CH explained to date RMG have used Thomas David (an accountancy firm based in Hertfordshire) to produce the service charge accounts.

The Directors since the EGM in January have discussed this appointment and following a meeting with a local Norwich based accountancy firm on 6th March 2017 and a subsequent quotation the Directors wish to appoint Sexty and Co (Thorpe Road) Norwich as the accountants and auditors of the 2016 service charge accounts which should be produced and distributed to all members by 30th June 2017.

In summary, the Directors wish to use a local accountancy firm whom they can meet with face-to-face and the quotation will deliver a cost saving of approximately £1000 per annum to all members.

Proposer: Mr & Mrs Ley - 221 The Pavilion

Seconder: Mr & Mrs Cullum - 142 The Pavilion

All in favour (unanimous)

8. To transact any other business.

8.1 Service Charge Accounts for Years ending 31.12.15

CH explained that for the period ending December 2015 there was an overall surplus of £50,767. The surplus was returned to members through their service charge accounts with their January 2017 invoices.

In Summary in 2015

Income from members was £388,598.47

Total Expenditure was £338,004.00

CH explained that those members who may have scrutinised the accounts may have observed that majority of the surplus returned to members came from reduced water expenditure and the release of water accruals during the accounting period.

The newly appointed Residential Directors are aware that the reason for reduced water expenditure is because approximately 40% of the flats are being supplied with water unmetered (and as a result unbilled). Directors are working to resolve this issue as a matter of urgent priority

As of 31 December 2015 the reserve account balance was £96,735

Proposer: Mr & Mrs Jackson - 125 The Pavilion

Seconder: Miss P Field – 250 The Pavilion

All in favour (unanimous)

8.2 Major Works – Repairs and Redecoration to the Administration Building

SSPMCL previous Directors (Persimmon / Charles Church) and RMG started the formal Section 20 process in 2016, with the 2nd formal Part 2 Notice being sent to members in January 2017 with their 2017 Service Charge Invoice.

In summary the overall cost for works quoted was ~£310k

Now that SSPMCL is in residential control the Directors are reviewing the documentation and are planning to arrange a meeting with the Quantity and Building Surveyors. The Directors' intention is still to start the works in 2017, however given the proposed costs of the planned works it's sensible the newly appointed Directors complete a period of due diligence.

This period of due diligence has included reviewing the companies reserves position

As background this work should have been completed in 2013 and again in 2017.

Thanks to the efforts of Jim Atkinson and other leaseholders in Admin Building, it has been acknowledged by RMG that the redecoration schedule for the exterior of the window frames at the Administration Building has not been followed strictly in accordance with the requirements of the Lease. That may have led to an increased level of deterioration in the condition of the window frames, which in turn could have resulted in an increase in cost of maintenance/repair. A contribution has been paid to leaseholders in Admin Building based upon independent expert advice. As such RMG have provided a total settlement of £14,625.52 to individual leaseholders.

Work has started to retender sections of the proposed work to local contractors to provide a comparison to Directors.

8.3 Managing Agent Contract

CH outlined that the Directors of Charles Church / Persimmon had run SSPMCL from incorporation (2004) until 11th January 2017 with RMG as their managing agent.

Currently in residential control, SSPMCL still has RMG as the managing agent, they have an agreed and signed contract until 16th August 2017.

Residential Directors are now firmly in control of SSPMCL and RMG as our managing agent.

CH also made members aware that Steve Ryan the much-valued cleaner/caretaker is not an employee of RMG. He works for a Norwich based cleaning company under contract to St Stephens Pavilion Management Company Ltd. Any change to the managing agent would not affect Steve Ryan. The current Directors very much value the contribution that Steve makes to St Stephens Pavilion MCL and the residents who live there.

The Directors indicated they would be interested to here from individual leaseholders about the performance of RMG as the current managing agent.

CH made members aware that the Directors will be discussing this in detail again at a Board Meeting in April and May 2017.

CH made it very clear that we can make saving across the SSPMCL budget including the managing agent contract. We have already terminated a RMG affiliate company (HCS) as Company Secretary and are performing this function within the Director's overall responsibility at no cost to SSPMCL.

Members took the opportunity to ask questions of clarification to the Board and provided feedback on their experiences of RMG as the current managing agent. Concerns were raised about the use of RMG affiliate companies, poor management of contractor's performance and the lack of retendering. Several members suggested that a new managing agent should be local.

The Directors then sort approval from the members to move forward in negotiating a new managing agent contact which could include appointing an alternative managing agent and agreeing the remuneration from 17th August 2017

Proposer: 3 The Pavilion
Seconder: 59 The Pavilion
All in favour (unanimous)

9. AOB

Newsletter

A newsletter that provides residents with information on the day-to-day management of the site, as well as important information about any on-going issues has been distributed to all residents and members. Whether you are an owner-occupier or a tenant on

site please take a moment to read this newsletter and update yourself with the latest information about the running of this development. It's available online at www.sspmcl.co.uk . Directors aim to produce the newsletter twice per year.

Grounds Maintenance Contractor

Following a review of the performance and costs incurred Directors were unhappy with the performance of CGM as grounds maintenance contractor. As a result, SSPMCL Directors approached the estate management company (Fellows Plain) and started a process to terminate and appoint a new grounds maintenance contractor for both SSPMCL and FPEMCL combined. The CGM contract ends this Friday 31 March 2017 and Imon Site are appointed on an initial 1 year contract from 1 April 2017. Imon Site have already completed familiarisation visits to the development and will start onsite next week. This contractor change will deliver improved service at lower cost to members.

Ivory Building Service Charges

A couple of leaseholders of the Ivory Building have emailed RMG to ask about the increase in Service Charges. Directors have reviewed the breakdown of the Ivory Service Charges at their March 2017 Directors' meeting. The comparison shows why Service Charges for the Ivory have increased by £400-to-600 per property. The increases are due to poor and incomplete budgeting across the previous years by RMG since occupation and this is something that the Directors plan to resolve when the 2018 Service Charge is set in November 2017.

Pest Control

CH updated members that following feedback on pest (rodent & pigeon) related matters that quotes have been obtained for pest control to The Pavilion and Ivory Building. Directors will be discussing and approving a quote at the next meeting on 3rd April 2017.

Pavilion Building Water Metering

A member suggested to fit modern, in-line ultra-sonic, self-billing check water meters within The Pavilion. Directors agreed to investigate this at the right time after resolving the bulk water metering issue with Section 3, 4 & 5

Foul Smells IVO 287 The Pavilion

A member present raised the issue of foul smells IVO her property and the lack of response from RMG in resolving the issue. Directors agreed to discuss at their next Directors meeting and to ask RMG to write to nearby properties IVO 287 The Pavilion to ask if they had made any similar observations.

Water Ingress / Sash Windows Repairs and Redecoration 177 The Pavilion

A member present raised an ongoing water ingress issue and the repairs and redecoration to Sash Windows in the turrets in their property. Directors agreed to discuss at their next Directors' meeting with RMG. A request was made that the member email in some pictures to give some further background to Directors.

The members present thanked the Directors of SSPMCL for their continued work since their appointment in January 2017 as well as acknowledging Steve Ryan's work as Caretaker / Cleaner.

CH concluded the meeting by thanking all for their attendance.

Meeting closed at 2010hrs