

**MINUTES OF THE 98<sup>th</sup> WESSA ANNUAL GENERAL MEETING HELD ON 5<sup>th</sup> OCTOBER 2024 AT 9 AM VIA ZOOM**

**PRESENT:** See the attendee register attached  
Panelists = 9  
WESSA members attending = 55  
Other attendees = 72  
Total attendance = 136

**PROXIES:**

<b>From</b>	<b>To</b>	<b>Resolutions</b>
Louw van Biljon	Chair	All 4 for
Ray Lazarus	Morgan Griffiths	1&3.3 Abs, others For
Jason Bedingham	Margaret Burger	All 4 for
Pieter F T Burger	Margaret Burger	All 4 for
Rob Jack	Margaret Burger	All 4 for

**APOLOGIES:**

Eugene Moll  
Trevor Sinclair  
Paddy Norman  
Ted Botha  
Ray Lazarus  
L Van Staden  
Elaine Kool  
Karen Gray-Kilfoil, for Sun Valley Eco Watch  
Johannes van Staden  
Alison Humphries-Engelbrecht  
Pat Nurse  
Vince Shacks  
Wally Moll, for Friends of Bishopbird Nature Area  
Alfredo Reinaldo Lobo das Neves  
Jenni Bell  
Louw van Biljon  
Jason Bedingham  
Pieter F T Burger  
Rob Jack  
Bart Fokkens,  
John Bradshaw

**AGENDA**

The format of the meeting was noted as follows:

1. Formalities: Welcome and Apologies
2. Approval of Minutes of the 2023 Annual General Meeting (Annexure A)
3. Matters arising from the previous Annual General Meeting
4. Presentation of the Chairman's Report
5. Presentation of the CEO's Report
6. Presentation of the Treasurer's report
7. Approval of resolutions
  - \* Approval of the audited Annual Financial Statements
  - \* Appointment of Auditors
  - \* Remuneration of Auditors
  - \* Election/ appointment of Directors
8. Any other matters
9. Closing of AGM

#### **1. FORMALITIES: WELCOME AND APOLOGIES**

The Chairman, Mr Janssen Davies, welcomed and thanked all attending the 98th Annual General Meeting. The chairman noted that the notice of the AGM was served on September 12, 2024, and urged all members to read the Annual Report, which is available on the website. About 55 voting members of WESSA were in attendance, and the quorum was confirmed.

The Chairperson requested a moment of silence for family and friends who have passed on, particularly Dr Richard Lewis, ex-WESSA Board Chairperson.

Approval of the Agenda. All in approval.

#### **2. APPROVAL OF THE MINUTES OF THE 97<sup>th</sup> ANNUAL GENERAL MEETING**

The minutes of the 97th Annual General Meeting held on the 30<sup>th</sup> of September 2023 have been distributed. All in approval.

Proposer: Margaret Burger

Seconder: Patrick Dowling

#### **3. MATTERS ARISING FROM THE PREVIOUS ANNUAL GENERAL MEETING**

No matters were noted.

#### **4. CHAIRMAN'S REPORT**

The Chairman's remarks were distributed by Mr Janssen Davies, and the Chairman made some further comments on the previous year.

The Chairman acknowledged the significant role that the board plays in an organisation like WESSA. The board plays a vital role in shaping WESSA's strategic direction, provides oversight for the executive and ensures good governance through its board committees. At the last AGM, we appointed board directors, and the Chairman noted he is particularly excited to welcome Augustine Morkel as Vice-Chairman.

The Business Development Committee was formed and focused on driving revenue generation and enhancing business development strategies, ensuring the lasting financial stability of WESSA.

As the board of WESSA, we are confident about the local and international environment sector. Key developments such as the global diversity framework with the 30% protected areas target by 2030 and the signed National Climate Change Act, the White Paper on Conservation and Sustainable Use of South Africa's biodiversity and the UNESCO Greening Education partnership among others are closely aligned with our mission. These initiatives support WESSA's core thematic areas of climate change, biodiversity and habitat conservation and pollution reduction.

In March, our previous CEO, Helena Atkinson transitioned to join the Peace Parks Foundation while continuing to serve on WESSA's board as a non-executive director. We wish Helena every success in her career and look forward to continuing close cooperation and collaboration with her. We thank her for her contributions firstly as a staff member then as a non-executive director, then as Vice-Chairperson and ultimately as CEO of WESSA.

The Chairman proudly announced the appointment of WESSA's new CEO, Cindy-Lee Cloete effective 1 October 2024 following her role as acting CEO since March 2024. She has been with WESSA for over 8 years; Cindy has been skilled in leading our Programmes and Projects division. She brings new energy to WESSA and is widely respected in the sector for her intersectional approach to the well-being of both people and the planet. Cindy embodies WESSA's educate, advocate and act theory of change and the Chairman is confident that she will lead the team in implementing our strategy and driving meaningful impact across our thematic areas.

We are energetically rolling out our strategy in our chosen thematic areas and through our One WESSA approach we are enlisting the skills, experience and energy of our volunteer membership structure to support our staff in the implementation of our strategy leading up to our centenary in 2026 and beyond. The Chairman noted that he has every confidence that with a common goal and in depth understanding of our interdependence, we will have a significant impact.

The Chairman acknowledged the commitment and dedication of all our board members and thanked those members who are stepping down from their time with WESSA – Dr Magome, Professor Pichegru and Helena Atkinson.

The Chairman thanked both past and present CEOs, members of ExCo, staff and volunteer members who continue to be the lifeblood of our organisation. Our gratitude goes to our donors, sponsors and supporters, without whom we would not be able to fulfil our mandate.

## **5. CEO'S REPORT**

The CEO, Cindy-Lee Cloete, noted that her report was shared in the AGM pack.

The CEO highlighted that 2023 was a celebration of 98 years of WESSA caring for the Earth and a pivotal year for WESSA as we move closer to our centenary. Standing on this threshold of this monumental milestone, she is filled with pride with how far we have come and with excitement for the road ahead. Through our programmes, biodiversity conservation and environmental education we remain on track in achieving our mission. WESSA continues to prioritise our core strategy of educating advocate and acting which has driven every aspect of our work. Whether is it through our climate action projects, our efforts to protect biodiversity or our campaigns to reduce pollution, these 3 pillars of our approach - collaborative education, advocating for change and taking direct action are always at the forefront of what we do. This triangle of success is not just a philosophy but a way of ensuring that all our programmes are truly impactful. Each of these components is interconnected and together they form the foundation of our success. Under our biodiversity and habitat integrity theme, we have worked tirelessly to restore ecosystems and safeguard species that are pivotal to the well-being of both people and the planet. Our Green Coast programs have awarded flags to 6 sites that met 13 criteria of good practice in environmental management and the promotion of sustainable nature-based ecotourism. Additionally, the WESSA Pangolin Programme was launched in response to the increased threats to this scaly mammal. It is an IUCN red-listed species that is considered the most trafficked species on the planet and victim to escalating human and wildlife conflict scenarios. WESSA is also proud to continue its leadership in promoting sustainable coastal management through our Blue Flag programme. For the 2023/2024 season, South Africa's coastline was home to 48 fully accredited Blue Flag beaches, 4 marinas and 6 tourism boats that have met the rigorous international standards that have been set by the Foundation for Environmental Education. South Africa's ranking of 15 out of 51 countries for the highest number of Blue Flags beaches reflects our significant role in advancing coastal management. Our efforts to reduce pollution have seen us launch new educational campaigns and projects aimed at minimizing waste and pollution in local communities, encouraging sustainable practices and holding industries accountable through our partnership with EWASA.

Our membership groups, branches and regions have made significant impact through numerous clean-ups and rehabilitation projects involving 100s of members, supporters and school groups including engaging the executive team of the Department of Water and Sanitation to address the sewage pollution in the Hartbeespoort dam. Our climate action initiative designed to mitigate the

impacts of climate change while empowering communities with knowledge and tools to adapt will be a key focus moving ahead.

A significant milestone of our strategy is our collaboration with UNICEF which strengthens our capacity to address climate change on a larger scale. The UNICEF Youth Leading Water Resilience Project and UNICEF Green Rising and Restore project engage youth, particularly young women, in climate advocacy and active citizen science leading to improving community resilience.

One of our proudest moments this year was the celebration of the 20<sup>th</sup> anniversary of our WESSA Eco-Schools program in South Africa. Reaching over 4700 schools since 2003. This milestone was commemorated with the hosting of the Environmental Education Association of Southern Africa conference which brought over 200 international delegates to South Africa and reaffirmed WESSA's role in the environmental education, advocacy and citizen action space. Our Eco-School program continues to inspire young people to take care of their environment and become active citizens of change. We have also extended our environmental education reach into Namibia and Botswana with plans to include Zambia and Zimbabwe in the next financial year. This expansion highlights our commitment to environmental education across the region, giving our youth the opportunity to engage with nature and champion better sustainability practices in the future. Our involvement in education and biodiversity remains a cornerstone of all our work. We actively participate in consultations around the Global Biodiversity Framework and are pleased with the progress made towards the 30/30 implementation plan along with other NGOs and the Department of Forestry, Fisheries and the Environment. By participating in sector-wide dialogue, we have ensured that WESSA's voice continues to shape national biodiversity strategies, and this will continue to be a key focus for us moving forward.

The CEO highlighted WESSA's contribution to environmental NGO collaboration. A growing alliance of over 25 environmental NGOs united by a common goal of protecting both people and the planet. This collaboration embodies the values of unity and shared responsibility, and we are proud that WESSA has played the leading role in establishing this partnership under the leadership of our previous CEO, Helena Atkinson.

Our advocacy unit in collaboration with our Environmental Governance Committee has been instrumental in ensuring that WESSA's voice is heard on key issues affecting South Africa's environment. Our balanced approach was evident for example in our comments on the White Paper on the conservation and utilisation of biodiversity as well as the National Biodiversity Economy strategy where we emphasised the interdependence of people and nature and how our future survival depends on this relationship. Securing strategic partnerships has been a key area of focus this year and we are pleased to have formalised several partnerships with organisations like SANBI, UNICEF, UNEP and EWASA that will ensure both the sustainability of WESSA and the environments that we seek to protect. These partnerships are more than just funding streams, they are relationships built on a shared vision for a future where people and nature thrive together.

Of course, none of this would have been possible without the dedication and passion of our incredible WESSA staff. The CEO extended her heartfelt thanks. The staff's commitment to stabilise and accelerate our focus areas of climate action, biodiversity integrity and pollution reduction has been instrumental in everything we have achieved in 2023. To our funders and partners, we could not have achieved these heights without you. Your belief in WESSA's mission and your choice to walk this journey with us are the reasons that we continue to make a significant impact. Together are we building a future where caring for the Earth is central to how people live and how business is done in South Africa. The CEO expressed her deep gratitude to our WESSA members who work tirelessly to keep local initiatives for the environment alive. Your efforts ensure that every day South Africans can take positive action in their local environments, creating a ripple effect that benefits the broader ecosystem. To our board, thank you for your unwavering support over the last year. Your strategic guidance has been invaluable as we navigate the challenges and opportunities that come with steering WESSA towards its centenary and beyond.

Looking ahead, the CEO noted that she is filled with optimism as we drive WESSA forward with our goal of ensuring our relevance and impact for the next 100 years. Many of the most respected professionals in the conservation and biodiversity sector began their careers at WESSA and she is committed to ensuring that our organisation continues to nurture the next generations of environmental leaders. We will remain at the forefront of the movement that seeks to balance the needs of people and the planet, fostering a world where both can thrive. WESSA's legacy of caring for the Earth will continue to grow and shape the ecosystems and lives of many generations to come.

As an extension of the CEO report, Dr Llewellyn Taylor then shared a presentation of some highlights from membership. These included school and youth engagements, expert talks, exhibitions and outreach activities. From an advocacy perspective, branches were active in responding to EIA, collaborating with stakeholders in addressing environmental issues and regular protests against seismic blasting, oil and gas. Membership actively arranged pollution clean-ups as well as alien hacks. They also were involved in various activities to improve biodiversity such as tree planting, Queen of the Night control and snare collections. There were many examples of citizen science action such as the vulture hide launch, the iNaturalist challenge, educational walks and talks in local reserves, participation in the baboon management forum and several small projects run by Friends Of groups. In essence, members extend the One-WESSA influence and action and assist in raising the profile of the organization in various collaborations, networks and citizen action.

The CEO then shared highlights from Central. The WESSA Pangolin programme has been a highlight as we launched the Pangolin Partner Initiative and Pledge, the Pangolin Fund as well as some significant partnerships with Endangered Wildlife Trust and Kalahari Wildlife Trust and Pangolin.Africa. We have also partnered with Outliers Coffee Roasters to launch our coffee beans called Armoured Aroma.

The advocacy unit has been active, and we have engaged on many environmental and conservation issues as well as topical issues within South Africa and made WESSA's voice heard. Some of these efforts are in the Annual Report.

Education centres have been active and have impacted various school groups as well as giving community members the opportunity to engage in various events like the welcoming the whale festival. The CEO thanked Sifundo and his team for their achievements in 2023. uMngeni Valley Nature Reserve welcomed 6 giraffes, and the CEO highlighted that the reserve will become a core focus as we focus on the strategy.

The CEO congratulated Nomfundo, the Schools and Youth programme manager, and her team on their significant year with the Minister of the Department of Basic Education signing onto the international UNESCO Greening Education partnership through the advocacy work of the schools and youth team. Eco-schools turned 20 years old, and hosted the EEASA conference.

The Blue Flag programme celebrated Gouritsmond Beach being 10 years on the program and Camps Bay Beach for 15 years. Blue Flag will be running workshops to capacitate municipalities and look at how we can improve water quality as well as for the public to understand Blue Flag beaches and how they can help us continue improving these beaches. There is a page on the new website that shows where all the Blue Flag beaches are located as well as their water quality etc.

Green Coast programme contributes to coastal conservation and eco-tourism by putting lesser-known coastal areas on the tourism map. There is a specific criterion that each site needs to follow, and these are also shown on our website.

For the staff of WESSA, we have done employee engagements to empower staff to be part of their employee well-being and implemented initiatives such as Wellness Wednesdays and Training Tuesdays and ER24 on standby for those staff that travel far to projects. We have a monthly What's Up WESSA where staff can all engage with all levels and have a space to communicate any changes.

Prospects rooted in a One WESSA approach will follow a road map of strategic conservation and sustainability outcomes, private-public-community partnerships, a stronger collaborative approach with our membership and resource mobilization for the purpose of achieving our strategy.

The CEO encouraged everyone to visit the new WESSA website. The second phase will be to integrate our membership approaches into the website.

Central will be reaching out to all members next year to start the launch of centenary celebrations. The CEO encouraged everyone to read the annual report which will give more detail to everything that has been highlighted today.

After the CEO Report, the following questions were tabled:

- Allimuthu Perumal asked about the uMngeni Valley Friends Group and its status as well as the Education centres and how members can get involved?
- Jeremy Anderson asked for the uMngeni Valley Nature Reserve report, to which the CEO responded that they do not prepare separate report for the reserve report but that the annual report would be shared with him.
- Guy Preston asked if WESSA was still involved in the Ecological Infrastructure large scale alien clearing work – Morgan Griffiths responded that WESSA does not and that government dramatically decreased funding for large scale alien invasive clearing projects.

## 6. TREASURER'S REPORT

The Senior Finance Manager, Nana Msomi, noted that the 2024 Annual Financial Statements are available on the website and presented an overview of the FY2024.

A highlight during the year was Lebo Ntlha joining as WESSA CFO in May 2023 and the finance team in collaboration with senior managers did a comprehensive review of all internal controls as well as improving financial reporting. A cash management framework was implemented to improve our reporting and transparency but also adds value by improving decision-making across the organisation while also protecting donor requests and servicing project demands. The FY2024 audit was completed smoothly and on time and the SFM thanked the finance team for all their efforts as well as the ARAC committee and Board members.

The Chairman thanked ARAC and particularly the Treasurer, Debbie Millar, who has played a significant role in improving the financial reporting systems and the balance sheet which has put WESSA in a stronger and more realistic position.

## 7. APPROVAL OF RESOLUTIONS

**7.1 ORDINARY RESOLUTION 1: Adoption of the WESSA audited consolidated and company Annual Financial Statements ("AFS") for the year ended 31 March 2024 (refer to Annexure D)**

**RESOLVED THAT** the WESSA audited consolidated and company AFS for the year ended 31 March 2024, are hereby received and adopted.

Chairman proposed and the resolution was adopted with 41 members in favour and one member abstaining.

**7.2 ORDINARY RESOLUTION 2: Re-appointment of external auditors**

**RESOLVED THAT** Moore Midlands are hereby re-appointed as the company's independent auditors, in line with the recommendation of the company's Audit and Risk Committee, to hold office until the conclusion of the next AGM, with Mr. Russell Thomas as the lead audit partner.

Chairman proposed and the resolution was adopted with 40 members in favour and one member abstaining.



**7.3 ORDINARY RESOLUTION 3.1, 3.2 and 3.3: Re-election of directors who have served their two-year office term in line with the company's Memorandum of Incorporation ("MOI") (refer to Annexure E)**

**RESOLVED THAT**

- 3.1 **Mr. G Koekemoer**, being eligible for re-election, be and is hereby re-elected as a director of the company. Chairman proposed and the resolution was adopted with 40 members in favour and one member abstaining.
- 3.2 **Mr. J Wesson**, being eligible for re-election, be and is hereby re-elected as a director of the company. Chairman proposed and the resolution was adopted with 40 members in favour and 3 members abstaining.
- 3.3 **Mr. J Davies**, being eligible for re-election, be and is hereby re-elected as a director of the company. The resolution was adopted with 41 members in favour and 2 members abstaining.

**8. ANY OTHER MATTERS**

Margaret Burger put forward a suggestion that the format for the next AGM be more of a meeting instead of a webinar so people can see who is in the room and give a sense of community where people can engage with each other without detracting from a smooth AGM.

The Chairperson ended the AGM by thanking everyone in attendance, the team that shared all the presentations as well as all the members for their suggestions and comments.

**9. AGM closure**

The Annual General Meeting was called to a close.

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WESSA Chairperson