



**MINUTES OF THE ANNUAL GENERAL MEETING OF  
ZWARTKOP HOME OWNERS ASSOCIATION  
HELD AT ZWARTKOP COUNTRY CLUB ON 30 MAY 2017 AT 19h00**

**QUORUM**

The meeting commenced at 19h00 as a quorum is present in person and/or proxy.

Directors present were Messrs. Van der Vyver, Viljoen and Mrs. Marais and Nel.

**1. WELCOME BY THE CHAIRMAN**

Mr. Allan Warrener Chaired the Meeting on behalf of Mr. Louis van de Vyfer, Acting Chairman and welcomed all members to the meeting and for the effort they made to attend the meeting. Mr. Warrener also made use of the opportunity to introduce the current board members and their portfolios.

No apologies were made by members.

Mr. Louis van der Vyver reserved the developers' right to vote in accordance with ownership of stands in the Estate.

Regarding the issue of the number of votes that Mr. Louis van der Vyver carries, there is a clause in the Memorandum of Incorporation and Mr. van der Vyver will be reserving his right to vote should it become critical.

**2. APPROVAL OF THE MINUTES OF THE 2016 AGM**

No comments or objections were made regarding the minutes of the AGM held on 24 May 2016. Stand 1069 was the proposer for this motion and Stand 1159 seconded the motion.

The minutes were approved as a true reflection of what was decided at the meeting.

**3. MATTERS ARISING FROM THE 2016 AGM NOT ON THIS YEAR'S AGENDA**

**3.1 Illumination of walkways on the golf course**

This project has been completed and is operational.

### 3.2 Development of bowling greens

- Application launched October last year. A number of objections were received. This will go through its process. There are approximately 14 departments where this application is reviewed by the city council. When all the technical issues have been addressed, it will then move to a tribunal (we are currently close to the tribunal hearing). Here the objectors will be invited by the council, so there can be a proper hearing of the application close to Tribunal hearing. Objectors will be given opportunity to have their say in front of an independent person to review the application.
- Stand 1034 – Questioned how many objections were received? Mr Van der Vyver responded that 50-60 objections were received.
- Stand 1028 – Questioned who is to maintain, as earlier the year they entered in an agreement. Access will be granted to public as was in the past.
- It was confirmed that the ZCC is responsible to mow and maintain lawns. The HOA will take care of the flower beds and free access will be granted for the duration of the application. The HOA signed an email agreeing to the above. The HOA Owners enquired on the details of the email (agreement) and who was elected to sign this email. Mr. Zaayman, the previous Chairman signed the email.
- Stand 1033 confirmed that the previous board was in conversation with Mr. Van der Vyver in re the purchase of the bowling greens.
- The new board could also consider buying the property from Mr. van der Vyver for possible development of recreational facilities like for instance a tennis courts. An estimated purchase price of R5m was mentioned.
- It was confirmed that Mr. Louis van den Vyver already applied for rezoning and whether it will be successful or not the land still belongs to him.
- Stand 1039 proposed that the HOA should develop the land into something that can generate an income.

- Stand 1028 questioned the selling price of R5 million. Mr. Louis van der Vyver confirmed that it is an estimated price. There are 5 different plots and the land value has been estimated accordingly. No decision has been made as the HOA need to decide whether to buy or not.

**Motion:**

Stand 1226 proposed that the committee of 2017 must investigate this matter.

Vote: 1 against, 5 abstained – motion carried.

### **3.3 Cleaning of Hennops River**

First Project:

The ZCC and HOA want a clean river.

Discussed:

Blue Horizon Group (Group of Estates) which covers the whole of Irene, is doing research and raising funds. The Country Club (ZCC) has committed to R25 000 and the HOA has matched this amount to contribute to investigate and document all issues of the river.

No motion tabled.

Second project:

Discussed:

Engineers met and made a proposal to look at the Hennops River running through the Golf Course and to do a survey of the river to determine what causes flooding. It was concluded that trees falling into the river assist with flooding, but there is no available equipment to remove such trees.

Said engineers initially quoted R100 000 for the above work, which was then reduced to R40 000. The proposal or idea is to straighten the river to reduce pollution and flooding. It is proposed that an amount should be set aside on budget, to appoint professionals who will look at this matter so that the issue can be addressed in a scientific way.

This will be discussed under the Strategic Maintenance Reserve discussion.

### **3.4 Directors remuneration**

It was confirmed that Craig Zaayman was paid a consultancy fee of R45 000.00 in 2016/2017 financial year – must not be seen as a Directors' remuneration.

Danel Nel was paid R9 000.00 - for drafting an agreement between Zwartkop Estates (Pty) Ltd, Hagen Greens Concerned Residents and Zwartkop Golf Estate Home Owners Association.

The HOA has operated without a financial director for most of the year as no one was prepared to act as FD. Some form of remuneration should be considered to attract professionals to critical posts.

## **4. CHAIRMAN'S REPORT**

The Chairman's report was sent out as part of the AGM document packs and the report was taken as read.

Important points discussed and explained:

- Resignation of Mr. Wesselloo – matter of governance and flow of funds was a problem.
- Craig Zaayman resigned because of work pressure. He served without reservation.
- Irene du Plessis has been appointed as Estate Manager with a lot of experience.
- Security incident – 28 April 2017. This matter has been investigated. Both guards present at the gate and involved were polygraphed and deception with one of the guards was indicated on question 3 and 4. That guard has thus been suspended and the matter is being investigated further. Feedback will be given when the investigation is concluded.
- The current Board initiated a concerned resident's security forum – participation is open to everyone and all members are invited to report security issues and proposals to said forum. Morne manages the forum and there are currently two members helping him to get the forum going.

The report was approved.

## **5. MR HANNES STRUYWEG'S COMPLAINT**

Mr. H. Struyweg pointed to the written observations he made as member of the HOA and noted that:

- 1.) He is not going to repeat same verbatim;
- 2.) He wanted to do a power point presentation, but was allocated only an opportunity to address the meeting for 10 minutes;
- 3.) He asserted that the board has moved from a non-executive board to an executive board. Mr. Louis Van der Vyver pointed out that it was not his intention to change the board, but that he had to take on certain duties for the HOA due to the absence of an Estate Manager.
- 4.) Mr. Struyweg also raised concerns regarding the security standards.

Complaints were raised from the floor with reference to Southern boundary in support of Mr. Struyweg's concerns in regarding security.

It was suggested that the new Board look at the HOA agreement of August 2013 with regards to who is responsible for the estate boundaries, especially the Southern boundary.

## **6. FINANCIAL REPORT**

### **6.1 Consider and accept the Annual Financial Statement for 2017**

Mr. Louis van de Vyver presented the Annual Financial Statements to the meeting and explained the various components by way of a slide show.

- Stand 1011 pointed out that there are some stands in arrears. Louis confirmed that legal collection processes are being followed.
- Stand 1026 suggested that there is no proper Credit Management Policy in place and the HOA need to set one in place. Danél Nel agreed that it is a good suggestion to get a new policy in place.
- The next board should take a look at the dates upon which utility statements should be sent out. To coincide with levy statements was the request. The board noted this is problematic given the dates upon the meters are inspected.

### **6.2 Consider and accept the auditor's report**

The auditor's report has been approved by the meeting. Stands 1161 and 1147 proposed, 1 abstained - adopted.

Louis van der Vyver indicated that Levies and Utilities are separate financial statements and that Smart Meters will hopefully be installed soon.

### **6.3 Re-appointment of auditors**

Stand 1011 suggested that new auditors should be appointed. Stand 1207 seconded, 4 abstained. Ordinary majority.

New Board to obtain quotations and appoint new auditors with immediate effect.

## **7. APPROVAL OF THE 2017/18 BUDGET AND THE LEVY INCREASES**

Mr. Louis van der Vyver presented the budget for the 2017/18 year. The detailed figures and summaries were circulated as part of the AGM pack.

7.1 The budgets as presented were approved.

7.2 An increase of 5.5% in the levies was approved. The SMR levy will remain at R350.00.

## **8. STRATEGIC MAINTENANCE RESERVE (SMR)**

### **8.1 Feedback on use of reserves in the fund**

Stand 1029 suggested a double system (Spikes) at the entrance/exit gates.

Stand 1161 suggested a physical barrier – sliding gate/spikes.

Louis introduced taking out old perimeter fence and replacing it with new better fencing.

Stand 1118 suggested that we also need one person to be responsible for security.

Regardless of these suggestions no formal decision was made.

### **8.2 Projected income for the 2017/2018 year**

Refer to slides presented at the meeting.

### **8.3 Discuss prioritize and approve the proposed SMR expenditure list**

Security to be number one on priority list and all the others points to step down 2-9.

Stand 1143 was the proposer and 1042 seconded the motion. This motion was anonymously approved by the HOA.

Security general budget at R1,5 million to be utilized from SMR.

#### **8.4 Approve the continuation of the SMR levy up to May 2018**

SMR levy to remain at R350.00 per month up to May 2018.

1158 and 1072 proposed, 1 vote against

Overwhelming ordinary with 1 vote against in support of SMR and SMR levy remaining as is.

### **9. CONSIDER AND APPROVE THE FOLLOWING CHANGES TO THE ZHOA AESTHETIC RULES**

Marcel Theron (stand 1161) presented the following proposed changes to the Aesthetic Rules:

- 9.1** Changes to rules regarding the installation of swimming pools and other liquid retain structures
- 9.2** Changes to rules regarding pergolas and awnings
- 9.3** Changes to rule regarding chimneys
- 9.4** New rules regarding the installation of solar panels
- 9.5** New rules regarding water storage tanks for rain water harvesting

All amendments were accepted by the meeting with minor changes to the proposed rules for chimneys (inclusion of “whirly birds”), solar panels (to cover 50% of north or near north facing roofs or such layout and area as approved by the board), and water tanks (tanks may also be installed on first floor level as long as they are concealed from view, max capacity of tanks to not exceed 20 000l).

### **10. INCORPORATION OF CLUBVIEW 117 AS PART OF THE HOME OWNERS ASSOCIATION**

Removed

### **11. ELECTION OF DIRECTORS**

The meeting took note that Mr. Wesselloo and Mr. Zaayman resigned due to personal reasons and matters of governance. The following members were duly elected as directors for the next term:

Mr. Werner Nolte

Mr. Athanasios Stamoulakis

Mr. Jannie Roussouw

Mr. Eugene du Toit

Mr. Marcel Theron

**12. GENERAL AND QUESTIONS**

Fiber:

Stand 1077 – Fiber will be installed and no extra cost. Vodacom takes 2 years to approve. A survey meeting should be held and this will be left for the new board.

Pin Codes/guards:

Stand 1039 indicated that staff are scanned in, but not scanned out. There is thus no record of them leaving the estate. The owner of Stand 1039 also suggested that the guards should be more responsive and less rude. This matter should be discussed at the Security Meeting. The board indicated that being rude is seemingly vice versa and the members should assist in security and control of access of unknown persons, who are not properly signed in.

Fence risk:

Burglary at stand 1128 was due to perimeter fence weakness.

Capital expenditure, Budget expenditure and actual expenditure to be communicated.

**13. CLOSING OF MEETING**

The meeting was adjourned at 23h02. Mr. Allan Warrener thanked Mr. Louis van der Vyver and the rest of the board for their service.

**Minutes approved by the Chairman:**

**Date:**

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