

**POSOL RESIDENTS MANAGEMENT COMPANY LTD**  
**Registered in England No: 22793323**

**MINUTES OF THE INFORMAL MEETING FOLLOWING THE AGM HELD at  
PORTSMOUTH HARBOUR YACHT CLUB, MARINA KEEP, PORT SOLENT on  
21 NOVEMBER 2014 AT  
20:00HRS**

Following closure of the Formal Meeting, the acting Chairman invited questions from the floor:

Mr G Wilkerson (30 Coverack Way) asked for clarification of what monies if any had been spent on legal expenses further to the Resolution agreed at the Extraordinary General Meeting in June. The Acting Chairman advised the meeting that currently POSOL has instigated legal proceedings against one Shareholder for breach of Covenant, following receipt of numerous written complaints.

The Board wished to note that to date, POSOL has not expended any of £100,000 agreed at the EGM and would not do so unless POSOL were likely to win.

Mr J Wood (46 Bryher Island) commented that over recent years that communication between POSOL and the Shareholders had declined as they no longer circulated monthly emails or the twice annual newsletter and a significant amount of Board discussions are recorded in the confidential minutes which means the Shareholders are not informed of the considerable amount of work carried out by the Directors.

He also wished to express that there are considerable delays in the minutes of the Board meetings being published on the website. The Acting Chairman informed the meeting that the board appreciates the feedback from the Shareholders and it will address the delays with Countrywide.

Mr Wood commented that the votes for the Extraordinary General Meeting should have been allowed to be made by email as it would have meant that more votes would have been received. The Acting Chairman informed the room that the Memorandum & Articles of Association do not allow for votes to be accepted in this form.

Mr Wood requested that the Memorandum & Articles of Association be amended as they do not reflect to today's accepted forms of communication. The Company Secretary advised that POSOL would require a Special Resolution to be passed by 75% of Shareholders present in person or by proxy and entitled to vote at a general meeting. to enable such changes to be made.

Dr B Morris (66 Newlyn Way) requested that POSOL seek legal advice on changing the Memorandum & Articles of Association as technology has superseded the requirements within the documentation. In agreement, Mr J Palmer (20 Newlyn Way) commented that for the last 15-20 years email has been a legally recognised form of communication.

The Acting Chairman asked the Shareholders present to vote on whether legal advice is sought to amend the Memorandum & Articles of Association. Mr J Alexander (20 Bryher Island) asked whether any Shareholders present were Lawyers and would be able to advise on such matters.

The Chairman commented that whilst POSOL does not object to looking to its Shareholders for professional advice however it must be provided in a official capacity as such advice, if given informally, would not be able to be challenged with recourse.

The Acting Chairman advised the meeting that POSOL has to date been unable to finalise the Proposed Parking Policy as they need to ensure that the Policy is enforceable across the estate and unfortunately some phases of the estate have different covenants and there are areas of adopted highway. This has been reviewed by the solicitors and POSOL are awaiting Counsel's opinion. POSOL wished to extend its apologies for the delays incurred in finalising the policy-as POSOL wants to ensure that the policy is enforceable and not open to challenge.

Mr Mouldale (28 Coverack Way) asked whether they are able to amend the covenants to include restrictions of problem vehicles. The Acting Chairman advised the meeting that POSOL had discussed this possibility at length however it would require 100% agreement from the Shareholders as POSOL could not force anyone to agree to the new 'terms'.

Dr B Morris asked for clarification on how POSOL is able to produce regulations that all Shareholders must agree too. The Acting Chairman advised that there is covenant which gives POSOL authority to instigate regulations for the running and benefit of the estate.

Mr T England (28 Tintagel Way) commented that any regulations and/or policies should be tailored to each area of the estate similarly to the Berth sub-underleases. The Acting Chairman advised that the sub-underleases are different as they are tri-part agreements between Premier Marinas, POSOL and the Berth Owner.

Mr C Brebner (84 Newlyn Way) commented that contained within the covenants is a clause relating to nuisance. The Acting Chairman reiterated the comment by Mr Brebner and advised the meeting that to ensure that POSOL is able to act upon issues of nuisance then it must receive written complaints which can be used as evidence should it be necessary to take the matter to court.

Mrs A Britton (22 Sennen Place) commented that the residents of Sennen Place have been experiencing issues with antisocial behaviour from one of the properties including noise complaints, swimming in the marina and setting off of fireworks within the marina near several boats.

The Acting Chairman commented that POSOL has no jurisdiction to intervene in neighbour disputes these must be referred to Environmental Health and/or the Police; however should complaints be received these will be communicated to the owner of the property for the issues to be addressed.

Mr R Sillence (36 Newlyn Way) advised that POSOL has always tried to assist in these matters but the onus is on the residents to report the issues to the relevant authorities.

Mr T England requested an update for on whether Premier Marinas intends to proceed with its restrictions of the size of vessel allowed to moor on the Residential Berths as per recent discussions within the minutes.

The Acting Chairman advised that it had previously been agreed with Premier Marinas' Company Secretary, Mr Trevor Allen that only vessels which exceed 11.3m in length require prior consent to trespass into their water space when mooring in the Residential part of the Marina and each application will be considered on a case by case basis. However, recent verbal communication that has been received is that no vessel exceeding 11.3m will be granted consent as Premier Marinas' consider that it is of 'no benefit' to them to allow the trespass into their water space.

POSOL advised that it is awaiting written confirmation but at present will take no further action.

Mr R Rundle (1 Kelsey Head) commented that the current state of the estate gardening is appalling and is in support that the contract for the routine garden maintenance is put out to tender.

The Acting Chairman informed the meeting that it is currently reviewing the tender contract and specification along with the assistance of Mr G Wilkerson with a view for the contract to be re-tendered in time for the spring. Mr J Woods commented that whilst Hambrooks gardening is good it seems that they are suffering from poor management.

The Chairman commented that POSOL has tried to address their concerns with senior management and there has been little improvement as a result. POSOL will be looking to introduce penalty clauses and re-introducing ticket systems for when Shareholders wish to request works are undertaken.

Mrs J Mouldale (28 Coverack Way) requested an update on the proposed works to the area of land currently used as parking in Cadgwith Place.

The Chairman advised the meeting that over recent years there have been numerous complaints received from Shareholders about the parking situation in Cadgwith Place. Previously, POSOL had proposed that lines were painted on the parking area but this suggestion was refused by the Shareholders. The area in question is adopted highway and therefore not owned by POSOL.

To remedy the parking problems in the area, it was proposed that a landscaped structure is built which will stop people from parking indiscriminately. It will also mirror the style of parking bays in Tintagel Way and on Bryher Island.

The works were due to commence in April and unfortunately have been delayed as complaints were submitted to the Portsmouth Planning Department and have been subject to public consultation. Whilst objections to the works were submitted, these were outnumbered by the submissions of support.

This is now being handled by the POSOL appointed architect who has made the modifications required and are awaiting final approval.

Mr J Wood commented that parking bays will be lost as a result of the works. The Acting Chairman that as the area in question is public highway and the local authority could prevent anyone from parking there should they wish and by doing these works they can retain bays and improve the overall appearance of Cadgwith Place.

Mr J Palmer queried whether other areas of the estate could have similar projects to ease the parking problems. The Acting Chairman advised that POSOL undertakes phased rejuvenations and that works such as these may be considered for future projects.

Mrs L Watson (18 Cadgwith Place) commented her support of the works as the alternative of having white lines which would resemble a Tesco's car park which is unfair on those properties that overlook the area. At the moment it is not much better so welcomed the improvements.

Mr R Sillence voiced his support for the works and commented that improvements to the estate should be welcomed.

Mr D Jefferies sought clarification on when a decision will be made on the works. The Chairman advised that they do not have an exact timescale but anticipate it will after the December Board meeting.

Mr D Wells (4 Mullion Close) queried why residents were not notified that the code for the gate leading through to Oyster Quay was to be changed.

Countrywide informed the meeting that the code was circulated to all Shareholders along with the Service Charge invoices, unfortunately due to a delay the invoices were not distributed prior to the code changing.

A Director advised that Shareholders are able to purchase cotags from Oyster Quay which grant access without the use of the code.

Mrs Mouldsdales commented that the key pad in situ was not fit for purpose as it was continually failing.

The meeting closed at 9.30pm