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MINUTES OF THE NATIONAL ANNUAL GENERAL MEETING OF THE CANCER ASSOCIATION OF SOUTH AFRICA (CANSA)

**HELD ON 10 OCTOBER 2019 AT CANSA BEDFORDVIEW OFFICE
26 CONCORDE ROAD WEST, BEDFORDVIEW 2008**

1. OPENING AND WELCOME

The President of CANSA, Mr Bugs Pancha, welcomed all present to CANSA's 88th Annual General Meeting, CANSA members, members of the Board of Directors, our Governors, and Provincial Chairpersons, Senior Management, award winners and special guests.

The President extended a special welcome to all cancer survivors present.

The President of CANSA introduced the CANSA's Board of Directors :Chairperson Derek Foster, vice-chairperson Prof Patrick Arbuthnot, Dr Martin Mandew, Dr. Rosie Mngqibisa, Ms Vuyokazi Memani-Sedile, Judge Faan Hancke, Elize Joubert (CEO) and Rudolf van Jaarsveld (CFO). He introduced the Governors present: Prof Raj Naidoo and Prof Leon Brummer as well as the Chairperson of Unit Council Northern Business Unit, David Lucas.

Dr Martin Mandew blessed the proceedings.

2. CONSTITUTION OF THE MEETING

The President confirmed that all members present had signed the attendance register and tabled the apologies from the following members: Mr Bothwell Mazarura, Mr Kobus Smit, Prof Louis Goedhals other apologies to mention: Mr Terry Booysen from Corporate Governance Framework, Dr Vicki Pinkney-Atkinson from SA NCD Alliance, Carl Queiros, CEO from CHOC, Johan Bosman, Chairperson of Unit Council: Southern Business Unit, Dr Henk Jooste, Chairperson of Unit Council: Central Business Unit and Prof Paul Ruff, member of CANSA Research Committee.

The CFO, Rudolf van Jaarsveld, reported that the attendance register indicated 21 members were present, and all business units were represented which constitute a quorum. The President declared the meeting duly constituted and opened.

3. NOTICE CONVENING THE MEETING

In accordance with the Memorandum of Incorporation of the Cancer Association of South Africa (CANSA), the notice of the Annual General Meeting was advertised within the prescribed 15 days' notice of this meeting.

4. CONFIRMATION OF THE PREVIOUS YEAR'S AGM MINUTES

The approval of the minutes of the National Annual General Meeting held on 20 September 2018 were proposed by Mr Derek Foster and seconded by Prof Michael Herbst.

5. CHAIRPERSON'S REPORT

The Chairperson of the Board of Directors: Mr Derek Foster conveyed his message, which was also available in the Integrated Report.

6. COUNCIL OF GOVERNORS

The President explained that the Governors stated that they needed to revisit the roles and responsibilities of the Governors in the organisation. The CANSA Board of Directors and Council of Governors evaluated the existing charter of the Council of Governors against the framework of good governance set by the King IV report. The evaluation concluded that the duties of the Council of Governors as set out in the Charter of Governors has been replaced by the responsibilities of the Board of Directors as contained in CANSA's Articles of Association and in Part 6.3, Principle 9 of King IV. The Board resolved that the Council of Governors be disbanded and the current Governors be absorbed in other existing governance structures on Business Unit levels.

To effect this amendment the following clauses will be removed from the existing MOI:

- Clause 7.11.6
- Clauses 7.12.1 – 7.12.3

The revised MOI is available on the website www.cansa.org.za

7. REPORT FROM THE CEO

Elize Joubert, CANSA's Chief Executive Officer delivered a presentation reporting on the 2018/19 year under review.

8. FINANCIAL REPORT

Rudolf van Jaarsveld, CANSA's Chief Financial Officer delivered a presentation reporting on the Financial Report for the financial year.

9. ADOPTION OF RESOLUTIONS

The President led the adoption of the seven ordinary resolutions. The Auditor, Jenny-lee David from Rödl & Partner counted the votes in accordance with the proxies received as per below. All below resolutions were approved by the members:

SPECIAL RESOLUTION NO 1

THAT the current Memorandum of Incorporation dated 20 September 2018 be replaced with the amended Memorandum of Incorporation, as accepted by the Board of Directors.

For	Against	Abstain
29		

SPECIAL RESOLUTION NO 2

THAT the Council of Governors be disbanded, and the Memorandum of Incorporation amended accordingly as accepted by the Board of Directors. The ultimate responsibility lies with the Board of Directors

For	Against	Abstain
28		

ORDINARY RESOLUTION NO 1

THAT Ms JI Palmer be appointed as Non-executive Director of the Company with effect from the date of passing this resolution. (CV available on <https://www.cansa.org.za/agm-notices-agendas-and-minutes/>)

For	Against	Abstain
28		

ORDINARY RESOLUTION NO 2

THAT the remuneration for the Chairperson of the Board of Directors remains at R5 000 per meeting attended, to be paid in arrears.

For	Against	Abstain
26		2

ORDINARY RESOLUTION NO 3

THAT the remuneration for the members of the Board of Directors remains at R3 000 per meeting attended, to be paid in arrears.

For	Against	Abstain
26		

ORDINARY RESOLUTION NO 4

THAT the names of members be removed from the membership register in the case of repetitive (3 times or more) returned mail to be implemented from 2017.

For	Against	Abstain
28		1

ORDINARY RESOLUTION NO 5

The Annual Financial Statements of 31 March 2019, from the Cancer Association of SA, are approved by the members present with the provision that the CANSA Board approves and signs it and that the External Auditors will finalise their report and give an opinion on the Financial Statements of CANSA for 2019, after the forensic audit is completed

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ORDINARY RESOLUTION NO 6

THAT Deloitte and Touche be re-appointed as external auditors for CANSA and that the remuneration for their past audit be approved, as accepted by the Board of Directors

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10. VIDEOS

The President shared the new CANSA Research Video which profiles the research work done by CANSA.

11. PRIZE GIVING

The President handed over to the CEO, Elize Joubert to conduct the prize giving.

Mariette Loots Cancer Trust Awards:

The CEO called upon the Head: Service Delivery, Gerda Strauss, who represented the Mariette Loots Cancer Trust, to introduce the Trust’s national awards:

Mariette Loots Cancer Trust: Award Winner for 2018/19- Boland / Overberg – Western Cape-

Annelene Reinke

Mariette Loots Friends for Life Achievement Award 2018/19 CBU Bloemfontein Marita Blom

Staff Awards for outstanding achievements:

Long service awards:

15 years – Belinda Wessels

15 years – Paul Lekala

Employee of the Year:

Marina de Beer

GOLD AWARDS

Leadership – Middle Management

Anita Snyders

Leadership – Senior Management

Dorothy du Plooy

Service Delivery

Busi Mbatha

Sustainability

Thea Silva

Teamwork

Stoma Department

Support Services

Joani Sadie and Lisa Strydom

Marketing

CANSA Durban Care Centre

Advocacy

Nomvuyo Gqibitole

Best Performing Division

CANSA Eastern Cape

Care Home of the Year

Mkhuhla Care Home

VOTE OF THANKS

The CEO thanked the Board of Directors, Council of Governors and CANSA Senior Management for their contribution and dedication to the sound governance of the organisation. She also thanked the President of CANSA, CANSA members, volunteers, CANSA partners and staff.

12. CLOSURE

AGM closed and the President thanked all who attended. The meeting concluded at 15:11



Mr Derek Foster (Chairperson of the Board: The Cancer Association of South Africa)

Date: 17 October 2020

Head Office and Registered Office

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BEDFORDVIEW 2008

Postal Address

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BEDFORDVIEW 2007