

MINUTES OF THE 99th WESSA ANNUAL GENERAL MEETING
HELD ON 4th OCTOBER 2025 AT 9 AM VIA ZOOM

PRESENT: See the attendee register attached

Panelists = 9

WESSA members attending = 62

Other attendees = 16

PROXIES:

From	To	Resolutions
Miles Corbett	Chair Janssen Davies	All 4 resolutions

APOLOGIES:

Eugene Moll	Mary Hulley
Gail Hanekom	Patricia Edith Nurse
Jenni Bell	Rod Genricks
Rosanne Clark	Petra Broddle
Michael Kidd	Ivy Cele
Helena Atkinson	Neville Schonegevel
Heather Davies	John Hanks
Rob Jack	Gisela Brauer

AGENDA

The format of the meeting was noted as follows:

1. Formalities: Welcome and Apologies
2. Approval of Minutes of the 2024 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
 - * 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 WESSA's 99th Annual General Meeting. The Chairman noted that the notice of the AGM was shared as per governance processes. 62 voting members of WESSA were in attendance, and quorum was confirmed.

Approval of the Agenda. All in approval.

2. APPROVAL OF THE MINUTES OF THE 98th ANNUAL GENERAL MEETING

The minutes of the 98th Annual General Meeting held on the 5th of October 2024 was distributed with the AGM Notice. Minutes were approved by the meeting.

3. MATTERS ARISING FROM THE PREVIOUS ANNUAL GENERAL MEETING

Four matters arising from the previous minutes have all been duly dealt with.

- 3.1 Allimuthu Perumal requested more information on the uMngeni Valley Friends Group, and the CEO noted that she is happy to report that Allimuthu has become an active member in the uMngeni Valley upgrade and the setting up of the Friends Group.
- 3.2 Jeremy Anderson requested the uMngeni Valley Nature Reserve report, and he was directed to the Annual report, which contains this report and this link was shared during the meeting.
- 3.3 Dr Guy Preston enquired whether WESSA still implements Ecological Infrastructure and/or large-scale alien invasive plant (AIP) clearing projects, and it was clarified during the meeting that WESSA does not currently undertake these types of projects. This was largely due to the government having significantly decreased funding for AIP clearing projects.
- 3.4 Margaret Burger requested that the WESSA AGM not be held as a webinar, and we have duly noted this. This year, it has been set up in a meeting forum.

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 and that they take their roles very seriously. All the board members are volunteers who do not get remuneration, and all are experts in their own fields who care very deeply for the organisation and its impact on the environment.

The role of the board is guiding and overseeing the organisation's strategic direction, strengthening governance and ensuring accountability in areas of performance, risk management, compliance and stakeholder engagement. In January 2025, the board met in person for a two-day strategy session. The outcome of this was to further solidify our mission and focus, "We will educate, advocate and act for environmental and social justice in areas of climate action, biodiversity and habitat protection and pollution reduction in our rivers, ocean and in the air."

WESSA's approach to governance is a positive one of action rather than a reactive one. We have several board committees supporting the mission. WESSA's financial reporting and fiscal discipline over the last year have improved, and we are proud to say this organisation is being run as a professional NGO. This year, for the first time in a long time, WESSA has shown a surplus at the end of the financial year.

This year, we established a special board committee to focus on membership and volunteers, which is chaired by the CEO, Cindy-Lee Cloete. We hope this new focus will bring a new sense of belonging to membership, which is important and valuable to WESSA. We have also appointed a national membership coordinator to show the commitment to bringing membership into the strategy and focus of our One-WESSA approach.

Our future focus as we approach our 100 years next year, WESSA aims to be the main player in the spaces that we choose. We can't be operating everywhere, which is why we chose the leopard scenario for our strategy - this keeps us agile and able to move quickly with high impact in the areas we choose to play in.

There are many new opportunities for our vision for the next three to five years towards a better environmental future. Firstly, this membership and One-WESSA philosophy, we believe, is the turning point to creating a membership-driven organisation once again that has a huge impact on the environment. Secondly, the board has decided, on the advice of Cindy-Lee Cloete as well as experts, that we should focus on water as our main advocacy theme. Water pollution, water quality, water availability to communities, the use of water, etc. The third area is to continue to build financial sustainability. We face an uncertain world and economy, and so there is more need to work hard on securing WESSA's financial stability in order for us to keep doing the good work that we are doing. We are building the Legacy Fund at WESSA, which will be addressed later.

The Chairman shared his gratitude and thanks to the members and everyone who has done something positive this year for the Earth and who has supported WESSA in some way. To the donors, funders, supporters and partners - without whom we couldn't have achieved what we did, and we understand the interdependence of our successes. To the collaborating NGO's and service providers, there is an increasing need for collaboration with like-minded organisations to work together to make a difference. Thank you to our magnificent staff for all the wonderful work they have done this year, and the AGM team for putting together this gathering. To our ExCo who have carried the burden and given direction to our staff, and a special word to Cindy-Lee Cloete. Cindy has been with us as CEO for one year, and she has achieved magnificent things. She and her team will carry us to greater heights. The Chairman addressed his fellow board members who drive their portfolios diligently through the board committees and who give of their time, knowledge and contacts willingly.

The Chairman then called for strong support as we go forward. WESSA stands on the threshold of 100 years, and the Chairman called on all of our stakeholders, members, funders, donors, and staff to strengthen our support and engagement going forward. Now is the time to renew, revive and move forward hand in hand. Together, let us recruit new members from all demographics in South Africa and raise funds to educate, advocate and act on the priority of environmental issues in water pollution, climate crisis and habitat biodiversity conservation. Together, we can ensure that WESSA not only celebrates a proud centenary but also steps confidently into its next centenary as a trusted and enduring force for environmental and social justice.

5. CEO'S REPORT

The CEO, Cindy-Lee Cloete, noted that her full report is included in the Annual report, which she encouraged and noted that it is available on the website.

The CEO highlighted that we are celebrating a legacy that goes back to 1883 when ordinary South African's took extraordinary action to protect the national heritage and a legacy that makes WESSA one of the oldest environmental movement of people caring for the Earth. The past year has been a defining chapter in our history for WESSA as we move to our strategic focus on climate action, biodiversity, habitat integrity and reducing pollution. Our strategic theory of change guides everything that we do and is very clear. Educate, advocate and act to enable people to use their power to care for the Earth.

There were some significant impacts and achievements highlighted in the Annual report, including working with over 35 thousand young people just on water resilience initiatives, and this will be an important part of the projects that we will drive. Our Eco-Schools programs reach across borders into Zimbabwe, and we are set to grow into Botswana and Namibia in the coming years. We are proud of our Blue Flag and Green Coast programs that continue to elevate coastal stewardship and coastal management. Our Green Key program has ensured that we give people the option to stay at hotels that consider the environment and are an important part of their business.

Being a 99-year-old organisation means that we have had to adapt over time, and this past year we have had to make some tough decisions to further adapt. We transitioned beloved programs into the hands of our trusted partners, for example, the Pangolin Programme. We pressed pause where we needed to, for example, with our WESSA Skills Academy, and we invested in people and partnerships to ensure that WESSA stays lean, agile and ready for the future.

We also took a hard look at our home base, Umngeni Valley Nature Reserve. It is a conservation and education asset that all of us agreed has inspired generations of current environmental leaders, but it faces new and old pressures. We are looking at reimagining it as a flagship hub for conservation, education and inclusive community engagement, and we need all of your help to do so because our history and our home base deserve the opportunity that enables the next generation of leaders to hone their skills, and Umngeni Valley is the perfect place to do that. Thanks to partnerships with SANParks, IUCN, legal experts and community partners, WESSA is living proof of the African proverb that "if you want to go fast, go alone, but if you want to go far, go together". Our partnerships continue to be a foundation of our longevity, and we will continue to nurture them because our strength lies not just within what we do but in who we do it with - our members, our staff, our funders and particularly our strategic implementing partners. In 12 months' time, we will mark 100 years since WESSA's establishment, and this is not just an anniversary; it's a call to action as we move to the next 100 years. Our priorities are clear, and we want to deepen our impact, strengthen the movement of WESSA members across the country, strengthen the sustainability of WESSA, inspire every South African to be a steward and a custodian for their heritage and enable all people to care for the Earth in ways that are meaningful and important to them.

The CEO extended her gratitude to the WESSA staff, every single one of you, to our board, the WESSA members, our regions, branches, affiliated Friends groups and conservancies, to our partners and every supporter in the room. It is each person's dedication, courage, and passion that is the real reason that WESSA is not only still here but also stronger, more focused and more helpful than ever before. Let's step into our new centenary, boldly and confidently and let us remember that what began as a small grassroots movement in 1883 has become a beacon for environmental stewardship in South Africa, and remains locally relevant and internationally recognised. The CEO invited everyone to help write the next chapter of WESSA and the next 100-year story. One of resilience, one of innovation, one of hope, and one of people caring for the Earth.

The CEO reminded everyone to read the Annual Report to see some of the stories of impact that WESSA has achieved over the last year.

Young WESSA Staff Member Reflecting on WESSA's Future

Sabelo Sithole, a young professional who joined WESSA as an intern in 2023 as part of the Education and Sustainability Unit and is now a project coordinator at the JHB office, then presented his journey to joining WESSA and his vision as a young member of WESSA.

Glenda Webster asked what the plans WESSA has to celebrate the 100 years, and this will be addressed later on in the AGM.

WESSA Members in Action

Gary Koekmoer briefly shared that there has been a great impact from membership in various areas. A new Terms of Reference for membership has been approved, and a key component is the new fee structure, which has been loaded onto the website.

Lufuno joined WESSA a month ago as the national membership coordinator, and there are also plans for a membership roadshow early next year.

There were a number of enquiries regarding how new members are being recruited, and the link to the membership page on the website was shared, as this contains all the details, including the benefits for members. Members are recruited through branches, regions, Friends Group activities, as well as through the WESSA website, social media and word of mouth.

Young Volunteer Reflecting on her Journey as a WESSA Member

Siziwe Hlongwa, another young WESSA member who now serves as the KZN Youth Chair and leads the Umbogavango Environmental Education project under the mentorship of Margaret Burger, shared her journey with WESSA and her vision for young people growing within WESSA.

Mea Lashbrooke commented that Siziwe is an inspiration, and the road show led by her across SA to tertiary institutions might secure youth membership.

WESSA 100 Campaign – the 100th year ahead

Adrienne West presented the WESSA Centenary celebration plans, which will include impact initiatives starting with the Blue Flag and Green Coast awards and then through WESSA Life in Action and 100km WESSA Ultra for the Environment. Then, through the Annual WESSA Awards and then a year-long social media campaign sharing stories of “100 reasons why People should care for the Earth”. Throughout the year and country, there will be regional WESSA 100 Events. The WESSA Legacy Fund, as part of the sustainability plan, will also be launched.

CEO Launches WESSA100 Logo

Cindy-Lee Cloete proudly unveiled the WESSA100 Logo. All regions and branches will be able to use this logo, and these will be shared.

Adrienne encouraged everyone to get in touch with her if they want to find out more about how they can get involved or if there are additional ideas for initiatives over the next year.

6. TREASURER’S REPORT

Treasurer, Debbie Millar, highlighted that we are excited about the positive results in this financial year, and we are more confident in our financial stability. There is confidence in the cash management process, and we are able to make informed decisions. There has been an increased focus on asset management, and there have been tough decisions made, like with Bush Pigs. We are looking forward to an increase in cash through fundraising efforts under our Legacy Fund. All of these will be carefully managed by the various board committees. Membership financial alignment is a key priority for finance.

The Treasurer extended her thanks to the outgoing CFO, Kelebogile (Lebo) Ntlha, for sharing her significant value with the organisation and taking the finance team to the next level, and we are thankful for all the effort she has put in. We will not be replacing the CFO immediately, but will reassess in the coming year, and we will continue with the great team that we have.

The Treasurer thanked the Head of Finance, Nana Mchunu and her team for the good work this year and the smooth audit. Finally, thank you to the rest of the board for making sure the numbers are correct and that everything is working in the back end to enable all the good work WESSA does.

Table of AFS FY2025

The Head of Finance (HoF), Nana Mchunu, noted that the 2025 Annual Financial Statements are available on the website and presented an overview of the FY2025.

A highlight this year was post the clean up in 2024, and there are now stronger systems in place and transparency to allow for better decision making and risk management. This also resulted in a smooth audit process.

We moved from a deficit last year to a surplus of R2.5million at the end of FY2025. The HoF shared the income split within the WESSA group. Expenses were well managed, and there were a large number of reduced expenses.

Looking forward, the finance team remain focused on cash management, the sale of Bush Pigs is concluded, and further asset assessments are underway. The envisioned Legacy fund and the fundraising efforts will require strong operational support, and the ARAC will have oversight of all income streams.

HoF thanked the Board, the ARAC committee and the finance team for all their efforts.

Paddy Norman questioned small technicality under page 11 under 8.2 where it talks about the subsidiaries and mentioned the Wildlife House Pty Ltd which is the owner of Brand Road office in Durban and talks about it being occupied by the KZN regional office staff but this is misleading because the KZN membership region does not have staff, this is the National office for staff in the KZN region. The HoF confirmed that it is for the national staff, and they will look into this correction.

Shaun Schneier questioned on page 36, under note 12 of the expenditure, why this includes membership fees, as surely this would be a source of revenue, not expenditure. The HoF responded that membership fees income is reflected on page 35 and confirmed that this is an oversight and should read as membership expenses, not membership fees.

Shaun Schneier commented that the presentation just heard is not quite identical to the report in the AGM documents. The HoF and the Treasurer assured the members that this presentation is a summary of the same information in the financials, and there is no new information being shared today, but for completeness, we can add the slides to the presentation today.

The CEO encouraged anyone with questions regarding the financials to email her or the HoF directly so they can respond.

7. APPROVAL OF RESOLUTIONS

The Chairman highlighted that only paid-up members are allowed to vote and that we will check the validity of the votes. All votes were done via a new online voting platform.

7.1 ORDINARY RESOLUTION 1: Adoption of the WESSA audited consolidated and company Annual Financial Statements (“AFS”) for the year ended 31 March 2025 (refer to Annexure D)

RESOLVED THAT the WESSA audited consolidated and company AFS for the year ended 31 March 2025, are hereby received and adopted.

The Chairman proposed, and the resolution was adopted with 95% members in favour.

7.2 ORDINARY RESOLUTION 2: Re-appointment of external auditors as recommended by the Audit Risk and Assurance Committee and Board

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.

The Chairman proposed, and the resolution was adopted with 100% members in favour.

7.3 ORDINARY RESOLUTION 3.1 – 3.7: Re-election of directors who have served their two-year office term in line with the company’s Memorandum of Incorporation (“MOI”), as recommended by the Nominations Committee (refer to Annexure E)

RESOLVED THAT

- 3.1 **Mr A Morkel**, being eligible for re-election, is hereby re-elected as a director of the company. The Chairman proposed, and the resolution was adopted with 98% in favour and 2% of members abstaining.
- 3.2 **Mr B Luthuli**, being eligible for re-election, is hereby re-elected as a director of the company. The Chairman proposed, and the resolution was adopted with 96% in favour and 4% of members abstaining.
- 3.3 **Mrs D Millar**, being eligible for re-election, is hereby re-elected as a director of the company. The resolution was adopted with 96% of members in favour and 4% members abstaining.
- 3.4 **Dr L Taylor**, being eligible for re-election, is hereby re-elected as a director of the company. The resolution was adopted with 98% of members in favour and 2% members abstaining.
- 3.5 **Mr M Immerman**, being eligible for re-election, is hereby re-elected as a director of the company. The resolution was adopted with 94% of members in favour, 2% members against and 4% of members abstaining.
- 3.6 **Ms P Pillay**, being eligible for re-election, is hereby re-elected as a director of the company. The resolution was adopted with 96% of members in favour and 4% of members abstaining.
- 3.7 **Prof. TL Field**, being eligible for re-election, is hereby re-elected as a director of the company. The resolution was adopted with 96% of members in favour and 4% of members abstaining.

Morgan Griffiths responded to a query regarding the voting percentages and confirmed that the votes needed to be based on 50% plus 1 of all voters, which does include abstention votes. The proxy from the one individual will be added to the final audit results, as we couldn't add this in while the online voting was happening.

8. ANY OTHER MATTERS

A number of attendees thanked the WESSA team for a successful AGM and said they are happy to see WESSA is back and grateful to be a part of this movement and supporter base.

The CEO welcomed Denisha Anand as the new Western Cape Chairperson and noted that she looks forward to working closely with her. Last week, we had the first Western Cape clean-up in a long time, and we look forward to seeing more activity from the Western Cape.

Paddy Norman asked, as part of our 100-year celebrations, whether WESSA would consider another membership category of Fellows of the Wildlife Society. It is common for professional organisations, and it would be nice if some of our mentors and icons could be awarded a Fellowship to show how much we appreciate them. The Chairman asked Paddy to send his proposal in writing to the CEO with his vision and examples.

In the meeting, Allimuthu Perumal put forward a challenge to members of a financial input from each member of a R1000 each or more to start building the capital. Morgan Griffiths shared the donation link in the chat.

John Green commented that he is happy to see us going back to our roots after a few disappointing years and that the focus is coming back to the membership and Friends Groups. Graham Avery shared that he may have a copy of the presentation John Green did a number of years ago at the AGM, and will share this with John Green and the CEO, as it contained some history with input from a number of old members at the time.

Margaret Burger added that it's one of her hopes to create a WESSA archive as they have African Wildlife from the first issue, and perhaps now it's time to propose that we harness this data while it is still accessible. The CEO responded that the SABC People's Weather Channel approached her to do exactly this and digitise our entire archive so we have a nice presentation ready by the time we celebrate our 100th AGM. There are plans on their way to archive digitally and physically.

John Green added that he received from Peter Stein beautifully bound copies of the first 50 additions of African Wildlife, going back to 1946, and he would love to donate these to the WESSA archive. The Chairman thanked him and welcomed the donation.

The Chairperson extended the invitation to any other long-standing members who have memorabilia that could be useful to WESSA as we celebrate the centenary. It is important to us to have a sense of history, and there is no better way than to have the memorabilia.

Allimuthu Perumal thanked the members for their contributions and suggested a wall within the WESSA space where we can walk through this history. Jim Taylor wanted to put a wall of honour at Umngeni Valley, and Allimuthu suggested WESSA reach out to him and, at the same time, invite branches that may have information that can be digitised and saved for future use.

Paddy Norman added that there were two films done around the 1950s when the KZN region invaded Maputo land, and it was the first ecological survey in Northern KZN. They took a long film crew, and all the details are in the book John Green mentioned. Anyone with information on where we might find these, please contact the CEO.

The Chairperson ended the AGM by thanking everyone in attendance and challenged every person to go out and recruit at least one other member so we can build this organisation's membership base. Secondly, he backed Allimuthu's challenge to raise funds by each contributing individually, at a regional and branch level. He also reminded everyone to bear in mind the new Legacy Fund contributions, and this could be a regular donation, an annual donation or by way of a bequest.

This is to be considered not only by yourself, but also to spread the word to others and all become advocates for the WESSA movement. Let's work together and make this a great celebration.

The CEO closed off the meeting by expressing her gratitude to everyone and commented that she is looking forward to building the movement of people caring for the Earth. Thank you to everyone who presented today and everyone who attended.

9. AGM closure

The Annual General Meeting was called to a close.

WESSA Chairperson