MINUTES OF ANNUAL GENERAL MEETING

VSP BODY CORPORATE BC 509950



CITY SMART | REGION SAVVY | NATIONWIDE

Date: Thursday, 20 June 2024

Time: 5:00pm

Location: Offices of APL Property Ltd, Level 4, Access Radio House, 35 Ghuznee St, Wellington

1. INTRODUCTION

Welcome to the Annual General Meeting for Body Corporate 509950 or those owners who may not be familiar with bodies corporate, there is useful information on the website below:

https://www.unittitles.govt.nz/

Acknowledgement of those present at meeting.

Owners Name(s)	Represented By	Units
Gareth John Redman		PU-10DN
Alan & Geraldine Jaques		PU-9BS, PU-CP34
Michael and Andrea Curtis		PU-1AN, PU-CP20
Wellington Diocesan Board of Trustees	Jean Malcom	PU-1BS, PU-CP36
Very Impressive Family Trust	Steve & Barbara Marriott	PU-11EN, PU-CP22
Colin Steven Marshall & Stacey Lyn Marshall		PU-11FS, PU-CP65
Mable Shirley		PU-12FN, PU-CP18
Cut the Mustard	Lizz Santos	PU-1RN
Vatican Investments	Matt Monroe	PU-3AN
Calvin Poy		PU-3BS
Sophie Janet Ballinger Dawson		PU-5GN
Michael Thingnes		PU-5ES, PU-S106, PU-CP29
Gene Mitchell		PU-6BS
Joanna Margaret		PU-6CS
Adam Scott McRae		PU-8BN, PU-CP42
M & N Rania Family		PU-9AN, PU-S116
CSG Properties	Sarah & Curtis Goodwin	PU-9CS, PU-CP34
Blue Hippo Trust	Sam Taylor	PU-3FS
Terence Melvin Wellington & Jeanette Ann Wellington & Blue 4 Trust		PU-9EN, PU-CP23
Pamela Burns		PU-1CS
Nigel & Martine Foster Family Trust	Nigel & Martine Foster	PU-9FS, PU-CP55, PU-CP48
Stuart Charles & Elizabeth Ann Mills		PU-10FN, PU-CP28
Russell and Sharon Cole		PU-6DN
Gary McKernan		PU-6BN, PU-CP04
Daniel Lui & Virginia Chan		PU-8EN, PU-S112, PU-CP41



Zoom Attendance

Owners Name(s) Unit(s)

Hings Family Trust PU-2DS, PU-2FS PU-4GS, PU-7GS

Les Ngan PU-8FS, PU-CP62

Alasdair Gardiner PU-8AN

Nikhil Bhanushali PU-7EN, PU-S109

2. CONFIRMATION OF CHAIRPERSON FOR THE MEETING

Ordinary Resolution: That Alan Jaques be elected chairperson for the meeting.

Moved: J. Malcolm / Seconded: N. Foster

CARRIED

2 Abstained

3. APOLOGIES / PROXIES / POSTAL VOTES

Postal votes had been received from:

Owners Name(s) Unit(s)
Kintail Estate Trust PU-11ES

Nigel Campbell PU-11BN, PU-CP35 Allen Keogh & Louise O'Brien PU-13BN, PU-CP69

Toboga Trust PU-4EN
Michael Connell PU-5GS
Aimee Paterson PU-7CN
Charlotte Connell PU-9GS
Alan Leahey PU-4AN
Amy Hodgkinson PU-9ES

Melanie Mckeown PU-6AS, PU-CP21
Edmund Norman PU-12BN, PU-CP05
Tertiary Education Union Te Hautū Kahurangi o PU-8BS, PU-CP26

Aotearoa

Janet King PU-11CS, PU-S103

Holly & Simon Bruce Millswell PU-10GN
Zk Family Trust PU-2RN
Xiaoyu Cai & & Shun Zhen Ng PU-10GS
Venice Limited PU-CP60

Greg Tunnicliffe and Karen Old PU-3GS, PU-CP47



Proxy votes had been received from:

Owners Name(s)	Unit(s)	Delegated to
KJ & LM Burns Limited	PU-13CN, PU-CP53	Alan Keogh
Graeme Mulligan	PU-10AS, PU-CP38	Alan Jaques
Jerry Jewett	PU-11AN	Alan Jaques
Raphael Thiery	PU-11AS, PU-CP33	Alan Jaques
Kevin Brown	PU-12DN	Alan Jaques
St Peter's (Wellington)	PU-1AS	Joan Malagles
Endowment Fund Trust Board		Jean Malcolm
Paul Larson	PU-3AS	Alan Jaques
Blue Hippo Trust	PU-3ES	Samuel Taylor
Himadri Seth & Aileen Lawson	PU-4FS	Alan lanuar
Smith		Alan Jaques
Alec McLean and Dinah Okeby	PU-5CN	Alan Jaques
The Charlotte Kerr Trust	PU-5DN	Alan Jaques
Graham and Tessa Christmas	PU-6CN	Alan Jaques
The Capital Apartments	PU-6DS	Alan Jaques
Lei Hao & Sophana Keo	PU-6GS, PU-CP46	Alan Jaques
Katherine Starling	PU-7FN	Gary McKernan (not in attendance)
SR & DM Low Family Trust	PU-9AS	Alan Jaques

Apologies had been received from:

Owners Name(s)	Unit(s)
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Greg Tunnicliffe and Karen Old PU-3GS, PU-CP47
Ryan Bransgrove PU-11FN, PU-CP64

Wilma Properties Ltd PU-4AS

Ordinary Resolution: That apologies, proxies and postal voted be received

Moved: S. Mills / Seconded: S. Dawson

CARRIED

4. VOTER ELIGIBILITY & QUORUM

A quorum for VSP Body Corporate for the Annual General Meeting is not less than 25% of the principal units. With 228 (207 eligible) principal units the quorum required is 57. With 76 eligible principal units represented at this meeting either in person, zoom, proxy or postal vote, it was confirmed that a quorum had been achieved. It is noted that there were a total of 5 units represented that were ineligible to vote due to unpaid levies.



5. SCRUTINEER

Should the body corporate wish to have another person outside of APL Property count the votes, the body corporate can appoint MTM Accounting as a scrutineer to ensure accuracy of votes.

<u>Ordinary Resolution</u>: That MTM Accounting be appointed as the scrutineer for decisions made at the 2024 AGM.

Moved: G. Jaques / Seconded: P. Burns

CARRIED

1 Against / 3 Abstained

6. CONFIRMATION OF MINUTES OF PREVIOUS ANNUAL GENERAL MEETING

<u>Ordinary Resolution</u>: That the minutes of the Annual General Meeting held 11 July 2023 including the above amendments be accepted as a true and accurate record.

Moved: N. Foster / Seconded: C. Marshall

CARRIED

7. BODY CORPORATE CHAIR REPORT

Ordinary Resolution: That the Body Corporate Chairperson's report be accepted.

Moved: G Mitchell / Seconded: C. Marshall

CARRIED

A query was raised as to how the Tenco embedded network works, and what benefit it provides to the Body Corporate. An explanation was provided by M. Monroe about the embedded electrical network.

8. FINANCIAL STATEMENTS

The Financial Statements to 31 March 2024 are appended to this document have been reviewed and approved by the Committee.

<u>Ordinary Resolution</u>: That financial statements for the period 1 April 2023 to 31 March 2024 be accepted as a true and accurate record of the financial position of the Body Corporate and approved.

Moved: N. Foster / Seconded: C. Marshall

CARRIED



<u>Ordinary Resolution</u>: That the 2023/24 budget deficit of \$47,724 NOT be recovered from Unit Owners by way of catch-up levy.

Moved: S. Mills / Seconded: A. McRae

CARRIED

1 Abstained

9. RETENTION OF RESERVE FUNDS POLICY

It was resolved at the 2023 AGM "That this AGM instruct the incoming body corporate committee to consider and propose a policy for retention of funds within the Body Corporate accounts with the intention that funds not required to operate may be used to offset future levies."

Committee member N. Foster prepared and presented the below recommendation for consideration of the Body Corporate:

- 1. That the BC agree to hold operating reserves of \$250,000 for unforeseen operating expenditure
- 2. That any operating funds held in reserves over \$250,000 at financial year end be applied in reduction of operating expenses in the following budget year.
- 3. That the operating deficit of \$47,724 for the March 2024 year NOT BE RECOVERED by way of a catch-up levy.
- 4. That the shortfall of \$17,000 in the proposed reserves (\$250,000 less \$233,000) as at 31 March 2024 be funded over two financial years by adding \$8,500 per year to budgeted operating expenses (and therefore levies) for the years ended March 2026, March 2027 if not reached earlier.

<u>Ordinary Resolution:</u> That VSP BC 509950 adopt the recommendation for retention of funds policy as presented.

Moved: N. Foster / Seconded: J. Malcolm

CARRIED

1 Against

10. APPOINTMENT OF AN AUDITOR

The Unit Titles Act requires that the financial statements be either:

- Submitted to an independent auditor for auditing, or
- Submitted to an accountant for review, or
- Undertake specific verification procedures as determined by the Body Corporate by special resolution at a general meeting.

Unless agreed by special resolution not to complete any of the above options.

It was resolved at the 2023 AGM "That this AGM instruct the incoming body corporate committee seek three quotes for each of three differing levels of financial assurance assessments for consideration of the 2024 AGM."



N. Foster on behalf of the committee approached a number of auditors seeking proposals and pricing and the committee presented his recommendation to the AGM.

<u>AMENDED Ordinary Resolution:</u> That the financial statements for the year (2025) be submitted to Mike Stewart of PKF Kendons for audit at an estimated cost of \$6,000 plus GST and disbursements.

Moved: N. Foster / Seconded: A. Jaques

CARRIED

2 Against / 5 Abstained

The Chair thanked N. Foster for his work on items 9 and 10 above.

11. INSURANCE

11.1 CURRENT INSURANCE POLICY

In accordance with Section 134 of The Unit Titles Act 2010, the Body Corporate must insure, and keep insured, all buildings and other improvements on the base land to their full insurable value.

	2022/23		2023/24	
	COVER	COST	COVER	COST
Material damage cover	89,744,000	511,810.63	93,656,000	629,281.53
Public liability	10,000,000	2,662.25	10,000,000	2,564.50
Office bearers' liability	1,000,000	4,318.25	1,000,000	3,261.40
TOTAL		518,791.13		635,107.43

The Body Corporate holds insurance with NZI 65% and AIG 35% via Aon New Zealand Limited through to 22 November 2024. This motion seeks to confirm the insurance in place and provide authority to the Committee to renew the policy upon expiry.

<u>Ordinary Resolution</u>: That the Body Corporate committee be authorized to obtain quotations at the time of renewal and place cover with the best option available.

Moved: C. Marshall / Seconded: S. Goodwin

CARRIED

4 Abstained

11.2 COVERWELL

The Chair spoke briefly on the CoverWell initiative that the Body Corporate has engaged with.



Further information about CoverWell and what they have done to date is available on their website here: https://www.coverwell.nz/resources.

11.3 INSURANCE PROFESSIONAL INDEMNITY INSURANCE FOR OFFICE HOLDERS

The current insurance has office bearers liability in place for the committee, this motion is to confirm the body corporates acceptance of this cover.

<u>Ordinary Resolution</u>: The Body Corporate authorises the Body Corporate Committee to hold professional indemnity insurance for elected members of the Body Corporate Committee and Body Corporate Chairperson as considered appropriate, and to levy the cost of the insurance in accordance with sections 115 and 121 of the Unit Titles Act 2010.

Moved: M. Shirley / Seconded: S. Mills

CARRIED

1 Against / 1 Abstained

11.4 INSURANCE EXCESS ON CLAIMS & COSTS INCURRED NOT COVERED BY INSURANCE POLICY

<u>Ordinary Resolution</u>: That the Owner, and not the Body Corporate, is to pay any excess (and any costs not covered by insurance policy) in the event of a claim, except where claim relates to common property in which case the Body Corporate is to pay excess, notwithstanding that if damage being claimed for is attributable to actions, or inactions, of an Owner(s) or their resident(s) then the Owner(s) of the unit is to pay excess and any costs incurred not covered by the insurance policy.

Moved: C. Marshall / Seconded: A. Jaques

CARRIED

2 Abstained

11.6 LOSS OF RENTS, ALTERNATIVE ACCOMMODATION, LANDLORDS CHATTELS

As agreed at the 2021 AGM the Body Corporate does NOT include Landlord Chattels, Loss of Rents and Alternative Accommodation Cover in the insurance policy, HOWEVER, if there was an opportunity for owners to opt-in for landlord chattels and loss of rents for a one-off charge for individual units then that option would be offered to owners (note that is at the discretion of the insurer, that it is not guaranteed that this option would be available). This additional cost would be on-charged to the unit owners who opt-in with an administration fee of \$25 from APL Property Limited.



12. VALUATION FOR INSURANCE PURPOSES

Under the Unit Titles Act 2010, Bodies Corporate must insure and keep insured all buildings and other improvements on the base land to their full insurable value. An annual valuation for insurance purposes is recommended to ensure the complex is fully insured. However, insurers only require valuations to be undertaken every 2 years.

The last insurance valuation was conducted on 1 June 2023.

<u>Ordinary Resolution</u>: That a valuation of the Body Corporate buildings for insurance purposes NOT be obtained in 2024, and that the next valuation for insurance purposes be completed in 2025.

Moved: G. Mitchell / Seconded: A. Jaques

CARRIED

1 Abstained

13. LONG-TERM MAINTENANCE PLAN & UPCOMING WORKS

The Unit Titles (Strengthening Body Corporate Governance and Other Matters) Amendment Act 2022 requires all large bodies corporates to have a Long-Term Maintenance Plan (LTMP) which covers a period of 30 years and is reviewed every three years at a minimum to ensure adequate funding is available for future planned maintenance and improvements.

It is noted that the LTMP was last reviewed and extended to 30 years by Plan Heaven as at 1 April 2023, and will next be due for review as at 1 April 2026.

14. HEALTH & SAFETY AT WORK ACT

The Health & Safety at Work Act 2015 (HSWA) came in to force in April 2016. The HSWA introduces the concept of a Person Conducting a Business or Undertaking (PCBU) as the principal duty holder. The Body Corporate has a health & safety report and hazard register for the complex prepared by Plan Heaven and reviewed by the Committee to ensure any hazards noted are removed, minimised or highlighted and any new hazards are noted.

<u>Ordinary Resolution:</u> That the Body Corporate instructs the Committee to monitor, review and update the hazard register for the complex and to attend to any hazards as may be required to either remove, minimise or highlight them to ensure a safe environment for all residents, owners and visitors.

Moved: C. Marshall / Seconded: G. McKernan

CARRIED



15. 2025/26 BUDGET

The 2024/25 budget was approved at the 2023 AGM, held 11 July 2023.

The Body Corporate Committee have discussed at length the disadvantages of preparing an annual budget to be approved at the AGM in June/July, for the following financial year.

<u>Ordinary Resolution:</u> Before the end of the current financial year the Body Corporate Managers be authorised to prepare a budget for the next financial year for approval by the Body Corporate Committee, until formally ratified at the next AGM; and it is further resolved that levies for the next financial year be raised from 1 April as per the approved budget.

Moved: N. Foster / Seconded: J. Malcolm

CARRIED

The AGM agreed that the draft budget would be circulated to all owners for comment prior to preapproval by the committee, acknowledging that there would not be a lot of time for owners to respond.

N. Foster thanked A. Jaques for his work to produce this agenda item.

<u>Ordinary Resolution</u>: Pursuant to section 128(2) of the Unit Titles Act 2010, interest of 10% per annum will accrue and will be charged on any debt unpaid after the due date until date of payment. The Body Corporate Chairperson is authorised to instruct the Body Corporate Manager, or solicitors of its choice, to apply to the appropriate decision-maker to recover any overdue levy amounts, penalty interest accrued, debt collection costs and costs to lodge the application under section 124(2) of the Unit Titles Act 2010.

Moved: C. Marshall / Seconded: A. Jaques

CARRIED

16. ON-CHARGING OF COSTS

<u>Ordinary Resolution:</u> Where the body corporate has undertaken any repairs or work that it is required, for the benefit of 1 or more than 1 unit, including work that is from a wilful or negligent act, breach of rules or any other Regulation or Act, along with costs incurred for administration and collection these costs is recoverable as a debt for the unit(s) under Sections 126 and 127 of the Unit Titles Act 2010.

Moved: C. Marshall / Seconded: S. Mills

CARRIED

1 Against



17. ELECTION OF BODY CORPORATE CHAIRPERSON

A Body Corporate <u>must</u> elect a Chairperson (who must be the owner of a principal unit) by ordinary resolution at every annual general meeting of the body corporate. The current Chairperson is Alan Jaques.

The following nomination has been received, and accepted:

NAME	UNITS OWNED
Alan Jaques	PU-9BS & PU-CP24

<u>Ordinary Resolution:</u> That Alan Jaques be appointed as Body Corporate Chairperson to hold office until the end of the next Annual General Meeting.

Moved: P. Burns / Seconded: N. Foster

CARRIED

2 Abstained

18. BODY CORPORATE COMMITTEE MEMBERSHIP AND QUORUM

Under the Unit Titles Act 2010, at each AGM the Body Corporate must elect a Committee if there are 10 or more units, unless the Body Corporate votes by special resolution not to form a Committee.

<u>Ordinary Resolution:</u> That a maximum of ten (10) owners be appointed as Body Corporate Committee members, and that the number required for a quorum for Body Corporate Committee be set at three (3)

Moved: N. Foster / Seconded: G. Jaques

CARRIED

4 Against



19. ELECTION OF BODY CORPORATE COMMITTEE

At the date of distribution of this agenda the following nominations had been received and accepted:

NAME	UNITS OWNED
Alan Jaques	PU-9BS & PU-CP24
Adam McRae	PU-8BN & PU-CP42
Allen Keogh	PU-13BN & PU-CP69
Gary McKernan	PU-6BN & PU-CP04
Jean Malcom	PU-1BS, PU-CP36
Les Ngan	PU-8FS & PU-CP62
Lim Sernty	PU-1RS
Lizz Santos	PU-1RN
Matt Monroe	VSP-3AN
Nigel Foster	PU-9FS & PU-CP 55

<u>Ordinary Resolution:</u> That Alan Jaques, Adam McRae, Allen Keogh, Gary McKernan, Jean Malcom, Les Ngan, Lim Sernty, Lizz Santos, Matt Monroe and Nigel Foster be appointed as Body Corporate Committee members for hold office until the end of the next Annual General Meeting.

Moved: S. Mills / Seconded: S. Marriott

CARRIED

2 Abstained

Alan Jaques thanked the outgoing committee members, Jerry Jewett, Charlotte Connell and Sophie Dawson for their service to the committee, and congratulated the new and returning members.

20. DELEGATIONS

The following resolutions were voted in a block:

20.1. BODY CORPORATE CHAIR TO BODY CORPORATE COMMITTEE

<u>Special Resolution</u>: That the Body Corporate delegates to the Body Corporate Committee under section 108(1) of the Unit Titles Act 2010 the duties of the Chairperson set out in Regulation 11(1) (a) to (m) for the Unit Titles Regulations 2011.

Moved: G. Mitchell / Seconded: C. Marshall

CARRIED



20.2. BODY CORPORATE TO BODY CORPORATE COMMITTEE

The Body Corporate Committee has authority to enter obligations (contracts) by virtue of the delegation under section 108(1), that the committee does not have the authority to spend more than approved budgets noting unbudgeted expenditure allowances for operating (BaU) account in r29(2) of the Unit Titles Regulations 2011 and long-term maintenance fund overspend allowances in Unit Titles Act 2010 s117(3). The Body Corporate Committee must report to the Body Corporate on the exercise of the duties and powers delegated to it under section 114.

<u>Special Resolution</u>: That the Body Corporate delegates its duties, powers and responsibilities to the Body Corporate Committee under section 108(1) of the Unit Titles Act 2010 in order that the Body Corporate may fulfil its duties, powers and responsibilities unt the Act and its Regulations.

Moved: G. Mitchell / Seconded: C. Marshall

CARRIED

20.3. BANK ACCOUNT SIGNATORIES

<u>Special Resolution</u>: That the Body Corporate approves the Body Corporate Committee to nominate authorised signatories for all bank accounts held by the Body Corporate noting that the signing authority must always be any two conjointly for payments and any one individually for transfers between body corporate accounts.

Moved: G. Mitchell / Seconded: C. Marshall

CARRIED

20.4. AUTHORITY TO ENTER INTO OBLIGATIONS

<u>Special Resolution</u>: That pursuant to provisions of regulation 17 of the Unit Titles Regulations 2011, the Body Corporate gives approval for the Body Corporate Chairperson, Committee or (for the term of its management contract) APL Property to enter into all necessary obligations on commercial terms that will give effect to any expenditures provided for in the operating budget and Long-Term Maintenance Plan.

Moved: G. Mitchell / Seconded: C. Marshall

CARRIED

2 Abstained

20.5. AUTHORITY TO PAY CREDITORS

<u>Ordinary resolution</u>: That the Body Corporate Managers (APL Property Limited for the term of its management contract) be authorised to pay from VSP BC 509950 bank accounts on behalf of the Body Corporate invoices as they fall due, which relate to the day-to-day operation of the Body Corporate and are in accordance with the approved budget; non-standard accounts are to be approved by the Body Corporate Chair.

Moved: G. Mitchell / Seconded: C. Marshall

CARRIED

Against



20.6. CONTRACT OUT TO APL PROPERTY LIMITED/BODY CORPORATE MANAGERS

Ordinary Resolution: That the functions of the Body Corporate Chairperson set out in regulation 11(1) of the Unit Titles Regulations 2011 be contracted to Body Corporate Managers (APL Property Limited for the term of its management contract) as necessary for the Chairperson and Body Corporate Committee to fulfil those duties and functions, noting that the Body Corporate Committee may at any time revoke the contracting out of one, or more, or all of the duties or functions.

Moved: G. Mitchell / Seconded: C. Marshall

CARRIED

Resolved: That the above delegations (20.1 to 20.6) be accepted.

Moved: G. Mitchell / Seconded: C. Marshall

CARRIED

21. GENERAL BUSINESS

The following items of general business were discussed.

21.1 ELECTRIC VEHICLE CHARGING FACILITIES

At the last AGM, the BC Committee was asked to give further consideration to the feasibility of providing Electric Vehicle charging facilities to the car parking spaces within VSP. Following research and an approach from a company called Thundergrid, the BCC commissioned Thundergrid to undertake an initial site survey of the car parking areas integral to the North building. The purpose of the survey was to give the BCC advice on whether it is possible to provide EV charging facilities, how much it was likely to cost, is that cost viable and how could the facilities be managed & maintained. The Thundergrid report and schedule of associated costs was circulated with the meeting agenda.

The AGM discussed that decisions around EV Charging are to be discussed and decided by the 69 carpark owners only. A subcommittee of carpark owners should be formed to lead any discussions.

The BCC to circulate a notice to carpark owners and arrange a time for carpark owners to meet with Thundergrid to present and answer any questions.

21.2 PARKING ENFORCEMENT

The Body Corporate has engaged Parking Enforcement Services to respond to parking complaints and issue breach notices or tow vehicles (where possible) to the owners of vehicles parked in parking spaces that they do not own.

Copies of Signage that has been placed in the parking garage, were circulated with the AGM agenda.



Attendees requested that it be confirmed with Parking Enforcement Services of \$85 is a statutory amount, and the maximum that can be charged.

S. Mills Left 6:45pm

21.3 BUILDING EVACUATION

Call for Wardens

With recent fire events bringing fire safety to the front of mind for Wellington apartment owners and occupants, the Committee wish to ensure that correct procedures and persons are in place in the event that occupants are required to evacuate the building.

The Body Corporate is seeking volunteers to act as wardens to assist in co-ordinating the evacuation of the building during such events.

Ideally there would be 2 or 3 wardens per building to increase the likelihood of someone being on site. The role will involve standing at the entrance and marking on the fire board as each floor is checked and vacated, training will be provided.

Assistance Register

To ensure that all occupants are able to evacuate safely, the Body Corporate needs to be aware of anyone who requires assistance to evacuate.

The Body Corporate Committee will circulate notices relating to call for wardens and assistance register of the above evacuation items after the AGM, and remind unit owners to evacuate their pets.

- S. Dawson left 6:56pm
- M. Shirley left 6:59pm

21.4 BUILDING WASH

- G. Mitchell noted that windows overlooking the church and under the overhang from the balcony above needed attention during the imminent window wash.
- P. Burns noted that pigeons continue to be an issue leaving droppings on the building.

Chair to visit and consider possible remedies

- S. Taylor left 7:02pm
- C. Marshall left 7:02pm



N. Foster thanked A. Jaques for chairing the meeting and the Body Corporate Committee for the last 12 months.

Meeting Closed 7:03pm

