



**MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF  
THE BODY CORPORATE FOR CATHEDRAL PLACE CBC MCP 106902  
HELD AT THE MEETING ROOM, CATHEDRAL PLACE, 41 GOTHA STREET, FORTITUDE VALLEY  
ON 24 AUGUST 2009 AT 6:00PM**

- Representation:** Peter Zunker Notre Dame Representative  
Tony Rich Canterbury & Westminster Representative  
Randall Edwards Duhig Representative  
Todd Raumer Kensington & Sandringham Representative – Arrived 6:08pm  
John Gilliland Cathedral Village Representative  
Grant Mifsud Representing Archers Body Corporate Management  
Myles Rice Representing Archers Body Corporate Management
- Apologies:** Nil
- Proxies:** Crestina Ceralo Oxford & Cambridge Representative in favour of Peter Zunker
- Voting Papers:** Nil
- Quorum:** As greater than 25% of the owners were represented either by person, by proxy or by voting paper, a quorum was formed.
- Chairperson:** Randall Edwards chaired the meeting.
- Preliminary** The representative for Notre Dame requested that all motion on the agenda be resolved via a poll vote.
- Confirmation of Minutes** The following motion was read to the meeting:-  
That the Minutes of the Annual General Meeting held on 28 May 2009 and circulated to owners thereafter be adopted as a true and correct record.  
This motion was declared **Carried** with the following votes received :-  
**YES** -, 'D & E' – 98 , 'F' – 84, 'G & H' – 96 and Cathedral Village (CV) – 143 = 421  
**NO** - Nil  
**ABSTAIN** – 'A' – 157 and 'B & C' – 72 = 229
- ORDINARY RESOLUTION - Appointment of Body Corporate Manager** The following motion was read to the meeting:-  
Pursuant to sect 192 of MUDA, the committee of the CPCBC submits the following proposal for works to be performed –  
**“ Body Corporate Administration – full administration and secretarial duties**  
Cathedral Place Community Body Corporate (CPCBC) is calling for quotations from suitably qualified organisations for the full administration of its 517 residential lots and the principal body corporate's affairs.  
The CPCBC is located at 41 Gotha Street Fortitude Valley 4006. It and its six subsidiaries are registered under the Qld Mixed Use Development (MUD) Act and the Qld Building Units and Group Titles Act (BUGTA) respectively. The property was completed in 1998. It is structured as a principal community body corporate with 5 subsidiary residential bodies corporate totalling 514 lots and 1 retail and commercial body corporate of 27 lots.  
The five subsidiary residential BUPs have delegated responsibility for the settlement of the contract for supply of administrative services to CPCBC. The CPCBC holds 1 AGM and up to 3 EGMs per year and on average 10 committee meetings per year. The 5 residential BUP's hold 1 AGM each and on average 4 Committee meetings each year.  
Duties include full secretarial and treasury services required for such a complex. The residential BUPs have over 200 tenanted lots, the remainder are owner occupied. Letting and caretaking businesses operate onsite. Most meetings occur in the onsite boardroom after 5PM on weekdays and last for 1 to 2 hours. Books are maintained on BCMax

software. The CPCBC operates two Administration and two Sinking Funds, a Suspense Clearing Fund and an Electricity Fund. Levies are raised quarterly and can be paid by cheque, BPay, EFT, credit card or Aust Post. Electricity meter reading and billing services are provided by Watts Energy. Full books are maintained by Watts and energy trading results are consolidated monthly by the Administrator into a single CPCBC set of reports. The Administrator handles all compliance reporting and remittances. The CPCBC requires at least two quotes from suppliers for annual services provision such as insurances etc. All books have a 31 August year end. The 7 sets of entity books are audited each year.

Standard contracts are available for perusal that will form the basis of the contracts between the parties. It is expected that the contract will be let for 12 months with a two year extension subject to satisfactory performance in the initial 12 month period. The tender must be offered separately for the service provision to the CPCBC and the five residential Bodies Corporate. Most major contracts are negotiate at a 'whole of complex' rate and recovered in accordance with Administration contracts or other agreements between the parties in the complex through the Suspense Clearing Fund.

Tenders outlining qualifications, experience, services offered and price for secretarial and treasury services separately with disbursements are to be submitted by close of business 8 July 2009 addressed to Secretary, Cathedral Place Community Body Corporate, 23 Cathedral Village, 115 Wickham Street Fortitude Valley Qld 4006. The CPCBC committee and subsidiary Bodies Corporate request tenderers' best and fairest prices and reserve the right to enter into negotiations with suitable short listed suppliers. It is expected the contract will commence 1 September 2009.

For enquiries or to obtain the standard contracts phone the Secretary on 07 3852 2220 or email at [john.gilliland@syzygycorp.com.au](mailto:john.gilliland@syzygycorp.com.au) or by mail to the address above".

Members have been provided with five quotations received from Archers BCM, Body Corporate Services, Star BMS and Ernst BCM, copies of which will be retained in the Body Corporate's files.

That under the authority of Section 192 of the Mixed Use Development Act 1993, the Body Corporate resolve by ordinary resolution to engage a Body Corporate Manager by selecting one (1) of the following service providers:

This motion was declared **Carried** with the following votes received :-

**YES** -, 'D & E' – 98 , 'F' – 84 and CV – 143 = 325

**NO** - 'A' – 157, 'B & C' – 72 and 'G & H' – 96 = 325

**ABSTAIN** – Nil

**CHAIRPERSON CASTING VOTE – YES**

#### **Option 1. Body Corporate Services Pty Ltd (BCS)**

- (a) Upon expiry of the arrangements between the Body Corporate and Archers BCM for the provision of body corporate administration services (which the parties have agreed will come to an end on 31 August 2009), the Body Corporate be authorised to enter into a contract with Body Corporate Services Pty Ltd (ACN 010120144) (BCS) for the provision of such administration services, upon the following terms:
- (1) Such contract shall commence on 1 September 2009 for an initial term of 12 months, and shall include terms not inconsistent with the tender documents submitted to the Body Corporate by BCS and provided to members prior to the circulation of this Notice of Extraordinary General Meeting.
  - (2) The contract will provide for a performance review by the committee of the Body Corporate with BCS not more than 3 months nor less than one month prior to the 31 August 2010.
  - (3) Subject to the committee of the Body Corporate's agreement by ordinary resolutions prior to the 31 August 2010, to extend the contract, the contract shall be extended for a further period of two years with the agreement of BCS. Variations to the contract shall be authorised in writing and attached to the contract by the committee of the Body Corporate by ordinary resolution prior to the extension being granted.
  - (4) The contract shall expire on 31 August 2010 if the contract is not extended as

- detailed in item (a) (3) above.
- (5) If the Body Corporate committee resolves to extend the contract, the contract shall expire on 31 August 2012.
  - (6) Such contract shall be in a form similar to the CTIQ standard contract for the provision of administration services; and
  - (7) Such contract shall include any other items and conditions as the Body Corporate shall decide upon in general meeting.

That the Body Corporate resolve by ordinary resolution, that;

- a) The committee for the Body Corporate be authorised to:
  - (1) Engage Solicitors to review, revise (as necessary) and finalise the contract with BCS; and
  - (2) Review and give final approval to the revised contract for and on behalf of the Body Corporate, PROVIDED THAT any contract so approved by the committee is not inconsistent with the tender documents submitted by BCS regarding pricing and the administration services to be provided; and
- (b) Upon approval by the committee of the Body Corporate of the contract with BCS, and two (2) members of the Body Corporate committee be authorised to execute that contract under this common seal for and on behalf of the Body Corporate.

This motion was declared **Carried** with the following votes received :-  
**YES** -, 'D & E' – 98 , 'F' – 84 and CV – 143 = 325

#### **Option 2. Archers Body Corporate Management Pty Ltd (ABCM)**

- (a) Upon expiry of the arrangements between the Body Corporate and Archers BCM for the provision of body corporate administration services (which the parties have agreed will come to an end on 31 August 2009), the Body Corporate be authorised to enter into a contract with Archers Body Corporate Management Pty Ltd (ABCM) for the provision of such administration services, upon the following terms:
  - (1) Such contract shall commence on 1 September 2009 for an initial term of 12 months, and shall include terms not inconsistent with the tender documents submitted to the Body Corporate by ABCM and provided to members prior to the circulation of this Notice of Extraordinary General Meeting.
  - (2) The contract will provide for a performance review by the committee of the Body Corporate with ABCM not more than 3 months nor less than one month prior to the 31 August 2010.
  - (3) Subject to the committee of the Body Corporate's agreement by ordinary resolutions prior to the 31 August 2010, to extend the contract, the contract shall be extended for a further period of two years with the agreement of ABCM. Variations to the contract shall be authorised in writing and attached to the contract by the committee of the Body Corporate by ordinary resolution prior to the extension being granted.
  - (4) The contract shall expire on 31 August 2010 if the contract is not extended as detailed in item (a) (3) above.
  - (5) If the Body Corporate committee resolves to extend the contract, the contract shall expire on 31 August 2012.
  - (6) Such contract shall be in a form similar to the CTIQ standard contract for the provision of administration services; and
  - (7) Such contract shall include any other items and conditions as the Body Corporate shall decide upon in general meeting.

That the Body Corporate resolve by ordinary resolution, that;

- (a) The committee for the Body Corporate be authorised to:
- (1) Engage Solicitors to review, revise (as necessary) and finalise the contract with ABCM; and
  - (2) Review and give final approval to the revised contract for and on behalf of the Body Corporate, PROVIDED THAT any contract so approved by the committee is not inconsistent with the tender documents submitted by ABCM regarding pricing and the administration services to be provided; and
- (b) Upon approval by the committee of the Body Corporate of the contract with ABCM, and two (2) members of the Body Corporate committee be authorised to execute that contract under this common seal for and on behalf of the Body Corporate.

This motion was declared **Not Carried** with the following votes received :-

**YES:- Nil**

### **Option 3. Ernst Body Corporate Management Pty (EBCM)**

- (a) Upon expiry of the arrangements between the Body Corporate and Archers BCM for the provision of body corporate administration services (which the parties have agreed will come to an end on 31 August 2009), the Body Corporate be authorised to enter into a contract with Ernst Body Corporate Management (EBCM) for the provision of such administration services, upon the following terms:
- (1) Such contract shall commence on 1 September 2009 for an initial term of 12 months, and shall include terms not inconsistent with the tender documents submitted to the Body Corporate by EBCM and provided to members prior to the circulation of this Notice of Extraordinary General Meeting.
  - (2) The contract will provide for a performance review by the committee of the Body Corporate with EBCM not more than 3 months nor less than one month prior to the 31 August 2010.
  - (3) Subject to the committee of the Body Corporate's agreement by ordinary resolutions prior to the 31 August 2010, to extend the contract, the contract shall be extended for a further period of two years with the agreement of EBCM. Variations to the contract shall be authorised in writing and attached to the contract by the committee of the Body Corporate by ordinary resolution prior to the extension being granted.
  - (4) The contract shall expire on 31 August 2010 if the contract is not extended as detailed in item (a) (3) above.
  - (5) If the Body Corporate committee resolves to extend the contract, the contract shall expire on 31 August 2012.
  - (6) Such contract shall be in a form similar to the CTIQ standard contract for the provision of administration services; and
  - (7) Such contract shall include any other items and conditions as the Body Corporate shall decide upon in general meeting.

That the Body Corporate resolve by ordinary resolution, that;

- a) The committee for the Body Corporate be authorised to:
- (1) Engage Solicitors to review, revise (as necessary) and finalise the contract with EBCM; and
  - (2) Review and give final approval to the revised contract for and on behalf of the Body Corporate, PROVIDED THAT any contract so approved by the committee is not inconsistent with the tender documents submitted by EBCM regarding pricing and the administration services to be provided; and
- (b) Upon approval by the committee of the Body Corporate of the contract with EBCM, and two (2) members of the Body Corporate committee be authorised to execute that contract under this common seal for and on behalf of the Body Corporate.

This motion was declared **Not Carried** with the following votes received :-

**YES:- Nil**

**Option 4. Star BMS (SBMS)**

- (a) Upon expiry of the arrangements between the Body Corporate and Archers BCM for the provision of body corporate administration services (which the parties have agreed will come to an end on 31 August 2009), the Body Corporate be authorised to enter into a contract with Star BMS (SBMS) for the provision of such administration services, upon the following terms:
- (1) Such contract shall commence on 1 September 2009 for an initial term of 12 months, and shall include terms not inconsistent with the tender documents submitted to the Body Corporate by SBMS and provided to members prior to the circulation of this Notice of Extraordinary General Meeting.
  - (2) The contract will provide for a performance review by the committee of the Body Corporate with SBMS not more than 3 months nor less than one month prior to the 31 August 2010.
  - (3) Subject to the committee of the Body Corporate's agreement by ordinary resolutions prior to the 31 August 2010, to extend the contract, the contract shall be extended for a further period of two years with the agreement of SBMS. Variations to the contract shall be authorised in writing and attached to the contract by the committee of the Body Corporate by ordinary resolution prior to the extension being granted.
  - (4) The contract shall expire on 31 August 2010 if the contract is not extended as detailed in item (a) (3) above.
  - (5) If the Body Corporate committee resolves to extend the contract, the contract shall expire on 31 August 2012.
  - (6) Such contract shall be in a form similar to the CTIQ standard contract for the provision of administration services; and
  - (7) Such contract shall include any other items and conditions as the Body Corporate shall decide upon in general meeting.

That the Body Corporate resolve by ordinary resolution, that;

- (a) The committee for the Body Corporate be authorised to:
- (1) Engage Solicitors to review, revise (as necessary) and finalise the contract with SBMS; and
  - (2) Review and give final approval to the revised contract for and on behalf of the Body Corporate, PROVIDED THAT any contract so approved by the committee is not inconsistent with the tender documents submitted by SBMS regarding pricing and the administration services to be provided; and
- (b) Upon approval by the committee of the Body Corporate of the contract with SBMS, and two (2) members of the Body Corporate committee be authorised to execute that contract under this common seal for and on behalf of the Body Corporate.

This motion was declared **Not Carried** with the following votes received :-

**YES:- Nil**

**ORDINARY**  
**RESOLUTION** -  
**Insurance Renewal**

The following motion was read to the meeting:-

That the Insurance for Cathedral Place which includes the Community Body Corporate (Restricted & Unrestricted), Notre Dame BUP, Canterbury & Westminster BUP, Kensington Sandringham BUP, Duhig BUP, Oxford & Cambridge BUP be renewed and that proposal recommended by the Committee of CPCBC be identified and noted in the minutes as accepted.

That the BUPs' share of the premium payment be made from the Suspense Fund with Subsidiary Bodies Corporate to be invoiced and recovered for the component of the premium for each subsidiary Body Corporate,

That the CPCBC's share of the premium be made from the Restricted and Unrestricted Administration Fund.

That, in selecting the insurer, the decision requires all buildings in the scheme to have the same insurer, and

That the most appropriate quote and proposal obtained be accepted as recommended by the committee, and

That cover be arranged before close of business on 31 August 2009, and that expenditure of the accepted proposal/quote is authorised, to be ratified at the next Annual General Meeting.

This motion was declared **Carried** with the following votes received :-

**YES** : 'A' – 157, 'B & C' – 72 'D & E' – 98 , 'F' – 84, 'G & H' – 96 and CV – 143 = 650

**NO** : Nil                    **ABSTAIN** : Nil                    **INVALID** : Nil

The following motion was read to the meeting:-

**ORDINARY  
RESOLUTION** –  
**Unpaid invoices  
owing to the  
Cathedral Place  
Body Corporate**

Any unpaid invoices owing to the Cathedral Place Body Corporate by Precinct Bodies Corporate over 9 months old from date of issue to be put in the hands of Nicholson's Solicitors for collection.

This motion was declared **Carried** with the following votes received :-

**YES** : 'A' – 157, 'B & C' – 72 'D & E' – 98 , 'F' – 84, 'G & H' – 96 and CV – 143 = 650

**NO** : Nil                    **ABSTAIN** : Nil

The following motion was read to the meeting:-

**ORDINARY  
RESOLUTION** -  
**Outstanding Levies**

Outstanding levies to be raised in accordance with Auditors recommendation dated 14<sup>th</sup> May 2009.

That the recommendation of the Auditor of Cathedral Place community Body Corporate in the Prior year Levy Calculation Review dated 14 May 2009 in relation to the levies based on the proper lot entitlements of 650 be adopted and the following overpaid levies re repaid to the following Bodies Corporate –

Notre Dame BUP 106912	\$31,450.00
Oxford & Cambridge BUP 106905	\$14,423.00
Canterbury & Westminster BUP 106911	\$19,632.00
Duhig BUP 106965	\$16,827.00
Kensington & Sandringham BUP 106966	\$38,208.00

And the following underpaid levies be collected –

Cathedral Village BUP 106957    \$120,540.00

This motion was declared **Carried** with the following votes received :-

**YES** : 'A' – 157, 'B & C' – 72 'D & E' – 98, 'G & H' – 96 and = 423

**NO** : 'F' – 84 and CV – 143 = 227

**ABSTAIN** : Nil

**ORDINARY  
RESOLUTION** -  
**Release of  
Residential Body  
Corporate Notre  
Dame BUP 106912  
from Administration  
Agreement**

The following motion was read to the meeting:-

The Cathedral Place Community Body Corporate (CPCBC) as party to the agreement known as the Administration Agreement between the body corporate Notre Dame BUP 106912 (Notre Dame BC). That the CPCBC agrees to terminate the said agreement with Notre Dame BC following the release as passed at Notre Dame BC Annual General Meeting held the 18/05/2009. The termination to be effective from the date of the resolution of this Community Body Corporate meeting.

This motion was declared **Not Carried** with the following votes received :-

**YES** – 'A' – 157 and 'B & C' – 72 = 229

**NO** -, 'D & E' – 98 , 'F' – 84, 'G & H' – 96 and Cathedral Village (CV) – 143 = 421

**ABSTAIN** - Nil

**ORDINARY  
RESOLUTION** -

**Release of  
Residential Body  
Notre Dame BUP  
106912 from  
Management  
Agreement**

The following motion was read to the meeting:-

The Cathedral Place Community Body Corporate (CPCBC) as party to the agreement known as the Management Agreement between the body corporate Notre Dame BUP 106912 (Notre Dame BC). That the CPCBC agrees to terminate the said agreement with BCBC following the release as passed at Notre Dame BC Annual General Meeting held the 18/05/2009.. The termination to be effective from the date of the resolution of this Community Body Corporate meeting.

This motion was declared **Not Carried** with the following votes received :-

**YES** – 'A' – 157, 'B & C' – 72 and 'G & H' – 96 = 325

**NO** - 'D & E' – 98 , 'F' – 84 and CV – 143 = 325

**ABSTAIN** – Nil

**CHAIRPERSON CASTING VOTE – NO**

**ORDINARY  
RESOLUTION** -

**Release of  
Residential Body  
Corporate Oxford &  
Cambridge BUP  
106905 from  
Administration  
Agreement**

The following motion was read to the meeting:-

The Cathedral Place Community Body Corporate (CPCBC) as party to the agreement known as the Administration Agreement between the body corporate Oxford & Cambridge BUP 106905 (BCBC). That the CPCBC agrees to terminate the said agreement with BCBC following the release as passed at BCBC Annual General Meeting held the 23-6-09. The termination to be effective from the date of the resolution of this Community Body Corporate meeting.

This motion was declared **Not Carried** with the following votes received :-

**YES** – 'A' – 157, 'B & C' – 72 and 'G & H' – 96 = 325

**NO** - 'D & E' – 98 , 'F' – 84 and CV – 143 = 325

**ABSTAIN** – Nil

**CHAIRPERSON CASTING VOTE – NO**

**ORDINARY  
RESOLUTION** -

**Release of  
Residential Body  
Corporate Oxford &  
Cambridge BUP  
106905 from  
Management  
Agreement**

The following motion was read to the meeting:-

The Cathedral Place Community Body Corporate (CPCBC) as party to the agreement known as the Management Agreement between the body corporate Oxford & Cambridge BUP 106905 (BCBC). That the CPCBC agrees to terminate the said agreement with BCBC following the release as passed at BCBC Annual General Meeting held the 23-6-09. The termination to be effective from the date of the resolution of this Community Body Corporate meeting.

This motion was declared **Not Carried** with the following votes received :-

**YES** – 'A' – 157, 'B & C' – 72 and 'G & H' – 96 = 325

**NO** - 'D & E' – 98 , 'F' – 84 and CV – 143 = 325

**ABSTAIN** – Nil

**CHAIRPERSON CASTING VOTE – NO**

**ORDINARY  
RESOLUTION** - To

**breach Caretaker  
Star BMS for non  
performance of duty**

The following motion was read to the meeting:-

In accordance with the motion by Oxford & Cambridge at the CPCBC Committee Meeting dated 09-03-09, these matters have not been resolved with Oxford & Cambridge Body Corporate to date by Star BMS therefore B & C request CPCBC to breach Star BMS in accordance with the relevant terms of the Caretaker contract between Star BMS and the CPCBC.

This motion was declared **Not Carried** with the following votes received :-

**YES** – 'A' – 157, 'B & C' – 72 and 'G & H' – 96 = 325

**NO** - 'D & E' – 98 , 'F' – 84 and CV – 143 = 325

**ABSTAIN** – Nil

**CHAIRPERSON CASTING VOTE – NO**

**ORDINARY  
RESOLUTION** -

**Overpaid levies to be raised refunded to CVBC BUP in accordance with Spreadsheet developed by CVBC with reference to the Fischer model and supplied to CPCBC Auditors for review**

The following motion was read to the meeting:-

That the levies based on the proper lot entitlements of 650 be adopted and the following overpaid levies be refunded immediately from CPCBC Unrestricted Funds to Cathedral Village BUP 106957. Unrestricted Administration fund \$212,270.85 inc GST plus Unrestricted Sinking fund \$12,885.30 inc GST. Total \$225,156.15 inc GST.

This motion was declared **Not Carried** with the following votes received :-

**YES** : CV – 143

**NO** : 'A' – 157, 'B & C' – 72 and 'G & H' – 96 =

**ABSTAIN** : 'D & E' – 98 , 'F' – 84 = 182

**ORDINARY  
RESOLUTION** -

**Overpaid levies to be refunded to CVBC BUP in accordance with Spreadsheet developed by CVBC with reference to the Fischer model and supplied to CPCBC Auditors for review**

The following motion was read to the meeting:-

That the levies based on the proper lot entitlements of 650 be adopted and the disputed levy paid by CPCBC on 20 April 2009 of \$48,177.00 be immediately refunded to Cathedral Village BUP 106957 as no deficiency in prior payments by CVBC BUP to CPCBC has occurred by reference to the Spreadsheet supplied by CVBC to the CPCBC Auditor.

This motion was declared **Not Carried** with the following votes received :-

**YES** : CV – 143

**NO** : 'A' – 157, 'B & C' – 72 and 'G & H' – 96 =

**ABSTAIN** : 'D & E' – 98 , 'F' – 84 = 182

There being no further business the meeting closed at 6:50pm

Confirmed

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Chairperson