



**OVERKLOOF**  
IMPROVEMENT DISTRICT

Notice is hereby given of the Annual General Meeting (AGM) of the Overkloof CID that will take place on 16 November 2023 where the following items will be discussed:

## **AGENDA**

1. Registration
2. Welcome & Apologies
3. Membership
  - 3.1 Resignations
  - 3.2 New members
4. Quorum to constitute a meeting
5. Previous AGM minutes
  - 5.1 Approval
  - 5.2 Matters arising
6. Chairperson's Report
7. Feedback on operations 2022/23
8. Noting of Audited Financial Statements 2022/23
9. Budget
  - 9.1 Noting of additional surplus funds utilised in 2022/23 (approved by the Board) *(Delete if not applicable)*
  - 9.2 Approval of additional surplus funds utilisation for 2023/24 (Delete if not applicable)
  - 9.3 Approval of surplus funds utilisation for 2024/25 (Delete if not applicable)
  - 9.4 Approval of the budget for 2024/25
10. Approval of the implementation plan for 2024/25
11. Appointment of a Registered Auditor
12. Confirmation of Company Secretary
13. Election of Board Members
14. Special Resolution: Amendment of the new Memorandum of Incorporation (MOI) as contemplated in Section 16(5)(a) of the Companies Act, Act 71 of 2008.
15. General

16. Q & A

17. Adjournment

**Please note the following:**

**The present Directors of the Overkloof CID and their respective portfolios are:**

Name	Current CID Portfolio
John O'Callaghan	Chair, Finance, Management, Communication & Operations, Marketing, Social Upliftment
Justin Schwellnus	Security / Public Safety
Holger Heye	Urban Maintenance, Environmental Management, Cleansing

All stakeholders and interested parties are invited to attend, however, only owners registered as members of the company may vote.

- Per clause 11.9.2 of the Memorandum of Incorporation, no member who is in arrears with payment of the additional rate for more than 60 (sixty) days, shall be entitled to vote at an AGM for so long as s/he is so in arrears except if the member can prove that s/he is in a dispute or has entered into an appropriate payment arrangement with the City or can provide proof of payment.
- Owners wishing to apply for membership should do so via the website or by email. New membership applications should be received by 9 November 2023 to be approved and accepted at a meeting of the Board of directors of the Overkloof CID NPC prior to the AGM.
- Any member may appoint a Proxy to attend the meeting on his/her behalf. Forms of Proxy may be downloaded from the website or requested by email. The proxy form must be delivered to the offices of the Company no less than 24 hours prior to the advertised time of the start of the meeting, failing which it shall not be deemed to be valid.
- Enquiries should be addressed as far in advance as possible, by email as above or by letter to the registered office of the company. The Annual Financial Statements can be downloaded from the website.
- Clause 12.1.7 of the MOI states "As required by item 5(1)(b) of Schedule 1 to the Act, at least 1/3 (one third) of the directors shall resign every year at the AGM, but shall be eligible for re-election." Therefore, the following Director: Holger Heye will resign. They have made themselves available for re-election as director.
- Forms for nomination of directors may be downloaded from the website or be requested by email. These forms must be delivered to the offices of the Company no less than 7 clear days prior to the advertised time of the start of the meeting, failing which it shall not be deemed to be valid.
- Clause 11.10.2 of the MOI states "For a special resolution to be adopted at a members' meeting, it must be supported by at least 75 % (seventy-five percent) of the members who voted on the resolution, as provided in section 65(7) of the Act."

The following documentation is available at the AGM and on the Overkloof CID NPS website at [overkloofsra.co.za](http://overkloofsra.co.za):

- Membership list
- Advertisements, notice to members and CoR 36.2 form
- Minutes of previous AGM
- Agenda
- Audited AFS (Full set)
- Implementation Plan 2024-2025

- Budget 2024-2025
- Membership application form
- Nomination as Director form
- Proxy Form
- Draft proposed MOI