

MINUTES OF THE STRATONE COURT MANAGEMENT LIMITED
DIRECTORS MEETING, 5 July 2006

Agenda: It was agreed that the agenda would broadly follow that of the proposed Annual General Meeting.

(NB. Due to the AGM being improperly called the meeting was convened as a Director's Meeting; please see reasons under Matters Arising)

MEMBERS PRESENT

Nick Fisher, Director
John Morris, property owner
Gary Sumner, Director

APOLOGIES

Mr P Morris and Mrs M Morris, property owner.

MINUTES OF THE LAST ANNUAL GENERAL MEETING

These were considered to be a true reflection of the meeting, though there are some unresolved issues.

MATTERS ARISING

It was noted that the meeting, originally called as the Annual General Meeting was improperly called re the provisions of the Companies Act, 1985:

- Resolutions of the original AGM notice were incorrect – no indication of the directors who needed to be re-elected; should include this.
- Notice of AGM should have been 21 days but was 20 days.
- The Directors received no notice of the number of proxy forms returned to CPM.

As John Morris was in attendance he remained for the Directors' Meeting.

AUDITED ACCOUNTS

- It was noted that the accounts according to the lease, should be prepared for the year to 31 March not 30 June. The directors agreed to shorten the current year-end from 30 June 2006 to 31 March 2007 in order to comply with the terms of the lease.

- It was noted that the accounts should be presented within three months of the year end (Should be prepared to March 31st and presented to owners by 30th June).

ACCOUNTS DETAILS

- Insurance – good for 04/05
- Electricity – high, but Azelin Court is now on a lower tariff as per CPM.
- Decoration – fine, much work was done in 04/05.
- Audited accounts – fine, but audit of accounts is no longer required under the Companies Act.
- Bank charges and interest – why were these incurred? Action: CPM to explain how incurred.
- Sundry expenses – a breakdown of these required. Action: CPM to supply breakdown of these expenses.
- Health and Safety Inspection – This was not requested by the Directors. Action: CPM to evidence this and refund if not performed.
- Insurance valuations (£399) should not have been incurred.

DIRECTORS' REPORT

Due to the AGM being improperly called, this item was re-scheduled for the next 'bona fide' AGM; date to be arranged.

RE-APPOINTMENT OF DIRECTORS

As above

APPOINTMENT OF NEW DIRECTORS

As above

APPOINTMENT OF AUDITORS

- The Directors do not wish to have the accounts audited. They do require them to be prepared.

ANY OTHER BUSINESS

Maintenance charges 06/07

- Gardening – The amount is fair but should be offered to tender. Action: CPM to supply copy of last quote and advise of contract terms.
- Insurance Valuations – These are not required. Action: CPM to remove from maintenance charge.
- Block buildings insurance – Fine.
- Management fees – These have increased by 25%. John Morris (owner) questioned how this is justified. Action (1): CPM to explain this large percentage increase. Action (2) The Directors to look at other quotes for this service.
- Bank charges – Why/how are these incurred? Action: CPM to explain.
- Audit and accountancy costs – The figure is fine but Stratone Court Management Ltd do not require audited accounts.
- Legal costs – If these are covered by successful recovery why do these appear? Action: CPM to explain.
- Health and safety inspection – This should not be in the maintenance charges as the Directors expressly indicated that they do not want it to occur; this was minuted at the AGM in 2005. Action: CPM to remove this from the maintenance charges.
- Drain repair/cleaning – The figure of £1,200 has been arrived at because of work previously done and should not be included in the maintenance charge. Action: CPM to remove from the maintenance charge.
- Due to the short current year (9 months) the Service Charge should be set at 9/12ths that required for a full year. Action CPM to raise Service Charges in accordance with 9/12ths of the agreed annual budget.

Fencing insurance claim

This issue is unresolved. A claim was made and though the contractor has been paid the figure does not appear under 'debtors' in the accounts. Action: CPM to explain what has happened.

'Other creditors'

A sum of £200 is listed under this title. What is this? Action: CPM to explain.

Break-down of debtors

This is unclear. Action: CPM need to supply a clear list of outstanding debtors and amounts owing.

CPM's new terms

The Directors do not agree to any new terms for the present and will continue with CPM on a month-by-month basis until an AGM is correctly called and convened.

List of residents/owners and contact details

The Directors should have an accurate and up-to-date list of all owners and residents, particularly for the resolution of material problems such as leaks from one property to another that may be affecting the buildings. Action: CPM to provide the Directors with up-to-date lists

Memorandum and articles

Does the Stratone Court Management Ltd have these? Action: CPM to provide copies to the Directors.

Budget for 07/08

This needs to be set at the next AGM.

Re-scheduling of the AGM

A new AGM needs to be scheduled for a date before 22 September. Actions: CPM and the Directors to agree a convenient date. CPM to ensure a representative is present.