



MINUTES OF PBC EXTRAORDINARY GENERAL MEETING for Sanctuary Cove Principal Body Corporate GTP 202

Location of meeting: Meeting Room 1, Body Corporate Services Office
Masthead Way, Sanctuary Cove QLD 4212

Date and time of meeting: Thursday 28th March 2024

Meeting time: 11:00AM – 12:53PM

Chairperson: Chairperson – Stuart Shakespeare

ATTENDANCE

The following members were Present in Person at the meeting:

Lot: Alpinia GTP 107209 Owner: Alpinia GTP 107209 Rep: Mrs Dianne Taylor
Lot Araucaria GTP 1790 Owner: Aracauria GTP 1790 Rep: Mrs Caroline Tolmie
Lot: Banksia Lakes GTP 107278 Owner: Banksia Lakes GTP 107278 Rep: Mr Andrew Brown
Lot: Caladenia GTP 107399 Owner: Caladenia GTP 107399 Rep: Mr Tony McGinty
Lot: Cassia GTP 1702 Owner: Cassia GTP 1702 Rep: Mr Peter Cohen
Lot: Colvillia GTP 2504 Owner: Colvillia GTP 2504 Rep: Mr Robert Nolan
Lot: Corymbia GTP 107406 Owner: Corymbia GTP 107406 Rep: Mrs Shawlene Nefdt
Lot: Darwinia GTP 107488 Owner: Darwinia GTP 107488 Rep: Mrs Jane Burke
Lot: Felicia GTP 107128 Owner: Felicia GTP 107128 Rep: Mr Stuart Shakespeare
Lot: Harpullia GTP 107045 Owner: Harpullia GTP 107045 Rep: Mr Paul Kernaghan
Lot: Livingstonia GTP 1712 Owner: Livingstonia GTP 1712 Rep: Mr Brian Earp
Lot: Molinia GTP 107442 Owner: Molinia GTP 107442 Rep: Ms Cheryl McBride
Lot: Roystonia GTP 1769 Owner: Roystonia GTP 1769 Rep: Mrs Simone Hoyle
Lot: Schotia Island GTP 107106 Owner: Schotia Island GTP 107106 Rep: Mr Wayne Bastion
Lot: Tristania GTP 107217 Owner: Tristania GTP 107217 Rep: Mr Mark Winfield
Lot: Woodsia GTP 107353 Owner: Woodsia GTP 107353 Rep: Mr Peter Hay
Lot: Zieria GTP 107434 Owner: Zieria GTP 107434 Rep: Mr Hugh Martin
Lot: 83 Owner: Mulpha Sanctuary Cove (Developments) Pty Limited Rep: Mr Mick McDonald

The following members present by Voting Paper and In Person:

Lot: 83 Owner: Mulpha Sanctuary Cove (Developments) Pty Limited Rep: Mr Mick McDonald

The following members present by Voting Paper:

Lot: Alyxia GTP 107456 Owner: Alyxia GTP 107456 Rep: Mr Stephen Anderson
Lot: Alphonitonia GTP 107509 Owner: Alphonitonia GTP 107509 Rep: Mr Stephen Anderson
Lot: Adelia GTP 107360 Owner: Adelia GTP 107360 Rep: Mr Gary Simmons
Lot: Bauhinia GTP 1701 Owner: Bauhinia GTP 1701 Rep: Mr Richard Sherman
Lot: Fuschia GTP 107432 Owner: Fuschia GTP 107432 Rep: Mr Nabil Issa
Lot: Justicia GTP 107472 Owner: Justicia GTP 107472 Rep: Mr Stephen Anderson
Lot: Plumeria GTP 2207 Owner: Plumeria GTP 2207 Rep: Mr Nicholas Eisenhut
Lot: Washingtonia GTP 1703 Owner: Washingtonia GTP 1703 Rep: Mr Anthony Ellingford
Lot: 21 Owner: Mulpha Sanctuary Cove (Developments) Pty Limited Rep: Stephen Anderson
Lot: 81 Owner: Mulpha Sanctuary Cove (Developments) Pty Limited Rep: Stephen Anderson

The following members were present by Proxy:

The following members were present by Proxy however unable to vote:

Present by Invitation:

Ms Jodie Cornish, Manager Body Corporate, SCBCS (Minute Taker)

Apologies:

- Mr Tony Ellingford
- Mr Gary Simmons
- Mr Richard Sherman
- Mr Nicholas Eisenhut
- Mr Nabil Issa
- Mr Stephen Anderson
- Mr Michael Longes
- Mr Dale St George

The following members were not financial for the meeting: **NIL**

A quorum was present.

The Meeting was recorded.

Motions

1	Body Corporate - Approval of Previous General Meeting Minutes – 8th February 2024 (Agenda Item 5.1)	ORDINARY RESOLUTION
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Proposed by: Statutory Motion	CARRIED
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<p>RESOLVED that the Minutes of the PBC Extraordinary General Meeting held on 8th February 2024 be accepted as a true and correct record of the proceedings of the meeting.</p> <p><i>NOTE: MN for Caladenia stated he voted ‘Yes’ for Motion 2 not ‘No’ as recorded.</i></p>	Yes	23
	No	3
	Abstain	2

Members Name	Yes	No	Abstain	Members Name	Yes	No	Abstain
Acacia				Fuschia			X
Adelia	X			Justicia	X		
Alpinia	X			Harpullia	X		
Alyxia	X			Livingstonia	X		
Alphitonia	X			Molinia	X		
Araucaria	X			Plumeria	X		
Ardisia				Roystonia	X		
Banksia Lakes	X			Schotia Island		X	
Bauhinia			X	Tristania	X		
Caladenia	X			Washingtonia	X		
Cassia	X			Woodsia		X	
Colvillia	X			Zieria		X	
Corymbia	X			MSCD Lot 20 (S)	X		
Darwinia	X			MSCD Lot 81 (S)	X		
Felicia	X			MSCD Lot 83 (M)	X		

2 Body Corporate - Approval of Previous General Meeting Minutes – 29th February 2024 (Agenda Item 5.2) ORDINARY RESOLUTION

Proposed by: Statutory Motion

CARRIED

THAT the Minutes of the PBC Extraordinary General Meeting held on 29th February 2024 be accepted as a true and correct record of the proceedings of the meeting.

Yes	22
No	2
Abstain	4

NOTE: MN for Schotia Island submitted Annexure A attached

Members Name	Yes	No	Abstain	Members Name	Yes	No	Abstain
Acacia				Fuschia			X
Adelia	X			Justicia	X		
Alpinia	X			Harpullia	X		
Alyxia	X			Livingstonia	X		
Alphitonia	X			Molinia	X		
Araucaria			X	Plumeria	X		
Ardisia				Roystonia	X		
Banksia Lakes	X			Schotia Island		X	
Bauhinia	X			Tristania	X		
Caladenia	X			Washingtonia	X		
Cassia	X			Woodsia			X
Colvillia	X			Zieria		X	
Corymbia	X			MSCD Lot 20 (S)	X		
Darwinia	X			MSCD Lot 81 (S)	X		
Felicia	X			MSCD Lot 83 (M)			X

3	Facilities – Expenditure for the engagement of Mass products to upgrade pit access systems for sewer pump station 15 (Agenda Item 5.3)	ORDINARY RESOLUTION
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Proposed by: PBC Chairperson

CARRIED

RESOLVED that The PBC agrees to expend \$14,430.90 Inc GST, plus a 10% contingency in the amount of \$1,443.00 Inc GST for the engagement of Mass Products for costs associated to upgrade the pit access systems for sewer pump station 15. Funds to be expensed from the Sinking Fund – Pumps – 22312.

Yes	28
No	0
Abstain	0

And further notes that in order to maintain a consistency of access lid equipment across site, only one (1) quote was obtained. The PBC approves the reduction in the required number of quotes to be obtained from two (2) to one (1).

FURTHER RESOLVED that The PBC agrees to expend \$6,996.00 INC GST, plus a 10% contingency in the amount of \$699.00 Inc GST for the engagement of Smartstone Group Pty Ltd for costs associated with the civil works. Funds to be expensed from the Sinking Fund – Pumps – 22312.

And further notes that as this contractor is listed as a preferred supplier for this type of work, only one (1) quote was obtained.

FURTHER RESOLVED that The PBC agrees to expend \$5,810.89 Inc GST plus a 10% contingency in the amount of \$581 Inc GST for the engagement of The Plant Management Company to undertake garden restoration works. Funds to be expensed from the Sinking Fund – Pumps – 22312.

And further notes that as this contractor is listed as a preferred supplier for this type of work, only one (1) quote was obtained.

NOTE: In DSTG absence, request for Shanyn’s attendance if available to answer Facilities questions.

Members Name	Yes	No	Abstain	Members Name	Yes	No	Abstain
Acacia				Fuschia	X		
Adelia	X			Justicia	X		
Alpinia	X			Harpullia	X		
Alyxia	X			Livingstonia	X		
Alphitonia	X			Molinia	X		
Araucaria	X			Plumeria	X		
Ardisia				Roystonia	X		
Banksia Lakes	X			Schotia Island	X		
Bauhinia	X			Tristania	X		
Caladenia	X			Washingtonia	X		
Cassia	X			Woodsia	X		
Colvillia	X			Zieria	X		
Corymbia	X			MSCD Lot 20 (S)	X		
Darwinia	X			MSCD Lot 81 (S)	X		
Felicia	X			MSCD Lot 83 (M)	X		

Preamble Motion 4

In most situations, two visitor parking places must be provided on a driveway, within a residential lot.

There have been instances where vehicles have been parking long-term outside of a residential lot, on the Secondary Thoroughfare roads, verges, and other areas. As a general rule, this is not permitted within residential areas of the resort. This is encapsulated to a degree within the Residential Zone Activity By-Laws and the Development Control By-Laws.

To better control the parking of vehicles within the Secondary Thoroughfares, a recommendation is that the Secondary Thoroughfare By-Laws be amended to include a bylaw that forbids or limits the parking in these areas.

It's appreciated that there are circumstances where trade and maintenance people may have to park in the Secondary Thoroughfare but there are instances where residents, or their visitors, are not complying with this requirement on an ongoing basis.

4 Amendment to the Secondary Thoroughfare By-Laws to control parking (Agenda Item 5.4)

SPECIAL RESOLUTION

Proposed by: PBC Chairperson

MOTION INVALID

RESOLVED that the following amendment be made to the Secondary Thoroughfare By-Laws -
Unless approved otherwise by the Principal Body Corporate, a person must not, and must not permit any invitee to –

Yes	
No	
Abstain	

- 1. park a vehicle or allow a vehicle to stand on any part of the Secondary Thoroughfare unless that part of the Secondary Thoroughfare has been clearly delineated as a car park; and*
- 2. where a car park is delineated in a Secondary Thoroughfare, park a vehicle for more than four hours.*

NOTE: Motion invalid due to a suggested amendment to remove ‘more than 4 hours’ and replace with ‘overnight 6pm to 6am’.
Amendments cannot be made during a PBC EGM as RBC’s have directed voting on original motion prior to the meeting.

Members Name	Yes	No	Abstain	Members Name	Yes	No	Abstain
Acacia				Fuschia			
Adelia				Justicia			
Alpinia				Harpullia			
Alyxia				Livingstonia			
Alphitonia				Molinia			
Araucaria				Plumeria			
Ardisia				Roystonia			
Banksia Lakes				Schotia Island			
Bauhinia				Tristania			
Caladenia				Washingtonia			
Cassia				Woodsia			
Colvillia				Zieria			
Corymbia				MSCD Lot 20 (S)			
Darwinia				MSCD Lot 81 (S)			
Felicia				MSCD Lot 83 (M)			

Preamble Motion 5

At the February EGM the motion that sought approval for the Mulpha boat show organisers to run bus transfers through the residential areas was withdrawn because some members argued that there was insufficient information for the members to make an informed decision.

The PBC Chair met with the organisers to obtain responses to community concerns and questions.

The boat show is a significant annual event that continues to increase in popularity. The secondary benefit to the residents is the attention the event draws to SC as a unique resort environment to live in and experience. This must be weighed up against the inconvenience to, and peace and quiet of, residents during the 4-day event.

With the ongoing diminishment of land within the resort for boat show parking, the organisers are needing to find alternative car parking locations. All public carparking (about 2500 cars) is now offsite on theme park and council land with coach transfers to the event. Additional parking for about 1500 vehicles is required for support staff. Exhibitors are parking at the Rec Club and adjacent land and Cypress Point (700 to 800). Parking for hotel and village retail staff vehicles (about 400) is to be accommodated on Mulpha's Sickle Ave site. The organisers are requesting PBC approval to transfer people from this carpark to the village via the residential areas, using 20-seat buses.

The organisers have advised and acknowledged the following -

- No general public or exhibitors will be permitted to use the Sickle Ave carpark or the shuttle buses through the residential areas. Boat show security personnel will supervise this requirement and the bus drivers will also be instructed to monitor as well.
- Hotel and Village retail staff start, and finish times are staggered through each day. The buses would run between 7am and 5.30pm daily with a peak period from 8am to 10am. The buses are anticipated to be on 20-to-30-minute cycles depending on demand. Three buses would be used during the peak periods and two during the intervening period.
- The buses could run outside the resort, along Sickle Ave and Hope Island Road but the concern is for potential delays due to traffic congestion into the main entry of the resort.
- To mitigate disturbance and inconvenience the organisers have agreed to change the proposed route through the Village Gate to access via the security roundhouse gate. The route taken would be along the Parkway to the Schotia Island Bridge roundabout then a right along Edgecliff Drive to the Sickle Ave gate. The buses would use the visitors' lane at the gates so as not to delay residents' access.
- The drivers will not let passengers off or on the buses along the prescribed route.
- The PBC's approval is for this year's event only. The intention is to seek PBC approval each year well in advance of the event. Sufficient information and consultation will be provided for the PBC to make an informed decision.
- Free entry tickets to the event will be provided to residential owners again this year.

The organisers have provided an information summary for inclusion in the EGM meeting booklet.

5 Approval for shuttle buses through residential zone during Boat Show (Agenda Item 5.5)

POLL VOTE BY CASSIA

Proposed by: PBC Chairperson

MOTION INVALID

RESOLVED that the PBC EGM approves and accepts shuttle buses to transit through the residential zone during the 2024 Sanctuary Cove International Boat Show. The shuttle will commence from an event car park located off Sickle Avenue into the cove to cater for Village tenants and hotel staff and potentially other additional stakeholder groups as required.

Yes	
No	
Abstain	

NOTE: Motion invalid due to a suggested removal of ‘and potentially other additional stakeholder groups as required’.

Amendments cannot be made during a PBC EGM as RBC’s have directed voting on original motion prior to the meeting.

Members Name	Yes	No	Abstain	Members Name	Yes	No	Abstain
Acacia				Fuschia			
Adelia				Justicia			
Alpinia				Harpullia			
Alyxia				Livingstonia			
Alphitonia				Molinia			
Araucaria				Plumeria			
Ardisia				Roystonia			
Banksia Lakes				Schotia Island			
Bauhinia				Tristania			
Caladenia				Washingtonia			
Cassia				Woodsia			
Colvillia				Zieria			
Corymbia				MSCD Lot 20 (S)			
Darwinia				MSCD Lot 81 (S)			
Felicia				MSCD Lot 83 (M)			

Preamble Motion 6

29 June 2023, the Sanctuary Cove Principal Body Corporate (PBC) executive committee (EC) members received a communication from MBA lawyers, under instruction from the Primary Thoroughfare Body Corporate (PTBC), to enter a Deed of Agreement to amend Section 56 of the Sanctuary Cove Resort Act 1985 (Qld) (SCRA). The fee for legal service from MBA Lawyers was paid by Mulpha Sanctuary Cove Developments (MSCD).

The PTBC proposed the following at p10:

- (a) The PTBC and PBC enter the enclosed Deed of Agreement.*
- (b) The parties work together to obtain any necessary expert opinion or advice in relation to the town planning effects an amended Section 56 would have.*

Rather than provide a written reply, the PBC Chairperson entered into a verbal agreement with MSCD and Sanctuary Cove Golf and Country Club Holdings (SCGCCH) representatives to confer on s56 and other associated matters with the ultimate intent of obtaining independent legal advice on amendments to the SCRA encompassing all possible outcomes. Mulpha's interest in continuing this process appears to have ceased.

No further communication from the PTBC or MSCD was received until February 2024 when Mr Barry Teeling, Mulpha's Development Manager Qld, wrote to the PBC with a repeated request to execute the same Deed of Agreement. The implication was the amendment would benefit the PBC and PTBC, with a particular emphasis on the preservation of the rights and entitlements of the owners within the Residential Zones.

The PBC EC members do not share Mr Teeling's opinion and consider the amendment may have the potential to undermine the original intention of the SCRA, adversely impact the rights and entitlements of the residential zone lot owners and increase the likelihood of a government approval for the development of lots 52 and 54, and similar future developments.

There is an important requirement for the PBC to seek the independent advice of an expert lawyer who is experienced in the SCRA and statutory planning legislation.

In Correspondence for Information, you will notice:

1. June 2023 letter and draft deed from MBA Lawyers.
2. February 2024 Mulpha letter from Mr Barry Teeling
3. February 2024 PBC response letter to Mr Barry Teeling
4. Briefing note to solicitors
5. Quotes from three solicitors

After assessing the quotes and the particular experience of the responsible person and their response to items 1 to 4 above, the PBC EC members are recommending that legal advice is sought from Mr Ian Hazzard, Partner, McCullough Robertson Lawyers.

Mr Hazzard has assisted the Qld Govt in the past to review and draft legislation including the Sanctuary Cove Resort Act 1985 (Qld), Land Sales Act 1984 (Qld), Integrated Resort Development Act 1987 (Qld), and the body Corporate Community Management Act 1997 (Qld).

Despite, his higher charge compared to less experienced legal counsel, Mr Hazzard is the most experienced and a recognised expert with hands-on involvement. A higher hourly charge from an experienced specialist can result in greater efficiency, and most importantly, better outcomes.

6 Approval of Legal Expenses: Amendment to Section 56 Sanctuary Cove Resort Act 1985 (Qld) (SCRA) and PTBC Lot Entitlement Amendments (Agenda Item 5.6) ORDINARY RESOLUTION

Proposed by: PBC Chairperson

CARRIED

RESOLVED that approval be given to engage the services of Mr Ian Hazzard LLB (Hons), McCullough Robertson Lawyers, to advise on the potential effects on the PBC residential owners of the proposed amendment to the SCRA Section 56 and the proposed PTBC Lot Entitlement disbursements for the development of dwellings, for an upper limit fee of \$10,000 with an option of a further \$10,000, subject to PBC’s approval.

Yes	22
No	1
Abstain	5

Members Name	Yes	No	Abstain	Members Name	Yes	No	Abstain
Acacia				Fuschia	X		
Adelia	X			Justicia			X
Alpinia	X			Harpullia	X		
Alyxia			X	Livingstonia	X		
Alphitonia			X	Molinia	X		
Araucaria	X			Plumeria	X		
Ardisia				Roystonia	X		
Banksia Lakes	X			Schotia Island	X		
Bauhinia	X			Tristania	X		
Caladenia	X			Washingtonia	X		
Cassia	X			Woodsia	X		
Colvillia	X			Zieria	X		
Corymbia	X			MSCD Lot 20 (S)			X
Darwinia	X			MSCD Lot 81 (S)			X
Felicia	X			MSCD Lot 83 (M)		X	

6. Correspondence for Information

- MN for Zieria submitted **Annexure B** attached referring to the Chairpersons letter dated 6th March 2024

Correspondence for Action

- MN for Zieria stated the installation for sitewide irrigation should be factored into the budget for 2024/2025. He mentioned he was required to install irrigation to maintain the turf on the nature strip adjacent to his home before receiving his bond back from Body Corporate Services.
- The Chair requested he submit all the correspondence relating to this issue for further investigation.

7. Business Arising

- MN for Harpullia requested a copy of the Preferred Suppliers List and queried when it was last reviewed.
- Discussion for PBC MN to have access to records without fee, the Chair raised some concerns from BCS where the requests could get out of control and become time consuming. Request access for PBC to have all information on the portal, including PTBC agenda and minutes.
- Remove 7.2 Village update MSCD and replace with Town Hall meeting MSCD. Require more communication from MSCD regarding work and future developments.
- Request a copy of Town Hall presentation from MSCD.
- Request for update from DSTG on water leak situation and what is being done.
- In response to the concerns raised in the circular distributed to residents on 06/03/2024, the Chairperson indicated that action was being taken to remediate the situation. The appointment of 2 PBC nominee directors to the SCCSL board will ensure representation and advocacy for residents. As some board level discussions are suppressed by a confidentiality agreement not all discussions can be disclosed.
- Breach of Code of Conduct discussed, plans for Independent Governance Review for steps forward.
- RBCS discussed a motion for next meeting to cease sourcing new RBCs for RBCS until further information is sourced.

7.1 PBC Motions – April 2024:

- Approval for legal costs for compliance enforcement Lot 37 & Lot 41
- STBL amendment
- Shuttle buses for Boat Show amendment
- PBC MN request without fee for electronically accessed documents
- Independent Governance Review
- RBCS cease sourcing new RBCs until further notice

7.2 Town Hall Meeting MSCD 08/05/024

7.3 Next meeting to be held Wednesday 24 April 2024 @ 11:00 due to Thursday being Public Holiday - Anzac Day.

MEETING CLOSED @ 12:53pm

Chairperson:

Incomplete and deficient minutes of PBC EGM meetings

Over the last few meetings little to no comments, opinions or questions raised by MN's made during these meetings have been recorded in minutes of that meeting.

In my opinion this makes the minutes deficient and inaccurate. This is particularly concerning in respect to those contentious motions where there has been pertinent questions, comments and rigorous discussions made questioning the assertions or facts made in respect to that motion. As it appears now as evident in the recent meeting minutes only the preamble or proposers comments are included. This clearly does not provide full transparency to the readers of the minutes on the issues or concerns raised by MN's during any debate on that issue.

Given the appearance of statements made by the Chairman in the recent meeting minutes and included as "Annexures" I can only assume now that the only accepted way to have opinions minuted is to provide a written " paper" and requested it be included in said minutes! In my view this defeats the object of having open and transparent discussions on important and critical issues recorded and included for all to see and consider .

ANNEXURE B

To PBC Chair and Members.

Date PBC Meeting of 28th March, 2024.

Re: Letter to Residents.

I refer to the Chair's letter of 6th March, 2024 to residents on the subject of the SCCSL newsletter.

Apart from the numerous breaches of agreements and the lack of resident representation highlighted in the letter, it is obvious that the PBC and hence residents have been unsighted on matters of importance and risk. Matters which should have been discussed and voted on by the PBC.

However, it is also clear that certain parties were aware of the actions taken and did not disclose them to the PBC.

This nondisclosure is a breach of the Code of Conduct which requires that "members should act honestly, in good faith and in the best interests of residents".

As the PBC directors of SCCSL have all the relevant information on this matter, I request that they initiate the necessary action against the parties that failed to make such disclosure to the PBC.

A failure to act on this matter will set a dangerous precedent and render the Code of Conduct worthless.

Hugh Martin

Members Nominee for Zieria RBC.