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## **Minutes of the Annual General Meeting of the Richmond Hill Special Rates Area Non-Profit Company held on Thursday 8 December 2022 at 18:00 at the Anchor of Hope Church Hall, Edward Street, Richmond Hill, Port Elizabeth.**

### **Purpose of the meeting**

The purpose of the meeting is to consider matters as set out in Section 61(8) of the Companies Act and to consider and, if deemed fit, to pass, with or without modification, the resolutions set out in the notice of the meeting.

The notice convening the meeting was issued with the proper authority and for the requisite period prior to the meeting. Everyone has received a copy of the notice of the Annual General Meeting, by e-mail or delivered or collected from the SRA office. The meeting was also advertised in both the English and Afrikaans versions of The PE Express newspaper.

Jan de Klerk raised an objection that there had been a material defect in “The Notice of the Meeting” and that the notice for the meeting was not compliant with the requirements of the Companies Act, Section 62 (3). He further mentioned that the meeting could proceed, in his opinion.

The Chairperson noted the Objection and deemed it without merit, as no further evidence was produced.

### **Quorum**

The quorum required for the holding of this meeting, as well as for the passing of the resolutions set out in the circular (in terms of the company’s Memorandum of Incorporation and the Companies Act), is present as indicated above and the Chairman declared the meeting properly constituted.

### **Business Plan and Budget**

The Business Plan and Budget Have been uploaded on to the Richmond Hill SRA website and are open for viewing. These are valid until 30 June 2023.

## **1 Welcome**

The Chairman, Scott Rollo, welcomed all present to the 8th Annual General Meeting of the Richmond Hill SRA NPC. A special welcome was given to Ward 5 Councillor, Terri Stander.

## **2 Attendance**

Arvind Amtha, Antonio Bastos, John Bryce, Rod Carradice, Mr Crichton, Jan de Klerk, Kathleen Flanagan (BVDM Auditor), Paul Hammett, Claerwen Hart, Rochelle Jordaan, Jacques Jordaan, Malcolm MacLean, Robert Magotsi, Rory Norton, Ed Richardson, Scott Rollo, Kevin Slattery, Terri Stander (Ward 5 Councillor), Marianne Terblanche, Trudie Wegner, Jackie Norton (non-member), Elmarie Joubert (non-member), Danie Roos (non-member), Rogan Bryce (non-member).

## **3 Apologies**

Nick Hain, Hanna Kotze, Margaret Matthews, Debbie Soper, Mariska Spoomaker.

## **4 Adoption of the Minutes of the Previous Meeting**

The Chairman stated that the minutes of the Annual General Meeting held on 9 December 2021 had been mailed out to everyone. In addition, they had been posted on the RHSRA website for months, so everyone interested would have had a chance to peruse them.

The Chairman then proposed that Minutes of the Previous Meeting be accepted as a true record of proceedings. This was seconded by Marianne Terblanche and adopted by a majority votes in a show of hands.

## **5 Chairman's Report**

The Chairman, Scott Rollo, presented his report (see attached).

## **6 Financial Reports**

The Annual Financial Statements have been uploaded on to the RHSRA website for viewing.

All questions raised prior to the Meeting have been addressed and these were presented to the meeting (see The Chairman's Report).

Jan de Klerk stated that there were financial irregularities. He stated that he had been informed by an ex-Director that a current Director had been using their private account to make purchases, which are then reimbursed and that the said Director was benefiting in the form of Loyalty Points. Jan requested that this be noted in the Minutes of the Meeting and that the matter be investigated.

The Chairperson requested that it also be noted in the Minutes of the Meeting that Jan de Klerk was accusing the SRA Directors of irregularities.

The Chairman proposed that the Annual Financial Statements be accepted. This was seconded by Claire Warneke and adopted by a majority of votes, as in a show of hands. No questions were raised.

## **7 Election of Directors**

Rory Norton, Scott Rollo, Claerwen Hart, Rochelle Jordaan and Ed Richardson are all retiring as Directors in accordance with the Memorandum of Incorporation. All are available for re-election. Claerwen Hart nominated Mike Eddy as a new Director. No questions were raised.

Mike Eddy, Claerwen Hart, Rochelle Jordaan, Malcolm MacLean, Rory Norton, Ed Richardson and Scott Rollo were elected unanimously, as in a show of hands.

Rory Norton and Malcolm MacLean will be standing down at the end of the current Financial Year.

Jan de Klerk raised a question relating to the stepping down of Rory Norton which was mentioned at the previous AGM. Rory Norton answered by saying that “his arm had been twisted” and did not step down.

## **8 Election of Auditors for 2023**

The Board proposed that Bradley Van Der Merwe & Associates be appointed as Auditors until the conclusion of the next Annual General Meeting. This was seconded by Jan de Klerk and adopted by a majority of votes, as in a show of hands. No questions were raised.

## **9 General**

### **9.1 Claw back of outstanding municipal payments to the RHSRA**

Kevin Slattery asked whether the RHSRA had received any claw back from the Municipality to compensate for the loss of revenue during Covid. The Chairperson stated that this matter has been raised with the Finance Department of the Municipality, who are addressing it. They currently have a shortage of staff in the relevant department and, apart from one enlarged payment, no claw back has been received.

### **9.2 Cameras**

Kevin Slattery asked whether any changes have taken place with regards to the setting up of cameras in Richmond Hill since the last AGM. The Chairperson stated that the RHSRA do not have the funds to set up cameras in the suburb. However, a self-funded project is currently being investigated by John Bryce and Malcolm MacLean. This will entail individual homeowners funding and installing their own cameras which could then be monitored at a minimal monthly cost by one of the security companies. This is currently under trial and residents will be kept informed.

**9.3 Sub-Committee to Ward 5**

Jan de Klerk stated that, according to the Municipal Act, the RHSRA is a sub-committee of Ward 5. However, the Ward Councillor confirmed that the RHSRA does not fall under her Ward as a sub-committee, but that the two entities do work closely together. The Ward Councillor also mentioned that they now have a Ward Committee with 10 members, with Richmond Hill being represented by Mariska Spoomaker. Monthly meetings will be taking place and the SRA's are required to attend.

**9.4 SRA Levy**

The Ward Councillor asked whether the RHSRA have increased the SRA Levy. The Chairperson stated that this had been addressed, but it is a long procedure to go through to increase the rating ratio. There will be no increase in the current financial year.

**10 Close**

There being no further business, the Chairman thanked the members for attending and closed the meeting at 19:00.

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**Approval of Minutes**

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Chairman

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Secretary

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Date