

AFRIKA BURNS CREATIVE PROJECTS NPC
REGISTRATION NO:2001/020812/08

MINUTES OF THE ANNUAL GENERAL MEETING OF THE MEMBERS
HELD AT CAPE TOWN ON THE 26TH OF OCTOBER 2013 AT 10AM

MEMBERS PRESENT: Adriaan Wessels
 Annette van Velzen (plus proxy)
 Brad Baard
 Graeme Allan
 Isa Marques
 Liz Linsell
 Monique Schiess (plus proxy)
 Paul Grose
 Paul Honig
 Richard Bowsher (plus 3 proxies)
 Robert Weineck
 Samantha Bendzulla
 Sebastian Prince
 Shani Judes
 Simon O'Callaghan
 Wayne McDermid

APOLOGIES Abi Case
 Conrad Hicks (proxy Richard Bowsher)
 Devin Herd (proxy Jon Cline)
 Jon Cline (late)
 Mike Suss (proxy Annette van Velzen)
 Richard Voller
 Roger van Wyk (proxy Monique Schiess)
 Travis Lyle (proxy Richard Bowsher)
 Tristan Lange (proxy Richard Bowsher)
 Verity Maud

ABSENT

CHAIRMAN Adriaan Wessels

MINUTE TAKERS Karen Kritzinger, Karyn Reynolds, Sara Farrell

CHAIRMAN AND QUORUM:

Having established a quorum, the meeting unanimously approved Adriaan Wessels as Chairman. The chairman welcomed all present, noted apologies and proxies, and confirmed existing directors and members for voting purposes

MINUTES OF THE PREVIOUS ANNUAL GENERAL MEETING

The minutes were unanimously accepted by the members. There were no matters arising.

DIRECTORS REPORT

This report was read by Sam Bendzulla, on behalf of the directors. A summary of the report is attached [refer to attachment 1]

REVIEW OF FINANCIAL YEAR 2012 DRAFT FINANCIAL STATEMENTS

Liz Linsell presented the draft financials to the members. Final audited statements are awaiting input on tax from our accountant.

It is anticipated that AfrikaBurn will have an unqualified audit. Once signed off by auditors, the financial statements will be circulated to the membership for formal approval. Once signed off by the members the financials will be added to the AfrikaBurn website.

In summary, cash flow for the last financial year was as follows:

Revenue	R496 702
Other income	
Donations	R35 456
Interest	R83 833
Fund raising	R233 327
Ice sales	R73 553
Event costs	R1 743 927
Expenses	R2 319 676
Operating surplus – for year	R459 243

AfrikaBurn has made provision for the worst case tax liability. AfrikaBurn has lodged an application for a Public Benefit Organisation (PBO) which if approved will afford AfrikaBurn exemption from tax. AfrikaBurn has registered for VAT, and has applied to the volunteer disclosure programme for apportionment ruling on VAT. VAT was calculated on quantified donated goods and services over the past 2 years.

[refer to attachment 2]

APPROVAL OF AUDITORS' REMUNERATION FOR PAST YEAR AND APPOINTMENT OF AUDITORS FOR 2014

The members approved the auditor's remuneration for two audits (the current and previous years) of R77,035.00. The members approved the re-appointment of A.S. Pocock & company as the company auditors.

REVIEW AND ADOPTION OF PROPOSED SPECIAL RESOLUTIONS TO THE MOI

Due to PBO application in progress, the AfrikaBurn lawyers have suggested amendments to memorandum of incorporation.

The proposed special resolution [refer to attachment 3] was circulated to members 2 weeks prior to the AGM. The proposed resolution was formally adopted and approved by all members. It was further proposed that the voting threshold be restored to 76%. This motion was carried.

OVERVIEW AND REVIEW OF THE COMPENSATION OVERSIGHT COMMITTEE'S PROPOSED AMENDMENTS TO EMPLOYMENT POLICY & ORGANISATION STRUCTURE

[refer to attachment 4 parts 1 and 2]

[refer to attachment 5]

The chairman confirmed that all members had read the proposed policy

APPROVAL OF COMPENSATION TEAM'S PROPOSED AMENDMENTS TO AB EMPLOYMENT POLICY & ORGANISATION STRUCTURE 2013

It was proposed that each proposed policy amendment should be read out before voting on policy. This motion was carried.

It was proposed that each amendment should be voted on individually. This motion was carried.

AfrikaBurn employment structure:

The following proposals were made based on input from directors [see attachment 5]:

It was proposed that AfrikaBurn employees would be allowed to work a maximum of 21 paid working days per month. This motion was carried.

It was proposed that if 76% of Directors agree to hire additional staff they may do so, provided the Organisation can afford it and sufficient efforts have been made to fulfil the role with volunteers first. This motion was carried.

It was proposed that AfrikaBurn provide a fourth salary tier for those actively engaged in operational work for AfrikaBurn for a period of seven years or more. This tier proposed at around R1200 per day. This motion was not carried.

It was proposed that AfrikaBurn offer an additional "booster" of around R2 000 for those engaged in year-round full time employment (21 days per month) at AfrikaBurn. This motion was not carried.

It was proposed that AfrikaBurn employees working 21 days for the organisation be allowed to work up to 6 days a month elsewhere, provided that this did not affect their work for AfrikaBurn. This motion was carried.

It was proposed that Point 8 of attachment 4 part 2 be modified as follows:

"Recognising that face to face human interaction can aid the functioning of the organisation and the flow of information, paid staff working 11 or more days per month for AfrikaBurn should aim to spend at minimum 50% and preferably an average of 70 % of their time in the AB offices. Staff working less than 11 days per month for the organisation are encouraged to do the same." This motion was carried.

Organogram:

Directors are tasked with finalizing the organogram.

Approval of Compensation teams proposed amendments to employment policy and organisation structure 2013

The members adopted the Compensation Oversight Committee policy with the amendments carried at the AGM.

ELECTION OF DIRECTORS

It was proposed to cap directors at 5 for this cycle only. This motion was not carried.

Directors standing for re-election

Liz Linsell

Sam Bendzulla

Robert Weineck

Current director still in cycle

Graeme Allen

Directors stepping down

Jonathan Cline

Directors not stand for re-election

Adriaan Wessels

Monique Schiess

New candidates standing for election as a director

Jonathan Hoffenberg

Paul Grose

Sonica Kirsten

Karyn Reynolds

The meeting agreed that all candidates standing for election were eligible.

It was proposed that the top seven candidates, ranked in order of number of votes in their favour, would be elected as directors. This motion was passed.

It was proposed that candidates would need at least a simple majority of possible votes in favour to be elected as a director. This motion was passed.

It was proposed that nominees would be allowed to vote. This motion was passed.

The following candidates were elected as directors for a two year term

Robert Weineck

Sam Bendzulla

Liz Linsell

Paul Grose

Karyn Reynolds

(Graeme Allen remains a director)

**MEMBERS: CONTINUED APPROVAL OF REGISTRATION OF EXISTING MEMBERS;
APPROVAL OF ANY NEW MEMBERS – MEMBER VOTING.**

A proposal regarding AfrikaBurn member eligibility and involvement was put forward. [refer to attachment 6]

It was proposed that only candidates that had applied for membership 2 months prior to the AGM were eligible for election. This motion was carried.

It was proposed to revise point 12 of attachment 6 to cap membership at a maximum of 28 effective from the 2013 AGM. This motion was carried.

It was proposed to add the words “at the discretion of the directors’ to point 13 of attachment 6. This motion was carried.

It was proposed to change point 14 of attachment 6 to allow any member of the AfrikaBurn community to nominate candidates for membership. The motion was carried.

New candidates standing for election as a member

Paul Barker

Annette van Velzen

Both candidates were elected as members.

**FORMAL RE-CONFIRMATION OF PRIOR MEMBER AND DIRECTOR RESIGNATIONS OR
TERMINATIONS**

The members confirmed their acceptance of the resignation of Jan Lohfeldt as a member.

The members confirmed their acceptance of the resignation of Jon Cline as a director.

REVIEW AND APPROVAL OF 2014 BUDGET

The budget was presented to members and approved, subject to the directors going through another round of attempting to reduce the total.

GENERAL

There were no further proposals put forward.

Liz Linsell thanked the chairman and the outgoing directors.

The chairman thanked all who attended the meeting.

CLOSE

Given that all business of the meeting had concluded the chairman declared the AGM closed.