

KEMP TOWN ENCLOSURES LIMITED

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**Minute of Annual General Meeting held on Saturday 6 April 2024 at 10.30am at
EF International School, 1-2 Sussex Square, Brighton, BN2 1FJ**

Those present: Howard Rush (HR)

Lucy Gaubart (LG)

Amanda Catron (AC)

June Mawby (JM)

1. Introductions and Apologies for absence

Apologies for absence: Matthew Evans

Michael Benfield's resignation as of the 31st of March. Board expressed their thanks and gratitude for all the support he offered during his tenure.

2. Minutes of AGM held 8 April 2023

The Minutes were agreed as a true record.

3. Matters arising

None.

4. Report of the Board for 2024-2025

Board briefly introduced themselves.

HR advised that we started the year with an anticipated budget of approximately £117,000.00 and as of this last week, expenditure was likely to be approximately £10,000.00 less. This was an estimate and not the final account. Not all invoices yet received so likely the £10,000 underspend will be less once all accounted for.

Expected underspend on staff which is expected to be between £6,000.00 and £7,000.00. That was due to changes in personnel and periods of recruitment. Administrative roles underspent but expect to break even once all final costs are in.

There is likely to be an overspend on items like tree surgery, hedge cutting equipment, health and safety and we spent about £2,000.00 more on consumables such as plants. With the changeover in personnel and with the assistance of AC we updated a lot of the equipment to ensure that they met safety standards.

HR expressed concerns in regard to income. We were budgeted to receive £116,650 for the year which would have more or less covered expected expenditure. However, only £108,458.00 was received. Some of the reasons for this may relate to the sale of fewer

books, we had fewer parties, fewer replacement keys were required, all resulting in lower fees than was anticipated. The main categories where we did not receive funds as anticipated relate to garden rates payable by the freeholds and outsiders. Between those two categories we received £3,760.00 less than was expected. We would like to express thanks to Matthew Evans and Jonathan Rolls for their endeavours chasing these outstanding rates. It was noted that one of the Freeholder has for two years refused to pay because they say they do not use the garden.

Legal action against non payers had been considered by the Board but it was felt the cost could be prohibitive. Unless the AGM instructed otherwise, legal action would not be pursued at this stage. HR mentioned possible key change and said costs had been obtained of between £10,000 and £14,000. Electric fob entry still being investigated but concerns over reliability raised.

LG then reported on the appointment of Jason Saul as head gardener and Alfie Baker as assistant gardener following the retirement of Jeremy. The Board wished to express thanks to JM and LG in their dedication to the recruiting process. The Board also wish to thank Jeremy for all his hard work and dedication.

As mentioned in the annual report it is proposed to increase the garden rate from £1,000.00 to £1,100.00 per household. AC pointed out that likely to have to use reserves to cover deficit in 2023 accounts and this is clearly not best practice.

AC moved on to dog registrations for the garden. Only 30 dogs have been registered this year to date (56 registered in 2023). AC asked that if anyone is aware of an unregistered dog, please give them a reminder to register.

LG advised that the cost of emptying the dog bins has increased and this is currently not covered by the registration fees received thus far. AC explained the simple procedure of registering your dog.

A question was raised as to whether photos of the dogs were taken when registered. LG advised this was not done but full details taken at registration. Question raised about listing non-payers on the website. AC said possible GDPR issues. Board confirmed difference colour tags each year and the question is whether garden users would be prepared to approach someone walking an unregistered dog.

Another question was raised regarding the number of rats in the North Garden. JM advised that this will be addressed in Jason's report.

Questions were raised from the floor about possible legal avenues to take in relation to non payers of the garden rates. Solicitors letters suggested as these provoke response. No ability to place a charge on a property for non-payment of rates. Board to investigate further.

Query came from the floor about accounting Board report. Felt that Reserves could weather the small shortfall that was being expected and that rates should be left as is. Concerned that expenditure being incurred between AGMs without authority from shareholders and that if large items of expenditure are to be incurred then a one off call for additional funds should be made instead.

HR expressed concerns. Very large projects especially railings and potentially cobbles are always on the agenda. Problematic having to rely on one off calls for funds from

shareholders, especially as the rate increase proposed is modest and the first raise in two years.

Shareholder raised that they felt reserves held not adequate for to cover projects such as railings or even a serious HR issue. Argued that perhaps even more should be put away in reserve for such matters. Fully supportive of rate raise.

Shareholder doesn't feel that Board should have to keep returning to residents asking for additional fees and should be trusted. Also raised that Reserves should be held in an interest bearing account. Board to refer to Jonathan Rolls for confirmation.

Back to Board report. Gate signs have been installed reiterating that that guests must be accompanied by a resident when using the garden, and there are no dogs and no board games in the North garden.

AC reported that the newsletter is progressing well.

The Bicentennial garden party was a great success as was the coffee table book.

The Board would like to express thanks to Michael Bedingfield again for his financial contribution in getting the completion of the Secret Garden which is developing into a beautiful space.

AC has been working with Jason Saul on a significant number of health and safety matters in particular with regard to safety in the gardens, protecting residents and gardeners. Board have a duty to manage all Health and Safety matters in the gardens and buildings. Matters such as storage of equipment and use/disposal of chemicals addressed. Risk assessments have been carried out and attention paid to the condition of benches, play equipment etc, to ensure these are safe for the residents.

There has been the resignation of 4 board members during the year and the Board would like to express their sincere thanks for all their time and expertise. Whilst AC and HR are standing down and will re-offer themselves for re-election only three Board members remain who are unable to fulfil all the tasks required of the KTE board. New members invited to submit CVs for consideration.

HR felt it was important that any new member should try to commit to the Board for a minimum of 2-3 years.

5. Accounts 31 March 2023

Approved.

6. Budget and Garden Rates for 2024-2025

The budget and garden rates for 2024-2025 were approved with a majority.

7. Appointment of certified accountants

All those present agreed to continue with Chambers & Co. to examine and certify the accounts.

8. Election of Directors

The appointment of HR as Treasurer and LG as Chairperson was noted. AC and HR stood down and were re-elected. Noted resignation of LG and JM in 2024-2025 financial year.

9. Key changes.

Previously discussed.

10. Head Gardener's report

Jason Saul introduced himself and talked of his experience working in gardens such as Wisley and Kew. A full garden report has been written and is available for all residents on line. He expressed his gratitude to all the works that Jeremy had carried out during his time as head gardener. He outlined some of the works that he and the team have been doing and his plan to introduce new Regency style plants that do well on the coast. He has been propagating plants and seed sowing to save costs and to introducing new skills to the gardens teams. Some hedges have got too big and have been brought down to a manageable size.

Considering type of machinery to use for mowing lawns etc., possibly changing to electric rather than petrol which would save money and is potentially safer. Thanked all the volunteers for their help and for welcoming him into the gardens. Plumpton College students have proved a success. He has received some plant donations and he has drawn up a list of suitable trees that can be considered for the garden. Advised that there is quite a lot work needed in the North Garden particularly with regards to tree surgery. He has approached some local tree surgeons for costs.

There are badgers in garden and hoping that they will not cause too much damage to the lawns. Important to retain sustainability in the garden and re-use waste whenever possible. Jason continuing with horticultural studies.

National Gardens Day due on 5 June 2024. Some tours will be offered but scaled down from last year.

Felt that his start in the garden has gone well, appreciates all the good feedback received to date but there is still much work to be done.

Jason aware of rat issue. Rats are being fed by residents and there are a number of rat runs. Concerns about poisoning as this can adversely effect foxes and some dogs.

JM raised how much Chichester Terrace gardens had improved since Jason started. Shareholders agreed.

Jason has introduced walk rounds in the garden with the Board at regular intervals which the Board had found very helpful.

The floor expressed their thanks to Jason for all his work thus far.

Shareholder made a proposal that the KTE should perhaps consider someone as a fundraiser to develop and raise funds for the Gardens. Gardens are an important part of Regency Brighton. Board mentioned that as it is a private garden this may prove difficult but this will be added to the agenda for the next Board meeting.

11. AOB

How many garden staff do we have? Three full time garden staff employed. Agreed that probably not enough.

Brunswick Square are looking into fundraising so KTE may wish to consider.

Many gardens in West London are entered using a fob system. Perhaps consideration should be given to a key code system instead? No point changing locks unless only objective is to keep people out who have a key but shouldn't do. Codes can be circulated to all and anyone.

Warwick Square in London have fob entry and have a website. Incredibly effective. Board will look into this.

Still the issue with electricity supply to gates and associated costs but Board always open.

Shareholder raised that they felt role of Jonathan Rolls had diminished since their move to out of Kemp Town. LG advised this was not the case.

Any news on the cobbles and whether the council will be doing anything? Mark Harper advised letter from Council saying that they are not responsible despite Counsel's opinion that they were. Too risky to litigate. No development since last AGM.

Discussion held about outsiders and how they are made up and how they pay. Either leaseholders within a freehold building whereby the freeholder does not pay or from an historic call for funds from 30 years ago.

Meeting closed 12pm.