



Notice of General Meeting

NOTICE IS HEREBY GIVEN that the Annual General Meeting of St Benedicts (Tooting) Management Company Limited will be held **online** on Thursday **19th November 2020** at **7.00pm** when the following ordinary and, where identified as such, special business will be considered:

1. To receive and approve the Minutes of the Annual General Meeting held on 14th November 2019.
2. To receive and adopt the Report of the Directors and the Accounts for the year ended 30th June 2020.
3. **SPECIAL RESOLUTION:** To amend article 9 of the Articles of Association of St Benedicts (Tooting) Management Company Limited to allow members present in person or by electronic means to be a quorum so it will become, *"9. No business shall be transacted at any general meeting unless a quorum of members is present at the time the meeting proceeds to business: save as herein provided, two members present in person or by electronic means shall be a quorum. Subject to the provisions of the 1948 Act a resolution in writing signed by all of the members for the time being entitled to receive notice of and to attend and vote at general meetings shall be as valid and effective as if the Same had been passed at a general meeting of the Company duly convened and held."*
4. To set the interval between periodic Estate maintenance and redecoration to five years by default and waive the term in property legal agreements requiring this every four years.
5. To set the interval between periodic flats external maintenance and redecoration to five years by default.
6. To set the interval between periodic flats internal maintenance and redecoration to seven years by default.
7. To allow the Directors to arrange limited rather than full flats periodic internal maintenance and redecoration that is now due and adjust the date of the next full periodic flats internal maintenance and redecoration to spread the costs of periodic external and internal work.
8. Noting that many flats have replaced windows without the Management Company and current Managing Agent being aware, that calculation of rebates to owners of flats with maintenance-free windows is not accurately possible and the current financial position, to end payment of rebates to owners of flats with maintenance-free windows in respect of costs of periodic flats external decoration work. If this resolution is not passed, payment will be delayed for several years until sufficient reserves have been collected through service charges to cover the costs of both work and rebates.
9. Noting the increase in the property insurance premium from £21,573 in 2019 to £50,029 in 2020 in large part due to the claims record for movement and water leaks, the consequent large increases in charges and the dangers of similar large increase in future or that such risks might become uninsurable, to confirm revised policies of the Management Company on consent for flat alterations involving plumbing and for handling leaks in flats that damage other properties or result in insurance claims.
10. Noting requests to fell trees, to endorse the Estate tree management plan and require that requests to fell trees be supported by full justification following best practice and require that views be sought from owners of nearby properties and taken into account.
11. To report on contracts for services, maintenance and periodic external work.
12. To report on steps taken during the Covid-19 pandemic not discussed in earlier items.

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13. To report on a proposal to carry out a pilot to upgrade the landlord electrical system in one flat block to meet current electrical and safety regulations and test if internal lighting can be switched on automatically only when required rather than being on throughout the hours of darkness with consequent reductions in electricity use and costs.
14. To deal with the appointment of Directors nominated in advance of the meeting.
15. To deal with any other business notified in advance of the meeting.

***This meeting will be held online** using Microsoft Teams provide by Rendall and Rittner under provisions of the Corporate Insolvency and Governance Act 2020 that override the Company Memorandum and Articles of Association. Under restrictions because of the Covid-19 pandemic expected to be in force at the time, it would not be lawful to hold a meeting of more than six people in person. The Directors have decided to hold the meeting online for the safety of participants.*

Members are not able to attend the meeting in person and anyone seeking entry to a location from which it is hosted will be refused entry.

***Members who wish to participate or for their Proxies to participate are required to register and vote in advance.** Members or their Proxies who register will be sent a web link and instructions how to participate in the online meeting.*

By Order of the Directors.

Dated 22nd October 2020.

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Registration, appointment of Proxy, voting and raising questions

Any Member entitled to attend, speak and vote at a General Meeting may appoint a Proxy to attend, speak, vote and participate in a poll instead of that member. A Proxy need not be a member of the Company and you may appoint the Chairman of the meeting as your Proxy. You may only appoint one Proxy for each voting share. You may instruct your Proxy including the Chairman how to vote, otherwise they may vote or abstain at their discretion. The Chairman cannot accept instructions to speak on your behalf.

Resolutions 1, 2 and 4–15 are ordinary resolutions that require a simple majority of votes cast from those present and by proxy, including submitted online, to pass. Because it seeks to amend the company Articles of Association, resolution 3 has to be a special resolution. This requires at least three quarters (75%) of the votes cast to pass.

Members wishing to raise points or questions about resolutions or any other business need to submit these in advance so they can be invited to speak and answers can be given during the meeting. It may not be possible to cover points unless raised in advance. Answers will also be put on the Estate website and in the Minutes of the meeting for those unable to participate online.

The best way to register to attend the meeting, appoint a Proxy, raise points or questions and vote is by using the St Benedicts website at <https://www.stbentooting.co.uk/proxy>.

Alternatively, the enclosed form may be used for these purposes. The form must be signed and returned to Rendall and Rittner Limited, Portsoken House, 155-157 Minorities, London, EC3N 1LJ by post or as a scan attached to an email sent to the Estate property managers.

Web submissions, post and email must be received by the Company not less than 48 hours before the meeting. This is necessary to comply with company law regarding appointment of Proxies and allow time for processing. **Post may be delayed, especially in current circumstances, while web submission and email do not guarantee delivery so you need to allow sufficient time to confirm receipt by the deadline.** Receipt will be acknowledged.

Conduct of the online meeting

You will be held in an online lobby prior to admission to the online meeting.

To enter the meeting and allow identification, you must provide your name, property address owned or represented and enable your video and audio.

Only those Members or Proxies registered in advance will be allowed entry to the meeting. You must provide an email address to which the web link and instructions for participation will be sent.

On entry to the meeting, you will be muted unless invited to speak.

The meeting will be recorded.

Voting is required in advance of the meeting so either Members or their Proxies can vote (as not all have web access) while avoiding duplicate voting. If multiple votes are received, any Member's vote will count rather than the Proxy's vote and the last vote received by the deadline will count.