

OBSERVATORY IMPROVEMENT DISTRICT

***DRAFT* Annual General Meeting Minutes**

Date: Wednesday 5 December 2018 at 5.30pm (reconvened)

Venue: Observatory Community Centre, Lower Main Road, Observatory

Present: 20 OBSID members, 11 visitors, 4 staff members and 38 by proxy
Attendance register: see appendix 1 attached.

1. Registration (from 17:00 to 17:30)

All present signed the attendance register and received documentation packs. All documents relevant to the meeting were made available on the OBSID website from 2/11/2018 onwards.

2. Welcome and Apologies

Nishendra Moodley welcomed all members, residents, visitors and staff present at the Annual General Meeting. He stated that the meeting was quorate and could go ahead. NM stated that that 38 members had submitted proxies and that these should be recorded as apologies. Four additional apologies were received.

2.1 Membership – resignations and new

There were no resignations recorded. One new member was recorded.

2.2 Quorum to constitute a meeting

It was noted that the meeting was quorate as there were 20 members present and 38 proxies received. The meeting needed 54 votes to be quorate.

3. Approval of previous AGM Minutes

The minutes of the two previous meetings were made available in hardcopy format at the meeting. One correction was noted - Dale Ford to be changed to Dale Forbes. NM proposed that the meeting accept the minutes with the aforementioned change as an accurate reflection of last year's AGM and deferred election of Directors meeting. The minutes were unanimously approved.

4. Chairman's Report

Nishendra Moodley, as the Chair of the OBSID Board of Directors, presented the Chairperson's report on the 2017/2018 financial year. The full report is included in the Annual Review document pack.

5. Feedback on operations 2017-18

Amanda Kirk thanked her team as well as City Officials for the support she has received since taking up her position of CEO at OBSID in April 2018. She thereafter presented an overview of the core OBSID portfolios: Cleaning and Urban Management, Social Issues, Public Safety, Arts, Sport Heritage and Culture, and Management and Operations. The full report is included in the Annual Review document pack.

6. Noting of Audited Financial Statements 2017-18

Nishendra Moodley presented the AFS for 2017-18 and explained the contents. He stated that the Board had no concerns about the finances of OBSID, despite the surplus recorded. He further added that the audit opinion had ended in accordance with the stated AFS and all was in good order. NM proposed that the AFS be adopted. There was a unanimous vote to approve this.

7. Approval of use of surplus funds 2017-18

AK presented the proposed surplus funds project list and gave context to the rolled over projects as well as an explanation of the planned additional projects. AK gave insight into the public spaces project being planned as well as a pilot project related to social development services – and gave insight into the pilot project could address multiple issues such as the number of jobless and homeless people living on the streets of Observatory,

substance abuse, anti-social behaviour, recycling, and employment generation. This multi-pronged pilot, in collaboration with other partner organisations based in the Observatory community is planned for 2019.

A question from the floor (Richard Andrews) was whether OBSID had a plan to focus on the anti-social behaviour of the people living on the streets. Amanda Kirk stated that a two-pronged approach was best to deal with this issue. The one prong should address education and respect of their environment by those living on the streets. Additionally, life skills support and by-law regulation would assist in addressing this question. Working with a partner like Cape Mental Health would further assist in this regard.

AK proposed that the surplus funds project list be approved. There was a unanimous vote to approve this.

8. Approval of Implementation Plans 2019-20

Amanda Kirk presented the Implementation Plans for 2019-20. A question from the floor (Penny Morrell) related to the Liesbeeck River and whose responsibility it was to remove bagged refuse. AK explained that the area fell outside of the OBSID mandate, but that OBSID voluntarily supported FOL with their monthly river clean up, and also supported HelpUp with their weekly river clean-ups – by removing bagged rubbish.

9. Approval of Budget 2019-20

AK explained budget allocations to the various programmes. The budget is included in the Annual Review document pack. Worth noting was the availability of funds earmarked for a Streetopia Art Legacy project that could be diverted (as a result of TDA refusal to support an art installation in the Wrensch Road subway) to projects within the Arts, Sports, Heritage and Culture programme in addition to operating budget allocated to the programme of R28 000-00. AK explained that project planning for the 2018/19 year would commence closer to the start of the financial year and after the current project list had been delivered and impact assessed. Members would be asked to approve further project spend at this time.

AK requested approval of the implementation plan and budget. There was a unanimous vote to approve this.

10. Appointment of Auditors

NM proposed that OBSID retain the current auditors Haumann Rodger Bellville Incorporated for a further 1 year. A question from the floor related to the number of years that the auditors had been appointed to date. NM confirmed that the 2017/18 year was their second, meaning that the 2018/19 year would be their third term and confirmed that auditors would be changed thereafter in line with good governance practice.

NM requested approval of the appointment of the auditors. There was a unanimous vote to approve this.

11. Confirmation of Company Secretary

NM stated that Charlene Binedell had been appointed Company Secretary by the OBSID Board following the departure of Claudine Majiet in July 2018 and requested that this appointment be approved. There was a unanimous vote to approve this.

12. Election of Board Members

NM stated that there were three vacant positions on the Board. Steve Killick stepped down and Gareth Leyman had resigned. Edwin Angless stood down but had made himself available for re-election.

Edwin Angless thanked Gareth for his work on the OBSID board over the many years that he has been involved. NM thanked Steve Killick for his work in the last year and his contribution to public safety and the LPR project.

NM stated that there were three nominations for the three vacant Director positions: Claire Everatt, Tom Figl and Edwin Angless, thus no vote was required and proposed that the three be accepted as Directors. There was a unanimous vote to approve this.

13. General / Q&A

NM raised the point of changing the MOI in terms of the considerable quorum requirements. He stated that OBSID was very different to other CIDS in terms of the high number of members and the resultant onerous quorum that is required to be reached at AGM meetings before they can go ahead.

The proposed change to Clause 9.11.5 would ensure that members were active and engaged and would read as follows: "...a member shall *ipso facto* cease to be a member of the company if the member does not attend three consecutive members meetings and is non-responsive within 21 days to written and telephonic communication from the OBSID office".

There were questions from the floor about the number of meetings that OBSID members would need to attend to maintain their membership; about how stringent or not necessarily stringent enough the proposed clause was.

Nasima Badsha cautioned against a decision being taken by a minority of members that affected the majority without opportunity being given for those not present to give their inputs.

Eddie Scott from the City of Cape Town opined that the OBSID should get support from those present to give a mandate for a membership review in terms of the current content of clause 9.11.5 (...on any other grounds that the Board acting reasonably deems appropriate.") and thereafter pursue any proposed amendments with the City.

He expressed sympathy for the difficulties in dealing with a large membership but suggested that a clean-up take place (properties changing ownership) in addition to application of clause 9.11.5 before changes were proposed to the MOI

City officials confirmed that a MOI review was planned for January 2019.

There was a unanimous decision to mandate the Board to apply clause 9.11.5 to the membership list and engage further with the City, and thereafter to communicate with members in this regard.

14. Adjournment

NM thanked everyone present, thanked his fellow Board members and adjourned the meeting at 19h20.