

**MINUTES OF THE ANNUAL GENERAL MEETING OF THE HOME OWNERS ASSOCIATION OF GAMTOOS MOUTH
(NPC) REG NUMBER 1999/001483/08 HELD IN THE THORNHILL HOTEL, MAIN ROAD, THORNHILL ON
SATURDAY, 3 DECEMBER 2016 AT 14H00**

Para No	Heading and Summary of Discussions and Decisions Taken	Responsibility																																																												
1	<p>WELCOME: The Chairperson welcomed all the owners and thanked them for attending.</p> <p>Mr Van Dyk requested all owners sign the attendance register being circulated and where any owners' details had changed they were to complete an owner information sheet, copies of which were attached to the back of the attendance register. Mr Van Dyk reminded owners that it was their responsibility to advise Bellbuoy, by completing an owner information sheet, to change their details as and when this became necessary. Bellbuoy recommended that where schemes subscribe to the portal that owners change their preferred means of communication to receipt of documentation via the portal. This would result in cost savings in terms of printing, stationary, postage and administrative costs. The client portal was accessed via the Bellbuoy website (www.bellbuoy.co.za), and if owners required their access codes or passwords they were to contact Bellbuoy.</p> <p>Bellbuoy reminded owners of their rental and sales services, as well as their accounting services which offered affordable accounting for small to medium size businesses; the list of services offered could be obtained from the portfolio manager.</p> <p>Bellbuoy noted their various social media platforms, namely Facebook (www.facebook.com/TheBellbuoyGroup) and Twitter (www.twitter.com/bellbuoygroup), and encouraged owners to visit and like/follow the sites to keep abreast of the latest news regarding community scheme management.</p> <p>Mr Van Dyk was requested to manage the agenda on the chairperson's behalf, and with no objections thereto the meeting proceeded to business.</p>																																																													
2	<p>ATTENDANCE:</p> <p>(a) Present (<i>Registered owner/s</i>)</p> <table border="1" data-bbox="236 1088 1072 1910"> <tbody> <tr><td>Heugh, JW</td><td>Erf 9</td></tr> <tr><td>Hayes Family Trust</td><td>Erf 14</td></tr> <tr><td>Keypunch Prop 69 CC (Suspended)</td><td>Erf 21 (No vote)</td></tr> <tr><td>Alberts, JS & MM</td><td>Erf 44</td></tr> <tr><td>Gravett, RH</td><td>Erf 47</td></tr> <tr><td>Lombard, Mr R</td><td>Erf 102</td></tr> <tr><td>Gouws, Mr AJ</td><td>Erf 103</td></tr> <tr><td>Van der Vyver, Mr WA</td><td>Erf 117</td></tr> <tr><td>Shaddock, Mrs D</td><td>Erf 147</td></tr> <tr><td>Botha, Mrs I</td><td>Erf 163</td></tr> <tr><td>Rossouw, Mr HJ & EA</td><td>Erf 179</td></tr> <tr><td>Silva, JMDDS</td><td>Erf 185</td></tr> <tr><td>Silva, JMDDS</td><td>Erf 186</td></tr> <tr><td>Gerber, SJ</td><td>Erf 272</td></tr> <tr><td>Pienaar, Mr DH & Mrs DM</td><td>Erf 282</td></tr> <tr><td>Wooldridge, JM</td><td>Erf 308</td></tr> <tr><td>Visagie, JH</td><td>Erf 344</td></tr> <tr><td>Rushmere, Mr G</td><td>Erf 382</td></tr> <tr><td>Adriaanzen, CD and Du Plessis, B</td><td>Erf 414</td></tr> <tr><td>Coertse, Mr HJ</td><td>Erf 469</td></tr> <tr><td>Channon, Ms PA</td><td>Erf 484</td></tr> <tr><td>Morgan, Mrs C</td><td>Erf 506</td></tr> <tr><td>Barklay, PH</td><td>Erf 517</td></tr> <tr><td>Todd, Mr & Mrs MG</td><td>Erf 521</td></tr> <tr><td>Smith, Mr SC & Mrs BJ</td><td>Erf 523</td></tr> <tr><td>Woodgett, TJ</td><td>Erf 542</td></tr> <tr><td>Senekal, Mr R</td><td>Erf 550</td></tr> </tbody> </table> <p>(b) Apologies (<i>Registered owner/s who have not submitted a proxy</i>)</p> <table border="1" data-bbox="236 1966 1072 2056"> <tbody> <tr><td>Mr C Rushmere</td><td>GMI appointed member</td></tr> <tr><td>Mrs L Garner</td><td>GMI appointed member</td></tr> <tr><td>Mr W & Mrs Oosthuizen</td><td>Erf 476</td></tr> </tbody> </table>	Heugh, JW	Erf 9	Hayes Family Trust	Erf 14	Keypunch Prop 69 CC (Suspended)	Erf 21 (No vote)	Alberts, JS & MM	Erf 44	Gravett, RH	Erf 47	Lombard, Mr R	Erf 102	Gouws, Mr AJ	Erf 103	Van der Vyver, Mr WA	Erf 117	Shaddock, Mrs D	Erf 147	Botha, Mrs I	Erf 163	Rossouw, Mr HJ & EA	Erf 179	Silva, JMDDS	Erf 185	Silva, JMDDS	Erf 186	Gerber, SJ	Erf 272	Pienaar, Mr DH & Mrs DM	Erf 282	Wooldridge, JM	Erf 308	Visagie, JH	Erf 344	Rushmere, Mr G	Erf 382	Adriaanzen, CD and Du Plessis, B	Erf 414	Coertse, Mr HJ	Erf 469	Channon, Ms PA	Erf 484	Morgan, Mrs C	Erf 506	Barklay, PH	Erf 517	Todd, Mr & Mrs MG	Erf 521	Smith, Mr SC & Mrs BJ	Erf 523	Woodgett, TJ	Erf 542	Senekal, Mr R	Erf 550	Mr C Rushmere	GMI appointed member	Mrs L Garner	GMI appointed member	Mr W & Mrs Oosthuizen	Erf 476	
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(c) **Proxies** (Apologies are automatically recorded from all those who submit proxies)

Venter, ID & LJ (Erf 3)	Proxy ifo M Todd
Spies, Mr & Mrs P (Erf 6)	Proxy ifo H Visagie
Roux, Mr JI & Mrs SJM (Erf 8)	Proxy ifo H Visagie
Gouws, B & P/Waspe (Erf 12)	Proxy ifo AJ Gouws
Harrison, Ms DKTW (Erf 46)	Proxy ifo R Gravett
Bradley, Mr MA (Erf 90)	Proxy ifo R Green/ C Green
Bradley, Mr MA (Erf 91)	Proxy ifo R Green/ C Green
Jute, B (Erf 101)	Proxy ifo M Todd
De Ville, JC (Erf 105)	Proxy ifo H Visagie
Bezuidenhout, WF (Erf 115)	Proxy ifo H Visagie
Vorster, Mr PJ (Erf137)	Proxy ifo H Visagie
Raepsaet, Mr V & Mrs T (Erf 141)	Proxy ifo R Raepsaet
Gerber, SJ & PJJ (Erf 149)	Proxy ifo H Visagie
Ehmke, HAG (Erf 160)	Proxy ifo M Todd
Hancock, S (Erf 192)	Proxy ifo H Visagie
Van Deventer (Erf 250)	Proxy ifo M Todd
Scholtz, G (Erf 270)	Proxy ifo AJ Gouws
Teitge, PS (Erf 302)	Proxy ifo Chairperson
Wooldridge, Mrs JM (Erf 306)	Proxy ifo TH Wooldridge
Olivier, DJ (Erf 312)	Proxy ifo H Visagie
Batty, Mr R & Mrs (Erf 316)	Proxy ifo H Visagie
Pilcher, L (Erf 320)	Proxy ifo M Todd
Van Staden, Mr & Mrs A J (Erf 341)	Proxy ifo H Visagie
Landman, JE (Erf 351)	Proxy ifo H Visagie
Deyzel, Mr M (Erf 365)	Proxy ifo H Visagie
Green, Mr R (Erf 366)	Proxy ifo C Green
Spies, Mrs EJ (Erf 372)	Proxy ifo H Visagie
KNS Trust (Erf 379)	Proxy ifo Chairperson
MWR Trust (Erf 383)	Proxy ifo Chairperson
MWR Trust (Erf 384)	Proxy ifo Chairperson
Egberink, LL (Erf 385)	Proxy ifo C Egberink
MWR Trust (Erf 387)	Proxy ifo Chairperson
MWR Trust (Erf 388)	Proxy ifo Chairperson
Hancock, SS & J (Erf 401)	Proxy ifo H Visagie
Goodwin, G & G (Erf 447)	Proxy ifo H Visagie
Blackie nee Louw, AG (Erf 471)	Proxy ifo M Todd
Stevens, Mr G & Mrs H (Erf 479)	Proxy ifo H Visagie
Greyling, B (Erf 480)	Proxy ifo W Grobler
Smith, A (Erf 485)	Proxy ifo H Visagie
Kleu, L (Erf 490)	Proxy ifo H Visagie
150 Northlands CC (Erf 501)	Proxy ifo H Visagie
Sharrock, DJ (Erf 503)	Proxy ifo M Todd
Green, Mr R (Erf 543)	Proxy ifo C Green

(d) **In Attendance** (For those not representing an owner at the meeting)

Mrs C van Heerden	Representing the Bellbuoy Group
Mr B van Dyk	Representing the Bellbuoy Group

(e) **Chairperson**

G Rushmere	GMI appointed member
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(f) **Quorum.**

A quorum, in terms of S 64 of the Companies Act and Memorandum of Incorporation clause 29, of 69 out of 450 members (15.33% in number) being represented, the meeting was declared duly constituted and proceeded to business.

3

DIRECTORS' REPORT [S61(8)(a)(i) of the Act][MOI 31.1.1]:

Mr G Rushmere tabled and read the Board of Directors' report at the meeting and asked those present whether there were any questions in relation to the report and whether there were any objections to same not being circulated with the notice of the meeting.

RESOLUTION: With no queries or objections forthcoming the report was unanimously accepted by all

B/buoy

	those represented. It was agreed that the report would be circulated to all owners with the minutes of the meeting.	
4	CONFIRMATION & ADOPTION OF THE MINUTES OF THE PREVIOUS ANNUAL GENERAL MEETING: The minutes of the Annual General Meeting held on 5 December 2015 , having been circulated with the notice of the meeting, were discussed and accepted as a true reflection of proceedings. Proposed Mr Visagie, seconded Mr Egberink.	
5	MATTERS ARISING FROM THE PREVIOUS ANNUAL GENERAL MEETING MINUTES: None	
6	CONSIDER & APPROVE AUDITED FINANCIAL STATEMENTS FOR THE PREVIOUS FINANCIAL PERIOD [S.61(8)(a)(ii) of the Act][MOI 31.1.4 &5]: Mr Van Dyk asked those present whether they were happy with the audited financial statements for the period ending 30 June 2016, prepared by PKF, which were circulated with the notice of the meeting. Mr Van Dyk advised that at the end of the previous financial year, the scheme had a deficit of R16,704.00. It was further noted that the total equity and liabilities amounted to R3,265,612.00, as opposed to R3,262,525.00 in the previous year. RESOLUTION: The audited financials were accepted. Proposed Mr Rossouw, seconded Mr Lombard. In terms of S. 30, 30(4) & R 30 Bellbuoy to file a copy of the Audited Financials at the CIPC.	B/buoy
7	CONSIDER AUDITOR'S REPORT AND APPOINT AUDITOR TO HOLD OFFICE UNTIL THE CONCLUSION OF THE NEXT ANNUAL GENERAL MEETING [S61(8)(c)(i) of the Act] [MOI 31.1.6]: Mr Van Dyk asked those present whether they were happy to continue with PKF Inc as auditors for the forthcoming financial period. RESOLUTION: It was unanimously agreed by all present that PKF Inc would be re-appointed as auditors for the forthcoming financial year. Proposed Mr Visagie, seconded Mr Egberink.	B/buoy
8	DETERMINING THE AMOUNT FOR FINES, PENALTIES AND RECONNECTION FEES IN TERMS OF MOI 8.2.3 AND PLAN SUBMISSION FEES IN TERMS OF MOI 49 FOR THE ENSUING YEAR [MOI 31.1.7]: Mr Van Dyk asked those present whether they were happy to confirm that current amount for fines, penalties, reconnection fees and plan submission fees would be applicable for the ensuing year. RESOLUTION: It was unanimously agreed by all present that the current fees as applied be continued.	
9	DETERMINATION OF THE <i>DOMICILIUM CITANDI ET EXECUTANDI</i> OF THE HOME OWNERS ASSOCIATION: Mr Van Dyk confirmed that the legal address of the Home Owners Association was 27 Newton Road, Newton Park, Port Elizabeth and asked owners whether they wanted to retain this as the legal address or change it to that of the managing agents, i.e. The Bellbuoy Group, KPMG House, 200 Norvic Drive, Greenacres, Port Elizabeth. RESOLUTION: All those present agreed that the <i>domicilium citandi et executandi</i> should be that of The Bellbuoy Group and mandated Bellbuoy to amend same with CIPC as well as register this change with the Community Schemes Ombud Service.	
10	CONFIRMATION OF APPLICABLE RULES AS PER SECTIONS 15 & 16 AND REGULATION 16 OF THE COMPANIES ACT 71 OF 2008 It was noted that the scheme was regulated by: <ol style="list-style-type: none"> 1. Companies Act 71 of 2008, Amendment Act 3 of 2011 & Regulations 2. CSOSA 9 of 2011 1 to 60 3. CSOSA Regulations: Levies and Fees 1 to 5 4. CSOSA Regulations 1 to 23 5. Annexure C – MOA (Sections 1 to 9) & MOI (Sections 1 to 62.8) 6. Annexure D - Building Code of Practice, Points 1 to 7 7. Addendum 1 - Items 1 to 8 8. Rules Tenant and Owners – Rule 1 to 18, updated May 2013 9. Slipway Rules, updated June 2013 Mrs Van Heerden briefly addressed the meeting on the new CSOS legislation that came into effect on 7 October 2017. Currently CSOS operated from 3 offices across the country, i.e Durban Cape Town and Sandton. The Ombud have no funds to appoint adjudicators at present, therefore it could not be	

	<p>established from when the Ombud would be in a position to function at full capacity. All schemes managed by Bellbuoy were registered with CSOS before 7 November 2016 as required and Bellbuoy also went the extra mile by lodging all the applicable rules and regulations, and confirmed that they awaited feedback from CSOS offices in terms of these registrations. It was confirmed that currently the owners at Gamtoos Mouth would not contribute any CSOS levies in terms of the legislation, as the levies were under the legislated threshold for the CSOS levy to be implemented. However, should an owner lodge a complaint, such owner would have to pay the prescribed fees.</p>	
11	<p>SPECIAL BUSINESS OF WHICH DUE NOTICE HAS BEEN GIVEN: None.</p>	
12	<p>ELECTION OF DIRECTORS' IN TERMS OF THE RULES:</p> <p>(a) Number of Directors in terms S 61(8)(b) and MOI 9.3: It was agreed that the number of Directors would be 8, i.e. 4 x directors appointed by the Developer, 2 x directors elected by the members and 2 x directors co-opted by the Board of Directors.</p> <p>(b) Nominations: The following persons, having been nominated in terms of the Constitution / rules and having accepted the nomination were duly elected to hold office until the conclusion of the next Annual General Meeting:</p> <ul style="list-style-type: none"> ➤ Mr AJ Gouws (Erf 103) ➤ Mr JH Visagie (Erf 344) <p>Some of the owners objected to Mr Visagie being a director and being employed by GAMOA. It was agreed that the BOD investigate the situation and address it accordingly. Should Mr Visagie withdraw his nomination, the next nomination who received the most votes would be considered as being elected, i.e. Mr T Wooldridge (Erf 308).</p> <p>Bellbuoy was mandated to submit form CoR 39 on behalf of the HOA in term of S. 70(6), R 39 to the CIPC to confirm the newly elected directors.</p> <p>(c) Any restrictions or directions, in addition to the following recommended directions:</p> <ol style="list-style-type: none"> i. Estimates of income and expenditure to run concurrent with financial year. ii. Compound interest, at a rate decided by a Directors' resolution from time to time (currently 20%) to be added to arrears after 60 days. Monthly statements to be sent specifically for the purpose of informing owners of variable charges only and not as a reminder in respect of levies. Payment for variables to be made upon presentation of statement. Contributions raised are resolved to be payable monthly in advance. iii. Arrears limitation and debt collection procedures, as required in terms of the Debt Collector's Act No. 114 of 1998, are implemented where owners are in default; relevant owners, except where the regulations prescribe costs are not recoverable from the debtor, to be debited with all administrative charges in respect of arrears. iv. At the expiry of every financial year the Board of Directors shall approve, with or without amendment, the estimate of income and expenditure, and shall determine the amount estimated to be required to be levied upon the owners during the ensuing financial year. At least fourteen days prior to the expiry of the scheme's financial year the Board shall advise each owner in writing of the amount payable by him or her in respect of the estimate, whereupon such amount shall become payable in instalments, as determined by the Board of Directors. v. Interest earned on Home Owners Association funds to be retained in their account and no portion thereof paid over to the Estate Agency Affairs Board. vi. Payment of any insurance excess relating to damage to the common property caused by an individual, to be decided by the Board of Directors. The Board reserve the right to examine each case on its merit and apply their minds to the responsibility for the excess. vii. Notice for Board of Directors' meetings to be sent to the Board Members only; any owner may, on written request, obtain notice of Board meetings, and any related costs shall, subject to the owner signing consent, be debited to that owner's levy account. Alternatively the documents may be viewed at the offices of the managing agent by mutual arrangement. viii. Taking cognizance of the Electronic Communications and Transactions Act 25 of 2002 and the Companies Act 71 of 2008, which gives electronic communications the same status as paper communications, the owners confirm that all communications, whether standard or for resolutions, should be sent to the owners' preferred means of correspondence; whether this is electronic or postal. ix. English will be the language used for all communications and where the translation of any document into any of South Africa's other ten official languages is required, the owner concerned will be responsible for the cost of the translation. 	

	<p>RESOLUTION: The owners confirmed that no additional restrictions and directions were necessary, other than the recommended directions listed herewith, which were accepted unanimously by all owners present.</p> <p>The BOD to investigate the position of Mr Visagie being an elected director and being employed by the HOA. Should Mr Visagie withdraw his nomination, the next nomination with the most votes, i.e. Mr T Wooldridge would be considered the second elected director.</p>	
3	<p>GENERAL TOPICS FOR DISCUSSION [MOI 31.1.3]:</p> <p>(a) Scheme Administration – Correspondence with Bellbuoy: In terms of the item tabled on behalf of Mr Green, it was noted that Bellbuoy responded to all his correspondence. Some of the correspondence received more than one reply. Mr Rushmere also confirmed that he also received correspondence and replied to it.</p> <p>Mrs Selton-Smith reported that she received no feedback on an e-mail forwarded regarding excessive water charges related to the pottery classes at the Barnes Venue and she was requested to forward her query again to Mr Van Dyk to follow up.</p> <p>Mr Rushmere briefly explained the complaint process and the process to be followed by Bellbuoy. It was noted that all complaints must be submitted in writing and Bellbuoy would forward to the necessary parties within the GAMHOA structure for action or further instruction.</p> <p>RESOLUTION: No further action required and item could be removed from the agenda.</p> <p>(b) Scheme Administration – Proposal to construct Swimming pool at Phase 1 Gate: In terms of the item tabled by Mr Lombard it was proposed that the HOA consider recreational facilities for teenagers at the Resort with specific reference to a swimming pool at the Phase 1 Gate. It was noted that this would be a Board decision, but the owners at the meeting agreed that the risk and challenges associated with such a facility outweigh the positives and that the Board should not consider this proposal going forward.</p> <p>RESOLUTION: No further action required and item could be removed from the agenda.</p> <p>(c) Scheme Administration - Joint Management of the adjacent Kouga Municipal Caravan Park: In terms of the item tabled by Mrs Wooldridge, it was proposed that the GAMHOA approach the Kouga Municipality in order to establish if the HOA could not assist in managing the adjacent caravan park on their behalf and through doing so uplift the area which would benefit all residents as the value of all property would increase. It was noted that the operational manager of GAMHOA made contact with the newly elected Mayor and would continue talks in this regard going forward.</p> <p>RESOLUTION: The operational manager to pursue talks with Kouga Municipality on order to assist them in managing the adjacent caravan park to the benefit of the community at large.</p> <p>(d) Rule enforcement [Resort Rule 3] – Keeping of Pets: In terms of the item tabled by Mrs Botha, it was noted that there was a household with more than 14 cats and none of the cats wear bells as prescribed in the Resort Rules. Mr Rushmere confirmed that only two cats per household was allowed in terms of the rules and that all cats should wear bells and be neutered. Feral cats should be reported to GAMHOA and the Exco would action the necessary steps to have the feral cats removed. All owners present agreed to the enforcement of the cat rule.</p> <p>It was also noted that some dog owners contravened the Resort Rules by letting their dogs roam the Resort without being on a leash. It was agreed that these incidents also be reported with as much details of the incident and dog as possible in order for the GAMHOA to take the necessary action. Owners were also requested to confront transgressors in a friendly manner on these issues in an attempt to address the matter.</p> <p>It was further agreed by all that all domestic pets should be tagged with the pet's name on the one side and the owner's contact details on the other side of the tag.</p> <p>RESOLUTION: The GAMHOA to strictly enforce Resort Rule 3 and follow up on the reported feral cats. Pet owners to tag all their pets with the pet's name on the one side and the owner's contact details on the other side of the tag.</p> <p>(e) Scheme Administration - Cutting of verges along R102: The owners tabled a request if the verge of the R102 could not be cut by whoever responsible for that road. The owners indicated that they would be willing to sign a petition if that was required to have</p>	HV

	<p>this addressed by the authorities. It was agreed that the operational manager would follow up on this matter and report to the Exco on the progress.</p> <p>RESOLUTION: The operational manager to follow up with the relevant authorities on the cutting of the verges along the R102 and report to the Exco on the progress.</p>	
15	<p>DATE OF THE NEXT ANNUAL GENERAL MEETING: It was agreed that the next Annual General Meeting would be held on Saturday, 2 December 2017 at 14h00.</p>	

There being no further business to discuss the meeting closed at 16h30.

CHAIRPERSON:

DIRECTOR:

DATE:

While minutes are ratified at the next annual general meeting they will be accepted as a true reflection of proceedings if not queried within 14 days of circulation in order to implement decisions made. We endeavour to circulate minutes within 7 working days of the meeting.

Belbuoy