



NEW ASH GREEN VILLAGE ASSOCIATION LTD

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FORTY FIRST ANNUAL GENERAL MEETING of the New Ash Green Village Association Limited to be held on **MONDAY 7 JUNE 2010** at 8.00pm at Centre Road, New Ash Green, Longfield, Kent, DA3 8HH

Present: **Mr Alan W L Pett – Chairman (Consultant Member)**
Representative Members

Mr Paul Champion – Bowes Wood
Mr Cameron Clark – Chapel Wood
Mr Mark Scanlon – Colt Stead
Mrs Pam Godden - Farm Holt
Mr Gerry Jones – Foxbury
Mr Bob Stinton – Knights Croft
Mr Tim Gegg – Millfield
Ms Mo Wright – Manor Forstal
Mr Brian Hardcastle – Over Minnis
Mrs Bella Kirk – Punch Croft
Mr Ferri Jahed – Redhill Wood

Consultant Members

Mr Jerry Ash – Consultant
Mr Fred Briers – Consultant
Mr Chris Broad-Manges – Consultant
Mr Richard Culshaw – Consultant
Mr Patrick Ellard – Consultant
Mr Colin Garratt – Consultant
Mrs Susan Heads – Consultant
Mr Stuart Richardson – Consultant
Mrs Barbara Ring – Consultant
Mr Terry Vivian – Consultant
Mr Keith Wale – Consultant

Attendance: **Mrs P A S Kirtley – Secretary**
Mr J K Cardnell – External Accountant
Mrs Angela Jahed – Secretary, Redhill Wood RS
Mr Jo Whittaker – Spring Cross RS

Before commencing the business of the day, the VA Chairman introduced the members of Council of Management to the floor.

1. **APOLOGIES** for absence were received from Representative Members Mr Michael Rose (Capelands), Mrs Edna Rogers (Ayelands), Mrs Linda Gregory (Bazes Shaw), Mr Bob Ashford (Lambardes), Mr John Axelson (Spring Cross), Mrs Shirley Owen (The Mote) and Mr Lawrence Townson (Westfield) and Consultant Members Mr Edwin Broome and Mr Alan Bickle

Forms of Proxy had been received from Mr Michael Rose nominating Mr Colin Garratt, Mr Bob Ashford nominating Colin Garratt, Mrs Shirley Owen nominating Mr Colin Garratt, Mrs Edna Rogers nominating Mr Cameron Clark, Mr Lawrence Townson nominating Mr Cameron Clark, Mr John Axelson nominating Mr Cameron Clark, Mr Alan Bickle nominating Mrs Susan Heads and Mr Edwin Broome nominating Mrs Susan Heads.

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2. **CHAIRMAN's REPORT** was tabled and comments were invited. Stuart Richardson (Consultant) asked what the VA were specifically doing with regard to *pressuring* Sevenoaks District Council to involve themselves more with the matter of the Shopping Centre and its continuing deterioration. The VA Chairman advised and gave an update on his recent discussions. It was pointed out that the owners of Phase 1 do not have a Registered Office in this country and whilst the Council may have a will to serve Notices for non-compliance there is no method of so doing. The real need is to identify someone willing to *rest control* from the owners and this was still an avenue being actively investigated. Pressure would continue. Mark Scanlon (Colt Stead), referring to the cessation of Virgin Cable, asked whether there was any further progress in resolving the lack of a cable system and the increasing installations of dishes and aerials. The Chairman responded and it was noted that the VA were not pressing Virgin to remove any of their equipment as potentially it could be used by others if ever identified. The only alternative at the moment was an aerial of some description and the Amenity Committee were active in helping those residents who were experiencing problems with *line of sight* to the satellite. A question was raised as to what, if any action, was being taken on aerials specifically and the Chairman reminded those present that Societies were equally able to take their own action against such infringement being individual building schemes. The pragmatic view is that people should be able to receive a service of their choice in the absence of a satisfactory alternative. The Report was accepted.
3. **REPORT AND ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2009.** The Association's External Accountant Mr John Cardnell presented a full and detailed report of the Accounts for the year ended 31 December 2009. He reiterated that the accounts cover a different period to, and are prepared on a different basis, the annual budget and management accounts. The change to the budget period will mean that by 2012, the accounting period will be the same but the difference whereby the statutory accounts are prepared on an accruals basis and comply with UK GAAP, (being generally accepted accounting principles) whereas the budget and management accounts are prepared on a cash basis which would continue. The statutory accounts were a useful tool for assessing the financial performance and position of the Association on a comparative basis. He drew attention to Page 13 showing the detailed Income and Expenditure account and advised that he would concentrate on what he felt were the salient points. Contribution income has risen slightly to £394,714 which had resulted because of an increase in chargeable floor area as and when properties are extended. The net cost of the Village Hall has risen by £2,242 to £7,498 due to a reduction in letting receipts over the year. The two other sources of income shown are Allotment rents and bank interest, the latter having fallen significantly, as was anticipated last year, due to the dramatic fall in interest rates. The accounts detailed expenditure under the usual headings a full analysis for which is provided on Pages 14 and 15. Greenland costs have increased compared to 2008 primarily as a result of increased staffing costs and a reduction in Neighbourhood Maintenance recoveries. Costs relating to Hardland have increased marginally but not enough to warrant further comment. Administration costs have decreased in total with the most significant factor being the amount by which charges collected for providing legal assistance exceeded legal costs incurred (recovery of £3,712 against net cost in 2008 of £1,763). Other costs have increased slightly compared with 2008 due to higher payments for litter clearance and public relations costs. Overall, the accounts showed a surplus of £46,914 compared with £54,549 in 2008 before transfer to specific funds. John Cardnell then referred to the Profit and Loss Account showing on Page 6 and specifically the heading Surplus for the Financial Year before Taxation, against which a surplus of £46,914 is shown. He advised that the only taxable income of the Association is bank interest and corporation tax of £35 is therefore payable giving a surplus after taxation of £46,879. . The transfer to specific funds has been deducted from this surplus. It was reiterated that transfers are made into the funds which the committees then utilise to meet major expenditure, the aim being to even out over time the costs of major works and capital expenditure to avoid large fluctuations in the contribution rate. A full analysis of the fund movements is given in Note 9 of the accounts on Page 12. The net funds have increased during 2009 because of capital expenditure of £5,225 and repairs/improvement costs of £25,960 being less than the transfers into the fund from committee budgets and as at 31 December 2009 amounted to £153,158. This increase was anticipated and is in line with the cyclical nature of such funds.

Report and Accounts for the Year ending 31 December 2009 (Continued)

The Balance Sheet shown on Page 7 indicated the assets and liabilities of the Association but was merely a *snap shot in time*. The notes to the accounts give further detailed information regarding the headings that appear on the face of the balance sheet. Fixed assets had been disclosed at a written down value of £337,681 to which is added the cost of the investment in subsidiary of £100. Added to this is the excess of current assets over current liabilities, the working capital of the Association in the sum of £470,058. Liabilities falling due after more than one year are deducted to disclose net assets of £807,839 and this amount reconciles to the aggregate of the specific and general funds. Mr Cardnell concluded by confirming that the Association remains in a strong financial position with sufficient funds to meet its known liabilities as they fall due. Reserves were also available to meet unforeseen costs but whether these were sufficient could not be known. He reiterated the observation that he has made at previous AGMs that the Association has to strike a balance between building adequate reserves as the village ages with ever increasing maintenance costs and creating a cash reserve that is never called upon, this being an extremely difficult task particularly in the current general economic climate.

Questions from the floor were invited. In answer to a question from Mr Ferri Jahed (Redhill Wood) in respect of depreciation shown on Page 9, the External Auditor referred Mr Jahed to Page 8 Tangible Fixed Assets which explained how depreciation had been calculated. Mr Stuart Richardson (Consultant) questioned how inflation was factored into the accounts and it was explained that statutory accounts did not account for inflation. Mr Paul Campion (Bowes Wood) queried property valuations and whether they were potentially an artificial figure. It was acknowledged that whilst the valuation may not represent a 'market' figure, it served as a basis for comparison year by year. The Village Association was not a commercial company that might be taken over. **Resolved THAT:** The Report of the Directors and the Audited Accounts for the year ended 31 December 2009 now submitted to this meeting be and are hereby adopted.

PROPOSED BY Mr Alan Pett (Consultant) and seconded by Mr Keith Wale (Consultant). Carried nem.con.

4. SPECIAL BUSINESS

- 4.1 **Ordinary resolution: (Rate of Contribution)** Stuart Richardson (Consultant and Director) considered that the proposal to keep the contribution at the same rate for a third year was a decrease in value as inflation had not been taken into consideration. He was of the opinion that it would reflect a drop of income in the region of £20k which would accumulate and he felt that more money was needed for investment. He proposed an amendment to the proposal on the table: **That** the rate shall remain the same after allowing for inflation and that the rate per 100 sq.ft should therefore be £15.75. Mark Scanlan (Colt Stead) seconded the amendment. The proposed amendment was offered to the floor for debate. Bob Stinton (Knights Croft) did express a concern that the VA were in danger of introducing an ongoing culture of nil increases, but he was against the amendment as the spending committees had produced budgets to suit a nil increase. Ferri Jahed (Redhill Wood) stated that the proposed increase should not be considered as *just an extra cup of coffee* per week as had been suggested particularly as pensions were not being increased. He also said that COM had already agreed a nil increase and this should be moved forward. Paul Campion (Bowes Wood) asked Stuart Richardson to clarify what he meant by investment in infrastructure and Stuart Richardson responded by suggesting that the Village Hall would benefit with better seating and other improvements and money could also be made available to reopen the toilets in North square. Pam Godden (Farm Holt) concurred with others in that debt was increasing, residents were finding it hard with reduced hours, cessation of overtime and paycuts. VA contributions and Society subscriptions were extra payments that had to be made but were considered to be of low priority compared with utility payments, food, clothing etc. Colin Garratt (Consultant) agreed that money should be found to improve infrastructure and was of the opinion that there were other ways to achieve this. The External Auditor reminded those present that retaining the rate of £15.40 per 100 sq.ft had been supported by the spending committee and agreed by Council of Management. A vote was taken. **FOR the amendment: 3; AGAINST the amendment: 18; Abstention: 1**

SPECIAL BUSINESS (continued)

It was **RESOLVED:** THAT the level of contribution currently due in accordance with Article 63 of the Association's regulations be and is hereby maintained at the current rate of £15.40 for each complete 100 sq.ft of internal floor space.

Proposed by Alan Pett (Consultant) and seconded by Mr Ferri Jahed (Redhill Wood) Carried: FOR 18; AGAINST: 3; Abstention: 1

5. **ELECTION TO COUNCIL** In accordance with Articles 34 and 35, Mrs Bella Kirk, Mr Alan Pett and Mr Keith Wale retired by rotation and being eligible offer had offered themselves for re-election. Mrs Pam Godden was retiring in accordance with Article 42 and was not seeking re-election creating a casual vacancy. Nominations had been received for Mr Colin Garratt (Consultant) and Mr Cameron Clark (Chapel Wood). Council member Mrs Bella Kirk expressed some doubts about the ages of those offering themselves for election to the Board and also hoped that proposed *changes* that had been mentioned would not be changes for changes' sake. She reminded those present that the Village Association was for the benefit of the villagers and should not be reinvented as a big business enterprise. Having said all this, she advised those present that she had reconsidered her position and would now be standing down which would negate the need for a vote. She stated how much she had enjoyed working with the Greenland committee and particularly the Greenland workforce who were invaluable to this village and she hoped that the future Chairman of Greenland would not make any drastic changes to what was a successful operation. The VA Chairman thanked Bella for everything that she had achieved for the village and especially for the Greenland operation particularly as over the last few years substantial compliments had been and continued to be received about the landscaping and the Greenlands workforce under the leadership of Bella Kirk had been extremely successful. Brief resumes were presented by the nominees and Mr Alan W L Pett, Mr Keith Wale, Mr Colin Garratt and Mr Cameron Clark were deemed elected to the Council of Management.

6. **APPOINTMENT OF AUDITORS**
RESOLVED: THAT Messrs F W Berringer & Co be and are hereby appointed to hold office to the conclusion of the next Annual General Meeting at which accounts are laid before the company and that their remuneration be fixed by the Directors. **Proposed by Mr Alan Pett and Seconded by Mr Christopher Broad-Manges. Carried nem con.**

The meeting concluded at 9.18pm