



**MINUTES OF THE ANNUAL GENERAL MEETING ("AGM")
OF THE MEMBERS OF
PORT ZIMBALI ESTATE HOME OWNERS' ASSOCIATION (NPC)
("PZEHOA")
HELD ON 30 SEPTEMBER 2017 AT 14:00
AT THE VIKING, PORT ZIMBALI ESTATE, BALLITO**

**1. WELCOME, OPENING, ATTENDANCE REGISTER, PROXIES
AND QUORUM**

The meeting was opened and conducted by the Chairman, Mr Frans Fourie (hereinafter referred to as the "Chair"), on behalf of the Board of Directors of PZEHOA (hereinafter referred to as the "Board"). The Chair welcomed everyone present and declared the meeting open.

The attendance register was as follows:

Name	Property	Attendance
Dicks	472	Present
Meyer and Meyer	473	Proxy
Singh	474	Absent
Seaward Property Trust	475	Disqualified
Khumalo and Khumalo	476	Disqualified
Naidoo and Naidoo	477	Present
Munilal	478	Present
Sherpa and Maistry	479	Present
Haricharan and Haricharan	480	Absent
Sean McCann Property Trust	481	Proxy (Present)
Ramphal	482	Disqualified
Halonamix Investments	483	Proxy
SA 236 Trust	484	Proxy (Present)
Blue Family Trust	485	Proxy (Present)
Ntokazi Interior and Décor	486	Absent
Van der Velde Family Trust	487	Proxy (Present)
Tantus Trading 156	488	Proxy (Present)
Govender	489	Absent
Omar	490	Absent
Dicks	492	Present
Blanché	493	Present
Singh	494	Absent
Lawrenson and Lawrenson	495	Present
Marais	496	Present
Indecisive Trading	497	Proxy (Present)

Name	Property	Attendance
Naidoo	498	Absent
Blue Family Trust	499	Proxy (Present)
Domiro	500	Absent
Wassenaar and Wassenaar	501	Present
Sammarchi	502	Absent
Hood	503	Present
Black Ginger 283	504	Proxy (Present)
Mathako Family Trust	505	Disqualified
Abipa Family Trust	506	Absent
Pillay and Pillay	507	Apology
Fourie	508	Present
Masekela	509	Absent
McKee	510	Present
Harrisunker and Rambully	511	Proxy
Zuma	512	Present
Mtshali	513	Disqualified
Hall	514	Apology
Autumn Storm Consulting	515	Proxy
Viking Pony Properties 37	516	Proxy
Catto	517	Absent
Jevon O.V.	518	Present
Erf 521 Port Zimbali CC	521	Absent
Viking Pony Properties 37	522	Proxy
Mdabe and Mdabe	531	Disqualified
Smit and Smit	534	Present
Shearer and Shearer	535	Apology
Potgieter and Potgieter	536	Absent
Fulton and Fulton	537	Present
Balu Chaithram Family Trust	538	Proxy (Present)
Ramsoorooj	539	Absent
Purple Fountain Properties 115	540	No Proxy (Present)
Alex Red Property Holdings	541	Absent
Viking Pony Properties 37	542	Proxy
Jevon AT	546	Present
Mentz WW	548	Proxy

The Chair confirmed receipt of the proxies, declared them valid and made them available for inspection by the members. In accordance with Article 3 of the Memorandum of Incorporation of the Association, paragraph 3.6 (Quorum for member's meetings), the Chair declared a quorum present, and the meeting constitutionally opened.

The following attendance numbers were applicable to the meeting and were used for purposes of confirming the quorum(s) and for voting during the course of the meeting, namely:

- 60 member "votes" available;
- 8 "votes" disqualified as a result of arrear levy account;
- 52 members therefor eligible to vote;
- 18 "votes" not available as a result of absenteeism and/or apologies;
- 34 "votes" therefore available for quorum calculation purposes – this equates to 65,4% of the 52 members eligible to vote.

2. ACCEPTANCE OF PREVIOUS MINUTES

The Chair requested that the minutes of the previous meeting be confirmed as correct. With everyone finding the minutes in order, Mr McKee proposed the minutes of the Annual General Meeting held on 3 September 2016 be accepted. Mr Hinrichsen seconded the proposal – where after the Chair confirmed the previous minutes as being accepted by the members.

3. CHAIRMAN'S REPORT

The Chair presented his report. It is attached to the minutes and hereby taken as read.

4. ESTATE DEVELOPMENT AND RESIDENT STATUS REPORT

The Chair requested the Managing Agent (represented by Allan Jevon) to present the report.

4.1 As at 20 September 2017 the Association had 58 members with the obligation to contribute.

4.2 New sales - since the previous AGM –

4.2.1 548 – Mr Mentz

4.2.2 515 – Autumn Storm Consulting (Pty) Ltd

4.3 Re-sales - since the previous AGM –

4.3.1 495 – Mr and Mrs Lawrenson

4.3.2 501 – Mr and Mrs Wassenaar

4.3.3 511 – Messrs Rambully and Harrisunker

4.3.4 512 – Mr Zuma

4.3.5 537 – Mr and Mrs Fulton

4.4 Re-sales – transfer in progress this financial year – 515 – Mr and Mrs Oshry

4.5 We welcome the new owners as members (soon to be members) of the Association.

4.6 New houses by developer available for sale – 516 and 542

4.7 Summary of houses built or being built since inception of the project

Houses built directly/indirectly by PONY shareholders	12
Houses built or being built by PONY - unsold	2
Houses built or being built by PONY - sold	13
Houses built or being built by outside parties	25
Total number of stands - Houses built or being built	52
Total number of vacant stands	28

4.8 Current construction projects – 515 and 511

4.9 Anticipated construction projects – 546

4.10 Undeveloped stands not owned by the Developer:

- 4.10.1 480 – Ramphal (Insolvent Estate)
- 4.10.2 486 – Ntokazi
- 4.10.3 494 – Singh
- 4.10.4 521 – Erf 521 Port Zimbali Estate CC
- 4.10.5 531 – Mdabe
- 4.10.6 546 – Jevon
- 4.10.7 548 – Mentz

4.11 Current dwellings under lease agreement:

- 4.11.1 473 – Jevon
- 4.11.2 483 – Levine
- 4.11.3 488 – Rees
- 4.11.4 489 – Naude
- 4.11.5 505 – Reading
- 4.11.6 535 – Dixon
- 4.11.7 541 – Smith

5. ESTATE MANAGER’S REPORT

The Estate Manager presented his report. It is attached to the minutes and hereby taken as read.

6. RATIFICATION – Audited Financial Statements for the period ending 28 February 2017 and Expenditure Budget for the period ending 28 February 2018 as approved by the Board

After a discussion led by the Managing Agent, having displayed summarised audited annual financial figures on the television of the past number of periods to 28 February 2017 and the budget to 28 February 2018, and it being recorded that the Audited Financial Statements and the Expenditure Budget were distributed to all the members electronically in accordance with the provisions of the MOI of the Association, the members unanimously first ratified the Audited Financial Statements of the Association for the year ended 28 February 2017 as approved by the Board and then unanimously ratified and adopted the Expenditure Budget of the Association for the year ended 28 February 2018 as approved by the Board.

7. RATIFICATION – Levies, Landscaping Maintenance Charge and Extra Levies for the period ending 28 February 2018

7.1 The members unanimously ratified the monthly levy amount and Landscape Maintenance Charge of the Association for the year ended 28 February 2018 as approved by the Board – levy amount being R2,200 per month and the landscaping charge being R700 per month.

7.2 Extra Levies – Resolution 2

7.2.1 In terms of the provisions contained in the MOI of the Association, Extra Levies are levied by the Association on members that have neglected to commence with building construction within 2 years from date of first transfer from the Developer to the member; it being recorded that the provision applies to "resale" members as if such "resale" member had originally purchased the property from the Developer.

7.2.2 The MOI provides for as much as 6 Extra Levies per month. While the members granted a moratorium to members falling into this category in previous years, the members unanimously resolved to amend the moratorium on the following basis:

- Content of the member's moratorium prior to the date of the AGM:
 - i. One monthly extra levy to be charged on members that keep their Association levy account up to date – this translates into two levy amounts per month.
 - ii. Two monthly extra levies to be charged on members that DO NOT keep their Association levy account up to date – this translates into three levy amounts per month.
- Content of the revised member's moratorium which will be implemented as from 1 November 2017:
 - i. Two monthly extra levies to be charged on members that keep their Association levy account up to date – this translates into three levy amounts per month.
 - ii. Three monthly extra levies to be charged on members that DO NOT keep their Association levy account up to date – this translates into four levy amounts per month.
 - iii. A member's Association levy account will be regarded as not being up to date if the amount owing thereon has been arrears for a period longer than 30 days.
 - iv. Interest on such arrear accounts will be charged in the normal way of business of the Association.

7.2.3 The members requested the board to revise the Extra Levy issue prior to the finalisation of the Association's initial budget process which concludes on 31 January 2018 for the 2018/2019 financial year. They should establish deserved methods of justifiably charging the 6 Extra Levies that the MOI provides for.

8. LEVY STABILISATION FUND – Resolution 1

8.1 The members resolved to increase the LEVY STABILISATION FUND contribution amount from R15,000.00 (fifteen thousand Rand) to R25,000.00 (twenty five thousand Rand).

8.2 The contribution amount is payable at every instance that a property in Port Zimbali Estate is transferred from a member to a new member (the "Purchaser") by the Purchaser.

8.3 They instructed the Board to implement the increase as from 1 November 2017.

9. REGISTERED OFFICE

The members confirmed that the Registered Office of the Association is 217 Emerald Avenue; Lyttelton Manor X3; Centurion; 0157.

10. CONFIRMATION OF THE AUDITORS OF THE ASSOCIATION

The members approved the continued appointment of the Auditors for the forthcoming period, namely Logista CA (SA) INC. Remuneration was not discussed as the board will address this issue for the benefit of the HOA as and when required.

11. CONFIRMATION OF THE MANAGING AGENT OF THE ASSOCIATION

The members approved the continued appointment of the Managing Agent for the forthcoming period, namely Financial Service Providers (Pty) Ltd. Remuneration was not discussed as the board will address this issue for the benefit of the HOA as and when required.

12. CONFIRMATION OF THE INSURER OF THE ASSOCIATION

The members approved the continued appointment of the Insurer for the forthcoming period, namely Santam Limited.

13. ELECTION OF THE BOARD OF DIRECTORS

13.1 The members unanimously approved the composition of the Board of Directors of the Association for the forthcoming period as presented by the Managing Agent as depicted below.

13.2 Nominations for the appointment of Mr Devaraj Naidoo (477) and Dr Balu Chaithram (538) as a director was received prior to the meeting as provided for in the MOI.

13.3 Notice of non-availability of two existing directors was accepted – Mr Welsh (504) and Mr Mtshali (513).

13.4 The Chair advised that the following existing directors were available for a further period – Mr Dicks (492), Mr Blanché (493), Mr AT Jevon (488 and 546), Mr Cloete (497), Mr Fourie (508), Mr McKee (510), Mr OV Jevon (518) and Mr Smit (534).

13.5 The members of the board for the 2017/18 period are as follows:

- Devaraj Naidoo (477) (Owner)
- Allan Jevon (Public Officer) (488 and 546) (Owner and Developer)
- Andries Dicks (492) (Owner and Developer)
- Marc Blanché (493) (Owner)
- Cornel Cloete (497) (Owner)
- Frans Fourie (508) (Owner)
- Roger McKee (510) (Owner)

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- Owen Jevon (518) (Owner and Developer)
 - Peter Smit (534) (Owner)
 - Balu Chaithram (538) (Owner)

14. ADOPT ADMINISTRATIVE MEASURES – annual requirement in terms of the MOI – Resolution 7

The members adopted the following administrative measures for the forthcoming period.

- 14.1 Member accounts to be settled by the 7th day of each month, taking into account that all levies and landscaping fees are charged in advance, while water and sewer and other charges are charged in arrears.
- 14.2 Interest on arrears to be calculated and charged monthly at a rate of 2% per month on amounts that are in arrear for periods longer than 30 days.
- 14.3 Legal action for the collection of arrear amounts to be instituted on accounts that are in arrears for periods longer than 60 days.

15. ADOPT LIST OF LEVIES, FEES, CHARGES and RECOVERIES – annual requirement in terms of the MOI – Resolution 8

The members adopted the List of levies, fees, charges and recoveries by the Association or the Managing Agent as depicted in the list attached to these minutes.

16. ORDINARY RESOLUTIONS – TO AMEND THE RULES OF THE ASSOCIATION

The Chair requested the Managing Agent to present this item to the members. The list of resolutions is attached to the minutes for reference purposes, the outcome of the decisions hereby recorded below.

16.1 Resolution 3 - Resolution relating to LANDSCAPING

- 16.1.1 The members unanimously adopted the resolution to change Paragraph 5.1.12 of the Community Participation Rules section of the Rules to read as follows:

The landscaping service provided is as agreed to by the Board of Directors of the Association with the Landscape Service Provider. The Estate Manager is responsible to advise the members, within a reasonable time after the said agreement is reached, of the nature and extent of the landscaping service the members can expect.

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- 16.1.2 Paragraph 5.1.12 of the Community Participation Rules section of the Rules previously read as follows:

The landscaping service provided is packaged into four service tiers. The basic service tier consists of basic landscaping activities, namely cutting of lawns, trimming lawn edges, weeding, watering and removal of garden refuse and is styled the "Bronze Package". The Bronze Package is the cheapest package and is mandatory for all members to take. Various additional landscaping activities are incrementally added to the Bronze Package, arriving at incrementally more expensive packages starting from the Silver Package, then the Gold Package and ultimately the Platinum Package. The choice of a different package must be requested from the Estate Manager who will make the necessary arrangements with the service provider and the Managing Agent.

16.2 Resolution 4 - Resolution relating to VISITORS PARKING

- 16.2.1 The members unanimously adopted the resolution to include the following sentence in Paragraph 6.2.11 of the Community Participation Rules section of the Rules:

"Temporary visitor's parking areas are allocated inside the estate, between the Gate House and the traffic circle. The use of these areas are subject to the use thereof being limited to 6 (six) hours per instance. Any offender of the latter will be subject to a fine determined by the Directors of the Association from time to time – such fine to be collected via the member's/contractor's/service provider's monthly levy/charge account, as the case might be."

- 16.2.2 The members requested the board to consider the placing of white lines to indicate the position of the relevant parking bays.

- 16.2.3 Mr Marais (496) advised the board that the position of the bays, given that they are situated close to the entrance, may pose a risk to the Association in terms of the Occupational Health and Safety Act.

16.3 Resolution 5 - Resolution relating to SECURITY POLICY AND PROCEDURES

NOTE: An amended version of the RULES in which this change can be viewed is distributed with these minutes

The members unanimously adopted the resolution to replace the Security Policy and Procedures section of the Rules in its entirety.

16.4 Resolution 6 - Resolution relating to the DOMICILIUM OF MEMBERS and NOTICES

- 16.4.1 The members unanimously adopted the resolution to elaboration on Paragraph 14 under the Community Participation Rules section of the Rules by adding Paragraphs 14.8 and 14.9 to the existing Paragraph 14.

- 16.4.2 The paragraphs added read as follows:

14.8 Domicilium Citandi Et Executandi

14.8.1 The address of the Association constituting its domicilium citandi et executandi, shall be as is registered in terms of the Notice of Incorporation registered with the Companies and Intellectual Property Commission ("CIPC").

14.8.2 *The domicilium citandi et executandi of each Member shall be the address of the Unit registered in the Member's name, provided that such Member shall be entitled to change the said domicilium citandi et executandi but that any new domicilium citandi et executandi selected shall be situated in the Republic of South Africa, and that the change shall only be effective upon receipt of written notice thereof by the Association.*

14.9 Notices

14.9.1 *For any notice or document to be delivered or published for any purpose contemplated in the Act, the Regulations, this MOI or the Rules of the Association, the provisions of Table CR3 in terms of Regulation 7, as amended in terms of this MOI, shall apply and for which purpose such notice may be delivered:*

- 14.9.1.1 *by fax, if the addressee has a fax number; or*
- 14.9.1.2 *by electronic mail, if the addressee has an address for receiving electronic mail; or*
- 14.9.1.3 *by registered post to the addressee's domicilium citandi et executandi or last known address; or*
- 14.9.1.4 *by hand to the addressee or to any representative authorized in writing by the addressee to accept service; or*
- 14.9.1.5 *by leaving the notice at the addressee's place of residence or business with a person who is apparently at least 16 years old and in charge of the premises at the time; or*
- 14.9.1.6 *by leaving the notice at the addressee's place of employment with a person who is apparently at least 16 years old and apparently in authority.*

14.9.2 *A notice will be deemed to have been delivered if:*

- 14.9.2.1 *by fax – on the date and at the time recorded by the fax receiver, unless there is conclusive evidence that it was delivered on a different date or a different time;*
- 14.9.2.2 *by electronic mail – on the date and at the time recorded by the computer used by the sender, unless there is conclusive evidence that it was delivered on a different date or at a different time;*
- 14.9.2.3 *by registered post – on the 3rd (third) day following the day on which the notice or document was posted, as recorded by the Post Office, unless there is conclusive evidence that it was delivered on a different day;*
- 14.9.2.4 *by hand – on the date and at the time recorded on a receipt for the delivery;*
- 14.9.2.5 *by leaving the notice at the place of residence or business of the addressee – on the date and at the time recorded on a receipt for the delivery;*

14.9.2.6 *by leaving the notice at the addressee's place of employment – on the date and at the time recorded on a receipt for the delivery.*

14.9.3 *Any notice to be given by a Member to the Association shall be delivered to the Association by delivery of such notice to the registered address of the Association, as recorded in the records of CIPC from time to time.*

16.4.3 In respect of the paragraph addressing "Notices", Mr Marais (496) advised that he does not concur with the use of the word "*apparently*" and the fact the age of "16" is quoted – see paragraphs 14.9.1.5 and 14.9.1.6 above. The remainder of the members adopted the resolution in its entirety.

16.4.4 The board agreed to revert to the Association's Attorney responsible for the use of the word and the age quoted, and if the Attorney stands by his decision the resolution will remain unchanged.

17. GENERAL

17.1.1 The members resolved that the signage of Estate Agents found at the entrance to the estate be removed.

17.1.2 Mr Wassenaar (501) raised the issue that the verges of Sandpiper Street be beautified at an increased pace, even if it is at an additional cost to the Association. The Chairman agreed to instruct the Board to tend to this.

17.1.3 Mr Marais (496) raised the issue that in his opinion the Estate Manager and Estate Administrator could improve communication with the members on varying issues. The Chairman undertook to investigate this and, if applicable, to remedy the situation.

18. CLOSING AND ADJOURNMENT

With no further business requiring discussion, the Chair adjourned the meeting and invited the members to enjoy a meal and refreshments provided by the Association.

No date was set for the next meeting.