



# MOSEL BAY GOLF ESTATE HOME OWNERS ASSOCIATION

Association incorporated under section 21 of the Companies Act 1973 (as amended)

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## MINUTES OF THE 21st ANNUAL GENERAL MEETING OF THE MOSEL BAY GOLF ESTATE HOME OWNERS ASSOCIATION THAT WAS HELD ON THURSDAY, 20 DECEMBER 2018 AT 10H00 IN THE DUTCH REFORMED CHURCH HALL (“MOEDERGEMEENTE”), C/O BLAND AND CHURCH STREET, MOSEL BAY

<b>1</b>	<b><u>OPENING &amp; WELCOME:</u></b>	
	The acting chairman, Mr Martin Smith, opened the meeting and welcomed everyone present. The meeting was presented in English, and if any owners required a translation; Willem Prinsloo & Cleon Steyl were available to translate.	
<b>2.</b>	<b><u>ATTENDANCE PROXIES AND APOLOGIES:</u></b>	
	Members as per the attendance register: 69 Member Proxies received: 68	
	A legal Quorum was obtained.	
	Status Mark: Messrs WCE Prinsloo, S Koen & C Steyl	
	<b>Apologies:</b> G Smith M Mentz A Stilwell B Nortje J Van Der Zee L Haasbroek A Geldenhuys S Schultz H Jooste L Ritky	
<b>3</b>	<b><u>APPROVAL OF THE PREVIOUS MINUTES &amp; MATTERS ARISING:</u></b>	
	<b>The minutes of the AGM of 20 December 2017 were tabled and the members were asked to approve with or without amendments.</b>	
	Minutes are so approved: <b>Proposer: Mr. M Smith                      Seconded: Mr. O Ehrensperger</b>	
<b>4</b>	<b><u>ELECTION OF DIRECTORS:</u></b>	
	Current composition of the Board is 7 to coincide with the number of portfolios. Two (2) positions are vacant.	
	Status Mark received 2 nominations for the positions, therefore the directors are elected unopposed.	
	<b>Nominations received; and elected:</b> Mr. F Gerber	

	<p>Dr. N Van Noordwyk</p> <p><b>The following Board members will remain on the Board:</b>  K Otto,  P Venter  W Roux  CW Kuun  M Smith</p> <p>The Chairman thanked Mr. Blythe-Wood and G Smith for their years of service to the HOA on the Board.</p>	
5	<b><u>CHAIRMAN'S REPORT</u></b>	
	<p>The written report was circulated prior to the meeting and updated and approved at the Annual General meeting.</p> <p>The following matters were highlighted:</p> <p><b><u>Finance:</u></b> Mr W Roux is the current Chairman of the Financial Portfolio.</p> <ul style="list-style-type: none"> <li>➤ Mr Roux mentioned that arrear levies, penalties and interest in respect of one property had to be written off off due to prescription as well as the in duplim rule.</li> <li>➤ The HOA received an unqualified audit, with the budget only increasing with R100/month to R1270/month.</li> <li>➤ Some of the items leading to an increase are: <ul style="list-style-type: none"> <li>○ PSIRA</li> <li>○ Minimum wage Act</li> <li>○ 15% VAT</li> </ul> </li> <li>➤ Mr. Van Heerden: The member queried the amount under site office as well as the role/function of Irene Otto.</li> </ul> <p>Mr Roux mentions that the line items reflected in the budget are descriptive and assist with expenditure monitoring as well as control.</p> <ul style="list-style-type: none"> <li>➤ Mr. W Prinsloo: Mr. Prinsloo highlighted the different items falling under "Site office". Historically, Mrs. Otto was employed by Suiderkruis. On request of the HOA, she was brought under "Site office" as an employee of Status Mark. Since the HOA did not want to deal with labour issues, Status Mark was requested to place Mrs. Otto on their payroll. The management fee of Status Mark is separate. Status Mark also provide services to the HOA via the Site Office.</li> <li>➤ Mr. C De Jager: The member queries the legal costs incurred during the last financial year, especially since it was for one case. The member requests the meeting and new Board to at least reconsider the way forward with the case and offers his services to mediate/negotiate between the parties.</li> </ul>	

- Mr. De Jager mentions that, in his opinion, the HOA will lose the case. If we [the HOA] lose the case we will have to repay millions of Rands in collected OTB funds collected over the years
- Mr. De Jager cautions that even if the HOA wins, not all legal costs could be claimed back.
- Mr. De Jager compliments the Board on the new positive interaction with the members.
- Various members agree and request the Board to consider creating a legal sub committee as there are various legal practitioners owners on the estate.
- M Smith / W Roux: The Board acts in accordance with the MOI and as such, the conditions contained within the MOI must be enforced.
- A member states that one must be careful to continue with legal proceedings on principle alone – sometimes one must take a business decision and stop.
- Mr. Smith mentions that the arbitration award was in favour of the HOA and it was not the Board's decision to review case.
- Mr. Snyman mentions that if the budget is not approved, the Board cannot continue with the court case.
- In response Mr Roux states that opposing the review application was aligned to the MOI and the HOA legal counsel recommendation.
- Mr. D Le Roux: The member states the Board has overspent on the last financial year's budget, and requests that the Board keep to the approved budget.
- Mr. De Jager mentions that the MOI and Companies Act are not the alpha– CSOS is. And the criteria CSOS uses is reasonableness.
- Mr. E Irvia proposes that a sub committee must be co opted to research further.
- The Chairman mentions that nominations for directors were asked for when the agenda pack went out, yet only 2 nominations were received. The reality is that owners are not forthcoming to be nominated to serve on the Board.

**PR and Marketing:** Martin Smith (Chairman)

- During the year a cocktail evening was held which was attended very well.

	<ul style="list-style-type: none"> <li>➤ Several newflashes are sent out throughout the year as soon as important news needs to be shared with residents.</li> <li>➤ The recent HOA golf day held on 2 December 2018 was a great success which enabled the HOA to donate R115 000 to the Hartenbos Bejaardesorgdiens. The members and everyone involved are thanked for their efforts and contributions.</li> </ul> <p><b>Security:</b> Pieter Venter (Chairman)</p> <ul style="list-style-type: none"> <li>➤ A major development is that (Sias/Irene) can now obtain police clearances on-line through LexisNexis at a fee less than previously charged.</li> </ul> <p><b>Rules &amp; Regulations:</b> Carel Kuun (Chairman), assisted by Mr T Leonard is the Chairman of the Rules and Regulations Portfolio.</p> <ul style="list-style-type: none"> <li>➤ Mr.&amp; Mrs Kruger: The members states their case for Resolution 1 – to have 2 dogs per erf approved. Mr. Kruger states that he would like to have the Board reconsider the decision not to allow his old family dog. The member undertakes to not replace the animal.</li> <li>➤ Mr. Kuun: Whilst everyone has empathy with the situation, the Board must give effect to the Rules. Currently the rules allow only one pet per property. This resolution will be put to the vote to ascertain if owners want to change this rule.</li> </ul> <p><b>ARB:</b> G Smith (outgoing Chairman)</p> <ul style="list-style-type: none"> <li>➤ A member asked about the deck being built on a vacant erf.</li> <li>➤ M Smith / C Kuun stated this was part of a consolidated erf where the owner bought the house as well as the vacant erf adjacent. The erf will be used as a garden.</li> </ul>		
<b>6</b>	<b><u>Ordinary resolution 1: Change of Conduct Rules to allow two (2) dogs per erf</u></b>		
6.1	Members were asked to vote whether to increase the number of dogs allowed per erf from one to two.		
	<b>Proposer: G Kruger</b>	<b>Seconded: D Van Heerden</b>	
	<b>In favour: 47</b>	<b>Against: 98</b>	<b>Abstain: 0</b>
	<i>ORDINARY RESOLUTION 1 MUST BE ACCEPTED BY A MAJORITY VOTE, THEREFORE ORDINARY RESOLUTION 1 WAS NOT ACCEPTED</i>		
	<b><u>Ordinary Resolution No2 : Police clearance for workers</u></b>		
6.2	Members were asked to vote on whether to do away with the requirement for police clearance for workers in cases where the resident supervises the work directly. After discussion at the meeting, the proposer withdrew the resolution,		

	<p>therefore no voting was necessary.</p> <p>Thus the status quo will remain. If a resident needs to bring a temporary worker onto the estate, the resident may contact the Estate Manager with the ID of the worker(s) whereafter permission may be granted.</p> <p>For permanent workers to obtain police clearance, the HOA can now, via Status Mark, obtain police clearances through LexisNexis. This process is much faster than going to a police station.</p> <p><b>Proposer: D Van Heerden      Seconded: G Kruger</b></p>		
	<b>In favour: N/A</b>	<b>Against: N/A</b>	<b>Abstain: N/A</b>
	<b><i>ORDINARY RESOLUTION 2 WAS WITHDRAWN, THEREFORE NOT VOTED ON.</i></b>		
<b>7</b>	<b><u>Ordinary Resolution No 3 (Financial Statements)</u></b>		
<b>7.1</b>	Consideration and Approval of Financial Statements as presented: The financial statements were audited by independent auditors.		
	<b>In Favour: 112</b>	<b>Against: 20</b>	<b>Abstain: 10</b>
	<b><i>ORDINARY RESOLUTION 3 MUST BE ACCEPTED BY A MAJORITY VOTE, THEREFORE ORDINARY RESOLUTION 3 WAS ACCEPTED.</i></b>		
	<b><u>Ordinary Resolution No 4 ( Budget)</u></b>		
<b>7.2</b>	<p>The budget for 2019/2020 was tabled.</p> <p>The budget estimates for the ensuing financial year were circulated prior to the Annual General Meeting.</p> <p>The budget was approved by the meeting.</p> <p>The new levy from 1 July 2019 will be R1270/month.</p>		
	<b>In favour: 110</b>	<b>Against: 23</b>	<b>Abstain: 9</b>
	<b><i>ORDINARY RESOLUTION 4 MUST BE ACCEPTED BY A MAJORITY VOTE, THEREFORE ORDINARY RESOLUTION 4 WAS ACCEPTED</i></b>		
<b>8.</b>	<b><u>Ordinary Resolution No 5 (Appointment of Auditors)</u></b>		
<b>8.1</b>	Jean Pretorius was appointed as Auditor for the ensuing year.		
	<b>In Favour: 119</b>	<b>Against: 0</b>	<b>Abstain: 20</b>
	<b><i>ORDINARY RESOLUTION 4 MUST BE ACCEPTED BY A MAJORITY VOTE, THEREFORE ORDINARY RESOLUTION 5 WAS ACCEPTED</i></b>		
	<b><u>Ordinary Resolution No 6 (Auditor's Remuneration)</u></b>		
<b>8.2</b>	The meeting approved the auditor's remuneration.		
	<b>In Favour: 119</b>	<b>Against: 0</b>	<b>Abstain: 20</b>

	<i>ORDINARY RESOLUTION 6 MUST BE ACCEPTED BY A MAJORITY VOTE, THEREFORE ORDINARY RESOLUTION 6 WAS ACCEPTED</i>		
<b>9</b>	<b><u>MATTERS OF WHICH PRIOR WRITTEN NOTICE HAS BEEN RECEIVED BY THE 13<sup>TH</sup> DECEMBER 2018 NO LATER THAN 10H00</u></b>		
<b>9.1</b>	<b>AREA 7 (ERF 15228) – AREA NEXT TO SAN VINCENTE</b>		
	<p>The Chairman briefly gave some background on the situation:</p> <ul style="list-style-type: none"> <li>➤ In 2017 with the Knysna fires as well as the fire spreading from Village on Sea; the HOA received official notice from the Fire Department to have the area cleared for brush fires. Complaints from residents opposite the Golf Estate were received by the Municipality.</li> <li>➤ Upon closer inspection, it was found that the entire area (3.167ha) is owned by the Mossel Bay Golf Estate, therefore the responsibility to maintain rests with the HOA.</li> <li>➤ The Municipality was questioned regarding the “Butterfly Reserve” status, however they have nothing official on record which designates this specific portion of land as being "butterfly sensitive"</li> <li>➤ With the original development in 1997, there was an item from the Lepedopterist Society to ensure there were not endangered species in the the entire Golf Estate. Neither the Municipality or Status Mark have any documents regarding any endangered species being found.</li> <li>➤ Subsequent to meeting with the Municipality, Fire Department and Department of Forestry, the HOA had to bruch cut the area and create a fire break of 5m.</li> <li>➤ Seeing that the area is the property of the HOA, the Board considered this asset an opportunity to create financial and individual ownership value for Home Owners.</li> <li>➤ With 43 “off cuts” on the Estate, this was potentially a viable piece of land to consider developing.</li> <li>➤ The Board by way of a sub committee decided to circulate a questionnaire to the members to gauge their feeling regarding possible future development of the area.</li> <li>➤ The 3 possible options proposed were: <ul style="list-style-type: none"> <li>○ A frail care with wellness centre</li> <li>○ Additional erven</li> <li>○ Keep site as is</li> </ul> </li> <li>➤ At this time there are no plans to develop. Further investigation must be done.</li> <li>➤ Owners will be kept abreast with process and a Special General Meeting will be called once a decision needs to be taken.</li> <li>➤ Isolde Bayne stated that purchasors are not being told the truth by estate agents. Especially when it comes to</li> </ul>		

	Milkwood trees. The member requires assistance with trimming of same.		
<b>11</b>	<b>GENERAL</b>		
<b>11.1</b>	<b>FIBRE INTERNET</b>		
	<p>The HOA negotiated with TELKOM to install the fibre backbone on the estate at no charge. The installation is currently underway and is set to be completed around March 2019 (if on schedule).</p> <p>Once the backbone is installed, the individual owners may approach service providers to connect to their individual properties. The Board is also busy with talks with ISP's to provide services. Since the network is open, residents may use any service provider.</p>		
<b>12</b>	<b>CONCLUSION</b>		
	<p>In conclusion Mr Smith thanked his fellow board members, especially Mr. Blythe-Wood and Mr. G Smith who have served the Board with distinction.</p> <p>All members and their families are wished a joyous festive season.</p> <p>The meeting adjourned at 12H19</p> <p>Distribution: Minutes book All owners</p>		