

THE BOOKHAMS RESIDENTS' ASSOCIATION

Company Limited by Guarantee - Number 10053863

Minutes of the first Directors' Meeting held on Wednesday 29th June 2016 at 4 Atwood, Bookham, Surrey, KT23 3BH at 5:00 pm

Directors Present: Peter Seaward (Chair) (PS), Michael Agius (MA), Andrew Freeman (AF), Chris Pullan (CP), Cllr. Clare Curran (CC),

In Attendance: John Howarth (Company Secretary) (JH), Nick Forrer (Minutes Secretary) (NF),

Apologies: Cllr. Simon Edge (SE),

1 Company Formation

IT WAS NOTED that the Association was incorporated as a Company Limited by Guarantee on 9th March 2016 (Company Number 10053863), further to resolutions passed at the EGM held on 11th November 2015.

2 Registered Office

IT WAS NOTED that the registered office of the Company is situated at 16 Dorking Road, Great Bookham, Surrey, KT23 4LX.

3 Directors

The first Directors of the Company nominated by the members of The Bookhams Residents' Association at the AGM on the 17th May 2016 were Peter Seaward, as Chair, Michael Agius, as Vice-Chair, Chris Pullan, as Treasurer and Andrew Freeman, as Administration Secretary.

It was reported that, in accordance with the Articles of Association, Mole Valley District Council and Surrey County Council had been invited to submit nominations for the Board and had appointed Councillor Simon Edge and Councillor Clare Curran respectively.

JH reminded the Directors of their responsibilities as defined in the Companies Acts, i.e. to ensure that the Annual Accounts and the Annual Return were filed on or before the due dates at Companies House, and to see that Corporation Tax Returns were made to HMRC. JH said that the immediate filing dates were:

- Annual Return to Companies House: 8th April 2017,
- Accounts for year ending 31st December 2016 to Companies House: 30th September 2017,
- Payment of first instalment of Corporation Tax: 9th December 2017,
- First Corporation Tax Return: 31st March 2018.

AF asked what would happen if, for whatever reason, JH was unable to file the above documents. JH said he would prepare a suitable guide for the temporary Company Secretary.

Action: JH

4 Quorum

IT WAS CONFIRMED that notice of the meeting had been given to all the Directors of the Company.

IT WAS NOTED that a quorum of Directors was present at the meeting in accordance with the Company's Articles of Association.

5 Independent Examiner

IT WAS CONFIRMED that Lawrence Penney be appointed Independent Examiner to the Company to act as such until further notice until the conclusion of the Company’s next Annual General Meeting at a remuneration rate agreed at that AGM.

6 Accounting Reference Date

IT WAS RESOLVED that the accounts of the Company be made up to 31st December each year.

7 Bankers

Chris Pullan confirmed that business accounts had been opened with Barclays Bank in Epsom. Standard Forms of mandate were presented to, and signed at the meeting. The four signatories were PS, MA, AF & CP. Any two signatories would be required to authorise payments.

8 HMRC Registration

IT WAS RESOLVED that the Company should be registered with HMRC for Corporation Tax purposes.

Action: JH

9 Insurance

The Public Liability Insurance has been updated to reflect the Company formation.

10 Next Directors’ Meeting

To be confirmed.

11 End of Meeting

There being no other business the meeting ended at 6.00pm.

Signed: by emailPeter Seaward, Chair

Dated: 15 July 2016