

# South Hermitage Management Company Limited

28 Stones Square, Belle Vue, Shrewsbury, SY3 7JA

email: [contact@southhermitagemc.com](mailto:contact@southhermitagemc.com)

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## Minutes for AGM 24th March 2015

### United Reformed Church

Shrewsbury

7.30p.m.

1. **Present:** Mary Fraser (Director/Secretary), Anne Hasnip (Director/Chair), Kim Jones (Director), Tom Moffitt, Felicity & David Palacio, Jean & Mike Walters, Jean Waterman (Director/Treasurer).
2. **Apologies for Absence:** Frances Barlow, Pam Bonner (Director), Tom Brown (Proxy - Mary Fraser), Val Bywood, Diana Buckle (Proxy x2shares - Mary Fraser), Diane Elmes (Proxy - Tom Moffitt), Mike Jones (Proxy - Helen Morrison), John Lafferty, Mike & Verity Nettleton (Proxy - Mary Fraser), Lisa Wood.
  - Those present were advised of a proxy received after the deadline and asked if they were willing to accept it – no objections were raised.
  - Helen Morrison as proxy also agreed to represent Mike Jones' views presented on paper.
  - Hilary & David Moorcroft intended to be with us but unfortunately confused the date.
3. **Welcome & Housekeeping** from the Chair Anne Hasnip introduced the Company Solicitor Andrew Cross and the Board of Directors, including Dr Kim Jones who was formally welcomed as a new member of the Board, having become a Director in September. Shareholders are strongly encouraged to take an interest and consider joining the Board.
  - A procedural question was raised regarding the process of appointing a Director and it was confirmed that the procedure according the Articles of Association had been followed.
4. **Resolution 1** – To approve Minutes of the AGM 2014 as an accurate record.
  - Proposed acceptance: Jean Waterman
  - Seconded: Kim Jones

Vote: Unanimous
5. **Matters arising:**
  - Felicity Palacio drew attention to the miss spelling of her name, which has been corrected.
  - Helen Morrison on behalf of MJ questioned whether the Directors were following the rules with regard to the poll.

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Andrew Cross responded and asked what the poll would be for, advising that it is not possible just to demand a poll. It was explained by AC that this issue had been addressed at the last AGM and that the majority of shareholders were in favour of continuing with the status quo as indicated then by a show of hands with one vote per shareholder. AC went on to explain that a poll was not usual in such a situation but tends to be used in situations where landlords do not have equal numbers of shares.

The Chair reported that the Directors have dealt with this matter as per the minutes of AGM 2014 item 9.

- A question was raised about the 'blog' mentioned last year; the Board confirmed that there is no capacity to do a blog at this time.

5. **Directors' Report:** The Chair read the report.

6. **Resolution 2** – To accept the Accounts & Treasurer's report

- The Treasurer introduced the report & accounts.
- A question was asked as to the reason for the increase in the service charge. The Chair advised that another shareholder had asked this question previously and so for consistency read that response.

*'The procedure for setting the service charge is the responsibility of the Directors who are responsible for advising shareholders. Although this is a departure from how it was managed last time it was increased; it is the correct way to do it. We are aware from the records that a number of people were not happy with the way it happened last time as there was no information given in advance of the AGM that it would be voted on and only a small proportion of shareholders were present at the meeting'. For further information you can refer to your lease document; First Schedule, Part 1.*

The rise is required to fund the outstanding works to the SS car park that has been identified as requiring intervention since the equivalent work was done in Burlington Place car park in 2007. It was further identified in the longer-term maintenance option in the survey report commissioned in 2012 and consulted on at the AGM 2013.

- Mr Moffatt confirmed in response to the Treasurer that Miss Elmes' question had been satisfactorily answered.
- The Treasurer commented that all shareholders (except 2) had paid the new service charge promptly, which enables continued maintenance of the site. A question was raised as to how long people would be allowed not to pay. The Treasurer advised that

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people were being informed regularly of their outstanding debt and it is hoped that settlement will be made at an early date.

- The Company Solicitor commented that at £30 per month, the service charge is very reasonable, especially when viewed alongside comparable developments where the service charges are £1000 plus per annum.
- He also complemented the Directors and said that if a Managing Agent was brought in to run the development, then shareholders would be looking at a further cost of £2000 to £3000 per year.
- In response to a question from the floor, the Treasurer confirmed that the budget for the current year is prepared when the end of year accounts are completed. The budget is circulated with the papers for the AGM in March. The detailed break down figures of alternative costs for SS car park according to that collected in the service charge was circulated in October/November 2014.
- The Treasurer was thanked for her diligence and on going hard work.
- Proposed acceptance of the accounts: Mr Mike Walters
- Seconded: Mrs Felicity Palacio

**Vote:** Unanimous

7. **Resolution 3** – To appoint auditors, DHH Accounts & Registered Auditors.

**Vote:** Unanimous

8. **Site Report:**

The Chair reported that Nick Turner is responsible for maintaining the site in a good state of repair and thanked him for his continuing hard work.

Issues raised included:

- Latches on bin store gates (Nick to sort a solution);
- Moss in car park areas; receiving on-going treatment by Nick.
- We now have a sign: “Through to Stones Square” on the archway from Burlington Place to avoid confusion for visitors or deliveries.
- The Board has prepared an updated Welcome and Information letter to help new tenants when they move in. Landlords are asked to let the Directors know when a new tenant is moving in.
- FP informed the meeting that she provides a Do’s and Don’ts list for tenants at No. 5 BP. It would be helpful if all owners could follow this example and provide a similar list for their tenants.
- There is a continuing problem with bins and recycling boxes not being returned to their correct storage area. This is in part due to

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owners failing to inform tenants and to provide keys for designated bin storage areas. Andrew Cross pointed out that Mr Jones (via his written communication) was also supportive for the community to be socially responsible.

- DP raised the issue of 'For Sale' and 'To Let' boards, suggesting that these should not be placed either on the walls or in the gardens of properties. The Directors regularly ask agents not to attach signs to buildings and to remove redundant boards from other areas.
- June Walters spoke in favour of the need for regular redecoration of properties.
- TM advised that a gutter is leaking at the side of No 6 BP. The Directors confirmed that they would ensure this is attended to. Any such problems should be referred to the Directors at the earliest opportunity.
- Andrew Cross referred to MJs written comments in respect of the site and suggested that the word 'improvement' used by MJ should be interpreted as the need for repair and maintenance to ensure that the development remained well cared for and up to date.'
- The relevant minute of the AGM 2007 was read to remind us all how long the estate has planned to ensure consistency of care across the site.

## 9. **A.O.B.** (if not already covered during AGM):

- Those present at the meeting thanked the Directors for their hard work.
- Andrew Cross commented that the Directors continue to work hard for the benefit of all shareholders and that they carry out their work properly according to protocol and not for personal gain.
- He concluded by stating that in his opinion, the Board addresses all concerns promptly.

10. The Chair thanked everyone for attending.

**Close of Meeting:** 8.25pm.