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**Brympton Management Ltd
Minutes of the Annual General Meeting held at
Charles Hunt room, John Mackintosh Hall on
Wednesday 7th October 2020**

Committee Members

Louis Russo.	Chairman (LR)
Charles Debono	Rep. Maisonettes (CB)
Nick Pitaluga.	Rep. Blackwood Tower (NP)
Jackie Sciacaluga.	Rep. Collingwood Tower (JS)
Marilis Azopardi.	Rep Cornwallis Tower (MA)
Ray Payas.	Rep Barham Tower (RP)

In Attendance:

Louis Russo	12 Cornwallis Tower
Jackie Sciacaluga	18 Collingwood Tower
Charles Debono	2 Mountview Tower
Ray Payas	5 Barham Tower
Nick Pitaluga	14 Blackwood Tower
Dennis Kelly	7 Blackwood Tower
Albert Dalmedo	11 Collingwood Tower
Elizabeth Flynn	2 Barham Tower
Colin Charlton	18 Cornwallis Tower
Mr Almeida	4 Collingwood Tower
Haddie Canepa	4 Blackwood Tower
Mr Schembri	1 Mountview Tower
Charlie Poggio	11 Mountview Tower
Paul Singleton	3 + 4 Barham Tower
Maria Smith	Cornwallis Tower
Mari Azzopardi	1 Cornwallis Tower
Stefan Nicholson	1 Barham Tower
Marie Horrillo	14 Collingwood Tower
Maurice Golt	4 Cornwallis Tower
Sharon Clecia	9 Collingwood Tower

Jackie Anderson (Advanced Property Care) Committee Secretary (JA)

20 Attendees
0 Proxy Forms
0 Motion Forms
0 Nomination for committee

Apologies from Mr Drummond, Company Accountant.

Chairman's Address

Louis Russo welcomed members present and noted that the AGM this year has been seriously delayed because of the Covid19 pandemic and associated restrictions. His address covered the following:

- The Bridges – the process of selecting a contractor was delayed but after meeting with the Chief Minister recently, the quotation by Sharrock Shand appeared the most favourable. While details remain to be finalised with Government, once the contractor is appointed and the new bridges built, Government will pass over the Head Lease to Brympton Management Limited. Sharrock Shand have confirmed that once construction materials are in Gibraltar, the work would take four months as they will be working on two bridges at a time.
- Tower stopcocks – these have now been changed and Aquagib has changed their stopcocks
- Maisonettes – glass curtains have been installed to provide better weather protection
- Committee Secretary – Maria Smith resigned in July and for want of there being any volunteers among estate members to carry out the role, this has been contracted to local firm, Advanced Property Care and was being carried out by Jackie Anderson
- Company Treasurer – Stephan Nicholson has also resigned and for want of there being any volunteers from among members to carry out the role, this role has also been contracted to a local firm of accountants, Drummonds, Hugh Drummond having worked closely with BML for a number of years. Mr Drummond's role now includes all book keeping and organising the audit which is carried out by a separate firm, and not including payroll which is still carried out by Committee.

Minutes of the last Meeting

These were not available for reading at the meeting and will be distributed to owners via email / mail box in the forthcoming days. LR referred to the Minutes and the Matters Arising

A discussion on matters arising took place, the following points being raised:

- Once the Head Lease has been assigned to BML, there will need to be a decision made on the available 50 years of extension to the underleases and BML will at that point take the relevant legal advice and communicate with members so the management company can take a decision on how this extension is to be passed on to owners.
- The responsibility for the retaining wall will be passed to BML on the assignment of the Head Lease as stated by the Chief Minister at his meeting with LR. The CM did make a commitment for Government to support BML in the future if the need arises to carry out repairs, the support being in the form of a soft loan.
- Court case – this is almost concluded and the judgement is expected to be issued in early November. Once this has been issued and the matter of the allocation of costs settled, a letter of information will be distributed to the members so all are fully aware of the case and its implications.

- Mr Nicholson spoke to explain to the meeting the reasons behind his resignation from his role as Treasurer, which was related to the appointment of a secretary. He believes that the process followed by Committee had not adhered to the company constitution and that an AGM or EGM should have been held in order to make an appointment. The Committee did not concur with this view saying that a Company Secretary had a separate role and BML had a company secretary, whereas the role of taking minutes, correspondence etc was an administrative role and not covered by the constitution and this work, along with other administrative work of the committee such as book-keeping, can be and has been outsourced. Furthermore, because of the pandemic, an EGM or AGM could not be held, and yet it was imperative for work to proceed, therefore the appointments had been made. The process that had been followed with these appointments was discussed at length, including the fact that communications had been circulated around the estate to inform owners of each stage of the situation.
- Bins – there had been problems with bin lids being closed and there not being space for rubbish to be left, with bins often overflowing. LR explained that usually 4 bins are in use with the 5th usually used in addition to these at Christmas. Concern was expressed that if food waste is left outside the bins that vermin will become a problem. LR assured the meeting that this would be taken up with Francisco (caretaker). RP also explained that there are CCTV cameras that monitor the bin areas and that these can be checked to see if there are issues with residents not using bins appropriately.
- Balconies – estimates are currently being gathered and Committee is aware that some balconies are in a very precarious condition, so that this issue is being treated as a matter of urgency. It was noted that once the Head Lease is transferred by Government, all issues such as this will fall under the remit of BML responsibility. This includes balconies which show signs of concrete spalling and a garage column that is beginning to show signs of the concrete being blown.
- Estate Insurance – the buildings of the estate are covered by insurance but the insurance value is currently being reassessed in order to ensure that cover is up to date and sufficient.
- Bridges guarantee – BML will be seeking a guarantee with the work on the bridges. The work will include new doors and the removal of the steps to facilitate smooth access. Door widening may not be possible beyond one or two inches.
- Estate refurbishment – once the work on the bridges is carried out, BML will consider a number of projects to improve the estate. This work will need to be paid by owners and will need reserves of capital and this will all be looked at carefully in consultation with owners.
- Sensor light to the garage – this is not working as you enter the garage from Cornwallis Tower. This will be reported to Francisco for repair.
- Motorbikes parking – it was reported that one particular motorbike does not park fully in the relevant space causing access problems for nearby vehicles trying to park or egress from their spaces. Committee will address this. There has been a firm appointed to clamp and this sort of situation can be referred for clamping which hopefully will act as a deterrent into the future. There are also some cars that exceed the limit of the parking boundaries. LR emphasised that parking must be between yellow lines.

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- Lights – timers are not being adjusted appropriately as the season changes and concern was expressed at the cost of electricity. LR assured the meeting that this would be addressed.
- Balcony railings – repair of these is the responsibility of each owner.

Approval of the Minutes of the AGM of 2nd April 2019

Maria Smith proposed the Minutes be approved. This was seconded by Mr Charlton. The motion was passed by majority show of hands and the Minutes were approved.

Presentation of the Accounts

A copy of the Accounts were distributed to Members present and had been made available on request prior to the meeting. Mr Drummond had been unable to attend the AGM so these were presented by Mr Nicholson. Issues were discussed as follows:

- Arrears – at the time of the meeting arrears were almost zero.
- Victoria Tower – a meeting has been held with VT and a monthly sum is to be paid to BML which will be increased annually by the cost of living. They will also pay for car parking spaces commensurately with what BML residents pay. Payment for use of common areas was difficult to quantify but a nominal figure was agreed by both parties.
- Apartments handed back to Government – Government is paying service charges on these.
- Salt water tanks – these have now been by-passed and there is a direct feed from the Aquagib system, therefore there should no longer be a problem of silt travelling through the salt water pipes. BML will consider installing isolation valves on every floor in order to be able to avoid as much damage from any water leaks as possible in the future. It was noted that if owners place their own isolation valves, repair to those will be at the owners' expense. However, if BML places isolation valves, BML also becomes responsible for future repair liabilities.
- Reserve expenditure - £25,557 was drawn from reserves in order to upgrade the fresh water stopcocks
- Reserves – the estate still owns debentures and there is a deposit account for the payment of unusually large expenses such as replacement stopcocks.

Approval of the Accounts

Mr Charlton proposed the Accounts be approved. This was seconded by Ms Celecia and the Accounts approved by majority vote on show of hands.

Budget

A budget has been prepared for the forthcoming year and this will be distributed to every owner. CD presented the budget. This was based on previous expenditure with additional sums being transferred to the sinking fund to pay back over four years the sum withdrawn to pay for the stopcocks. CD referred to any expenditure initially incurred in the work on the

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bridges will be repaid by Government. CD also referred to £46,132 which will be expended on legal fees as a result of the recent case. These fees will be pursued depending on the judgement.

Service charges will be increasing as from January 2021 by 5%

Any further or detailed queries on the budget can be submitted to BML via email.

Approval of auditors.

Company auditors are currently AML. Mr Payas proposed AML be appointed for another year. This was seconded by Mr Debono and the motion approved by majority vote by show of hands.

Members' Motions

Committee had received some comments but no motions.

Any Other Business

The following items were raised and discussed:

- Boxes in the garages – these must be kept tidy as the Fire Brigade will not approve the petroleum licence if these are poorly kept and appear as a fire hazard.
- Appointment of Secretary – this issue was discussed again with the distinction being clarified as to the administrative tasks that need to be carried out by the Committee and the statutory requirements of an appointed Company Secretary (currently being carried out by legal firm Phillips). LR pointed out the role involves a good deal of work which is burdensome for a volunteer resident and BML had decided to opt for a greater level of efficiency. This view was supported by residents who themselves had worked as volunteer secretaries in the past. LR explained that Advanced Property Care had been awarded a year's contract to carry out this role. It was agreed that this should be accepted at this AGM based on a proposal by Ms Celecia that was seconded by Mr Russo and approved by a majority show of hands. The meeting was assured that this decision can be reversed at a future AGM if desired. Members can now correspond with Committee directly through Jackie Anderson who will handle Committee's correspondence, carry out administrative instructions etc.
- Appointment of Accountant – LR explained Drummond's role in administering the accounts.
- Tenants – it was pointed out that a recent newsletter mentioned the word 'tenants' and the question was asked whether there are sub-let properties on the estate as the leases did say that this was not permitted. It was observed that if an owner had purchased on 100% terms this had been permitted and these days there are very few properties still on the original 50% purchase terms, and the Government originally did turn a blind eye to subletting. It was not possible at the time of meeting to tell what proportion of resident are rental tenants although it is known

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that there are some. Concern was expressed that absent owners may not always be committed to the care of the estate as owner occupiers. LR explained that if nuisances arose from a tenanted property, it was the owner's responsibility to ensure the tenant desisted from causing a nuisance.

Election of Committee

Block Representative – RP explained he was resigning as Block Representative for Barham Tower and Committee asked for members to consider volunteering for this role. A Block Representative needs to be available to respond to owner queries and issues in that block.

There then took place a heated discussion when Mr Schembri raised the issue of water ingress to his property and felt that Committee and specifically one member was not responding to his concerns, this being strongly refuted by the named member. The discussion was diffused and brought to an end. LR reassured Mr Schembri that the issue of the water ingress was being vigorously pursued.

LR explained that as per company Mems and Arts, the committee was to step down. No nominations had been received for new members, and existing members were willing, if those present at the meeting agreed, to continue in post for another year. Mr Charlton proposed that the current Directors continue in place. This was seconded by Ms Celecia. On a unanimous show of hands, this decision was approved. All Directors will remain in office with the exception of Mr Payas who resigned at the meeting.

LR then thanked Mr and Mrs Nicholson, to Mr Payas and Mrs Maria Smith on behalf of all the owners of the estate for their work while during their time with BML's committee. He expressed hope that other owners will step in future and also offer their time and effort for the benefit of all the estate.

There being no further business the meeting closed at 7.00 pm