

BRENTFORD DOCK LTD

Minutes of 575th Board Meeting

11th February 2016 @ 7.00 pm

PRESENT: Veronica Wray (Chair VW), Mike Edwards (Deputy Chair ME), Charles Kraus – Alternate for BSB (CK), Roy Swainston (RS), Leslie Ferber (LF), Paul Booth (PB), Phil Stephenson (PS), Chris Birch (CB), Caroline Turner (CT) & Charles Sturt (CS)

IN ATTENDANCE: from Michael Richards & Co, Adam Goldwater (AG) and John Antrobus (JA)

IN ATTENDANCE: Joanna Houghton (Minutes Secretary).

575/1 Apologies for Absence

Katherine Baxter, proxy given to CB, Carol Cherriman.

575/2 Minutes of Previous Meeting (574 14 January 2016)

The minutes of Meeting 574, 14 January 2016 were agreed as a true record.

575/3 To Agree Any Other Business Items

- a) New Director
- b) Group Email
- c) Central Diary
- d) Animal surveillance

575/4 To Dispose of Business if any remaining from last Meeting

None.

575/5 To receive such communications as the person presiding may wish to lay before the Board None.

575/6 To receive and consider written reports and any other reports from the Company's Managing Agents, Michael Richards & Co.

- a) MR&Co Management Report
 - a1. **Service Charge Budget 2016/17**

Service Charge Budget 2016/17 papers had been circulated with the meeting papers, prior to the meeting. The Board discussed the proposal and asked if there had been any major changes from previous years. The main change had been the change in gas fees, which had contributed to the 1% reduction in service charges. The Finance Committee recommended this proposal to the Board. It was agreed that when sending out the service charge demands to Shareholders a covering note should also be sent as explanation of any changes.

Board agreed that the Estate reserve contributions and service charges should be set as laid out in the 2016/17 Budget & Projection document. The Block reserve contribution and service charges should also be set as laid out in the same document.

RS raised a vote of thanks to MR&Co, specifically, Carol Cherriman, John Antrobus and Paul Booth for the hard work that they had put in to the Finance Committee meetings and the detailed preparation of the budgets. PB also wanted to thank CC and JA for their calm professionalism when dealing with such a complex budget.

a2. Managing Agent's Contract 2016/17

The Chair informed Directors that the Managing Agent's contract had been discussed in detail at the last Legal and Contracts Committee meeting.

MR&Co.had also distributed a summary of (their) goals and Directors were asked if they had any further suggestions/comments. PB mentioned the need for ongoing concrete repairs around the Estate. And JA commented that this type of work would be covered under minor works and was an ongoing priority. PB therefore felt that this ongoing maintenance work should be included in MR&Co's paper.

VW informed Directors that subject to any changes mentioned above, the Legal & Contracts Committee were happy to recommend the new Managing Agent's contract to the Board. CS said that he would abstain from voting as he had not attended the previous meeting and therefore did not feel informed enough to vote. Board agreed the new Managing Agent's contract commencing 1st April 2016.

a3. Fee Scheme for Sublet Properties

Directors had several queries on this proposed new scheme. For instance, they were interested to hear from the Managing Agents' about their experience on other Estates where such schemes were in place. AG commented that there were always some residents who were against such schemes, but once the rationale for such a charge was explained, the majority of residents usually understood and were compliant. PS and ME felt that the fee should be a pro rata fee for the size of the property. And JA said that although landlords were meant to inform BDL of any sublets, they seldom did, so this scheme would help identify those that sublet. CS asked what effect this income would have on the budget. JA explained that currently the bulk waste allocation in the budget was £15,000 but as demonstrated previously, the cost of bulk waste collection for 2014/15 was over £10k in excess of this.

Directors discussed this proposal in detail and agreed on a majority vote that a sublet fee of £200 per annum would be charged to owners of all properties 'let' on periodic tenancies and that this fee would be introduced with effect from April 2016.

a4 Replacement Gas Boosters

PB asked if our boiler maintenance company anticipated any other heating system items that would need replacing in the near future. JA commented that there maybe other parts that wear out over the next 5 years such as the air-handling units, but Board would be notified of any replacements needed. CB asked if these units were budgeted for in the 10-year plan, and Board was advised that they were, but the maintenance company's quote had exceeded that which MR&Co. anticipated. However, Board accepted that this was not a major work and also accepted the recommendation to replace the boiler gas boosters.

a5 Replacement of Communal Windows – fee proposal

Board discussed the fee proposal, 5% for Dunphy & Hayes and 4% to MR&Co. to project-manage the replacement of all communal windows on the Estate. AG informed that Matthew Hayes would be the project manager for Dunphy & Hayes and JA for MR&Co. CS questioned the fee for MR&Co. and AG explained that this work was outside MR&Co's Management contract and included out-of-hours work on the part of JA. The issue of fees for major works had been covered many times by previous Board and Legal & Contracts Committee meetings. RS pointed out that major works project management by an external company would cost much more, but this was always an option that was open to the Board when any major project was proposed. AG reinforced that if any director felt that MR&Co's service delivery was suffering as a result of any major works project then he should be informed immediately. Board agreed the fees for both Dunphy & Hayes and MR&Co. for this major project.

a6. Memorial Policy

The Dock's *Memorial Policy* document was very out-of-date and its wording lacked sympathy and empathy. The document will be updated and brought to the next Operations Support Committee meeting for further discussion. It was agreed that a decision could then be made out-of-committee. Directors were asked to email any proposed changes to CC before the next OSC meeting on 3/3/16. CK thanked CC for bringing this matter to Board's attention so promptly.

a7. Bulk Waste/Recycling Area Project

JA gave a brief presentation on a proposal for possibly setting-up a new bulk waste/recycling area on the Dock. The new site was identified and Board discussed this location in great detail. It was also questioned that if this area could be used, then it would be possible for some of the other recycling bins around the Estate to be moved to this area.

However, it was considered that most of the small bins would still need to remain in situ for Residents' convenience. But the Marina bulk waste area currently used could be relocated to the new site, freeing up this area for future redevelopment on the Estate. The Board asked JA/JW to contact LBH to discuss the logistics and practicalities of collecting waste from this possible new location, and also to obtain further information and prices on bulk waste containers. Directors agreed that more work needed to be done on the specifics of this proposal but thought that it was a very interesting way of solving some of the bulk waste issues. Board agreed that once a firm proposal had been put together then it could be brought back to the OSC and then to Board. CT suggested Directors should email their views to JA in time for the next OSC meeting on 3/3/16.

575/7 To receive and consider any other reports, including those from Committees.

A. Finance Committee – minutes of the 21/1/16 meeting had been circulated and the service charges budget was the only item discussed at this meeting. The minutes for the meeting held on 1/2/16 had yet to be finalised and PB would circulate a.s.a.p. He informed Board that there were currently only 10 properties with service charge arrears, with the largest arrears being dealt with by solicitors. He congratulated MR&Co. on their handling of the accounts/budgets and drew Directors' attention to the list of Finance Committee meeting dates and reiterated that all Directors are welcome to attend.

B. Decisions taken out-of-committee

(i) Our energy broker having again tested the wholesale market has recommended that we accept the lowest quote recommended at this time, and following an out of committee vote, our gas price has been fixed for the next 12 months (from April).

(ii) The decision to use Xavi & Co. (Estate Agents), as the sole agent for 1 month, for the sale of the new flat, was taken out-of-committee.

C. Update on new Flat

Xavi & Co. Estate Agents had been appointed as sole agents for one month. But VW had noticed that the price of the flat on their printed details did not match their on-line details so she had requested that they rectify this immediately. However, this appears not to have happened, so she will contact them again. There had already been 2 viewings. And Board were advised that there was a parking space adjacent the flat coming up for rental renewal, and it was suggested that the Board try to obtain this space for rental use by the purchaser of the flat. Board agreed to ask MR&Co to contact the owner and negotiate possible renting of parking space.

D. AGM

The Chair had contacted our Accountants (Glazers) with regard to their printed accounts presented at the AGM.

AG wanted to clarify that the official accounts presented to Companies House for 2014 and 2015 were correct, however, the figures on the document sent out to Shareholders for the AGM, were incorrect because two of the figures used on the previous year comparison on the final page had been transposed/transferred wrongly, although the totals were correct.

Glazers had offered profuse apologies and had also offered to reduce their fees and to pay for any costs associated with an EGM, or postal vote, to cover the two unresolved AGM resolutions. CC had considered this to be a reasonable offer, which Board accepted.

Directors discussed whether BDL should continue to employ this company. But as MR&Co had mentioned, there had not been any errors in the service charge accounts from Glazers previously, and the Estate service charge accounts were extremely complex. In MR&Co's opinion, few accountancy companies would want to take on this work and would also take some time to understand how they worked. Whereas Glazers were very efficient in understanding these accounts and had worked well in preparing them over many years. However, Directors suggested that the election process could be handled by another company, as this work was less complicated. But ME pointed out that this could not be done easily as Glazers maintained the Shareholder Register and they were also listed as BDL's Registered office.

Directors discussed holding an EGM or to use a postal voting system to re-present the 2 resolutions put on hold at the AGM. Papers would be sent out with the correct accounts and the 'wrong' figures highlighted with a detailed explanation. Directors agreed that as there were only 2 resolutions to resolve, these could be done easily by holding a postal vote. If possible, as the latter system would be the least onerous way of resolving this matter. It was agreed that VW would take legal advice to either hold an EGM or a postal vote, and the decision would be brought back to the March Board meeting.

E Election of Chair/Deputy Chair

Would be dealt with after ME and VW's block elections had been completed in early April.

575/8 Any other business as agreed at start of meeting

New Director

RS had been elected as the new Director for Section 3 (part Galba & Romulus Courts, Block 1b & 1c) from 4 February 2016 and therefore is no longer 'casual Director' for Section 4 (Romulus Court Block 1d & 1E). Congratulations were voiced by Directors.

Group Emails

CC had investigated setting-up dedicated Director emails rather than Directors using their own personal email addresses. Emails will be linked to Block domains, and would all be@brentforddock.com. They could then be archived and passed on to new Directors as they were elected, which would be a much more efficient system than that currently in place. The cost of managing this email system would be £100 per month. It was agreed to process this system as soon as possible.

Animal Surveillance Update

PB asked for an update on the matter. JA stated that the office staff had identified the animal in question, caught on camera, and it was a cat. They had spoken to its owner who was happy to have a chat with anyone who saw their cat soiling near their property, but pointed out that it is difficult for him to 'control' his cat. CB suggested perhaps a reminder in the Newsletter about animal/pet ownership on the Estate and the meeting agreed that this would be a good idea. JA/JW will include an item about keeping pets under control and/or clearing up after them, in the next Newsletter.

Central/Board Diary

The meeting discussed briefly the possibility of a central/board/directors diary, perhaps with a meeting reminder facility. It was decided to look into this and report back at later meeting.

Minute secretary & MR&Co. left the meeting 10.20pm.

Date of Next Meeting:

10 March at 7.00 pm, with BDEL Meeting @ 6.00 pm.