

38916744

**MINUTES OF THE FIRST ANNUAL GENERAL MEETING CATHEDRAL PLACE
COMMUNITY BODY CORPORATE HELD IN THE OFFICE DEVINE LIMITED ON FRIDAY
6TH NOVEMBER 1998 AT 10.30AM**

Present

Cathedral Place Developments Pty Ltd and The Proprietors - "Oxford & Cambridge" BUP 106905, as represented by their nominee Bill Ritchie.

In Attendance

Gail Ritchie of Cathedral Place Developments Pty Ltd.
Don Caslick of Stewart Silver King & Burns (Brisbane) Pty Ltd.
David Buckley of Nicol Robinson Halletts, Solicitors.
Howard Stewart of Stewart Silver King & Burns (Brisbane) Pty Ltd.

Appointment of Chairman of Meeting

Bill Ritchie as the nominee of Cathedral Place Developments Pty Ltd and The Proprietors - "Oxford & Cambridge" BUP 106905, announced to the meeting that he would preside over the meeting as Chairman in the absence of a Chairman of the body corporate.

Registration of "Cathedral Place Community Body Corporate" MCP 106902

The chairman reported that Mixed Community Plan No 106902 was registered in the Titles Office Brisbane on Friday 30th October, 1998.

Body Corporate Seal

The Chairman presented to the meeting a Common Seal for "Cathedral Place Community Body Corporate".

Presentation of Notice in Writing from Cathedral Place Developments Pty Ltd Specifying Company Nominee

Bill Ritchie presented to the meeting written notification giving details in the prescribed form of his appointment as the nominee of Cathedral Place Developments Pty Ltd.

Notice of Meeting

The chairman pointed out to the meeting that as at the date of this meeting, Cathedral Place Developments Pty Ltd and The Proprietors - "Oxford & Cambridge" BUP 106905 were the only entities entitled to be represented at this meeting and accordingly, no notice of the meeting need be given.

Quorum

Bill Ritchie advised the meeting that as he was the nominee Cathedral Place Developments Pty Ltd, the proprietor of Community Development Lots 1, 3 and 15 and Community Strata Lot 2 and the nominee of The Proprietors - "Oxford & Cambridge" BUP 106905. As every lot was represented at the meeting, a quorum was therefore constituted.

Plans and Specifications and the Like

The Chairman noted that Cathedral Place Developments Pty Ltd had undertaken to deliver to the body corporate, copies of all plans, specifications and drawings showing water pipes, electric cables, ventilation ducts, certificates, diagrams, including lift wiring diagrams and all other documents obtained or received by Cathedral Place Developments Pty Ltd relating to the subject parcel of land and the building.

Roll, Books of Account and Records

The Chairman noted that Cathedral Place Developments Pty Ltd had presented to the body corporate the Roll and all other books of account, notices and other records relating to the subject Plan and as at the date of this meeting held by Cathedral Place Developments Pty Ltd.

Declaration of Interest

Mr Howard Stewart notified the meeting that he and Michael Silver (he personally and Mr Silver through his company Magile Pty Ltd) had an interest in both Stewart Silver King & Burns (Brisbane) Pty Ltd and Cathedral Place Management Pty Ltd.

Administrative fund and Restricted Community (Podium) budgets

The chairman announced to the meeting that Cathedral Place Developments Pty Ltd had presented to the body corporate budgets amounting to \$487,500 showing the estimated expenditure of the body corporate in respect of the subject parcel of land and the building for the first financial period of the body corporate. \$166,500 of this proposed expenditure for maintenance and upkeep of the restricted community podium area would apply to the residential bodies corporate only, and would be apportioned between them on a lot entitlement basis. All bodies corporate would contribute to the remaining \$321,000 on a per lot entitlement basis.

Business of the Meeting**1. Insurances**

Resolved that the following insurance policies arranged by Cathedral Place Developments Pty Ltd, be confirmed, and that the policies be duly noted so that the insured be:

Cathedral Place Community Body Corporate

The following details were noted:

BUILDING AND PUBLIC LIABILITY -

Insurer: QBE via Corporate Home Unit Underwriting Agency
Amount of Cover: \$3 Million Building plus \$20 million Public Liability
Amount of Premium: \$2195.00
Policy No: Q04742
Current to: 4th November 1999

The Chairman advised that he will forward to the body corporate a copy of the Certificate of Currency when it becomes available.

It was noted that the premiums would be paid by Cathedral Place Developments Pty Ltd and Bill Ritchie provided an undertaking that the premium, if not paid, would be paid.

It was noted that three quotes had been obtained for this cover, AON Insurance Brokers and CIC Insurance Limited providing alternative proposals. AON's quoted premium was \$4743.25 and CIC's \$3526.25.

2. Administrative Fund

Resolved that the Administrative Fund Budget as presented to the meeting be approved and that contributions be determined in respect of the Administration Fund in the sum of \$411.54 per lot entitlement for the period 4/11/98 - 31/08/99 and that they be payable by installments, the first such installment to be payable on 1st December 1998 and then on notice issued by the Treasurer as set out below. The aforementioned budget has been apportioned between the lots on a lot entitlement basis:

No of Contributions	Due Date	Contribution Per Lot Entitlement	Period
		Admin Fund	
1	01/12/98	\$ 82.30	04/11/98 - 31/12/98
2	01/01/99	\$164.62	01/01/99 - 30/04/99
3	01/05/99	\$164.62	01/05/99 - 31/08/99
	TOTAL	\$411.54	

3. Restricted Community (Podium) Budget

Resolved that the Restricted Community (Podium) Budget for Podium Maintenance as presented to the meeting be approved and that contributions be determined in respect of the Restricted Community (Podium) Fund in the sum of \$265.15 per lot entitlement for the period 4/11/98 – 31/08/99 and that they be payable by installments, the first such installment to be payable on 1st December 1998 and then on notice issued by the Treasurer as set out below. The aforementioned budget has been apportioned between the lots on a lot entitlement basis:

No of Contributions	Due Date	Contribution Per Lot Entitlement	Period
1	01/12/98	\$ 42.70	04/11/98 – 31/12/98
2	01/01/99	\$ 85.40	01/01/99 – 30/04/99
3	01/05/99	\$ 85.40	01/05/99 – 31/08/99
TOTAL		\$213.50	

It was noted that the Restricted Community (Podium) area would be maintained under agreements between contractors and the Cathedral Place Developments Pty Ltd and as such, contributions would not need to be raised until the end of this maintenance contract.

Resolved by ordinary resolution that the Treasurer be authorised to reduce contributions to the Restricted Community (Podium) Budget on a prorata basis to reflect this arrangement as maybe agreed to by Cathedral Place Management Pty Ltd.

4. Sinking Fund

Resolved that there be no contributions determined in respect of the sinking fund at this time.

5. Election of Chairman, Secretary and Treasurer

The Chairman presented to the meeting a notice from Bill Ritchie (the Chairman), the nominee of Cathedral Place Developments Pty Ltd and of The Proprietors – "Oxford & Cambridge" BUP 106905 indicating his willingness to serve as Chairman of the body corporate. He also presented to the meeting notices from Mr Don Caslick and Ms Heidi McGeady of Stewart Silver King & Burns (Brisbane) Pty Ltd indicating their willingness to serve as Treasurer and Secretary of the body corporate respectively.

The Chairman then presented to the meeting nominations for the election of Bill Ritchie as Chairman of the body corporate and the election of Ms Heidi McGeady as Secretary and Mr Don Caslick as Treasurer of the body corporate.

It was noted by the meeting that only one nomination had been received for each of the positions of Chairman, Secretary and Treasurer of the body corporate and that each of the nominees would be declared elected.

Resolved that Mr Bill Ritchie be elected Chairman of the body corporate.

Resolved that Ms Heidi McGeady be elected Secretary of the body corporate.

Resolved that Mr Don Caslick be elected Treasurer of the body corporate.

6. Continuation in the chair of Mr Bill Ritchie

The elected Chairman of the body corporate continued as chairman of the meeting.

7. Adoption of the Seal

The chairman noted that a common seal had been presented to the body corporate.

Resolved that the seal presented be adopted and be left in the custody of the secretary.

8. By-laws

Resolved by Special Resolution and Resolution Without Dissent that the Body Corporate repeal the by-laws automatically in force on registration of the plan and adopt in their place the by-laws numbered 1 to 27 and that Nicol Robinson Halletts, Solicitors be authorised to take all steps required to bring the by-laws into effect.

A copy of these by-laws are to be attached to these minutes.

9. Management Rights Agreements

The Chairman presented to the meeting various agreements:

(a) Oxford & Cambridge Management Agreement

The Chairman presented a Management Agreement between the Proprietors - "Oxford & Cambridge" BUP 106905 and the Cathedral Place Community Body Corporate for the management of Oxford and Cambridge from 4 November 1998 to 3 November 2003.

Resolved that the Agreement be approved and executed by the Cathedral Place Community Body Corporate affixing the Common Seal to the Agreement as soon as possible after registration of the by-laws;

(b) Management Agreements for Future Subsidiary Bodies Corporate

The chairman presented Management Agreements between the Cathedral Place Community Body Corporate and the Proprietors of the proposed Bodies Corporate for "Notre Dame", "Canterbury & Westminster", "Duhig" and "Kensington & Sandringham" for the management of the respective Bodies Corporate for the 5 year period from on or about the date of registration of the respective plans.

Resolved that the various Agreements be approved and executed by the Cathedral Place Community Body Corporate affixing the Common Seal following registration of the plans creating the respective Bodies Corporate.

(c) Caretaking Agreement

The Chairman presented a Caretaking Agreement between the Cathedral Place Community Body corporate and Cathedral Place Management Pty Ltd as Caretaker from 4th November 1998 to 3rd November 2003.

Resolved that the Agreement be approved and executed by the Cathedral Place Community Body Corporate affixing the Common Seal to the Agreement as soon as possible after registration of the by-laws;

(d) Letting Agreement

The Chairman presented a Letting Agreement between the Cathedral Place Community Body Corporate and Cathedral Place Management Pty Ltd as Letting Agent from 4th November 1998 to 3rd November 2003.

Resolved that the Agreement be approved and executed by the Cathedral Place Community Body Corporate affixing the Common Seal to the Agreement as soon as possible after registration of the by-laws;

(e) Management Rights Deed

The Chairman presented a Management Rights Deed between the Cathedral Place Community Body Corporate, Cathedral Place Management Pty Ltd and the Macquarie Bank Limited in relation to the security that the bank is providing to Cathedral Place Management Pty Ltd in respect of the Management Rights for Cathedral Place.

Resolved that the Deed be approved and executed by the Cathedral Place Community Body Corporate affixing the Common Seal to the Deed forthwith.

38916744

10. Body Corporate Manager

The chairman presented to the meeting an Administrative Agreement (Body Corporate Manager's Agreement) negotiated between the Original Proprietor and Stewart Silver King & Burns (Brisbane) Pty Ltd.

Resolved that Stewart Silver King & Burns (Brisbane) Pty Ltd appointed as the Body Corporate Manager of the Body Corporate and that the Common Seal be affixed to an instrument in writing appointing the Manager and delegating all the powers, authorities, duties and functions of the body corporate and its committee and the Chairman, Secretary and Treasurer of the committee and of the body corporate for a period of three years commencing on 4th November 1998.

11. Appointment of Auditor

Resolved that Neil McClellan of Dunlops Chartered Accountants be appointed to audit the books and accounts for the financial year ending 31st August 1999.

12. Public Officer

Resolved that Don Caslick or failing him Heidi McGeady of Stewart Silver King & Burns (Brisbane) Pty Ltd be appointed the Public Officer for taxation purposes.

13. Bank Account

Resolved that the treasurer open an account with Macquarie Bank on that basis that it be operated on by the Body Corporate Manager or his nominee.

14. Benefit of Easement

Resolved by Unanimous Resolution that Cathedral Place Community Body Corporate accept the benefit of easement J on the proposed Survey Plan 113806 from The Proprietors - "Oxford & Cambridge" BUP 106905 for car parking access and storage purposes and the easement and survey plan be executed by Cathedral Place Community Corporate by affixing of the common seal.

15. Future Benefit of Easements

Resolved by Unanimous Resolution that Cathedral Place Community Body Corporate accept the benefit of the easements for car parking access and storage purposes identified in the attached Car Park Easement Schedule and marked on the attached Car Park Plans and the easements and survey plans be executed by Cathedral Place Community Corporate by affixing of the common seal as required.

There being no further business the meeting was closed at 11.00am.

