



## MINUTES OF PBC EXECUTIVE COMMITTEE MEETING for Sanctuary Cove Principal Body Corporate GTP 202

**Location of meeting:** Meeting Room 1, Body Corporate Services, Shop 1A, Masthead Way Sanctuary Cove  
**Date and time of meeting:** Monday 23<sup>rd</sup> October 2023  
**Meeting time:** 9:02AM – 11:19AM  
**Chairperson:** Stuart Shakespeare

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### Attendance

**The following members were present in person at the meeting:**

Lot: Felicia GTP 107128 Owner Felicia GTP 107128 Rep: Mr Stuart Shakespeare (SS)  
Lot: Harpullia GTP 107045 Owner Harpullia GTP 107045 Rep: Mr Paul Kernaghan (PK)  
Lot: Livingstonia GTP 1712 Owner Livingstonia GTP 1712 Rep: Mr Brian Earp (BE)  
Lot: Roystonia GTP 1769 Owner Roystonia GTP 1769 Rep: Mrs Cheryl McBride (CM)  
Lot: Washingtonia GTP 1703 Owner Washingtonia GTP 1703 Rep: Mr Tony Ellingford (TE)

**The following members were present by Proxy:**

**Present by Invitation:**

Mr Dale St George, PBC Secretary (DSG)  
Ms Jodie Cornish, Manager Body Corporate (Minute Taker)

**Apologies:**

Mr Peter Cohen

A Quorum was present.

Meeting was recorded.

Nil Conflict of Interest

**1. Motions:**

<b>1</b>	<b>Body Corporate – Approval of Previous Minutes (Agenda Item 6.1)</b>	<b>CARRIED</b>
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Proposed by: Statutory Motion

**RESOLVED** That the Minutes of the PBC Executive Committee Meeting held on 25<sup>th</sup> September 2023 be accepted as a true and correct record of the proceedings of the meeting.

Yes	5
No	0
Abstain	0

**NOTE:**

- *DSG advised that the company and Body Corporate Services would not be complying with motion 9 regarding an Incoming Correspondence Policy. DSG stated it is, in his opinion, an invalid motion under clause 8 of the SCCSL Shareholders Agreement. The PBC EC has no authority to request that correspondence coming from the PTBC to the PBC be directed in the first instance to the PBC EC and that he as the CEO can direct all such correspondence directly to MNs. DSG further stated that the SCCSL Shareholders Agreement overrides the Administration Agreement. The Chair asked what the Shareholders Agreement states. DSG advised:  
“Service means Services necessary or desirable for the proper administration and operation of the resort including, without limitation, services with respect to security, administration, asset management, landscaping, communications, provision of utilities, waste management maintenance, community affairs, dispute resolution, coordinating formal communications between stakeholders, coordination and negotiations with various service providers, stakeholders and authorities and other ancillary service as may be necessary from time to time.”*
- *That leads to 8.1 which states:  
“The management of the services on a day-to-day basis will be undertaken by an Executive of the Company which will report and be responsible to the Board for the provision of Services”.*  
*DSG expressed the view that SCCSL would be in breach of the Shareholders Agreement, if it complied with the motion 9*

*The members present expressed concern over this unexpected response by DSG on the motion.*

Members Name	Yes	No	Abstain
Stuart Shakespeare	X		
Peter Cohen			
Cheryl McBride	X		
Tony Ellingford	X		
Brian Earp	X		
Paul Kernaghan	X		

**2 Body Corporate – Approval of Previous Minutes (Agenda Item 6.2) CARRIED**

Proposed by: Statutory Motion

**RESOLVED** That the VOC Minutes of the PBC Executive Committee Meeting held on 3<sup>rd</sup> October 2023 be accepted as a true and correct record of the proceedings of the meeting.

Yes	5
No	0
Abstain	0

Members Name	Yes	No	Abstain
Stuart Shakespeare	X		
Peter Cohen			
Cheryl McBride	X		
Tony Ellingford	X		
Brian Earp	X		
Paul Kernaghan	X		

**3 Body Corporate - Matters in Progress (Agenda Item 6.3) CARRIED**

Proposed by: PBC Chairperson

**RESOLVED** That the PBC EC notes the Matters in Progress Report September 2023 as tabled and provides an instruction to the Manager of Body Corporate to remove items (as detailed at the meeting)

**NOTE:**

*DSG:*

**316 – Stage 1 & 2 DCBLs** – Work on Stage 2 is proceeding. Completion for a vote by the end of the 2023 is unrealistic so the document being ready for a vote at the June RBC AGMs is the objective. The Chair requested the word version of Stage 2 from Executive Architect be sent to himself and Alan Lock.

**419 - Village Gates** – Mulpha to provide a traffic management plan for distribution, commencement will be Nov 23. The Village gates will be very similar of the Pines Gate.

**426 – Cypress Point Agreement** – Finalising quotes for Roystonia boom gates.

**427 – Address Gate and Fence** – PTBC approved this, dependent on contractors.

**428 – Stolen Cars** – Weekly update will be provided from Security

**429 – OptiComm** – Meeting was held with Chief Operating Officer from OptiComm and CSC Chair, Shaun Clarke. DSG expressed concerns around alarms & fibre cable. Opticomm will get back to him with feedback and he will present to the EC on draft proposal in due course.

Yes	5
No	0
Abstain	0

Members Name	Yes	No	Abstain
Stuart Shakespeare	X		
Peter Cohen			
Cheryl McBride	X		
Tony Ellingford	X		
Brian Earp	X		
Paul Kernaghan	X		

**4 Body Corporate – Operations Report (Agenda Item 6.4) CARRIED**

Proposed by: PBC Chairperson

**RESOLVED** That the PBC EC notes the Operations Report September 2023 as tabled.

**NOTE:**

*DSG:*

- *On track, only major concern is with water. GCCC paid \$160k twice by mistake, however this was corrected. Work is being done with the insurance broker for the water loss from the leak with the maximum claim amount up to \$300k. At this stage the insurance company is seeking further discussion, however the brokers feeling the claim maybe approved. If this the case, the water billing won't be an issue.*
- *The Chair enquired the PBC common property assets value of, \$111 million and how the valuation is ascertained and requested confirmation that this relates to replacement value.*
- *DSG advised GHD values these assets approximately every 3 years. In between these valuations, the last estimate is incrementally increased through Asset Finder. There is a 45-year sinking fund forecast attached as well, to make sure special levies are not required.*
- *The MN for Harpullia (PK) stated that one of the challenges is the infrastructure which has been in for around 30-40 years and will need replacing over time. DSG confirmed that GHD are aware of these issues.*
- *The Chair expressed concern that there was a recent suggestion that a special levy may be required to repair a number of costly leaks in aging water mains.*

Yes	5
No	0
Abstain	0

Members Name	Yes	No	Abstain
Stuart Shakespeare	X		
Peter Cohen			
Cheryl McBride	X		
Tony Ellingford	X		
Brian Earp	X		
Paul Kernaghan	X		

Proposed by: PBC Chairperson

**RESOLVED** that the PBC EC approves the applications recommended for approval by the ARC at its meeting held 16<sup>th</sup> October 2023.

Yes	5
No	0
Abstain	0

Further **RESOLVED** that the PBC EC approves the applications recommended for approval, subject to conditions, by the ARC at its meeting held 16<sup>th</sup> October 2023.

Further **RESOLVED** that the PBC EC does not approve the applications which have not been recommended for approval by the ARC at its meeting held 16<sup>th</sup> October 2023.

Further **RESOLVED** that the PBC EC approves the applications recommended for approval by the ARC, based upon the recommendations by the Executive Architect and the Snr Body Corporate Manager, at its meeting held 16<sup>th</sup> October 2023.

**NOTE:**

- *The Chair advised there was a meeting with Jason Carlson from Grace Lawyers, in relation to the Buttner/Leslie. There are 4-5 items of contention. The Buttner's need to go through their RBC for one of these items, as a requirement under SCRA.*
- *The Chair mentioned, Mr Leslie read the minutes from the last meeting in September 23 and objected to a comment he made regarding legal expenditure. This was taken out of context and Leslie informed of this position. The Buttner and Leslie matter is now being handled on behalf of the PBC by the Chair, the CEO with assistance from the lawyers where necessary.*
- *The MN for Livingstonia (BE) questioned why the response from the Buttner's Lawyer (Mahoney's) was not included in the PBC book as it was dated 17 October 23. DSG explained that it was after the information had been compiled. The Chair explained that we need to be careful distributing this type of information out as it is very detailed.*

Members Name	Yes	No	Abstain
Stuart Shakespeare	X		
Peter Cohen			
Cheryl McBride	X		
Tony Ellingford	X		
Brian Earp	X		
Paul Kernaghan	X		

Proposed by: PBC Chairperson

**RESOLVED** That the PBC EC notes and accepts the CSC Minutes dated 17<sup>th</sup> October 2023 as tabled.

**NOTE:**

*The Members were surprised by the content of the response and resolved that there appeared to be a misunderstanding of the EC request to the CSC. Following a discussion, the members present made the following points -*

1. *No malice or disrespect was intended to anyone on the CSC or to SCCSCL personnel.*
2. *No disrespect or rejection of the PBC's decision was intended.*
3. *Under Item 2 of the EC's TOR, it has a responsibility to oversee and review the minutes and the recommendations of the PBC subcommittees.*
4. *Unfortunately, the inhouse irrigation proposal that was presented to the PBC EGM for a vote was not presented to the EC for its review beforehand.*
5. *The EC accepted and supported the decision of the PBC to bring the irrigation inhouse to the SCCSL but were wanting to ensure that the proposed service delivery to the PBC is supported by a service contract between the entities.*

Yes	0
No	0
Abstain	5

Members Name	Yes	No	Abstain
Stuart Shakespeare			X
Peter Cohen			
Cheryl McBride			X
Tony Ellingford			X
Brian Earp			X
Paul Kernaghan			X

Proposed by: PBC Chairperson

**RESOLVED** That the PBC EC notes and accepts the FSC Minutes dated 20<sup>th</sup> October 2023 as tabled.

**NOTE:**

- *The Chair mentioned that the Chair for FSC rejected the request from the PBC EC to remove the wording 'RESOLVED' to 'RESOLVE TO RECOMMEND'. DSG advised this was correct.*
- *The MN for Roystonia (CM) mentioned this is unacceptable, almost like 'children in a playground'. We make a reasonable suggestion, and it is knocked back.*
- *The Chair mentioned that this is a further indication that the committee system needs to be reviewed so it accords with the TORs and the SCRA.*
- *The MN for Harpullia (PK) requested the FSC reporting format is changed moving forward. He also stated the FSC minutes are very brief and don't appear to contain a lot of information. The EC have a duty of care to oversee the information and vote on it and could be exposed if due diligence is not applied. DSG advised under SCRA the EC are not liable and are insured, indicating that it doesn't really matter if something is missed.*
- *The Chair suggested that moving forward someone from the EC should be on the FCS.*
- *The MN for Roystonia (CM) suggested that the EC should 'abstain' because it's not being given the opportunity to oversee the recommendations and minutes of the FSC as required by its TOR. The EC would appreciate better details and the opportunity to speak.*
- *The MN for Harpullia (PK) suggested there should be more transparency. DSG mentioned that he and the Finance Manager (FM) can make time to sit down and answer any questions.*
- *The MN for Washingtonia (AE) asked DSG if accounts are audited every year. DSG confirmed they are.*
- *The Chair stated the EC are deprived of input to committees on PBC related matters. The committee TOR includes the company, PTBC and PBC, however, the SCRA is silent on the PTBC and the company having advisory committees. This is confusing for people sitting on these committees and the responsibilities they have to the PBC. The impression is that the FSC and CSC have a position of authority and autonomy. These bodies work for the PBC, and it appears lines of respect and communication has been lost. The TOR may need to be amended.*

Yes	2
No	0
Abstain	3

Members Name	Yes	No	Abstain
Stuart Shakespeare	X		
Peter Cohen			
Cheryl McBride			X
Tony Ellingford			X
Brian Earp			X
Paul Kernaghan	X		

**8 Body Corporate – Approval of additional driveway and crossover (Agenda Item 6.8) CARRIED**

Proposed by: PBC Chairperson

**RESOLVED** that the Principal Body Corporate approves the installation of a secondary driveway and crossover which traverses PBC Secondary Thoroughfare on The Parkway on the basis that formal assessment is first undertaken by the Architectural Review Committee to ensure compliance with the Development Control By-laws. (See Annexure A)

Yes	5
No	0
Abstain	0

Members Name	Yes	No	Abstain
Stuart Shakespeare	X		
Peter Cohen			
Cheryl McBride	X		
Tony Ellingford	X		
Brian Earp	X		
Paul Kernaghan	X		

**9 Facilities – SRB revetment and gabion rock report (Agenda Item 6.9) CARRIED**

Proposed by: PBC Chairperson

**RESOLVED** The PBC acknowledges the SRB revetment and gabion rock report and grants Management authorisation to inform individual lot owners/RBC’s and take the necessary actions or repairs as recommended. (See Annexure B)

**NOTE:**

- *DSG advised that every year SRB is contracted to complete a report on the rock walls and revetment walls in the Harbour. The correspondence is sent to the owners who are needing repairs, and they are offered the same rate the PBC obtains for the rectification material. One of the worst in the report is Bauhinia, where the walkways are failing and dangerous. Additionally, an owner in Plumeria has requested PBC to pay for their replacement, however they are located on the Coomera River, where it is the owner’s responsibility to fix.*

Yes	5
No	0
Abstain	0

Members Name	Yes	No	Abstain
Stuart Shakespeare	X		
Peter Cohen			
Cheryl McBride	X		
Tony Ellingford	X		
Brian Earp	X		
Paul Kernaghan	X		



Proposed by: PBC Chairperson

**RESOLVED** That the PBC, noting the recommendation of the PBC EC, agrees that, in accordance with its Terms of Reference (TOR) and Clauses 3.3 and 4.1 of the Administration and Management Agreement 2022, the Manager will not initiate the commissioning of any legal advice on, site wide PBC or PBC EC related matters without the authorisation of the PBC EC. In seeking approval from the EC for such commissioning, the Manager will provide to and seek comments from the EC members in relation to the detailed briefing to be given to the legal advisors.

Yes	
No	
Abstain	

For avoidance of doubt, legal advice sought on any matter that will be paid for using PBC funds and impact the PBC budget is included in this resolution.

**NOTE:**

- *Following a discussion on the administrative and management aspects of this motion, the Chair withdrew the motion on the basis that DSG would put forward alternative wording for the EC to consider with the intent of doing a VOC if desired.*

**Preamble:**

*The PBC EC agreed at the EC meeting July 2020, that legal advice which related to significant site wide PBC or PBC EC matters (SCRA, BUGTA, DCBLs or RZABLs) would only be commissioned following consultation with the EC regarding, and not excluding; the proposed brief, recommended legal firm and cost of the seeking the advice by Management. This is in accordance with the EC Terms of Reference. A motion to that effect was passed by the EC last week.*

*Motion 4 is to formalise the agreed procedure. The requirement for urgent legal advice on operational, maintenance and management issues are not subject to this procedure and process.*

**RESOLVED** That the PBC, noting the recommendation of the PBC EC, agrees that, in accordance with its Terms of Reference and Clauses 3.2 and 4.1 of the Administration and Management Agreement 2007, the Manager will not initiate the commissioning of any legal advice on significant, site wide PBC or PBC EC related matters without the written authorization of the PBC EC. In seeking approval from the EC for such commissioning, the Manager will provide to and seek comments from the EC members in relation to the detailed briefing to be given to the legal advisors.

*For avoidance of doubt legal advice sought on the interpretation or operation of SCRA, BUGTA, DCBLs or RZABLs would be subject to the above but urgent advice on operational, maintenance or management issues would not.*

Members Name	Yes	No	Abstain
Stuart Shakespeare			
Peter Cohen			
Cheryl McBride			
Tony Ellingford			
Brian Earp			
Paul Kernaghan			

**11 Body Corporate – Election of EC positions be an open ballot (Agenda Item 6.11) CARRIED**

Proposed by: PBC Chairperson

**RESOLVED** The PBC approves the forthcoming election of EC positions be conducted as an open ballot in accordance with the SCRA Schedule 3 (three), Sections 2 (two) and 6 (Six) and a motion be put to the November PBC EGM seeking its agreement to do so.

Yes	5
No	0
Abstain	0

**DSTG advised this motion will only take affect after it is voted upon at the PBC general meeting.**

Members Name	Yes	No	Abstain
Stuart Shakespeare	X		
Peter Cohen			
Cheryl McBride	X		
Tony Ellingford	X		
Brian Earp	X		
Paul Kernaghan	X		

**12 Date of next PBC EGM / EC Meeting (Agenda Item 9) CARRIED**

Proposed by: PBC Chairperson

**RESOLVED** That the PBC EC notes and accepts the Correspondence for Information September 2023 as tabled.

Yes	5
No	0
Abstain	0

Members Name	Yes	No	Abstain
Stuart Shakespeare	X		
Peter Cohen			
Cheryl McBride	X		
Tony Ellingford	X		
Brian Earp	X		
Paul Kernaghan	X		

**13 Date of next PBC EGM / EC Meeting (Agenda Item 9)****CARRIED**

Proposed by: PBC Chairperson

**RESOLVED** that the date of the next PBC Extraordinary General Meeting will be Thursday 30<sup>th</sup> November 2023 at 11am.

Yes	5
No	0
Abstain	0

**RESOLVED** that the date of the next PBC Executive Committee Meeting will be Monday 27<sup>th</sup> November 2023 at 9am.

Members Name	Yes	No	Abstain
Stuart Shakespeare	X		
Peter Cohen			
Cheryl McBride	X		
Tony Ellingford	X		
Brian Earp	X		
Paul Kernaghan	X		

**7. Correspondence for Action:*****The Chair tabled and addressed an email from a resident in Zieria Mr Hugh Martin:***

DSG to respond on the chair's behalf.

***7.1 – Zieria 1862 requesting carparking relaxation:***

The Chair mentioned that generally residents have 4 spots available within their property for parking, 2 garage and 2 on the driveway. The visitor bays provided within the secondary thoroughfare are for visitor overflow, not for residents. Body Corporate Services to respond back to the resident at 1862 on behalf of the PBC.

***7.2 – Schotia Island 2024 complaint regarding Bamboo fence:***

The Chair mentioned that there appears to be a privacy issue with the deck encroaching well out into the batter zone where a high solid boundary fence is not permitted. BCS decision prior to this was to allow Bamboo screening to stay in the interim until the plant screening has a chance to grow. BCS to re-access in 6-12 months. BCS to respond to 2024 and 2026 on behalf of the PBC with the decision.

***7.3 – Corymbia 1825 Crusher/cracker dust issue:***

The chair mentioned that the owner making the complaint is a civil engineer and his point that air-born cracker dust is a health hazard should be noted. Building Approvals Manager (BAM) to contact surrounding builders about mitigating the problem by watering down or some another means.

***7.4 – Bauhinia 4634 Flagpole and Camera complaint:***

The Chair doubts the flagpole is a problem. The cameras are currently being dealt with through lawyers on the Leslie/Buttner matter. BCS to check and respond.

**7.5 – Bauhinia 4636 amendment to PBC EGM minutes:**  
The Chair mentioned that BCS have responded.

## **8. General Business**

### **8.1 PBC EGM Motions – November 2023**

- Body Corporate – Legal expenditure approved by PBC EC prior (reworded by DSG).

### **8.2 Presentation by the Contracts Sub-Committee Chair – Irrigation Contract.**

- Noted that the CSC Chair refused to attend the EC meeting and present the CSC's response.

### **8.3 Review of the function and responsibilities of the EC**

- A general discussion took place. Generally, agree that the EC operates under the terms of the SCRA and the PBC approved TORs that conform to these terms.

### **8.4 Review of the purchasing policy and its procedures**

- The MN for Washingtonia (AE) advised the PBC EC can delegate but the PBC EGM can override.
- DSG explained that he would like to work with the PBC EC. The Company has been working on simplifying the Purchasing Policy.
- The MN for Washingtonia (AE) enquired about the distribution of information to PBC member's nominees, and how this fits with 18.1 of the Management Agreement? DSG advised that the Shareholders' Agreement overrides the A&M agreement. AE asked which has precedent? DSG advised he believed legally that the Shareholders Agreement does. AE asked for him to follow up as he believes 18.1 of the Management Agreement applies. DSG agreed to look at it and report back.

## **9. Next Meeting** – Monday 27<sup>th</sup> November 2023

## **10. Closure of Meeting**

**MEETING CLOSED @ 11:19am**

Chairperson: .....