

MINUTES OF THE WPA POSTPONED 2020 ANNUAL GENERAL MEETING HELD ON THURSDAY 5 AUGUST 2021 AT 18:00 AT BELMONT SQUARE CONFERENCE CENTRE, BELMONT ROAD, RONDEBOSCH

PRESENT:

President	:	Jakes Jacobs (in the chair)
Vice President	:	Achmat Jacobs
Chairperson Cross Country	:	Russell Mehl
Chairperson Track & Field	:	Sharief Jefferies
External	:	Andre Rix
Internal	:	Norma Nonkonyana
General Manager	:	Malcolm Salida
WPA Representatives	:	Bianca Ferreira

ATTENDANCE IN PERSON: ATC, Atlantic, Bo-Kaap, Bonteheuwel, Boxer, Century City, DRDLR, Helderberg Harriers, K-Way Vob, MSA Multisport, Murray & Roberts, Nedbank, Pinelands, Top Form, Tygerberg, Ultra, WP Cricket Club and Two Oceans Marathon

ATTENDANCE ON ZOOM: Chillie, Edgemoed, Elsie's River, Itheko, Kenfac, Melkbos, Ravensmead, RC Langa, SANDF, Spartan Harriers, Strand, UCT, UWC, Velocity and West Coast

APOLOGIES: ARD, Bellville (Adri Jordaan), Cliffe Dekker Hofmeyr, Fish Hoek, Fit 2000, Foresters, Harfield Harriers, Herbalife, In-Touch, Mamre, Midas Spartans, Sanlam, Acting Chairperson of Road Running: Chris Goldschmidt and Pearl Schouw

ABSENT: ACSA, Adventist, Afrika Tikkun, Asics, Atlantis Harriers, Aurecon, Bishops, Born2Run, Bottelary, Brackenfell, Cape Multi Sport, Capricorn, Carbineers, Celtic Harriers, Central, Chaeli Sports & Rec, Correctional Services, CPUT, Durbanville, Easterns Kraaifontein, Eersteriver, Farnese, Goodwood Harriers, Groot Constantia, Hewat, Hout bay, Khayelitsha, Kuilsriver, Lwandle, Mandela Park, Mates, Mazars, Metropolitan, Mitchells Plain Titans, Multisport Maniacs, My Training Day, Nantes, Observatory, Ogilvy & Mather, Old Mutual, Ommiedraai, Open Box, Parliament, Phoenix, Pick n Pay, RCS Gugulethu, Resbank, Run/Walk for Life, SACS, SAPS, Satori, Somerset Striders, South Peninsula, Southern Striders, Stragglers, Thomas Mbiza, Vodacom Striders, Walmsers, WCSS, Wild Runner and Trail WP

1. Submission of delegates' credentials.

The Council agreed they had received documentation within the prescribed period.

2. Confirmation of the date of posting of the notice convening the meeting, reading out of such notice and confirmation of the presence of a quorum.

The council agreed they had received notice within the prescribed time period. It was further agreed a quorum was present. Fifteen clubs attended on-line and fourteen in person totaling twenty-nine.

3. Confirmation of the agenda for the meeting

4. Adoption of the minutes of the previous 2019 Annual General Meeting.

Lionel Samuels (Phoenix) said the minutes did not reflect two things he raised viz. the credentials of clubs and voting. Also the notice of the 2019 AGM did not include nominations for a standing committee of the Disciplinary Committee. There was no notice of a DC for 2019. There is no constitutionally elected DC for 2019. The Board appointed a DC in 2019 which lasts for a year. He asked that the minutes be amended to

include the above two points because they may become an issue to the constitutionality of the current Disciplinary Committee.

The minutes were proposed by Christo Van Rooyen (Boxer) and seconded by Dana Coetzee (Murray and Roberts).

Discussion: With regard to the election of a Disciplinary Committee, the constitution demands that the notice of the AGM must be accompanied with the nominations of the DC. The Board has a right to appoint a committee but that only stands for a year. The President will take the point and discuss it at the next Board meeting. The Board will carry forward the DC for another year. Mr Samuels (Phoenix) asked to pass a resolution that the Board appoint a Disciplinary Committee up until the 2021 AGM. A notice of the coming AGM and the nominations for the DC should go out this month.

Lionel Samuels (Phoenix) referred to Point 5 (Adoption of the 2019 WPA Board report). Subsequent to the 2019 Board report, the issue of missing funds became apparent. Following an internal investigation, it became clear that the report presented by the Board in 2019 was not true and misrepresented WPA's true situation.

Decision: Based on the above, the 2019 Board report will be reviewed and set aside.

5. Submission, discussion and adoption of the WPA Board report

The President presented the Board report. The 2017 financials are an Independent Financial Review: not an Audited Financial Statement. The Allen Barnes case has been on hold pending the full investigation to be completed. On 23 July 2021 all the evidence was submitted to the prosecutor.

Accepted by Robbie Lindsay (Nedbank). Seconded by Wendall Smith (Pinelands).

6. Discussion of the Income and Expenditure statement for 2018 and 2019

The General Manager, Malcolm Salida presented. PKF Auditors submitted the figures to the WPA Board. The Board approved the figures and signed them off. The documents are available for scrutiny at the office. The 2018 Financials are fully restated. When compared with the financials presented at the 2019 AGM, they are very different. All transactions now are in a QuickBooks system. Those that could not be reconciled, nor any supporting documentation found, have been set aside as constituting possible fraud. In addition to the Auditor's report, we will receive a management report highlighting areas of weakness to which the Board needs to respond in writing. The Fixed Assets register of WPA is not in good shape. The Auditors have approved it but, in 2021, there will be a full on-site audit. In 2018/2019 the financials were captured, processed and paid by one person. This has been corrected and every transaction is signed off by the President and the Vice President.

The impact of Covid and the resultant lack of normal events, has impacted on our revenue stream. Technically we are insolvent. We have made it through a two-year period without money in our bank account and we still have debt to service.

Profit shown previously was not correct because part of it was restricted funding, based on commitments like Lotto or DCAS. Those were potentially a liability if we did not fulfil our duty.

Operating expenses increased substantially. R2,8 million left this organization in electronic fund transfers and some petty cash. Fraudulent transactions started in 2018. In 2018 the restated surplus is R1,289M and the loss the following year was R2,779M. We have put controls in place to mitigate this ever happening again.

Discussion: Mr Samuels (Phoenix) said the Board at the time, including the current President, mismanaged the accounts and misrepresented the position of WPA. A resolution taken at the SGM held 6 February 2021 was an external investigation to decide whether action should be taken against the current Board or the previous Board. At the Council meeting held 25 March 2021, following a presentation by Melanie Brink of Kayo Governance, it was proposed that an independent body interview the previous Board members. The

Province has done nothing about it. The General Manager noted Lionel Samuels' point. We are moving to a voting AGM in two months. He asked if we could continue as we are until then. Keith Temmers (Two Oceans Marathon) noted that contributions from TOMA were not reflected in the financials. Mr Salida explained that TOMA contributions were reflected as part of Race levies. In future Two Oceans will be shown as a separate entity. Mr Temmers accepted this explanation.

Sharief Jefferies (Chairperson of T&F) spoke as a Council member and not as a Board member. Finances between 2018 and 2020 clearly went wrong. The Vice did his duty and had Kayo Governance present to us. Now, as a Federation, what are we going to do? If we want clean governance, everybody involved must step aside.

William Swartbooi (Chairperson of Two Oceans Board) commended the General Manager on his report and asked what is in place to prevent a repeat of what went wrong. Mr Salida explained WPA is using a club-based accounting system now. Payments require two authorized signatories. During Covid, a hybrid model 'WhatsApp' group was used. Every expense is categorized. Ultimately it is intended to have all accounts available virtually. A Standard Operating Procedure document will be put in place.

In response to a query by Mr Temmers, the General Manager said, previously Mr Barnes had full access to load, authorize and make payments using on-line banking. The only authority we have is to disbar our member. Because it is a criminal matter, we are guided by the court.

Regarding the missing funds, Lionel Samuels (Phoenix) said the Board of 2018/2019 did not perform their fiduciary duty and they must take collective responsibility. He mooted that we discuss the removal of the President and previous Board members at the next AGM. The General Manager assured the meeting the matter will be discussed at the next Board meeting and a response will be sent to the membership. The point will be discussed at the 2021 AGM. Everybody has been hurt by what happened and we must move forward now.

Income and Expenditure Statements 2018 and 2019 were proposed by Lionel Samuels (Phoenix) and seconded by William Swartbooi (Two Oceans Marathon).

7. Confirmation of the licence fees and subscriptions (Approved in the WPA Council Meeting on 17 December 2020)

R50 for Seniors and R30 for Juniors.

8. Motions to amend the Constitution Version 12 (Version 11 – approved at SGM 30 July 2019) Clause 32.4

Points must be submitted as motions in time for the AGM in October 2021. Lionel Samuels (Phoenix) argued that Version 11 of the Constitution presented by Mr Barnes in July 2019 is not acceptable. Council voted for the Board to stand for four years instead of two and Racewalking be changed from a Commission to a Standing Committee in line with ASA's constitution. When Version 11 came out, the tenure of commissions had been extended from one year to two years. This was not included in the discussion of proposed changes. For this reason, Lionel Samuels (Phoenix) moved to keep Version 10 (July 2017) and ignore Version 11 (July 2019). The constitution needs to be updated. Lionel Samuels suggested a meeting be held to go through the constitution page by page. The Vice President said that, since the minutes reflect that Version 11 was approved at the meeting held on 30 July 2019, we need to move forward, look at the whole constitution, provide proposed amendments and come up with Version 12. Wendal Smith (Pinelands) suggested we go back to the recording of the meeting.

Decision: Call for the recording of the meeting held 30 July 2019 and take direction from that. The President agreed.

We have received motions for changes from the Disciplinary committee. The president asked if there were any other motions for change from the clubs.

9. Acceptance of the fixture list for athletic meetings for the remainder of 2021

It was agreed that we will abide by the legislation put in place by the Government

10. Confirmation of the names of any athletes not granted clearance in terms of Schedule B

At the 2021 AGM this will be discussed. No names have been submitted to date.

11. Appointment of a Legal Advisor and an Auditor for the forthcoming year (Auditor approved in the WPA SGM on 15 October 2020)

Approval is requested to appoint Jason Sewanyana of the Disciplinary Committee to review disputes/disciplinary matters.

Decision: The appointment was accepted.

Although PKF Auditors was approved at a previous SGM, it is prudent at this AGM that we agreed that PKF may proceed with the Audited Financial Statements for 2020.

Proposed by Gert Wilkins (ATC). Seconded by Wendal Smith (Pinelands).

12. Awarding of Honours (Outstanding motions from 2015 (not resolved) and clubs to provide a schedule that can be adopted)

Lionel Samuels (Phoenix): There was a long debate regarding the awarding of Honours. It was agreed the committee requires a motivation detailing why an individual should receive Honours. He suggested the current Board take a decision as to how to deal with this. Maybe establish a team to write a Policy document.

13. Election of Life Members (Outstanding motions from 2015 (not resolved) and clubs to provide a schedule that it can be adopted)

Decision: The Board will look at the existing document and request clubs to review it.

14. General

Mr William Swartbooi, Chairperson of Two Oceans NPC received a certificate of thanks for the generous sponsorship given to WPA during the year.

A Certificate of Appreciation was presented to Mr Achmat Jacobs, Vice President of WPA for the work he has done during the year

Mention was made of two further donations made to WPA by Peninsula Beverages and the Sanlam Cape Town Marathon.

The President thanked the General Manager for the work he has done to get the finances into a position that they could be presented this evening.

There being no further business to discuss, the meeting closed at 20:00.