R. Mead Phase 1 (Swindon) Management Company Limited

Minutes of directors' meeting held on 14 January 2022 at 2:00pm at the Goddard Arms. Swindon

Present:

Directors:
Andrew Drinkwater
Debra Evans
Henning Marsden

In Attendance

Block Management Ltd:
John Morris
Thomas Dellow

1. **Introductions**
   The attendees introduced themselves to each other.
   John Morris noted that Companies House records included a further two directors; Ian O'Regan and Andrew Wait. The additional two directors were shown as being appointed on 10 November 2020 and 13 November 2020 respectively.
   The directors advised that neither of these persons had been appointed by the board of directors or by the members and their contact details were unknown to the directors. The directors noted that the Company Secretary had also not provided minutes of their appointment as required by the Articles of Association. This raised concerns that the filing of their appointments at Companies House were defective and the position required investigation and resolving.

2. **Directors' decisions**
   The directors noted that the Articles of Association permit the directors to regulate their meetings as they feel fit and that all decisions should be decided my majority vote. Therefore, notwithstanding the absence of the two other persons showing as directors at Companies House the directors present constituted the majority of the directors, and they could therefore properly transact the business of the company.

3. **Appointment of new Managing Agent**
   The directors thanked Block Management for the tender document they had requested. One of the directors advised that they had walked around the site with Block Management the previous week. As a result of the visit several issues were apparent which were discussed together with other issues that the directors wished to address. The directors advised that they were keen to resolve these matters as soon as possible and were all keen to appoint Block Management Ltd with immediate effect.
   The directors unanimously agreed to appoint Block Management Ltd and after carefully considering the engagement letter, scope of services and complaints procedure signed a contract appointing Block Management Ltd.

4. **Termination of previous managing agent**
   It was noted that whilst the directors had not signed a contract with Babbingtons they agreed that they should work within the terms of the unsigned contract. The directors unanimously agreed that they should send a letter terminating the services of Babbington Property Management with immediate effect by first class post that day.

5. **Company Secretary and Registered Office**
   The directors appointed John Morris as Company Secretary with immediate effect.

6. **Registered Office**
   It was agreed to change the registered office with immediate effect to:
   15 Windsor Road, Swindon, SN3 1JP.

7. **Banking arrangements**
   It was agreed that the company would open a current account with Metro Bank and a deposit account with Aldermore Bank

8. **Handover arrangements**
   It was agreed that Block Management Ltd would contact Paul Elliott at Babbingtons early next week to request hand over details, in particular the Companies House filing code and a full list of members' contact details.

There being no further business the meeting closed at 3:45pm