



## 2022 Annual General Meeting – Minutes

Venue: Muizenberg Junior School

Date & Time: 12 December 2022

PRESENT		
Name	Position	Abbreviation
Peter Corbett	Director - Chair	PC
Joanne Hichens	Director – Vice Chair & Public Spaces	JH
Wayne Turner	Alternate Director – Public Safety	WT
Clair Timlin	Director – Gardens & Environment	CT
Mike Romyn	Director - Beach Front Development	MR
Richard Bolland	Director – Social development	RB
Michael Lategan	Manager - Operations	ML
Joepie Joubert	Acting Manager: City Improvement Districts – Spatial Planning and Environment	JJ

#	ITEM	DESCRIPTION
1.	<b>REGISTRATION</b>	<ul style="list-style-type: none"> <li>- 34 Individual members attended in person</li> <li>- 47 Proxies were submitted</li> </ul>
2.	<b>WELCOME &amp; APOLOGIES</b>	<p><b>PC</b> welcomed all those present.</p> <p><b>PC</b> gave a special welcome to COCT representative, Joepie Joubert. Apologies - Mark Cramer - ill</p>
3.	<b>MEMBERSHIP</b>	<p><b>PC</b> confirmed that:</p> <ul style="list-style-type: none"> <li>- There were 421 MID members.</li> </ul> <p>A list is available on the MID website.</p>
4.	<b>QUORUM</b>	<p><b>PC</b> confirmed that a quorum to constitute the AGM was present.</p>
5.	<b>PREVIOUS AGM MINUTES</b>	<p><b>Claudia</b> opposed to adopting the minutes as they are incomplete. Need to relook at the minutes. Large chunks in the meeting are not recorded. Minutes are not the true reflection of what was said at the meeting.</p> <p><b>Truida</b> – large contribution made to the MID and many items discussed were not minuted.</p> <p><b>Agnes</b> - every single word is not noted in the minutes, only the essence of the meeting is noted.</p> <p><b>Claudia</b> – against adopting the minutes.</p>

5.1	Approval	The 2021 AGM Minutes were moved for adoption by <b>MR</b> and seconded by <b>Cara Dowling</b> . Adopted by majority vote.
5.2	MATTERS ARISING	<p>Minutes say cameras south of Atlantic road, commitment made to report back on this.</p> <p><b>PC</b> - you are not aware of where the cameras are. 2 additional camera added on corner of York and Main Road. Comfortable that the area is well monitored.</p> <p><b>Truida</b> - thank you but there was no report back.</p> <p><b>WT</b> – gave feedback regarding the cameras in Muizenberg. Assessment of the MID area was done so that any gaps that needed cameras will be covered. As well as back up battery power, quotes received.</p> <p><b>Steven Frankal</b> – to echo Truida’s comments – roll out in the last 12 months re the budget allocations for the cameras. Minuted that info will be sent to the members re the cameras. Place on record – repeatedly requested minutes. MOI that under transparency all minutes should be placed on the website. Letter sent to the MID board and Joepie.</p> <p><b>PC</b> – at every board meeting, MM is present the board is happy with the camera coverage.</p> <p>Ian Selvan – I as a member would want the minutes on the website regardless.</p> <p><b>JJ</b> - asked to confirm what the MOI states regarding the minutes being published. Terms of the companies act section 26 access to Companies records. The companies act prevails over the MOI.</p> <p><b>Steven Frankal</b> – read from MOI. No resolution was met.</p>

6.	CHAIRMAN’S REPORT	<b>PC</b> confirmed that the 2021 Chairman’s Report had been distributed (via EMail). He requested that if anyone had any questions they would be dealt with at the end of the meeting during the General Q & A. There were no objections.
7.	NOTING OF AUDITED FINANCIAL STATEMENTS 2022/2023	<p><b>Aloy Gowne</b> – Chairman of Melrose Village – how did you get to the surplus. No one is against the safe space. Not formerly ear marked for the safe space. Talking about affordability, if we have all this money why not use it towards cameras and battery backup.</p> <p><b>PC</b> - Under spending therefore we have 2 million. Can the 2 million be used towards the cameras. The money can not be used for operational costs.</p> <p><b>JH</b> – we have always wanted to have a safe space. We are obliged by the city to spend a certain amount on social development.</p> <p><b>Hirschman</b> says she objected to the safe space.</p>

		<p><b>Aloy Gowne</b> – Represent a community of members in Melrose Village. No one in Muizenberg is against the Safe Space. Issues with sites, but not against the idea of safe space. We are willing to support and contribute and work together.</p> <p>Audited Financial Statements were noted.</p>
8.	BUDGET	<p>Noting of additional surplus funds utilised in 2021/22 (approved by the board) Approval of the budget for 2023/24 – core business – business plan – law enforcement and public safety left out on previous budget that was distributed on 5 December. Money was spent on public safety. We are keeping more or less to the business plan.</p> <p><b>Steven Frankal</b> – budget that was in the AGM pack. Social Development R10 000 per month. Why was more of the surplus not used towards cameras. So much could have been done in the interim instead of ear marking it all for the safe space.</p> <p><b>Claudia</b> – financials and budgets are confusing. Has there been a resolution from directors to approve the Safe Space. Is there something in board meeting minutes that says MID can spend R2 million on a safe space.</p> <p><b>PC</b> – The answer to your questions is no. A resolution was sent out on 12 December from the board about the Safe Space in Sidmouth Road.</p> <p><b>Ian Selvan</b> – We are asked to vote on actuals and budgets that don't add up. Salaries more than last year.</p> <p><b>PC</b> – Salaries have gone up. Increases needed to be given. Increase in staff. Cctv monitoring. Gone down from previous budget – Re Grit certain things were billed separately, now with MM it is billed as one.</p> <p><b>Ian Selvan</b> – We want to know what is the benefit of the budget being more? What are we getting for it? Is it benefitting us?</p> <p><b>JH</b> – had a manager earning an exorbitant salary and did not do much. We now have a great manager who does an amazing job. Comes out at midnight and works closely with Mountain Men.</p> <p><b>Claudia</b> – no line item for legal. I strongly recommend you budget for legal costs.</p> <p><b>Phinius</b> – we need more social workers in the field interacting with the homeless. We need to deal with the root of the problem.</p> <p><b>PC</b> – I will be surprised if the board in future finds the resources to be able to get a social worker, but I am sure they will look into it.</p>

		<p><b>Hamza</b> – MID is about the improvement of everyone in Muizenberg, the members of the public, the businesses and the homeless! Social workers are important, security is important. Why build a new safe space when there are existing organisations that are here and can assist?</p> <p><b>Agnes</b> – how is the budget split between the different portfolios?</p> <p><b>MR</b> – we have to work with a council template in terms of the budget and it is different from portfolios.</p> <p><b>Margeret Dugmore</b> proposed and seconded by <b>Cara Dowling</b> – all in favour</p>
<p>9.</p>	<p><b>APPROVAL OF THE IMPLEMENTATION PLAN FOR 2023/24</b></p>	<p><b>PC</b> – this is taken on the 5 year plan passed in 2019 with minor changes. This is used as a guideline by the board and every 6 months council needs to be kept up to date with progress. The implementation plan is identical to the previous years.</p> <p><b>Aloy Gowne</b> – the comments of people not looking at the implementation plan is incorrect. When we pass the plan we need to know what is being done. We need actuals and specifics, not generic statement.</p> <p><b>PC</b> – we need to make it absolutely clear that the impression given that that determines the site. That is not true, it has nothing to do with the site, it is an indication from members that we need to look at establishing a safe space and that we also need to look at the finances.</p> <p><b>Claudia</b> (some parts of comments are inaudible)– bias on the board and using MID resources. Not sleeping in public spaces – what has this board done?</p> <p><b>PC</b> – I absolutely reject and deny categorically about there being agendas amongst the board to allow people to sleep in certain places. Simply not true. No one wants people sleeping in public spaces but our staff do not have the enforcement powers, they are private citizens that are wearing uniforms and patrolling. The only people who have enforcement powers are law enforcement and SAPS. SAPS is not interested. Law Enforcement has an interdict against them from the city which says they can not move the homeless without offering them alternate place to live. There is nothing that we can do unless we are in a position to offer these people an alternate place to live...and guess what, that is a safe space. The sooner we get the safe space up the sooner we can start making in roads into the issue of getting the homeless off the streets.</p> <p>The question was asked by a member of the public if the security can not do anything why are they there? Peter – the security companies do get a lot done. Arrests have been made because of feedback given from them. We have people walking around and looking into cars, and the security asks 'hey what are you doing here, go back to Vrygrond.'</p>

		<p><b>WT</b> – There are a lot of misconceptions, Law enforcement can not do anything. MID patrollers are normal citizens in uniform and can not do anything. They can make schedule one arrests.</p> <p><b>Aloy Gowne</b> – Peter said the patrollers saying that the people walking around must go back to Vrygrond, are people from Vrygrond not part of Muizenberg? Peter responds – they will only say that to someone who has no obvious purpose of being here. We can be overly sensitive at times. We are dealing with criminals and multiple break ins, car thefts.</p> <p><b>Phinius</b> (parts are inaudible) – not all homeless people are criminals. There are more homeless people than shelters. That is why the safe space is so vital. The homeless are a part of our community. Please do not use the word criminal when referring to homeless people.</p> <p><b>Steven Frankal</b> – it is important to minute the point that Louis has made about the implementation plan that it is a generic guideline point by point it doesn't say that money from the surplus will be used to construct the safe space.</p> <p><b>PC</b> – Everyone agrees that Muizenberg needs a Safe Space, we got to the top of the queue by dangling the capital sum. If for whatever reason the members say that the capital sum needs to go to something else then we will not be at the top of the queue and the issue of the homeless will not be solved and this has been made clear to us informally by the City. If the members decide that the money must be spent on something else rather than the Safe Space, so be it.</p> <p>Question from a member – if you go ahead and use the money on a Safe Space, who is responsible for the running costs? Is it the City or is it MID?</p> <p><b>PC</b> – the City would not approve something without knowing who is able to fund it. The City might put something towards it but the running of the Safe Space would be a partnership between the MID, UTurn, Mess and Rhea Thusana. We are spending R10000 a month as our contribution. The costs including running costs of the Safe Space is running into a sizeable amount of money, way more than the MID can conceivably finance.</p> <p><b>Steven Frankel</b> – It is important to note – it does not say that money from the surplus will be used to construct the safe space.</p> <p><b>PC</b> – I would suggest that everyone looks at the newsletter, click on the google docs link and look at the resolution passed by the board on 29 November.</p> <p><b>JH</b> – what we have proposed with the Safe Space, it keeps the MID involved. The council can decide to put up a Safe Space on their own. The MID will have no say in anything.</p> <p>All in favour</p>
10.	<b>APPOINTMENT OF A REGISTERED AUDITOR</b>	<b>PC</b> - Remain with Low and Schreiber Chartered Accountants - all in favour

11.	<b>CONFIRMATION OF COMPANY SECRETARY</b>	<b>PC</b> - remain with Cecil Kilpin & Co - all in favour
12.	<b>ELECTION OF BOARD MEMBERS</b>	<p><b>PC</b> – present board is 7 people. 3 are stepping down. 2 new directors that will replace Joanne and I. Each director needs to be voted in separately but if there are no objections we can elect them together.</p> <p><b>WT</b> - Public Safety - because he was a co opted director. His term ends tonight. He is very happy to put his name forward for the public safety director. <b>approved</b></p> <p><b>Agnes</b> – Communications , property owner, resident, served as the admin person for most of the year and didn't like doing that very much so we replaced her and she is keen on serving on the board, speciality is communications and marketing which we sorely lack - <b>approved</b></p> <p><b>Simon Roberts</b> – property owner and resident. IT Consultant. He will make a valuable contribution to the board – <b>approved</b></p> <p><b>Steven Frankel</b> – before people vote, can I ask that each director that is being nominated and re election please state individually that they are property owners and live in the Muizenberg precinct, I think that is relevant. Then also I understand that there can be 12 directors in terms of the MOI. At the moment there are 7 directors and the floor should be aware that there can be nominations for more or additional directors can be co opted onto the board. Am I correct in saying that?</p> <p><b>PC</b> – you are correct. Note that this is time consuming and it is on a voluntary basis. Email <a href="mailto:admin@mid.org.za">admin@mid.org.za</a>. Set out why you would like to be a director and what you can offer. Ask the board to consider it. We can not accept nominations from the floor but we can has suggested that members can email recommendations for board directors.</p> <p>PC – yes</p> <p>WT – yes</p> <p>CT – yes</p> <p>MR – yes</p> <p>JH – yes</p> <p>RB – no</p> <p>Richard has an NGO, he runs his business in Muizenberg and he is based in Marine Estate.</p> <p>MC – Mark does not own property within the MID boundary but he is the vice principal at False Bay.</p> <p>Question from the floor – inaudible – regarding conflict of interest, social development.</p>

**PC** – each director is to sign a conflict of interest form, if there is a conflict of interest then that particular director would need to excuse himself on that particular matter.

**WT** – I don't generate any income from anything linked to Public Safety. It is my passion.

**JH** – there is no conflict about the Safe Space as there was a unanimous agreement from the board. We have agreed as a board and community that the Safe Space is imperative.

Comments from members are inaudible.

**PC** – there is nothing in the MOI that states that a director needs to live or own property in the MID. We have had previous directors who did not own property in the area. It is not a requirement. Therefore, let's not get bogged down.

Comments from members are inaudible.

**Phinius** - comments inaudible

**RB** – I agree that if someone who lives in the northern suburbs and was a director on the board that would be wrong. I own two properties in Muizenberg, just not within the MID boundary. I have been running a company in Muizenberg for the last 4 years, my children go to school in Muizenberg. My investment in Muizenberg is big, I just don't live within the boundary of the MID. I am passionate about Muizenberg and want to spend the rest of my life here. I hope to serve the board and the community of Muizenberg as best I can. My passion is Social Development.

**PC** – It is not that the board does not want to get more diversity on but one of the factors I said last year and I will say it again now "The way volunteer directors face antagonism, not just at the AGM.... Disruption from the members is inaudible.

**Ian Selvan** – that is wrong, if you were transparent.... He was cut off by **PC**.

**PC** – I am chairing the meeting, you have had your chance. It is very off putting when you approach people to stand for the board and they are anywhere near these AGM's, not a chance. It is not a very pleasant experience, to be relatively new to the board and AGM and deal with contentious people. It makes it difficult to recruit people to come on as a director.

**Aloy Gowne** – the vice chair made a comment about the unanimous, were more of the directors in favour of it. At the meeting organised on 17 November it was clear that the community is in favour of a Safe Space. This notion that home owners in sections of Muizenberg were against the Safe Space, is incorrect.

Communication between PC and Claudia Braude, no mike used parts are inaudible.

**Member of the public** asked **WT** how many boards is he sitting on? How active is he on those boards? If you are on the board, we need your commitment.

**PC** – Wayne has not missed a board meeting, he puts in a bigger effort than I would put in.

**Kevin Rack** – they don't get paid enough. You should give them a raise Michael, Ops manager). You have said that there weren't bad things said, I have experienced your wrath and I know what its like. I see you guys working and I am grateful.

**Steven Frankal** – it is clear from what's come off this floor, that the great turn out on the 2<sup>nd</sup> day of the AGM shows that people have serious concerns. There is no doubt that there is a clear sense of lack of confidence, let's call it lack of transparency of the current out going board, there is no doubt that proposals have been presented but we can see the lack of transparency from the board due to the countless emails of concern that have been circulating. My only appeal and request to the new board is please act with transparency, do not operate behind closed doors, do not not air the minutes of the meetings, people want to know what is going on. You are dealing with the contributions of Muizenberg rate payers, never mind the members they would want to contribute to the decisions you are making. We have a right to be a part of the decision process, we have a right to know what is discussed at your meetings and I really believe that the point that Heide made that the AGM's for the past few years have been toxic, it has been toxic for the simple reason that it hasn't been transparent, there have been too many strategic processes that have gone around that are not serving the interest of the members and rate payers and community of Muizenberg. We all invest, we all have assets, we all want to protect our assets. No one is opposed to having a Safe Space, but the way it was handled and the way it was presented as if it was a done deal with no consultation from its members. So again, in coming directors who have been voted in and given the confidence of the members please act transparently and involve the community. That is all we ask and I guarantee that the meeting next year this time will be far more pleasant than this time around.

**PC** – I think it would be good to read out from the newsletter the resolution that the board took on 29 November.

**Ian Selvan** – Did any of the directors who are leaving the board vote for it? **PC** – yes. **Ian Selvan** – tried to ask a question... **PC** – that's irrelevant. **Ian Selvan** – those directors that are leaving the board and leaving a decision that they have made for the new board to deal with...surely professionally you should leave that vote for the new incoming board.

Members of the public are in agreement with Ian Selvan.

**PC** – the board took a resolution and you can argue all you like if we should have or shouldn't have but it is done!



		<p>Talking from the floor which is inaudible without the mic.</p> <p><b>Member</b> asked a question – we all have to be property owners and fall within the boundary but we have a director that is not a property owner within the MID. <b>PC</b> – that is fine, it is legal and proper. Let’s not get tied down by this. He didn’t put himself on the board, the members did.</p> <p><b>PC</b> – can I finish reading this out. Steven Frankal talking without a mic(inaudible).</p>
13.	<b>GENERAL</b>	<p><b>Steven Frankal</b> - Ask that the incoming board relook at the resolution, it should be cancelled. <b>PC</b> – this is out of order.</p> <p><b>JH</b> disagrees with Frankal. (parts of communication is inaudible). This meeting here tonight is not a representation of the community.</p> <p><b>PC</b> – the reason why that was done was because the city asked us if the board had a formal vote on it and we said no, they asked us to do so. We added it to the agenda and we discussed, and that was the outcome. May I read the rest?</p> <p><b>Steven Frankal</b> – why does the vice chair say that this meeting is not a fair representation of the community. <b>JH</b> – I was replying to your earlier statement. <b>Steven Frankal</b> – if you had to look at the countless emails you have received who were those emails representatives of?</p> <p><b>PC</b> – are you recording Claudia Braude? Turn it off? Turn it off? You are not allowed to record. Turn it off?</p> <p><b>PC</b> – vulgar language aimed at Claudia Braude</p> <p><b>Claudia Braude</b> – recording, The chair has sworn at me at the AGM.</p> <p><b>PC</b> – can I continue?</p> <p><b>Members of the public</b> – no we are not interested! Members walked out.</p>
14.	<b>Q &amp; A</b>	None
15.	<b>ADJOURNMENT</b>	Meeting adjourned at 20:27

**Please note the following:**

**The present Directors of the Muizenberg Improvement District CID and their respective portfolios are:**

Name	Current CID Portfolio
P. Corbett	Chair, Governance
J. Hichens	Vice Chair, Public Spaces
W. Turner (Co-Opted)	Public Safety (Alternate)
R Bolland	Social Development
M Cramer	Finance
M Romyn	Beach Front Development

C Timlin	Gardens
T Megaw	Public Safety

All stakeholders and interested parties are invited to attend, however, only owners registered as members of the company may vote.

- Per clause 11.9.2 of the Memorandum of Incorporation, no member who is in arrears with payment of the additional rate for more than 60 (sixty) days, shall be entitled to vote at an AGM for so long as s/he is so in arrears except if the member can prove that s/he is in a dispute or has entered into an appropriate payment arrangement with the City or can provide proof of payment.
- Owners wishing to apply for membership should do so via the website or by email. New membership applications should be received by 26<sup>th</sup> of November 2021 to be approved and accepted at a meeting of the Board of directors of the Muizenberg Improvement District NPC prior to the AGM.
- Any member may appoint a Proxy to attend the meeting on his/her behalf. Forms of Proxy may be downloaded from the website or requested by email. The proxy form must be delivered to the offices of the Company no less than 24 hours prior to the advertised time of the start of the meeting, failing which it shall not be deemed to be valid.
- Enquiries should be addressed as far in advance as possible, by email as above or by letter to the registered office of the company. The Annual Financial Statements can be downloaded from the website.
- Clause 12.1.7 of the MOI states "As required by item 5(1)(b) of Schedule 1 to the Act, at least 1/3 (one third) of the directors shall resign every year at the AGM but shall be eligible for re-election." Therefore, the following three Directors: P Corbett, J Hitchens and T Megaw will step down and co-opted W Turner but is available for re-election.
- Forms for nomination of directors may be downloaded from the website or be requested by email. This form must be delivered to the offices of the Company no less than 7 clear days prior to the advertised time of the start of the meeting, failing which it shall not be deemed to be valid.

The following documentation is available at the AGM and on the MID website at [www.mid.org.za](http://www.mid.org.za):

- Membership list
- Advertisements, notice to members and CoR 36.2 form
- Minutes of previous AGM
- Agenda
- Audited AFS (Full set)
- Implementation Plan 2022-2023
- Budget 2022-2023
- Membership application form
- Nomination as Director form
- Proxy Form