

# **BRIDGE CITY MANAGEMENT ASSOCIATION (RF) NON-PROFIT COMPANY**

Registration No. 2007/027692/08



**BRIDGE CITY**  
MANAGEMENT ASSOCIATION

## **Annual Report**

**For the year ended 28 February 2022**



**Bridge City Management Association (RF) NPC**  
Registration No. 2007/027692/08

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## Bridge City Management Association (RF) NPC

Registration No. 2007/027692/08

### Notice of Meeting

Notice is hereby given that the Annual General Meeting of the Members of the Bridge City Management Association (RF) NPC (“the Association”) will be held at Dr. Pixley Ka Isaka Seme Hospital, 2<sup>nd</sup> Floor Boardroom as well as via Microsoft Teams on **Thursday, 25 August 2022 at 11h00** for the following purposes:

1. To receive and adopt the audited annual financial statements for the year ended 28 February 2022 which incorporates the Chairman’s report to members, and the report of the independent auditors.

2. To re-appointment Stuart Edwards & Co as the auditors of the Association.

3. To elect directors in terms of Article 5.3 of the Memorandum of Incorporation.

The Board shall comprise not less than **four (4) no more than ten (10) directors during the Development period, four (4) of whom shall be nominees of the Developer**. It would facilitate secretarial procedures if nominations for the appointment of Directors could be received no later than 16 August 2022:

- By email to [Hloniphani@urbanmgt.co.za](mailto:Hloniphani@urbanmgt.co.za)

Nominations must be in writing with the name of the proposer and seconder, the acceptance of such nomination by the nominee, and should be accompanied by the curriculum vitae of such nominee.

4. To transact such other business as may be transacted at an annual general meeting.

#### **NOTE:**

Any member entitled to attend and vote is entitled to appoint a proxy to attend, vote and speak in his/her stead, and such proxy need not also be a member of the Company. A proxy form is enclosed for this purpose.

Items for discussion under any agenda item should be advised to the Chair Bridge City Management Association via email to [Hloniphani@urbanmgt.co.za](mailto:Hloniphani@urbanmgt.co.za) by no later than the 16 August 2022. *Please note that due to renovations taking place at the management offices, there will not be an option for mail delivery by post or hand.*

In terms of clause 14.12 of the Memorandum of Incorporation, any member who is 60 (sixty) days or more in arrears in the payment of any levies due to the Association in terms of the MOI, shall not be allowed to vote at the meeting, either in person or by proxy By order of the Board



**Bridge City Management Association (RF) NPC**  
Registration No. 2007/027692/08

**Directors Nomination Form for the Annual General Meeting of 25 August 2022**

I, the undersigned: .....

duly authorised representative of: .....

being a fully paid up member of the Association and registered owner of Ptn: .....

in the area known as BRIDGE CITY, hereby nominate for appointment as Director of the Association:

.....

\_\_\_\_\_  
Proposer's signature

\_\_\_\_\_  
Nominee's signature

**Directors Nomination Forms should be delivered to Bridge City Management Association by 16 August 2022:**  
By email to [Hloniphani@urbanmgt.co.za](mailto:Hloniphani@urbanmgt.co.za)

*Please note that due to renovations taking place at the management offices, there will not be an option for mail delivery by post or hand.*



**Bridge City Management Association (RF) NPC**

Registration No. 2007/027692/08

**Form of Proxy**

I, the undersigned.....

duly authorised as representative of.....

being a fully paid up member of the Association and registered owner of Ptn No: .....

in the area known as BRIDGE CITY, hereby appoint:

..... (Name of Proxy)

Or, failing him/her, the Chairman of the meeting, as my proxy to vote for me and on my behalf at the Annual General Meeting of the Association to be held on 25 August 2022.

I record that my proxy will vote as he/she thinks fit.

Signed at: ..... this..... day of.....2022

Signature: .....

FOR AND BEHALF OF: .....

**Proxy forms should be delivered to Bridge City Management Association by 16 August 2022:**

By email to [Hloniphani@urbanmgt.co.za](mailto:Hloniphani@urbanmgt.co.za)

*Please note that due to renovations taking place at the management offices, there will not be an option for mail delivery by post or hand.*



## **Bridge City Management Association (RF) NPC**

Registration No. 2007/027692/08

### **Agenda**

**1. Welcome**

**2. Apologies**

**3. Notice of meeting and quorum**

The quorum required for the Annual General Meeting is 15% of the voting rights entitled to vote, personally present, or by its duly authorized representative – subject to a minimum of three (3) members, with one (1) member from the Developer during the Development Period.

**4. To adopt the Minutes of the Annual General Meeting held on 31 August 2021.**

**5. Matters arising from the previous Annual General Meeting minutes**

**6. Chairman's Report to be presented**

**7. Resolution 1:** To receive and adopt the annual financial statements for the year ended 28 February 2022, which incorporates the Chairman's report to members, and the report of the independent auditors.

**8. Resolution 2:** To re-appoint Stuart Edwards & Co as the auditors of the Company.

**9. Resolution 3:** To elect Directors for the ensuing year. Current directors who will resign include: Simphiwe Maphumulo, Mbongiseni Godswill Gcaba, Mtura Matshini, Jimmy Mthethwa, Trevor Naicker and Kevin Matthews. The following directors will be available for re-election: Simphiwe Maphumulo, Mtura Matshini, Jimmy Mthethwa, Trevor Naicker and Kevin Matthews.

**10. General**

**11. Close of Meeting**

**By order of the Board**



## Bridge City Management Association (RF) NPC (“BCMA”)

Registration No. 2007/027692/08

### Minutes of the Bridge City AGM held via Microsoft Teams Meeting on 31 August 2021 at 10h00

#### Directors:

Name	Initial	Representing	Present	Apologies
Simphiwe Maphumulo	SMap	Garlicke & Bousfield	In attendance	
Mtura Matshini	MM	Tongaat Hulett Properties (THP)		Apologies
Karen Petersen	KP	Tongaat Hulett Properties (THP)		Apologies
Bongi Gcaba	BG	KZN Department of Health	In attendance	
Dr. Jimmy Mthethwa	MT	KZN Department of Health	In attendance	
Sipho Evans	SE	Capital Land	In attendance	
Kevin Matthews	KM	Mpact	In attendance	
Siyabonga Hlengwa	SH	Hlengwa/Zulu Investments		Apologies

#### By Invitation:

Name	Initial	Representing	Present	Apologies
Yusuf Khan	YK	Imbali Props	In attendance	
Nafisa Tootla	NT	Imbali Props	In attendance	
Brian Wright	BW	Bridge City MA	In attendance	
Maxine Schilz	MS	Bridge City MA	In attendance	
Joanne Barnard	JB	Bridge City MA	In attendance	
Nwabisa Mkhize	NM	Bridge City MA	In attendance	
Hloniphani Mpanza	HM	Bridge City MA	In attendance	
Cherrie Francis	CF	Bridge City MA	In attendance	
Fabian Naidoo	FN	Stuart Edwards & Company	In attendance	

AGM 1/21	Welcome and Introductions	Action
	The Chair welcomed all to the Annual General Meeting of Members of the Bridge City Management Association (BCMA) (RF) NPC.	
AGM 2/21	Apologies	
	Apologies were recorded as listed above.	
AGM 3/21	Quorum	
	Attendees confirmed having received due notice of the meeting.  The meeting noted that quorum required for the Annual General Meeting was 15% of voting rights entitled to vote, personally present, or by its duly authorised representative subject to a minimum of 3 members with 1 member from the Developer during the Development period. With these members being present and notice being properly given, the Chair declared the meeting duly constituted.	

<b>AGM 4/21</b>	<b>Introductions of the Board and the Management Team</b>	
	<p>The Chair introduced the meeting to the Directors and Management Team:</p> <ul style="list-style-type: none"> <li>• Simphiwe Marcus Maphumulo      Garlicke &amp; Bousfield</li> <li>• Mbongiseni Godswill Gcaba      KZN Department of Health</li> <li>• Dr Jimmy Mthethwa              KZN Department of Health</li> <li>• Siyabonga Desmond Hlengwa      Hlengwa/Zulu Investments</li> <li>• Mtura Matshini                      Tongaat Hulett Properties</li> <li>• Karen Petersen                      Tongaat Hulett Properties</li> <li>• Siphso Evans                         Capital Land</li> <li>• Kevin Matthews                      Mpact</li> </ul> <p>The Chair further introduced Brian Wright, Nwabisa Mkhize, Maxine Schilz, Hloniphani Mpanza, Joanne Barnard and Cherrie Francis of the BCMA's Management Team, noting that Fabian Naidoo was in attendance as a representative of the Auditors, Stuart Edwards &amp; Co.</p>	
<b>AGM 5/21</b>	<b>To adopt the Minutes of the Annual General Meeting held on 20 August 2020</b>	
	<p>The Minutes of the Annual General Meeting held on <u>20 August 2020</u> had been circulated to attendees before the meeting. It was noted that there were no changes to the minutes and were subsequently <b><u>proposed by Siphso Evans (SE) and seconded by Bongsi Gcaba (BG). The minutes were therefore approved and adopted.</u></b></p>	
<b>AGM 6/21</b>	<b>Matters Arising from Previous Minutes</b>	
	<p>The meeting noted the Action Log as circulated ahead of the meeting. All actions are taken as completed or appeared elsewhere on the agenda.</p>	
<b>AGM 7/21</b>	<b>Chairman's Report to Be Presented</b>	
	<p>The meeting noted the Chairman's Report, as circulated ahead of the meeting, which was taken as read and by exception.</p>	
<b>AGM 8/21</b>	<b>Resolution 1 – To receive and adopt the annual financial statements for the year ended <u>28 February 2021</u>, which incorporates the Chairman's report to members, and the report of the independent auditors.</b>	
	<p>The meeting noted that the Annual Financial Statements were approved by the Board ahead of the AGM. Fabian Naidoo (FN) from Stuart Edwards &amp; Co invited comments on the AFS of which there were none, therefore the Chair called for a proposer and seconder for the AFS to be approved and adopted.</p> <p><b><u>As proposed by BG and seconded by SE, the motion was put to the meeting and unanimously carried.</u></b></p>	
<b>AGM 9/21</b>	<b>Resolution 2: To re-appoint Stuart Edwards &amp; Co as the auditors of the Company.</b>	
	<p>The meeting noted that according to Section 139 (2) of the Companies Act 2013, all listed companies and certain categories of unlisted companies were required to mandatorily rotate their auditors. The Chair, however explained that mandatory partner rotation requirements had been extended to 1 April 2023 due to COVID-19 and as such Stuart Edwards &amp; Company was retained as the signing partner for the 2021 financial year.</p>	



	With the above being taken into account, the Chair proposed the re-appointment of Stuart Edwards & Co as the auditors of the Company, motion was put to the meeting and <b><u>was unanimously carried.</u></b>	
<b>AGM 10/21</b>	<b>Resolution 3: To elect directors for the ensuing year</b>	
	<p>The Chair explained that the Directors would retire at this Annual General Meeting. It was noted that the Tongaat Hulett Properties (THP) appointed Directors are automatically re-elected: Mtura Matshini (MM), Karen Petersen (KP) and Simphiwe Marcus Maphumulo (SMap) were directors re-appointed by virtue of their role.</p> <p>In addition, the following non-THP directors were available for re-election:</p> <ul style="list-style-type: none"> <li>• Mbongiseni Godswill Gcaba - KZN Department of Health</li> <li>• Dr. Jimmy Mthethwa - KZN Department of Health</li> <li>• Siphos Evans - Capital Land</li> <li>• Kevin Matthews - Mpact</li> </ul> <p>The meeting noted the Companies Act of 2008 required that Directors be individually elected, and as such he called for nominations of directors:</p> <ul style="list-style-type: none"> <li>• Mtura Matshini – nominated by Tongaat Hulett Properties, seconded by Simphiwe Maphumulo.</li> <li>• Simphiwe Maphumulo – nominated by Tongaat Hulett Properties, seconded by Siphos Evans.</li> <li>• Karen Petersen – nominated by Tongaat Hulett Properties, seconded by Kevin Matthews.</li> <li>• Bongis Gcaba – nominated by Simphiwe Maphumulo and seconded by Siphos Evans.</li> <li>• Siphos Evans – nominated by Simphiwe Maphumulo and seconded by Kevin Matthews.</li> <li>• Kevin Matthews – nominated by Simphiwe Maphumulo and seconded by Siphos Evans.</li> <li>• Dr. Jimmy Mthethwa – nominated by Simphiwe Maphumulo and seconded by Bongis Gcaba.</li> </ul> <p>There were no objections to the nominations, the Chair moved that the nominees be elected to the Board until the next Annual General Meeting. <b><u>The motion was unanimously carried.</u></b></p> <p><b><i>Post meeting note: Siphos Evans subsequently advised the Management Team that he had resigned from Capital Land and as such would not be available to stand as a director on the BCMA Board.</i></b></p>	CF
<b>AGM 11/21</b>	<b>General</b>	
	None.	
<b>AGM 12/21</b>	<b>Meeting Closure</b>	
	There being no further business the Chair thanked the members for their attendance and gave special thanks to the UrbanMGT team for their efforts especially through the civil unrest and throughout the COVID-19 lockdown. The meeting was declared closed at 10h30.	

Read and confirmed this \_\_\_\_\_ day of \_\_\_\_\_ 2021.

\_\_\_\_\_  
**Chair**

# Bridge City Management Association (RF) NPC

Registration No. 2007/027692/08

## Summary of Actions

### AGM meeting – 31 August 2021



	Date of meeting:	Minute no.	Action:	By whom	Status
1.	31/08/2021	AGM 10/21	<b>Resolution 3: To elect directors for the ensuing year</b> <ul style="list-style-type: none"><li>• CF to attend to the resignation of SH.</li></ul>	CF	In progress