



11th Annual General Meeting of the South African Wetland Society
26 October 2022
National Wetlands Indaba – Golden Gate Highlands National Park, Free State Province
and
Zoom Online Platform

No.	Agenda	Actions
1.	<p>Welcome LvP welcomed all to the 11th AGM for the SAWS.</p>	
2.	<p>Attendance Register & Apologies The attendance register signed at the Wetland Indaba is attached as Appendix A, in addition an attendance register will be taken from the zoom platform. Apologies: No apologies Shaddai Daniel-Harris is a proxy for Philip Frenzel. Three aspects need to be voted on in this AGM: <ol style="list-style-type: none"> 1) Adoption of Constitution 2) Chairmans Report 3) Financial Statement </p>	
3.	<p>Minutes & Matters Arising from previous AGM There were no additions and or changes to the minutes. No annual audit required as the South African Wetland Society (SAWS) is a Non-Profit Organisation (NPO). All that is required is a review of the financial statement. The platform used by SAWS will be changing and members are required to update profiles. A new method was proposed for reaching a quorum – the IAIA model was used. Amendments to the constitution were made and will be presented in this AGM For SAWS to table with SACNASP, a mechanism that needs to be put in place to allow specialists to apply for a tender to be employed by the govt to assist with pollution incidents.</p>	<p>SACNASP has requested a meeting after the Day 1 National Wetlands Indaba Conference - PL</p>
4.	<p>Additions to agenda:</p>	
4.1	<p>MdF requested that the frequency of the National Wetlands Indaba going forward is discussed</p>	
5.	<p>Report on Progress this past year</p>	
5.1	<p>Presentation of the Chairperson’s Annual Report Chairpersons annual report presentation is attached as Appendix B. The current board members were introduced as well as the 5 portfolios around which the activities of SAWS are arranged.</p>	

<p>The new board will be elected in 2022, voting has been undertaken during the Wetlands Indaba and the board will be announced during this AGM.</p> <p>Gov, Finance & Admin SAWS constitution revised from original in 2012. Circulated to members for voting and approval at AGM.</p> <p>New membership management online system developed and implemented in September 2022.</p> <ul style="list-style-type: none"> This will improve membership management and control. Moved away from a manual Excel based and Word invoice system. <p>Membership for 2022 (104):</p> <ul style="list-style-type: none"> Students – 24. Ordinary – 60. Ordinary + Journal – 20. Retired Persons – 0. SWS membership still included for all membership categories. <p>Communication Key Goals: 2020-2022</p> <ul style="list-style-type: none"> Network management (we are a platform: member benefits, to make people/skills easily findable/accessible): <ul style="list-style-type: none"> Improved networking capabilities of our old website New website has a networking function A LinkedIn Account has been created – 131 followers Member engagement (What to do to get members engaged in events/discussions; prevent passivity?) <ul style="list-style-type: none"> Survey with 99 participants Results presented at NWI 2021 Provincial Forum liaison and engagement <ul style="list-style-type: none"> Provincial forum database kept up to date NB communications are forwarded to provincial form contact points Forum feedback session at NWI 2021 Forum workshop NWI 2022 Partnerships (e.g. with strategic professional bodies) <ul style="list-style-type: none"> SWS-Africa South African Hydrological Society International Association for Impact Assessment South African Society of Aquatic Scientists <p>Newsletters have been sent out to members.</p> <p>Social media:</p> <ul style="list-style-type: none"> Facebook – 2,700 followers. LinkedIn – 131 followers. YouTube – 29 subscribers. Twitter account started during the National Wetlands Indaba 2023 <p>New website designed in Aug 2022:</p> <ul style="list-style-type: none"> Membership is now payable online via credit card or EFT. Membership is fully automated and managed by GlueUp and Paypage. Primary communication to members has been via email. This will change with the new management system as Campaigns will be sent via the platform. <ol style="list-style-type: none"> Will the new on-line system facilitate a quote? <ol style="list-style-type: none"> MdF will arrange that this option is available. Can the member engagement poster be made available? <ol style="list-style-type: none"> LvR – yes it can be if requested Can the SAWS membership fee be included in the National Wetlands Indaba Fee 	<p>MdF to arrange with platform developers that the quote function is an option. LvR to make poster available if requested</p>
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- a. LVR this is what has been done previously; now changed that if you are a member, you get a discount at the Indaba. It is proposed to stick with new model unless the new 2022 Board decides otherwise. It was proposed that the new Board apply minds on which option to adopt going forward, concern with this is that the Indaba does not belong to SAWS – it is a Forum event.
- b. The membership time runs from 1 March to 28 Feb (financial), no pro-rata rate is available.

Capacity Development

The SACNASP mentoring programme

- 10 mentees have been supported in a Candidate Mentoring Programme (CMP), through which mentors volunteer their services and SACNASP funds mainly training.
- The 3 mentees who began in 2020 completed their mentorship in 2021.
- 4 mentees began in 2021 and completed their mentorship in 2022, and
- A further 3 mentors have recently begun as part of the latest cycle.
- The mentorships have contributed significantly in terms of professional development and the specific competency of the mentees, e.g. in terms of delineating wetlands and applying wetland assessment tools.

An Inventory of wetland tools

- An Inventory of Wetland Tools and for what purposes each tool can be applied which was compiled by SAWS in 2019 was updated in 2022.

A document specifying the competence required of a wetland practitioner

- In response to the need to describe the specific competence required of a wetland assessment practitioner, a document has been produced with input from wetland practitioners and key government departments.

Guidance for Mentorship and peer review

- A document was produced providing guidance on mentorship and peer review within the context of Continuing Professional Development.

Constitution: Amendments

To achieve NPO status aspects had to be added to the constitution and the fact that SAWS is an accreditation body must be removed.

Clause 21.3 to no longer be deleted.

Constitution: Deletions

Everything related to ‘Organisational membership’

Clauses 11 & 12 relating to accreditation

Clause 21.3: “The Board may from time to time adopt and amend regulations in order to carry out the business and objectives of SAWS”.

Constitution: additions

1. Clause 2.2: The organization shall:

1. *Exist in its own right, separately from its members or office bearers.*
2. *Be able to own property and other possessions.*
3. *Be able to sue and be sued in its own name.*

2. The Vision and Objectives from 2012 (Clauses 4-6) were collapsed and repetitions removed; and now reads in Clause 4 (2021) as:

4.1 The vision of SAWS is to build and promote excellence, professionalism, transformation and ethics in the Wetland Community of Practice of South Africa.

4.2 This vision shall be advanced and achieved by such means as may be deemed effective and appropriate, including the following within the context of wetland sciences, management, conservation and restoration:

4.2.1 Developing professional capacity through the provision, facilitation, sharing and/or (when available and when applicable) funding of training, mentorship, learning, work, internship, volunteer and academic opportunities

4.2.2 Driving and supporting collaboration and engagement, and coordinating efforts, within the wetland and interrelated community - professional, academic and voluntary associations, institutions, organisations and societies - both in South Africa and internationally, for greater impact

4.2.3 Developing, collating, storing, managing and/or disseminating best practice knowledge (e.g. tools, guidelines, research, standards, regulations, reports, publications, projects), and quality services (e.g. members, service providers, partners)

4.2.4 Communicating the above actions, information, opportunities and knowledge with the SAWS member base and greater wetland community.

4.3 The above will be done through the relevant platforms of SAWS website, social media, email, workshops, seminars, and conferences.

3. Clause 9: AMENDMENTS TO SOCIETY FOUNDING DOCUMENTS

9.1 The Constitution and Memorandum and Articles of Association may only be amended by majority vote, not less than two thirds of the members present ('the quorum'), at an AGM or SGM.

9.2 A written notice, indicating the proposed changes to the constitution, will be sent to all Members no less than fourteen (14) days prior to the meeting at which the changes to the constitution will be proposed.

4. Clause 10.7.2: Members or office bearers have no rights to SAWS income, assets or property assets.

2012 Constitution	2022 Constitution
The Board shall consist of seven (7) Members	The Board shall consist of at least seven (7) Members
The Board shall ensure that proper financial and management accounts are kept and audited at the end of each Financial Year and at the AGM	The Board shall ensure that proper financial and management accounts are kept and presented at the end of each Financial Year and at the AGM
Other amendments related to audits: clauses 10.5.6	
13.3.4 The Secretary must give Written Notice , at least eight (8) Weeks before a scheduled meeting ... ;	8.3.4 The Secretary must give Written Notice , at least two (2) Weeks before a scheduled meeting ... ;
13.3.5 An agenda ... shall be issued not less than twenty-one (21) days before a scheduled meeting, ... ;	8.3.5 An agenda ... shall be issued not less than two (2) weeks before a scheduled meeting, ... ;
Fifty-one percent (51%) of the Members present, including Members ... represented by a ... Proxy form, shall constitute a quorum for an AGM or SGM.	The voting members present at a SAWS meeting, including Members not physically present but represented by virtue of a duly signed Proxy form, shall constitute a quorum. A resolution shall be passed by a simple majority of the voting members present at such meeting.
14.5.2 The Board shall propose the appointment of auditors for the purposes of the Annual Financial audit and the AGM shall approve the appointment of said auditors;	10.5.5 The Board is responsible for appointing a suitably qualified person to complete an Independent Review or Audit of the annual Financial Statements, in order to comply with the requirements of current tax legislation.

No comments were received from the members after it was e-mailed to the members. Comments/questions raised in the AGM include:

- 1) Can the summarized report be circulated for the constitution
- 2) Clause 21.3 was included to allow the Board to change the constitution. Concerns raised was if this is removed then, as members only meet once a year, the Board may not be able to function properly. A clause must be included that allows the Board to change the constitution.
- 3) Important that an odd number of members sit on the Board

Vote for Clause 21.3

- Vote for leaving clause 21.3 in the constitution – 54
- Vote for removing clause 21.3 in the constitution – 4
- Abstain from the voting - 1

LvR to circulate the summary report

LvR to include Clause 21.3 in the final constitution

5.2 **Adoption and secondment of the Chairperson's Annual Report**
 - Adopt – 59

	<ul style="list-style-type: none"> - Against – 0 - Abstain - 0 <p>Adoption of the Chairperson’s Annual Report</p> <p>Proposed by: Piet Louis Grundling Seconded by: Suzanne Grenfell</p>																																																																																																																	
5.3	<p>Presentation of the Annual Financial Report Unaudited Annual Financial Statements for the year ended February 2022.</p> <p>South African Wetland Society NPO Unaudited Annual Financial Statements for the year ended 28 February 2022</p> <p>Statement of Comprehensive Income</p> <table border="1"> <thead> <tr> <th>Figures in Rand</th> <th>Note(s)</th> <th>2022</th> <th>2021</th> </tr> </thead> <tbody> <tr> <td colspan="4">Revenue</td> </tr> <tr> <td>Membership fees received</td> <td></td> <td>25 106</td> <td>34 850</td> </tr> <tr> <td>CMP Income</td> <td></td> <td>108 000</td> <td>-</td> </tr> <tr> <td>Donations received</td> <td></td> <td>50 000</td> <td>52 000</td> </tr> <tr> <td>Sponsorships received</td> <td></td> <td>6 000</td> <td>95 000</td> </tr> <tr> <td></td> <td>4</td> <td>189 106</td> <td>181 850</td> </tr> <tr> <td colspan="4">Other income</td> </tr> <tr> <td>Profit from Indaba</td> <td></td> <td>18 526</td> <td>-</td> </tr> <tr> <td>Interest received</td> <td></td> <td>5 441</td> <td>3 463</td> </tr> <tr> <td></td> <td></td> <td>23 967</td> <td>3 463</td> </tr> <tr> <td colspan="4">Operating expenses</td> </tr> <tr> <td>Accounting fees</td> <td></td> <td>(8 941)</td> <td>(3 300)</td> </tr> <tr> <td>Auditors remuneration</td> <td>6</td> <td>(4 500)</td> <td>(5 000)</td> </tr> <tr> <td>Bank charges</td> <td></td> <td>(206)</td> <td>(639)</td> </tr> <tr> <td>Computer expenses</td> <td></td> <td>-</td> <td>(3 903)</td> </tr> <tr> <td>CMP expenses</td> <td></td> <td>(60 471)</td> <td>-</td> </tr> <tr> <td>Conference expenses</td> <td></td> <td>-</td> <td>(60 799)</td> </tr> <tr> <td>Marketing expenses</td> <td></td> <td>(575)</td> <td>-</td> </tr> <tr> <td>Sponsorships</td> <td></td> <td>(4 200)</td> <td>(26 051)</td> </tr> <tr> <td>SWS Annual membership</td> <td></td> <td>(9 091)</td> <td>-</td> </tr> <tr> <td>Travel - local</td> <td></td> <td>(250)</td> <td>-</td> </tr> <tr> <td>Website hosting</td> <td></td> <td>(3 100)</td> <td>(1 222)</td> </tr> <tr> <td></td> <td></td> <td>(91 334)</td> <td>(100 914)</td> </tr> <tr> <td colspan="4">Surplus for the year</td> </tr> <tr> <td>Other comprehensive income</td> <td></td> <td>121 739</td> <td>84 399</td> </tr> <tr> <td></td> <td></td> <td>-</td> <td>-</td> </tr> <tr> <td>Total comprehensive income for the year</td> <td></td> <td>121 739</td> <td>84 399</td> </tr> </tbody> </table> <p>Q&A for the Feb 2022 financials? None</p>	Figures in Rand	Note(s)	2022	2021	Revenue				Membership fees received		25 106	34 850	CMP Income		108 000	-	Donations received		50 000	52 000	Sponsorships received		6 000	95 000		4	189 106	181 850	Other income				Profit from Indaba		18 526	-	Interest received		5 441	3 463			23 967	3 463	Operating expenses				Accounting fees		(8 941)	(3 300)	Auditors remuneration	6	(4 500)	(5 000)	Bank charges		(206)	(639)	Computer expenses		-	(3 903)	CMP expenses		(60 471)	-	Conference expenses		-	(60 799)	Marketing expenses		(575)	-	Sponsorships		(4 200)	(26 051)	SWS Annual membership		(9 091)	-	Travel - local		(250)	-	Website hosting		(3 100)	(1 222)			(91 334)	(100 914)	Surplus for the year				Other comprehensive income		121 739	84 399			-	-	Total comprehensive income for the year		121 739	84 399	
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5.4	<p>Adoption of the Annual Financial Report</p> <p>Proposed by: Kate Snaddon Seconded by: Nacelle Collins</p>																																																																																																																	
6.	<p>Discussion of additions to the Agenda</p>																																																																																																																	
6.1	<p>New SAWS Board</p> <p>Seven new board members</p> <p>105 votes received.</p>																																																																																																																	
6.2	<p>Forum Membership</p> <p>Discussion points on importance of Forums remaining independent to SAWS:</p> <p>LvR:</p> <ul style="list-style-type: none"> - Some chairs of the provincial forums are not members of SAWS. - Should a member from each forum be represented on the Board? - There are 3 fully functional forums - SAWS needs to provide a support role to the Forums <p>PLG</p> <ul style="list-style-type: none"> - Forums came before SAWS - Forums have government representatives - Forums are more racially diverse - Forums have a life of their own and need this 																																																																																																																	

	- The forum training events are well attended	
6.3	<p>Frequency of National Wetlands Indaba</p> <p>MdF proposed having the Indaba and Awards ceremony every 2 years</p> <p>Comments/questions regarding this can be summarised as per below:</p> <ul style="list-style-type: none"> - Concern that is a Provincial Event not up to the SAWS to vote on - It was discussed in 2019 and majority of people want the event annually to keep the momentum - Could the National Wetlands Indaba align with other conferences - Could we look at moving conference date to the start of the year as so many conferences run at the end of the year - Suggestion that the new Board does an on-line survey - Concern the availability of CPD events - Important that the event runs annually as builds capacity amongst students and the annual awards ensures the recognition of people in the field of practice - Government requires 2 years notice of event in order to arrange finance and planning 	New elected Chair to initiate an on-line survey to determine whether the CoP would prefer an annual/bi-annual event, and at which time of the year
6.4	<p>Additional Questions/ Comments</p> <ol style="list-style-type: none"> 1) Can the requirements/criteria for a wetland specialist be made available? <ol style="list-style-type: none"> a. Yes, this will be made available. Important aspects to note: It is not prescriptive , rather a guideline document to highlight what a specialist needs to know 2) Are there specific requirements to join SAWS? <ol style="list-style-type: none"> a. No, it is open to anyone 3) Can non-SAWS members apply for the mentorship programme <ol style="list-style-type: none"> a. One needs to be registered as a Candidate Scientist with SACNASP but one does not need to be a member of SAWS 4) The diversity of the SAWS needs to be increased. <ol style="list-style-type: none"> a. The previous Board worked hard to diversify the SAWS with each Board member contacting at least two people. This was championed by LvR b. National Wetlands Indaba 2022 was diverse, yet the SAWS is not 	LvR to circulate the document “criteria for a wetland specialist”
7.	<p>Closure</p> <p>LvR thanked all the attendees again.</p> <p>The next meeting will take place at next years’ indaba and will be a face-to face meeting.</p>	

Compiled by: Kathy Taggart

Date: July 2023

Accepted by: Lulu van Rooyen (Outgoing SAWS Chair)

Date: August 2023