**VICTORY HILL MANAGEMENT COMPANY LIMITED**

**Minutes of the Board meeting held at Estate Office, Winterthur Way, Basingstoke and later at Winton House, Winton Square, Basingstoke RG21 8EN on Monday 21st January at 6:00pm.**

**In attendance:**

Mr. L. O’Sullivan – Managing Director, GH Property Management Services Ltd

Mr. C. Davison – Chairman, Victory Hill Management Company Limited (CD)

Ms. J. Pankhania – Director, Victory Hill Management Company Limited (JPa)

**Agenda**CD provided all three in attendance**.** JPk informed the meeting she had not received this. CD informed her matters were from issues raised on emails leading upto the meeting and nothing was outside these issues.

**Appointment of Directors**

CD reported that interest forms had been received from Wayne Buckley (WB), Jaz Parmar (JPm) & David Griffiths (DG), and that these persons were acceptable in terms of experience and suitability to be appointed Directors. A fourth party, Miriam Gregory, had been considered by she had now been withdrawn from the process.

CD noted that despite attempts to speak to David Griffiths (DG), and two voicemails left, he had yet to respond. A further attempt was made during this meeting at 6:25pm, with a message to contact CD being left with Mrs. Griffiths.

CD therefore proposed the 3 members to be appointed as Directors, subject to them signing the revised Directors Code, and speaking to David Griffiths (DG).

JPk accepted the appointments of Jaz Parmar (JPm) and David Griffiths (DG), but objected to the appointment of Wayne Buckley on the basis of his alleged inflammatory remarks and threatening behaviour towards her. JPk requested that CD provide details of Wayne Buckley’s remarks towards her for her consideration, and this was agreed.

CD used Chairman’s casting vote to appoint Wayne Buckley, as well as other 2 nominated parties. CD then attempted to contact WB and JPm via telephone, which JPk objected to as she did not accept their status as appointed Directors. JPk tried to physically terminate CD’s telephone call.

JPk left meeting at 6:38pm stating that she intended to speak to a solicitor. CD suggested that the meeting be relocated to Winton House for discussion of further items.

JPk returned to meeting at 6:45pm stating that she had spoken to a solicitor and that it was confirmed that the official meeting of the Board was invalid due to non-Board members being involved, and therefore was a breach of confidentiality. JPk then left the meeting again.

CD confirmed that the meeting would then be relocated to Winton House.

**Winton House (reconvened at 7pm)**

**In attendance:**

Mr. L. O’Sullivan – Managing Director, GH Property Management Services Ltd

Mr. C. Davison – Chairman, Victory Hill Management Company Limited

Mr. W. Buckley (WB) (via telephone conference call)

Ms. J. Parmar (JPm) (via telephone conference call)

The meeting was reconvened, with 2 of the new Directors being present via conference call. WB requested that CD confirm that his actions as Chairman, particularly in the appointments of the new Directors, were in fact properly done, and CD as capacity of Company Secretary confirmed that this was so. WB also sought clarification on this appointment from LJOS as our agent and this was confirmed as acceptable.

**Budget 2013**

The budget was discussed at length, and concern was given by both WB and JPm that they could not approve this budget, as they had no information to compare the figures to. It was confirmed to them that due to a dispute with the previous managing agents; Alan Foster and Associates, that the financial paperwork showing actual expenditure during the majority of 2012 was being withheld by them in lieu of disputed management fees. The budget for 2013 therefore was based on renegotiated contracts items such as cleaning, gardening and management fees, and best estimates for other items, a process started by It’s Your Place, and continued and completed by CD and GH Property Management.

This urgency and process was accepted and understood by WB and JPm, but the concern still stood. As such, for comparison purposes, and in the absence of 2012 actual expenditure, it was agreed that a comparison document be produced to take into account the 2013 figures against the 2012 budget.

NB: - An item noted for discussion for the next meeting – approach and tactics in approaching Alan Foster & Associates to resolve dispute.

**Internal redecoration project**

Vivid’s proposed Project Management costs of approximately £5,000 were unanimously approved, and LJOS confirmed it was very unlikely that a better price could be sought and were included on the budget.

The issue of redecorating smaller blocks W, X, Y & Z were discussed and it was advised that the Section 20 process be employed with a view to instructing these works. CD confirmed that the original Notice of Intention has been completed between the previous agents, and suitable quotes obtained. LJOS therefore confirmed that the process could therefore move to the next stage; the ‘Notice of Estimates’, and as such these would be sent with the service charge invoices to the appropriate properties once agreed.

**Staff**

The two caretaker staff had yet to sign their contracts, and there seemed to be some confusion between all parties, including the staff, in respect of bonuses. In addition, there did not appear to be a defined job description for each role. As such WB and JPm volunteered between them to speak with each staff member with a view to understanding their role and creating an appropriate job description for each. In addition, questions would be raised as to the reasons why the staff expected bonuses, and whether these should be performance related.

Therefore it was agreed that LJOS would introduce WB and JPm formally to the staff as new Directors, once CD had confirmed that their interests had been noted at Companies House.

**Maintenance**

It was agreed to instruct the company ‘Wet ‘n’ Forget’ to undertake their role at all blocks previously held back. There was no guarantee and the cleaning of non-algae affected surfaces are not included which leaseholders require.

**Miscellaneous**

It was suggested that the documents contained within the Estate Office by audited, and all suitable plans and other documents be scanned and held electronically for future use. Notices were missing relating to whom were as well as safety which were required.

The meeting concluded at 9:00pm