

**MINUTES OF THE 93rd ANNUAL GENERAL MEETING HELD
ON 14TH SEPTEMBER 2019 AT MISTY HILLS LODGE, MULDRSDRIFT, GAUTENG FROM
09:00 TO 10:30**

PRESENT:As per Registers

PROXIES:

APOLOGIES: Friends of Moreleta Kloof
Friends of Serene Valley
Friends of DoringSpruit
Friends of Colbyn Valley
Friend of Polokwane Nature Reserve
Friends of Witbank Nature Reserve
Mervryn Brouard
Richard Lewis

OPENING:

The 93rd Annual General Meeting is opened by the Chairman Prof Michael Kidd welcoming all those present.

AGENDA

The format of the meeting was noted as follows:

1. Welcome and Apologies
2. Approval of Minutes of the 92nd Annual General Meeting
3. Matters arising
4. CEO's Report
5. Chairman's Report
6. Approval of the Chairman's Report
7. Annual Financial Report for the year ended 31 March 2019
8. Approval of Audited Financial Statements for the year 2018/2019
9. Approval of Audited Annual Financial Statements for the year 2018/2019
10. Re-election of Non-Executive Directors
11. Approval of New Non-Executive Directors to the WESSA Board
12. Any other matters
13. Closing of AGM

1. WELCOME

Prof Michael Kidd welcomed and thanked all present for their attendance at the society's 93rd Annual General Meeting.

2. Apologies

Friends of Mariletta Kloof
Friends of Sabine Valley
Friends of DoringKloof Spruit

3. APPROVAL OF THE MINUTES

The minutes of the 92nd Annual General Meeting held on the 15th September 2018 were part of the AGM pack and have been distributed. Dr J Gon queried why only board members, RRs and ExCo were shown as present, as several members were present and not listed. The Chairman acknowledged this and noted that this would be rectified by referring to the attendance register.

The Chairman went through the minutes, and no comments or amendments were received from the members prior to the meeting and as such, the minutes are confirmed as an accurate reflection of the proceedings.

Proposer - John Wesson
Seconded - Pieter Burger

These minutes are therefore adopted.

4. MATTERS ARISING

No matters were noted.

5. CEO'S REPORT

The Chairman introduced Dr Thommie Burger, the WESSA CEO. The CEO addressed the WESSA members and asked that the members read the CEO report and in place of an address invited the members to watch a video about WESSA. The CEO's report was taken as having been approved. No matters were arising and no queries were raised at the meeting.

The Chairman handed the meeting over to the Vice Chair who welcomed the Chairman of the Board to the meeting to present his report.

6. CHAIRMAN'S REPORT

The Chairman, Prof Michael Kidd read through his Chairman's report to the members.

7. APPROVAL OF THE CHAIRMAN'S REPORT

The Chairman's report is taken as approved. There were matters arising and no queries raised at the meeting from the Chairman's report.

Proposer - Graham Avery
Secunder - Margaret Burger

The Vice- Chairman thanked the Chairman for his report and handed the meeting back to the Chairman.

8. ANNUAL FINANCIAL REPORT FOR THE YEAR ENDING MARCH 2018

The Chairman introduced Shanitha Govender, the WESSA CFO who presented the Treasurer's Report. John Fraser raised a question with regards to the Ben Lavin Funds. SG advised that the funds sit under other distributable reserves and is ringfenced for the use of Membership.

9. APPROVAL OF THE AUDITED FINANCIAL STATEMENT FOR THE YEAR 2019/2020

The Financial report is taken as having been approved. No matters arising and no queries raised at the meeting.

Proposer - John Wesson

Secunder - Margaret Burger

10. APPROVAL OF THE AUDITED ANNUAL FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 2019/20

Shanitha Govender presented the annual financial statements for the year 2019/20. The Chairman invited those present to address any queries they may have regarding the annual financial statements. All queries raised were addressed and resolved.

Proposer - Andre Steyn

Secunder - Loshni Naidoo

"The retiring auditors Deloitte & Touche", be and hereby re-appointed as auditors of the company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting on a remuneration fixed by the Board of Directors".

Proposer – Pieter Burger

Secunder - Vincent Shacks

11. RE-ELECTION OF NON-EXECUTIVE DIRECTORS

Mr Wandisile Mandlana, Mr Douglas Ramaphosa, Dr Jennifer Gon, Mr Andre Steyn

Proposal: "That, Mr Wandisile Mandlana, Mr Douglas Ramaphosa, , Dr Jennifer Gon, Mr Andre Steyn, Non-Executive directors of the company who has served their two-year office and being eligible for appointment be and is hereby reappointed as Non-Executive directors of the Board and whose period of office will be in terms of the WESSA Memorandum of Incorporation."

Proposer - Graham Avery

Secunder - John Wesson

12. APPROVAL OF NEW NON-EXECUTIVE DIRECTORS TO THE WESSA BOARD

Mr PFT Burger: Elected to the Board as a Regional Representative on the 20 March 2019, now put forward for approval of his 2-year term.

Proposal: That, Mr PFT Burger - being eligible for appointment be and is hereby appointed as Non-Executive director of the Board, whose period of office will be in terms of the WESSA Memorandum of Incorporation.”

Proposer - John Wesson

Seconder - Graham Avery

13. Any other matters

A question was posed to the CEO re the incline in Project funding?

The CEO stated there is an incline in the Government work since 2013 that a decline was noticeable, as it primarily where the projects are. When we tender to be an implementor we do it at a low cost but substitute it with training from the Workskills side. The ratio of sales was too much in the government side at a rate at 60% and we wanted to reduce it, but unfortunately, we lost the government work. The CEO also stated that the organisation is working towards creating own sales called the self-funded sales, the only place WESSA could achieve that is at the Education Centres, as the government is not always profitable.

Another question was posed on staffing costs.

SG stated the figures are available in the pack as reference.

Environmental Governance framework is aimed at addressing all the Environmental issues as Nuclear is one of them. The Environmental Governance Chair Dr H Hendricks addressed the AGM on the functions of the Environmental Governance Committee. The task team will unpack what Environmental Governance means.

A question was posed regarding Unemployed Youth, what is WESSA doing to eradicate this?

The Chairman stated that WESSA has Youth projects in place to eradicate youth unemployment, on projects like the Cyril Ramphosa Foundation, the YES Programme and many more.

14. CLOSING OF AGM

Thereafter, the Chairman declared the meeting as concluded.

Prof Michael Kidd

WESSA Board Chairman