

Minutes of Club Los Claveles
16th January 2016
Held at Holiday Inn – Coventry

In Attendance and by Proxy:

Voting Club Members holding certificates for 763 weeks

Group of non-voting Escritura Owners

Managing Director of trustee company Hutchinson

The Club Committee

All registration documents and proxy forms were available for inspection and continue to be available upon request.

1. Welcome & Introduction

The Chairman, Albert Fletcher welcomed everyone and introduced Ray Steele and Carol Parkinson who were Committee Members sitting on the Top Table.

The Chairman advised the meeting that to date the register of all owners was still not available to him and Onagrup had refused to send out the papers for the meeting. This refusal was supported by the Trustees FNTC and that all costs (including the hire of the venue) was being covered by personal expenditure of the Committee Members who were personally out of pocket.

The Chairman advised that, at all stages, legal advice and representation had been obtained to ensure that the correct action was being taken and that all issues of probity were being adhered to. The solicitor in question has been chosen for his experience in dealing with similar issues to Los Claveles. The solicitor advised that the actions being taken by the Committee and all owners was “commendable as often, when faced with the same difficult circumstance, others would have capitulated and given in and it was very pleasing to see a group who were standing up for their legal and moral rights”

Legal advice however has to come at a cost with Spanish solicitors insisting on being paid in advance and to date the Chairman had covered the financial element of €5,000 for legal Spanish advice and £1,800 to the British Solicitor. The meeting expressed SUPPORT for the expenses to be reimbursed at some point.

The Chairman went on to assure everyone that every avenue is being explored and the work of the Committee is resulting in a huge effort of time voluntarily given with even the capacity to work into the early hours of the morning (a particular reference to Carol Parkinson). At an appropriate moment the Chairman went on to thank Rachael, Dot, Carol, Ray, Frank, Alex and the Sub-committee for their sterling and committed work. There was **audible AGREEMENT**

Via the relevant legal advice a company has now been registered in the name of Club Los Claveles and the current Committee Members were directors on behalf of the Club. The Chairman advised that the battle now would only be lost if it were starved of finance. The fighting fund was of great importance.

Point of order

Anthony Burford – Villa 51 – Weeks 27, 28

Mr Burford stated that he had spoken to Mr Pengelly the previous night and was advised by him that the group was acting unconstitutionally as 10% of all members should request in writing via post to convene a general meeting and he had seen no evidence of the relevant 10% in a written form. This was met by **GENERAL DERISION** as a number of owners argued that with the data being illegally withheld from them to argue a 10% element in writing was ridiculous. At this point the Chairman called for order amongst all in attendance. The Chairman stated all members had the right to be heard whether the vast majority of attendees were in favour or against the comments.

Sue World – Villa 80 & 68 weeks 40,41 &42.

Sue stated to the group that she was somewhat perplexed that if

Mr Burford did not recognise the meeting perhaps he could explain why he had turned up and as he had referred to the fact that he had been in communication with Wimpen on a number of instances what information would they be receiving following the meeting ?

Alex Lovatt – Villa 41, 17 – Weeks 22, 23

Mr Lovatt suggested that Mr Burford should look at section 16.2 of the constitution that states the committee have the right to call a meeting.

Dave Sutton Villa 8 – Week 24

Written notification can be equated to Email and the number of membership certificates held by owners in attendance equates to far more than 10% who have had written notification.

Gerry Gardner - Villa 58 – Week 34

Mr Gardner requested clarification as to the responsible body for conducting activities of the Club

Chairman's response to the point of order

Under the Constitution the Chairman had the right to act on behalf of the Committee and call a General Meeting of the Club. In any event, as a belt and braces approach, he had received a request from at least 12.7% of membership certificate holders to call a meeting.

RESOLVED The Chairman ruled the meeting Legal and Constitutionally correct.

In response to Mr Gardner the Chairman responded.

The Committee has the power under the constitution to call a meeting of owners and the AGM of the Club is now also under the jurisdiction of the Committee. The Chairman stressed that ownership of the properties is key and all owners should not be dictated to via external organisations. The refusal to pass over the full data base is both unethical and, in the solicitors advice received, illegal. It is the role of the Committee to decide who they want to employ and Onagrup do not have the support of the Committee. The involvement of the Development Owners Association is covered later in the Agenda.

At this point Gerry Gardner Villa 58 – Week 34

Made a concerted effort to thank the Chairman and the Committee for it's work which was received with a rousing round of applause by the floor.

General Comments from the floor

A number of impassioned speakers emphasised that the future of Los Claveles was imperative ranging from encouraging the next generations to want to be part of the complex to looking at future improvement issues ranging from solar power to maintenance issues.

2. Election of Committee members

The Chairman explained that the election of two committee members was required. One vacancy will be to replace Carol Parkinson who stands down and will run until the 2018 AGM and one to fill the vacancy of Julie Curwood. The candidate with the second highest vote will remain until the next AGM. (the persons elected will be eligible to stand again)

Following verbal statements from the candidates (and also taking into consideration previous written statements) a vote was held. In conjunction with all the relevant proxy votes and owners who voted at the meeting the following were elected.

Ann Burston –(voted in until 2018)

Roger Lindsay - (voted in until the next AGM)

The Chairman **RECOMMENDED** that the retiring Committee Members (Carol Parkinson and Ray Steele) should be Advisors to the Committee as they had knowledge and experience that needed to be passed on during these difficult times. The Chairman stated that this would need the agreement of the Committee and Advisors would not have voting rights but would be invited to all committee meetings . This was **AGREED** by the new Committee Members and by general accolade from the meeting. The Chairman placed all his proxies in favour of the meeting.

3. Instruction to FNTC. (Trustees)

Carol Parkinson introduced this item and explained the importance of the resolution in gaining control of the Resort under Spanish legislation. After a debate the motion was put.

“The trustees (FNTC) are to abide by the instructions of the Club Chairman in all matters relating to the Development Owners Association and specifically to hand all voting rights of the clubs holdings on the resort to the Chairman who will act in the best interests of the club.”

VOTE CARRIED OVERWHELMINGLY IN FAVOUR

There were 8 proxy votes recorded against the motion.

4. Committee Statement

Carol Parkinson presented the Committee Report that had been circulated. Mrs Parkinson advised the meeting that the battle and journey to where we were now had been an arduous one. All communication with the relevant Spanish organisations had been frustrating. Although it often appeared that compromise and assistance would be forthcoming the reality was that all Spanish agencies were only buying time and they had no intention of assisting all the owners. Both herself and the Chairman had in fact been threatened with legal action and abused as it became clear that the only parties who had any interest in the rights of the owners were the owners themselves with all other parties purely interested in how much money they could make.

The company structures that help run Los Claveles are all interrelated with Mr. Pengelly controlling the Development Owners Association as President with Onagrup employing Mr. Pengelly.

The refusal of Onagrup/Wimpen to hand back the Owners Database was an obvious example of the reason the owners of the apartments now have no choice but to continue on the path that has been recommended by legal support and advice.

Matters Arising from the Committee Statement

Colin Hymes Villa 20 – Week 1 (Escritura Visitor)

Confirmed in support of Carol's comments that he had seen the records of Wimpen and they were out of date by a number of years

James Gordon Villa 80, Weeks 23,24,13,14

Is it possible to get records of owners via the computer log in system?

Frank advised that the computer system was linked in to Wimpen and therefore that route was not available.

James Gordon Villa 80,23,24,34

As Wimpen is registered in Scotland can we not take action in the Scottish Courts?

The Chairman responded. Yes we can but legal action costs money that to date we do not have.

Mr. Bailey Villa 55 & 57 – Week 48,49,50

What do you think will be the reaction of First National ?

The Chairman responded – First National had implied with the British Solicitor that First National were unsure if the Committee had any support of the vast membership. The very large turnout and proxy voters prove this is not the case and may well make them rethink their position.

Robert Smith Villa 2 – Week 20,21

As finance is one of the key elements can we not just withhold our maintenance fees ?

The Chairman responded, that we have been advised that as Spanish law applies, the Committee members could find themselves in a Spanish court, should that action be taken.

David Lee Villa 67 & 69 Week 21 &22

Are we able to transfer to a new management company?

The Chairman responded, that we could if we had the money to do so, however, the only important activity of Wimpen/Onagrup is that of sending out invoices and collecting fees. At the moment Wimpen send out all the invoices and collect the relevant monies. To replace them would only need the employment of an accountant to undertake this work. A "Management Company" was not necessary.

Future Action

In answer to a question, the Chairman advised that he was in dialogue with the Office of the President of the Scottish Law Society for them to appoint an Arbitrator. The arbiter will be a senior Legal professional and there will be a cost. The Chairman is also submitting a Complaint to FNTC under their complaints procedure and if this does not resolve matters a further complaint will go to the Regulator and/or Arbiter. **This met with loud audible support.**

The Chairman stated that it had been a very good meeting which was helped by not having any time constraints. He thanked all for attending and again stressed that as a united Club the future of Los Claveles was in good hands (the hands of those who really owned the resort). The meeting was reminded that there was a Question and Answer session following the meeting at which any items could be discussed. There were no time constraints on this session either.

Meeting Closed 12.51

Signed and issued by

Albert Fletcher
Chairman
Club Los Claveles