



MINUTES OF EXTRAORDINARY GENERAL MEETING for Sanctuary Cove Primary Thoroughfare Body Corporate GTP 201

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

Date and time of meeting: Thursday 24 April 2025 at 12:30 PM

Meeting time: **12:41pm – 1:00pm**

Chairperson: Mulpha Sanctuary Cove Marine Village Pty Ltd

ATTENDANCE

The following members were Present in Person at the meeting:

Lot 6	Mulpha Sanctuary Cove (Developments) Pty Ltd	Mr Stephen Anderson
Lot 10-02100022	Mulpha Sanctuary Cove Marina Pty Ltd	Mr Stephen Anderson
Lot 24	Mulpha Sanctuary Cove (Developments) Pty Limited	Mr Stephen Anderson
Lot 31	Mulpha Sanctuary Cove Marine Village Pty Ltd	Mr Stephen Anderson
Lot 32	Mulpha Sanctuary Cove Marine Village Pty Ltd	Mr Stephen Anderson
Lot 34	Mulpha Sanctuary Cove Marina Pty Ltd	Mr Stephen Anderson
Lot 38	Mulpha Sanctuary Cove Marine Village Pty Ltd	Mr Stephen Anderson
Lot 40	Mulpha Sanctuary Cove Hotel Investments Pty Limited	Mr Stephen Anderson
Lot 1	Sanctuary Cove Golf & Country Club Holdings Limited (via Teams)	Mr Paul Sanders (via Teams)
Lot 16	Sanctuary Cove Golf & Country Club Holdings Limited (via Teams)	Mr Paul Sanders
Lot 20	Sanctuary Cove Golf & Country Club Holdings Limited (via Teams)	Mr Paul Sanders
Lot 51	Sanctuary Cove Golf & Country Club Holdings Limited (via Teams)	Mr Paul Sanders
Lot 52-02100019	Sanctuary Cove Golf & Country Club Holdings Limited (via Teams)	Mr Paul Sanders
Lot 52-02100026	Sanctuary Cove Golf & Country Club Holdings Limited (via Teams)	Mr Paul Sanders
Lot 53	Sanctuary Cove Golf & Country Club Holdings Limited (via Teams)	Mr Paul Sanders (via Teams)
Lot 54	Sanctuary Cove Golf & Country Club Holdings Limited (via Teams)	Mr Paul Sanders (via Teams)
Lot 278	Body Corporate for Sanctuary Cove Principal Body Corporate	Mr Stuart Shakespeare

The following members present by Voting Paper and In Person:

Lots 1,16,20,51,52,52,53,54 Sanctuary Cove Golf and Country Club Mr Paul Sanders

The following members present by Voting Paper:

The following members were present by Proxy:

Lot 10-02100015 Mulpha Sanctuary Cove (Developments) Pty Limited Barry Teeling to Stephen Anderson

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

Present by Invitation:

Mrs Cassie McAuliffe – General Manager (CM)

Mrs Jodie Syrett – Manager of Body Corporate (JS minute taker)

Apologies:

Mr Barry Teeling

RECC representative

The following members were not financial for the meeting:

A Quorum was present

Nil Conflict of Interest

The Meeting was recorded.

Motions

1	Approval of Previous General Meeting Minutes held on 27th February 2025 (Agenda Item 5.1)	ORDINARY RESOLUTION
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Statutory Motion Submitted by Committee

CARRIED

RESOLVED that the Minutes of the PTBC Extraordinary General Meeting held on 27th February 2025 be accepted as a true and correct record of the proceedings of the meeting.

Yes	19
No	0
Abstain	0

Members Name	Yes	No	Abstain	Members Name	Yes	No	Abstain
Lot 1 SCGCC (PS)	X			Lot 34 MSCD Marina (SA)	X		
Lot 6 MSCD Invmts (SA)	X			Lot 38 MSCD Village (SA)	X		
Lot 10 MSCD Dvlpts (BT)	X			Lot 40 MSCD Hotel (SA)	X		
Lot 10 MSCD Marina (SA)	X			Lot 51 SCGCC (PS)	X		
Lot 16 SCGCC (PS)	X			Lot 52 SCGCC (PS)	X		
Lot 20 SCGCC (PS)	X			Lot 52 SCGCC (PS)	X		
Lot 22 RECC				Lot 53 SCGCC (PS)	X		
Lot 24 MSCD Dvlpmnts (SA)	X			Lot 54 SCGCC (PS)	X		
Lot 31 MSCD Village (SA)	X			Lot 58 MSCD Dvlpts (BT)	X		
Lot 32 MSCD Village (SA)	X			Lot 278 PBC (SS)	X		

2	Authorisation of further legal expenditure for dispute with Hydrovision (Agenda Item 5.2)	ORDINARY RESOLUTION
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Submitted by Committee

CARRIED

RESOLVED that the PTBC retrospectively authorises further legal expenditure in the amount of \$3,000 (ex GST) for the costs of Colin Biggers & Paisley providing ongoing advice and assistance to the PTBC with respect to its dispute with Hydrovision.

Yes	19
No	0
Abstain	0

With the assistance of Colin Biggers & Paisely (CBP), the PTBC and PBC have exchanged without prejudice settlement offers with Hydrovision in an attempt to bring about a resolution to the current dispute. These further costs are to cover some of those past and ongoing settlement discussions as well as the anticipated costs of CBP drafting and negotiating an appropriate Deed of Settlement and Release should the parties be able to reach an agreement. Note: a total of \$10,000 is estimated for this stage of work with 70% to be paid by the PBC.

Members Name	Yes	No	Abstain	Members Name	Yes	No	Abstain
Lot 1 SCGCC (PS)	X			Lot 34 MSCD Marina (SA)	X		
Lot 6 MSCD Invmts (SA)	X			Lot 38 MSCD Village (SA)	X		
Lot 10 MSCD Dvlpts (BT)	X			Lot 40 MSCD Hotel (SA)	X		
Lot 10 MSCD Marina (SA)	X			Lot 51 SCGCC (PS)	X		
Lot 16 SCGCC (PS)	X			Lot 52 SCGCC (PS)	X		
Lot 20 SCGCC (PS)	X			Lot 52 SCGCC (PS)	X		
Lot 22 RECC				Lot 53 SCGCC (PS)	X		
Lot 24 MSCD Dvlpmnts (SA)	X			Lot 54 SCGCC (PS)	X		
Lot 31 MSCD Village (SA)	X			Lot 58 MSCD Dvlpts (BT)	X		
Lot 32 MSCD Village (SA)	X			Lot 278 PBC (SS)	X		

Submitted by Committee

CARRIED

RESOLVED that the PTBC authorises entry into the Deed of Settlement and Release to settle the dispute with Hydro Vision Pty Ltd, generally on the terms set out in the document circulated with the agenda. And that any two Executive Committee members are authorised to sign the Deed of Settlement and Release.

Yes	19
No	0
Abstain	0

Background

On 8 September 2022, the Sanctuary Cove Principal Body Corporate (PBC) and the Sanctuary Primary Thoroughfare Body Corporate (PTBC) entered into a fixed price contract with Hydro Vision Pty Ltd (HV) for the performance of certain work relating to the supply of A Class Water to the Resort (Stage 1). The value of that contract was significant, being \$5,352,758.26.

The work achieved practical completion on 22 November 2023.

On 4 March 2023, after the contract was at end and without notice to the PBC and the PTBC, HV issued an invoice in the amount of \$240,000 (plus GST) which they said was for “out-of-scope” tank sub-base work necessary to ensure the suitability of the ground to support the water tanks.

At an EGM held on 27 June 2024, the PBC and PTBC agreed to the engagement of a lawyer to advise on the potential liability for the additional invoice and the settlement offer made by HV. The advice from Colin Biggers & Paisley Lawyers (CBP) was that it was unlikely HV’s claim would be successful, but it was not impossible. Since that time, CBP has been working closely with the Chairpersons of the PBC and PTBC, Shanyn Fox and Brogan Watling exchanging correspondence with HV in an attempt to bring this matter to a resolution.

Next steps

Although the Chairpersons of the PBC and PTBC are confident with their position in this dispute, the reality is that there is no certainty in litigation. They hold significant concerns around a protracted and expensive court proceeding and the impact it may have on the progress of the A Class Water project and the levies required to meet the legal expenses that will be incurred.

After spending considerable time weighing up what path would be in the best interests of its members, the Chairperson of the PBC (with the support of the Executive Committee) now seeks your support to reach a commercial settlement with HV by way of a Deed of Settlement and Release.

The Chairperson of the PBC will be seeking the same from its members.

A copy of the proposed Deed of Settlement and Release has been circulated with the agenda. A summary of its key terms include:

- PBC and PTBC to pay HV \$153,437.34 (the PBC’s contribution to be 70%, \$107,406.14)
 - This amount consists of:
 - \$75,000 towards the additional invoice of HV (\$240,000 plus GST); and
 - \$78,437.34 of retention monies (out of \$120,591.09) that the PBC and PTBC have held under the contract and not yet returned to HV.
- The PBC and PTBC will retain \$20,000 of retention monies for addressing two significant defects.
- The PBC and PTBC will retain \$22,153.75 of retention monies to take into account money it already paid to HV as a deposit for Stage 2 of the A Class Water project. The PBC and PTBC are already in negotiations with an alternate contractor to complete Stage 2.
- The PBC and PTBC will only attend to payment to HV once it receives the pumps and equipment that are being held by HV and delivery of design documentation and warranties from HV for the Stage 1 contract.

There is no intention to raise a special levy to meet the costs of paying HV the settlement sum. There is money set aside for this project that can be used for this amount. At this stage, the money set aside for this project is also intended to meet the costs of engaging a different contractor to perform the Stage 2 work in place of HV. However, a scope of work has not yet been provided to the contractor and a quote obtained, so the Executive Committee will keep you updated on these anticipated costs.

The Executive Committee recommends that you vote in favour of this motion.

Members Name	Yes	No	Abstain	Members Name	Yes	No	Abstain
Lot 1 SCGCC (PS)	X			Lot 34 MSCD Marina (SA)	X		
Lot 6 MSCD Invmts (SA)	X			Lot 38 MSCD Village (SA)	X		
Lot 10 MSCD Dvlpts (BT)	X			Lot 40 MSCD Hotel (SA)	X		
Lot 10 MSCD Marina (SA)	X			Lot 51 SCGCC (PS)	X		
Lot 16 SCGCC (PS)	X			Lot 52 SCGCC (PS)	X		
Lot 20 SCGCC (PS)	X			Lot 52 SCGCC (PS)	X		
Lot 22 RECC				Lot 53 SCGCC (PS)	X		
Lot 24 MSCD Dvlpmnts (SA)	X			Lot 54 SCGCC (PS)	X		
Lot 31 MSCD Village (SA)	X			Lot 58 MSCD Dvlpts (BT)	X		
Lot 32 MSCD Village (SA)	X			Lot 278 PBC (SS)	X		

4 Energex Switchboard Relocation (Agenda Item 5.3)

**ORDINARY
RESOLUTION**

Submitted by Committee

CARRIED

RESOLVED that the PTBC EGM approves the expenditure of \$24,492.85 (including GST) for TEW to relocate the electrical switchboard at the Bunker Pump Station. The costs associated with this work will be allocated from GL Code – Sinking Fund 222601 - Irrigation Control, with funding to be as follows:

- \$11,172.98 (incl. GST) – To be allocated from the existing project contingency
- \$13,319.87 (incl. GST) – Approval of additional funds required

It is further **RESOLVED** that:

The total expenditure is to be apportioned between the PBC and PTBC, as follows:

- PBC: 70% (\$57,149.97 incl. GST)
- PTBC: 30% (\$24,492.85 incl. GST)

And that the PTBC EGM approves a reduction in the required number of quotes from three (3) to one (1), on the basis that the nominated contractor is already engaged to complete the associated Energex works, and it is both practical and commercially appropriate to proceed with the same contractor for continuity and efficiency of delivery.

Yes	19
No	0
Abstain	0

Members Name	Yes	No	Abstain	Members Name	Yes	No	Abstain
Lot 1 SCGCC (PS)	X			Lot 34 MSCD Marina (SA)	X		
Lot 6 MSCD Invmts (SA)	X			Lot 38 MSCD Village (SA)	X		
Lot 10 MSCD Dvlpts (BT)	X			Lot 40 MSCD Hotel (SA)	X		
Lot 10 MSCD Marina (SA)	X			Lot 51 SCGCC (PS)	X		
Lot 16 SCGCC (PS)	X			Lot 52 SCGCC (PS)	X		
Lot 20 SCGCC (PS)	X			Lot 52 SCGCC (PS)	X		
Lot 22 RECC				Lot 53 SCGCC (PS)	X		
Lot 24 MSCD Dvlpmnts (SA)	X			Lot 54 SCGCC (PS)	X		
Lot 31 MSCD Village (SA)	X			Lot 58 MSCD Dvlpts (BT)	X		
Lot 32 MSCD Village (SA)	X			Lot 278 PBC (SS)	X		

Submitted by Committee

CARRIED

RESOLVED that the PTBC approves a total amount of \$125,147.00 (Inc GST) for the assessment of the lakes within the Sanctuary Cove Golf Course to enhance water management and address erosion within the Golf Course and Resort's lake system.

Yes	19
No	0
Abstain	0

The costs are allocated to the following companies:

- Engeny: \$52,987.00 (inc. GST)
- Woolpert: \$27,060.00 (inc. GST)
- Sandmap: \$45,100.00 (inc. GST)

The PTBC approved this project with several key points driving the decision:

- Investigate the feasibility of capturing stormwater runoff from the residential community and redirecting it for use in the irrigation system.
- To effectively assess the feasibility of stormwater harvesting for irrigation, it was essential to evaluate the storage capacity of the Pines Lakes. This required a comprehensive survey of the lakes to determine their ability to retain stormwater for later use. Additionally, the survey aimed to identify existing discharge points from the residential community into the Pines Lakes system to understand the inflow dynamics and potential for optimising water management.
- It was also determined that an investigation into the current flood storage capacity of the Pines Lakes was necessary, as the lake system plays a critical role in flood mitigation at Sanctuary Cove. Originally designed as an overflow path for flooding from the Coomera River, the system was intended to provide significant flood storage capacity. However, since its construction, no formal assessment had been conducted to evaluate its effectiveness. The PTBC expressed concerns that the system may have degraded over time, potentially reducing its ability to manage floodwaters. This issue was a key focus of discussions.

NOTE: The Chair has clarified that this does not constitute additional expenditure but is simply to ratify a motion that was passed at a previous PTBC EC meeting.

Members Name	Yes	No	Abstain	Members Name	Yes	No	Abstain
Lot 1 SCGCC (PS)	X			Lot 34 MSCD Marina (SA)	X		
Lot 6 MSCD Invmts (SA)	X			Lot 38 MSCD Village (SA)	X		
Lot 10 MSCD Dvlpts (BT)	X			Lot 40 MSCD Hotel (SA)	X		
Lot 10 MSCD Marina (SA)	X			Lot 51 SCGCC (PS)	X		
Lot 16 SCGCC (PS)	X			Lot 52 SCGCC (PS)	X		
Lot 20 SCGCC (PS)	X			Lot 52 SCGCC (PS)	X		
Lot 22 RECC				Lot 53 SCGCC (PS)	X		
Lot 24 MSCD Dvlpmnts (SA)	X			Lot 54 SCGCC (PS)	X		
Lot 31 MSCD Village (SA)	X			Lot 58 MSCD Dvlpts (BT)	X		
Lot 32 MSCD Village (SA)	X			Lot 278 PBC (SS)	X		

6	The Completion of remaining tree-related tasks across PTBC (Agenda Item 5.6)	ORDINARY RESOLUTION
Submitted by Committee		CARRIED

RESOLVED that the PTBC EGM authorises the expenditure of \$21,054.00 (incl. GST) for the engagement of Kings Landscaping to undertake the proposed works as outlined, with funds to be allocated from the Administration fund - GL Code 12422

Yes	19
No	0
Abstain	0

NOTE: Cassie to touch base with Paul Sanders (Golf Club) regarding their tree procedure.

Members Name	Yes	No	Abstain	Members Name	Yes	No	Abstain
Lot 1 SCGCC (PS)	X			Lot 34 MSCD Marina (SA)	X		
Lot 6 MSCD Invmts (SA)	X			Lot 38 MSCD Village (SA)	X		
Lot 10 MSCD Dvlpts (BT)	X			Lot 40 MSCD Hotel (SA)	X		
Lot 10 MSCD Marina (SA)	X			Lot 51 SCGCC (PS)	X		
Lot 16 SCGCC (PS)	X			Lot 52 SCGCC (PS)	X		
Lot 20 SCGCC (PS)	X			Lot 52 SCGCC (PS)	X		
Lot 22 RECC				Lot 53 SCGCC (PS)	X		
Lot 24 MSCD Dvlpmnts (SA)	X			Lot 54 SCGCC (PS)	X		
Lot 31 MSCD Village (SA)	X			Lot 58 MSCD Dvlpts (BT)	X		
Lot 32 MSCD Village (SA)	X			Lot 278 PBC (SS)	X		

There being no further business the chairperson declared the meeting closed.

MEETING CLOSED at 1:00 PM

Chairperson: Mr Stephen Anderson X.....