



## **NOTICE OF THE ANNUAL GENERAL MEETING OF**

### **RIETVLEI RIDGE HOMEOWNERS ASSOCIATION NPC**

**REGISTRATION NUMBER: 2004/027446/08**

**TO BE HELD ON SATURDAY, 31 OCTOBER 2020, 08H00 AT RIETVLEI RIDGE COUNTRY ESTATE,  
POOL PARKING AREA**

Dear Homeowners

The Board of Directors would like to give notice of the Annual General Meeting ("AGM") of Rietvlei Ridge Country Estate. With COVID-19 regulations in mind, the Board made a decision to host the AGM at the Estate. A flex tent will be setup in the parking lot of the pool area. As this is total unfamiliar territory for the Board of Directors, we would like your help and assistance in the process. Therefore, we request:

- 1) If possible, please notify our Managing Agent (Pretor) or Estate Manager & Caretaker, if you will be attending the AGM in person. This is not a prerequisite, only a request. This will enable us to manage the numbers.
  - a. [MoniqueV@pretor.co.za](mailto:MoniqueV@pretor.co.za)
  - b. [ZanderV@pretor.co.za](mailto:ZanderV@pretor.co.za)
  - c. [estatemanager@rietvleiridge.co.za](mailto:estatemanager@rietvleiridge.co.za)
- 2) We will have some chairs available, but it will be great if you can rather bring your own chair.
- 3) If you cannot attend, we urge you to please submit your proxy as soon as possible.

A particular important point on the agenda is the revised Memorandum of Agreement ("MOI"). Updating the MOI document was no easy task. The MOI revision took place with the following in mind:

- 1) RRHOA is registered as a Non-Profit Company ("NPC") and should not be confuse with a Sectional Title/ Body Cooperate.
- 2) Fiduciary rights and responsibility of Members and Board of Directors
- 3) Practicality and the enforceability of the MOI
- 4) The MOI cannot override any of the relevant Acts. Just to mention a few that we needed to consider: -
  - a. The Companies Act 71 of 2008 and the various sections applicable to an NPC as well as a HOA
  - b. Sectional Titles Act, 95 of 1986
  - c. National Environmental Management, Protected Areas Act, 2003
  - d. The King Report on Corporate Governance

- e. Deeds Registries Act 47 of 1937
  - f. The Electronic Communications and Transactions Act 25 of 2002
  - g. The Protection of Personal Information (“POPI”) Act 4 of 2013
- 5) Relevant court cases and the outcome was studied and taking into account in the correct wording of the MOI
  - 6) To gain a better understanding, we also work through several information papers that was prepared by reputable companies such as Deloitte & Touch, Werksmans Attorneys, Webber Wentzel etc.
  - 7) Comparing our MOI with several other Estates

A lot has happened over the last few months. 2020 this far was a roller coast of trials and tribulations. The Board of Directors need your input to make Rietvlei Ridge an even greater place. We still have some challenges ahead of us but let us use our energy and valuable time to focus on the things that we can change. Imagine what you can accomplish on a day if you take all the time spent on negative thoughts and actions and rather ask the question: How can I help? On that note, we need members to make themselves available to serve on the Board of Directors. When putting your hand up, please consider the following:

- 1) Need to attend Directors meetings, at least once a month, that in some instances might take most of your Saturday morning or an evening.
- 2) Have a good understanding of Corporate Governance
- 3) Take responsibility for your portfolio and not only on paper. It might require that you need to obtain quotes, present a budget, and motivate the cost for the project, and ultimately need to oversee the project to completion.
- 4) Actively participate in events. Just sending emails and wait for the other Directors to execute, is not acceptable.
- 5) Meeting up with various suppliers and service providers.
- 6) Over weekends, evenings and holidays be available in case of an emergency.
- 7) Over December holiday take responsibility for the day-to-day running of the Estate when most of our service providers are not available.
- 8) One needs to make a mind shift when becoming a Director, questioning:
  - a. What is the best interest for the Estate
  - b. Best course of action and most of all
  - c. What if 250 household acts in a certain way, what will the outcome be

We have spent significant amount of time and money on upgrading our security and it is certainly paying off. We are proud to report, that up to date we have had no security breaches. We have arranged with Protect Your Own to present a demonstration on our security infrastructure at the AGM. We hope this will provide a better understanding on what your money is spent on.

Please come and join us on the 31 October 2020. It will be great to catch up and share what the Board did and what is ahead of us for consideration.

Kind regards,

Board of Directors



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### **AGENDA**

- 1) Notice of the Meeting
- 2) Welcome and Confirmation or Election of Chairperson
- 3) Attendance and Apologies
- 4) Confirmation of Previous Minutes
- 5) Verbal Chairman's Report
  - a. Security presentation by Protect Your Own
  - b. Security changes and upgrades for 2019/2020
  - c. Security changes and upgrades for 2020 up to date
  - d. Special projects
    - i. Guardhouse
    - ii. Boundary Wall
  - e. Rebranding the Estate
  - f. Communication
- 6) Consideration of Audited Financial Statements
  - a. Presentation of:
    - i. Estimate of income and expenditure
    - ii. Reserve Fund levy
- 7) Passing of Resolutions
  - a. Memorandum of Incorporation
- 8) Appointment of Auditor
- 9) Removal and Election of Directors
- 10) Appointment of Company Secretary
- 11) Appointment of Public Officer

- 12) Confirmation of Registered address of the Company
- 13) Special Business – proposed special resolution
- 14) Closing