

Netherne Management Limited

Company Number: 04026814

Registered Office: One Jubilee Street, Brighton, BN1 1GE

Minutes of the Annual General Meeting held on Wednesday 29th April 2020,
commencing at 7.30pm. A virtual meeting via Zoom.

1. Attendees

NML Directors (the Board): Steven Buczek (**SB**) Alex Rodell (**AR**) Rajen Shah (**RS**), Lee Ronan (**LR**) and Lee Sheldon (**LS**).

Secretary: Joanna Robins

Members: Mr A Baderin, Mr N Conacher, Mr J Court, Mr A Davies, Mr A Edwards, Mr C Ellis, Mr M Finn, Mr K Foreman, Mrs A Gabriah, Mr M Hetherington, Mrs A Hills, Mr S Howe, Mr R Jackson, Mrs W Jarman, Mr A Kaul, Mr S Knox, Mr H Kriess, Mrs L Kriess, Mr O Connick, Mr R Ponsford, Mrs A Rayner, Mr S Rayner, Mrs G Rekasi, Mrs I Spooner, Mr S Spooner, Mrs H Turpin-Antonio, Mrs R Vimalathas.

Guests: M Gallagher (**MG**) from SHW, Mr J Hart (**JH**), Mr T Tarrant (**TT**), Mrs R Earp (Nothra)

Apologies: Gary Smith (Director), Mrs B Gallagher, Mrs C Cattini

2. Introduction

LS began the meeting by introducing himself and explaining how 'Zoom' works. He asked people to ensure their correct name is stated as their log in name for the purpose of the minutes. He passed over to **SB** who chaired the meeting.

SB opened the meeting at 7.30pm by welcoming all attendees, particularly new NML members joining for their first AGM, albeit virtual and hoped they had enjoyed their time in the village so far despite the lockdown. **SB** welcomed our four non-member guests and gave three apologies for absence.

The Directors then briefly introduced themselves in turn.

SB explained that AGMs have been previously held in the Village Hall and have been poorly attended with less than 10% of members coming along. He went on to say that there will be a poll at the end of today's meeting to obtain views on the success of the virtual set up and whether it should be considered going forward for next year.

3. Voting

SB advised that AGM papers were issued with the Quarter 2 service charge bills this year and members were asked to vote on the following three official matters:

- Approval of the Minutes of the AGM held on 22nd May 2019.
- Re-appointment of Richard Place Dobson as our auditors.
- Re-election of Board members who stood for re-election.

SB thanked everyone who took the time to vote online (the average time needed to vote was only 1 minute 20 seconds!) The voting results were as follows:

	For	Against	Withheld
Approval of Minutes of 22 May 2019 AGM	33	1	1
Re-appointment of Richard Place Dobson as our auditor	34	1	0
Re-appointment of Board members standing for re-election	34	1	0

SB summarised that the voting was overwhelmingly in favour of all three official pieces of company business and these were therefore approved.

SB explained that the 2019 Directors Report was issued a week in advance of the meeting along with a Q&A pack in response to the advance questions that had been put to the Board. For the purpose of this meeting, these documents are taken as read.

4. AOB

Only one item of AOB had been noted prior to the start of the meeting, concerning the Estate:

LS returned to a question raised in the Q&A pack about the cutting of the amenity fields in the village. These are numbered 1-7 and he explained where they were located.

He talked through the current plan which involved rotating the cutting of fields 1-4 on alternate years to create a more diverse, dynamic and interesting landscape. Field 5 would be cut every September and field 6 would be 'spot cut' and any goats rue removed. He indicated that the pathways that intersect the fields will still be cut.

This year's plan would be to cut fields 3, 4 and 5 and spot spray field 6. Field 7 was seeded in Autumn 2019 as a flower garden and results should start to be seen this year.

An alternative plan put forward by a member was to cut fields 1-3 every year. **LS** conducted an online opinion poll to see the AGM attendees' preferences on this issue:

'How frequently should NML arrange for fields 1-3 to be cut back? Every other year, or the suggested alternative plan of every single year?'

96% voted for every other year (the current plan), 4% voted for every single year.

Question from Mr R Jackson: Does it make a difference to the service charges by cutting more frequently?

LS response: The current budget is as per plan or alternative year cutting, so yes there would be an extra cost for cutting it more frequently.

There was no other official AOB provided in advance to the meeting and therefore the meeting was opened for further Q&A. Members were asked to use the Zoom 'chat box' to ask questions.

5. Q&A

A) Question from Mr A Edwards: I see 3 of the 4 Nuffield staff have been furloughed. Can you elaborate on what essential maintenance work Travis is undertaking during the lockdown please? How long will this continue?

LR Response: Travis is working 5 days a week, checking PH and chlorine levels, backwashing and carrying out regular checks for Legionnaires. He is inspecting the plant room for any leaks and therefore ensuring that when the lockdown is released, the Leisure Centre can open immediately.

Additional comment from Mr A Edwards: I would like to echo the problem with the showers mentioned in the Q&A pack. My feeling is despite the time and effort spent on recent improvements they are still poor (with mildew and mould). My wife tells me that the ladies' shower brackets don't hold the shower head properly. I don't know why the response to the question in the Q&A pack went into detail about dirty floors. I would like to know that the issue is being taken seriously.

LR Response: The showers can be tricky to turn off so they are prone to drip. He would check with Travis about the ladies' shower head and if it was still broken, it could be fixed whilst the Leisure Centre is closed. He re-iterated that the Directors want the changing rooms to be a nice place and have invested some money in the area but are mindful of how much to spend on it. Unfortunately, it will not ever look perfect, but a full shower replacement is too expensive. The floor in the same area seemed to be leaking so some skirting has been put in to protect it. Again, new flooring would be too expensive at around £10,000.

TT response: We have now fixed the shower heads in the ladies changing rooms; the old version did drip but this has been put right now.

MG response: The issues with the showers in the female changing room have been resolved for some time now.

B) Question from Mr A Kaul: I moved here a year ago and wanted to say thankyou to NML and Nothra for the welcome and the community spirit. Would NML consider opening the tennis courts to individual families during the lockdown?

LR response: When the lockdown was announced I kept the keys to the courts thinking this may be a possibility, but the current LTA guidelines are to keep them closed. It is probably low risk, but we do not feel we are able to go against these guidelines.

Question from Mrs A Hills: I live on Upper Lodge Way which is the only NML owned road in the village. We have a lot of test drives in Netherne (Audi, VW, Landrovers) and they often stop at the Green. Parking is already a problem. Would the Directors consider writing to these auto companies?

SB response: Most of the roads in the village are adopted by the council so we have no control over it in those roads, but as Upper Lodge Way is a private road, we can.

MG Comment: This issue has been raised with me previously and we have written to Harwoods and other local car dealers.

JH response: I have mentioned this in emails with the companies whilst seeking funding for the Bus, I certainly made the Landrover guys aware.

C) Question from Mr C Ellis: Can members offer time to help with projects like Woodland tidying and community activities?

LS response: Absolutely, led by Nothra most likely, although we do not actually own the 'Bluebell' woods. Perhaps a message could be sent out to members and non-members to see if others are interested in helping to tidy up the woods and also the flower meadow. The council did have some funding to plant some trees and they were looking at Netherne. If this happens then it will become a community project to look after and maintain the new trees.

Follow up question from Mr C Ellis: Linking off the point made earlier about council funds. Could this possibly include hedgerows, particularly the green area as you enter the village?

LS response: If the funding is still going ahead then we can look at that, yes.

Comment from NotHRA: Can anyone who is interested in helping with the woodland fields etc please email enquiries@nethernevillage.co.uk

D) Question from Mrs R Vimalathas: I would like to know what happened to the bollards we requested for our private parking spaces near the village hall? For us it is absolutely necessary that these are installed.

LS response: Resident spaces are often taken by hall hirers and NML offered to install such bollards to stop this issue happening. The delay has been that the bollards were initially coming in from China. Another supplier has now been sourced but in the current crisis, this project, along with others (such as the footpath tarmacking) has temporarily been put on hold.

AR response: Yes, the delivery of the bollards had stalled. NML will be able to do this as a priority once the current situation changes.

Follow up question from Mrs A Hills: Do we have a cost for the supply and installation of the bollards please?

AR response: £85 per bollard and we can use Jonno to do the installation job instead of using a contractor, so saving us money.

E) Question from Mr R Jackson: There has been a lot of talk about high service charges. Have we considered privatising the leisure facilities and making a charge to join and reducing the service charges? This could also open up to other people outside of the residents if required. If not, what about making a charge for use so we can reduce the service charges?

LR response: It is not something we would consider as such. You may be aware that some of the Guinness Trust and non-member houses do pay to join and use the facilities. In addition, we are also trialling usage by a couple of (non Netherne) residents from the local

area. In total, about £18,000 per annum of revenue is generated from such Leisure Centre memberships. Of course, parking is always an issue up here and would be even more of an issue if we were going to let in more external members. Privatising the entire facility just would not be an option.

RS response: The Board is not in the game of privatising or selling any of our facilities as we consider them to be invaluable assets. We had interest from someone looking to buy the Pavilion last year and we rejected it. There is a cost to living in Netherne. We try to keep that cost as low as possible. There was a good question in the Q&A pack about service charges, which I would refer you to - we think that service charges still represent very good value when you consider everything that you get from them.

Follow up question from Mr R Jackson: I've heard one of the pots are really low, are service charges going up?

RS response: You may be referring to one of the local management companies? As you know, NML have taken the decision to bolster our reserves with an addition to the service charge budget for 2020. But NML Reserves are not particularly low - they are still about £340,000. It's only because our future expected expenditure is going to drop those reserves further. We don't want to find something large and unanticipated comes up and we don't have the money to pay for it.

F) Question from Mr O Connick: I'm aware the Bus is separate to NML. I have read that the Bus Company funds are running out as it continues to make losses. When we bought in the village having a Community Bus was very attractive and I think there is value to the Village and Property prices to warrant supporting the Bus. Would NML consider doing so financially, as it is a community resource just like the Leisure Centre, Village hall etc?

RS response: The financial position of the Bus was not great prior to Covid-19 (with assets down to about £8,000) and now that the service has been suspended, it is only getting worse. We still have ongoing lease costs and insurance costs, but no incoming revenue. The Bus Company assets may soon run out.

It has been 8 years trying to keep the Bus going and it would be a great shame to see operations cease. However, we have had declining passenger numbers, maybe due to more home working in recent years and we think this is only going to continue. When the lockdown ends, passenger numbers are not immediately going to return to the levels we had before. There will be great difficulty in trying to maintain a service with next to no money, and few passengers!

Last year, we had a look to see if it was possible for NML to take over the Bus Company, but it is not possible due to tax reasons. Could NML instead just provide some financial help? Possibly, but we'd need to think hard about doing so as it would increase service charges for the benefit of only 30-40 people who might use the Bus.

Follow up comment from Mr O Connick: More people use the bus rather than the tennis courts and we subsidise that.

RS response: Average service charges are nearly 1K per annum already, and we're aware some members think service charges are high. It would be a huge addition to fully support the Bus from the service charge budget.

Follow up comment from Mr O Connick: Suggestion it is just supported?

RS response: The shortfall between Bus revenue and costs is going to be tens of thousands of pounds a year. I think we should have separate forum to discuss this offline. We would like to see the Bus saved but at what cost?

Comment from Mr O Connick: Thank you for all your efforts!

Comment from Mrs A Hills: Could we consider changing the vehicle to a smaller one (people carrier size) which should cost less?

Question from Mr M Finn: Would Mercedes consider providing some support, perhaps?

JH response: Before the lockdown, I was on the verge of getting some funding from Harwoods. I have previously applied to all the car dealerships.

LS comment: I think Raj deserves a round of applause. He has done a lot for the Bus and would hate to see it go. If you have any further questions, please put them in the comments box now.

To conclude the meeting, **LS** asked whether attendees were in favour of using Zoom technology for future AGMs.

The poll results were that 87% thought yes, 13% no.

The Chairman thanked **LS** for facilitating the technology and all residents for attending. He declared the meeting closed at 8.30pm.