

BEBINGTON HALL PARK LIMITED (BHP)  
ANNUAL GENERAL MEETING (AGM)  
6<sup>th</sup> OCTOBER 2022 at 6.00 pm

**ATTENDEES [12% of Properties]: Names & Property Owned**

Jeremy Williams & Kay Williams – 22 & 32 Kingsway

Paul & Jacqueline Seattle – 30 Kingsway

Peter Evans – 9 Kingsway

Natasha Roberts – 17 Kingsway

Gail Cross & Ian Cross 34 Kingsway

Martin Warbrick – 24 Mount Way

In Attendance: Ryan Evans (Smith & Sons) Nicki Rowe (Note taker)

Beryl Lungley – 18 Kings Close

Theresa Kelly – 10 Kings Close

Maria Rennie & Peter Grannon – 16 Kings Close

Peter Mangan – 6 Kingsway

Mr J J Campbell 13 Mountway

**Opening Remarks**

- Ryan Evans, of Smith & Sons thanked everyone for attending. He advised that Smith & Sons had received resignations from all three previous Council of Management Members, these being: Ruth Batchelor, Michael Evans and Steve Fitzgerald prior to the meeting. No reason was provided for their resignations, he had not received an Annual Report from the Council of Management on the activities in the closing financial year to 31st March 2022. Neither had he received a Report on what activities they had authorised in respect of BHP, for the current financial year.
- Jeremy Williams – advised that as Ryan, of Smith & Sons was not a member he could not Chair the meeting. In order to commence the AGM, the first thing that needed to be done was to elect a Chairperson from the BHP Members present. Ryan said he wasn't aware of that- documentation was provided.
- Jeremy Williams – read out Clause 17 of BHP Articles of Association (which governs BHP and which relates to chairing of meetings and members) to the effect that a new Chair needed to be elected from the members present.

**Decision:** A vote was proposed that, Jeremy Williams Chair the AGM. All members present supported the proposal. No objections were raised. Jeremy Williams moved to the top table with Ryan Evans and suggested we go through the Agenda items as per the original Notice.

**Election of New Council of Management**

- Ryan Evans, Smith & Sons - had received the following nominations on behalf of the company.  
Peter Evans (house-owner of 9 Kingsway) –Ryan stated his nomination was approved by the outgoing Council members.
  - Decision to Approve Peter Evans: agreed with a unanimous show of hands.
  - Jeremy Williams (house-owner of No's 22 and 32 Kingsway – explained he is a Landlord, not a resident). He has been concerned for a number of years about the detailed financial affairs of BHP and how the funds are being spent. He had raised questions with the former Council of Management but hasn't had satisfactory answers. He clarified he had no evidence of any misappropriation of funds by the immediately previous council members.
  - Jacqueline Seattle (house-owner of No 30 Kingsway)
  - Gail Cross (house-owner of No 34 Kingsway – and, has previously sat on and Chaired the Council of Management).

- Jeremy Williams – advised we are in the unfortunate position of only one group of residents (houses) being represented. He asked if there was anyone from the flats who wanted to join the Council of Management to ensure a more balanced representation – there was no-one forthcoming.
- Jeremy Williams – suggested a show of hands (to approve or not) the nominations.
  - Decision to Approve Jeremy Williams: agreed with a unanimous show of hands.
  - Decision to Approve Jacqueline Seale: agreed with a unanimous show of hands.
  - Decision to Approve Gail Cross: agreed with a unanimous show of hands.
 Jeremy Williams – welcomed Jacqueline and Gail to the Council of Management, along with himself.
- Jacqueline Seale –Jacqueline also advised that those of us newly elected to the Council of Management (speaking for herself, Gail & Jeremy), whilst wanting a fairer representation, also have a wider interest in the BHP community, i.e. for all owners across the Estate (houses and flats) and also for residents.

**Previous Minutes (2021 AGM)** Jeremy Williams – asked members if anyone had any comments?

*Holding of AGMs* - Jeremy Williams –The Articles state AGM should be held within four-months of the financial year-end i.e. by 31<sup>st</sup> July annually.

*AGM Minutes* - Jacqueline Seale – expressed concern that the minutes of last year's AGM had taken 11-months to issue (and prior to that, the AGM Minutes held in July 2019 weren't issued until September 2021– some, 26 months later). It would be useful for minutes to be sent out to members in a timely manner. Eleven (+) months to issue minutes is not ideal. All present agreed this needed to be more timely.

### **Adoption of Accounts, for the financial year-ending 31<sup>st</sup> March 2022**

- Jeremy Williams – As they do not comply with the provisions of the Leases and Conveyances he is not in favour of the presented service charge accounts being approved for the Estate and the Flats, (the flat accounts actually hadn't been issued to all members).
- Jeremy Williams –the Corporate Accounts lack transparency. Bebington Hall Park Ltd. is a Company of which everyone (all property owners of BHP) are members. There is a reasonable amount of money in assets, particularly the value of 24 Kings Close which we all own, but he said this value is not shown in the accounts as an item. The cash position is difficult to identify only showing money held in Smith & Sons amongst £12,772 "Debtors".
- Jeremy Williams – he would like the company accounts to show assets and service charge accounts to identify major movements throughout the year. E.g. the Estate Service Charge spend of £19,000 for major repairs. What was this for? There is no detail in the accounts.
- Ryan Evans – is unable to shed any light on the £19,000 as he doesn't have an audit trail with him.
- Jeremy Williams – there is a water charge for the Estate of £138 but the charge for the flats is £32 which proportions are reversed from previous years despite Estate not consuming any water. There is a similar entries for Electricity. He pointed out there is a long-standing issue about the apportionment of the management fees.
- Jacqueline Seale – as she sees it, transparency of the accounts is what is needed. As an example, if there were notes about the £19K spend this would be more transparent and there would less likely be the need for questions.
- Jeremy Williams - asked those present whether we can agree the company accounts without agreeing the Flats or the Estate accounts until everyone has had a chance to look at them.

- Gail Cross – she proposed that the BHP Company accounts **be approved**. Seconded by Paul Seattle.
  - Jeremy Williams – asked for a show of hands. Carried on a show of hands in excess of 9 - agreed to seek to include value for 24 Kings Close.
- Kay Williams – proposed we **do not approve** the Flats/Estate. Seconded by Paul Seattle.
  - Jeremy Williams – asked for a show of hands. Carried on a show of 6 hands. The Flats/Estate service charge accounts were not approved at this meeting.
- Jeremy Williams – asked if anyone wanted to approve the minutes of last year's AGM, at this meeting? There were no votes for this.
- Paul Seattle – asked what the next steps were in respect of approving the service charge accounts – would we call another meeting?
  - Jeremy Williams – advised bi annually (in May and November) a schedule should be prepared of what has been spent in the previous 6 months together with an estimate of likely spend for the following 6 months. After each period, the schedule should be prepared with correct figures to show what has actually been spent by comparison to the budget. He advised we have got time to put this in place effective from November (possibly not meeting the 1<sup>st</sup> November, deadline).
  - The new Council of Management will act swiftly to resolve this matter.
  - **This concluded the AGM and the meeting continued to consider any other business**
- Jeremy Williams – asked Ryan whether there is a report of spend and works carried out on the Estate and Flats over the 12-months to 31<sup>st</sup> March 2022? And, similarly, is there a report on spend and works to be carried out in the last 6-months (April – September 2022)?- Ryan Evans - he doesn't have any physical Reports from the outgoing Council of Management but did advise that Smith & Sons can provide some of this information.
- Jacqueline Seattle – asked if the outgoing Council of Management had produced anything for this meeting, to shed any light and appraise BHP Members on what spend and activities they'd authorised to date? Ryan Evans – nothing had been provided to him ahead of the meeting.

Martin Warbrick – enquired of Ryan Evans whether he could shed any light on why all of the Council of Management had resigned? Ryan Evans – said he doesn't feel it is his place to say. Jeremy Williams – questioned whether his unresolved queries regarding the various things in the accounts were a factor? Ryan Evans – unable to comment.

- Jeremy Williams – asked what the current projects are for the Estate and Flats. Ryan Evans – advising the following:
  - Flagging – continuing
  - Tree Surgeon – ongoing tree maintenance
  - Trees A discussion ensued about the trees. Ryan advised that some trees have and will continue to be removed as they are unsafe and/or overhanging. There has already been lots of work done across the Estate, at a cost of circa £7,000.
- Natasha Roberts – 17 Kingsway has damaging overhanging trees which have got worse. That, she had raised this same issue at last year's AGM yet, nothing has been done to resolve it. **Ryan Evans** – confirmed that in all honesty, the tree work was put to one side after the AGM last year as the concerns were focussed on getting the worst areas of the pathways done on the Estate. **Jacqueline Seattle** – remarked that this is where communication to BHP Members is required. Expressed concern, that Natasha had come to the meeting, a year after raising an important issue, to find out what the position is. **Ryan Evans** – it is likely to be around

December 2022/January 2023 – unfortunately the tree surgeons are really busy. He will however get in touch and see if they can deal with this earlier.

### Repairs / Maintenance to the Flats

- **Ryan Evans** – confirmed there are no planned works for the Flats and all decoration planned has been done.
- **Jeremy Williams** – enquired what happened about the Stairwells of the Flats – he recalls people being unhappy with the re-surfacing – has that been done? **Ryan Evans** - confirmed this was the work being done by Balfour Beatty and that work has finished. **Gail Cross** recalled that she had lots of battles and ended up sitting on the doorstep (of Balfour Beatty) to get some progress. This was around the time that she had to resign as Chair, for personal reasons - she doesn't know what happened after that.
- **Grey Bins** There was a discussion about a recent accident with a car which backed up and crashed through one of the grey recycling bins and into a wall. The old bin has been taken away but hasn't been replaced. There are now, only two grey bins and a third is need. The address is 10-18 Mountway. **Ryan Evans** – said, he didn't know about the bin being damaged, only the wall. He will contact the insurers and get the replacement bin cost added to the claim.
- **Cavity Wall Insulation Martin Warbrick** – enquired whether there is any news about cavity wall insulation for the flats. **Ryan Evans** advised that it is part of the external envelope of the flats and there is no availability to tenants to make any changes regarding this. **Jeremy Williams** – advised he felt this was important - he will look into this.
- **Pest Control Jacqueline Seattle** – advised she has recently seen rats by the houses and wished to report this.  
**Ryan Evans** – confirmed that if rats are spotted the Estate would pay for pest control. He advised that rats were spotted previously in the bin stores. The traps were laid and seemed to have resolved the issue. **Jacqueline Seattle** - asked if this sort of thing would usually be reported to the Council of Management? **Ryan Evans** - he wouldn't normally notify the Council of Management, he would just do it. He can notify them if they want it.
- **Smith & Sons Level of spend without authority Jeremy Williams** – asked if Smith & Sons have had a level of spend where they can deal with things without the authority of the Council of Management. **Ryan Evans** – no but the practice is that he would always obtain authority for large expenditure, but small spend such as pest control would automatically be done. **Jeremy Williams** – advised that **all** spend should be authorised but added that it is sensible for a monetary cap to be placed on spend by Smith & Sons. The new Council of Management will review and agree an amount.
- **Road between Car Park & Estate Maria Rennie** – advised she has concerns about Kingsway between the car park and the estate. She has seen people step out of the gates into the road risking being run over by cars. The speed of cars is not slow and it may be an accident waiting to happen. Is there any opportunity for some signage encouraging people to look before stepping into the road? **Ryan Evans** – asked if someone can show him where it is exactly. The Council of Management will decide what, if anything can be done.
- **Next Meeting** Jeremy Williams – thanked everyone for coming. He confirmed the Council of Management would be responsible for ensuring the action points are dealt with in the minutes from the meetings. Next year's AGM – it is likely to be around the end of June/early July 2023.

Meeting Closed – 7.00 pm