

WATERWAYS MANAGEMENT COMPANY
MANAGEMENT COMMITTEE MEETING NO.20
8.00 PM ON WEDNESDAY 8TH JULY 2009

MINUTES

Present: Miles Thompson (Chairman), Diane Crocombe, Peter Higgins,
Stephen Matthews, Nick Robinson, Paula Reynolds, Raquel Stremme.

In attendance: Chris Attwater, Peverel OM Ltd

Minutes: Emma Thompson

i. Constitutional Matters

i.1 It was brought to the Committee's attention that under the constitution there was a requirement for seven directors to be in attendance for the meeting to be quorate. However, this had not been submitted to an AGM for ratification nor notified to Companies House, which meant the original criteria set out in the Memoranda and Articles of Association still applied. This is for a third of the Committee to be present, subject to a minimum of three.

1.2 At the beginning of the meeting there were only six members present. It was agreed the meeting could continue but that any decisions should be circulated to those directors who were absent, to secure their views on the resolutions made.

1. Apologies

1.1 Louise Robertson, Nick Sampson, Margaret Bird and Richard Dorey (WRA Chair).

2. Private Business

2.1 None.

3. Approval of minutes from meeting 19 (13/05/09)

3.1 The minutes of the meeting were approved.

3A New member

3A.1 Raquel Stremme's statement for membership was received by the committee.

3A.2 RESOLVED

Raquel Stremme is co-opted on to the committee, until the next AGM.

4 Matters arising

4.1 Mtg 18 Item 3.1.3 – the Chair had circulated a table confirming the areas of responsibility for respective members. – *closed*.

4.2 Mtg 18, item 8.1 – Quorum required for General Meetings. Chair to draft motion for consideration at next AGM – *open*.

4.3 Mtg 18, item 19.1 – Chair has yet to establish communication with the Chair of the Woodstock Lodge Residents' Association – *open*.

5 Conveyance Matters

5.1 (a) No 62 Frenchay Road - parking

5.1.1 The Managing Agent reported on a discrepancy in the arrangements between Berkeley Homes and the purchaser of 62 Frenchay Road (who claims to have purchased the right to exclusive use of the two parking spaces directly outside their property).

The Land Registry plans for 62 Frenchay Road show only one allocated parking space with the other space shown as a visitor space. Coincidentally, the plan shows there is another single visitor space by the refuse store, in between number 62 and block 44-60.

The Land Registry plans for 44 and 46 Frenchay Road, which were lodged after number 62's plan, show that number 62 has the right to exclusive use of the two parking spaces to the front of their property and the visitor space has been moved next to the existing visitor spaces. It is therefore believed that this is a simple conveyance mistake.

The Managing Agent had sought advice from the Leasehold Advisory Service (LAS), to ascertain whether the WMC had authority to agree to a revision to the deed to 62 Frenchay Road to formalise their ownership of the second space.

Also, Peverel OM advised the WMC that they were satisfied that the owners in the adjacent apartment block (44-60) would not be left with less parking than had been indicated at the time the leasehold agreements were completed. If the advice from the LAS was not considered to be sufficient then a legal opinion could be sought from solicitors.

5.1.2 It was noted that Berkeley Homes had physically provided an additional visitor parking space in the communal parking area, to off-set the re-allocation of the visitor parking space in front of 62 Frenchay Road.

5.1.3 If 62 Frenchay Road was granted the extra space, the owner would become liable to make a commensurate contribution to the WMC, through their service charge, toward the upkeep of the space. This would have effect from the beginning of the current financial period.

5.1.4 The WMC could seek to recover the costs for this legal requirement from Berkeley Homes because it was a result of poor conveyance practices.

5.1.5 **RESOLVED**

- a) The transfer of the parking space may proceed as there has been no net loss of parking capacity to the adjacent apartment block leaseholders, subject to confirmation from either the Leasehold Advisory Service or solicitors that the WMC has the authority to do so.
- b) Also confirmation required from Berkeley Homes of authenticity of original intention for the granting of the exclusive use of the additional parking space to number 62 and the creation of alternative visitors parking space next to existing space.
- c) To seek to recover the costs of this action from Berkeley Homes.

5.2 (b) OCHA and Commercial Unit charges

5.2.1 It was reported that both OCHA and the commercial unit had a legal obligation to pay for the general upkeep of the estate. It was proposed that a charge per parking space should be levied per annum and a request submitted to contribute

to the upkeep of the access way that served the OCHA property.

5.2.2 For the commercial unit it was proposed that charges should be levied which would be the equivalent of eight dwellings and their associated parking spaces, and the relevant proportionate charge towards the upkeep of the development.

5.2.3 **RESOLVED**

- a) Peverel to write to both OCHA and the owners of the commercial unit giving notice that the WMC will commence charging them for the contributions they should be making for the upkeep of the estate and that billing for these responsibilities will commence within the next twenty one days.
- b) To seek to recover the costs of this action from Berkeley Homes.

5.3 (c) Charges for additional allocated parking spaces in Lark Hill

5.3.1 It was noted that a number of residents in freehold properties had been allocated two parking spaces by Berkeley Homes but they had only been paying for the upkeep of one because Peverel had not been notified by Berkeley Homes of the second space.

5.3.2 **RESOLVED**

- a) It was proposed that from May 2009 the service charge for these properties would be adjusted to take account of the second space and the members be notified that they would be charged accordingly.
- b) To seek to recover the costs of this action from Berkeley Homes

6 Objectives for 2009

6.1 There was a brief discussion on how best to take forward the prioritising of the Objectives.

6.2 **RESOLVED**

- a) Chair to report back to director who suggested priorities be identified.
- b) All members of the committee to consider for next year how they would wish to see objectives prioritised

7 Constitution of committee

Background

7.1 Under the Memoranda and Articles of Association of the Company (M&A) the quorum necessary for the transaction of business of the Committee may be fixed by the Committee and, unless so fixed, shall be one third of the membership of the Committee subject to a minimum of three (Article 16.4).

7.2 The current Constitution of the Committee (adopted by the Committee 22 January 2007) set the quorum for the Management Committee at seven. However, this was never 'fixed' by way of formal notice to Companies House, to amend the M&A.

7.3 Recently the membership of the Committee has been nine. At the May meeting of the Management Committee there were not seven members present; but there were more than three and indeed more than one third of the membership of the committee. Nevertheless, this highlighted the potential difficulties raised by the Constitution and the M&A not being consistent. It also highlighted the potential difficulties raised by the approach in the Constitution, now the size of the Committee has reduced; it was fourteen when the Committee last considered the issue, compared to nine.

Debate

- 7.4 The Committee were asked to debate and determine how best to proceed. The Committee recognised the importance of their role in representing the interests of all members of the Company and therefore of the importance of as many of the Committee's members attending as many of the meetings as possible. Nonetheless, there are occasions when other commitments mean that a member misses a meeting. A balance needed to be struck between on the one hand encouraging maximum attendance and therefore representation and on the other ensuring the quorum is set at a practical level for the size of the Committee, to ensure business can be conducted with proper authority. There was some discussion about whether to reset the quorum to the M&A level of one third of the membership of the Committee, or to forty percent or to fifty percent of the membership of the committee; in all cases, subject to a minimum of three.

7.5 **RESOLVED**

- a) To delete clause 7 of the Constitution
- b) To propose at the next Annual General Meeting to amend Article 16.4 of the Memorandum and Articles of Association of the Company to state that the quorum necessary for the transaction of business of the committee shall be fixed at one half of the membership of the Committee subject to a minimum of three.
- c) For future Management Committee meetings up to the next AGM the quorum required shall be one half of the membership of the Committee subject to a minimum of three.

8 Notifications of applications made to the local planning authority

Background

- 8.1 The Management Company is not automatically notified of, for example, applications for planning permission. To ensure the Company is made aware of applications on or adjoining the Waterways it is necessary to register with the local planning authority (the City Council) as an interested party. The City Council would need details of

- a contact and address, to which the City would send details,
- what type of applications the Company would be interested in, and
- the extent of the area the Company is interested in

- 8.2 Typically, interested parties have 21 days in which to respond to a notification. Therefore, if the Company wishes to receive notifications then it will require a member of the Management Committee to take the lead in receiving, assessing, liaising with other members and responding. It is unlikely time will permit for the Management Committee to deliberate on such matters; other than perhaps in exceptional circumstances

- 8.3 The Committee was therefore asked to determine
- a) whether it wishes to be notified of applications to the local planning authority, and if so then
 - b) who is to be the contact for the City Council
 - c) what type of applications the Company would be interested in
 - d) the extent of the area the Company is interested in

- 8.4 It was noted that the Management Company was not being notified of applications for planning permission. The importance of this was raised when an

application was made to build a house on the plot adjacent to the lake and when permission was sought to extend the duration of the advertising hoarding on Elizabeth Jennings Way, and the WMC was not notified directly of either. It was also relevant because of the requirement for all members of the company to inform the Company, via the Managing Agents, of works to property on the Waterways.

8.5

RESOLVED

- a) That the WMC should register to be notified of applications to the local planning authority
- b) Notifications should be sent to the Managing Agent who will decide whether to comment or not having regard to the terms of their existing procedure for handling requests from members to undertake work to property on the Waterways, and for proposals judged by the Managing Agent to be contentious or which fall outside the scope of the existing procedure, then to liaise with the Chair or in their absence with the Complaints Portfolio holder (who is also to be copied in on liaison between the Managing Agent and the Chair)
- c) The Chair to determine what types of application the Company would be interested in [post meeting note: all types]
- d) the extent of the area the Company is interested in shall be the Waterways and immediately adjacent land [post meeting note: the Trap Grounds, Bainton Road west and north, Woodstock Road west from the junction with Bainton Road north to Keble College grounds and St Edwards sports grounds, the canal and the railway line].

9 Report from Parking and Traffic Subcommittee

9.1 Mtg 19 Item 6.2 – the minutes of the meeting had been circulated to the County Highway on 12 May 2009 – *closed*.

9.2 Mtg 19 Item 6.3.2 – GSC/Peverel to update complainant at Lark Hill – *open*.

9.3 The committee were reminded they could raise any matters relating to parking issues with the director for Parking and Traffic.

10 Good Neighbours Guide

10.1 No update at this time.

11 WRA Matters

11.1 Mtg 18 Item 16.1 – it was reported that the minutes from the meeting had been uploaded to the waterways website – *closed*.

11.2 Mtg 18 Item 16.3 - whilst the Chair had not yet contacted the Oxford city canal group he was aware that the WRA was running an activity alongside an event planned by the group – *closed*.

12 Treasurer's Subcommittee

12.1 Mtg 19 Item 9.1 – it was confirmed that payment of the first two instalments had now been made to the WRA – *closed*.

12.2 ACTION

Subcommittee, with Managing Agent, to provide Chair with programme for work involved in production and approval of accounts, to meet Objective of holding AGM during the last week of November 2009.

13 Apartment Block SubCommittee

- 13.1.1 Mtg 19 item 10.1.1.a – leaking overflow pipes on 115-141 Frenchay Road had been resolved and the situation was being monitored – *closed*.
- 13.1.2 Mtg 19, item 10.1.1.b – the author of the boiler maintenance article agreed to forward the Waterways World article to Peverel for circulation – *open*.
- 13.2.1 Appointment of cleaning contract.
It was reported that the ABSC had renewed the cleaning contract with the current provider. Within two weeks the lowest bidder had provided two good references for sites comparable with the Waterway, for existing contracts of at least three years. An unannounced visit to one of these to inspect the standard of cleaning had not been possible because access had been denied by a competing managing agent responsible for the block. Satisfactory information had been received from the lowest bidder. However, the current contractor had subsequently matched the lowest bid. The ABSC had determined that in light of that and the satisfactory level of service being received from the current contractor, that to move to a new contractor would be a risk.
- 13.2.2 **RESOLVED**
a) To note that significant savings had been achieved by undertaking the tender process and
b) To endorse the decision taken by the ABSC.
- 13.3.1 **Residents tendering for work**
The committee considered a request which had been deferred from the previous meeting by a resident who wished to tender for work within the development.
- 13.3.2 **RESOLVED**
A member of the WMC and/or a resident of the Waterways is not prohibited from tendering for contracts for work with the WMC subject to
(a) That they declare that they are a member of the WMC and/or resident of the Waterways and that
(b) If any director who might be involved in the relevant appointment knows the member/resident that they must declare that and abstain from any participation in the appointment process for that contract.

14 Garden SubCommittee

- 14.1 Mtg 19 Item 11.1.2 – it was reported that Cluttons had initiated a tender process to ensure the landscaping around the commercial block was maintained – *closed*.
- 14.2 Angling club
No further contact had been received by the Chair. In the meantime it was noted that angling was taking place around the lake and complaints had been received from residents.
- 14.3.1 Landscape contract.
It was noted that the landscapers having won the contract were now seeking an increase mid-year (they are entitled to seek an increase at the year end; April). Their request had been rejected. All, but especially the GSC, were asked to keep an eye on the quality of the landscaping until April 2010, when the contract value was subject to review. The Managing Agent advised the Committee that if the gardening company asked for a substantial increase next April then the contract would automatically need to go out to tender.

- 14.3.2 **RESOLVED**
Garden SubCommittee to monitor the quality of the landscape gardening.
- 15 OCHA Matters**
- 15.1 Mtg 19, Item 13.2 – no progress to report regarding the signs limiting access to the canal-side amenity area.
- 16 Complaints Portfolio**
- 16.1 Nothing to update on last report.
- 17 Community Room SubCommittee**
- 17.1 It was noted that recent attempts to re-open discussions with the landlord had not yet been successful.
- 18 Health and Safety**
- 18.1.1 The Managing Agent reported that the Prokill progress report, which included a full plan of the baiting stations which were being monitored monthly, had been received. It highlighted problem areas, where holes had been filled to minimise infestation and included an estimate of the rat population across the development. It was recognised that this cost would have to be included in the accounts annually as the problem would not go away. Queries from residents about the bait traps and the rodent problems were now being handled by the Managing Agent and this approach was noted by the Committee.
- 18.1.2 **RESOLVED**
GSC to include an article in a forthcoming edition of Waterways World to seek resident action to reduce the potential for problems with rats (proper management of domestic waste). GSC to consider when best to do this.
- 18.2.1 Means of fire escape
Following the recent devastating impact of a fire in a London block of flats, the Managing Agent reiterated the importance of keeping communal areas clear of obstructions.
- 18.2.2 **RESOLVED**
To continue to support the Managing Agent in enforcing the removal of obstructions in communal areas.
- 19 Any other business**
- 19.1 Consideration was given to how the Committee could encourage other residents to become members of the WMC. It was noted the Managing Agent reported that it was already asking those residents who made complaints whether they would like to participate.
- 19.2.1 A request was made as to whether it would be possible for the Management Committee meetings to begin earlier, at 7.30 pm.
- 19.2.2 **RESOLVED**
Chair to canvas opinion by round-robin email.
- 20 Date of next meeting**
- 20.1 9 September 2009.