Admiral House, Cardiff

Summarising Minutes of a Directors Skype Meeting
14th November 2013

Directors Present: Mr E Davies (ED) (Chair for meeting)
Mr M Currie (MC)
Mr N Jarjis (NJ)
Mr S Brock (SB)

In Attendance: Mr N Gregory (NG) WPP – Managing Agent

Apologies: Mr P Parry (PP) – Technical difficulties

The meeting opened at 19.06 p.m.

AH 64/13 Quorum / Notice / Present / Apologies

Those present were deemed a quorum.

AH 65/13 Chairman's appointment

xx took Chair.

AH 66/13 Declaration of interests re meeting agenda

No declarations of interests were raised.

AH 67/13 Previous meeting's minutes

The Board accepted the minutes of the meeting dated 15th October 2013 as a true record, these being dispatched on 23rd October 2013. No amendments to the accuracy were required.

AH 68/13 Action log

The Board reviewed the Action Log Schedule of the Minutes of the meeting held 15th October with updates being noted for various items as per the log at the end of these minutes.

AH 69/13 To Review and adopt the Standing Orders

The varied aspects were adopted in their entirety save point 3 of page 4 which would be altered in that the Proposed Board member served a probationary period of no less than 1 meeting prior to election and 2 meetings after (as opposed to 3 prior).

AH 70/13 **Admiral House Resources Limited (AHRL)**

The meeting considered the findings of the solicitor who was engaged to consider the reasoning for this company's existence. Quite simply the case for separate maintenance and resourcing companies was spurious (for mitigating employer liability), let alone challengeable as AHRL was not named within the lease, as Newport Road Maintenance Limited was.

The Directors agreed unanimously AHRL would cease trading on the 31st December 2013, with all aspects of management including staff (who would be TUPE'd) being undertaken through Newport Road Maintenance Limited, as per the lease from 1st January 2014.

In due course after the Annual Accounts had been drafted for AHRL the company would be closed down.

AH 71/13 **Newport Road Maintenance Limited - Financial Reporting**

The meeting acknowledged the statutory reporting of Annual Accounts was still under consultation and so agreed to continue to file dormant Annual Accounts until further notice, although statute was expected to alter by 2015/16.

AH 72/13 **Car park charge apportionment**

xx cited an interest.

xx explained that xx and his team had, over a week, determined that a little over xx of their time (combined) had been allocated to specifically dealing with car park related aspects. xx had requested a second week's reporting to determine whether the initial findings were a fair representation; however this had not been undertaken at the time of the meeting. The budget for the 2013 financial year had arbitrarily allocated xx of the staffing costs to the car park which now seemed significantly out of kilter with fact. After consideration it was agreed this would be set at xxx for the 2014 financial year with this being monitored more closely in the 2014 financial year for to enable a clear and detailed assessment.

AH 73/13 **NRML Budget and service charges 2014**

73.1 xx cited an interest

The budget and associated categories were discussed in detail. NRML would include costs previously allocated to AHRL.

After discussion it was unanimously agreed that the 2013 budgets (which would now be incorporated into one) would be increased by xx, with xx determining with WPP specific allocations. xxx

At the time of writing various email exchanges and a meeting with xx and WPP have determined that the schedule related expenditure needed re-calibration. xx to email the Board with further information.

73.2 xx had been in communications with xx at Concierge and it was clear the proposal to xxx pay was a xxx to the staff. xx has advised xx this was being carefully considered by the Board and would be discussed in the January meeting in detail however they were all valued for their good works so this would be genuinely considered carefully.

AH 74/13 **Newport Road Maintenance Limited**

- Building Maintenance

xx explained that the two 'Achilles' Heels' of the development seemed to be the flat roofing to the building's front elevation and the cladding which both looked unsightly and showed signs of wear and breakdown in localised areas. NG would work with xx to move forward on these points with a view to resolving in 2014.

- Financial Accounts

Given that the meeting had covered many aspects this topic was not opened for discussion.

AH 75/13 **Time and Date of next meeting**

7.00pm Thursday January 9th 2014

AH 76/13 **Any other Business**

There being no other business, the meeting closed 20.26pm

N Gregory
27th November 2013

Actions arising from NRML minutes 14.11.13

Min Item	Action	Action by	Status
AH 40.2	PPM	xx / xx / xx	Obtained from LCAM – however weak in content. Needed attention or perhaps involvement of another surveyor in due course to add to / focus on specific areas
AH 40.4	Queries to which LCAM needed to answer satisfactorily	xx / xx	Pending
AH 53	AGM Minutes. Content agreed however publication to be set for early 2014, the date of which was to be agreed in due course	Board	Pending
AH 55	Directors code	xx and Board	ED had drafted for consideration – **Complete so AH55 will be removed although an amendment is required as AH69**
AH 59	Admiral House Resources Limited – whether to close down staffing company	WPP and legal	Action agreed – to close at year end. Pending
AH 60	Newport Road Maintenance Limited – Reporting and filing of annual accounts	xx	Continue as is for the current time - **Complete so will remove**
AH 61.1	Possibility of calling on guarantees for cladding concerns – considered to be difficult to successfully pursue.	xx	Due to previous receivership and lack of proof that requirements would have been adhered to this approach is deemed unrealistic. **Complete so will remove**
AH 61.1	Cladding concerns	xx / xx	To pursue as guarantees are not available
AH 61.2	Roofing specification to resolve frequent concerns	xx	Pending
AH 69	Amendment of Standing Order clause	xx	Pending
AH 70	Close down AHRL	xx	Agreed yet pending
AH 72	Further assessment of car park costs	WPP / Concierge	Pending
AH 73	2014 Budget	WPP / xx	Pending
AH 73.2	Staff remuneration assessment	WPP	Pending