

**MINUTES OF THE ORDINARY GENERAL MEETING OF THE MARINA DA GAMA ASSOCIATION
HELD AT THE MASQUE THEATRE, MUIZENBERG ON MARCH 26TH 2018**

MEETING OPENED 19h10: the delay due to members' registration.

1. WELCOME.

The chairperson, Cheryl Philip welcomed all the members and guests present at the meeting.

The notice convening the meeting was sent out on the 9th March 2018. All required documentation was appended to the notice and was circulated via the electronic notice board and the website.

2. ATTENDANCE

Committee members:

Cheryl Philip, Geri Goldblatt, Lathif Gafoor, Jimmy Fitzpatrick, Robin Carlisle, Toni Joubert, Trevor Quelch, Nicci Thompson-Evans.

Minute taker: Geri Goldblatt.

Apologies received: Natalia Baker, Michael and Lynn Schultz, Veronica Limn; Sari;
(including comments) Bronwyn Eb.

Proxy forms:

It was noted that the meeting was quorate as more than 60 members, present or by proxy, were present. 46 proxy forms had been received and verified. At the start of the meeting at least 70 members had registered and received ballot papers. The final number of voting members present, including proxies was confirmed at 127 members.

3. APPROVAL OF RESOLUTIONS

Members were requested to mark their ballot papers and deposit in the ballot boxes placed outside in the foyer.

The results of the resolutions passed are attached at the end of the minutes.

DESIGN MANUAL RESOLUTIONS – approval of these resolutions require 75% of the members voting in favour of the resolution:

The chair advised that all the Design Manual resolutions, except for resolution No 5 re the Wendy House, address environmental sustainable matters, The resolution regarding the Wendy House is to allow for a shed, children's playroom etc but not large enough for a second

dwelling.

Design Manual Resolution 1 - Solar water heating

Resolved that “Solar panels must preferably be flush with the roof, and may not be raised. The water tank must preferably be fitted within the roof space, but if this is not possible, it may be mounted on the roof but below the level of the parapet wall or roof line. In order to make the installation as inconspicuous as possible, the system should preferably match the roof colour. Bright colours are not permitted.”

Design Manual Resolution 2 - Photovoltaic panels

Resolved that “Photovoltaic panels may only be installed on the roof, must be flush with the roof, below the level of the parapet wall or roof line, and may not be raised. In order to make the installation as inconspicuous as possible, the system should preferably match the roof colour. Bright colours are not permitted. The area of the photovoltaic panels installed should not be in excess of the energy needs of the dwelling.”

Mr Gie advised that it was difficult for the MDGA to determine the energy needs of a dwelling and suggested that the panels should be able to cover the entirety of the roof. Mr Giljam advised that ExCom was interested in the aesthetics of the Marina; the chair advised that if more than 1 panel was required, the member could request a waiver from ExCom.

Design Manual Resolution 3 - Chimneys

Resolved that “Exposed chimneys are an important element in traditional Cape Architecture. It is strongly recommended that chimneys are white and contemporary in design, and be exposed as strong elements on exterior walls of buildings.”

However, in keeping with modern energy efficiency practices, other forms of chimney are permitted, preferably to be incorporated within the structure as far as possible – the chimney may not be free-standing. Exposure should be minimised, and the chimney should protrude from the roof. Outside the building the chimney should be vertical.

Plaster chimneys must be white, steel chimneys must be black or stainless steel.”

Design Manual Resolution 4 - Water Storage Tanks

Resolved that “Water tanks should be installed as discreetly as possible – the bulk should not be visible from the water, the road or neighbours. The bulk should be softened by screens and/or plantings. The intention is that the tanks should blend in as much as possible with the environment. Neutral colours are specified – bright colours are not permitted. Tanks should be placed on or near the ground – not to be installed on the roof or tower mounted.”

Design Manual Resolution 5 - Wendy Houses

Resolved that “Wendy Houses may be installed for use as a gardening shed, storage shed, children’s play area or similar. They may not be used or designed for human habitation. One Wendy House is permitted per residence, and it must be stand-alone – not part of the building.

No side of the Wendy House may be more than 1.7m (1700 mm).

The Wendy House must be of natural wood colour, the roof should be sloped and constructed of Malthoid or similar. No corrugated iron or plastic sheeting to be used in its construction

Wendy Houses may not be visible from the water. The bulk must not be visible from the road or neighbours and should be softened by screens and plantings so that it blends in as much as possible with the environment.”

AMENDMENTS TO THE CONSTITUTION - approval of these resolutions require 2/3 majority of the members voting in favour of the resolution:

Special Resolution No 1

Resolved that Clause No 10.5 be deleted in its entirety and replaced with the following clause:

10.5 Quorum

No matters shall be discussed at any meeting unless a quorum is present when the meeting commences. For all purposes, the quorum shall be not less than 60 (sixty) members present in person”.

Special Resolution No 2

Resolved that Clause No 10.11 regarding proxy votes be deleted in its entirety and replaced with the following Clauses 10.11.1 – 10.11.5:

10.11 Proxy

10.11.1 Votes may be given either personally or by proxy

10.11.2 The instrument appointing a proxy shall be in the specific form as approved by ExCom.

10.11.3 The Instrument of appointing a proxy, together with a power of attorney (if any) under which it is signed may be delivered to the offices of the Marina da Gama Association until midday on the day of the meeting or by hand at the meeting. This proxy will be valid for the specific meeting and for any adjournment of the meeting.

10.11.4. The proxy holder may not be a “delinquent member”

10.11.5 A certified copy of the ID or passport of the person signing the proxy must be attached to the proxy form:

The chair advised that the timing of delivery of the proxy form had been amended to allow for members to delivery forms up to the start of the meeting. If the proxy members did not form part of the quorum, the proxy forms would be validated when votes are counted the following day. The requirement of a certified ID would ensure that the proxy was signed and submitted by the members. It was further noted that the certified ID did not have to be dated and did not have to be dated within the previous 3-months.

SPECIAL RESOLUTION NO 3 AND 4 REGARDING COUNTING OF VOTES

SPECIAL RESOLUTION NO 3 – ADDITION OF CLAUSE 10.14 – PROCESS OF COUNTING, VALIDATION OF VOTES AND PROXY VOTES:

Resolved that

“10.14 Process of counting and validation of votes and proxy votes at General Meetings of Members:

A minimum of 2 persons will be appointed by ExCom to open the ballot box, validate the eligibility of the proxy votes and proxy holder; and tally all the votes. No member of ExCom, nor any candidate standing for election, may become involved in the processes involved therein, but will be entitled to be present during the counting of votes”

SPECIAL RESOLUTION NO 4 – ADDITION OF CLAUSE 10.15 & 10.16 – RECOUNTING OF VOTES

Resolved that:

“10.15 A recount of the vote is required under the following circumstances:

10.15.1 Contested ExCom election – the difference between the number of votes cast for that of the lowest candidate appointed and votes cast for the highest non-elected candidate differ by less than 5%

10.15.2 An ordinary or special resolution is within 5% of the required percentage

10.16 Process of recounting the vote:

10.16.1 At least 2 resident members, who are not delinquent in terms of clause 12.5 or the resident spouse of a non-delinquent resident member, will be appointed to assist with the recount of the votes

10.16.2 No member of ExCom, nor any candidate standing for election, may assist in the recount of the voting for election to ExCom.

- 10.16.3 In the event that there is a demand by a member for the recount to be performed by the independent auditor, such costs will be borne by that member if there is no change affected to the outcome of the decision.

SPECIAL RESOLUTION NO 5 – WAIVER OF DESIGN MANUAL REGULATION

Resolved that clause 8.8.1 to amended with the replacement of the words “in writing by the Chairman of ExCom and two other ExCom members who shall not be members of ArchCom” with the words “by ExCom in writing and minuted.”

The chair advised that the oversight of waivers of the Design Manual will require the approval of ExCom, the elected body of the MDGA, instead of the Chairman and 2 members of ExCom.

ORDINARY RESOLUTION NO 1 – APPROVAL OF SECURITY PROPOSAL

Resolved that the attached Security Proposal presented is hereby approved.

ORDINARY RESOLUTION NO 2 – RING-FENCING OF R350 000 CAPEX TOWARDS SECURITY PROPOSAL

Pursuant to the approval of resolution No 1 it is hereby resolved to ring-fence R350 000 (three hundred and fifty thousand rand) of Marina da Gama reserves to fund the capital expenditure of the Security Proposal

ORDINARY RESOLUTION NO 3 – APPROVAL OF MORE THAN 10% INCREASE IN LEVY

Pursuant to the approval of ordinary resolution No 1 and No 2 above, it is hereby resolved that the subscriptions for 2018 be increased from R400 per annum to R580 (five hundred and eighty rand) per annum.

DISCUSSION ON THE ORDINARY RESOLUTIONS:

The following points on the Security proposal were raised from the floor and addressed by the relevant member of ExCom, Robin Carlisle, who has the Security Portfolio, or JC de Gouveia.

The questions and responses were as follows:

1. Placement of cameras at Battleridge – cameras will be installed at both entrances;
2. JC de Gouveia was applauded for her work; she has done hours of research into the best security solutions for the Marina;
3. Margaret Elliot from Shearwater Drive questioned the installation of Phase 2 cameras on the North Wall. Robin pointed out that the CoCT, the owner of the land, needs to install floodlights but the budget has been cut due to the water crisis. However, Robin advised

- that Coniston Park has implemented a good neighbourhood watch which communicates with Uitsig Neighbourhood Watch. Phase 2 will be implemented when possible;
4. Patsy Kenyon reminded the meeting that technology changed very quickly. Robin reassured her that the technology of the Darkfighter camera would remain current for at least 8 years, The cameras would remain the property of the MDGA;
 5. Pixie Levesque from Uitsig mentioned the kink in the wall as a vulnerable area: JC de Gouveia advised that a number of cameras had been installed by members in the area. Pixie requested that the Uitsig area be prioritized. JC requested that, due to a lack of crime statistics at present from the area, it was not rated at the highest priority; JC requested that all crimes be reporting via the guardians;
 6. Jennifer Smuts and Ian (?) from Uitsig asked for clarity on the control room which monitors the LPR. The members were advised that the control room is run by an independent company, information is forwarded from all LPR cameras, via the cloud. The final decision has not yet been made on the service provider.
 7. Steven Marr from Uitsig said that visible policing was a greater deterrent than cameras. Robin advised that the cameras would provide an extra layer of security and requested that members should be discreet about the location and installation of the cameras. JC de Gouveia pointed out that criminals needed a car to complete their theft.
 8. Allan Morris from Eastlake, mentioned the present political climate, i.e the land invasions, as being dangerous. Robin concurred and added that the SAP was inadequate and we needed to look after our own safety.
 9. Mike Ryder asked whether there was a cap on further increases once the contracts had been signed. Robin stated that usually costs of technology decreased and not increased; no contracts had yet been signed and only 30-day contractors, which including maintenance etc would be signed. Trevor reported that the MDGA had reserve funds for contingencies and advised that since 2015 an amount of approximately R300 000 had accumulated to the savings account, mainly through streamlining the expenses and improved collections. Cheryl advised that the MDGA is attending to all the bad debts and it is unfair for some members not to pay the subscriptions and rely on their neighbours.
 10. Anne Rathbone from Shearwater Drive queried the amount of money ring-fenced for this security project. It was advised that the funds would cover all the capital expenditure of all the phases; the second phase in Uitsig has been forecast at about R83 000.
 11. Ridgely Hall was concerned about the increase of 10% per annum in forthcoming years and if the baseline of the increase would be R580 or R440. The chair advised that it was expected to be increased off the R580 to cover any increases in the operational requirements of the security. It was also noted that any increases over and above the 10% would require members authorization

As there was no further business, chair thanked all members for attending the OGM.

The meeting closed at: 20:15

Signed by the Chairperson

11th June 2018

DETAILED RESULTS OF THE RESOLUTIONS:

AMENDMENTS TO DESIGN MANUAL – 75% MAJORITY TO PASS		For	Against	Abstain	% Pass
DM 1	Solar water heating	117	6	4	95.1
DM2	Photovoltaic panels	114	5	6	95.8
DM3	Chimneys	109	9	6	92.4
DM4	Water storage tanks	117	7	1	94.4
DM5	Wendy Houses	106	11	9	83.5
SPECIAL RESOLUTIONS – 2/3 MAJORITY REQUIRED TO PASS					
AMENDMENTS TO THE CONSTITUTION					
Spec 1	Clause 10.5 – removal of word “or by proxy”	110	6	8	94.8
Spec 2	Replacement of Clause 10.11 regarding proxy voting	112	5	7	95.7
Spec 3	Addition of Clause 10.14 – process of counting of votes	113	6	5	95.0
Spec 4	Addition of Clause 10.15 & 10.16 – recounting of votes	112	6	6	94.9
Spec 5	Waiver of design manual regulation – approval by ExCom	110	9	6	92.4
ORDINARY RESOLUTIONS – SIMPLE MAJORITY REQUIRED					
ORD1	Approval of Security Proposal	107	19	0	85.0
ORD2	Ring-fencing of R350 000 towards security proposal CAPEX	105	20	0	84.0
ORD3	Increase of annual subscriptions to R580 per annum	102	23	0	81.6