



# MOSSEL 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 ADJOURNED 24<sup>th</sup> ANNUAL GENERAL MEETING OF THE MOSSEL BAY GOLF ESTATE HOME OWNERS ASSOCIATION THAT WAS HELD ON WEDNESDAY, 22 DECEMBER 2021 AT 10H00 IN THE DUTCH REFORMED CHURCH HALL ("MOEDERGEMEENTE"), C/O BLAND AND CHURCH STREET, MOSSEL BAY

<b>1</b>	<b><u>OPENING &amp; WELCOME:</u></b>	
	The chairperson, Willem Roux, opened the meeting and welcomed everyone present. A special welcome was extended to the HOA's auditor, Kobie Human. The meeting was presented in English and Afrikaans. 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: 70 Member Proxies received: 105  The Chair informed the meeting that according to a recent legal decision, there is no time limit on the submission of proxies. While this was not communicated to members prior to the meeting, proxies were accepted up to the start of the meeting as normal.  The meeting agrees that all proxies should be accepted.	
	A legal Quorum was obtained.  Status Mark: Messrs WCE Prinsloo, S Koen & C Steyl	
	<b><u>Apologies:</u></b> Pieter & Engela Venter Dieter Schulze Ian Janse van Rensburg Peet Bierman JD van Reenen John Collins Frans Gerber Nico Lourens Dr. Stephan Olivier Anton Geldenhuys Andre Schoeman Michael Mentz Catherine Bell Hennie Coertse Louis Dutton Dr. Derckson D Langford D Malan	
<b>3</b>	<b><u>APPROVAL OF THE PREVIOUS MINUTES &amp; MATTERS ARISING:</u></b>	
	<b>The minutes of the AGM held on 28 December 2020 were tabled and the members were asked to approve with or without amendments:</b>  Minutes were so approved: <b>Proposer: Mr. H Stiglingh      Seconded: Mr. A Du Toit</b>  <b>Matters arising:</b> <b>6.2:</b> The Chair mentions that OR5 was not approved. Therefore, while OR2 was approved, there was no way to fund the new fund as OR5 was not approved. As such, OR2 could not be implemented.	

	<b>Contractor's gate:</b> At the last meeting there was a request to investigate the possibility of utilising the contractor gate for owners and upgrade the entrance at Church street. However, since the last meeting the actual contractors using the gates increased.	
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<b>4</b>	<b><u>ELECTION OF DIRECTORS:</u></b>	
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	<p>The current composition of the HOA Board is 6 directors. A director has been appointed to lead each of the portfolios, namely: Finance, Architectural Review Board and Golf Club, Rules and Regulations, Communications, Maintenance and Environment (these two portfolio's have been amalgamated) and Security. Three (3) portfolios – Security and Communications and Maintenance - are vacant.</p> <p>Status Mark received 6 (six) nominations for these vacant portfolio's.</p> <p>The Board will consider to co-opt a director as and when needed.</p> <p><b>Nominations received:</b>  K Otto  N Van Noordwyk  W Galgut  W Nel  C Kuun  A Jonker</p> <p><b>Nomination withdrawn:</b>  W Galgut  N Van Noordwyk (no longer available for election)</p> <p><b>Nominations elected:</b>  A Jonker  C Kuun  W Nel</p> <p><b>The following directors resigned at the meeting:</b>  Willem Roux (Chair)  Engela Kruger (nee Olivier) (Rules)</p> <p><b>The Board therefore consists of the following members:</b>  K Otto  F De Lange  W Nel  A Jonker  C Kuun</p> <p>The Chair expressed gratitude to Peet Bierman (who resigned on 1 December 2021) for his years of service to the HOA. He has led the Finance portfolio and has contributed immensely to the healthy financial position of the HOA.</p> <p>The Chair wished the new board members well for their new term.</p> <p>A member also expressed his appreciation to the new board members who made themselves available and hope they will be more reasonable.</p>	
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<b>5</b>	<b><u>CHAIRMAN'S REPORT</u></b>	
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	<p>The Chairperson's annual report was circulated prior to the meeting. Significant matters covered in the report were emphasized at the meeting.</p> <p>Following the presentation of the report members were given the opportunity to raise questions and/or comment on the contents of the report.</p>	
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**Finance:** (Chaired by Mr P Bierman - not present (outgoing))

- Mrs. E Grobler questioned why the Road fund amounts differ when added to that of the stated reserves?
- Mrs. E Grobler also questioned why the questions received by a member were not answered before the meeting?
- The Chair stated that the request was that the questions be answered at the meeting.
  
- A member asked why the levies received decreased from the last fin year?
- The Chair stated that there was a large arrears owner who settled together with prescription write off. Levies received in advance also decreased.
  
- A member asked why the maintenance line item was so much last year.
- The Chair mentioned that this amount included the upgrades of the gates, widening of roads and other various maintenance items.
  
- A member asked about the security amount for the new budget.
- The Chair mentioned that this amount is fixed due to PSIRA and the HOA can only accept the costs.
  
- A member asked about the professional fees item.
- The Chair mentions that in the budget this item is split into Environmental costs and Environmental report.

**ARB and Golf Club:** (Chaired by Dr N van Noordwyk(outgoing))

Mr. Wannenburg requested that the Guidelines be interpreted in a consistent manner.

**Rules:** (Chaired E Kruger - not present (Resigned))

- A member asked how the Board could make rules during the year and not refer it to the AGM as was the case during previous years?
- The Chair mentions that in terms of the MOI, the Board is empowered to make rules not in consistent with; or change rules made at AGM.
  
- A member asked, should legal action be instituted by members against the Board, will the Board request approval from the AGM to defend?
- The Chair mentions that there are various articles in the MOI which empower the Board to defend action against the HOA.
  
- A members asked if a property is owned in a legal entity, if there is a limit on the amount of members of the legal entity to use and enjoy the property?
- The Chair stated that there is no limit.

**Security:** (Chaired by F De Lange)

- Mr Roux asked how the contractors are managed at the gates?
- Mr. Roux states that he had work done at his property while he was away and it transpired that several items were stolen during the renovations.
- The Chair requested that this matter be referred to the Estate Manager and the Security Subcommittee to investigate.

Mrs. E Grobler challenges the last paragraph of the Chairman's report as the perception on the estate is that the actions of the Board is "clearly not to the benefit of all members".

**6 Ordinary resolution 1:** Consideration and approval of the financial documents attached (including the director's approval, auditors' report, balance sheet, income statement)

6.1 ➤ Proposer stated case for motivation.

		<b>Proposer: W Roux</b>	<b>Seconded: N Van Noordwyk</b>
	<b>In favour: 161 (93.06%)</b>	<b>Against: 12</b>	<b>Abstain: 7</b>
	ORDINARY RESOLUTION 1 MUST BE ACCEPTED BY A MAJORITY VOTE, THEREFORE <b>ORDINARY RESOLUTION 1 WAS ACCEPTED</b>		
<b>Ordinary Resolution No2: Approval of auditor's remuneration (2021/22) and appointment for 2022/2023</b>			
6.2	Members were asked to vote on the auditor remuneration and appointment for the new financial year.		
	➤ Proposer stated their case for motivation.		
		<b>Proposer: W Roux</b>	<b>Seconded: N Van Noordwyk</b>
	<b>In favour: 172 (100%)</b>	<b>Against: 0</b>	<b>Abstain: 11</b>
	ORDINARY RESOLUTION 2 MUST BE ACCEPTED BY A MAJORITY VOTE, THEREFORE <b>ORDINARY RESOLUTION 2 WAS ACCEPTED</b>		
<b>Ordinary Resolution 3 – Approval of the budget for 2022/23</b>			
6.3	Members were asked to vote on the operating budget for 2022/2023.		
	➤ Proposer stated their case for motivation.		
	➤ New levy of R1450 per month from 1 July 2022 approved.		
		<b>Proposer: W Roux</b>	<b>Seconded: N Van Noordwyk</b>
	<b>In favour: 160 (94.67%)</b>	<b>Against: 9</b>	<b>Abstain: 11</b>
	ORDINARY RESOLUTION 3 MUST BE ACCEPTED BY A 60% MAJORITY VOTE, THEREFORE <b>ORDINARY RESOLUTION 3 WAS ACCEPTED</b>		
<b>Ordinary Resolution 4 – Capital Expenditure Budget 2022/23: Procure Speed Camera</b>			
6.4	The proposer stated their case for motivation of the resolution.		
	➤ A member asked if contractors will also be fined?		
	➤ K Otto mentions that all residents and contractors will be fined if they speed.		
	➤ A member states that, although he is not against the speed cameras in principle, the implementation as proposed is illegal as the roads in the Estate are in fact public roads. Therefore only an accredited law enforcement official conduct speed camera tests.		
	➤ The Chair mentions that the road inside the estate are private roads.		
		<b>Proposer: E Kruger</b>	<b>Seconded: K Otto</b>
	<b>In favour: 115 (64.61%)</b>	<b>Against: 63</b>	<b>Abstain: 2</b>
	ORDINARY RESOLUTION 4 MUST BE ACCEPTED BY A 60% MAJORITY VOTE, THEREFORE <b>ORDINARY RESOLUTION 4 WAS ACCEPTED</b>		
<b>Ordinary Resolution 5 - Capital Expenditure Budget 2022/23: Erf 15228 (Area 7): Sub-division, rezoning, development approval and sale of erven</b>			
6.5	➤ Proposer stated their case for motivation.		
	➤ Dr. Van Noordwyk states that should the resolution fail, no further development is possible.		
	➤ Several members indicated their opposition to the resolution and questioned why the owners in Myrica were not included in the consultation process.		
	➤ Other members stated that the main reason they purchased on the Estate was precisely for the open		

	<p>area in Myrica.</p> <ul style="list-style-type: none"> <li>➤ A member questioned how many proxies the Board holds and asked the Board to declare.</li> <li>➤ The Chair mentioned that the MOI does not limit the amount of proxies a person may hold, and it is not required to declare amount.</li> </ul> <p style="text-align: center;"><b>Proposer: N Van Noordwyk                      Seconded: W Roux</b></p>		
	<b>In favour: 50 (27.93%)</b>	<b>Against: 129</b>	<b>Abstain: 2</b>
	ORDINARY RESOLUTION 5 MUST BE ACCEPTED BY A 60% MAJORITY VOTE, THEREFORE <b>ORDINARY RESOLUTION 5 WAS NOT ACCEPTED</b>		
<b>6</b>	<b>Ordinary Resolution No 6:</b> Capital Expenditure Budget 2022/23: Design and construct extension to current Estate Manager Office. Subject to Municipal approval.		
<b>6.1</b>	<ul style="list-style-type: none"> <li>➤ Proposer stated their case for motivation.</li> <li>➤ NvN mentioned that if the resolution is accepted, the plans will go out to tender.</li> </ul> <p style="text-align: center;"><b>Proposer: N Van Noordwyk                      Seconded: K Otto</b></p>		
	<b>In Favour: 127 (72.16%)</b>	<b>Against: 49</b>	<b>Abstain: 5</b>
	ORDINARY RESOLUTION 6 MUST BE ACCEPTED BY A MAJORITY VOTE, THEREFORE <b>ORDINARY RESOLUTION 6 WAS ACCEPTED.</b>		
<b>7</b>	<b>Ordinary Resolution No 7:</b> Short term letting		
<b>7.2</b>	<p><b>This resolution was withdrawn.</b></p> <ul style="list-style-type: none"> <li>➤ Mrs. E Grobler requested to read out a statement from the proposer who could not attend.</li> <li>➤ The Chair stated that the reading of the statement will not be allowed.</li> <li>➤ Mrs. E Grobler requested that the minutes must reflect that the authorised and mandated proxy of the proposer was denied opportunity to speak.</li> <li>➤ The Chair so noted.</li> <li>➤ A member stated that a previous AGM allowed short term letting, it cannot now be changed by the Board.</li> <li>➤ Several members mentioned that unhappiness exists on the estate due to the current rules.</li> </ul>		
<b>8.</b>	<b>Special Resolution No 1: Change of MOI: Insertion of Article 13.13 – Approval of change of Conduct Rules by AGM</b>		
<b>8.1</b>	This resolution was withdrawn.		
<b>9.</b>	<b>MATTERS OF WHICH PRIOR WRITTEN NOTICE HAS BEEN RECEIVED BY THE 13<sup>TH</sup> DECEMBER 2021 NO LATER THAN 10H00</b>		
<b>10.</b>	<b>GENERAL</b>		
<b>14.1</b>	<b>Short term letting</b>		
	<ul style="list-style-type: none"> <li>➤ Several members speak and read out statements from members who could not attend; who feel that the Board could not restrict the rights of members by disallowing short term letting.</li> <li>➤ A member mentions that when he bought a property, there was no mention that short term letting was illegal on the estate; or that the Board would take away that right. He further mentions he incurred substantial costs to renovate his property; and will lead further substantial losses if not allowed to conduct short term</li> </ul>		

	<b>letiting.</b>		
<b>11.</b>	<b>CONCLUSION</b>		
	<p>Mr. O Ehrensperger thanked the Board for their work.</p> <p>In conclusion the Chairperson thanked his fellow board members.</p> <p>All members and their families are wished a joyous festive season.</p> <p>The meeting adjourned at 12H37</p> <p>Distribution: Minutes book All owners</p>		

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