



MOSSEL BAY GOLF ESTATE HOME OWNERS ASSOCIATION NPC

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

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MINUTES OF THE 26th ANNUAL GENERAL MEETING OF THE MOSSEL BAY GOLF ESTATE HOME OWNERS ASSOCIATION THAT WAS HELD ON THURSDAY, 9 NOVEMBER 2023 AT 18H00 IN THE MOSSEL BAY GOLF CLUB, 17th AVENUE, MOSSEL BAY

1	<u>OPENING & WELCOME:</u>	
	The chairperson, Dr. Nick Van Noordwyk, opened the meeting and welcomed everyone present. A special welcome was extended to the HOA's auditor, Lizaan Van Der Bank. The meeting was presented in English and Afrikaans. If any owners required a translation, Lize Uys & Jaco Stander were available to translate.	
2.	<u>ATTENDANCE PROXIES AND APOLOGIES:</u>	
	Members as per the attendance register: 101 Member Vote Proxies received: 116	
	A legal Quorum was obtained.	
	Status Mark: Messrs J Stander & S Koen & Miss L Uys	
	Apologies received: Dr Stephan Olivier Herman Wolff Paolo Mastrogiuseppe Rensche Potgieter John Collins DR Lorraine Blaauw De Wet Coetsee Ferdie Kirsten Etienne Van Zyl Llewellyn Brooks Steve en Erna Olivier Francois en Hannelie Borchardt Jean Borchardt Claudia Buntschu Noel en Alida Hudson Peter Askew	
3	<u>APPROVAL OF THE PREVIOUS MINUTES & MATTERS ARISING:</u>	
	The minutes of the AGM held on 21 December 2022 were tabled and the members were asked to approve with or without amendments: Minutes were so approved: Proposer: Mr. W Roux Seconded: Ms. A Wessels	
	The minutes of the Adjourned SGM held on 16 March 2023 were tabled and the members were asked to approve with or without amendments: Minutes were so approved: Proposer: Mr. A Jonker Seconded: Mrs. M Fryer	
4	<u>ELECTION OF DIRECTORS:</u>	
	The current composition of the HOA Board is 6 directors, Mr A Jonker and Mr W Nel resigned and in terms of article 16.1, Mr Henry Böning and Mr Peet Beetman rotate. Status Mark	

	<p>received 3 (three) nominations for these vacant portfolio's.</p> <p>Nominations received; and elected: P Bierman H Böning P Mastrogiuseppe</p> <p>The Board therefore consists of the following members: P Mastrogiuseppe N Van Noordwyk P Ackerman P Bierman P Venter S Roth H Böning</p>	
5	CHAIRMAN'S REPORT	
	<p>The Chairperson's annual report was circulated prior to the meeting. The following significant matters covered in the report were emphasized at the meeting by the chairman:</p> <p>Finance: The Chairperson stated that the finances of the HOA are in an extremely healthy state with appropriate levels of reserve funds. He thanked Mr P Bierman for taking good care and control over the HOA finances. The chairman mentioned that a CSOS case was registered by Mr Jacobs against the HOA Board and also a defamation case against the Chairman and HOA. The court case could end up in High Court and thereby result in legal fees which is not budgeted for. The HOA Board will then have to call a special levy to cover the legal fees expenses.</p> <p>Security: The security cameras was installed on the seaward side of the estate and works very well. Various persons were identified by the cameras timeously and prevented from entering the estate since installation. The cameras is programmed to white-out immediately upon turning towards properties on the estate and do not influence the privacy of residents. The contract with the previous security company on the estate was terminated due to multitude of issues experienced. A tender was lodge to appoint a new security company where after Suiderkruis was appointed. Suiderkruis will be responsible for the security on the estate in overall. The chairman remind the owners of the cost for monitoring of the alarms which is included in their monthly levies. Owners is advised to consider the implementation of an alarm system at their houses. The only cost is for payment of the installation of the alarm system by Suiderkruis Security. The chairman thanked Mr Venter for the huge improvement in security since his appointment as Security Portfolio Director.</p> <p>Maintenance: The chairman thanked Mr S Roth for doing a sterling job as Maintenance Portfolio Director. The gardens is in a very good shape. The contract with Bow Tie includes that they solely work on the estate and includes the estate gardens.</p> <p>ARC: The chairman stated that the ARC is a very difficult portfolio and one that under the leadership of Henry Böning has been very well managed. A resolution was added to the AGM Agenda to amend the ARC Guidelines to make provision for modern tendencies. The estate is almost fully developed with only 10 open erven left.</p> <p>Rules: The chairman stated that Mr P Ackerman did an incredible job with the portfolio which can be measured in the fact that the sub-committee started with 24 conduct rules violations and ended with 2 conduct rules violation at the last meeting. Mr Ackerman and the Letting sub-committee was responsible for the compiling of the draft letting document. The chairman urged members to make themselves available for the portfolio. It was noted that Mrs Grobler handed out legal letters to members at the entrance of the hall. Point 10.1 and 10.2 of the letter demanded that the HOA Board withdrawn ordinary resolutions 9 and 10 be removed from the Agenda. The HOA Board has no authority to remove the resolutions submitted by members and</p>	

	<p>it will be against the Companies Act to remove the resolutions.</p> <p>Managing Agent: The chairman thanked Status Mark and especially Mr J Stander for their support and worked through the year. The chairman explained that the reason to move the AGM to November is because most owners is staying on the estate and occupying properties permanently which is confirmed by the 99 owners attending this AGM. This is the largest attendance ever.</p> <p>The Chairman thanked all Directors for all their efforts and emphasize that it's not an easy task being a Director.</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> <p>Legal fees: (Chaired by Dr N Van Noordwyk)</p> <ul style="list-style-type: none"> ➤ Mr Van Der Merwe stated that he concurred and echo with the last part of the Chairman's report where the chairman thanked the Directors for the job they do, it's not a paid and thankful job and also thanked the Directors families. A massive amount of good work has been done by the HOA Board and is noted. He is however deeply perturbed about the possible litigation mentioned in the Chairman's report and the possibility of a special levy raised upon owners to fund the legal fees. It is the wrong route to go, owners will not pay for legal fees for any matter that can be resolve amicably between parties. Why fight against each other in a small community and litigating. Litigating is not the right way to go and he cannot approve the Chairman's written report if the reference to possible legal fees for litigation is still included, because later the Board can come back to owners and stated that they was informed of the special levy. The members won't stand for additional levies to fund litigation. Resolutions 9 and 10 has the potential of further litigation, and his guidance to the Chairman and "whatsapp groups" is to take anything controversial or polarizing from the Agenda. There is no urgency in taking decisions and dividing a small community in opposing camps. His plea to the Chairman on his written report, to withdraw resolutions 9 and 10 and take more time and get groups together to find a amicable way forward. ➤ The Chairman stated that he appreciate the comments of Mr Van Der Merwe. ➤ Mr N Van Heerden asked if the matters regarding the financial statements and auditors report that was voted against by members at the previous AGM will be dealt with under the financial resolutions. He stated that he agrees partially with the comments of Mr Van Der Merwe. The HOA Board has no authority to withdrawn resolutions submitted by members, let's vote on the resolutions and get it done. ➤ The Chairman stated that the matters will be dealt with by Mr Bierman under the financial resolutions. ➤ The Chairman stated that Mr Wannenburgh can't speak on behalf of a member, he is a proxy holder and the proxy only entitle him to vote on behalf of the member. 	
6	Ordinary Resolution No 1 (Financial Statements)	
6.1	<p>Consideration and Approval of Financial Statements as presented: The financial statements were audited by independent auditors.</p> <ul style="list-style-type: none"> ➤ Mr P Bierman stated that the financial statements was circulated with the Agenda. The financial statements has been prepared by the auditors and gone through their quality control department in Johannesburg. The HOA auditors is independent and they were themselves also audited the end of last year by SAICA and received a clean report. Therefore there should be no question regarding the auditors. ➤ Mr G Van Rensburg stated that he noted on the financial statements that there is insurance. See property valued in the statements for R48 etc. He wants to know what the policy was of the fixed property on the estate. 	

	<ul style="list-style-type: none"> ➤ Mr P Bierman replied that fixed properties is valued on market value. When the developer started the development of the estate, it was the price he paid for the property. The HOA can do two things, one is the reevaluate the property of estate and institute a valuations reserve and get sworn valuers which will cost a lot of money or leave the value of the property at cost like the developer has done. The property is insured at market value and that is the insurance premium paid towards. The other insurance is for Directors Liability. All assets are insured. ➤ Mr G Van Rensburg asked whether the insurance policy shouldn't be part of the Agenda, because at other HOA's which he is Chairman of the insurance form part of the Agenda. ➤ Mr P Bierman replied that the MOI doesn't prescribed that insurance must form part of the AGM Agenda. The other is estates is sub-sectional and therefore insurance must form part of their Agenda. ➤ Mr N Van Heerden asked if the HOA Board took any actions against the auditors after members voted against the financial statements and auditors report at the 2022 AGM. ➤ Mr P Bierman stated that the auditors report submitted at the AGM was in concept and not finalized. When the SGM was held in March 2023 the auditors report and financial statements was approved. The auditors act on the internal controls and what management or financial sub-committee at that stage asked them to do. The auditors is totally independent. The financial statement was concept like the current statements tabled at this AGM and will be signed by the auditors after the members approve it. ➤ Mr W Nel asked what is in the Capex budget and can it be shared with members. ➤ Mr P Bierman stated that there is two resolutions for capital expenditure as part of the Agenda. At no stage the capital 5 Year Capital Plan forms part of the Agenda, no rule exist that prescribe the inclusion of the capital plan in the Agenda. ➤ Mr W Nel asked that changes is made so that the 5 year capital plan can be included in the Agenda and financial statements and circulated to all members. ➤ Mr P Bierman stated that the MOI must then be amended. No financial statements include capital plans. ➤ Mr W Nel stated that it must be minuted that members is not allowed to know what is included in the 5 Year Capital Plan. <p style="text-align: right;">Proposer: P Bierman Seconded: N Van Noordwyk</p>
	<p style="text-align: center;">In favour: 169 (91.85%) Against: 15 Abstain: 9</p>
	ORDINARY RESOLUTION 1 MUST BE ACCEPTED BY A MAJORITY VOTE, THEREFORE ORDINARY RESOLUTION 1 WAS ACCEPTED
	Ordinary Resolution No 2 (Auditor's Remuneration)
6.2	<p>Mr P Bierman address the meeting and emphasize that RAIN is a National Audit Company with their Head Office in Johannesburg. The service delivered by RAIN Auditors is excellent. RAIN received full marks from SAICA on the quality check done during October 2022. He propose that RAIN Auditors is accepted and their remuneration.</p> <p>The meeting approved the auditor's remuneration.</p> <p style="text-align: right;">Proposer: P Bierman Seconded: N Van Noordwyk</p>
	<p style="text-align: center;">In favour: 174 (94.57%) Against: 10 Abstain: 9</p>
	ORDINARY RESOLUTION 2 MUST BE ACCEPTED BY A MAJORITY VOTE, THEREFORE ORDINARY RESOLUTION 2 WAS ACCEPTED
	Ordinary Resolution No 3 (Budget)
6.3	<p>The budget for 2024/25 was tabled.</p> <p>The budget estimates for the ensuing financial year were circulated prior to the Annual General Meeting.</p> <ul style="list-style-type: none"> ➤ Mr Bierman stated that the budget was drawn up on a zero base basis and will result in the levies increasing from R1500 to R1600 per month. A profit in an excess of R100 000 was made after an amount of R409 000 was written off for the theft of the security cameras. In fact the profit was in excess of +R500 000. Interest earned is taken in consideration with reference to article 4.2.9 of the MOI that stated all assets and income must be taken in consideration to reach the objectives of the estate. ➤ Mr Van Der Merwe stated that he personally doesn't have a problem with the budget. The budget is well done and he is happy to approve it. He however needs clarity on the issue raised earlier regarding

	<p>the litigation and special levy. The members is not willing to fund litigation and he wants clarity. The chairperson can't have a sweeping statement that the HOA Board will come to members with a special levy to fund litigation. The members need concrete facts on how the litigation expenses will be dealt with before the budget is approved.</p> <ul style="list-style-type: none"> ➤ The Chairman stated that he can't give any commitment because the matter needs to be dealt with in terms of what the MOI prescribed. ➤ Mr Van Der Merwe propose that the HOA don't go the road of litigation and rather find solutions amical among ourselves. If there needs to be litigation, then a special meeting must be held with members. ➤ Mr P Bierman stated that what Mr Van Der Merwe is asking, is outside the ambit of the meeting. The HOA had litigation 3 years ago which cost the owner in excess of R1m and all legal fees was recovered by the HOA. Mr Van Der Merwe is welcome to come and sit on the HOA Board if he feels the current HOA Board is not capable. ➤ Mr Van Merwe stated that there is issues that is contentious and polarizing. He asked the HOA Board and members to be responsible and lets not think about special levies for legal fees. He wants a decision at the meeting. ➤ The Chairman stated that a decision can't be taken at the meeting regarding the litigation process and legal fees. The HOA Board will communicate with members and informed them of what the lawyers recommend. A special meeting will be convened to give members the opportunity to direct the HOA Board. ➤ Mr Van Der Merwe indicated that he is happy with the chairman's comment. ➤ Mr J Kriek stated that the chairman is interrupting members and treating them as children, he needs to handle the meeting in a better manner. ➤ Mr S Jacobs stated that he has power of attorney from his wife who is the owner of the property on the estate. He has a question on the financial statements. ➤ The chairman stated that Mr S Jacobs and is wife is involve in an ongoing CSOS case with the HOA Board. The HOA Board was advised by their lawyers that Mr Jacobs must not be allowed to address the members while the case is sub judice. ➤ Mr G Van Rensburg asked why sundry expenses was increased with 103%. ➤ Mr P Bierman stated that sundry expenses also include an amount for HOA Board meetings, the AGM and refreshments. ➤ Mr N Van Heerden stated that no matters that's sub judice should be discussed at the meeting. <p>The budget was approved by the meeting.</p>
	<p style="text-align: right;">Proposer: P Bierman Seconded: N Van Noordwyk</p>
	<p>In favour: 162 (91.01%) Against: 16 Abstain: 15</p>
	<p>ORDINARY RESOLUTION 3 MUST BE ACCEPTED BY A MAJORITY VOTE, THEREFORE ORDINARY RESOLUTION 3 WAS ACCEPTED</p>
	<p>Ordinary Resolution 4 (Cameras on borders of Cecil Sheppard Street, Schoeman Street, 11th Avenue and 21st Avenue)</p>
6.4	<p>Members were asked to vote to spend R50 000 on cameras to be installed on the cameras on the borders of Cecil Sheppard Street, Schoeman Street, 11th Avenue and 21st Avenue.</p> <ul style="list-style-type: none"> ➤ Mr F Gerber asked why security cameras is installed at other areas where palisades are, the HOA must not get paranoid. The security cameras was installed because the specific area at the St.Blaize Hiking Trail has no fence. ➤ The Chairman stated that next to the estate at Village-on-Sea 12 cases of housebreak and theft occurred where palisades are. Security is paramount and increase the value of your property. Potential buyers is prepared to pay more for properties because of the security. The additional security cameras was purchased as a special deal from the previously approved R500 000.00 funds.
	<p style="text-align: right;">Proposer: P Venter Seconded: S Röth</p>
	<p>In favour: 186 (96.37%) Against: 7 Abstain: 2</p>
	<p>ORDINARY RESOLUTION 4 MUST BE ACCEPTED BY A MAJORITY VOTE, THEREFORE ORDINARY RESOLUTION 4 WAS ACCEPTED</p>

Ordinary Resolution 5 (Approval of changes to the Conduct Rules with or without amendments)						
6.5	<p>Members were asked to approve 2 minor changes to the rules which will make the management there off easier.</p> <ul style="list-style-type: none">➤ Mr F Gerber stated that golf carts was excluded from Conduct Rule 8.6 previously.➤ The Chairman replied that golf carts can be parked outside.➤ Mr G Wiltgen asked who decide what a recreational vehicle is, because he has a beach buggy. Is a beach buggy not allowed to be parked outside?➤ The chairman replied that Conduct Rule 8.6 refers to a recreational vehicle used for accommodational purposes. <p style="text-align: center;">Proposer: P Ackerman Seconded: N Van Noordwyk</p> <table><tr><td>In favour: 168 (89.36%)</td><td>Against: 20</td><td>Abstain: 7</td></tr></table> <p style="text-align: center;">ORDINARY RESOLUTION 5 MUST BE ACCEPTED BY A MAJORITY VOTE, THEREFORE ORDINARY RESOLUTION 5 WAS ACCEPTED</p>			In favour: 168 (89.36%)	Against: 20	Abstain: 7
In favour: 168 (89.36%)	Against: 20	Abstain: 7				
Ordinary Resolution 6 (Approval of changes to the Security Rules with or without amendments)						
6.6	<p>Members were asked to vote on the changes to the Security Rules for approval and condonation.</p> <ul style="list-style-type: none">➤ Mr Venter stated that the Security Rules was circulated earlier the year along with several newsflashes to all members.➤ Mr B Nortje don't understand why it's necessary for a member to apply to the HOA Board for permission to activate the cell phone numbers of his family members and wait for feedback until after the next Board meeting was held. Status Mark did handle the registration of cell phone numbers for several years with no problems and if a member misuse the system report him to the HOA Board.➤ Mr P Venter stated that the registration of cell phone numbers is still administrated by Status Mark. If there is a grey area then Status Mark will refer the specific application to the HOA Board for approval. Family can still be activated.➤ Mr B Nortje stated that what Mr Venter stated is in contradiction with the new wording of Security Rule 5. The "old" wording should be kept unchanged for Security Rule 5➤ The chairman asked what Mr B Nortje propose regarding the changes of Security Rule 5.➤ Mr B Nortje stated that the old wording is adequate of Security Rule 5, but propose that the wording be reworded to read that Status Mark will refer grey area applications to the Security Sub-committee for consideration. Ms W Rossouw seconded the proposal.➤ The chairman asked the members to vote on the proposal by show of hands. <p>Outcome of Poll: 100% In Favour and was therefore accepted.</p> <p style="text-align: center;">Proposer: P Venter Seconded: N Van Noordwyk</p> <table><tr><td>In Favour: 152 (80.00%)</td><td>Against: 38</td><td>Abstain: 5</td></tr></table> <p style="text-align: center;">ORDINARY RESOLUTION 6 MUST BE ACCEPTED BY A MAJORITY VOTE, THEREFORE ORDINARY RESOLUTION 6 WAS ACCEPTED</p>			In Favour: 152 (80.00%)	Against: 38	Abstain: 5
In Favour: 152 (80.00%)	Against: 38	Abstain: 5				
Ordinary Resolution 7 (Approval of changes to the Architectural Guidelines with or without amendments)						
6.7	<p>Members were asked to vote to amend the Architectural Guidelines.</p> <ul style="list-style-type: none">➤ Proposer stated case for motivation.➤ Mr B Nortje stated that dark grey roofs is popular on the estate which blends in perfectly with the installation of solar panels. He personally thinks the colour schemes needs more thought. Why can't the estate manager not approve colour schemes instead of the ARC to prevent unnecessary delays.➤ Mr H Böning stated that is why members are invited to make themselves available to serve on the ARC sub-committee. It's important to stay with natural colours. Roof paint is standard, that's why a list of manufacturers with the colour schemes will be compiled. There won't be any delays for approval of paint colours.➤ Mr B Norte asked if dark grey will be allowed or not?➤ Mr H Böning stated that the ARC Guidelines prescribed charcoal but some manufacturers don't have the colour charcoal but entrasite which is an almost black colour which is not acceptable.➤ Mr F Gerber stated that to make it easier for members that wants to paint that the ARC compile a colour scheme cart that is not acceptable to the HOA. Can't the rule about double storey houses be included.➤ The Chairman replied that discussions was held with the Municipality and they also slipped-up. Only one					

	<p>erven left and has therefore no effect anymore.</p> <ul style="list-style-type: none"> ➤ Mr E Hobbs mentioned that he support the dark grey colour for roofs. ➤ Mr B Nortje propose that dark grey should be removed from the proposed amendment 2.9.5 of the ARC Guidelines. ➤ Mr E Hobbs seconded the proposal of Mr B Nortje. ➤ The members requested that the dark grey be removed from 2.9.5 Vote by poll – Members in favour. ➤ Mr Wiltgen asked that an RLA international colour scheme be distributed among members of the paint colours that's allowed. ➤ The Chairman stated that a paint colour scheme chart of allowed paint colours for roofs will be available at the site office. <p style="text-align: center;">Proposer: H Böning Seconded: N Van Noordwyk</p>
	<p style="text-align: center;">In Favour: 145 (77.96%) Against: 41 Abstain: 9</p>
	<p style="text-align: center;">ORDINARY RESOLUTION 7 MUST BE ACCEPTED BY A MAJORITY VOTE, THEREFORE ORDINARY RESOLUTION 7 WAS ACCEPTED</p>
	<p>Ordinary Resolution 8 (Approval of the obligation to build penalties)</p>
6.8	<p>Members were asked to approve and condone the obligation to build penalties.</p> <ul style="list-style-type: none"> ➤ Proposer stated case for motivation. ➤ The obligation to build penalties will be from this date onwards be equal to the monthly levy. ➤ Any undeveloped erven sold from this date on, will only be awarded one obligation to build grace period to the member that developed the erven. If the erven is sold again, no grace period will be given. <p style="text-align: center;">Proposer: H Böning Seconded: N Van Noordwyk</p>
	<p style="text-align: center;">In Favour: 173 (90.58%) Against: 18 Abstain: 4</p>
	<p style="text-align: center;">ORDINARY RESOLUTION 8 MUST BE ACCEPTED BY A MAJORITY VOTE, THEREFORE ORDINARY RESOLUTION 8 WAS ACCEPTED</p>
	<p>Ordinary Resolution 9 (Short-term letting)</p>
6.9	<p>Members were asked to vote that no letting of a unit/property for less than 30 (thirty) calendar days be allowed in order to comply with Art 13.1.16 of the MOI and Conduct Rules 15 and 18 respectively.</p> <ul style="list-style-type: none"> ➤ Proposer stated case for motivation. ➤ Mr I Janse Van Rensburg stated when he bought a property on the estate, he was allowed to conduct short-term letting. Case laws sent by his lawyers to the HOA Board prove that short-term letting is not a business. If short-term letting is regarded as a business than it's also applicable to long-term letting and members working from their properties. They have a right as Funseekers to do short-term letting. He oppose ordinary resolution 9. ➤ Mrs E Grobler wanted to know why the letter to members was not circulated as requested her lawyers. ➤ The Chairman stated that if the HOA Board allows the distribution of personal letters from one member to other members, they need to to allow al members to use this facility to communicate private issues with all members. ➤ Mrs E Grobler stated that the HOA Board has a fiduciary duty to look at proposals and resolutions proposed and insure they are properly proposed and seconded. This resolution proposed changes to Conduct Rules 15 and 18 for the reason it's against the MOI. Changing conduct rules 15 and 18 doesn't prohibit short-term letting, because in the MOI Section 7.8 allows members to let upon furnishing the managing agent with an undertaking that tenants will abide to the rules. If short-term letting is banned all kinds of letting should be banned. She dispute that there is a difference between short-term- and long-term letting. This should have been a special resolution which requires a 75% vote to change article 7.8 of the MOI. ➤ Mr C Kuun stated that it's important that all members present take note that the illusion that's proposed with this resolution that states that the Conduct Rules is in non-compliance with the MOI is false and the assumption wrong. This is not his opinion, but the proposer is in possession of a CSOS case which he lost because of wrongful interpretation. There is also several legal opinions obtained on this matter from Dr Van Breda. If members vote in favour of this resolution they must take note that it can be reversed on a wrong interpretation.

	<ul style="list-style-type: none"> ➤ Mr W Roux stated that lots of members clap hands and shout, but don't know the facts. The letter Mr Janse Van Rensburg refers to is a case of Hillside Village. The adjudicator in this case had the view on which he base his decision of an article written by SG Van Der Merwe. SG Van Der Merwe base his view on a court decision in 2007. It's very important that members get the facts. He refers to a High Court case in 2019 of Sally Catherine Nickel and the Paddocks Body Corporate. The court agrees with Paddocks Body Corporate that Sally Catherine Nickel is in dispute with the conduct rules because she has no written approval for conducting short-term letting which the court regarded as running a business. ➤ The Chairman stated that the resolution is a proposal put forward to members to make a decision on not taking it further with legal opinion discussions. Members must vote. ➤ M Du Toit inquire if those members with proxies had all the facts to vote on this matter. She put on record that she won't pay any legal fees constituting out of this resolution. ➤ Mr Van Der Merwe commented that it's clear that the matter is contentious and there is facts on both sides. He asked if there is not away incorporating the MOI and Conduct Rules and take more time on the matter and get groups together. This matter goes further than voting on it. ➤ The Chairman stated that he is led by the MOI which was approved by members. The matter is controversial. The HOA Board doesn't have the right to make a decision on a resolution put forward by members. The HOA Board did sit down and look at solutions to solve matters and therefore did table resolution 10. ➤ Mr F Gerber commented that the MOI make provision for guesthouses and letting in terms of article 11. ➤ Mr B Meintjes commented that this matter is not unique to this estate. It seems most estates is against short-term letting. Is all members conducting short-term letting registered with the HOA Board? Short-term letting puts an extra burden on security and cost members more. Short-term letting cause extra activities. He asked that a moratorium is placed on all new short-term letting applications. ➤ Mrs E Grobler request that the HOA Board scrap this resolution as it is improperly proposed as a ordinary resolution and not a special resolution. ➤ The Chairman commented that to change conduct rules, an ordinary resolution must be taken. Let members vote on the resolution. ➤ Mr J Kriek requested that the meeting vote on the resolution. ➤ Mr G Steyn stated that he is confuse on the principal of how this resolution was presented to the members by the proposer. The proposer mentioned during his presentation that working from home is a business and not allowed in terms of the MOI. Due to Covid members is compel to work from home. ➤ The Chairman commented that work from home was not a business and so approved at the 2022 AGM.
	<p style="text-align: center;">Proposer: W Roux Seconded: J Alexander</p>
	<p style="text-align: center;"><i>In Favour: 92 (48.68%) Against: 97 Abstain: 6</i></p>
	<p style="text-align: center;">ORDINARY RESOLUTION 9 MUST BE ACCEPTED BY A MAJORITY VOTE, THEREFORE ORDINARY RESOLUTION 9 WAS NOT ACCEPTED</p>
	<i>Ordinary Resolution 10 (Letting procedure)</i>
6.10	<p>Members were asked to approve the letting procedure.</p> <ul style="list-style-type: none"> ➤ Proposer stated case for motivation. ➤ Mr S Jacobs stated that if resolution 9 passed, then resolution 10 will be irrelevant. Let's get the results of resolution 9 before continue with resolution 10. ➤ The Chairman replied that letting procedure is applicable to short-term letting and long-term letting. If resolution 9 passed then resolution 10 will still be applicable to long-term letting procedures. ➤ Mrs E Grobler stated that members don't have problems with conduct rules to control the behaviour of members and guests. There should be rules, but it should not infringe on member's enjoyment of properties. The proposal doesn't make sense and is still in draft form. What does it mean if members vote on a document in draft format, does that mean that amendments to the document can be made afterwards members vote on it? Some of the rules in the document is absurdity having your neighbouring giving insight on the use of your property, it will never stand in any court if it is voted in. This will result in members approaching the courts for relief. She plea to the HOA Board to scrap this resolution. Let's sit around the table and formulate a proper letting procedure. ➤ The Chairman stated that the reason for the letting proposal being in draft form, is because the members at the AGM must approve it before becomming final. The HOA Board doesn't have the right to scrap the resolution. He heard the concerns and adds that the document was circulated several times given members ample opportunity for input.

	<ul style="list-style-type: none"> ➤ Mrs E Van Niekerk stated that she agrees with Mrs E Grobler. The problem is not short-term letting but the identifying of persons accessing the entrance gates. ➤ Mr B Nortje stated that it's a very clear that the letting procedure wants to place an extra burden on members. The letting procedure limit the amount of persons occupying a room to 2 while the conduct rules states 3 persons per room. ➤ Mr F Grobler stated that they replied on all versions of the letting procedure and no feedback was given to them. None of their tenants cause a security reports or misbehave. ➤ The Chairman stated that this comment is not correct and that the SAPS has been contacted for domestic violence at one of Mr Grobler's units where a man and women attacked each other. ➤ Mr S Jacobs congratulate the HOA Board on the letting procedure, but it's not a finished document. He wanted it minuted that he was not allowed to address the meeting.
	<p style="text-align: center;">Proposer: P Ackerman Seconded: N Van Noordwyk</p>
	<p style="text-align: center;">In Favour: 93 (49.21%) Against: 96 Abstain: 7</p>
	<p style="text-align: center;">ORDINARY RESOLUTION 10 MUST BE ACCEPTED BY A MAJORITY VOTE, THEREFORE ORDINARY RESOLUTION 10 WAS NOT ACCEPTED</p>
	<p>Ordinary Resolution 11 (Access Systems)</p>
6.11	<p>Members were asked to vote to spend R400 000 on upgrading the access systems.</p> <ul style="list-style-type: none"> ➤ Proposer stated case for motivation. ➤ Mr G Wiltgen stated the access systems should be handled with care because it effects the security of the estate. Security cameras and biometric systems can be linked together. It should be clarified who will have access to the face recognition/biometric system and security cameras. The budget of R400 000.00 is for 1st phase, how many funds will be needed for further phases. ➤ Mr S Röth commented that palm reading and face recognition is fairly inaccurate and phasing out in most estates. The system proposed by the HOA Board is based on vehicle make and number plates. The current system applicable will be followed with contractors. The security cameras and speed cameras will be linked to determine that persons entering the gates went into the correct direction on the estate. Most approval for access will be the owner's responsibility. The R400 000.00 is a pure budget. ➤ Mr B Nortje asked that members read the resolution carefully especially the cost factor of R400 000.00 for phase 1 only which will keep escalating. The e-tag system is in place although there is flows and the cell2gate system that can be fixed. He wants to see persons using a phone with Bluetooth to open the gates. Any security system is as good as it's weakest link. The weakest link on the estate is the palisade fencing where the last break-in happened 12 years back. Let's address the current system flaws rather than investing a lot of funds on a totally new system. ➤ Mr N Van Heerden commented that he did had a look at the crime statistics and as stated by the Minister we are in a war against crime. To address security the threats must be identified. At other estates it occur the criminals got access by booking through Airbnb and then break into houses. Members must look after themselves and for your own safety vote in favour of the resolution. ➤ Mrs D Galgut stated that it's her understanding that part of the resolution includes that owners will have to pay for their visitors speeding fines, and that if we agree to this resolution, we agree to pay these fines. The Chairperson asked the meeting to vote on the matter. The proposal was not accepted. ➤ The Chairman stated that the funds asked is to start the project and urge members to make themselves available to serve on the project team.
	<p style="text-align: center;">Proposer: S Röth Seconded: N Van Noordwyk</p>
	<p style="text-align: center;">In Favour: 143 (75.48%) Against: 49 Abstain: 3</p>
	<p style="text-align: center;">ORDINARY RESOLUTION 11 MUST BE ACCEPTED BY A MAJORITY VOTE, THEREFORE ORDINARY RESOLUTION 11 WAS ACCEPTED</p>
	<p>Special Resolution 1: Amendment of Art 31.2 of the MOI</p>
7.1	<p>Members were asked to vote to amend Art 31.2 of the MOI to increase the spending limit over and above the budget from R150 000 to R300 000.</p> <ul style="list-style-type: none"> ➤ Proposer stated case for motivation. ➤ Mr S Jacobs stated that it is proposed to amend Article 31 as where a legal opinion was obtained from Dr Willie Van Breda which recommend that Article 31 be removed from the MOI. What purpose do

	Article 31 serve if the budget is subject to approval of members at an AGM. Logical thinking is to remove Article 31.		
	Proposer: P Bierman Seconded: N Van Noordwyk		
	In Favour: 125 (68.31%)	Against: 58	Abstain: 11
	SPECIAL RESOLUTION 1 MUST BE ACCEPTED BY A 75% MAJORITY VOTE, THEREFORE SPECIAL RESOLUTION 1 WAS NOT ACCEPTED		
	Special Resolution 2: To amend the MOI by removing reference to Section 15 of the Act		
7.2	<p>Members were asked to vote to amend the MOI to remove reference to Section 15 of the Act, in order to avoid confusion.</p> <ul style="list-style-type: none"> ➤ Proposer stated case for motivation. ➤ Mrs E Grobler stated that she don't understand from the explanations why the articles must be removed if the MOI is already subjected to the Companies Act. ➤ The Chairman stated that these article in the MOI indicate that the MOI is not under the direction of the Companies Act which is wrong. These articles state that the articles of the Law can be changed by the MOI. To adhere to the Companies Act the MOI needs to be changed as advised by the HOA lawyers. <p style="text-align: right;">Proposer: P Ackerman Seconded: N Van Noordwyk</p>		
	In Favour: 144 (81.36%)	Against: 33	Abstain: 15
	SPECIAL RESOLUTION 2 WAS ACCEPTED BY A 75% MAJORITY VOTE, THEREFORE SPECIAL RESOLUTION 4 WAS ACCEPTED		
8	GENERAL		
	No matters discussed.		
9	CONCLUSION		
	<p>All members and their families are wished a joyous festive season.</p> <p>The meeting adjourned at 20H50</p> <p>Distribution: Minutes book All owners</p>		

APPROVED AT AGM 2024-11-07