



Moditlo Estate Home Owners' Association NPC

Registration Nr: 2002/013524/08

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MINUTES OF MEETING OF THE MODITLO ESTATE HOME OWNERS ASSOCIATION ANNUAL GENERAL MEETING HELD 27 MARCH 2021 AT 10H00 AT THE STOREROOM OF THE MEHOA: HOEDSPRUIT

1. NOTICE OF THE MEETING:

Notice of the meeting was given in terms of the Companies Act and Memorandum of Incorporation of the Home Owners Association and it was noted that a quorum was present. Owners of **two hundred and seven** (207) stands were represented, either in person or by proxy, and eligible to vote.

Ms Andriette van der Merwe raised a query regarding the time frame in which notice was given of the meeting, and stated that, according to the MOI, notice should be given 15 business days prior to the meeting, and that notice was only given 10 business days prior to the meeting.

Ms Annelie Roets replied that notice was given 15 business days prior to the meeting, as per the MOI, and asked Ms Van der Merwe if she was indeed referring to the notice date, to which Ms Van der Merwe replied that she is referring to the record date.

Mr George Brownlow replied that, according to the Companies Act, the record date should be given not more than 10 business days prior to the meeting. He also stated that the Companies Act should be seen above the MOI.

Ms Van der Merwe replied that she understood that the Companies Act stipulated 10 business days, but the members stipulated in the MOI that it should be 15 business days and queried if the MOI is not being honoured by the Board of Directors.

Mr Brownlow replied that the notice was given well within the required time, and queried Ms Van der Merwe as to what the aim of her question was.

Ms Van der Merwe replied that the aim is that the members is governed by the MOI, which in turn is governed by the Companies Act, therefore the MOI is the final "stop" in governance in the estate, as it contains everything from the Act as well as additional instructions from the members. It was her opinion that the Board of Directors disregarded the stipulations of the MOI.

Mr Brownlow replied that they can refer to the Companies Act, and that the Board of Directors was not out of line according to the law.

Ms Kirsten Furseth queried why the notice could not be given 15 business days prior to the meeting, to which Ms Roets replied that the notice being discussed was the record date and not the notice date, which was given within the correct time frame.

Ms Candice Cary request that they explain what the difference between the notice date and the record date was, to which Ms Roets quoted from the Companies Act the following:

“59. Record date for determining shareholder rights

- (1) The board of a company may set a record date for the purpose of determining which shareholders are entitled to-*
 - (a) receive notice of a shareholders meeting.*
 - (b) participate in and vote at a shareholder meeting.*
 - (c) decide any matter by written consent or electronic communication, as contemplated in section 60.*
 - (d) exercise pre-emptive rights, as contemplated in section 39.*
 - (e) receive a distribution; or*
 - (f) be allotted or exercise other rights.*

- (2) A record date determined by the board in terms of subsection (1)-*
 - (a) May not be-*
 - (i) earlier than the date on which the record date is determined; or*
 - (ii) more than 10 business days before the date on which the event or action, for which the record date is being set, is scheduled to occur: and”*

Ms Cary stated that the difference of the 5 days in the record date would not have affected anybody negatively.

Ms Van der Merwe proposed that the MOI should then be changed to state that the record date will be determined by the Board of Directors.

2. **WELCOME AND CONFIRMATION OR ELECTION OF CHAIRPERSON:**

George Brownlow in his capacity as Chairperson of the Board of Directors of the Home Owners Association chaired the meeting and welcomed all members present.

3. **ATTENDANCE AND APOLOGIES:**

Members attendance was as per the attendance register. Proxies were recorded as apologies. Annelie Roets (Estate Manager) and René Riekert (Administrative Assistant) were in attendance.

4. **ADDITIONAL ITEMS:**

a. **Query – Albert Schmidlin**

Mr Brownlow stated that as a query from Mr Schmidlin was only received late afternoon on the 26th of March 2021, the response to his query could unfortunately not be prepared and

presented at the AGM. The query will be forwarded to the Board of Directors after which they will respond to Mr Schmidlin directly.

b. **2% Building Levy – Paul van der Merwe**

This item was removed from the Agenda by the member.

c. **Weltrac presentation:**

Li Lotriet presented some security measures on behalf of Weltrac to the members the following of which was highlighted from his presentation:

- Muditlo and Blue Canyon Conservancy share an access gate therefore the security should be centralised to ensure consistency.
- Traffic at all gates (Main gate, Contractor's gate, Staff Village gate, Leopards Bend gate) should be as effortless as possible. He also stated that participation of the members of the estate is essential to ensure correct procedures when receiving guests.
- Searching of vehicles: He stated that they have done numerous tests (deliberately put certain items in their vehicle) when entering / exiting the estate, they have found that vehicles are not being searched to ascertain whether those items are protected or not.
- Man power: He also stated that they proposed to still have the 3 security officers at the main gate (day shift / night shift / relieve shift), contractor's gate (security officer from Monday – Friday), and the Staff Village gate, which currently do not have a security officer (from Monday – Friday).
- He stated that provision should be made for mobile approach, which Muditlo currently do not have.
- He also stated that provision should also be made for a security supervisor to oversee these operations.

d. **Land Claims:**

Chris Steyn (CHM Steyn Attorneys) provided the members with feedback of the current status of the Land Claims in which application he highlighted the Court ruled that the Moletete community will pay their own legal fees going forward.

e. **Eiland Dam:**

Mr Ernst Scheepers reported back on the status of Eiland Dam. He highlighted the following in his report:

1. That it was agreed that they would contact an engineer to establish if the fault occurred from the contractor side or if there is another reason the dam was damaged.
2. That they have consulted with two engineers which specialised in build and repairs of dams.
3. That one of the engineers indicated that all water works on the estate have to be registered with the Department of Water Affairs. He also stated that he would like approval to proceed with a local company to approach the necessary institutions regarding registrations and to establish what and how it needs to be registered.

This proposal was approved by the meeting.

f. **Fleur de Lys:**

Mr Scheepers advised that the owner approached him and informed him that they have decided to place the farm in the market (approximately 1 000 hectares, including 4 houses).

Ms Candice Cary commented that this should be monitored as it could be a great security concern for Moditlo.

Mr Scheepers then stated that should the new owner of Fleur de Lys not become part of the conservancy the fence will have to be upgraded to ensure security.

g. **Prevention of fire during dry season:**

Mr Henry Verster requested the members to be vigilant during the approaching dry season, and be more cautious should you have a braai etc. He stated that the Board was also in discussion with the Operational Manager regarding starting to clear certain areas to allow for firebreaks closer to the dry season.

Ms Van der Merwe then referred to a point from the Operational Manager's report regarding the bush clearing, and stated that, in her opinion, was also a way to slow down a fire, and suggested that they make use of the bush clearing and they should clear the denser parts on the estate. She commented that, vegetation for the animals should also be taken into consideration, and not just the aesthetic element. She further proposed that an ecologist should be involved in Moditlo, together with Blue Canyon. She also stated that elephants preferred grass to bark, and therefore, the more grass there is, the less trees they would destroy.

5. **APPROVAL OF THE PREVIOUS MINUTES (APPENDIX A)**

Ms Andriette van der Merwe queried if the Management Plan was distributed to the members as per page 8 of the minutes, to which Mr Brownlow replied that the restructuring was being presented at the current AGM. Ms Van der Merwe then asked if it was not distributed to the members after the first board meeting after the AGM, to which Mr Brownlow replied that it was not.

The minutes of the Annual General Meeting held on 1 February 2020 were taken as read, proposed, seconded and unanimously approved and signed by the Chairperson.

6. **REPORTS:**

a. **Chairman's Report (Appendix B1)**

The report was tabled and certain items in the report were highlighted.

Mr Brownlow stated that he would like to highlight the water issue on the estate. He stated that the municipality did not supply the estate with water pipes as agreed upon many years back and after investigating as to the reason why they did not, it was confirmed that the Municipality have already spend their budget for the next four years.

He then stated that they are co-ordinating with the local municipality and looking at pipelines that they are offering to the estate but that it will not be possible to push water through the size pipelines that they want to use to supply water to Moditlo as the current pipeline they have operating is not suitable to supply Moditlo with water.

He stated that as Moditlo is growing, the amount that will be needed from the boreholes will become excessive. He further stated that meetings will be held with engineers to get their advice / suggestions to find a solution to the water issue.

After further discussion, the report was taken as read, duly proposed, seconded, and approved.

b. **Estate Manager Report (Appendix B2)**

The report was tabled and certain items in the report were highlighted.

Ms Annelie Roets queried if there were any questions on her report, to which there were none. She stated that the functioning of the Architectural Committee was going very well and thanked them for their service and hard work with this especially important function of the running of the Estate.

After further discussion, the report was taken as read, duly proposed, seconded, and unanimously approved.

c. **Operational Managers' Report (Appendix B3)**

The report was tabled and certain items in the report were highlighted.

Mr Ernst Scheepers provided the members with feedback on the damaged bridge and stated that the engineer met with the contractor and investigated the situation. He explained that the problem lies with the construction of the ramps to the bridge. He confirmed that the structure itself is fine, but it was not compacted correctly therefore it affected the ramp.

He also confirmed that they are currently waiting for the contractor to attend to the damaged bridge and that light vehicles can cross the bridge, but trucks are not permitted to use the bridge until repaired.

After discussion, the report was taken as read, duly proposed, seconded, and unanimously approved.

7. **RESOLUTIONS – (APPENDIX C)**

Revision of the MOI (Appendix C1) was tabled, and the following Resolutions was highlighted:

a. **Revision of MOI (Appendix C1)**

Resolution 1/2021

Mr Brownlow stated that, as the Board of Directors were appointed by the members, they should be able to make certain decisions to the benefit of the estate. Kirsten Furseth queried if the decision is made by the majority of the board and will the members be notified of the decision taken, to which Ms Roets replied that it will be stated in the minutes of the board meetings.

Resolution 2/2021

Ms Furseth queried if the appointment will be in the minutes where the members would be able to see what they do / how much they would be paid. Mr Brownlow replied that the Board of Director are not remunerated for their services, the only position that was remunerated was the Executive Director to an amount of R25 000 per month.

Resolution 3/2021

Ms Roets stated that, in lieu of what Mr Brownlow commented in the above point, the Executive Director was removed from the MOI.

Resolution 5/2021

The board decided to appoint a Company Secretary, and they proposed to appoint the Legal Advisor Mr Chris Steyn. The Resolution was tabled and approved by the meeting.

Ms Van der Merwe queried if the Company Secretary will be working for the Board of Directors or the owners, to which Ms Roets replied that he would be working for the entity, which is the company as a whole.

Ms Van der Merwe then queried how a member – that has a problem with the Board would go about being represented. Ms Roets replied that the Board of Directors was appointed by the majority of the members in General Meeting, therefore, the legal advisor is representing the HOA, the company's interest, and the elected Board. She continued that should there be a member that have a problem with the Board of Directors in a legal matter that member, as he/she is not the majority of the company, should appoint his/her own legal representative.

Ms Serah van der Sandt queried if the Estate was paying the legal fees for the Company as well as what amount per annum, to which Ms Roets replied that the estate is paying the legal costs for all legal matters including collections of arrear debt, and the amount depends on the number of legal matters that need to be handled in any given financial year. She stated that all legal fees are in the Financial Statements annually and are presented to the members in the Annual General Meeting.

Ms Furseth queried if the company secretary was a full-time position, to which Ms Roets replied that it was not. She explained that it was only an extension and additional checkpoint in the management structure.

Resolution 7/2021

Ms Serah van der Sandt queried if the directors receive certain tasks, to which Ms Roets replied that the Board is in the process of assigning portfolios for each director.

Mr Paul Buys queried if there is an organigram available, to which Ms Roets replied that they do have a basic organigram, which will become more complicated once established.

Mr Brownlow stated that, although each director will have his/her own portfolio, they do not make decisions on their own. The board will first discuss the matter before any decision will be made.

Resolution - Remainder of the Reserve.

Ms Roets stated that she was advised to remove the clauses as this is private property of Conservancy Members and residents do not have any rights in these private properties, and they are only allowed to drive on the designated roads. She stated that private land with traversing rights does not belong to the HOA. She also stated that having the clauses in the MOI gives the impression that the member has certain rights to these properties, which they have not.

Ms Van der Sandt raised a question regarding the members that do drive on the conservancy, to which Ms Roets replied that Conservancy members pay a monthly fee for traversing on the Conservancy. Mr Bernard Koppes stated that it was R18 000 / month for each game viewer.

Ms Van der Merwe raised a question regarding the infrastructure of the estate. If the remainder of the land is owned by a private owner, then why does the members have to pay for the maintenance of the infrastructure. Ms Roets replied that the historical agreement between the HOA, the conservancy and other stakeholders that stated that the infrastructure should be maintained by the HOA.

Ms Van der Merwe then referred to the Estate Manager's report regarding the generator dispute. She stated that the applicant was frustrated to the point that he withdrew his application, and her query to the board was who gave permission for the generator to be installed, as no member in the vicinity of the generator was consulted before it was installed. Mr Brownlow replied that it was one of the approved generators according to the specifications of Moditlo. He also stated that the generator was also installed on land that does not belong to Moditlo HOA and therefore the private owner of said land has the right to place the generator at that position.

Ms Furseth commented that her opinion is that it is not fair toward your neighbour should you decide to put a generator on your property, and Ms Roets replied that there are certain specifications that you need to follow should you want to apply for the installation of a generator. The list of the specifications for the approval of the installation of generators will be sent to all members for their perusal. Ms Furseth then proposed that, at the next AGM, this process should be reviewed to establish if there is another way that would be better for the community of Moditlo.

b. **Architectural Guidelines (Appendix C2)**

The Architectural Guidelines revision (Appendix C2) was tabled and the following resolutions were highlighted:

Resolution 27/2021

Ms Furseth queried if the stand should not be surveyed before building commence, to which Ms Roets replied that it is already one of the requirements.

Resolution 28/2021

Mr Ernst Scheepers explained that, as there are vehicles with a high roof rack, or residents with caravans, they require a higher entrance. The Architectural Committee does not have a problem should the height of the door be higher than usual, as long as the height of the wall plate is 2,8m.

Resolution 32/2021

The board proposed the inclusion of square fluted Chromadek roof sheeting. Mr Brownlow commented that it could be more cost effective. Ms Van der Merwe proposed that the “square fluted” be removed. Ms Lee-Anne Roberts then queried if they would be allowed to put it on their main roofs, to which Ms Roets and Mr Brownlow confirmed it would be allowed if approved. Mr Igny Bouwer queried how it would affect the design of the roofs, and Ms Frikkie Meyer suggested that, should Chromadek be allowed, the pitch of the roof should be 45°.

Ms Van der Sandt suggested that a building committee be appointed to oversee the construction process, to which Ms Roets replied that there was already an Architectural Committee seeing to all plan submissions.

Ms Kelly Sage proposed that, should an owner put Chromadek on his roof, they are also allowed to put in gutters, that can also assist towards saving water if you collect the rainwater from the gutters.

Ms Louise Worthington stated that Chromadek – if done correctly and in the right colour is not reflective and can hardly be seen in the bush. She proposed that a company that specialise in Chromadek should provide the members with more information.

Mr Brownlow stated that the voting should then be changed to be for the consideration of Chromadek and that should the members then need more information before making a final decision a ‘no vote with modification needed’ should be noted.

c. **Revision of Rules & Regulations (Appendix C3)**

The Revision of the Rules and Regulations were tabled and presented to the meeting.

d. **Revision of Building Process (Appendix C3)**

The revision of the Building Process was tabled and presented to the meeting.

After discussion, a poll vote took place on all resolutions to be passed the outcome of which is noted as follows:

Revision of MOI, Rules and Regulations and Building Process				
Final Votes: Majority votes accepted – Resolutions Passed (75% of votes present or by proxy approved)				
Y=YES / N=NO /A = ABSTAIN				
MOI		Y	N	A
C (1.5) (3)	Structure – only elected directors	192	13	2
C (1.5) (9)	Structure – remove appointed	192	13	2
C (1.5) (11)	Structure – Insert director / employee or any other person	190		17
C (1.5) (12)	Remove -Executive Director	192	2	13
Art 1(1.3) (3) (c)	Structure – remove ED – insert BoD or delegated	192	2	13
Art 1(1.4)	Structural – Company Secretary	190	13	4
Art1 (1.5) (5)(f)	Structural – Remove ED insert BoD or delegated	192		15
Art 1(1.5) (5)(g)	Structural – Remove ED insert BoD or delegated	192	2	13
Art 1(1.5) (5)(l)	Structural – Insert BoD or delegated	205		2
Art 1.5(5)(s)	Structural – Remove ED insert BoD or delegated	205		2
Art 1 (1.7) (2)(3)	Removal of remainder of reserve as it is private property	192	13	2
Art 3 (3.12) (7)	Structural – Remove ED insert Company Secretary	202	3	2
Art 4 (4.1) (1)	Remove -Executive Director	205		2
Art 4 (4.1) (2)	Remove -Executive Director	205		2
Art 4 (4.1) (5)	Remove -Executive Director	205		2
Art4(4.9) (2)(a)	Structural – Remove ED insert Company Secretary/ Legal Advisor and auditor	190	13	4
Art 4(4.9) (2)(b)	Structural – Remove ED – insert delegated director/employee...	205		2
Art4 (4.10) (1), (2)	Remove – Executive Director	205		2
Art 5 (5.1) (1) (a)	Remove – Executive Director / insert delegated director / employee	205		2
RULES AND REGULATIONS		Y	N	A
2.1.11, 15.12 and 15.13	Remove Executive Director – insert delegated person	205	2	0
Building Process		Y	N	A
1.6 & 2.4	Remove – Executive Director / insert Ops Manager	205	2	0

Revision of Architectural Guidelines				
Final Votes: Majority votes accepted – Resolutions Passed (50% of votes present or by proxy approved)				
Y=YES / N=NO /A = ABSTAIN				
Architectural Guidelines		Y	N	A
1.3	Change contact person	205	2	
1.6	Change Representative of HOA	205	2	
2.1	Description of Sheets	205	2	
2.2	Stage 2 Checklist	205	2	
2.3	Site handover by Ops Manager	205	2	
2.4	Scrap ED / Insert Ops Manager	205	2	
3.1.1	Deposit after Stage 2	205		2
3.1.2	Change to receipt of Invoice	205		2
4.2.2	Where necessary	192	13	2
4.2.7	Insert speed limit	192		15
5.1	Cosmetic – erf to stand	205		2
5.2	50- and 100-year flood lines	207		
6.1	Cosmetic – erf / stands	207		
6.1	Insert – No other alternative building space	207		
7.2	Change ground-level and insert request for deviation	207		
7.5	Scrap – Appendix A to be approved by committee	205	2	
7.6	Insert – by Arch Committee	205	2	
7.7	Insert other materials to be approved by Committee	207		
7.9	Insert Chromadek with colours – remove Appendix B removed	37	22	148
7.15	Insert all products to be approved by Arch committee	207		
8.1	Remove “splash pool”	205	2	

10.1	Remove automatic irrigation systems	62	33	112
10.3	Removed raised – insert brown stone pebbles	93	2	112
12.5	Cosmetic - grammar	205		2
12.6	Insert provision for accredited installer	207		
13.1	Insert fire extinguishers	207		
14.3	Insert Gas installation requirements	207		
15.2.1	Cosmetic - gate	207		
15.2.4	Change to office	207		
15.2.9	Insert branding requirement	207		
15.2.10	Insert bush / stand clearing	207		

8. **APPROVAL OF AUDITED FINANCIAL STATEMENTS (APPENDIX D)**

Ms Van der Merwe queried that, under 7.2 (page 20 of the notes on the Financial Statement), she noted that the fixed deposit expired and was invested in the Money Market account. Ms Roets replied that the reserve funds were kept in a Money Market Account, as at the time of the resignation of the Executive Director, they needed to change accounts and signatories which was delayed due to various outside factors. She stated that a new fixed deposit will be created for the reserve fund, and the funds for maintenance and operational will be kept in the money market account.

Ms Van der Merwe queried as to why there was a loss of approximately R1 000 000,00 less in the account, to which Mr Brownlow replied that for the past 7/8 months, the levy amount was reduced to assist people struggling due to the Covid-19 pandemic.

Ms Van der Merwe then queried if the Board of Directors had a resolution from the members to reduce the levies, to which Mr Brownlow replied that they did not. He stated that the Board was appointed by the members to run the estate to the benefit of the members therefore the Board have decided to accommodate the members by reducing the levies in the difficult times.

Ms Van der Merwe queried how many votes/stands are represented within the Board, to which Ms Roets replied 176.

Ms Lorna Zoghby then stated that, when the Board discussed and decided on the reduction in levies, the two members who own the most stands in the Board, did not participate in voting.

Mr Pieter Janeke requested to get confirmation from the members regarding the reduction of the levies. Mr Brownlow then stated that the board discussed and decided to keep the levies at the reduced rate for a further 6 months. All members present agreed to the reduction of levies for a further 6 months which will lapse 30 September 2021.

Ms Van der Merwe referred to page 27, category Meeting Fees, and queried as to why the amount was substantially more than the previous year, to which Ms Roets replied that she would retrieve the records and send it to the members.

Ms Van der Merwe queried the category Consumables (also page 27), to which Ms Roets replied that she should keep in mind that an office was set up for the Operational Manager as well as Administrative Assistant and stated that she could also send those records to the members.

9. **ESTIMATE OF INCOME AND EXPENDITURE (APPENDIX E1 & E2)**

9.1 **Appointment of Operational Assistant (Appendix E1 & E2)**

Ms Van der Merwe queried to the existing Assistant to the Operational Manager and if he was offered a chance to apply for the position, to which Ms Roets replied that he was only appointed as a temporary position to stand in when the Operational Manager is not available. Ms Roets also confirmed that the current temporary assistant is also included in the pools of CV's received. Mr Scheepers then stated that the need for a full-time appointed person to work with him to gain all the background and necessary information of the estate. This proposal was approved.

9.2 **Security System proposal (Appendix E4)**

The Board propose the use of a scanning system at the 3 gates (same system being used at the Leopard's Bend Gate). Costs will be approximately R2 000,00 per unit per gate, monthly. That would then also entail the appointment of an additional security officer at the resident's gate. The gate would however for a start only be manned for a 12-hour period during daytime.

Mr Div Lamprecht commented that the reason the Board of Directors are appointed by the members, was that they could make certain decisions to the benefit of the members without asking permission every time from the members. The members should allow the Board to make decisions, and should they fail to make the correct decisions, then they would be held liable for it.

Ms Kirsten Furseth queried if the decisions are noted in minutes, and should the members not agree with it, they could lodge a query to the Board, to which Ms Roets agreed.

Mr Paul Buys queried if there was an independent security risk and vulnerability done, and if not, propose that an independent risk assessment should be done. Mr Brownlow then replied that they are not yet appointing a Company, they were currently just looking at the proposal.

Ms Roets stated that this was only for the proposal for the scanning system. All members present agreed with proceeding of the installation of the scanning system.

10. **APPROVAL OF:**

a. **Levy Payment in Advance**

The new levy, with effect from October 2022, would be an amount of R1 500,00 for the levy (increased by R100,00), plus the additional amounts for the reserve fund (which will be increased by R30) and CSOS, which will then amount to R1 917.80 in total.

b. **Arrear levy: Action Taken**

Interest is charged on the oldest amount at 2% incidental interest according to the NCA Act. Ms Lee-Ann Roberts advised that legislation might have changed that no independent body was

allowed to charge interest if they were not a registered credit provider. Ms Roets replied that she would re-check the NCA Act to verify the change and provide the members with feedback.

c. **Allocation of Payments**

Any payment made by a member of the Home Owners Association will be allocated first to the overdue debt which is most recent in time and only thereafter allocated to older debt. Only once all debt has been paid, will payments received be allocated to the current amounts due.

11. **APPOINTMENT OF:**

a. **Auditor – Ferreira, Venter, Laws and Nel**

The Board of Directors proposed that **Ferreira Venter Laws and Nel** be re-appointed for the ensuing year. The appointed was duly proposed, seconded, and approved by the meeting. No objections were raised.

b. **Legal Advisor – Chris Steyn**

The Board of Directors proposed that **Chris Steyn of CHM Steyn Attorneys** be re-appointed for the ensuing year. The appointed was duly proposed, seconded, and approved by the meeting. No objections were raised.

c. **Company Secretary**

As discussed above in point 7(a).

12. **ELECTION OF DIRECTORS:**

a. **Determination of Number**

Ms Roets stated that an amount of 12 nominations were received, all which was paid up at the time of their nominations, and all accepted their nominations.

Ms Van der Merwe requested permission from the Chairperson to address some of the nominees, to which he agreed.

Ms Van der Merwe stated the following:

- She queried the attendance of Mr Alan Hiatt (in his absence due to travel restrictions) at Board meetings to which Mr Brownlow replied that Mr Hiatt was present at all the meetings.
- She asked Mr Bernard Koppes if he thought that if it is not a conflict of interest being on Mditlo Board and also the Board of the BCPGR to which she immediately replied that she does not need an answer to the question.
- She queried how Mr Godfrey Phillips bridged the gap between residents and lodges in his time as director (It is noted that Godfrey Phillips was not present at the meeting due to medical reasons).

- She addressed a query to Mr Henry Verster about him and his wife Jessica Verster both being nominated as directors.
- She mentioned that there is another director on the Moditlo Board that also serves on the Board of the BCPGR.
- She further directed a query to Mr Piet Scheepers stating that she would like to know how he served the interests of Moditlo in his time as director to which Mr Piet Scheepers stated that he was present at every meeting and on appointed committees and is also part of all decision making on the Estate.

Mr Div Lamprecht then stated that Ms Van der Merwe was out of order with her questions towards the members/nominees of the board. He stated that these were personal issues and should be sorted out before or after the AGM.

Ms Lorna Zoghby then commented on the importance of the relationship between the residents and the land owners of the Blue Canyon Private Game Reserve, as they were spending substantial amounts on caring for the game. She stated that it was her belief that, to have Mr Pieter Janeke, Mr Bernard Koppes and Mr Piet Scheepers on the Board of Directors was a good thing for all the home owners as they also have interest to protect in Moditlo.

Ms Van der Merwe then requested if it can be allowed to know which persons nominated the nominees, to which no one objected to.

Ms Roets then replied as follows:

Mr Henry Verster nominated by	:	Vanessa Huxtable Alan Hiatt Piet Scheepers
Mr Alan Hiatt nominated by	:	Vanessa Huxtable Bernard Koppes Henry Verster
Mr Godfrey Phillips nominated by	:	Bernard Koppes
Mr George Brownlow nominated by	:	Jacobus Swart Vanessa Huxtable
Mr Bernard Koppes nominated by	:	Alan Hiatt Michael Cox
Mr Craig Carnaby nominated by	:	Alan Hiatt Vanessa Huxtable
Ms Jessica Verster nominated by	:	Alan Hiatt
Ms Louise Worthington nominated by	:	Lorna Zoghby
Ms Lorna Zoghby nominated by	:	Henry Verster
Mr Piet Scheepers nominated by	:	Henry Verster
Mr Pieter Janeke nominated by	:	Vanessa Huxtable
Mr Uwe Ziesche nominated by	:	Bernard Koppes

Ms Lorna Zoghby stated that should members not be satisfied with the current Board of Directors, he/she should approach the board or make a formal complaint.

Mr Igni Bouwer then proposed that the term for a member to serve on the board should change to a 2 / 3-year term, to which Ms Annelie Roets replied that, as that would be a rule change to the MOI, it could only be proposed at the next AGM

b. Election of Directors (Separate ballot)

It was confirmed that the votes were counted and nine new Directors which received majority votes via Ballot Paper and Electronic Votes and therefore elected as members of the Board of Directors was confirmed as follows:

Director elected:	Number of Votes Received
Alan Hiatt	184
Bernard Koppes	194
George Brownlow	195
Godfrey Phillips	159
Henry Verster	193
Lorna Zoghby	199
Louise Worthington	181
Piet Scheepers	193
Pieter Janeke	194

13. CONFIRMATION OF THE REGISTERED ADDRESS OF THE COMPANY:

The registered address if the company was confirmed as:

MODITLO ESTATE, R40 HOEDSPRUIT, MODITLO ESTATE, PO BOX 1654, HOEDSPRUIT,1380

14. CLOSING:

There being no further matters under discussion, the Chairperson thanked the members for having attended the meeting and closed the meeting.