



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

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 26 June 2025 at 9:00 AM

Meeting time: 09:00am – 12:19pm

Chairperson: Mr Stuart Shakespeare

ATTENDANCE

The following members were Present in Person at the meeting:

Lot 1702	Cassia GTP 1702	Mr Peter Cohen
Lot 1703	Washingtonia GTP 1703	Mr David Francis
Lot 1712	Livingstonia GTP 1712	Mr Brian Earp
Lot 1769	Roystonia GTP 1769	Mrs Cheryl McBride
Lot 1790	Araucaria GTP 1790	Mrs Maxine Monroe
Lot 2207	Plumeria GTP 2207	Mr Nick Eisenhut
Lot 2504	Colvillia GTP 2504	Mr Robert Nolan
Lot 107045	Harpullia GTP 107045	Mr Paul Kernaghan
Lot 107106	Schotia Island GTP 107106	Mr Lee Uebergang
Lot 107128	Felicia GTP 107128	Mr Stuart Shakespeare (Dep @ 11:55am)
Lot 107209	Alpinia GTP 107209	Mrs Dianne Taylor
Lot 107278	Banksia Lakes GTP 107278	Mrs Andrea Luyckx
Lot 107353	Woodsia GTP 107353	Mr Peter Hay
Lot 107434	Zieria GTP 107434	Mr Hugh Martin
Lot 107406	Corymbia GTP 107406	Ms Suzi Ledger
Lot 107488	Darwinia GTP 107488	Mr Tony Curtis

The following members present by Voting Paper and In Person:

Lot 1702	Cassia GTP 1702	Owner present (pre-voted)
Lot 2207	Plumeria GTP 2207	Owner present (pre-voted)
Lot 107406	Corymbia GTP 107406	Owner present (pre-voted)
Lot 107488	Darwinia GTP 107488	Owner present (pre-voted)

The following members present by Voting Paper:

Lot 21	Mulpha Sanctuary Cove (Developments) Pty Limited	Electronic vote
Lot 81	Mulpha Sanctuary Cove (Developments) Pty Ltd	Electronic vote
Lot 83	Mulpha Sanctuary Cove (Developments) Pty Limited	Electronic vote
Lot 1701	Bauhinia GTP 1701	Electronic vote
Lot 107509	Alphitonia GTP 107509	Electronic vote
Lot 107399	Caladenia GTP 107399	Paper vote
Lot 107442	Molinia GTP 107442	Electronic vote
Lot 107456	Alyxia GTP 107456	Electronic vote

The following members were present by Proxy:

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 (Minute Taker JS)

Ms Shanyn Fox – Facilities Manager (SF)

Mrs Brogan Watling – In-House Counsel (BW)

Apologies:

Mr Michael Longes

Mr Neill Ford

Mr Stephen Anderson

Mr Mick McDonald

Mr Peter Hawley

Mr Tony McGinty

Mr Nabil Issa

Mr Peter Game

Mr Mark Winfield

The following members were not financial for the meeting:

A Quorum was present

Nil Conflict of Interest

The Meeting was recorded.

The Chairperson Stuart (SS) welcomed new Members Nominees Lee Uebergang from Schotia Island and Anthony Curtis from Darwinia to their first PBC EGM meeting.

Motions

1	Approval of Previous General Meeting Minutes - 29th May 2025 (Agenda Item 6.1)	Ordinary Resolution
----------	---	----------------------------

Statutory Motion Submitted by Chairperson

CARRIED

RESOLVED that the Minutes of the PBC Extraordinary General Meeting held on 29th May 2025 be accepted as a true and correct record of the proceedings of the meeting.

Yes	16
No	0
Abstain	8

Members Name	Yes	No	Abstain	Members Name	Yes	No	Abstain
Acacia				Fuschia			
Adelia				Harpullia	X		
Alphitonia			X	Justicia			
Alpinia	X			Livingstonia	X		
Alyxia	X			Molinia			X
Araucaria	X			Plumeria			X
Ardisia				Roystonia	X		
Banksia Lakes	X			Schotia Island			X
Bauhinia	X			Tristania			
Caladenia	X			Washingtonia	X		
Cassia	X			Woodsia			X
Colvillia	X			Zieria	X		
Corymbia	X			MSCD Lot 21 (SA)			X
Darwinia	X			MSCD Lot 81 (SA)			X
Felicia	X			MSCD Lot 83 (MM)			X

2 Approval of expenditure for the engagement of Wavetime Construction (Agenda Item 6.2)

Ordinary Resolution

Submitted by Chairperson

CARRIED

RESOLVED that the PBC EGM authorises the expenditure of \$5,610.00 (including GST) for the engagement of Wavetime Construction to undertake the proposed works as outlined, with funds to be allocated from the Sinking Fund - GL Code 22280.

Yes	23
No	0
Abstain	1

Members Name	Yes	No	Abstain	Members Name	Yes	No	Abstain
Acacia				Fuschia			
Adelia				Harpullia	X		
Alphitonia	X			Justicia			
Alpinia	X			Livingstonia	X		
Alyxia	X			Molinia	X		
Araucaria	X			Plumeria	X		
Ardisia				Roystonia	X		
Banksia Lakes	X			Schotia Island	X		
Bauhinia	X			Tristania			
Caladenia	X			Washingtonia	X		
Cassia	X			Woodsia	X		
Colvillia	X			Zieria	X		
Corymbia	X			MSCD Lot 21 (SA)	X		
Darwinia			X	MSCD Lot 81 (SA)	X		
Felicia	X			MSCD Lot 83 (MM)	X		

3	Approval of expenditure for the engagement of Oska Consulting Group (Agenda Item 6.3)	Ordinary Resolution
----------	--	----------------------------

Submitted by Chairperson

WITHDRAWN

RESOLVED that the PBC EGM authorises the expenditure of \$25,080.00 (including GST) for the engagement of Oska Consulting Group to undertake the proposed works as outlined, with funds to be allocated from the Administration fund – GL Code 12225.

Yes	0
No	0
Abstain	0

Furthermore, **RESOLVED** that the PBC EGM approves a reduction in the required number of quotes from two (2) to one (1), on the basis that the selected consultant is a preferred provider for development handover services.

NOTE: Withdrawn

ACTION: Facilities Manager to liaise with Mulpha regarding cost. If rejected, FM will source a comparable quote.

Members Name	Yes	No	Abstain	Members Name	Yes	No	Abstain
Acacia				Fuschia			
Adelia				Harpullia			
Alphitonia				Justicia			
Alpinia				Livingstonia			
Alyxia				Molinia			
Araucaria				Plumeria			
Ardisia				Roystonia			
Banksia Lakes				Schotia Island			
Bauhinia				Tristania			
Caladenia				Washingtonia			
Cassia				Woodsia			
Colvillia				Zieria			
Corymbia				MSCD Lot 21 (SA)			
Darwinia				MSCD Lot 81 (SA)			
Felicia				MSCD Lot 83 (MM)			

4	Approval to pay Colin Biggers & Paisley Lawyers invoice (Agenda Item 6.4)	Ordinary Resolution
----------	--	----------------------------

Submitted by Chairperson

CARRIED

RESOLVED that approval is given by the PBC EGM to pay the outstanding amount on the invoice from Colin Biggers & Paisley Lawyers of \$1,235.50 (including GST) for the work completed on the Hydrovision dispute.

Yes	23
No	0
Abstain	1

Members Name	Yes	No	Abstain	Members Name	Yes	No	Abstain
Acacia				Fuschia			
Adelia				Harpullia	X		
Alphitonia	X			Justicia			
Alpinia	X			Livingstonia	X		
Alyxia	X			Molinia	X		
Araucaria	X			Plumeria	X		
Ardisia				Roystonia	X		
Banksia Lakes	X			Schotia Island	X		
Bauhinia	X			Tristania			
Caladenia	X			Washingtonia	X		
Cassia	X			Woodsia	X		
Colvillia	X			Zieria	X		
Corymbia	X			MSCD Lot 21 (SA)	X		
Darwinia			X	MSCD Lot 81 (SA)	X		
Felicia	X			MSCD Lot 83 (MM)	X		

5	Approval to pay Resilium invoice for changes to Infrastructure Insurance Policy (Agenda Item 6.5)	Ordinary Resolution
----------	--	----------------------------

Submitted by Chairperson

CARRIED

RESOLVED that the PBC accepts the changes to the PBC/PTBC Infrastructure Insurance Policy (Residential Strata), including the addition of the following items to the property section, bringing the total sum insured to \$140,311,265 for the period 22/05/2025 to 31/12/2025:

1. Bunker Pumps – 1348kg
2. Bunker Pumps – 1191kg
3. Cassia Pump 1 – 120kg
4. Cassia Pump 2 – 120kg
5. Cassia Pump 3 – 120kg
6. Bunker Pump Controller – 580kg
7. Cassia Controller – 323kg
8. Crane for Bunker, including attachments (handheld, non-motorised)

Yes	23
No	1
Abstain	0

The Machinery Breakdown limit remains at \$250,000.

The premium for these additions is \$635.00 (including GST), to be apportioned as follows:

- \$444.50 (including GST) to the PBC
- \$190.50 (including GST) to the PTBC

Members Name	Yes	No	Abstain	Members Name	Yes	No	Abstain
Acacia				Fuschia			
Adelia				Harpullia	X		
Alphitonia	X			Justicia			
Alpinia	X			Livingstonia	X		
Alyxia	X			Molinia	X		
Araucaria	X			Plumeria	X		
Ardisia				Roystonia	X		
Banksia Lakes	X			Schotia Island	X		
Bauhinia	X			Tristania			
Caladenia	X			Washingtonia	X		
Cassia	X			Woodsia	X		
Colvillia	X			Zieria	X		
Corymbia		X		MSCD Lot 21 (SA)	X		
Darwinia	X			MSCD Lot 81 (SA)	X		
Felicia	X			MSCD Lot 83 (MM)	X		

6	Approval of Solar Panels on Jabiru park toilet block (Agenda Item 6.6)	Ordinary Resolution
---	--	---------------------

Submitted by Chairperson

WITHDRAWN

RESOLVED that the PBC EGM approve the current installation of the solar panels installed on the Jabiru Park toilet block for the purpose to serve as a backup for extended power outages to service the radio network for security communication.

Yes	0
No	0
Abstain	0

NOTE: Withdrawn

ACTION: Another solution to be presented by Chairperson as a motion in the July EGM.

MN for Zieria to be advised.

Members Name	Yes	No	Abstain	Members Name	Yes	No	Abstain
Acacia				Fuschia			
Adelia				Harpullia			
Alphitonia				Justicia			
Alpinia				Livingstonia			
Alyxia				Molinia			
Araucaria				Plumeria			
Ardisia				Roystonia			
Banksia Lakes				Schotia Island			
Bauhinia				Tristania			
Caladenia				Washingtonia			
Cassia				Woodsia			
Colvillia				Zieria			
Corymbia				MSCD Lot 21 (SA)			
Darwinia				MSCD Lot 81 (SA)			
Felicia				MSCD Lot 83 (MM)			

7	Approval of Planter box constructed on PBC Common Property (Agenda Item 6.7)	Ordinary Resolution
----------	---	----------------------------

Submitted by Owner MN for Darwinia

WITHDRAWN

RESOLVED that the PBC EGM retrospectively approve the planter box constructed on PBC common property during the development of 1932 Pinehurst Drive within Darwinia 107488, as detailed in Annexure "A", and that it be permitted to remain in its current location and condition.

Yes	0
No	0
Abstain	0

NOTE: Withdrawn

ACTION: Lot owner to be contacted by Chairperson and requested to present submission to the ARC for consideration.

Members Name	Yes	No	Abstain	Members Name	Yes	No	Abstain
Acacia				Fuschia			
Adelia				Harpullia			
Alphitonia				Justicia			
Alpinia				Livingstonia			
Alyxia				Molinia			
Araucaria				Plumeria			
Ardisia				Roystonia			
Banksia Lakes				Schotia Island			
Bauhinia				Tristania			
Caladenia				Washingtonia			
Cassia				Woodsia			
Colvillia				Zieria			
Corymbia				MSCD Lot 21 (SA)			
Darwinia				MSCD Lot 81 (SA)			
Felicia				MSCD Lot 83 (MM)			

8	Approval of Administration and Facilities Management Agreements (Agenda Item 6.8)	Ordinary Resolution
----------	--	----------------------------

Submitted by Chairperson

CARRIED

RESOLVED that the PBC enter an administration agreement and a facilities management agreement with Sanctuary Cove Community Services Limited ACN 119 669 322 generally in accordance with the proposed agreements circulated with the notice of this general meeting, to commence on 1st November 2025 for a term of one year.

Yes	20
No	2
Abstain	2

Members Name	Yes	No	Abstain	Members Name	Yes	No	Abstain
Acacia				Fuschia			
Adelia				Harpullia	X		
Alphitonia	X			Justicia			
Alpinia	X			Livingstonia	X		
Alyxia	X			Molinia	X		
Araucaria	X			Plumeria	X		
Ardisia				Roystonia	X		
Banksia Lakes	X			Schotia Island		X	
Bauhinia	X			Tristania			
Caladenia	X			Washingtonia	X		
Cassia			X	Woodsia	X		
Colvillia	X			Zieria	X		
Corymbia		X		MSCD Lot 21 (SA)	X		
Darwinia			X	MSCD Lot 81 (SA)	X		
Felicia	X			MSCD Lot 83 (MM)	X		

9	Approval to Pay Grace Lawyers Invoice (Agenda Item 6.9)	Ordinary Resolution
Submitted by Chairperson		CARRIED

RESOLVED that the PBC approves payment of invoice 180796 to Grace Lawyers in the amount of \$3,000 with respect to the QCAT proceeding commenced against 4638 The Parkway for non-compliance with the DCBLs.

Yes	22
No	0
Abstain	2

Members Name	Yes	No	Abstain	Members Name	Yes	No	Abstain
Acacia				Fuschia			
Adelia				Harpullia	X		
Alphitonia	X			Justicia			
Alpinia	X			Livingstonia	X		
Alyxia	X			Molinia	X		
Araucaria	X			Plumeria	X		
Ardisia				Roystonia	X		
Banksia Lakes	X			Schotia Island	X		
Bauhinia	X			Tristania			
Caladenia	X			Washingtonia	X		
Cassia	X			Woodsia	X		
Colvillia	X			Zieria	X		
Corymbia			X	MSCD Lot 21 (SA)	X		
Darwinia			X	MSCD Lot 81 (SA)	X		
Felicia	X			MSCD Lot 83 (MM)	X		

7. Correspondence for Information:

CFI 4. Task Force FTTH:

- Concerns raised regarding the appointment process of the FTTH Task Force,
- When a resident is selected to lead a short term project for the PBC, they are entrusted to select their strategies and coopt suitably qualified and experienced residents to facilitate an anticipated outcome. They are expected to provide regular reports or updates to the PBC members.

/

CFI 17. Formal notice:

- Current chairperson's intention to resign Sept/Oct 2025. Request to seek reappointment as PBC nominee director of SCCSL. – **Cheryl McBride (CM)**
- **NOTE:** Chairperson, Stuart Shakespeare, left the room to facilitate openness and transparency for the following discussion
- Section 5.11 of the Shareholders' Agreement stipulates that a Nominated Director's tenure is contingent upon their status as a member of the Principal Body Corporate (PBC). Consequently, if an individual ceases to be a member of the PBC, they are no longer eligible to serve as a director or hold the position of Chairperson within the PBC.
- While the Shareholders' Agreement does not explicitly mandate that a director must serve as the Chairperson of the Principal Body Corporate (PBC), historical practice has typically seen the Chairperson assume the role of a Nominated Director.
- The Members' Nominees reached a majority consensus (informal) to renominate Stuart Shakespeare as the director when he is no longer the Chairperson on the PBC.
- To ensure continuity in leadership, it is proposed that the Shareholders' Agreement be amended to allow a director to fulfill their full two-year tenure, albeit they cease to be the Chairperson of the PBC. Hence the need to delete s5.11 of the Shareholders Agreement.
- **ACTIONS:**
 - 1. Following formal agreement from the SCCSL Board, at their 10/07/2025 meeting, the Shareholders Agreement will be distributed to all MNs
 - 2. The secretary will prepare a motion for the July EGM to amend the Shareholders agreement by deleting s5.11.
 - 3. The PBC representative will submit the same motion to the PTBC at their next meeting.
 - 4. The secretary will prepare a motion to support the re-appointment of Stuart Shakespeare as the PBC nominee director of SCCSL, Sept 2025 – Sept 2027.

8. Correspondence for Action:

CFA 1. Parkway Path request from Tristania MN:

- Requires a master plan and costing.
- A few years ago, it was costed and due to the expenditure, it was rejected.
- **Action:** Ask FM for the previous report and anticipated expenditure.

9. Business Arising:

9.1 Administration & Facilities Agreements – Cheryl McBride (CM):

- All RBCs have received a final copy of the drafts.
- A review by Chambers Russell lawyers with a few minor amendments recommended.
- Time frame around termination was reduced from 28 days to 14 days.
- Cassia MN (PC), representing his committee, proposed two specific additions:
 - 1. Restriction on SCCSL Engagements:** A clause to prevent Sanctuary Cove Community Services Limited (SCCSL) from initiating contact with body corporates outside the Sanctuary Cove Resort.
 - 2. Fair Treatment of Staff:** A clause affirming that management should recognise and commit to treating staff in a fair and appropriate manner.
- The recent involvement of directors who possess a deeper understanding of the organisation's operations signifies a positive shift in governance.

- Following the circulation of the final agreements, SCCSL could formalise its commitment to operate exclusively within the Sanctuary Cove Resort by signing a letter affirming it will not engage with businesses outside the resort.
- The Shareholders' Agreement for SCCSL explicitly confines the company's service provision to the Sanctuary Cove Resort. The management of personnel is covered by the protections provided by legislation – Fair Work & WH&S.
- **Action:** Seek agreement from SCCSL Board to sign and acknowledge the Shareholders agreement there will be no services offered outside Sanctuary Cove Resort.

9.2 Governance Review Update – Cheryl McBride (CM):

- Key actions achieved are:
 - Governance liaison group developed
 - Document process has been mapped
 - Where to include stakeholder engagement
 - Policies and procedures review underway
 - Continue documentation collection
 - Define the Terms of Reference and roles
 - Update policy around conflict of interest
 - Assessment of the mobile app

9.3 PBC Motions - July:

- Oska Consulting
- Solar Panels – Jabiru Toilet block
- Darwinia Planter Box
- Amendment of s5.11 Shareholders Agreement
- Nomination of Stuart Shakespeare as PBC Nominee Director of SCCSL 2025 -2027.

9.4 Sanctuary Greens Irrigation:

- Confirmation was provided re PBC responsibility of Sanctuary Greens' irrigation and maintenance of verge, commencing July/August 2025, in line with the budget.

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

MEETING CLOSED at 12:19 PM

Chairperson: Mr Stuart Shakespeare X.....