

TYGERBERG MOUNTAIN BIKE CLUB – MINUTES OF THE ANNUAL GENERAL MEETING HELD AT CLARA ANNA FONTEIN ON TUESDAY 6 DECEMBER 2011

Present: As per the attendance register – approximately 100 members.

Welcome

The chairman, James Thornhill-Fisher, welcomed everyone to the Annual General Meeting. He requested that everyone sign the attendance register.

Approval of Minutes from the Previous Annual General Meeting

Highlights from the previous minutes:

- Total trails increased to +- 60 km
- The net profit for the year was R52 198 (2009 – R19 691)
- Presentation of the amended constitution
- Formation of a constitution committee – consisting of 5 members
- The unanimous vote for the re-election of the existing committee
- Meurant Botha was the guest speaker
- Presentation of honorary memberships to the chairman of the Friends of Tygerberg Hills, Dr Bill Wilson, and the CEO of Meerendal, Will Botha
- Membership last year grew to 1 156 members, up from 225 in 2009

Proposer: Meurant Botha

Seconder: Dieter Oosthuizen

Chairman's Report

The Chairman's report was presented by James Thornhill-Fisher. He thanked the following for their contributions during the year:

- the members who have joined the club
- all who have attended the AGM
- Kobus Poole and Sabre Paints for their support and sponsorship
- Reeds for their support – the Club Bakkie that has been invaluable to the club
- Landowners for allowing us access to their land
- Everyone who helped at the club this year, with special thanks to Prudence Adams
- Special thanks to Prudence Adams who diligently got prizes and assisted at events
- Thanks to the Slowcoach Alwyn Burger for his dedication, patience and consistency in making it enjoyable for the newcomers
- Thanks to Gary Blakey and Theresa Styles for the Juniors Programme
- Thanks to Justin for making Clara Anna Fontein Game Farm available to the club

Theresa Styles – Junior Club

- Started in January 2011
- Gary and Theresa had an idea that their children were riding with adults all the time, and not with children
- We started with one child in the beginning, and there are now a core of 15 dedicated riders, and a maximum of 30 children from time to time
- Tuesdays and Thursdays are for 8 – 13 year olds
- Wednesdays and Fridays for the more experienced children
- The Meerendal children are also included – they ride on donated bikes
- We need to get more bikes to expand the programme to other farms in the area
- The children have participated in a number of events during the year
- We hosted the first inter-schools series (3 events)
- We want to grow the numbers and the development riders
- Theresa then presented the highlights in a PowerPoint presentation

James Thornhill-Fisher

Key Achievements in 2011

- Over 2 000 members – the club is growing
- Dual slalom tracks opened at Nitida
- Opened a new discipline to most of us
- Great route maps of the trails on our website
- trail maintenance request form on the website
- Meerendal trails have been upgraded
- Maintenance done on Majik Forest trails
- Fun ride a few weeks ago, using most of our trails
- Cross country events using Nitida and Hillcrest trails
- The Junior Project is a huge success
- The “Don’t ditch – rather donate” project has also been a huge success
- R11 000 raised for the Renosterveld conservancy
- Ride in the Tygerberg Reserve for the Friends of Tygerberg Hills
- New bike numbered boards coming out – transgressors will be more easily identifiable
- We have a clubhouse to store all our equipment, and to use as an office
- New club caps, T-shirts, etc
- The ABSA Cape Epic Prologue is going to be held on our trails next year

On-going Issues

- last year we hired staff to assist with the club – with hindsight the growth of the club has made it impossible to continue as is – there is a proposal for a new structure to address this
- Majik Forest – cleaning up and implementing access control
- Trail etiquette – if we don’t observe proper etiquette, we will upset the land owners – we need to honour the agreements with the land owners
- The green corridor is closed until new land owner agreements are signed
- Riders to police the trails more

Projects for 2012

- There will be a new club structure
- Tygerberg MTB club will continue as the administrative and organisational institution of mountain biking in the Durbanville area
- The land owners will take ownership of the trails (as they are on their land)
- They will employ a management team to maintain the trails
- Communication will still be via the club
- There will be more km of trail opening on Meerendal
- There are some new trails in the pipeline, but there is still a lot of work to be done before this will happen

Treasurer's Report

The treasurer's report was presented by Alwyn Burger, who stated as follows:

- I only took over this portfolio at the end of August 2011, which is only one month of the financial year that we are dealing with
- Maybe Adrian can assist in answering any questions
- Cannot explain all of the items in the auditor's report
- There have been many mistakes made these last 2 years
- We started with R120 000 at the beginning of the year
- We set aside R134 000 for the building of the new trails – we have not done much trail-building this year
- We have depleted most of our funds with administration and salaries
- We have implemented a new bank procedure – we now need 2 signatories
- We have made a sizeable investment in the Meerendal trails this year of approximately R70 000

Adrian Winsor

- This is the first year that we have had audited accounts
- For good governance we had the previous year audited as well
- Turnover increased from R400 000 to R800 000
- 75% of that comes from memberships and permits
- Operating expenses in 2011 includes items that were not present in 2010
- Unbudgeted projects (Nitida Dual slalom and Meerendal hut) reduced surplus
- Access to farms is mainly access to Contermanskloof – paid over to Robert Starke
- Advertising includes the gazebo and many other items that carry the club's logo
- IT expenses – mainly website and internet fees
- Donations – more than half to Tygerberg Renosterveld Conservancy
- Insurance –for the club bakkie
- Legal fees – speak to the chairman

- Management fee – payment to Adrian for 11 months of the year
- Meetings – AGM last year and various other meetings
- Office expenses – printing, cartridges, etc
- We made a profit on all the rides that we did during the year
- Subscriptions are to AMARider
- This is the first year that we have had the full trail system to maintain
- Last year it was mostly spent on development
- This year it was mostly spent on maintenance
- The Meerendal trail has now been made sustainable for many years to come

Questions:

- **Noel Conrad** – Adrian gets paid a management fee of R25 000 per month – the previous year there was no management fee
- **Adrian Winsor** – he manages the trails, thereby saving on maintenance
- He also saved on secretarial fees
- the club has more than 2000 members now – it cannot be managed for free anymore
- The committee decided that there should be some reimbursement – the club takes some management
- A lot of what he does is purely admin – there are a lot of aspects to running the club
- **Simon Hough** – under Adrian’s guidance the club has doubled its turnover – if the club does not want Adrian, then he will have him
- There has been some in-fighting and pettiness – but to take a club from 35 people to more than 2000 people is admirable
- There are exciting things to come
- **Justin Basson** – the committee needs to get the farmers on board as well
- The farmers do not even get thanked – we need to find a way to remunerate the land owners as well – Adrian got R25 000 per month – the land owners got nothing
- We need to see why we got into the club
- It is a beautiful area (unique)
- The way we got involved was through the Renosterveld Conservancy
- We decided to get into the sacred areas
- Bottelary Conservancy runs their area as a conservancy – not a club
- Simonsberg Conservancy – maybe Meurant Botha can elaborate
- We need to look after the land owners, and then remuneration
- **Simon Hough** – we need to support local – buy local wine, support the business side of the land owners, etc
- We need to work out how much money the club does give back to the land owners

Annual Financial Statements

Proposer: Philip Erasmus

Secunder: John Maberly

Peter Ingles – owner of Hillcrest

- Apologised for gate-crashing the AGM
- There was a meeting of land owners and the conservancy – and we have come up with a proposal
- There have been some unhappy land owners, and we have to get them back on board
- The land owners would like to manage the trails themselves
- The ownership to, and the right of the use of the trails, vests in the landowners
- They will enter into an exclusive agreement with the Tygerberg MTB club
- Day permits will be issued at a premium(over and above the club fees)
- The maintenance of the trails will be done by a separate company
- The cost to the club will not vary by more than 15% on what members currently pay
- We regard the mountain bike trails as an asset and we would like to make it work
- The agreement will be concluded with the new committee
- A committee that changes every year is not in anyone's interest, and definitely not in the land owners' interest

Membership Fees for 2012

The new proposed fee structure for 2012 is as follows:

Main member	R 525
Spouse	R 350
Children	R 150
Pensioners / Students	R 250
Family membership (max 5)	R1 000

James stated that, when we vote on the fees, the fees will be fixed for the next year.

Summary of the fees discussion points:

- What portion of the fees will be paid to the land owners will be determined by negotiation between the committee and the land owners
- The club will always be responsible for trail maintenance at Majik Forest
- The intention is to make the club as strong as possible – we also want to have a strong committee of land owners to look after the land owners' interest
- The form on the website for trail maintenance requests – sends an e-mail to Adrian and James currently
- When a form is filled in, that will be sent to the people responsible for fixing the trails

- The accountability for the trail maintenance will be with the company contracted by the land owners to do the trail repairs
- The Contermanskloof permit will fall away
- There will only be one permit – it has not been finalised yet – negotiations are off till the new committee is in place
- The business has doubled, but we are expected to pay 15% increase
- There is an agreement with the Cape Epic that they will cover all costs
- They will also adhere to a list of requirements from the club, including bikes for development riders

Meurant Botha stated that:

- The idea that land owners are the custodians of the trails, is a much better position to be in
- The club has spent R400 000 on trails and manager, with no agreement that protects the club
- The land owners will see the benefit of their investment, and develop more trails, which will bring more members, more permits, etc
- At Bottelary Conservancy they can handle the stray rider on occasion – they own the land
- Our club is very admin-heavy
- It is a good thing that the land owners take control
- The club fees proposed are fair
- The idea that the land owners be the custodians of the trails is a good thing
- There is an organised group of people using the trails (the club) – that is in the land owners interest

Ian van Heerden stated that

- ultimately we appoint a committee to run the club – they have been doing a very good job
- It would be ideal if our club could align itself along the lines of a golf club – with a pro shop, course, etc

James Thornhill-Fisher presented the budget for the new year. He stated that

- 2 000 members averages out at approximately R300 per member (fees structure)
- We've arrived at the new budget, based on talks with the land owners (even though there is no agreement with the land owners yet)

The proposed fees structure for 2012 was carried by majority vote.

New Draft Constitution

- The auditor has recommended that we move year end to 31 December each year
- There is a problem with timing if we have December year end
- People are on leave for part of December and part of January – and then to have everything done in time for AGM at end of Feb is a problem
- There was also a proposal for year end to be moved to 30 June each year

Meurant Botha seconded the proposal for the year end to be moved to 31 December each year.

James Thornhill-Fisher stated that we will need to amend the date of the AGM to March (if the year end is moved to 31 December) – we would then have the next AGM in March 2013.

- We can have a special General Meeting annually to set the fees for the next year, and to have a social
- We can have a special vote to have a bigger committee – the present constitution only allows for 6 committee members – and we want to increase the committee to 10 members

The vote to increase the committee was carried by majority vote.

Summary of discussion points around the new draft constitution:

- the constitution committee has been in contact for the last year to thrash out constitution issues – we should be able to deal with it now
- With the proposed changes to the Club structure there will have to be changes to the draft constitution anyway
- we have done a lot of work on the draft constitution, and we probably should vote on it
- we must bear in mind that some things will be irrelevant because of changes in the structure
- there was a proposal that we accept the draft constitution, with a window period of 3 months to lodge objections, and the committee thereafter will accept it
- the draft constitution is available on the website – it will be sent to all members again within 24 hours
- We are voting to accept the draft constitution – changes include financial year end, larger committee, job descriptions, who can sign the cheques, voting at AGM's
- The main changes are to deal with administrative issues that we have had during the last year
- The problem with 2 family members being on the committee was raised
- There should be a format on the website where members can propose changes

After discussion, the meeting agreed that the new draft constitution will be put on the website, and e-mailed to all members for comment. The Constitution committee will review all comments / objections over the next 3 months, and thereafter finalise the constitution.

Election of the new Committee for 2012

Members standing for the committee:

- Matthew Zoutendyck – seconded by Pieter Herschel
- Prudence Adams – seconded by Jurg Zimmerman
- Mags Winsor – withdrew her nomination
- Theresa Styles – seconded by Prudence Adams
- Gary Blakey – seconded by Theresa Styles
- Mienke Koen – seconded by Karel van Heerden

- Tandy Kitching – seconded by Brent Kitching
- Louis Loubser – seconded by Simon Hough
- Justin Basson – seconded by Benhard Viller
- Kobus Pool – absent from the AGM – owner of Sabre Paints – seconded by James Thornhill-Fisher
- Rob Griffin – seconded by Mags Winsor
- Janine Brown – seconded by Sharon Allen
- Henry Verhoeven – withdrew his nomination

Each candidate was given 60 seconds to introduce themselves. All 11 committee members were accepted.

New Club Structure

James Thornhill-Fisher stated that

- Adrian Winsor’s contract with the club ends this evening
- Alwyn Burger will continue with administrative tasks in the interim
- the club will continue to run seamlessly
- Adrian Winsor is still available to do trail maintenance, but he will be paid by the land owners

Meurant Botha suggested that the new committee meet on Monday evening, and then decide who will be responsible for which portfolios.

The chairman thanked the members for their attendance. There being no further business, the AGM concluded.

The date for the next special general meeting has not yet been set.

CHAIRMAN

DATE

PROPOSER

DATE

SECONDER

DATE