

Minutes of the Annual General Meeting (AGM) for Wine Lands Cycling Club

Date: 29 February 2024

Time: 5:30

Location: Bontevlei Venue (Annandale Rd, Stellenbosch NU, Stellenbosch, 7599)

Attendance: 54 (see attached)

Agenda:

1. Welcome/ Quorum verification.
2. 2023 Chairman's report
3. 2023 Portfolio Reviews:
 - a. Regional,
 - b. MTB,
 - c. Road,
 - d. Parks,
 - e. Development
4. Financial report 2023/Budget 2024
5. Management Structure Update /Constitution changes
6. Election of Officers
7. General

1. Welcome and Quorum Verification – Paul de Klerk:

The chairman, Paul de Klerk, welcomed the group. The members attending did not constitute a quorum. As per our constitution, we had to adjourn the AGM for 30 minutes, after which we could constitute the AGM with the members present.

2. 2023 Chairman's Report - Paul de Klerk:

Chairman, Paul de Klerk, presented a comprehensive report highlighting several significant developments within the club over the past year. This included the positive response from members and the community of the rebranding of the club from Wannabees to Wine Lands Cycling Club and the further enhancements around this that have been made during 2023. Additionally, the chairman reported on the successful securing of new sponsorships, including a bakkie from Kelfords and a container at Somerbosch sponsored by Big Box. These sponsorships have not only provided practical benefits but also served to enhance the club's visibility and reputation.

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a. New Permanent Appointments in the Club:

The chairman also announced new permanent appointments within the club, aimed at strengthening its operational capacity and service delivery. Two Trail Rangers, individuals from the Songo Specialized development program, were hired to perform essential duties such as driving the club's bakkie, conducting regular trail maintenance, and ensuring the trails are in optimal condition for members to enjoy. Additionally, the appointment of an Administrator, Nicole Waldeck, was highlighted. Nicole plays a crucial role in supporting various portfolios within the club, reporting directly to the Chairman.

b. Club Growth:

Despite challenges such as not meeting the quorum for the AGM, membership numbers have continued to climb steadily. The report indicated that the club is ahead of sales compared to the previous year, with regional boards showing promising figures. As of February 29th, 2024, there were approximately 2630 memberships recorded, surpassing expectations and setting a positive outlook for future growth. The chairman expressed gratitude to all members for their continued support and commitment to the club's success. The positive membership growth further enhances the fact that the current vision and strategy is on the right path.

3. 2023 Portfolio reviews

a. Regional Update – Andrew Marsh

Andrew provided an update on the club's regional initiatives, highlighting the various regions under the regional permit system. Discussions with potential new partners, such as Muratie, were highlighted as part of the ongoing efforts to expand the club's regional presence and trail offerings. The regional update underscored the club's commitment to fostering partnerships and collaborations that benefit its members and the broader cycling community.

WhatsApp BOT and website enhancements:

Andrew discussed recent enhancements to the club's platform, focusing on the implementation of a WhatsApp BOT and updates to the club's website. The WhatsApp BOT was highlighted for its convenience and utility, offering features such as gate codes and access to emergency services. Additionally, the revamped websites (www.winelandscyclingclub.co.za and www.winelandstrails.com) serves as a central hub for both club-related and regional related information and activities, providing members with easy access to resources and updates. These enhancements reflect the club's commitment to leveraging technology to improve member engagement and experience.

Other Enhancements:

Several other enhancements were mentioned during the meeting, including plans to establish a club 'hub' at Somerbosch as well as a new trail going through Bilton Wine Estate. The hub at Somerbosch is envisioned as focal points for club activities, offering amenities such as coffee, day pass sales and sales of basic spares for members. Furthermore, updates on trail

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developments, club kit availability, and nutrition products developed by Giovanni were shared, reflecting the club's commitment to improving the overall member experience. The club's focus on enhancing member services and amenities underscores its dedication to meeting the diverse needs of its members.

b. MTB – Derek Henderson

Under the MTB overview, Derek highlighted the club's communication methods, emphasizing the importance of safety. Communication occurs daily via WhatsApp, allowing members to report incidents and trail issues promptly. The club's response time to safety concerns was praised, with incidents such as bridge repairs being addressed within 24 hours. However, there was a call to improve the bot's functionality for incident reporting, suggesting a direct link to the secretary for quicker resolution. Topics discussed included the 100 Year Storm, trail maintenance, new trails, the acquisition of a Kelfords Ford Ranger, trail marshal responsibilities, and signage upgrades.

Regarding trail marshals, safety remains the top priority, with communication channels established through social media platforms like WhatsApp, Instagram, and Facebook. Marshals are responsible for ensuring compliance with trail signage, rules of the trails, compliance to the marked routes and general trail maintenance oversight. It was raised from the floor that there is not as much cohesion within the MTB community compared to the road cycling group. Suggestions were made to enhance cohesion, such as organizing occasional events and creating a group culture. Plans are in place to reintroduce "the monster" event at the end of the year. Special thanks were extended to Derek for his efforts in maintaining momentum, especially during challenging periods.

c. Road- Wilco Strydom

Under the Road cycling overview, Wilco's replacement of Giovanni's role was noted, with Giovanni's move to Australia necessitating the change in leadership. The club's racing squad, launched the previous year, was highlighted, along with considerations for a ladies' team. Concerns were raised about a division between faster and slower riders, leading to some members not participating in races. Efforts to create cohesion between group rides and the racing team were discussed, emphasizing the need for shared objectives and training methods.

The meeting also touched on the club's visibility during races, noting a change in clothing has enhanced the club's exposure. Plans to improve collaboration between group rides and the racing team were discussed, aiming to create a more unified approach. Wilco was congratulated for assuming the leadership role, with an emphasis on the importance of knowledge sharing among members. Suggestions were made to organize talks or sessions on topics such as group etiquette and bike maintenance to enhance the overall cycling experience.

Members were encouraged to send ideas to Nicole Waldeck, the club's Administrator, to contribute to the club's growth and development. Additionally, discussions were held about organizing a pre-Argus talk to help participants perform better on race day. Nicole was tasked with organizing such events and facilitating knowledge sharing among members.

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d. Parks – Paul de Klerk

Riesling Park Renovations: The club is overseeing renovations at Riesling Park, which is funded by the municipality. A budget of R130,000 has been allocated for trail improvements, including the installation of proper burns, rollers, and extending the trails with more up and down sections. The renovations are scheduled to be completed by the end of March, with funds to be spent by April.

Ponsetia Park Development: Plans are in place for the development of Ponsetia Park. However, funding for this project remains a challenge. The park is envisioned as a potential venue for hosting school series events. Suggestions for potential sponsors to support this initiative are welcomed from members.

e. Development – Kim Mussmann

During the meeting, Kim provided updates on the club's social development initiatives, highlighting significant progress and impact in various programs. The Blue Sky Academy was noted for participating in four races with 15-30 participants per race and conducting four bike maintenance days, providing TLC for 20-30 bikes. The academy has shown remarkable growth and impact, including supporting participants in college applications, and assisting with injuries.

The Pedal Project was praised for providing 450 hours of trail therapy, benefiting 60 youths, and aiming to give access to cycling to individuals who might not otherwise have the opportunity. EDUNOVA was commended for impacting 476 learners and 16 teachers through various initiatives.

In terms of access to trails, the club facilitated access for 17 development MTB riders to local trails, emphasizing the importance of supporting farmers' children living on the farms through the agreement. Looking ahead, there are plans for expansion and future initiatives. The growth and sustainability of Blue Sky Academy were highlighted, along with the expanding reach of the Pedal Project and the ongoing Wine Lands Cares events. The meeting also introduced the Bike Bus initiative to ensure safe transportation to school, seeking support from volunteers and parents.

Regarding fundraising and support, Kim shared ideas such as donating when renewing a license and promoting Wine Lands Cares events. There was discussion about the need for transport for races, suggesting fundraising through unused items from events like Cape Town Cycle Tour. The meeting proposed the Bike Bus concept, outlining safety measures and the need for volunteer involvement, including parents cycling with the children and using reflective gilets for visibility.

4. Financial report 2023

a. 2023 Feedback – Tom Wittenberg

Tom provided a comprehensive overview of the club's financial performance for 2023 during the meeting, shedding light on various aspects that shaped the club's financial landscape. One of the key highlights was the significant growth witnessed by the club over the past year. This growth was not only indicative of the increasing popularity and success of the club but also a testament to its strategic initiatives and effective management.

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A major contributing factor to the club's revenue boost was the acquisition of sponsorship towards the trails build next to the R44, provided by Capitec. Further sponsorship raised by the racing team, diversified the revenue streams and resulted in additional financial growth. Despite encountering challenges such as being victim of a fraud, which led to unauthorized withdrawals from the club's account, the club managed to maintain a surplus highlighting the growth of the club.

The financial report also highlighted the success of the regional permit system, which played a pivotal role in the club's financial performance. The system not only generated higher revenue but also incurred higher expenses, reflecting the club's commitment to providing quality services to its members. One of the unforeseen expenses in 2023 was the rebuild of the trails after the storms.

To adapt to the changing financial landscape, the club implemented mid-year rebudgeting. This involved reducing revenue targets by 8.5% and cutting spending by R369,219.00 (8.2%). Such measures were crucial in ensuring that the club remained financially viable and could continue to provide its services effectively.

Another significant development was the completion of SARS registration as a Public Benefit Organization (PBO), which granted the club tax-exempt status. This was a significant milestone for the club, highlighting its commitment to transparency and compliance with regulatory requirements. Additionally, becoming UIF registered with the Department of Labour further underscored the club's commitment to operating in a responsible and ethical manner.

Additionally, Tom explained that all payments from regional memberships are consolidated into one account. From this account, the membership fees are divided into different amounts that are paid to the regional partners for trail usage (thus only fees generated from Regional membership sales are distributed). The club has a model in place to explain this process to members who may not understand how it works. The regional permits play a crucial role in this process of supporting the local trail networks, as they provide funds to contribute to various trail maintenance costs.

Furthermore, the club provides a membership registration and payment platform for Winelands North, with funds flowing through the club's account. This arrangement has enabled the club to and Wine Lands North to benefit from volume discounts further enhancing its financial position. Overall, the financial statement for 2023 reflects the club's strong performance, strategic initiatives, and commitment to supporting its members and the community.

b. Fraud – Tom Wittenberg

During the meeting, it was disclosed that an amount of R112,416 was diverted from the club's Payfast account between May and July of 2023 due to fraudulent activity. Cases were promptly opened with the South African Police Service (SAPS), First National Bank (FNB), and Payfast upon detection of the fraud. While the SAPS and FNB cases are still open, recovery of the stolen funds is deemed unlikely, according to SAPS. The exact details of the fraud remain uncertain, but it is believed to have required several steps and some knowledge of Payfast and banking systems to bypass procedures intended to protect against fraud.

It is likely that the perpetrators compromised the club's email system, using it to gain access to the club's Payfast account and change the details of the bank account linked to the club's Payfast

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account. To mitigate the risk of future fraud, the club has implemented two-factor authentication for logging onto Payfast, increased the frequency of checking the Payfast account, and now sweeps funds more regularly.

Additionally, the SSL certificate for the club's email account has been updated to enhance security. Despite efforts to address the issue, the club is still awaiting resolution from SAPS, FNB, and Payfast. Feedback received so far indicates that recovery of the stolen funds is unlikely. The club has engaged with Payfast to explore better security measures and remains vigilant in monitoring its accounts to prevent future incidents.

Question regarding the use of Payfast:

During discussions about the fraud incident, questions were raised about the continued use of Payfast as the club's payment gateway. It was noted that there is no account that can be completely safeguarded against fraud and the blame for the incident can't be solely pushed on Payfast. The club emphasized the importance of being vigilant and proactive in monitoring accounts and ensuring the security of online transactions.

c. Budget 2024 – Paul de Klerk

Following the financial report, Paul presented the proposed budget for 2024, outlining revenue assumptions, expenditure forecasts, and strategic allocations for various club activities and initiatives. Discussions centered on ensuring fiscal responsibility and transparency, with a focus on aligning the budget with the club's strategic objectives and member needs. The budget presentation highlighted the club's commitment to prudent financial planning and its dedication to meeting the needs and expectations of its members, while also addressing the challenges posed by the previous year's fraud incident.

Membership assumptions are based on the club's "best guess," with a review of actual membership numbers and spending planned for July, allowing for midyear rebudgeting as necessary. The budget breakdown includes specific allocations, such as R889,000 for local MTB initiatives. Agreements with regional partners dictate how funds are distributed, with a clear breakdown showing allocations for the club and Regional Partners. It was emphasized that the budget mid-year review aims to level out any assumptions not realized and that the portfolios play a crucial role in regulating spending to achieve the break-even goal at year end.

5. Management structure update / constitution changes

Paul de Klerk provided an overview of the club's management structure during the meeting, outlining key changes and developments in the committee composition. The Management Committee of the Club, which oversees its operations, consists of several key positions, all of which are subject to annual re-election. These positions include the Chairperson, Vice Chairperson, Treasurer, Secretary/Membership Officer, and additional Co-opted Officials as required.

One significant change highlighted by Paul was the expansion of the committee in the previous year. With the growth of the club it was proposed that the executive committee comprise of seven members with executive powers going forward (vs the current four). Additionally, there is a dedicated role for Social Media management, reflecting the club's emphasis on effective communication and outreach.

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Paul also highlighted the importance of sub-committees, which can be co-opted as needed to address specific issues or projects. The Secretary and Admin roles were clarified, with the Secretary being a voluntary position focusing on database management and legal requirements, while the Admin role, being a paid position, supports the committee's work functions.

During the meeting, an objection was received that a vote could not be held due to issues with the notice. The quorum for voting was clarified to be 50%, and it was agreed by those present in the meeting to proceed with the vote. A favourable vote was received and the new structure will be implemented to have 7 executive members.

6. Election of Officers

The meeting concluded with the election of new committee members. The appointed committee is as follows:

- Paul de Klerk as Chairperson,
- Andrew Marsh as Vice Chairperson,
- Dylan Evans as Treasurer,
- Nicole Waldeck as Secretary/Membership Officer, (Taking care in this position until a member of the club makes themselves available to fill the position)
- Derek Henderson as MTB Officer,
- Wilco Strydom as Road Officer, and
- Kim Mussmann as Development Officer.

Additional Co-opted Officials may be appointed as required, ensuring the committee remains dynamic and responsive to the club's needs. These include Lyle Romans looking after Parks and Murray Williams looking after Communication and Social Media.

7. General

Paul expressed gratitude to Tom for his contributions to the club's development. He also thanked Rob for his significant efforts in the MTB section. Additionally, Esme was acknowledged for her contributions to the club before stepping down, highlighting her valuable contributions.

Paul also addressed some questions raised during the meeting. Regarding memberships, he explained that payments are consolidated into one account, and from there, funds are distributed to regional partners for trail usage. There is a model in place to explain this process to members who may not understand it.

Paul also mentioned that the club did not increase its prices this year compared to last year. In response to a query about the price of day permits, he stated that they are priced at R100.

Attendance :

There was 54 members present at the AGM meeting.

Signed on 13 March 2023, Somerset West



Chairman

Paul de Klerk



Vice Chairman

Andrew Marsh