

# SOUTHERN AFRICAN EMERGENCY SERVICES INSTITUTE NPC

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## SAESI DIRECTORS MEETING #3

**MINUTES OF THE SOUTHERN AFRICAN EMERGENCY SERVICES INSTITUTE NPC DIRECTORS MEETING #3 HELD ON Wednesday 11 March 2015, at the Disaster Management Offices, Ekurhuleni Metro Municipality, Bedfordview, Johannesburg.**

### 1. OPENING BY MR. OS MASIBI - CHAIRPERSON OF THE MEETING

#### 1.1 Welcome and Opening

Mr. Masibi welcomed all in attendance and opened the meeting at 8h52.

### 2. Constituting of Meeting

#### 2.1 Present

OS Masibi	-	Chairperson of the Board (President)
D Padayachee	-	Director (Vice President)
R Janse van Vuuren	-	Director (Chairperson: Administration Committee)
S van den Berg	-	Head Office

#### 2.1 Apologies

M Ramlall	-	Director (Vice President Elect)
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#### 2.2 Visitor(s)

Jené Palmer	-	Contracted CGF Consultant to the Company
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### 3. Open Agenda / General Discussion

The only agenda item was the finalisation of the Memorandum of Incorporation. The following corrections/additions were made to Draft #4. (Attached)

Item 1.3, Pg. 5

- The date to be inserted is the date on which the Memorandum of Incorporation has been approved/voted by the Council Members.

Item 2.14, Pg. 6

- “AGM” means annual general meeting ... should be moved to be item nr. 2.4 before “Board” in order to read alphabetically.

Item 4.1.1, Pg. 7

- The paragraph should be removed in totality.

Item 4.1.6, Pg. 8

- ... the principles contained in the King III ... should be changed to read that compliance with Corporate Governance Principles will be adhered to.

Item 4.1.8, Pg. 8

- The order of the listed Membership categories should change to the following;
  - 4.1.8.1 Ordinary Members
  - 4.1.8.2 Council Members
  - 4.1.8.3 Fellow Members
  - 4.1.8.4 Life Members
  - 4.1.8.5 Honorary Members
  - 4.1.8.6 Corporate Members
  - 4.1.8.7 Ex Officio Members

The bracketed comment must be excluded.

Item 4.2.1.2 and

Item 4.2.1.3, Pg. 8

- Both paragraphs are to be removed.

Item 4.2.3, Pg. 9

- The paragraph is to be removed.

Item 4.3.3, Pg. 9

- The paragraph is to be removed.

Item 4.5.1, Pg. 10

- The prefix NON, should be added in the first sentence to read... Honorary Membership may be awarded to Non Members of the Company ....

Item 4.5.2, Pg. 10

- The paragraph is to be removed.

Item 4.5.7, Pg. 10

- Correction to be made on the numbering
- Correction should be made that the word Directors be replaced by Life Members.

Item 4.6.6, Pg. 11

- All membership categories except that of Ordinary Members should be included/quoted in the paragraph.

Item 4.6.7 and

Item 4.6.8, Pg. 11

- Both paragraphs are to be removed.

Item 4.8.1, Pg. 12

- Council Members will be appointed at the AGM, should be removed.
- The paragraph should read that Council Members are appointed at Branch level by either being appointed as a Chairperson and Vice Chairperson of a branch which *Ipsa Facto* also constitutes as a Council Member, and/or being voted as a Council Member representative for every 100 members of the Branch.

Item 4.8.3, Pg. 12

- The period indicated as 2 years are to be corrected to read ... 4 years.

Item 4.8.4, Pg. 12

- The paragraph should read... Council Membership may also be awarded to Fellow and Life Members for a period not exceeding 4 years.

Item 4.8.4.1 and

Item 4.8.4.2, Pg. 12

- Both paragraphs should be removed.

Item 4.9.2, Pg. 12

- The paragraph should be corrected to read ...  
All subscriptions shall be payable annually in advance and shall become due in October of each year. Members who newly enrol for membership after the due date for annual subscriptions will be charged according to a pro rata rating and will receive any applicable benefits on the same pro rata rating.

Item 4.12.3, Pg. 13

- The following should be added;  
One representative for each fifty (50) members or portion thereof from each Emergency Service in the branch area, together with the Chairperson, Vice-Chairperson and Secretary/Treasurer and the Council Members shall constitute the Branch Committee structure.
- No maximum to be stipulated as per bracketed suggestion. Pg. 14

Item 4.12.12, Pg. 14

- The sentence should be ended at ex officio members of every Branch Committee. All wording thereafter should be removed. It will thus read... All the Board directors of the Company shall be ex officio members of every Branch Committee.

Item 5.3, Pg. 17

- The restriction indicated in the paragraph limiting meetings to that of a major centre must be removed and it should indicate that the meetings can take place anywhere in South Africa.

Item 6.1.1.5, Pg. 19

- Content should be changed that the President and Vice President can be elected for a second term only.

Item 6.1.1.9.6, Pg. 19

- Terminology distinguishing between the legislative prescribed Committees and Working Groups to replace the current Standing Committees were accepted.

Item 6.2 Composition of the Board

No changes were made as most of the items are legislatively prescribed. The Board acknowledged that the President does not *Ipsa Facto* become a Director but that the "appointment" is through the Council voting process.

## **7. CLOSING OF MEETING**

Mr. Masibi closed the meeting at 12h41.