

## DREAM VACATION CLUB

### MINUTES OF THE ANNUAL GENERAL MEETING OF THE MEMBERS OF DREAM VACATION CLUB, HELD AT BRYANSTON COUNTRY CLUB ON 20<sup>th</sup> OCTOBER 2008

**PRESENT** : **R W DICKSON**  
: **D I GORDON**  
: **MEMBERS AS PER ATTENDANCE REGISTER**  
: **STAFF OF LEISURE OPTIONS (PTY) LTD AND  
DREAM VACATION CLUB**

#### NOTICE OF MEETING

The Chairman welcomed everybody and thanked them for their attendance. Then, as notice had been given and a quorum was present, the meeting was declared duly constituted.

Apologies had been received from F J Swanepoel (Trustee) and the Auditors representative. Members' apologies had been listed and were duly noted.

#### **1. APPROVE THE MINUTES OF THE PREVIOUS ANNUAL GENERAL MEETING**

The Chairman stated the Minutes had been made available on the website and, as there had been no objections received, this practice would continue. There being no questions raised, the Minutes were accepted as a true record.

#### **2. RECEIVE A REPORT FROM THE CHAIRMAN OF THE BOARD OF TRUSTEES**

The report was reviewed with the Chairman giving details of activities and purchases made during the previous year. There are various resorts undergoing refurbishment and these were highlighted and discussed.

Another area of improvement worth mentioning was the application to introduce game at **Nibela Lake Lodge**. Although the issue of the relevant permits had been delayed by Nature Conservation, it was hopeful these would be in place by the end of 2008.

Unfortunately, **Avalon Springs Hotel** had sustained flood damage to the carpets in the Reception area, Restaurant and Kitchen during a recent electrical storm and heavy downpour. The swimming pools had also flooded. The Chairman thanked the Management and staff of the resort for all their hard work in getting the hotel up and running in such a short time following the flood.

The Chairman advised that the Club had recently completed the purchase of the remaining land at **Stonehill River Lodge**, for development at a later stage. 'Croc paddlers' (boats) were now available at Stonehill for use under strict supervision.

It was unlikely that the new units at **Paradise View** near Xai Xai in Mozambique would be ready before the end of 2008 due to building problems. The units at **Bilene Beach Club**, which are ready for occupation, are unlikely to be available, not through any fault of the developer but due to local government bureaucracy.

The Chairman thanked all staff – both Head Office and at the various resorts -for their hard work during the year.

### **3. CONSIDER THE AUDITED FINANCIAL STATEMENTS FOR THE PREVIOUS YEAR**

The Auditors Report together with the Annual Financial Accounts had been made available on the website. Hard copies were available on request. The Chairman invited questions from the members. There being none raised, the Annual Financial Statements were approved.

### **4. APPOINTMENT OF AUDITORS AND APPROVAL OF AUDITOR REMUNERATION**

The meeting agreed to the reappointment of the current Auditors and approved their fee as listed in the Financial Statements.

### **5. ELECTION OF TRUSTEES**

The Chairman stated that no other nominations for Trustee had been received and invited nominations from the floor. None were forthcoming and Messrs Dickson, Gordon and Swanepoel were duly re-appointed.

### **6. SPECIAL RESOLUTIONS TO AMEND THE CONSTITUTION AND SCHEME RULES**

#### New Clause 8 (v)

The reason for the inclusion of this clause is that, even though the loans/advances are paid by Sandton Sales (Pty) Ltd, the development company, the properties being purchased are registered in the name of Dream Vacation Club. Therefore, the Banks have requested that it should be the Club standing surety for such loans/advances.

Currently the value of the Club's property portfolio stands at R766million and the Chairman asked for the meetings' approval of this resolution. Members' proxies received voted in favour of the amendment; there was one against and three abstentions. Approval of this resolution was proposed by P Hobyane and seconded by E Geysler. A suggested limit was raised by C Hutton and duly noted. Clause 8 (v) will read as follows:

*To arrange that the Club is able to stand as surety for any loans or advances made by a financial institution to the development company, Sandton Sales (Pty) Ltd, in order to build or improve the holiday accommodation for the Club.*

## New Clause 8 (w)

The logic behind this is that the Club has an 8 month delivery promise to its members regarding accommodation requests. Unfortunately, there are some opportunists booking up to 6 weeks of peak time – mainly those in April and December weeks 51 & 52 - which is not for their own use. The Chairman wants approval of this clause which will limit the amount of peak weeks being booked by any one member. In this way every member will have fair usage of the peak weeks.

Members' proxies that were received voted in favour; there were none against and three abstentions.

The resolution was proposed by L Nonhlanhla, seconded by C Hutton and accepted.

Clause 8 (w) will read as follows:

*To limit the number of weeks a member can book during the peak periods or specialised events to ensure a fair distribution between all members*

## **Club Scheme Rules - Amendment to rule 1(e)**

The Chairman advised the reason for this amendment was that the Club system does not allow for points to be carried over i.e. a member has points expiring at the end of 2008 so telephones in November 2008 but only wants the holiday booking for March 2009, hence the need for further clarification. In this regard, points will be considered utilised only once the member has made a booking and checked into the resort. The resolution was approved by the meeting. Proxies received from members voted in favour; there were no votes against and three abstentions.

## **7. TISA AFFILIATION**

Sandton Sales (Pty) Ltd, the development company, and Leisure Options (Pty) Ltd are both members of TISA and pay annual fees. The Club also pays a fee for each new member. In addition to which, a large number of the resorts pay TISA which are included in the resorts' levies.

The Chairman felt that the membership fees paid by the Club to TISA, in addition to the initial fee charged, and the amounts paid by Sandton Sales (Pty) Ltd and Leisure Options (Pty) Ltd, would bring no real benefit to Club members and therefore the Club should not join TISA. The meeting voted in favour of not joining TISA.

## **8. RCI AGREEMENT/AFFILIATION**

The Chairman advised the meeting that the Club pays substantial fees to RCI. In addition, fees are also paid when exchanges are done. The financial cost is substantial. The Trustees had given RCI notice and the current agreement would expire on 31 December 2008.

The Trustees believe that the Club would be in a better position to offer their members overseas accommodation by doing the rentals themselves rather than be

reliant on RCI for such bookings. In this way, the fees presently paid to RCI could be put to better use for the benefit of Club members and it would be more likely that members would get what they want, when they want.

The meeting approved cancellation of the RCI Affiliation/ Agreement.

**9. ANY OTHER BUSINESS**

There being no further business, the Chairman thanked everyone for their time and declared the meeting closed.

Read and approved this \_\_\_\_\_ day of \_\_\_\_\_ 200

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CHAIRMAN