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|  | **Residential Management Company limited by guarantee with no shares**  **Co no.:**  **04659245 Registered in England and Wales Registered office:**  c/o Estate Office, Winterthur Way,Basingstoke RG21 7UB **Agent:** Lisa Cobley-Wood, GH Property Management  **t** 0845 3080 988 **e** [enquiries@gh-propertymanagement.co.uk](mailto:enquiries@gh-propertymanagement.co.uk)  **Office:** Basepoint Business Centre, 1 Winnall Valley Road, Winchester, Hampshire, SO23 OLD |

MINUTES of VHMC DIRECTORS MEETING

**Meeting Details**

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| **Date** | 25th July 2013 | **Time** | 19:05 | **Venue** | Cranleys Financial Services |

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| **In attendance** | **Apologies** |
| * Colin Davison (Chair) - CD * Jagruti Pankhania - JPk * David Griffiths - DG * Jaz Parmer – JPm * Wayne Buckley (by Conference Call) - WB * Lisa Cobley-Wood (GHPM) - LCW | * Liam O’Sullivan (GHPM) -LOS |

**Minutes of Meeting**

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| **Item** | **Description** | **Action** |
| 1  19:05 | Acceptance of Minutes   * It was noted that the minutes contained inaccuracies; * It was agreed capturing accurate minutes whilst actively participating in discussion was challenging. The board noted that the majority of errors were not material. * With the exception of Item 6, it was agreed the minutes were an accurate reflection of the meeting. * It was agreed JPk would update minutes to accurately reflect discussion and rationale for item 6.   Post meeting notes: minutes to date - over the last 6 months have contained inaccuracies which when reported have not been corrected. For the last set of minutes this referred to item 6 - accounts and the facts of the matter are:  -It had emerged that the accountants were unaware of a hard deadline of June 30 2013 to produce our accounts as a result there is disagreement between agent and accountant in what information the accountant was provided by the agent. The agent maintained they informed the accountant of June 30th as a hard deadline, the accountant maintained they were told June 30th as a soft deadline 'but that sometime in July would be ok' by the agent, hence the accountant not starting work on the accounts.  This issue came to light as a result of JP contacting the accountants to request information for solicitors. CD subsequently contacted the accountant - who then reported they did not have all required information from the agents (not info that lies with AFA). (Emails available).  It was decided that CD would contact the accountant to ascertain producing accountants for June 24th 2013. | * JPk to provide additional commentary associated with Item 6. |
| 2  19:28 | Finance report   * Unknown payment made to VHMC. LCW queried if board members were aware of any deposit made on this date. Board members confirmed they had no knowledge of this transaction. * It was noted that 2012 accruals were not being correctly accounted in 2013 accounts. It was requested that a balance sheet summary be produced showing variance on prior year accounts as accruals are adjusted. * It was requested that   + The pagination of the finance report be adjusted to fit onto a single page;   + A management summary of income adjustments and debtors be provided to support document review;   + Executive summary highlighting VHMC cash flow, low light/high lights, issues/concerns, variance versus forecast budget etc.   + Issues & actions report | * LCW to review structure and format of board report with LOS. * LOS to revise board report to show additional executive summary. |
| 3  19:32 | Request for Meeting with GHPM   * The board proposed 6pm on Thurs 1st August 2013 * The board anticipates a 1hr meeting followed by self funded drinks/dinner at a local pub/bar. | * LCW to confirm LOS availability. |
| 4  19:35 | Request for notice of transfer to be counter signed   * Relates to 275 Winterthur Way * The board noted it was aware of the transfer and confident that due process has been followed by solicitors engaged in the transfer. | * Information only - no action required. |
| 5a  19:38 | Internal Redecoration Project   * The agent originally stated that Vivid was claiming payment for re-tendering of redecoration of the smaller blocks but that in fact Vivid was claiming for supervision of redecoration of the smaller blocks. * The board noted that the original agreement with VIVID was for the supervision of both large and small block redecorating. It was noted that if documented evidence existed confirming this was the agreement then no further payment would be made. * It was confirmed that e-mail dated 20th December 2012 from VIVID confirms all blocks were included in original quote. * It was agreed to validate original agreement against invoiced payments to confirm no further payment is due. * A report was requested from the agent regarding how AD Construction were paid in full without authorisation - item from May's meeting. It was noted that Vivid provided a statement by email that no authorisation had been provided by Vivid for this payment - which had been requested to be forwarded to all board members by the agent which had not been done. * The agent stated they paid an invoice sent directly by AD construction to the agent and apologised for their processing error. | * JPk to forward original agreement (confirmation e-mail) to LCW. * LCW to validate amount paid matches amount due to confirm no remaining payment due. |
| 5b  19:45 | Planned Maintenance Schedule   * It was agreed that the board would focus on the implications of the PMS following the AGM. * LCW noted that VIVID had recommended 2013 and 2014 maintenance excluding external clean should be managed as a single initiative in 2014. * The board agreed to review 2014 maintenance needs post AGM. * The board reconfirmed their intention to complete external maintenance in 2013; LCW confirmed quotes would be made available at the next board meeting subject to specification being completed this week. * It was agreed to pay outstanding amount due for PMS production (£750). | * LCW to arrange payment to VIVD for outstanding £750. |
| 5c  20:00 | External clean specification  • LCW gave the board an update the specification has been delayed and Vivid have guaranteed 25.07.13 | * LCW progress external clean specification and quote |
| 6  20:05 | Lighting Replacement Programme   * Board discussed alternative options for scheduling / sequencing replacement of light fittings with new LED/sensor based units. * Board considered one off replacement; planned replacement over a 3 year period and a rolling replacement programme (defective units only) * It was agreed to replace only defective lighting on a rolling basis (six month intervals). * It was agreed to obtain three quotes for replacing a variable number of units (e.g.: 10, 25, 40, 50); it was agreed to request quotes on a fitting only and supply and fit basis. * It was also agreed to obtain quotes for purchasing units at trade price from suppliers direct. | * LCW to progress quotes as directed (variable quantity for fit only, supply and fit and supply only). |
| 7  20:32 | Block D Balcony   * LCW confirmed 2 of 7 suppliers approached had responded with quotes for the work. * DG noted that quotes were provided on a “best guess” basis; roofers had been unable to lift paving slabs to identify root cause of issues. * It was noted that conducting repairs to the balcony could negate any warranty still provided by the original builders, Fairview. It was also noted that given the issue relates to construction, NHBC guarantee may also apply. * It was agreed to exhaust discussion with Fairvew/NHBC prior to progressing repairs independently. In the event no guarantee is in place, it was agreed to progress with more extensive investigations to understand cause prior to repair. | * LCW to contact Fairview homes to understand potential liability under construction guarantee. NHBC |
| 8  20:45 | Branding, Marketing & Estate Signage initiative.   * LCW provided an update on quotes received wrt signage. The quotes were based on: * For small blocks * For large blocks: * Entry sign indicating flat numbers within block * Floor sign to indicate location and direction of each flat number * Signs on each stairwell to indicate floor number * The board agreed to create a working group to review need, approach, structure and content of branding, marketing material (including website) & estate signage. * It was agreed the working group would consist of CD, JPk, JPm and WB. | * CD to schedule conference call to agree scope of work to be considered as part of initiative. |
| 9  21:05 | 482 – dispute resolution on deficit payment   * The board agreed to offer a goodwill gesture of £6.79 | * LOS to apply credit to account. |
| 10  21:07 | Accounts surplus & deficit   * It was agreed notification of surplus/deficit would be included in the AGM mail shot. | * LCW to issue as part of AGM pack. |
| 11  21:14 | AGM / Management Meeting   * The board agreed that the AGM would be held at the Red Lion hotel at 6:30pm (AGM) on 19th Sept 2013 with GHP joining from 7:30pm (for Management Meeting). * Agenda to be confirmed. | * For information only - no action required. |
| 12  21:26 | Next meeting   * 15th August 2013 at 6:00pm at Cranleys. | * For information only - no action required. |
| 13  21:24 | AOB – Staff Job Descriptions   * It was agreed job descriptions of staff members needed to be reviewed and updated as soon as possible. | * All to pass comments on outstanding Job Descriptions to WB. * WB to consolidate and circulate revised version for review ahead of next months meeting. |
| 14  21:30 | AOB – Erroneous Payments   * The board queried how investigations into erroneous payments were progressing. * LCW explained background given rise to the issue and apologised for the processing error. | * For information only – no action required. |
| 15  21:35 | AOB – Maintenance   * The board agreed to incorporate light maintenance/internal redecoration duties in respect of the Estate Staff role going forward in order to mitigate deteriorating in internal décor following the redecoration project. | * For information only – no action required. |
| Pre-Agent Meeting | Agent relevant information/action from Board Only Meeting July 25 2013   * It was agreed to pay counsel's fees of £1500 * It was agreed to pay £5000 on account to the solicitors | * JPk to send invoices to be sent to agents to action this week |

**Action Log – JULY 2013**

| **Ref** | **Description** | **Owner** | **Due Date** | **Status** |
| --- | --- | --- | --- | --- |
| **13072501** | * JPk to provide additional commentary associated with Item 6. | JPk | Tbc | Open |
| **13072502** | * LCW to review structure and format of board report with LOS | LOS | Tbc | Open |
| **13072503** | * LCW to revise board report to show additional executive summary. | LOS | Tbc | Open |
| **13072504** | * LCW to confirm LOS availability. | LCW | Tbc | Open |
| **13072505** | * JPk to forward original agreement (confirmation e-mail) to LCW. | JPk | Tbc | Open |
| **13072506** | * LCW to validate amount paid matches amount due to confirm no remaining payment due. | LCW | Tbc | Open |
| **13072507** | * LCW progress external clean specification and quote | LCW | Tbc | Open |
| **13072508** | * LCW to arrange payment to VIVD for outstanding £750. | LCW | Tbc | Open |
| **13072509** | * LCW to progress quotes as directed (variable quantity for fit only, supply and fit and supply only). | LCW | Tbc | Open |
| **13072510** | * LCW to contact Fairview homes to understand potential liability under construction guarantee. NHBC | LCW | Tbc | Open |
| **13072511** | * CD to schedule conference call to agree scope of work to be considered as part of initiative. | CD | Tbc | Open |
| **13072512** | * LOS to apply credit to account. | LCW | Tbc | Open |
| **13072513** | * LCW to issue as part of AGM pack. | LCW | Tbc | Open |
| **13072514** | * All to pass comments on outstanding JDs to WB. | All | Tbc | Open |
| **13072515** | * WB to consolidate and circulate revised version for review ahead of next month’s meeting. | WB | Tbc | Open |

End