

MINUTES OF THE 2023 ANNUAL GENERAL MEETING OF KENSINGTON GARDENS SQUARE GARDEN ASSOCIATION

Held: Wednesday 22 November 2023

St Matthew's Church Room, 27 St Petersburg Place, London W2 4LA

1. The **Rules of the Association** state that a quorum is 7 members. The meeting was therefore **quorate**, with **19 of the 27 paid-up member freeholds**, covering 40 frontages, **represented in person or by proxy**. There were also keyholders dialled in on Zoom from those freeholds represented in person, although unfortunately some IT problems were experienced. The Chair made clear at the start that the Zoom recording would be retained for the purposes of accurate minute-taking. Two members (not represented at the meeting) were in arrears at the AGM date, and so would not have had voting rights had they attended. Apologies for absence were received from Maka Salukvadze of 43-55 KGS, David Hexter and Jelena Vickovic of 46-47 KGS, Sean Dixon and Silvia Vinyes of 64 KGS, Guljeet Sahney of 68 KGS and Alex Peter of 71 KGS. The meeting register is appended to these minutes (Annex A).
2. The **draft 2022 AGM minutes** were briefly discussed. Huw Davies, a Director of 66 KGS Ltd, requested that para 19 should be amended to make clear that the member communication referenced had in fact been his email, and this change was agreed. Huw also requested that his email should be attached to the minutes of the meeting. The Secretary, Wendy Wyver explained that his email had been read out at length during the 2022 AGM, but emails from individual members would not normally be attached to an AGM record. She further noted that those wishing to read the email in full could request it from the Secretary. Gia Campari (54-55) and Olga Gonzalez (62) requested that letters from residents should be posted on the KGS website, however the Secretary said that this would not be appropriate. The minutes were then approved. There was no further discussion of matters arising, given that the key issues were also on the 2023 agenda.

Chair's Report

3. The Chair, Simon Glucina, said it had been another great year for the Garden Association, thanks both to the hard work of committee members and the volunteer spirit of the whole resident community, who had also made a huge contribution, both with gardening and watering and with supporting events. He flagged in particular:
 - ongoing excellence in **presentation of the two gardens** throughout the year, for which thanks go to garden leads Dieter Wellmann and Susanne Gahler. The flower display in the small garden, particularly in the spring, had been stunning. In the large garden, the tulip display this year had been the best ever, while Dieter continued to transform the southern end to a super place for children, with light and great plant variety. To deliver these results had taken a lot of backbreaking work, often unseen.
 - continuing development of the **Square social community**; this had really flowered since the pandemic, with over 30 people regularly attending the monthly coffee mornings – and bringing fabulous cakes! Emma Fulton and Caroline Egan-Strang had been at the heart of **this**, with gracious hosting and a genuine welcome each month. The social calendar was growing. We had hosted our first community carol event last year, and the next would be held in a week's time. We had also hosted our first, highly successful, first Shakespeare in the Square event in June, and aimed to do so again next year. Finally,

we had made the front page of Garden Square News with a temporary Christmas tree art installation in the small garden by our own Eilidh Middleton. Simon thanked garden keyholders for filling in the recent stakeholder survey organised by Caroline with great support from Brad Powell, for which results would soon be available.

- **Effective administration:** Richard Morley, the new Treasurer, had been a brilliant addition to the team, establishing new methods for tracking and forward budgeting. Wendy Wyver, the Secretary, had organised multiple committee meetings and dedicated many hours to chasing garden rate payments so we can pay our bills, and working with freeholders to drive the transition to the Community Interest Company.
4. **investments for multi-year benefit:** which had included:
- the sturdy and attractive **new garden shed** in the large garden, required because Westminster Council objected to our keeping the prior metal container shed, which had not had planning approval. This had been a time-consuming and expensive project, carried through by Simon, Dieter and Moray Angus. Many thanks were due to them and also to Oliver Dunthorne at Residential Land, who had helped us find a contractor for the site preparation and installation.
 - **Electronic keys:** the keys need changing every few years for security reasons and we decided to move to the same electronic system as at Cleveland and Leinster Squares, which is more secure. Thanks to Susanne Gahler and Mary Notaras, who had done a fantastic job of managing the change-over for hundreds of keyholders, and to IT expert Jan Kremer for his support.
 - Significant investment on **new trees** to replace those lost in recent years – e.g. to Dutch elm disease. Eight new trees are going in, seven in the large garden and one in the small garden, agreed with Westminster Council, many with seasonal colour interest, to benefit garden users for decades to come. Thanks to the tree group of Dieter, Susanne and Moray, who led on this.
5. Finally, Simon noted that Moray Angus had decided to step down from the committee at this AGM. As a longstanding member of the UK's Small Woodland Owners Group and his contribution to recent tree choices was a fitting parting gift to remember him by. The Association was incredibly grateful for him for his expert contribution over recent years. The meeting gave Moray a round of applause.
6. There were no questions for Simon at this point.

Gardening Updates

7. Dieter Wellmann, a landscape architect, gave the update on the **large garden**, drawing on a slide presentation setting out a vision for its ongoing development as an update to his similarly formatted presentation at the 2022 AGM. He said the latest new developments were the new shed and the new trees, which had taken budget priority. We had conducted our annual tree safety check and ordered seven new trees for the large garden: three disease-resistant elm trees to replace the dead elms on the south boundary, a catalpa to replace the dead holly, two new liquidambar trees (east and west

boundary) and a crab-apple tree within the southern wildlife garden zone. In January we would remove the dying holly and two more dead standing trees. Dead trees would be recycled in the garden and be used for edging and garden seats. The smaller trees and the shrubs were being pruned once or twice a year to promote growth and let light into the garden, specifically to support a healthy hedge border. The hedge was now in a good condition. Some plants were being redistributed to provide more even ground cover, and more perennials and bulbs were being planted to add variety, including daffodils, tulips and bluebells.

8. He presented and explained the ecological and horticultural principles in the garden, which are in continuity with the 2022 AGM presentation. He explained the three- stage process of developing the plant bed borders, emphasising the priority given to improving the ecological health of the garden, including upkeep of birdbaths, bird boxes and insect. log piles. The reclaimed wooden edging also helped in this regard. The focus remained on soil enrichment to support biodiversity and soil health. The lawn contained multiple flowering species, with lots of daisies. There is a nursery space at the south end of the garden for residents to leave their old plants, which we would aim to replant as far as possible in the garden.
9. A child-friendly space at the south end, with a play kitchen and pathways through the shrubs, were being maintained for children to explore – these pathways were also used for garden maintenance. Around the end of January, we would replenish the gravel (needed every 10 years or so). We were also ordering garden furniture for the spring to replace old/broken items and increase capacity. A future priority would be rebuilding the compost structure.
10. Dieter drew attention to regular initiatives in which he encouraged garden users to participate with their children, including the RSPB Big Garden Birdwatch on the last weekend of January and a Slug and Snail survey.
11. He concluded by saying that the garden was in its best health ever with good progress on creating a more equal plant distribution, resilient in the fact of changing climatic conditions, and all year cover. Next steps would be to introduce more plant diversity and flower colour throughout the year. He thanked garden users for their support.
12. In Q&A, life member Jan Kremer expressed concern at the condition of the garden, the amount of ivy in the garden and the two-year delay in ordering new gravel. Shaw Warnock (58-59) echoed some of these comments. Dieter explained that he had not introduced any new ivy into the garden, and was managing six varieties that were already there, none of them aggressive. He was using ivy as one of six or seven types of ground cover to keep a layer of plant cover which also protects moisture in the soil and promotes a healthier ecosystem. Ivy was good in this respect as it remains green in winter when most other planting was dormant or without leaves. Areas in the lawn which were deliberately unmown were either in the wildlife zone; areas around trees had not been mown to create a different wildlife habitat; we were already seeing benefits such as increased butterflies. The wildlife zone at the south end of the garden had been sown with wildflower mix for the same reason; with mixed success so far, but it was worth persisting. He noted that the shed had been the priority for this year, but, as he had previously reported, the gravel was about to be replenished – with approximately 25m³ required, spreading it would be a sizable job. Jan offered to help. Simon thanked Dieter for his detailed presentation and encouraged those present to look at the slides on the

KGSGA website and make their views known to the Committee. Wendy suggested that if we received a lot of interest we might look at holding a meeting with garden users to talk through plans and priorities and see how more volunteers might be engaged.

13. Susanne Gahler gave the report on the **small garden**. We had lost a few trees there in the past year and had planted some new ones. For example, the ailing lime tree in the NE corner had been replaced with a thriving golden Pseudo-accacia Frisia in March. A Katsura was being planted in the NW corner, as recommended by Westminster Council, which would give great autumn colour. The grass had recovered well, making a pleasant area to sit in. The ivy continued to exert pressure on the wire fence (while hiding its ugliness); we should look again at the scope for replacing this with railings. However, the estimate to do this 10 years ago was £100K, and it would probably cost more now.
14. In response to questions about garden furniture, Susanne said we were providing a table and 4 chairs on the gravel near the gate and 2 chairs on the lawn at the W end. Olga Gonzalez expressed concern that this was near the garbage bins.
15. At the end of the gardening presentations Fiona Gately of 75-77 KGS thanked the gardening team for all their work, calling the gardens “a delight to be in”. Olga Gonzalez of 62 KGS praised the welcome to be found in the gardens and the growing number of people playing an active part in the garden community.

Community and Social Report

16. Caroline Egan-Strang and Emma Fulton gave the community and social report. Caroline said that it had been wonderful to see the community grow and flourish over the past few years into a rich source of mutual support and information. The KGSGA Instagram account, run by Dieter, now had 475 followers. The coffee mornings – masterminded by Emma with support from Dieter, Caroline and Tim, were run on a shoestring budget and ever more popular, with many residents making and bringing wonderful food to share. They had been instrumental in making the garden attractive to KGS residents as a safe and friendly space. The Coronation event had been particularly special, with a photographic write-up in the SEBRA magazine. So too had the very well-attended Summer Party.
17. We had also held two special events at no cost at all to the KGSGA budget – the community carols in December and “Much Ado About Nothing” performed by Shakespeare in the Squares in June. Both had been successful and well attended – despite the deluge of rain in June! She gave especial thanks to Dieter for creating beautiful invitations for events and for setting up for and clearing up after them, including moving heavy furniture, and for using space thoughtfully to ensure that those residents not participating in the events still had space to enjoy the gardens. Olga Gonzalez praised the welcome to be found and the growing number of people playing an active part in the garden community.
18. The number of private parties held in the garden this year had been similar to last year, with children’s events directed towards the south end (where there is also some children’s play equipment donated by residents). She stressed that children have equal rights as garden users – but must be supervised at all times by their parents or another responsible adult. She noted that noise problems had increased outside the gardens in

the square – through general unruly street behaviour and drug pushers trying to move into the area, but that this noise did not emanate from the garden – as Committee lead on parties, she had found party hosts very responsive to polite requests to turn the volume down, on the rare occasions where this had been necessary.

19. Caroline made clear that the Committee would not tolerate abuse of anyone in the garden. She reminded residents that exercise is allowed, but on the gravel, and that trees and garden furniture may not be used for this purpose. She thanked those who had completed the recent garden stakeholder survey, saying that she had sent the report to the committee. She said the report on the survey findings would be sent out shortly and thanked all those who had helped process the results.
20. In Q&A, residents from 50 KGS (separate from 62 KGS Square Block, which is a member of KGSGA, asked if their 44 flats could be granted garden access. Wendy noted that we were grateful for their interest, but that this request could be difficult to accommodate as these flats were part of the wider 50 KGS development with a Westbourne Grove address. She agreed to follow up separately. Shaw Warnock noted that a previous AGM had voted against granting this property access.

Key System

21. Susanne Gahler reported on the changeover to an electronic key system which she and Mary Notaras had masterminded between August and October (Mary will lead on issuing new keys from early 2024). The new system was more secure and harder to replicate; it was also easier to track and update keyholder information. 150 keyholders had so far exchanged their keys, with a few of those who had registered still to do so (by a deadline of end December). She estimated that about 170 flats around KGS were actively using the garden. The new keys were quite valuable, and so we had asked for an extra £20 in deposit – not least to incentivise people to return their keys when they left the square, so the Committee could reassign them to others. Applicants for keys had to promise to abide by the rules of the gardens. The Committee had the power to block keys in the event of serious violations – but hoped never to need to do so.
22. In Q&A, Susanne addressed the question of why the Committee had not opted for a mobile phone-based system rather than electronic keys. She explained that, for one thing, this would have been difficult as the gates have no electricity supply. Wendy Wyver also raised the question of inclusivity – not everyone is comfortable with mobile phone-based systems.

Financial Report and Accounts, Appointment of Auditors

23. Richard Morley, the new Treasurer, thanked his predecessor Judith Schecter for the very clear filing system he had inherited. Coming onto the Committee had opened his eyes to the amount of work that goes on behind the scenes! He reported that the Committee had received garden rate income of £32,960 in the last financial year, with 3 frontages in arrears (Genesis Notting Hill). Expenditure had been £28,011 (80% for gardening and maintenance costs). We had therefore made a modest surplus. By contrast, this financial year we would run a deficit. We had drawn on the reserve account for the big projects of the new shed, land registry expenses and the electronic key system. We were also experiencing significant inflationary pressure. Insurance costs had doubled, while the

gardeners' fees had gone up 12% over the four years in which the garden rate had stayed static at £640 per frontage (with a 25% discount for social housing).

24. He therefore proposed increasing the garden rate per frontage to **£690 per frontage** (a 7.8% increase). This was **unanimously agreed**. The AGM also unanimously agreed to reappoint Treetops as our auditors for the 2023/2024 financial year.

Community Interest Company

25. Wendy Wyver reminded the meeting that in July 2021, KGSGA had been granted title by the Land Registry to the gardens in Kensington Gardens Square, after over 18 years of effort by successive garden committees. The Association is not a legal entity capable of owning land, so our Land Registry claim had been made in the name of four Trustees - of whom she was one - who now legally hold the title for KGSGA's benefit.
26. However, this had only ever intended to be an interim solution. The Association had decided at its 2015 AGM that if our Land Registry claim was successful we would transfer the title to the gardens and the Association's other assets to a specially created entity, Kensington Gardens Square Garden Community Interest Company (the CIC). Members agreed this was the best way to secure community ownership and management of the gardens for the long-term future. Among other things, it mitigated the risk of Trustees "going rogue"! Liability for member freeholds would be limited to £1, and there would be an "asset lock" preventing the gardens from being sold.
27. At the 2022 AGM, members authorised the Garden Committee to adopt revised articles for the CIC and instructed it to move ahead with getting the CIC up and running and transferring to it the assets, management and records of the Garden Association. Progress had been slower than we had initially hoped, but we were nearly there now.
28. In May the Committee had reached agreement with the owners of Garden House to fine tune the CIC articles in the light of KGSGA members' comments at last year's AGM – including by adding language preserving our flexibility to discount the garden rate for Social Housing properties.
29. In June, the four founder members of the CIC (the freeholders of 24-25 KGS, 64 KGS, 70 KGS and Garden House) had agreed a set of Special Resolutions to:
- Adopt the revised Articles;
 - Invite other KGS freeholds to join the CIC, to prepare it to enter legally binding agreements with the KGSGA to take over its business, assets and management and acquire ownership of the gardens.
 - Appoint as CIC Directors the members of the 2022 Garden Committee, (except for Moray Angus) as soon as their freeholds joined the CIC, in addition to the existing Directors (Wendy Wyver and Bruce Ritchie) and accept the resignations of previous Directors Brigitte Haupts and Jim Rea.
30. Since then, Wendy had been contacting KGSGA member freeholds to ask them to sign up. 23 of the 27 currently paid-up KGSGA had already joined. She was still pursuing 29, 42, 67 and 62 KGS – 62 (Square Block) had confirmed their intention of joining subject to their legal advice. The two members in arrears of garden rate – 43-35 and 56-57 – were not yet eligible to join, but the Committee would make every effort to get them on board.

31. She aimed to call the first general meeting of the CIC by January/February. At that meeting all Directors would be re-elected, except Bruce Ritchie of Garden House, who has a permanent Directorship. All other member freeholds in the Association would be able to nominate up to two candidates for election as Directors. The Board must have a minimum of 5 Directors and can have a maximum of 9. The Committee aimed to transfer Garden Association assets and the title to the gardens to the CIC by the end of March 2024, even if some KGSGA member freeholds had not yet joined, so that next year's garden rate invoices could go out in the name of the CIC. However, unfortunately residents in any properties that had not yet joined the CIC at that point would lose access to the gardens until their freeholds had come into membership.
32. The membership took note. There were no questions.

Election of Committee members

33. The Committee must have between 5 and 9 members. Eight members of the current committee were standing for re-election: **Simon Glucina, Wendy Wyver, Richard Morley, Dieter Wellmann, Susanne Gahler, Caroline Egan-Strang and Emma Fulton**. One additional nomination had been received, from **Sigrid Thumfart** of 60-61 KGS. All nine spoke briefly about themselves and their reasons for standing for election, and all nine were then voted in as Committee members.

Final Q&A

34. Adrian Cadbury (27-28 KGS) complained about the noise of the leafblower, which made it difficult to work from home and constituted environmental noise pollution. Couldn't a rake, much more environmentally friendly, be used instead? The Committee – already aware of the issue - sympathised and took note. Dieter promised to raise this issue with the gardeners, particularly in the coming review of their contract. Susanne noted that the leafblower was not used in the small garden, where only a rake is used. But raking is hard physical work and takes a lot longer. So a move to raking in the large garden might entail an uplift in the gardeners' hours in the autumn and/or help from volunteer community teams.
35. Mark Rowbotham (41 KGS) asked about the rules for the tenure of the Chair. Wendy replied that there was no limit in the Rules of the Association, but that all Committee members were required to stand for re-election at the AGM every year. Simon said that he had been on the committee for about 6 years.

Signed as a true record: (Simon Glucina, Chair)

Date:

Draft as of 16.12.2023

Annex A: Attendance Register

Annex B: Final Articles of Kensington Gardens Square Garden Community Interest Company