

Incorporated as a Non Profit Company (NPC)

Registration number 1976/000004/08

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## 2014 SAIIE ANNUAL GENERAL MEETING MINUTES

**Date:** 20 October 2014

**Location:** PPS Head Office, Indaba, 6 Anerley Road, Parktown, Johannesburg, 2193

**Time:** 18:00 – 20:15

**Doc Ref:** Minutes AGM\_20141020

### 1. Opening and welcome

Carien Botha opened the meeting and thanked everyone for the special effort they made to attend the meeting. A special word of welcome to:

- Mr Stan Bridgens, CEO of SAIEE
- Ms Marie Ashpole, representing SAICE
- Mr Marcus Homes, representing the Architects
- Dr Henk van Tonder, Immediate Past President
- Dr Kimberley Battle & Ms Michelle Celliers, Past Presidents
- Council Members
- Suppliers to SAIIE
- All SAIIE Members

### 2. Attendance, Apologies & Proxies

All present were requested to sign the attendance register. Apologies and proxies are noted on the attendance register.

### 3. Minutes of the previous AGM

No changes were suggested and the previous minutes were accepted and approved as a true and accurate record of the meeting. Seconded by Waldo Viljoen.

### 4. President's Report

The 2013/2014 president's report and presidential address were presented by Carien Botha. (*Annexure A1 and A2*)

Questions from members:

- *How do the SAIIE objectives trickle down to the SIG level?*

SIGs and SAIIE Branches have their own objectives and Council will generally not interfere in their operations. The SAIIE Council focuses on supporting new SIGs, Regional Branches & Student Branches where there is critical mass, through investment, promotion and access to a broader network of SAIIE members until they are self-sufficient.

- *Explain more about Professional support and how it works?*

The process of professional development and registration is the same across all Engineering disciplines. The 11 outcomes are consistent across all engineering disciplines. The discipline specific subject matter that one needs exposure to during your candidacy phase varies. The Discipline Specific Training Guidelines for Industrial Engineers are posted on the SAIIE website.

SAIIE has formed a partnership with the Candidacy Academy to offer registration support, at both company and individual level.



*We are a vibrant, learned society, representing and promoting Industrial Engineering in Southern Africa*

A presentation titled Registration, Your Questions Answered, is available to members on the SAIIE website

Stan Bridgens thanked Carien on her comprehensive report and asked her to briefly explain:

- *What SAIIE expect from the Foundation for Professional Development in terms of SETA requirements?*

SETA's are increasingly focused on funding Candidacy support, and on the development of Engineers. In line with Government's objectives, as reflected in the National Development Plan, and the skills scarcity amongst Engineering Disciplines, the extent of bursaries offered, support for workplace training and for candidacy development is expected to increase dramatically in the next year and thereafter.

Based on discussions with the Fiber Processing and Forestry SETA, the role required from VAs are to develop the link between the respective SETAs and their levy paying members, in terms of identifying the pipeline of engineers that companies intend to employ and develop.

FPD, the parent company of MPC, focuses on professional development in the medical sector, in amongst others. Given that they have the required experience to offer their support to us in this regard, and the success of the partnership with MPC, we are keep to form a mutually beneficial relationship with FPD, to offer the required support on behalf of SAIIE.

## **5. Financial Reports**

The financial report (*Annexure B*) as audited by Van Sitterts was presented by Waldo Viljoen.

Questions from members:

- *To what extend do you use the platform to generate funds?*

SAIIE do have an online Industry Database. Industries register on this Database and buy credits to showcase their company, have access to CV's and advertise their services/products and events.

There are various other plans in place to increase the revenue earning potential of our membership platform.

## **6. President's Awards**

The President's award for 2014 was awarded to:

- Waldo Viljoen
- Werner Swanepoel and the MPC Team

## **7. Election of Council Members**

The following Council Members resigned from Council in the past year, and Carien Botha used the opportunity to thank them for their respective contributions:

- Sean Engelbrecht (1<sup>st</sup> Vice President)
- Lucky Masilela (2<sup>nd</sup> Vice President)
- Elias Willemse (SIG: Operational Research)
- Dieter Hartmann (Co-Chair: Conference)
- Teresa Hattingh (Co-Chair: Conference)

The following new Council Members are welcomed to Council:

- Mohsin Seedat
- Liezl Smith
- Dr Kimberley Battle

The following SAIIE members indicated that they are willing to assist on the Working Committees and they are also welcomed:

- Prof David Kruger
- Dr Kemlall Ramdass

Carien also indicated that SAIIE will be in contact with other individuals who are willing to form part of the Working Committees.

## 8. Appointment of Auditors

The proposal for Van Sitterts to continue as Auditors for SAIIE for the next financial year was approved.

## 9. Amendments to memorandum of Incorporation

Waldo Viljoen indicated that the New Companies Act require from all Section 21 Companies to transform to Non Profit Companies. A two year grace period was given for the transformation and submission of new Memorandum of Incorporation (MOI). Unfortunately SAIIE missed this deadline, but permission was given by CIPC and SARS for an extension of the grace period. The MOI was circulated amongst all SAIIE members about two weeks prior to the meeting for input and comment

Council sought members support and voting in favour of the new MOI.

Council requested WebberWentzel Attorneys to assist with the drafting of the new MOI. Waldo Viljoen thanked Ayanda Ngubo from WebberWentzel Attorneys for her assistance. Ayanda Ngubo did a presentation on the comparison of the old Companies Act to the new Companies Act (*Annexure C*).

Questions from members:

- *Is this AGM the last official AGM if we adopt the new MOI?*

Section 21 companies are managed by members. Annual General Meetings (AGM) and Special General Meetings (SGM) were therefore held in order for the members to vote on important issues relating to the governance of the Institute. SAIIE's constitution dates back 20 – 25 years ago and was relatively static since then. Management styles, the way we interact with members and loyalty to Voluntary Associations (VA's) have since changed. In the past we could count on an attendance of 50 – 100 people at an AGM, now only a small number of interested people gather once a year to vote on things of importance to the Council.

Through a number of interventions, Council is now looking at creating a structure for more participation from members through working committees, advisory committees, a broader Council Management structure and participation through Special Interest Groups. Council recommends that members rather express their interest through these interventions.

The Council is committed to ensure that ample opportunities exist for members to express their interest, not only through the On-line platform, but also through events where one can talk face to face, which have been, and will continue to be put in place. The Directors is committed to ensure that they will continue to strive to represent the interest of the members and the profession.

The key implication of the new MOI is that SAIIE will no longer be governed by its Members, in terms of their voting on strategic issues. Instead, both the accountability for governance and direction setting are vested in the Directors of the company.

Carien gave members the assurance that members input will be sought on matters affecting them as well as the profession, as SAIIE is ultimately an organisation that exists because of its members. We will continue with an annual meeting for feedback purposes, to upload minutes, speeches, etc. on the website and to get input from members on a continuous basis.

- *What is the role of the Director and how is that person appointed?*

The SAIIE Council members will nominate the Directors from amongst its office bearers. Directorship will change, in accordance with the term for which individuals are appointed to such roles. Directors assume full responsibility for governing the interest of the members.

The President will automatically be appointed as Chairperson of the Board, and non-executive directors will be appointed from a governance point of view.

The Council will continue to consult with members on the direction SAIIE will be taking.

- *What is the criteria to be approved as a SAIIE member?*

The SAIIE constitutions specifies that a person should be considered for membership if a person studies or studied in an Industrial Engineering field or shows interest in the Industrial Engineering field. Only a relative few people, who applied for membership, were declined, mainly because they were in an Electrical Engineering field and accidentally applied at SAIIE and not at SAIEE. With seven years of Industrial Engineering experience a member may apply for full membership (MSAIIE), which will give the member voting rights.

Members with voting rights were requested to vote. The new MOI was unanimously accepted by 14 votes (8 voting attendees and 6 proxies).

#### **10. Closure of Meeting**

Michelle Cilliers thanked Carien Botha on behalf of the SAIIE members for the hard work and tremendous leadership in taking SAIIE to the next level. The meeting was adjourned with all attendees invited to join the members of the Council for drinks and snacks.

Minutes Approval:

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**President (SAIIE)**

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**Date**