

**LAKE MICHELLE HOME OWNERS ASSOCIATION NPC**

**MINUTES OF THE GENERAL MEETING OF LAKE MICHELLE HOME OWNERS' ASSOCIATION  
HELD AT MONKEY VALLEY RESORT, 1 MOUNTAIN ROAD, CHAPMAN'S PEAK, NOORDHOEK  
ON WEDNESDAY 17 JULY 2019 AT 19H00**

**PRESENT : 160 MEMBERS IN PERSON OR REPRESENTED BY PROXY**

**APOLOGIES :**

<b>BRUCE JONES</b>	<b>(ERF 3895)</b>
<b>DUDLEY AND SUSAN DE VAUX</b>	<b>(ERF 3910)</b>
<b>FRANCOIS LOUW</b>	<b>(ERF 3900)</b>
<b>GILLIAN KERR</b>	<b>(ERF 1124)</b>
<b>HAZEL SAYER</b>	<b>(ERF 1131)</b>
<b>HENRY &amp; BRIGITTE HORNE</b>	<b>(ERF 949)</b>
<b>JEREMY MATHERS</b>	<b>(ERF 1111)</b>
<b>P.V.Z. &amp; P.C. LOEDOLFF</b>	<b>(ERF 1006)</b>
<b>R &amp; M DUNLEY-OWEN</b>	<b>(ERF 3892)</b>

**IN ATTENDANCE :**

<b>JANET CANNAN</b>	<b>(ESTATE MANAGER)</b>
<b>CANDICE SALMON</b>	<b>(ADMINISTRATION SUPERVISOR)</b>
<b>JACKIE KLOPPER</b>	<b>(ADMINISTRATIVE ASSISTANT)</b>
<b>ZERLINDA VAN DER MERWE</b>	<b>(REPRESENTING PGPMS)</b>
<b>MATTHEW DAVIDSE</b>	<b>(REPRESENTING PGPMS)</b>

**1. WELCOME AND CONSTITUTION OF THE MEETING**

Mrs Duff (Erf 1001) opened the meeting and advised the members present that the Board of Directors has been functioning without a Chairperson since the Annual General Meeting held 29 May 2019 due to insufficient Directors serving on the Board and that in the circumstances Clause 13.1, Schedule 3, Part A, provides that in the absence of a Chairperson, the Directors present shall appoint a Director as Chairperson for the meeting. There being no objections, the Directors present duly elected Mrs Duff (Erf 1001) as the Chairperson for the meeting.

Mrs Duff advised members that the General Meeting has been called in terms of Clause 17.5, Schedule 4, Part A, for the sole purpose of filling the four vacancies on the Board.

Mrs Duff called for independent scrutineers from the Members present to oversee and count the voting in terms of Schedule 3, Part A, Clause 14.3 of the MOI of Lake Michelle HOA. Mr Allan Collins (Erf 3943) and Mrs Debbie Smith (Erf 3984) volunteered to assist as the independent scrutineers.

## **2. ELECTION OF DIRECTORS – VOTING AND COLLECTION OF BALLOT PAPERS**

Mrs Duff advised that there were 6 valid nominees and confirmed that, in order for the nominees to become a Director, they must receive at least 50% of the votes. The nominees present, namely, Mr Clive Peter Davies (Erf 3950), Mr Mike Jenkins (Erf 1012) and Mrs Robyn Smith (Erf 3884), introduced themselves to the members present and noted their qualifications, history and how they planned on contributing to the estate.

Mr Davies noted his management and accounting expertise through his experience serving as a Managing Director for a division of Kohler Packaging and other companies. Mr Davies expressed that his main motivation to become a Director of Lake Michelle was to assist in the managing processes and to provide assistance to the Estate Manager where needed. Mr Davies noted that his vision for the estate was to ensure it is run effectively and efficiently, while remaining a desirable place to live and own a property. No queries were noted from the members.

Mr Jenkins read his presentation to the members and stressed the importance of Directors diligently managing the estate and its assets for homeowners. He noted his experience in the IT and software development industry. Mr Jenkins noted his past experience as a Director for Lake Michelle in 2007 and should he be elected as a Director, he would fully familiarise himself with the minutes of previous Board meetings, review admin processes and contracts Lake Michelle is a party to and he will endeavour to act in the best interests of the members.

Queries were raised from the members present after Mr Jenkins concluded his presentation. Queries raised concerned Lake Michelle's website and that Mr Jenkins was the owner of numerous domain names specifically related to Lake Michelle. Mr Jenkins noted that he will relinquish the website domains to the Home Owners' Association (HOA) after he received payment from the HOA for disbursements incurred by himself as noted at the meeting.

Mrs Smith presented to the members and noted that she worked in a corporate environment for a number of years (Multichoice Group and Imperial Car Hire) and is passionate about people and the lifestyle in Lake Michelle and has experience in solving problems in businesses. She expressed that her main motivation to join the Board of Directors is to support the estate's admin staff, enhancing communication between the Board and the staff and implement policies which would only be in the best interests of Lake Michelle.

Queries were raised to Mrs Smith concerning the potential conflict of interest with her potentially being a elected a Director while owning a property agency franchise which operates in Lake Michelle. Mrs Smith dealt with the queries by noting that she does not stand to financially gain anything or plan on enhancing her business should she be elected as a Director and will be willing to leave the Board should there be a genuine conflict of interest which she does not foresee. A member noted concern in regard to Mrs Smith's potential involvement with Evergreen Property Investments (Pty) Ltd. In this regard, Mrs Smith confirmed that she has no involvement with the aforementioned entity.

It was noted that Mr Nick Bradbury (Erf 3983) was not present at the meeting and did not provide any further information of himself for presentation at the meeting other than that

recorded on the nomination form. Mr Gary Jolley (Erf 3985) and Mrs Gillian Kerr (Erf 1124) were also not in attendance and had not provided any correspondence to be presented at the meeting, however Mrs Duff, upon request of the members present, provided a brief background on each nominee. Mrs Duff noted that Mrs Gillian Kerr is a resident on the Estate and runs a fresh produce business. Mrs Duff further noted that Mr Gary Jolley, is in the business of construction and has spent time investigating the roofing tiles matter on the Estate.

The members voted and the ballots were collected for tabulation, following which the tabulation was announced.

The results were tabulated at the meeting as follows:

<b>HEADCOUNT</b>				<b>160</b>
	<b>YES</b>	<b>NO</b>	<b>ABSTAIN</b>	<b>TOTAL %</b>
Bradbury, Nick	26	121	8	16%
Davies, Clive Peter	130	26	4	81%
Jenkins, Mike	68	81	0	43%
Jolley, Gary	91	72	6	57%
Kerr, Gillian	110	31	10	69%
Smith, Robyn	97	54	7	61%

It was thus announced at the meeting that Mr Clive Peter Davies, Mr Gary Jolley, Mrs Gillian Kerr and Mrs Robyn Smith had been elected and were eligible to act as Directors.

However, an anomaly in the number of votes was discovered after the closure of the meeting. PGPMS verified the results independently by tallying all of the ballots received and noted that the outcome of the voting for some of the candidates changed and the correct results are as follows:

<b>HEADCOUNT</b>				<b>160</b>
	<b>YES</b>	<b>NO</b>	<b>ABSTAIN</b>	<b>TOTAL %</b>
Bradbury, Nick	26	121	8	17%
Davies, Clive Peter	130	25	4	82%
Jenkins, Mike	69	82	0	46%
Jolley, Gary	70	77	7	45%
Kerr, Gillian	110	29	14	72%
Smith, Robyn	97	54	7	61%

Therefore, Clive Peter Davies, Gillian Kerr and Robyn Smith were elected as Directors as the required support of 50% or more of the votes was received. Nick Bradbury, Mike Jenkins & Gary Jolley unfortunately were not elected due to not meeting the 50% support requirement.

**3. CONCLUSION**

Mrs Duff thanked the Members for attending the General Meeting and declared the meeting closed at 20h55.

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**CHAIRPERSON**

\_\_\_\_\_  
**DATE**