

MINUTES OF THE ANNUAL GENERAL APPROVED EXTENSION MEETING

ELISENHEIM PHASE 1, 2 & 3

EXTENSION PROPER

Extension 7

Extension 5&6

Date 22 August 2024

Time 17:30

Venue Elisenheim Community Church, Erf 93, Hebron Street

COMPLETION OF THE ATTENDANCE REGISTER

Members completed the attendance register and submitted the proxy certificates

At 18h00 no further members had arrived and SL informed the meeting that the persons present by proxy and in person formed a quorum and that the meeting may proceed

WELCOME ADDRESS BY S. LOHLE (SL)

SL welcomed the members to the adjourned AGAEM meeting.

CHAIRMAN TO THE MEETING

Mr. Willem van Heerden is the Chairman of the Board of Trustees of the EOA and was the appointed chairman of the meeting. WvH welcomed the members present.

SL on behalf of the Chairman informed the meeting:

1. The AGAEM of 15 August 2024 was postponed to today because the meeting did not meet the quorum requirements as prescribed by the Articles of Association.
2. The procedures for this meeting is that if we do not have 25,0% of the members present at the opening of the meeting the meeting must be postponed for 30 Minutes. At 17:30 the meeting was postponed until 18:00.
3. The Act states that irrespective the number of members present after 30 minutes the members present will form a quorum.
4. At 18:00 SL informed the members that the members present formed a quorum and the meeting is constituted and may proceed

1. APPROVAL OF THE MINUTES 14 and 21 September 2023

It was noted:

- a. The Minutes were circulated to the members
- b. There were no comments on the minutes
- c. The minutes were approved
- d. The minutes will be signed by the representatives at the next Trustee and representative meeting

2. CHAIRPERSON REPORT

It was noted:

- a. The report of the Chairperson was distributed to the members.
- b. The report informed the members that levies will increase by 3% on 1 October 2024
- c. There were no specific questions regarding the report

1. APPROVAL OF THE FINANCIALS

- a. SL referred the members to the Financials that were prepared by Hamilton Chartered Accountants for the year ending 28 February 2024.
- b. The representatives for the extensions must submit any questions at the AGM meeting
- c. The financials must then be formally approved and signed by the Trustees at the next AGM meeting

2. BUDGET 2023 TO 2024

- a. SL referred the members to the budget that was circulated to all the members.
- b. The notes to the budget explained the expense items in detail
- c. With regard to the expenses budgeted for the financial period, the Trustees have decided that the levies should increase with 3% on 1 October 2023 as follows:

New Levies Effective 1 October 2023					
			Old Levies	3%	New Levies
Levy Rates					
	Residential Erven		631.61	18.95	650.56
	General Residential UNITS		315.81	9.47	325.28
	Business Erven		5,031.66	150.95	5,182.61

- d. The representatives for the various extensions will submit any questions queries to the budget at the AGM meeting

3. ELECTION OF REPRESENTATIVES

SL gave a brief outline of the structure of the EOA and the management of the Estate.

- a. The representatives resign at every AGAEM
- b. The members for each extension must elect new representatives for their extension for the ensuing year.
- c. The AGAEM meeting is where members elect representatives
- d. The representatives must represent the member opinions at the AGM meeting and when the Board of Trustees meet
- e. Two of the representatives of the various phases will be elected to the board of Trustees
- f. The Board of Trustees meet quarterly
- g. For the sake of transparency and inclusiveness the Board of Trustees invite all the representatives to attend and participate at the BOT meetings
- h. The representatives should hold meetings with members through the year to hear grievances and receive recommendations from the members

1. Nomination for Representatives from the EPDC

SL explained that in terms of the Articles of Association the developer is entitled to nominate three representatives to serve on the Board of Representatives for:

- a. Extension Proper – (Phase 1)
- b. Extension 7 - (Phase 2)
- c. Extension 5 & 6 - (Phase 3)

It was recorded that the appointed representatives for the EPDC will be:

1. Willem van Heerden
2. Lindie Verwey
3. Lizette Da Fonseca

2. Election of Representatives for Extension Proper

It was recorded:

- a. Phillie Van Der Merwe was nominated
- b. Cyril Lowe was nominated
- c. With no further nominations Messrs. Van Der Westhuizen and Lowe accepted their nomination and were elected as representatives for Extension Proper
- d. The representatives for Extension proper were recorded as follows:

Name	Representative	E-mail
Lindie Verwey	Developer	LindieV@tgh.na
Lizette Da Fonseca	Developer	LizetteD@tgh.na
Willem Van Heerden	Developer	lvr@tgh.na
Cyril Lowe	Owner	clowe@iway.na
Phillie Van Der Merwe	Owner	phillievdmerwe@hotmail.com

3. Election of Representatives for Extension 7

It was recorded:

- a. Mr. Hugo Van Niekerk was available for re-election
- b. SL enquired if there were any further nominations
- c. Mr. Renando Burger was nominated and accepted the nomination
- d. With no further nominations – Renando Burger and Hugo Van Niekerk accepted their nomination and were appointed as representatives for Extension 7
- e. The representatives for Extension 7 were recorded as follows:

Name	Representative	E-mail
Willem Van Heerden	Developer	lvr@tgh.na
Lindie Verwey	Developer	LindieV@tgh.na
Lizette Da Fonseca	Developer	LizetteD@tgh.na
Renando Burger	Owner	renando@pro-ex.com.na
Hugo Van Niekerk	Owner	hugovn@iway.na

4. Election of Representatives for Extension 5 & 6

It was recorded:

- a. Mr. Simeone Shivute made himself available for re-election
- b. Mr. Grant Butler was nominated
- c. There were no further members in Extension 5 & 6 that made themselves available
- d. Mr. Shivute and Butler accepted their nomination and were appointed as representatives for Extension 5 & 6
- e. The representatives for Extension 5&6 were recorded as follows:

Name	Representative	E-mail
Lindie Verwey	Developer	LindieV@tgh.na
Lizette Da Fonseca	Developer	LizetteD@tgh.na
Willem Van Heerden	Developer	lvr@tgh.na
Simeon Shivute	Owner	simeon.shivute@gmail.com
Grant Butler	Owner	butlerjason477@gmail.com

4. SUB COMMITTEE MEMBERS

SL informed the meeting:

1. The Trustees have identified the following sub committees to assist the Trustees with the management of the Estate:
 - a. Disciplinary Committee
 - b. Security Committee
 - c. Finance Committee
 - d. DRC & Building Committee
 - e. Public Open/Green Space committee
2. Sub Committees

- a. The sub committees require members to assist with the management of the estate
 - b. Previously the committees were elected at the AGAEM meetings
 - c. SL suggested that the AGAEM meetings should not deal with the full election of the sub-committees, rather:
 - i. The committee members stay the same
 - ii. The various committees deal with the replacement of committee members as and when members resign
 - iii. At the AGAEM we must enquire if any member of the Estate would like to serve on the sub committees
 - 1. The members unanimously agreed to the process
3. SL enquired if any member was willing to be co-opted to the sub-committees
- a. Grant Butler requested to serve on the Security committee and will be added
4. Participation of the representatives on the sub-committees will be finalised at the AGM meeting
- a. The details of the sub-committee members will be circulated to members once the final appointments have been made at the AGM meeting

5. AMENDMENT OF THE RULES

It was noted that there were no submissions for the rules to be amended.

6. AMENDMENT OF THE ARTICLES

It was noted that the EOA made submissions to the EPDC (Developer) to amend the Articles to make provision that the first meeting can proceed with an unofficial AGAEM meeting.

Proposed amendment:

Section 16.4.3.3 to be added to the Articles:

1. *Subject to the provisions of Article 16.5.1.1, if within half-an-hour from the time appointed for the holding of an AGAEM or EGAEM meeting referred to in Article 16.4.2.1 to 16.4.2.5 a quorum is not present:*
 - a. *The Chairman shall declare:*
 - i. *A quorum is not present*
 - ii. *The meeting shall stand adjourned to the same day in the next week at the same place and time (or such other place as the Chairperson of the meeting shall direct), and if at the adjourned meeting a quorum is not present within half-an-hour from the time appointed for holding the meeting, the Members present shall constitute a quorum.*
 - iii. *The members present shall continue with an unofficial meeting between the members present to deal with all items on the agenda.*
 - iv. *The proceedings will be recorded as if a quorum is present and all decisions made between the members will be recorded in a minute of the unofficial meeting*

- v. *The minute of the unofficial meeting will be prepared and Circulated to all the members*
- vi. *The minute of the unofficial meeting will be submitted as a discussion document at the adjourned meeting.*
- vii. *Each member that signed the attendance register at the first meeting when a quorum was not present shall in the presence and witness of all other members at the first meeting agree to officially grant the Chairman of the Adjourned Meeting with a proxy to act on their behalf at the next meeting in terms of the decisions recorded at the unofficial meeting*
- viii. *In terms of the proxy so handed to the Chairman:*
 - 1. *Each member that has handed the Chairman a proxy does not have to attend the adjourned meeting.*
 - 2. *Each member understands that that the Chairman will act in accordance with the minutes of this unofficial meeting*
- ix. *Any member may attend the adjourned meeting and in doing so:*
 - 1. *Will revoke any proxy given to the Chairman at the adjourned meeting*
 - 2. *Shall have a full voting right at the adjourned meeting*

b. Adjourned Meeting

- i. *The adjourned meeting will be declared the official AGAEM meeting of the Extensions*
- ii. *The meeting will record the proceedings*
- iii. *The minutes of the unofficial meeting will be tabled for approval by the members present in person and by proxy*
- iv. *The minute of the unofficial meeting will be added to the minute of the official meeting*
- v. *The minutes of the official meeting, as amended at the official meeting, shall be accepted as the minutes of the Annual General Approved extension Meeting*

The EPDC will have to refer the request for amendment to their lawyers and we hope that the amendments would be in effect at the next AGM meeting

7. OTHER MATTERS

a. E-mail Problem

- a. Certain members complained that they did not receive the AGM documents
- b. SL explained that the documents are sent in bulk and that it may be a server problem or that the size of the mail exceeded 5MB
- c. It was resolved that we should make the files available on a link so that members can access the files remotely
- d. EON will attend too

b. Source Documents for Investments

- a. Members queried the investments with Trustco
- b. The members were informed that the investments is with Trustco Life
- c. The decision to invest with Trustco Life was because it was the best interest rate that could be obtained in the market

d. Members requested that the source documents are made available for inspection

c. Break In's

- a. Members complained that when there is a breach in security it's not pin pointed as to where it happened or information pertaining to what exactly happened is shared.
- b. GB explained that it understandable that it's a bad experience. Details relating to such incidents cannot be shared because it's a ongoing police investigation. Personal details of where brake in's occurred or details are not to be shared on whatsapp groups as its very traumatic for the parties affected by such a incident and their privacy be respected. When the break in's happened, a circular was sent out informing residence of the incidents.

d. Security Feature – Camera's

- a. Members requested that as discussed at previous AGAEM and previously approved by all the trustees the money allocated on the budget (1 mil for cameras, 900K for Electric Fence, 1.1 Gate Entrances) be released and used for the intended upgrades. Members requested to know why the cameras were declined and EPCS Trustees who are present to give answers on what happened to the funds allocated and why it was reinvested without the consent of the residents. Members want to know who authorized the reinvestment.
 - i. Chairman – WVH introduced himself and explained that he joined in July 2024 and as that he is new in the position. The current platform is not the right place to provide answers and that all questions be referred to the newly elected representatives.
 - ii. PS Explained that the Developer has a Veto right and it was overturned to reinvest the 3 mil.

e. Future Developments on the Estate

- a. Members enquired about:
 - i. The levies on Business erven
 - 1. SL Explained:
 - a. There is only one business erf – Lifestyle Centre
 - b. The levies payable is more than N\$12,000-00
 - c. The Trustees have agreed in the past to increase the levies incrementally on an annual basis
 - d. Currently the levy payable is N\$5,031-66
 - e. Business has not improved and the Trustees resolved to keep the levies on hold until further notice
 - ii. When will there be a Filling Station
 - 1. PS explained to the members that the Ministry of Mines are not issuing any new fuel licenses.

- iii. When will a Primary School be built.
 - 1. SL confirmed that it's not economic viable to build a school

f. Cost of DRC

- a. Members raised a question that the cost of the DRC is too expensive and ask that it be revisited.

g. Elisenheim Sewage Waste Plant

- a. PS requested that the new elected representatives make it a priority to action the handover of the current sewage on the estate to COW. Residence is currently paying sewage levy to the COW but not servicing the service form the COW. The plant is costing N\$70K monthly to maintain.

h. Foul smell Ujams

- a. Members complained about toxic foul smell from the Klein Windhoek River.
 - i. SL informed the meeting on the current status and the progress on the Ujmas situation.
 - 1. Lawyer was appointed and letters were sent with a deadline to COW.
 - 2. MEFT also issued a fine for non-compliance to Ujams
 - 3. The EOA is not privy to the content of the report sent to Ujams or the compliance letter.
 - 4. The Ujams plant is in the process of installing a buffer tank to create extra capacity and prevent overflows.
 - ii. GB confirmed that circulars regarding Ujams, and updates were sent out to residence.
 - iii. Members were requested to take action by sending emails to COW and lodging their complaint about the toxic smell Elisenheim residence are experiencing on a daily basis.
 - iv. It was requested that a circular be sent out to all residence requesting same along with the COW letter sent by lawyers.

8. CONCLUSION

With no further matters to be discussed and no further questions SL thanked the members for their presence.

Members can forward any matters to the representatives if they feel that such matters must be discussed at the AGM or Trustee meeting

The meeting closed at 20:00

Thus signed at Windhoek on this _____ day of _____ 202__

**Representative
Chairperson**

Representative

Representative

Representative

Representative