

08813857

Meeting of directors of 51-53 St Paul's Road
5 October 2016 7.30pm

TUESDAY



A5HUFA1E

A17

18/10/2016

#3

COMPANIES HOUSE

Present: Paul Slaymaker, David Jones

Participating by Skype: Elizabeth Gowing

Input in advance on shared agenda items: Darren Meek

Item 1: Statutes

The statutes as circulated by email in advance were agreed by all participating directors and in advance by email by Darren Meek. This was considered agreement of a 'special resolution making a change to articles'.

The statutes are as follows:

A. Meetings of Directors

1 Any Director can call a meeting of Directors.

2 If a Director is calling a meeting of Directors s/he must send written notice of the meeting of Directors, stating the date and place of the meeting, together with an agenda of the meeting, to all Directors at least 5 working days before the day on which the meeting is to be held.

3 A minimum presence of 50%+1 of the Directors is required for meetings of Directors to conduct business. With four directors this minimum is 3. If this minimum ('the quorum') is not obtained, the meeting shall be postponed to a specified later date, and a new notice shall be sent to all members. If after two postponements a quorum is not obtained at the third meeting, it shall nonetheless go ahead provided it has not been established at a time inconvenient reasonably notified as inconvenient to the non-attending Directors.

B. Decision-making by the Directors

1 Each Director has one vote in the meeting of Directors.

2 Decisions in the meeting of Directors shall be taken by majority of the Directors (i.e 3 out of 4). Directors may be present by teleconference provided all members can hear and

understand each other. Directors who are unable to attend a meeting of Directors may cast their votes in absentia, by email or by fax.

3 Directors who would like to vote by email or by fax shall inform the other Directors of their desire to do so as soon as they receive notification of a meeting of Directors where it is anticipated that decisions will be made by vote. Votes should be received by other Directors at least 8 hours prior to the advertised start time of the meeting in order to be valid.

4 If any documentation is required to support decisions to be taken, the Director who has asked for that decision to be made must ensure all that Directors involved have a copy of relevant documents.

C. Company expenditure

1 For purchases over £20 to be paid from Company funds, agreement is required from a majority of Directors. Agreement can be given by email.

2 For costs that pertain to a single flat (e.g. late payment of service charge, dealing with solicitors pre-sale) the flat in question pays, but for costs associated with managing the building as a whole (e.g. the management fee, costs for major works) this is split according to the size of properties.

Action:

**Elizabeth to deliver a copy of this resolution to Companies House within 15 days, and a copy of the articles as amended to Companies House within 15 days.*

Item 2: front of house painting

It was clarified that this related to painting the front door (gloss), the pillars and the steps and their surrounds, together with general improvements to the door e.g. with new numbers and letters. This is a follow-up to a request for quotes for doing this work from HAUS

management. The one quote which HAUS sent through seemed reasonable but we agreed that we should ask for other quotes in order to be able to do a comparison. This work should be paid from the £4000 which is currently held by HAUS.

We also discussed possible painting of the building exterior but agreed that this is a larger job which should wait for next year and further discussion between all directors.

Actions:

- *Linda will contact HAUS to ask again for quotes to be sent to all directors so the best can be agreed.
- *Discussion by email between all directors as to colour preferences

AOB: Guttering

It was noted that some gutters need clearing. This had been brought up when David and Paul met with HAUS in the summer and HAUS were to have looked for quotes for clearing the gutters.

Action:

- *Linda to ask HAUS for quote for clearing the gutters.