



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 23rd ANNUAL GENERAL MEETING OF THE MOSSEL BAY GOLF ESTATE HOME OWNERS ASSOCIATION THAT WAS HELD ON MONDAY, 28 DECEMBER 2020 AT 10H00 IN THE DUTCH REFORMED CHURCH HALL ("MOEDERGEMEENTE"), C/O BLAND AND CHURCH STREET, MOSSEL BAY

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| 1 | <u>OPENING & WELCOME:</u> | |
| | 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. | |
| 2. | <u>ATTENDANCE PROXIES AND APOLOGIES:</u> | |
| | Members as per the attendance register: 27 Member Proxies received: 65 | |
| | A legal Quorum was obtained. | |
| | Status Mark: Messrs WCE Prinsloo, S Koen & C Steyl | |
| | <u>Apologies:</u> Dr. Rudolph & Teresa Olivier David Gouws Rian & Liza-Marie Steenkamp Lesley Ritkey Louis Dutton Isolde Bayne George Morrison Nico & Nicola Lourens Dr. Stephan Olivier Vic and Anne Moll Pieter Venter Gerhardt & Marie van der Gryp Frans Gerber Oscar Ehrensperger Karl Meissner-Roloff Derek & Ralie Andresen Evelyn de Villiers Rene Gebert Dick Adcock John Collins Hettie Delport Almerie Fourie Jean Borchardt Francois, Hannelie & Jean Borchardt Karin & Albert Melvill Hennie Coertse Jeanette & Richard Fouracres Peet Bierman Dr. Nick van Noordwyk | |
| 3 | <u>APPROVAL OF THE PREVIOUS MINUTES & MATTERS ARISING:</u> | |
| | The minutes of the AGM held on 20 December 2019 were tabled and the members were asked to approve with or without amendments: Correction: Ordinary Resolution No2: Registration of golf carts at Status Mark and the display of the erf number on the golf cart was accepted with a majority vote. | |

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| | Minutes were so approved: Proposer: Mr. S Jacobs Seconded: Mr. J Gouws | | |
| 4 | <u>ELECTION OF DIRECTORS:</u> | | |
| | <p>The current composition of the HOA Board is 7 directors. A director have been appointed to lead each of the portfolios, namely: Finance, Architectural Review Board and Golf Club, Rules and Regulations, Communications, Maintenance and Environment (thesetwo portfolio's have been amalgamated) and Security. Two (2) portfolios – Security and Communications - are vacant.</p> <p>Status Mark received 2 (two) nominations for these vacant portfolio's.</p> <p>The Board will consider to co-opt a director as and when needed.</p> <p>Nominations received; and elected: F De Lange (Security portfolio) W Roux (Communications portfolio)</p> <p>The Board therefore consists of the following members: K Otto F De Lange W Roux Dr. N Van Noordwyk P Bierman E Olivier</p> <p>The Chairperson expressed gratitude to Pieter Venter for his years of service to the HOA. He has led the Security portfolio and has contributed immensely to residents enjoying a safe and secure environment.</p> <p>Frans Gerber resigned during the year. During his tenure he was always willing to share his experience and knowledge. For this fellow Board members are grateful.</p> <p>Messrs. JR Blythe-Wood and G Smith are also thanked for their valuable contribution during their co-opted term.</p> | | |
| 5 | <u>CHAIRMAN'S REPORT</u> | | |
| | <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> <p><u>Finance:</u> (Chaired by Mr P Bierman)</p> <ul style="list-style-type: none"> ➤ Mr. Schulze asked if a CAPEX plan was available and if he could be furnished with a copy thereof. The Chairman stated that the CAPEX plan is available on request. ➤ Mr Schultze also inquired about members in arrears. In response the Chairperson informed that the Debtors Book were actively pursued by the Board. Various approaches are adopted to recover any monies owed to the HOA. Failing these efforts over a 60-day period, the matter is handed to the HOA's lawyers for debt collection. ➤ Mr Schulze requested more details with regard to the legal fees and settlement of the OTB matter. In his reply the Chairperson highlighted that the OTB matter was resolved amicably. Although a small portion of the interest was written-off in terms of the prescription | | |

principle, all legal fees incurred by the HOA, the OTB penalties and interest on these amounts were included in the settlement. The settlement, however, did take into account legal counsel advice, further delays and costs associated with the taxing of legal fees. At the beginning of October 2020, the full settlement amount was paid by the home owner.

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

- Mr. Snyman inquired whether the co-operation agreement with the Golf Club had been finalised, and if so, at what general meeting was it approved or where did the Board obtain a mandate to conclude the agreement. He recalls that the last communication from the HOA Board was during April 2020.

In reply the Chairman confirmed that a co-operation agreement between the Municipality, Golf Club and HOA was signed on 7 December 2020.

At 2019 AGM members made a range of different proposals on what the co-operation agreement should entail. However, the meeting was unanimous that a co-operation agreement must be concluded by 30 June 2020.

The HOA Board considered the different suggestions and narrowed it down to three proposals. During March 2020 these proposals were sent to members to choose one of the options. At the end of April 2020 members were informed which option was selected by most members and that this option will now form the basis of negotiations with the Golf Club. Unfortunately, the Covid-19 lockdown regulations posed a challenge in respect of interaction with the Club. After negotiations deadlocked, the Board decided to approach the Deputy Mayor to mediate between the parties. This enabled the HOA and Club to reach an agreement on matters that must be included in the agreement.

On 6 November 2020 a draft co-operation agreement was presented to HOA members. It was requested that members raise objection if they disagreed with the proposal. Three objections were received and considered by the Board, whereafter the Board proceeded with concluding the agreement.

The Chairperson highlighted that the MOI makes provision for the Directors to enter into agreements on behalf of the HOA.

Concluding the Chairperson indicated that the total cost of the agreement to the HOA is less than the amount approved at the 2019 AGM.

- Mr. Jacobs requested that a copy of the agreement be distributed to owners.
- The Chairperson indicated that this will be done by Status-Mark.

- Mr. Vorster inquired about the communal garden areas and if there is a map depicting this. He also wanted to know if the paint colour of the Church Street entrance is the final colour and whether the colour is part of the approved colours of the estate.
- In answering the Chairperson stated that the layout of the estate changed slightly from the original developer, but that the approved Survey General drawings is available from the Municipality. Status Mark and the HOA Board use these drawings to identify owners' erven, private open space owned by the HOA. The latter includes roads, pavements, swimming pools, gardens and bushed areas.
Common areas are maintained by the HOA using the services of contractors. Currently, the main contractor for this service is Bow Tie. The matter of owners who have established gardens beyond the boundaries of their erven will be addressed during 2021.
- Mr. K Otto confirmed that the final colour of the buildings at the Church and Schoeman Street entrances will be in accordance with the colour palette of the HOA.

- Mr. Snyman wanted to know what the Board plans to do about improving safety for pedestrians. The layout, structures and objects placed in some gardens which border onto the road make it impossible for pedestrians to use the supposed side-walks. Furthermore, in some instances these structures and objects pose a risk to motorists

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| | <p>and their vehicles.</p> <p>➤ Responding the Chairperson indicated that the Board is in the process of addressing identified problem areas for the HOA, as well as with respective owners. While the HOA have created a number of new paved walk-ways, which significantly improved pedestrian safety, more remains to be done.</p> <p>Although the road reserve is HOA common property these areas have over time become an extension of owners’ garden layout. There are numerous benefits for the HOA in respect of this development. On the other hand, the matter needs to be controlled in a balanced approach.</p> <p>This is a complex issue as the road design, terrain layout and vegetation in common areas impact this matter. The original development made no specific provision for pavements.</p> <p>Considering the road design and lay-out the Conduct Rules limit speed to 25km/h together with a significant number of speed calming humps.</p> <p>Area 7: (Chaired Mr K Otto)</p> <p>➤ Mr. Jacobs inquired about the envisaged development of this area, as well as progress with the desktop study that was approved at the 2019 AGM. He also requested that a home owner elected representative from that area of the estate be co-opted onto the committee dealing with this matter.</p> <p>➤ Responding the Chairperson stated that the Covid-19 regulations restricted progress with the desk-top study. However, it can be confirmed that no Environmental Impact Assessment or Basic Environmental Assessment is required. Therefore, there are no restrictions in developing this area if so, elected by members of the HOA in accordance with the MOI.</p> <p>The Chairperson agreed that an elected home owner representative from that area of the estate will be co-opted onto the committee once the proposed desk-top study report has been received and discussed by the Board.</p> <p>➤ The desk-top study proposal is awaited and will be appropriately communicated with owners.</p> | | |
| 6 | Ordinary resolution 1: Creation of capital and maintenance budget | | |
| 6.1 | Members were asked to vote whether to create a capital budget for maintenance. | | |
| | ➤ Proposer stated his case for motivation. | | |
| | Proposer: D Schultz | Seconded: I Janse Van Rensburg | |
| | In favour: 45 (49.45%) | Against: 46 | Abstain: 1 |
| | ORDINARY RESOLUTION 1 MUST BE ACCEPTED BY A MAJORITY VOTE, THEREFORE ORDINARY RESOLUTION 1 WAS NOT ACCEPTED | | |
| | Ordinary Resolution No2: Limit of capital fund | | |
| 6.2 | Members were asked to vote on the limit of the fund – proposed at one year’s levy income. | | |
| | ➤ Proposer stated his case for motivation. | | |
| | Proposer: D Schultz | Seconded: I Janse Van Rensburg | |
| | In favour: 57 (63.33%) | Against: 33 | Abstain: 2 |
| | ORDINARY RESOLUTION 2 MUST BE ACCEPTED BY A MAJORITY VOTE, THEREFORE ORDINARY RESOLUTION 2 WAS ACCEPTED | | |
| | Ordinary Resolution 3 – Investment of funds | | |
| 6.3 | Members were asked to vote on whether to invest the funds in a separate fund/account. | | |

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| | <p>➤ Proposer stated his case for motivation.</p> <p style="text-align: center;">Proposer: D Schultz Seconded: I Janse Van Rensburg</p> |
| | <p style="text-align: center;">In favour: 60 (66.67%) Against: 30 Abstain: 2</p> |
| | <p style="text-align: center;">ORDINARY RESOLUTION 3 MUST BE ACCEPTED BY A MAJORITY VOTE, THEREFORE ORDINARY RESOLUTION 3 WAS ACCEPTED</p> |
| | <p>Ordinary Resolution 4 – Use of funds only per AGM/SGM resolution.</p> |
| 6.4 | <p>The proposer stated his case for motivation of the resolution.</p> <p style="text-align: center;">Proposer: D Schultz Seconded: I Janse Van Rensburg</p> |
| | <p style="text-align: center;">In favour: 61 (67.03%) Against: 30 Abstain: 1</p> |
| | <p style="text-align: center;">ORDINARY RESOLUTION 4 MUST BE ACCEPTED BY A MAJORITY VOTE, THEREFORE ORDINARY RESOLUTION 4 WAS ACCEPTED</p> |
| | <p>Ordinary Resolution 5 - Budget Increase of R304 pa per erf until capital fund equals one year of levies</p> |
| 6.5 | <p>➤ Proposer stated his case for motivation.</p> <p style="text-align: center;">In favour: 42 (46.47%) Against: 48 Abstain: 2</p> |
| | <p style="text-align: center;">ORDINARY RESOLUTION 5 MUST BE ACCEPTED BY A MAJORITY VOTE, THEREFORE ORDINARY RESOLUTION 5 WAS NOT ACCEPTED</p> |
| 6 | <p>Ordinary Resolution No 6 (Financial Statements)</p> |
| 6.1 | <p>Consideration and Approval of Financial Statements as presented: The financial statements were audited by independent auditors.</p> <p>The auditing firm recently changed from Jean Pretorius to Rain Auditors due to the fact that Jean Pretorius sold and incorporated his audit practise to Rain.</p> <p>➤ Mr. D Schulz queried the HOA golf day income/expense. ➤ The Chairman mentioned there is a separate income and expense statement for the Golf Day. ➤ All the monies less expenses were donated.</p> <p style="text-align: center;">Proposer: Peet Bierman Seconded: W Roux</p> |
| | <p style="text-align: center;">In Favour: 89 (98.89%) Against: 1 Abstain: 2</p> |
| | <p style="text-align: center;">ORDINARY RESOLUTION 6 MUST BE ACCEPTED BY A MAJORITY VOTE, THEREFORE ORDINARY RESOLUTION 6 WAS ACCEPTED.</p> |
| 7 | <p>Ordinary Resolution No 7 (Budget)</p> |
| 7.2 | <p>The budget for 2021/22 was tabled.</p> <p>The budget estimates for the ensuing financial year were circulated prior to the Annual General Meeting.</p> <p>➤ Members are welcome to have details to the line items.</p> <p>The budget was approved by the meeting. The new levy from 1 July 2021 will be R1400/month.</p> <p style="text-align: center;">Proposer: Peet Bierman Seconded: W Roux</p> |

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| | In favour: 87 (96.67%) | Against: 3 | Abstain: 2 | |
| | ORDINARY RESOLUTION 7 MUST BE ACCEPTED BY A 60% MAJORITY VOTE, THEREFORE ORDINARY RESOLUTION 7 WAS ACCEPTED | | | |
| 8. | Ordinary Resolution No 8 (Appointment of Auditors) | | | |
| 8.1 | Rain was appointed as Auditor for the ensuing year. | | | |
| | <i>Proposer: Peet Bierman</i> | | <i>Seconded: W Roux</i> | |
| | In Favour: 89 (98.89%) | Against: 1 | Abstain: 2 | |
| | ORDINARY RESOLUTION 8 MUST BE ACCEPTED BY A MAJORITY VOTE, THEREFORE ORDINARY RESOLUTION 8 WAS ACCEPTED | | | |
| 9 | Ordinary Resolution No 9 (Auditor's Remuneration) | | | |
| 9.2 | The meeting approved the auditor's remuneration. | | | |
| | <i>Proposer: Peet Bierman</i> | | <i>Seconded: W Roux</i> | |
| | In Favour: 88 (98.88%) | Against: 1 | Abstain: 3 | |
| | ORDINARY RESOLUTION 9 MUST BE ACCEPTED BY A MAJORITY VOTE, THEREFORE ORDINARY RESOLUTION 9 WAS ACCEPTED | | | |
| 10 | Ordinary Resolution 10 (Cameras on southern border of Estate - St Blaze Nature Reserve) | | | |
| 10.1 | Members were asked to vote to spend R500 000 on cameras to be installed on the Nature Reserve border. | | | |
| | <i>Proposer: Pieter Venter</i> | | <i>Seconded: Kosie Otto</i> | |
| | In Favour: 84 (91.3%) | Against: 8 | Abstain: 0 | |
| | ORDINARY RESOLUTION 10 MUST BE ACCEPTED BY A MAJORITY VOTE, THEREFORE ORDINARY RESOLUTION 10 WAS ACCEPTED | | | |
| 11 | Special Resolution 1: Art 11.5 of MOI be amended to exclude provisions of Art 31. Include in Art 31 that it excludes expenditure incurred in the normal course of business | | | |
| | Members were asked to vote to amend Art 11.5 of the MOI to increase the spending limit over and above the budget from R150 000 to R350 000. | | | |
| | <i>Proposer: Peet Bierman</i> | | <i>Seconded: W Roux</i> | |
| | In Favour: 63 (69.23%) | Against: 28 | Abstain: 1 | |
| | SPECIAL RESOLUTION 1 MUST BE ACCEPTED BY A 75% MAJORITY VOTE, THEREFORE SPECIAL RESOLUTION 1 WAS NOT ACCEPTED | | | |
| 12 | Special Resolution 2: Amendment of the MOI to comply with Section 15 of the Act | | | |
| | Members were asked to vote to amend Art 40.4 of the MOI. | | | |
| | The article allows penalties to be added every 24hrs for continuous transgressions. | | | |
| | Proposer stated that until such time as the article is reviewed and corrected, no penalties may be levied further. | | | |
| | <i>Proposer: Barend & Lizette Kotze</i> | | <i>Seconded: JJJ Koekemoer</i> | |
| | In Favour: 19 (23.17%) | Against: 63 | Abstain: 10 | |
| | SPECIAL RESOLUTION 2 MUST BE ACCEPTED BY A 75% MAJORITY VOTE, THEREFORE SPECIAL RESOLUTION 2 WAS NOT ACCEPTED | | | |
| 13 | MATTERS OF WHICH PRIOR WRITTEN NOTICE HAS BEEN RECEIVED BY THE 13TH DECEMBER 2020 NO LATER THAN 10H00 | | | |
| 14 | GENERAL | | | |

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| 14.1 | Charl Vorster: Entrances / General property values | | |
| | <ul style="list-style-type: none"> ➤ The owner gave several examples of entrances of other estates. ➤ With the construction sites within the estate becoming less and less, the Board is requested to look into the possibility of converting the contractor's gate at Church Street into a dedicated owner's entrance. ➤ The Chairperson stated that the Board is accurately aware of developments within the estate and the number of contractors used by owners. ➤ The Board will take the aforesaid into account in respect of any decision affecting the entrances to the estate. | | |
| 12 | CONCLUSION | | |
| | <p>Mr. Ian Jansen Van Rensburg thanked the Board for their work.</p> <p>In conclusion the Chairperson thanked his fellow board members, especially Mr. P Venter who has served the Board with distinction.</p> <p>All members and their families are wished a joyous festive season.</p> <p>The meeting adjourned at 12H30</p> <p>Distribution: Minutes book All owners</p> | | |

APPROVED AT AGM 2021-12-22