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Minutes of the Extraordinary General Meeting of the Body Corporate for "CATHEDRAL PLACE CBC" Mixed Community Plan 106902 held on Monday, 6 December 2010 at 6.15pm in the Meeting Room "Cathedral Place" 41 Gotha Street Fortitude Valley.

PRESENT IN PERSON

Crestina Ceraolo, Neil Fleming, Peter Zunker, Todd Raumer, John Gilliland

PROXIES

Lindsay Anlezark to Crestina Ceraolo

LOTS REPRESENTED

Lot no

Lot 1	Notre Dame	by proxy to Crestina Ceraolo
Lot 2	Oxford Cambridge	by representative Crestina Ceraolo
Lot 3	Canterbury Westminster	by representative Neil Fleming
Lot 4	Duhig	by representative Peter Zunker
Lot 5	Kensington Sandringham	by representative Todd Raumer
Lot 6	Cathedral Village	by representative John Gilliland

IN ATTENDANCE

John Rae representing Body Corporate Services Pty Ltd.

Gil Bick, Sam King

CHAIRPERSON OF MEETING

Todd Raumer chaired the meeting.

QUORUM

The chairperson declared that a quorum was represented and the meeting was declared open at 6.00pm.

MOTIONS

1 CONFIRMATION OF MINUTES

Procedural motion

ORDINARY RESOLUTION

That the minutes of the extraordinary general meeting held on 25/10/2010 be confirmed and signed as a true and correct record of the proceedings at that meeting.

RESOLVED that motion 1 be **CARRIED** Yes 5 No 0 Abstain 0 Invalid 0

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Corporate Lic No: 862864, (NSW) Memberships:
National Community Titles Institute (NCTI), Institute of Strata Title Management Ltd. (NSW), Community Titles Institute QLD Ltd (CTIQ),
Owners Corporations Victoria (VIC), Community Associations Institute (USA), Urban Development Institute of Australia (NSW)
Branches: (NSW): Sydney, Central Coast, Forster-Tuncurry, Miranda, Mona Vale, Newcastle, Port Stephens, Tweed Heads, Willoughby, Wollongong
(QLD): Brisbane, Cairns, Coolangatta, Gold Coast, Mackay, Noosa, Port Douglas, Townsville
(VIC): Hawthorn, Melbourne

Typed by: M. Reid
CATHEDRAL PLACE CBC MCP 106902

2 RATIFICATION OF INVOICE PAYMENTS**COMPREHENSIVE RESOLUTION***Submitted by committee*

That the representatives of "Cathedral Place" MCP 106902 ratify the decisions of the Committee at its meetings held on 25/10/2010, 28/10/2010, 08/11/2010 and 22/11/2010 to pay the following invoices.

Gardens Lawyers	29/09/2009	\$1,639.55
Gardens Lawyers	29/09/2009	\$3,802.70
Gardens Lawyers	28/09/2010	\$4,799.96
Gardens Lawyers	16/11/2010	\$11,156.26
Maunsell Pennington	07/10/2010	\$32,486.22
Maunsell Pennington	05/11/2010	\$9,972.11
Atco	02/11/2010	\$2,365.00
Harris Technology (via Todd Raumer)	17/11/2010	\$1,301.00
Southside Mower Service	23/11/2010	\$2,468.00
Napier Blakeley	28/10/2010	\$9,350.00
Performance Pool & Spa	29/06/2010	\$8,303.50
Arrow Access Security	18/11/2010	\$1,981.20
Benitec Services	07/11/2010	\$5,500.00
4Site Electrical	01/11/2010	\$1,309.00

RESOLVED that motion 2 be **CARRIED** Yes 5 No 0 Abstain 0 Invalid 0

3 RATIFICATION OF ENGAGEMENTS**COMPREHENSIVE RESOLUTION***Submitted by committee*

That the representatives of "Cathedral Place CBC" MCP 106902 ratify the following engagements from the Committee meeting held on 02/11/2010.

Administration Officer	Stacey Cumner -	\$40,000.00 per annum plus super
Gardener	Kelly Hyland -	\$50,000.00 per annum plus super
Contracts/Maintenance Manager	Todd Raumer -	\$90,000.00 per annum plus super

RESOLVED that motion 3 be **CARRIED** Yes 5 No 0 Abstain 0 Invalid 0

4 RATIFICATION OF OPERATIONS CENTRE**COMPREHENSIVE RESOLUTION***Submitted by Committee*

That the representatives of "Cathedral Place CBC" MCP 106902 ratify the decision of the Committee at its meeting on 02/11/2010 to hire a site office from Atco at the cost of \$58.00 per week for 12 months, and further that \$2,365.00 be expended on the installation of a sliding glass door to the site office.

RESOLVED that motion 4 be **CARRIED** Yes 5 No 0 Abstain 0 Invalid 0

5 CLEANING/SECURITY CONTRACTORS

COMPREHENSIVE RESOLUTION

Submitted by committee

That the representatives of "Cathedral Place CBC" MCP 106902 ratify the decisions of the Committee at its meeting on 08/11/2010 to authorise Todd Raumer to expend up to \$3,062.50 and \$4,106.85 per week on cleaning contractors and security respectively.

RESOLVED that motion 5 be **CARRIED** Yes 5 No 0 Abstain 0 Invalid 0

6 COST – WICKHAM STREET LIFT

MOTION WITHOUT DISSENT

Submitted by CVBC representative

Resolved that the cost of maintenance , repair or refurbishment of the Wickham Street lift, including any maintenance contract with a lift service company and/or communications company currently the subject of a Management Statement between Cathedral Village Body Corporate and Canterbury and Westminster BUP be charged to the Unrestricted Administration Fund or Sinking Fund as the case may be of the Cathedral Place Community Body Corporate and recovered in due course by levies on its members consistent with the voting entitlements of the members until this motion is either amended or revoked by a similar motion in general meeting and the Treasurer be authorised to implement this motion.

MOTION WITHDRAWN

7 OTIS PAYMENTS

MOTION WITHOUT DISSENT

Submitted by CVBC representative

Subject to approval of the motion above, the treasurer is authorised to accept and pay all outstanding charges from Otis charged to CPCBC for the servicing of the Wickham Street lift that appear in the suspense Account as a debt owing by Cathedral Village Body Corporate and charge these invoices to the Unrestricted Administration Fund of CPCBC

MOTION WITHDRAWN

8 REPLACEMENT CHAIRMAN

MOTION WITHOUT DISSENT

Submitted by CVBC representative

Due to the conflict of interest that has arisen following the appointment of Todd Raumer as an employee of CPCBC to service the caretaking and contract management functions of caretaker to the residential common areas and CPCBC community areas with his position as a committee member of CPCBC, the position of Chairman CPCBC be declared vacant upon declaration of a quorum at the commencement of this meeting and nominations taken from the floor for the appointment of a replacement Chairman until the conclusion of the election process at the next Annual General Meeting and further his position as a committee member of CPCBC also be declared vacant.

AMENDED TO READ

Due to the conflict of interest that has arisen following the appointment of Todd Raumer as an employee of CPCBC to service the caretaking and contract management functions of caretaker to the residential common areas and CPCBC community areas with his position as a committee member of CPCBC, the position of Chairman CPCBC be declared vacant and nominations taken from the floor for the appointment of a replacement Chairman until the conclusion of the election process at the next Annual General Meeting and further his position as a committee member of CPCBC also be declared vacant.

RESOLVED that the amended motion be **Defeated** Yes 1 No 5 Abstain 0 Invalid 0

9 REPLACEMENT REPRESENTATIVE

MOTION WITHOUT DISSENT

Submitted by CVBC representative

The members CPCBC noting the procedure adopted to replace Larry Cowling as Representative to CPCBC from Kensington Sandringham BUP due to his alleged conflict of interest as an employee of Star BMS during its tenure as caretakers to the complex hereby request the Secretary of the member to conduct a process to appoint a replacement Representative to CPCBC as soon as possible due to the current Representative's employment with CPCBC in the role of Contract Manager/Caretaker to the residential and CPCBC common and community areas.

RESOLVED that motion 9 be **CARRIED** Yes 6 No 0 Abstain 0 Invalid 0

10 FUNDS BALANCES

RESOLUTION WITHOUT DISSENT

Submitted by CVBC representative

That the following motion replace motion 3 on the AGM of CPCBC dated 5 June 2008.

That the opening balances of the respective funds of the CPCBC as at the 1 September 2007 are to be as follows by reference to the spreadsheets version 5.0 emailed to the Treasurer on 5 August 2010 by representative CVBC:-

- Unrestricted sinking Fund \$140,893.16 in surplus funds
- Restricted Sinking Funds \$841,502.11 in surplus funds
- Respective on charge to BUP Sinking Funds by invoice \$608,799.52
- Restricted Administration Fund \$3,854,253.30 in surplus funds
- Unrestricted Administration Fund \$1,287,964.88 in surplus funds
- Respective on charge by invoice through suspense Account \$5,087,496.78

RESOLVED that motion 10 be **DEFEATED** Yes 1 No 4 Abstain 1 Invalid 0

11 LIFTS – FUND ALLOCATION

MOTION WITHOUT DISSENT

Submitted by Duhig representative

Resolved that the maintenance contract with lift service company OTIS that is currently in place, be charged to the Unrestricted Administration Fund or Sinking Fund as the case may be of the Cathedral Place Community Body Corporate and recovered in due course by levies on its members consistent with the voting entitlements of the members until this motion is either amended or revoked by a similar motion in general meeting and the Treasurer be authorised to implement this motion.

MOTION WITHDRAWN

12 COSTS – WICKHAM STREET LIFT

MOTION WITHOUT DISSENT

Submitted by Duhig representative

Subject to approval of the motion above, the treasurer is authorised to accept and pay all outstanding charges from OTIS charged to CPCBC for the servicing of the Wickham Street lift that appear in the Suspense Account as a debt owing by Cathedral Village Body Corporate and charge these invoices to the Unrestricted Administration Fund of CPCBC and further to refund to Notre Dame Body Corporate, Oxford Cambridge Body Corporate, Canterbury Westminster Body Corporate, Duhig Body Corporate and Kensington Sandringham Body Corporate any OTIS Charges paid by these bodies corporate relating to the same period as those charges that appear in the Suspense Account as a debt owing by Cathedral Village Body Corporate and to treat those charges in the same manner as the charges for the Cathedral Village Body Corporate – that being to charge these invoices to the Unrestricted Administration Fund.

MOTION WITHDRAWN

13 AMENDMENT OF BY-LAW 29
Submitted by Duhig representative

COMPREHENSIVE RESOLUTION

That Motion 2 passed at the EGM BY COMPREHENSIVE RESOLUTION held on May 11, 2006, by which the Body Corporate purported to amend its By-laws by adding a new By-law 29 which deleted part of By-law 22, deleted By-law 22A and replaced By-law 23, be revoked so that By-laws 22-23, as reprinted below, in place at May 11,2006, remain unchanged.

Original By-Lays 22-23 to remain unchanged

22. Use of Building Manager's Lot

Lot 4 in the Building Units Plan to be known as Notre Dame, and Lot 64 in the Building Units Plan known as Oxford and Cambridge and until both of these lots are completed and registered such other lot or combination of lots in Cathedral Place as are used for the purposes of management and letting in accordance with By-law 23 ("the Management Unit") may be used for the purposes of Management of the property and for the sale and letting of units in the buildings on behalf of the proprietors, and the rendering of such services to occupants of units in the building and may without the consent of the Body Corporate Committee display signs or notices for the purpose of offering for sale or for lease or for letting any unit in the building. The right to use said lots for these purposes must not be revoked without the written consent of the proprietor of the lot. For the purposes aforesaid the Body Corporate shall have power to grant to the proprietor of the Management Unit the right to carry on in the property the business of letting units in the building and for the purpose to enter into any appropriate agreement on such terms and conditions as the Body Corporate may deem fit.

22A.

Except as authorised in By-Law 22, the Body Corporate prohibits the use of any part of the Cathedral Place Development (which includes the common property of the Community Body Corporate and all the lots and common property of the buildings known as Cathedral Village, Duhig, Kensington and Sandringham, Canterbury and Westminster, Oxford and Cambridge and Notre Dame)for the purposes of the sale and letting of the lots or car parks within the development on behalf of proprietors except for the sale of lots within the development by Cathedral Place Developments Pty Ltd.

23 Body Corporate Empowered to Enter into agreements

- (a) The Body Corporate shall be empowered to enter into Agreements from time to time with the proprietor of the Management Unit or any party associated with the said proprietor who has care and control of the said lot to caretaker and or manage the common property of subsidiary bodies corporate and the buildings at Cathedral Place and to let lots upon such terms and conditions as the Body Corporate shall decide upon in general meeting.
- (b) The proprietor of the Management Unit, or any party associated with the said proprietor who has care and control of the said lot is authorised to be the letting agent for such of the proprietors of Cathedral Place who shall desire to appoint such party as their letting agent.
- (c) The Committee of the Body Corporate hereby consents to the manager's application to the Auctioneers and Agents Committee of the Office of Corporate Affairs to conduct a letting business in relation to the units in Cathedral Place from the Management Unit.

RESOLVED that motion 13 be **DEFEATED** Yes 4 No 1 Abstain 1 Invalid 0

14 AMENDMENT TO CAR PARK ALLOCATION SCHEDULE BY LAW 25
Submitted by Duhig representative

RESOLUTION WITHOUT DISSENT

That Motion 2 passed at the EGM **BY Resolution Without Dissent** held on December 03, 2007, by which the Body Corporate purported to amend its By-laws by amending the car park allocation schedule approved by By-Law 25, be revoked.

RESOLVED that motion 14 be **DEFEATED** Yes 0 No 6 Abstain 0 Invalid 0

15 AMENDMENT BY LAW 27 (E) (1ii) LEVIES: RESTRICTED COMMON PROPERTY **RESOLUTION WITHOUT DISSENT**
Submitted by Duhig representative

That Motion 15 passed at the AGM **BY Resolution Without Dissent** held on June 05, 2008, by which the Body Corporate purported to amend its By-laws by amending By-law 27 (E) (1ii), be revoked.

RESOLVED that motion 15 be **DEFEATED** Yes 0 No 6 Abstain 0 Invalid 0

16 AMENDMENT TO CAR PARK ALLOCATION SCHEDULE BY-LAW 25 REPLACE INCORRECT PLAN **RESOLUTION WITHOUT DISSENT**
Submitted by Duhig representative

That Motion 12 passed at the AGM **BY Resolution Without Dissent** held on June 05, 2008, by which the Body Corporate purported to amend its By-laws by amending the car park allocation schedule approved by By-law 25, be revoked.

RESOLVED that motion 16 be **DEFEATED** Yes 0 No 6 Abstain 0 Invalid 0

17 RECORDING OF BY LAWS **COMPREHENSIVE RESOLUTION**
Submitted by Duhig representative

That the Committee of the Cathedral Place Community Body Corporate is to be authorised to expend funds to instruct a solicitor (that is chosen by the committee) to ensure that the By-laws of Cathedral Place Community Body Corporate reflect all resolutions passed as at the conclusion of this meeting and is authorised to take all necessary steps to ensure that the amendments, deletions or otherwise to the By-laws are recorded with the registrar of Titles (as referred in the Mixed Use Development Act Section 206)

MOTION WITHDRAWN

18 OPENING BALANCES BUP EXPENSES **ORDINARY RESOLUTION**
Submitted by Duhig representative

That the treasurer is authorised to remove the outstanding charge of \$19,822.01 (\$18,020.00 ex GST) that appears in the Suspense Account as a debt owing by Cathedral Village Body Corporate and charge the amount of \$18,020.00 to the Unrestricted Administration Fund of CPCBC and recovered in due course by levies on its members consistent with the voting entitlements, and further to refund

- \$18,110.40 to Notre Dame Body Corporate,
- \$5,601.20 to Oxford and Cambridge Body Corporate,
- \$11,836.00 to Canterbury and Westminster Body Corporate,
- \$10,089.20 to Duhig Body Corporate and
- \$9,581.00 to Kensington Sandringham Body Corporate.

As these charges totalling \$55,217.80 (\$50,198.00 ex GST) having already been paid by these bodies corporate relating to motion 4 of the general meeting of the community body corporate held on the 04/06/2008.

And that the total of \$50,198.00 ex GST be charged to the Unrestricted Administration Fund of the community body corporate and recovered by a special levy on its members consistent with the voting entitlements. The levy to be due and payable on, or as close as possible, to the date that the refunds and removal of the charges are made.

MOTION WITHDRAWN

CLOSURE

There being no further business the chairperson declared the meeting closed at 6.55pm.

CONFIRMED AS A TRUE AND ACCURATE RECORD

Chairperson: _____ **Date:** _____