

**MINUTES**  
**AGM WEDNESDAY, 11/12/2019**  
**VENUE BOWLING CLUB**

**Present:**

<b>Name</b>	<b>Position</b>	<b>Abbrev</b>
P. Corbett	Director - Chair	PC
S. Frankal	Director	SF
C. Braude	Director	CB
T. Megaw	Director	TM
M. Lategan	Manager	ML
J. Cartwright	Facilitator	JC

**Also Present Were:**

- Eddie Scott & Joepie Joubert – City of Cape Town
- Ward Cllr. Aimee Kuhl
- MID Members
- Members of the Public

<b>No</b>	<b>Agenda Item</b>	
1.	<b>Registration</b>	
2.	<b>Welcome &amp; Apologies</b>	PC welcomed everyone City CID Branch representatives, Eddie Scott, Joepie Joubert and Ward Cllr. Kuhl. B de Kock had previous arrangements that could not be changed. D Edson unable to attend due to work crisis.
2.1.	<b>Membership</b> <b>2.1.1 Resignation</b> <b>2.1.2 New Members</b>	PC confirmed that there were now 453 members 193 are new members.
2.2	<b>Quorum to Constitute a Meeting</b>	PC confirmed that a quorum is present.
3.	<b>Approval of Previous AGM Meeting Minutes</b>	Approved by the members. <b>Proposed by Truida Prekel and seconded by Dale Simpson.</b>  <b>CB apposed by requesting a transcript of the meeting along with the minutes.</b>

		Approved minutes of second meeting (election of board members). <b>Proposed by Peter Dugmore and seconded by John Cartwright.</b>
4.	<b>Approval of Agenda</b>	Approved
5.	<b>Chairman's Report &amp; Feedback on Operations 2018-19</b>	<p>Acceptance of the Chairman's report as read.          It was made available via email and on the MID website before the meeting.          The following questions were asked:</p> <ul style="list-style-type: none"> <li>SF, under cleaning green and environment. He asked what the 4 zones of the MID are and if it is the entire MID.</li> </ul> <p>PC responded that it is the entire MID except the 4 streets that the council takes responsibility for; Main Road, York road, Atlantic Road, Beach Road as they clean them every day.</p> <p>Eddie Scott added, The city is the primary service provider and the MID is a top up service.</p> <p>CB stated that people are paying top up service but their roads are not being topped up.</p> <p>PC mentioned the council only cleans those 4 roads and they do them every day. It was a board decision to exclude those 4 roads.</p> <p>Point of order from SF: He stated that there was never a decision or discussion that was adopted by the board.</p> <p>Joanne Hichens made a suggestion, that this is something that needs to be addressed, but there are many other important issues that need to be dealt with in this meeting. She suggests that the meeting continues with other matters and if time allows, the conversation continues at the end of the meeting.</p> <p>PC mentioned that the issue that was raised was a valid one. It is an operations issue that the board can take up and discuss and if necessary amend the plan.</p>

		<ul style="list-style-type: none"> <li>• CB asked in regards to social development budget, how much is allocated to it and how did the decision come about.</li> </ul> <p>PC responded confirming that there is R100 000. It came about by a decision on the 30 July at a board meeting in a resolution unanimously. The board have not yet made a decision on how or what to spend the funds on.</p>
6.	<b>Noting of Audited Financial Statements 2018-19</b>	Noted
7.	<b>Approval of extension of the 5 year term Business Plan 2020- 2025</b>	<p>PC reminded the members that there are 2 business plans circulated. It was made available via email and on the MID website before the meeting.          He then presents a summary of option 1 and the following questions and comments were raised:</p> <ul style="list-style-type: none"> <li>• A member asked about the proposed positions for the cameras.</li> </ul> <p>PC responded confirming that it has not been finalized but it is intended to be put in strategic positions covering the entire MID area.</p> <ul style="list-style-type: none"> <li>• A member stated that GRIT is in Muizenberg, and SECURITAS is located in Kenilworth.</li> <li>• P. Dugmore asked if the shown cost of the security company is a once off or every year.</li> </ul> <p>PC responded that it is an annual cost.</p> <p>SF thanked JC for facilitating, mentioning that getting a facilitator was quite a lot of hard work and this AGM need to be as neutral as possible.</p> <p>SF Presented option 2 and the following questions and comments were raised:</p> <ul style="list-style-type: none"> <li>• There was a question of whether or not the service level agreement has been disused in regards to the camera systems.</li> </ul> <p>SF responded mentioning that that level of service has not been investigated.</p>

		<p>PC confirmed that a fair amount of investigation had taken place and stopped due to the security company dispute, because it was quite clear that it was not going any further with it due to a decision needing to be made on the security company. No decisions were made on who would monitor the cameras. The board went to tender for security company's, 2 out of 4 companies were unaffordable leaving the board with GRIT and SECURITAS.</p> <ul style="list-style-type: none"><li>• CB stated that in business plan 2, the question is asked: what service level needs to be put forward? Then an investigation will be done into the security companies.</li></ul> <p>TM mentioned that there were clear specifications of what the board wanted in the public safety tender process which were agreed by the whole Board..</p> <ul style="list-style-type: none"><li>• K. Sinclair mentioned that the members should decide what they would like and then as a joint agreement the members should decide which security company to go with.</li></ul> <p>JC responded to K. Sinclair that the members have to be realistic. What the members have are 2 proposals that need to be decided on.</p> <p>A member referred to the principle decision being made on the split of the security budget, being cameras and security service provider. Essentially what is being proposed to the members is; Part of the budget on Security and part on cameras or, A more general mandate, with one security budget and the board decides how you want to split it up. A more transparent way is to know how the money will be utilized.</p> <ul style="list-style-type: none"><li>• P Dugmore referred to the MID having discussed cameras for years. He mentioned that finally there is one plan (no matter the flaws in option one), that clearly sets the plan for cameras. There is a second plan that states we must go through the process of tendering and investigating cameras once again but there is no</li></ul>
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		<p>guarantee that the new Board will opt for cameras in option 2.          Whatever the flaws in option 1, go with a plan rather than a a blank cheque</p> <ul style="list-style-type: none"> <li>• M Bendix raised concerns about the R100 000 for social development. She strongly objected to that being lumped with public safety in option 2, but admitted they do go hand in hand. If the board decides on it, there is a risk of money being sucked up by cameras or something else. There is a clear need for a separate portfolio and a separate budget. They do work hand in hand but there should be a principal decision that social development and public safety will be separated. Development has some resources guaranteed.</li> <li>• SF mentioned that option 2 is inheritably loose, but it forces a level of service that is required. What this plan does not talk about is the R1.2 mill in reserves that is waiting to be used. This can be used for special projects. The notion of: if you go with GRIT you can save money or, SECURITAS will cost you more therefore you will sacrifice on assets, is not really applicable. It does not make sense to just embark on cameras and just get them in as P Dugmore said.</li> </ul> <p>SF mentioned that, he is not saying delay the process, but do it professionally and efficiently, because once you do it, you are on the line for the next year and so on. Why spend all that money if you have not really applied the knowledge.</p> <ul style="list-style-type: none"> <li>• CB noted that option 2 is about urban management and public safety in open spaces.</li> </ul> <p>She responded to M. Bendix statement about social development by explain that one could have a private security company that has no commitment to social development, or an Urban management company that knows how to plug in to the Social development department and the Anti-Drug Unit In CCT. An urban management plan will lobby and mobilize the city to bring social development into Muizenberg. There is currently no effective service delivery on the ground. She mentioned that she has been trying to get social development in the MID, and it is very hard work and</p>
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		<p>she would like an urban management team that works with the city throughout.</p> <ul style="list-style-type: none"> <li>• M.V Lennep mentioned that there are 2 companies that met the budget for the Public safety, one GRIT and the other SECURITAS. 3 years ago SECURITAS was considered basically useless because of low service delivery. So to pay so much more money for a security company that proved for an entire year to have low service delivery is nonsense.</li> <li>• TM confirmed that there is about R1.2 mill in reserves. Over the last few years the board was not spending their entire allocated budget so the money built up. It can't be used for the cameras unless it is used in a substantial way. It is available for the initial infrastructure but cameras do need to be sustained. So the annual budget needs to have money allocated to cameras.</li> <li>• A member asked if GRIT has a sterile control room.</li> </ul> <p>PC responded and said that they do have monitoring, a radio person and a response vehicle and foot patrols. It does however need to be expanded, but there was never a decision that GRIT will monitor the cameras.</p> <ul style="list-style-type: none"> <li>• SF stated that SECURITAS is not part of the vote, the notion of it being SECURITAS or GRIT is not on the table. The point of business plan 2 is that every square inch of this CID deserves to get a top up service that you pay for.</li> <li>• PC mentioned that he is unaware of any urban management companies. He knows them as security companies. Your urban management comes from your public safety provider, supplemented by cameras which is recognized to be an enhancer of your public safety provider's effectiveness. Social development is another aspect of urban management, one of the biggest problems in Muizenberg is the homeless and to a lesser extent street children and without the budget and specialized treatment it will not happen. There is no such thing as an urban management company, you get security companies.</li> </ul>
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		<ul style="list-style-type: none"> <li>• A member asked if option 1 includes monitoring in the budget</li> </ul> <p>PC responded that it does include monitoring, this figure was established by asking many questions, contacting people in the industry and finding out about monitoring. The decision on who will do the monitoring has not been made.</p> <ul style="list-style-type: none"> <li>• It was mentioned that there are cameras that are not monitored correctly. A tender document can be written in such a way that it enhances the security company.</li> <li>• JC referred to the idea of extending the boundary of the MID. He explained that the roots of it is that, the MID was so small because it was a response to a crucial crises and the MID has never got bigger. The problem is the MID does not have sufficient funds for full time management that other CIDS may have. He made a request to the future board to please extend the boundary of the MID.</li> <li>• It was mentioned that it would make sense to use a security company that is already in the area. The last time the MID had SECURITAS there was poor service delivery.</li> <li>• There was a comment that private security is for your home and Public security is for the public space. They cannot cross the line.</li> <li>• A member asked if there has been a special investigation and research into Securitas Company.</li> </ul> <p>SF responded that there was but it was met with much resistance by some Directors.</p> <p>CB mentioned that it was not only resistance but those who went out and interviewed the security companies are being accused tonight of having a sinister motive and other agendas.</p> <p>TM responded, there was an opportunity for the directors to go look at other cameras and security company, due to his past bad experience with</p>
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		<p>SECURITAS he was not enamored by going to their control room.</p> <ul style="list-style-type: none"> <li>• TM explained that it is nice to have an independent company that monitor the cameras but at the same time it is nice to have the monitoring company and security company linked and who know the patrollers on the road and the layout of Muizenberg. He mentioned that in the past he had an issue with SECURITAS when there was a problem in the street and the call center could not understand the street name or the spelling or where it was.</li> <li>• A member mentioned that when it comes to cameras that the technology has improved a lot over the last 5 years. Therefore you do not need constant monitoring as the camera can alert you if your attention is required.</li> <li>• P. Dugmore asked if there is any hard evidence to say that GRIT is only favoring the village. GRIT is going to cost R270 000 less than SECURITASE. He asked if SECURITAS and GRIT were the only other final contenders and if the board is to tender again.</li> <li>• There was mention that both business plans have merits but they are short on specifics and asked if the members have to make a decision on the business plan tonight.</li> </ul> <p>JC and E. Scott said a decision in principle can be made and it will then go to the board</p> <ul style="list-style-type: none"> <li>• Cllr. Kuhl referred to her political oversight and operational oversight. This means that she attends meetings and has access to the information and ensures the board follow processes. She, at no point influences decision making and it is not her mandate to do so. With great concern over the past few months she witnessed divisions. The division needs to be addressed. A lot of time has been spent on a principle decision. When a discussion is held about public safety she will ensure that the board are adhering to the tender processes.</li> <li>• J Hichens referred to option 1 included cameras into the budget where option 2 does not.</li> </ul>
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		<p>SF replied that it is incorrect and the budget must be read in conjunction with the business plan.</p> <p>J Hichens responded to SF and explained that the GRIT quote was much lower therefore could include cameras in the budget, the SECURITAS quote was so much higher and did not include cameras.</p> <ul style="list-style-type: none"> <li>• CB spoke up and said that she is mystified that PC does not know what urban management is, because prior to looking for an operations manager there was a long discussion with Geocentric; which is an urban management company. Geocentric included everything that goes into running a CID. She stated that there are companies that do this and PC is aware of them.</li> <li>• D Simpson mentioned that after sitting together for almost 2 hours, the most importance thing to realize is that this board is not working.</li> </ul> <p><b>The members voted: The proposed Business plan option 1 was approved.</b></p> <p><b>Option 1: 261</b>  <b>Option 2: 82</b></p>
8.	<b>Approval of budget 2020-21</b>	The proposed option 1 budget was approved by the members.
9.	<b>Approval of Implementation Plan 2020-21</b>	The proposed implementation plan was approved by the members.
10.	<b>Appointment of Auditors</b>	<p>PC confirmed that Low &amp; Schreiber Accountants have made themselves available to stand as the company auditors again.</p> <p><b>Approved by the membership. Proposed by J. Cartwright and Peter Dugmore.</b></p>
11.	<b>Confirmation of Company Secretary</b>	<p>PC confirmed that Cecil Kilpin &amp; Co have made themselves available to stand as the Company Secretarial.</p> <p><b>Approved by the membership. Proposed by John Cartwright and Peter Dugmore</b></p>
12.	<b>Members Resolutions</b>	i) In terms of Section 65 of the Companies Act 71 of 2008 3(a),(b)(ii) and 4, as members we request that the following Members' Resolution be included on the Agenda of the 2019 AGM of the Muizenberg Improvement District (MID).

#### ORDINARY RESOLUTION

In terms of 12.4.1 of the Memorandum of Incorporation the Members may remove a Director from office in terms of Section 71 of the Companies Act 71 of 2008 ((71(1)and (2) refer).

It is hereby RESOLVED that Claudia Braude be removed with immediate effect as a Director of the MID.

P. Dugmore                      M. Van Lennep

JC presented the motivation, it was made available via email and on the MID website before the meeting.

CB referred to the 10 minute time slot not being long enough for her response and voices concerns about JC not being a neutral and partial chair given his own active interest.

JC responded, he has his own opinions and experience in Muizenberg but is doing his best to be fair in this environment.

CB responded to the resolution against her:

She referred to her completion of 1 year out of 3 year term representing all property owners in the MID boundary and mentioned that the resolution is an expression of a factional lobby. She had worked extremely hard learning about MID policy and framework. She has made a considerable contribution to the Board

CB mentioned that she and PC worked very well together for the first 6 months even though things had become very frosty. She was instrumental in insuring that law enforcement were bought into the public safety team and ensured that the MID was compliant with the SA Social service profession. She wrote the job description that bought in the operations manager. She had facilitated and made a lot of contacts with official in the city. There is no obligation for her to stepdown..

She assured the members that at no time did she harass the previous board and mentioned the previous board were incompetent.

CB questioned why M van Lennep felt that she CB was unfairly treated a year ago and now she was instrumental in a resolution against her.

		<p>Members informally agreed that consideration could be given that CB's motivation is circulated to all members.</p> <p>The following comments and questions were raised.</p> <ul style="list-style-type: none"> <li>• A member thanked CB for the time and work she has done for the MID.</li> <li>• A member referred to CB comment about the previous board prior to 2019 being incompetent and the insinuations in regards to funds. He asked if the previous board was not given a clean bill of health in regards to funds.</li> </ul> <p>Eddie Scott responded by stating that it has not and subsequently there has been an investigation in regards to a lack of confidence and administrative governance.</p> <p>PC adds there was no evidence of any misappropriation or theft of funds but it was found that there were very loose financial controls. He mentioned that he is surprised that they are continuing the investigation, it ought to be a question of checking that the controls are there but that is up to the city. He said that it has nothing to do with what is on the table now.</p> <ul style="list-style-type: none"> <li>• PC referred to his past support in CB becoming a director and mentioned that he was mistaken to support her directorship.</li> <li>• A member asked about the loose financial controls mentioned by PC.</li> </ul> <p>PC mentioned he was trying to remove the thought that money had gone missing or was stolen, he stated that it simply is not true. The financial controls and governance was loose but that did not lead to the kind of things that some people said it did.</p> <ul style="list-style-type: none"> <li>• CB informed the members that she has taken legal advice on her position and obligations.</li> </ul> <p>She referred to this board not working well together and the personal liability in the board being onerous. She accuses the board of not allowing full disclosure about</p>
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		<p>what goes on in public safety. She threatens to resign if the current board continues to work in such a manner.</p> <ul style="list-style-type: none"> <li>• There were concerns from the members about CB taking pictures of members during the meeting.</li> </ul> <p><b>The members approve the resolution.</b>  <b>In favour of the resolution: 182</b>  <b>Against the resolution: 74</b></p> <p>ii) In terms of Section 65 of the Companies Act 71 of 2008 3(a), (b)(ii) and 4, as members we request that the following Members' Resolution be included on the Agenda of the 2019 AGM of the Muizenberg Improvement District (MID).</p> <p><b>ORDINARY RESOLUTION</b>      In terms of 12.4.1 of the Memorandum of Incorporation the Members may remove a Director from office in terms of Section 71 of the Companies Act 71 of 2008 ((71(1)and (2) refer).</p> <p>It is hereby RESOLVED that Steven Frankal be removed with immediate effect as Director of the MID.      (motivation attached)      M. Van Lennep      J. Heerkens</p> <p>JC presented the motivation, it was made available via email and on the MID website before the meeting.</p> <p>SF responded to the resolution against him:</p> <p>SF referred to the outcome of the business plan and resolutions almost being predetermined before the meeting.</p> <p>He had been on and off the board for many years and had been voted off before. In 2016 there was a motivation by the current Chair and the enter board resigned on mass, he resigned the following day. The people behind the resolution were, PC and many of the same signatories that appear on the resolutions. In 2018 the same people who voted him off then come back and ask him to be part of the board again. He met before the AGM and voiced his concern about standing on the board again by the same people who campaigned to remove him.</p> <p>SF reminded the board that at the last AGM he mentioned that he would like to bring a balanced representation, especially from the business and beachfront owners. He added that it is all he has tried to do or supervise, provide a balanced</p>
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representation, because right now there is not, it is all about the Village. He attended board meetings, tried to bring good governance into the board and cleaned up mismanaged bank accounts.

The same people who wanted him on the board then told him to get off the board, this is because he has an opinion and has not agreed with everyone else. It is a ridiculous reason to remove someone off the board. If this is how the MID operates there is no hope for a future of the MID, next year there will be the same dysfunctional board. It will be good for a moment and then there will be the idea that they don't like you or you don't fit in with their plan and they will remove you.

He referred to certain members spending the last 6 months banging on doors, campaigning, smear campaigning, putting stuff on social media and fabricating accusations that he has a financial interest in SECURITAS and all kinds of nonsense that people will buy into if they are fed it the correct way.

The members can vote him off the board but the must remember that come next year the same thing will happen. Every single year there is discontinuity. There has been 6 months of trying to get the board functional.

He mentions that if he is voted off you are left with 2 directors, one director did not arrive and the other has a problem. There is no continuity. They will start again with a new board and spend another 6 months trying to go through all the processes and not actually do the MID job.

He mentions that he can walk away from this MID with a clear conscience. He applied his mind, filled his role as a director, acted transparently and fulfilled the mandate of the MID to the best of his ability.

The following questions and comment were raised.

- A member stated that he is quite disappointed by the resolutions that were made. He explains that the MID being a voluntary organization requires the entire community to stand together and to achieve the 5 year business plan. He said that he had also been involved in the MID before and stepped down due to the very same issues that SF spoke about. He warned the members that there will be the very same issues again next year. People are not allowed to have an opinion, or

		<p>allowed to raise their facts and states that the board is not going to achieve that business plan if they do not change your approach. He suggested that the beach front should be rethinking how to get out of the MID and have their own.</p> <ul style="list-style-type: none"> <li>• It was mentioned that finding a social spirit in the community is essential. Directors do volunteer work for the MID with the best of intentions. Unfortunately very often ego and skinner and destructive behavior get in. Fair Cape is a major property owner in Muizenberg and it would be a pity if someone from Fair Cape is not on the board because the business perspective is important.</li> <li>• P. Dugmore mentioned that it is not a question of you disagreeing with someone but we have absolute rights to disagree with an option that is going cost us R450 000 a year, with this option we can't afford a quick and immediate camera investment. It is not removing someone's opinion, it is because we want certain things and we don't believe we are getting it.</li> </ul> <p><b>In favour of the resolution: 135</b>  <b>Against the resolution: 127</b>  <b>The members approve the resolution.</b></p> <p>JC mentioned that it is disappointing that this keeps happening and he believes that it is avoidable if the MID extends their borders, this would provide a substantial mixed bag of members including businesses. And we would not have to put the weight on individuals on this community working for nothing. A thought for the new coming board.</p>
<p><b>13.</b></p>	<p><b>Election of Board Members</b></p>	<p>PC stated that when the issue of rotation came up there were 4 directors, PC, TM, CB, SF had all been elected at the same time so the 3 year cycle could not be continued for 2 of them because a 3<sup>rd</sup> of 4 is 2 rounding up. 2 directors had to step down. A suggestion that they all step down was put forward but that was not accepted so TM and PC have stepped down and are up for re-election.</p> <p>The following individuals stood for election and gave a brief introduction about themselves and what they felt they could offer to the MID</p>

		<ul style="list-style-type: none"> <li>• Melany Bendix            Referred to her previous service on the MID board as a director for +/- 2/3 years. She feels her role within the MID would be communication, referring to her journalist background and her own company that deals with communication. She also mentions that she is in favor of enlarging the MID area.</li>   <li>• Joanne Hichens            Long term resident of Muizenberg. She mentions that she is well aware of the problems faced by the community and would like to put energy towards helping ensure Muizenberg becomes a safer, cleaner place. She refers to her previous service on the original MID board as a director.</li>   <li>• Buks de Kock            In his absence, Peter Corbett extended apologies on his behalf and informed all that Buks de Kock was coopted in the beginning of August. He did mention if there is any more tension or anything like what was experienced in the Board over the last few months he will not stay around. PC mentions that he is a property manager, and experienced in property and Urban management.</li>   <li>• Beverly Smith            Mentioned that she has a number of properties in Muizenberg.</li>   <li>• Dale Simpson            Referred to Muizenberg's diversity and how it saddens him to see the recent divisions. He referred to his mentor work and social development background. His biggest dream is to see the Board having fun and make Muizenberg work.</li>   <li>• Toby Megaw            Current Director on the board.            Active member of the local neighbourhood watch and Public safety.</li>   <li>• Peter Corbett            He apologies for if he in anyway contributed to the toxic nature of the board, he stated that it was never intentional. Chairman of 2019 and property owner in the MID for 22 years, referred to his history of involvement, and being a founding member of the MID. Also mentioned that he stood down from the MID board previously.</li> </ul> <p><b>Elected en bloc.</b></p>
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<b>15.</b>	<b>Adjournment</b>	PC thanked everyone for attending. The meeting was adjourned at 20:40.
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