

MINUTES OF THE 75th ANNUAL GENERAL MEETING OF THE MBABANE CLUB

Held at the Mbabane Club on 24th October 2023

Present:

Ali Resting – President
Lean Drinkwater – Vice President
Sean Johnson – Secretary
George Nisbet – Treasurer
Jennifer Neves – Lady Member

Theo Mason – Trustee
Martin Forsyth-Thomson – Trustee
Mduduzi Nyoni – Trustee

Plus 40 members in attendance and 15 proxy forms.

1. Welcome and notices

The President welcomed everyone to the AGM and asked the Secretary to introduce the agenda for the meeting, which commenced at 17:50.

The general committee has been advised of the passing of a long-time member, Mrs Helen Botha.

2. Minutes of the 74th Annual General Meeting held on 25th October 2022

No corrections or revisions were requested, with no matters arising, and the adoption of the minutes was proposed by Derek Takis and seconded by Charles Bethel.

3. President's Report

First, I would like to thank the outgoing general committee and sport section captains and committees for the hard work and input during the year, and we welcome the new committees and look forward to your inputs for 2023-2024. "Participation in these committees is not a walk in the park and requires a true sacrifice of time and effort. A really big thank you."

To provide some background to the club's finances, up until May 2013 the Club was managed by the General Committee, and the Club employed a manager and all staff. But due to poor financial results in the previous two years of 2011/2012, the Club then entered into an operating and management agreement with Cinderella Investments (Pty) Ltd. This arrangement lasted until September 2015, when Cinderella terminated the agreement due to poor financial results. Management of the Club was then passed to Fat Baz Hamburger Hut (Pty) Ltd, who also lease the Albert Millin Restaurant. This is important to understand as the Fat Baz lease term is coming to an end.

This existing 3-year agreement (signed May 2021) with Fat Baz will come to an end in April 2024. The general committee has therefore started a process of drawing a new term of reference, with input from Trustees. These terms will be shared in due course. A first-right of refusal approach will be adopted, allowing Fat Baz to be the first respondents to the new terms. If an agreement is NOT reached, then with guidance of the GC, an invitation for greater participation will be explored on the same terms.

Under the existing lease agreement, the management company retains all income from food and beverages and is responsible for staff costs, utilities, and minor maintenance (with some of the costs for these offset against the rent for the Millin, main kitchen, hall and gym). The Club's primary source of income is therefore membership subscriptions.

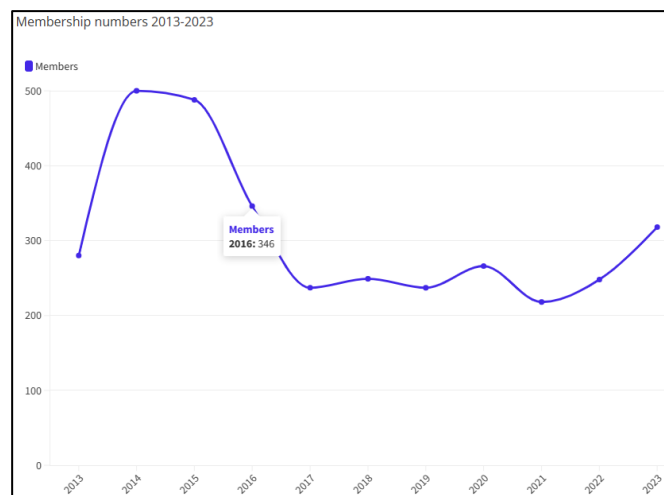
Our expenditure is mainly municipal rates (taxes), insurance, maintenance/improvements, and loan repayments.

From time to time we do note complaints about pricing of drinks. For clarity, please note that such pricing is managed by provisions in the existing lease agreement with the management company (Fat Baz), which speaks to specific mark ups. All bar pricing is subject to approval by the GC, and as such part of the GC duties

is to benchmark pricing and put to test the cost of sales shared by the management company. We continue to work with the Management company to ensure that this is adhered to.

For the financial year 2023 (ended 31 Aug) the club has seen positive earnings, building on the year-on-year growth of the previous 2 years (2021, 2022). I will just give a very high-level highlight of financial performance, our income was higher than last year and is E715k, against a total expenditure of E544k. The treasurer will touch on the specifics during his presentation of our accounts, including the status of any loans the club has, and what we can possibly consider going forward.

I must emphasise that we are a not a for profit entity, and therefore our earnings as a club must continue to be ploughed back, for the benefit of the club, and its membership. This also includes financial support of our sporting sections, as per the provisions of the club's constitution byelaws. This is what we have done and will continue to do.



Membership

Our membership has continued to grow steadily, and we now sit at 318 members for 2023, this is in reflection to last year's membership of 284. Also, no increase in membership fees is being applied this year.

Member type	number	Member type	number
ordinary, single	112	country, family	8
senior, family	7	country, single	5
senior, single	10	honorary, life	6
sport	33	life	6
young adult	7	ordinary, family	124
Total	318		

Mbabane Club is one of last remaining members only club, which has no direct support or sponsor. This is something that we should be very proud of and has been a result of our ability to adopt new strategies in line with market dictates, and our member's wishes in our ever-changing times.

Maintenance / Improvements

Over the year, the following work and acquisitions were undertaken:

- 1) Upholstery of 17 bar chairs.
- 2) Replacement of Lang Bar loungers / couches.
- 3) Major refurbishment and revamp of toilets.
- 4) Repainting of the access corridor including the replacement of the access door.
- 5) Replacement of the lower entrance gate motor and rail.
- 6) Introduction of a face recognition access control with recording system. Please note that the current system has been installed as part of a proof of concept by Buffalo Soldiers. On confirmation by GC the invoice for the said system will need to be sealed. Whilst on the note of the system, one of the reasons we are introducing this is to improve on the security of our members, but to also limit access from non-

members. The GC is aware that in recent times, visitors to the Millin and non-club members are making use of the club and parking areas, and this has and continues to be addressed.

- 7) Introduction of free Wi-Fi to members (courtesy of Real Image). Club members get 100MB free per device p/day. This will also be extended to the golf section.
- 8) Addition of lines to tennis court #2 to accommodate Pickle Ball. This is a new and increasingly popular sport that has had several other clubs buzzing. I take the opportunity to thank Barry Takis and Lean Drinkwater who between them sponsored the balls and rackets.
- 9) Installation of lights and cricket nets by Cricket association.
- 10) Replacement & Installation of the new Fireplace. This proved ever so popular in winter!!!
- 11) Replacement of TV and the upgrade of cabling associated with it. We are now able to make use to the pull-down screen to project matches.
- 12) GC with support of Trustees approved capital improvements to Albert Millin (this includes a side covered outside sitting area and a new fence. Permission was also granted for the installation of solar power system to main club at the management company's cost. This will also mean that if the lease negotiations are not successful the club can either offer to purchase or for the system to be removed.
- 13) GC has been working on a facilities improvement plan, which is now at an advanced stage and will be shared shortly with membership following Trustee approvals. Such plans have been delayed due to uncertainty of the golf course renewal lease.

I will take the opportunity to update members on the golf course lease. I am happy to report that after years of discussions and debate, the Municipal Council has extended the golf course lease for a period of 10 years (renewable). This was effective 1 April 2023. The lease has already been signed-off by council and has been agreed to by the GC and Trustees. I will ask our secretary to share a bit more on the lease and also share the potential site for a new location of the golf course.

Sports Sections

We continue to work very closely with all the sections of the club and have enjoyed a good working relationship. I must however report that last night, we received a letter from the golf section related to various matters that they would like the GC to attend to. The incoming general committee will take the opportunity to meet with the golf section and discuss all the points highlighted. This I'm sure will be one of their first assignments in amongst many.

We do note that some sections of the club have more activities than others, and we need to work on this collectively. This speaks to organizing fund raising events, more organised and regular events, active promotions of the section to members.

As raised in our previous AGM, the need for much closer financial monitoring of the sections is a must and one that we must not be ignored. Certain sections have reported financial positions that highlight great concern, and the GC will work to ensure there is better accountability and related management of sections this is a major to-do for the year.

In ending I must re-iterate that all our sections as they exist, are an extension of the club and have been established by the club as per the provisions of the constitution of the Mbabane Club. As per the Constitutional Provisions of Mbabane Club Section 23, there is no section that can operate without the input and guidance of the GC of the Mbabane Club, as it is the GC that creates and establishes a section in the first place.

It is mandatory that each section appoints a representative to attend all regular meetings of the GC as per the provisions of the Mbabane Club byelaws.

In closing, I thank you for allowing me the opportunity to be your President for 2023 and look forward to being of service in 2024.

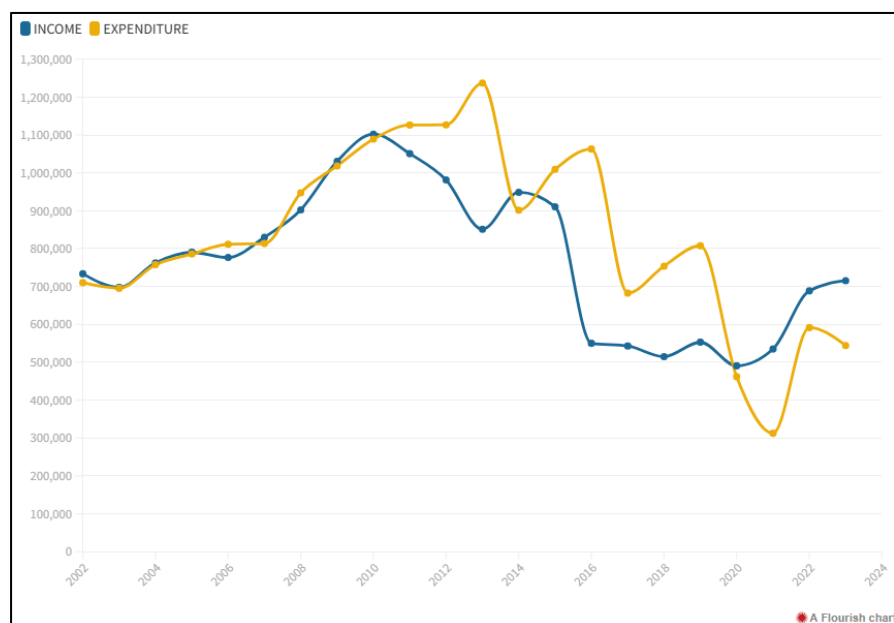
Questions raised by members were answered as follows:

- Why is the management of the club outsourced and not the club not run by its members? Concerns about current arrangements are noted and members will be kept informed and asked for input where required in the upcoming lease renewal process. A suggestion that members vote now on whether to continue with the arrangement of using a management company would not be possible because constitutionally this requires a resolution to be submitted prior to the AGM.

- Why is the Gwamile Street gate left open? This is because two-thirds of the car park is allocated to customers of the Millin and members of the gym. The committee recognises that the portion of the car park reserved for club members is sometimes full and this will be addressed with the management company. Access security to the club is provided by the front door entry system.

4. Treasurer's Report

Overall financial performance in comparison to recent years was illustrated in the chart below:



The Treasurer highlighted the following from the annual financial statement:

- The absence of financial statements from the sports section is due to a) questions were raised at the golf section AGM and the statement not accepted, b) questions were raised about the squash section financials, and c) although there was no issue with the tennis section, it was thought best not to attach just these financials and instead they were incorporated in the main club's statement.
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In response to a question from members:

- Subscriptions have not increased for most members, but some members subs have increased because concessionary membership categories have been reduced, i.e., there is now no sports member category.

5. Proposed amendments to the Club's Constitution

Two amendments were put forward by Sean Johnson:

- That the qualification period for a concessionary senior membership be reduced from ten years to one year, and
- That young adult members should be entitled to vote at general meetings and to participate on club committees.

Both amendments were approved and adopted unanimously by members present.

6. Honorary Life Members

In recognition of 50 years of continuous membership of the club, honorary life membership was conferred by members on:

- Mrs and Mrs Martin Forsyth-Thomson
- Mrs and Mrs Alec Taylor

7. Election of General Committee for 2023-2024

The following nominations were received:

Position		Candidate	Proposed by	Seconded by	Accept ?
President	1	Ali Resting	Mduduzi Nyoni	Muziwethu Langwenya	Yes
Vice President	1	Lean Drinkwater	General Committee	General Committee	Yes
	2	Moses Masilela	Mpendulo Shongwe	Thabiso Gama	Yes
Treasurer	1	George Nisbet	General Committee	General Committee	Yes
Secretary	1	Sean Johnson	General Committee	General Committee	Yes
	2	Thabiso Gama	Moses Masilela	Mpendulo Shongwe	Yes
Lady Member	1	Gcebile Zwane	Jennifer Neves	Ali Resting	Yes
Gentleman Member	1	Mongi Dlamini	Mdudzi Nyoni	Muziwethu Langwenya	Yes

After a secret ballot for the positions with more than one nominee, the following people were duly elected to serve on the General Committee for 2023-2024:

President – Ali Resting
Vice President – Lean Drinkwater
Secretary – Sean Johnson
Treasurer – George Nisbet
Lady Member – Gcebile Zwane
Gentleman Member – Mongi Dlamini

8. Appointment of Auditor

Mr Bill Capel accepted his reappointment as the club's auditor for 2023-2024.

9. Election of Trustee

Mr Theo Mason was elected unopposed for a further 3-year term as a Trustee of the Mbabane Club.

10. Any other business

None raised.

The meeting closed at 19:00