

NOTICE OF SPECIAL RESOLUTION

Proposed by the five Homeowner Elected Trustees for adoption at the Annual General Meeting (AGM) of the Pearl Valley Home Owners Association (PVHOA) to be held on Wednesday 31 August 2022 commencing at 18:00.

1. AMENDMENT OF CLAUSE 14.1 OF CONSTITUTION IN RESPECT OF VOTING RIGHTS OF OWNERS OF THE MANTIS HOTEL SECTIONAL TITLE UNITS (“the Hotel Sectional Title Units”)

Whereas Clause 14.1 of the Constitution reads as follows:

“14.1 At every general meeting:-

14.1.1 The Developer shall during the Development Period have 5 000 (Five Thousand) votes and shall in addition have one (1) vote for each Erf of Sectional Title Unit not as yet transferred by the Developer to an Owner. A representative of the Developer shall in person, or by proxy be entitled to cast such votes;

14.1.2 every other Member or his duly authorised representative in the case of clause 5.3.2 being applicable, in person or by proxy and entitled to vote shall have one vote for each Erf or Sectional Title Unit registered in his name provided that if an Erf or Sectional Title Unit is registered in more than one persons name, then they shall jointly have one vote.

2. MOTIVATION FOR PROPOSED RESOLUTION:

- 2.1. The Hotel Sectional Title Unit units pay an agreed 20% of normal levies, however they have 100% vote per unit. The resolution seeks to remedy this by reducing the voting per Hotel Sectional Title Unit to a similar 20% of a normal vote.
- 2.2. The proposed amendment will thus bring the voting rights of the Hotel Sectional Title Units in line with their levy contribution to the Home Owners Association.
- 2.3. In terms of clause 3 of the Constitution of the **PEARL VALLEY GOLF AND COUNTRY ESTATE HOME OWNERS’ ASSOCIATION** (“the Association”) it is the main business of

PEARL VALLEY HOME OWNERS ASSOCIATION

Address Pearl Valley Golf and Country Estate, R301 Wemmershoek Road, Paarl 7646, South Africa *Tel* +27 21 867 8000

Trustees C Ekermans, H Koegelenberg, J Wilson, PE Schoeman, SDG Rossouw, FRJ Neethling, M Serrao, R Goussard, W Waldeck, G van der Merwe

the Association to *inter alia* promote, advance and protect the communal interests of the Owners in the Estate.

2.4. In terms of clause 4 of the Constitution of the Association It is *inter alia* the object of the Association to exercise control over the maintenance of:

2.4.1. all dwellings;

2.4.2. all buildings and/or structures erected on the Estate, other than dwellings and those buildings reserved by the Developer, which maintenance is to be carried out by and at the expense of the Association;

2.4.3. all Private Areas, which maintenance is to be carried out by and at the expense for the Association; and

2.4.4. the upkeep of all private combined services.

2.5 In terms of Clause 22.5 of the Constitution:

“22.5 In calculating the Levy payable by each Member, the Trustees may as far as reasonably practical and in their sole discretion:

22.5.1 assign those costs arising directly out of or attributable to the Erf/Sectional Title Unit itself to the Owner thereof, or to the body corporate where the Erf is a sectional title scheme based on the actual roof and exterior façade areas of the structures erected thereon or based on any other factors as determined by the Trustees;

22.5.2 subject to clause 22.5.1 assign those costs relating to the Land generally to the Owners of all Erven and Sectional Title Units equally, provided however that the Trustees may in any case where considered equitable to do so, assign to any Member any greater or lesser shares of the costs as may be reasonable in the circumstances.”

2.6 In terms of Clause 22.6 of the Constitution the Trustees decision in calculating the Levy shall be final and binding on all Members.

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- 2.7 The Homeowner Elected Trustees propose that the voting rights of Members should be proportional to the value of levies payable, and therefore propose that every owner of a Hotel Sectional Title Unit will have a 0,2 vote per Hotel Sectional Title Unit registered in his/her/its name.
3. **NOW WHEREFORE AT THE GENERAL MEETING IN TERMS OF CLAUSE 15.1 A SPECIAL RESOLUTION IS CALLED FOR THE PURPOSE OF CONSIDERING AND, IF DEEMED FIT, PASSING THE FOLLOWING SPECIAL RESOLUTIONS:**

Special Resolution 1:

It is resolved that clause 14.1 of the Constitution be amended by inserting a new clause 14.1.2 to read:

“14.1.2 every member or its duly authorised representative in the case of clause 5.3.2 being applicable, in person or by proxy and entitled to vote for each Hotel Sectional Title Unit (forming part of Mantis Hotel situated at Pearl Valley) registered in his name shall have a 0,2 (zero comma two) vote for each sectional title unit forming part of the Hotel Sectional Title Scheme, provided that if a Sectional Title Unit is registered in more than one person’s name, then they shall jointly have 0,2 (zero comma two) vote.

And by inserting a new clause 14.1.3 which reads as follows:

every other Member or his duly authorised representative in the case of clause 5.3.2 being applicable, in person or by proxy and entitled to vote shall have one vote for each Erf or Sectional Title Unit, excluding a Hotel sectional Title unit, registered in his name provided that if an Erf or Sectional Title Unit is registered in more than one person’s name, then they shall jointly have one vote.

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