

**Owners Corporation PS743082B
12 Marine Parade St Kilda 3182**

Minutes of the Inaugural Annual General Meeting of the Owners Corporation held by
Zoom Video Conferencing on Tuesday 15th December 2020 at 6:30pm

1. Registration of Attendance, Apologies, Proxies**Owners Present**

Ty Justyn Brierley	Lot GF	Don Townsend	Lot 6G
Shane Jenkins	Lot GH	Solomon Rosenzweig	Lot 6H
Andrew Evans	Lot 1H	Dean Dobric	Lot 7A
John Van Der Laan	Lot 2A	Gregory Day	Lot 7B
Adela Jana McMurray	Lot 2E	Noel & Brenda Buckley	Lot 7G
Don Shaw	Lot 2G	Vuong Hung & Helen Nguyen	Lot 8A
Russell L Jessop	Lot 3A	Alan Harvey	Lot 8C
Krista M N Marotta	Lot 3C	Michael Cass	Lot 9E
Daniel Lennox & Ana Mikulic	Lot 3E	Annie Lynch	Lot 9G
Ben Meiklejohn	Lot 3G	Sym & Susan Kohn	Lot 9H
Kristine Slodyczka	Lot 4B	Colin Trewern	Lot 10A
Alyson Campbell	Lot 4E	Nick Lykopoulos	Lot 10D
Mark Brickles	Lot 4G& 10F	Dana Morfett	Lot 10H
Angela Leighton	Lots 5A & 5B	April Wilkinson	Lot 11A
Di Kilsby	Lot 5D	Sarah Thistle	Lot 11D
Jane Reid	Lot 5G	Brad Jamieson	Lot 11F
Craig A Nobbs	Lot 6A	Margaret Wilson	Lot 11G
Richard Manning	Lot 6B	Sharron Scott	Lot 12A
Judith Curtain	Lot 6D	Amin Sadruddin	Lot 12E
Roger Hackworth	Lot 6F	Nancy Edwards	Lot 12H

Proxies

Ms L Elias	Lot 2D in favour of the meeting Chairperson
Christine Pearce	Lot 3F in favour of the meeting Chairperson
Lino Pastro	Lot 4D in favour of John Van Der Laan
Ebbele Van Der Kooi & Clara Van Der Kooi	Lot 5C in favour of Sym Kohn
Andrew Delahunt	Lot 5F in favour of Jenny Delahunt
Heath Taylor	Lot 6C in favour of John Van Der Laan
Yuan Yuan Cai	Lot 7C in favour of the meeting Chairperson
Executors of Malcom Macdonald	Lot 7F in favour of the meeting Chairperson
Alison Marie Currie	Lot 7H in favour of the meeting Chairperson
Patricia Collins	Lot 9F in favour of Sym Kohn
Christie L Kelso	Lot 12B in favour of Grant Padula

Other Attendance

Tal Sahar	Tideways
Leye Petersen	Tideways

2. Quorum

As 53 out of 101 lots, representing 52.47% of owners were present either in person or by way of proxy, a quorum was declared with all decisions being binding.

3. Appointment of Chairperson and Secretary for the meeting

Motion: That Leye Petersen from Tideways be appointed to chair the meeting and act as secretary to record the meeting minutes.

Motion carried without dissent

4. Compliance with s67 of the Owners Corporation Act

A copy of the following items are provided under section 67 of the Act:

- a) the Owners Corporation register;
- b) any accounts or records made on behalf of the Owners Corporation;
- c) books to enable the keeping of the necessary minutes, accounts and other records;
- d) the maintenance plan;
- e) any contract, leases and licences binding on or benefiting the Owners Corporation;
- f) a copy of the Plan, and all related building plans, planning documents and other similar documents;
- g) a copy of the Act and the Regulations and the Subdivision Act 1988 (Vic) and the regulations under that Act;
- h) any insurance policies in force in relation to the property, including any insurance policy taken out under section 9AAA of the Sale of Land Act 1962 (Vic);
- i) the names of any companies, tradespeople or suppliers who have provided a warranty or other guarantee on any matter for which the Owners Corporation is responsible and copies of those warranties and guarantees; and
- j) the common seal for the Owners Corporation.

5. Maintenance Plan

Motion: That the Owners Corporation adopt the Maintenance Plan prepared by Roscon in 2020 and for the Maintenance Plan to take effect in line with s38(1) of the Owners Corporation Act 2006.

Motion carried

6. Owners Corporation Budget & Fees

Motion: That the Owners Corporation Financial Year begin 1st July and end 30th June in any year.

Motion carried

Motion: That Owners Corporation fees be levied quarterly in advance and due 1st July, 1st October, 1st January, 1st April each year.

Motion carried

It was noted that the proposed budget and fees listed in the notice document for both the administrative fund and maintenance fund were incorrect. As such the amounts were updated during the meeting. The correct figures as voted on are reflected in the motions as listed below.

Administration fund budget

Motion: That an administration fund budget of **\$277,188.67** (plus GST) for Owners Corporation PS743082B for the financial year 1/07/2020 to 30/06/2021 be approved and adopted

Motion carried

Administration fund fees

Motion: That annual administrative fund fees of **\$350,000** (plus GST) for Owners Corporation PS743082B for the financial year 1/07/2020 to 30/06/2021 be collected effective from **1 July 2020**.

Motion carried

Maintenance fund fees

Motion: That maintenance fund contributions of **\$109,090.91** (plus GST) for Owners Corporation PS743082B for the year 01/07/2020 - 30/06/2021 be collected effective **1 July 2020**. These funds are to contribute to the cost of the lift upgrade project. Any residual balance of the maintenance fund is to be used towards the implementation of the Maintenance Plan as directed by the Building Audit sub-committee.

Motion carried

7. Special Resolution – Lift Upgrade

Motion: The Owners Corporation resolves, by Special Resolution, to approve the carrying out of upgrade works to both lifts within the Owners Corporation, at an estimated cost of \$580,000 plus contingencies, and the levying of fees on lot owners for that purpose.

Motion carried

Motion: That \$400,000 is transferred from the administrative fund to the maintenance fund to be used to fund the lift upgrade project.

Motion carried

8. Insurance

It was resolved that the insurance cover for Owners Corporation PS743082B be noted, details of which are set out below:

Broker:	Resolute Property Protect
Insurer:	CHU Underwriting Agencies Pty Ltd
Policy Number:	13307
Building Cover	\$41,100,000
Common Contents Cover:	\$146,000
Public Liability Cover:	\$30,000,000

Office Bearers Cover:	\$5,000,000
Renewal Date:	20th August 2021
Premium:	\$40,138.67

Personal/Owners Contents & Legal Liability

Owners are reminded that it is their own responsibility to arrange insurance cover for public liability and personal contents inside their lot (including carpets, curtains and light fittings).

9. Insurance Excess

Motion: That if the Owners Corporation or another Member makes an insurance claim against the Owners Corporation's insurance policy for damage caused by another Member, then the insurance excess incurred will be on charged to the Member that caused the damage.

Motion carried with one objection noted

10. Insurance Replacement & Reinstatement

Motion: That the Owners Corporation acknowledge Section 65 of the Owners Corporation Act 2006 and accept to have an insurance replacement and reinstatement report carried out on the building and common contents every 5 years and that the policy be adjusted to the limits of cover as recommended in the report.

Motion carried with six objections noted

11. Penalty Interest on Arrears

Motion: That the Owners Corporation will charge interest at the maximum rate of interest payable under the Penalty Interest Act 1983 on any money owed by a member to the Owners Corporation after the due date.

Motion carried

12. Cost recovery

Motion: That the Owners Corporation will recover outstanding Owners Corporation fees and charges by action in a Court or Tribunal of competent jurisdiction and that the Owners Corporation will recover as a debt due from the person, persons or company in default or breach, the costs, charges and expenses incurred by the Owners Corporation (not including the personal time cost of any person acting in an honorary capacity, including the Chairman or a Committee Member of the Owners Corporation) arising out of any default or breach by any lot owner or occupier of a lot.

Motion carried

Motion: That if there is a Committee of the Owners Corporation, that Committee is authorised and given complete discretion to settle on any terms and conditions the Committee deems as fair and reasonable, any debt recovery proceeding against any member where, based on legal advice received, it is of the opinion that settlement is in the best interests of the Owners Corporation.

Motion carried

Motion: That all costs associated with repairs, maintenance, leak investigations or other works relevant to private property or for the benefit of a lot, incurred by the Owners Corporation shall be passed on the lot owner affected or serving to benefit. The costs charges and expenses shall be due and payable as a debt due by the lot owner in default or breach to the Owners Corporation.

Motion carried

Motion: That all costs incurred by the Owners Corporation as a result of charges arising from a breach or obligation by a lot owner, or an occupier of a lot (ie: from the false fire alarms, fire brigade charges, or relevant authority charges), shall be payable by any member in default or breach. The costs charges and expenses shall be due and payable as a debt due by lot owner in default or breach to the Owners Corporation.

Motion carried

13. Special Resolution – Leases, Agreements and Deeds

Motion: By Special Resolution, pursuant to sections 10, 12(1)(b) and 14 of the Owners Corporations Act 2006 that Owners Corporation PS743082B effect/enter into the following leases, agreements and deeds in their general form:

- Substation Lease
- Laundry Lease Agreement
- Car Park License Agreements for all owners with existing car parks

Motion carried

Motion: That the Owners Corporation execute the above documents by affixing the common seal of the Owners Corporation to the documents to which they are each a party in accordance with the requirements of the Owners Corporations Act 2006 (Vic) and section 98CD of the Transfer of Land Act 1958.

Motion carried

Motion: That the Owners Corporations also transfers the following agreements over from ESL and that where applicable the manager be delegated power to sign the agreements or services on behalf of the Owners Corporation or as instructed by the Committee;

- ADT Fire Monitoring, Balmoral Fire, Avanti Gates, Dormakaba, Securetel, Connected Buildings, Elite high Access, GDP, Handyman Prof Property Maintenance, M&G Cleaning, DSP Electrics, Gallant Plumbing, Motion Elevators, Australian Tax Office, Pineapple Net, Revenge Design, Scott Partners, Tango Energy, Telstra, WR Gay, Foxtel.
- and any other documents pertinent to the functions & duties of the Owners Corporation.

Motion carried

14. Committee of Management

Motion: That the Owners Corporation elects a committee of management to serve until a new committee is elected.

The following members were elected to the serve on the committee of management of the Owners Corporation:

- | | |
|-----------------------|------------------------------------|
| 1. Ty Justyn Brierley | Lot GF |
| 2. John Van Der Laan | Lot 2A |
| 3. Russell L Jessop | Lot 3A |
| 4. Ana Mikulic | Lot 3E |
| 5. Mark Brickles | Lot 4G |
| 6. Gabrielle Townsend | Lot 6G (as proxy for Don Townsend) |
| 7. Solomon Rosenzweig | Lot 6H |
| 8. Michael Cass | Lot 9E |
| 9. Sym Kohn | Lot 9H |
| 10. Colin Trewern | Lot 10A |

Motion: That the Committee is delegated all of the powers and functions that may be delegated under Section 11 of the Owners Corporations Act 2006 (except for the powers or functions that require unanimous or special resolutions, or the power to delegate or the powers delegated to the Manager).

Motion carried

Motion: That the Owners Corporation resolves that the Committee of the Owners Corporation serves as the Grievance Committee.

Motion carried

Note - The Committee is required to appoint a Chairman and Secretary and is charged with this duty as soon as practicable after this AGM, and no later than the completion of the first committee meeting.

Motion: That the Owners Corporation resolves that the Committee of the Owners Corporation serves at the first Committee Meeting establish the following sub-committees:

- **Car Park** - To consider the conversion of titles and propose a timeline and costing. The scope to include all options for owners (not just those with a car space entitlement) to consider. This sub-committee will require a budget of \$10,000 for planning and legal advice which is to be funded from the administrative fund.

- **Building Audit** - To review the Roscon 10-year maintenance plan, the Building Defect report and any OH&S report. The scope is to include costing/funding options and the scope of works to be included. This sub-committee will require a budget of \$15,000 for professional reporting and advice which is to be funded from the administrative fund.

- **Rules** – To review the Special Rules and how they can be further tailored to Edgewater in

response to any legislative changes (eg, short stay accommodation). This sub-committee will require a budget of \$5,000 for legal advice which is to be funded from the administrative fund.

- **Greening ESL** – To consider and implement initiatives and options for a more sustainable and environmentally aware Edgewater. Such initiatives may include installation of solar panels, rooftop garden, water treatment/recycling. No budget would be required with any proposals for implementation to be referred to the Committee for consideration and voting.

Motion carried

15. Appointment of Owners Corporation Manager

Motion: That Tideways Pty Ltd be appointed as Owners Corporation Manager for Owners Corporation on Plan No. PS743082B for a term of three years and that two members of the Owners Corporation witness the affixing of the common seal to the contract of appointment of the Manager, in accordance with Section 20 and Section 21 of the Owners Corporation Act 2006 (VIC).

Motion carried

Motion: That pursuant to Section 11 of the Owners Corporation Act 2006 the Owners Corporation delegates powers and functions to the Manager as set out in these minutes and the Contract of Appointment.

The Manager is delegated by the Owners Corporation 2006 the authority to:

- a) collect the fees for the Owners Corporation and to operate a bank account for or on behalf of the Owners Corporation.
- b) prepare and submit any required tax return on behalf of the Owners Corporation;
- c) apply for an Australian Business Number for the Owners Corporation;
- d) register the Owners Corporation for goods and services tax purposes; and
- e) prepare and submit any required business activity statements on behalf of the Owners Corporation;
- f) approve maintenance and repairs works up to \$5,000 in cost and report back to the Committee of any approvals provided;
- g) prepare and issue notice to rectify breach and/or Owners Corporation Complaint forms as deemed necessary by the Manager;
- h) keep and maintain the Owners Corporation Register;
- i) any and all duties as outlined in the contract of appointment;
- j) any and all duties as lawfully delegated by the committee from time to time and duly recorded in minutes;
- k) any and all powers or functions that can be delegated under section 11 of the Owners Corporation Act 2006, specifically excluding those which require a unanimous resolution, special resolution or a resolution at a general meeting.

Motion carried

16. Common Seal

Motion: That Owners Corporation delegate powers to the manager to use the common seal for the purpose of issuing Owners Corporation Certificates.

Motion carried

17. Special Resolution – Owners Corporation Rules

Motion: The Owners Corporation resolves, by Special Resolution, to approve and adopt the Special Rules of the Owners Corporation and to lodge these rules with the Land Titles Office pursuant section 142 of the Owners Corporation Act 2006.

Motion carried

18. Owners Corporation Signage

Motion: That the Owners Corporation erect and maintain a sign:

- a) with the 'Owners Corporation Plan no PS743082B;
- b) stating the name and details of the Manager;
- c) clearly visible from either the letterboxes or main entrance to the common property, to comply with regulation 17 of the Regulations.

Motion carried

19. General Business

No motions raised from the floor.

Meeting closed 8:28pm