

**MINUTES OF THE ONE HUNDRED AND TWENTY SEVENTH ANNUAL GENERAL MEETING OF
THE ROYAL JOHANNESBURG AND KENSINGTON GOLF CLUB
HELD IN THE CLUB HOUSE ON WEDNESDAY 26TH SEPTEMBER 2018 AT 18H00**

PRESENT: Christopher Bentley (C.E.O.), Alan Field (Chairman), Marian Ledingham (Vice Chair and Lady Captain), Francois Schindehutte (Treasurer), Marc Kourie (Club Captain), Gordon Odgers (Project Leader) and Chris Bobbert (Board Member). 44 members in attendance.

APOLOGIES: O.J. Ransome, Anne du Toit, Comrie du Toit, Charmain Partridge, Karen McGrath, Nick Watt-Pringle, Lynn Gardner, Mandy Pardew, Kath Jarvis, Verd Pardini, Ed Warburton, John Fell, Pat Shaw, Audrey Shaw, Heather Steppe, Karen Ransom, Shirley Hubbard, Sue van der Riet, Maryon Goodwin, Sheree Lloyd, John Earl, Shelley Sneece, Cecil Mortimer, Hazel Hairs, Jo Morley-Jepson, Andrew Lovell, Chris Huddy, Joey Coetzee, Sandra van den Bergh, Jill Bobbert, Rob Nisbet, Glynis Nisbet, Paul Blackburn, Grant McKenzie, Alison Foote, Jack Noble, Sue Rice, Graham Scott Rohan Sheppard, Ricky Sheppard & Tom Nicholas.

Members were welcomed to the meeting by the Club C.E.O., Chris Bentley, and he outlined the house rules for the meeting.		CHRIS BENTLEY
1	The notice convening the meeting was read and the members were welcomed accordingly.	ALAN FIELD
2	As more than twenty members were present, there was a quorum and the Chairman declared the meeting properly constituted and open.	
3	A list of apologies was tabled.	
4	The following members had passed away during the previous year and the members were asked to stand and to observe a minutes silence as a sign of respect: Mrs Pat Tomaselli Mike Weaver Ralph Ririe John Bredenkamp Andrew Mentis Colin Surtees Ian Head	
5	A life membership award was presented to Mr Stathy Diamandis . Mr Verd Pardini , had sent his apologies as he was unable to be present to receive his award. Mr Neville Oborn , a third recipient of this award, was not present. All three gentlemen were congratulated on this achievement and thanked for their service to the Club	
6	The minutes of the 126 th AGM of the Royal Johannesburg and Kensington Golf Club held on the 27 th September 2017, were available on the website. Proposed by: Bob Pearsall	

	Seconded by: Graham Twaddle	
7	The Chairman welcomed the first presentation for the evening, from the C.E.O., Christopher Bentley	ALAN FIELD
7a	<p>The C.E.O.'s report was received (as per the Royal Review distributed to members prior to the meeting and at the meeting).</p> <p>The C.E.O. opened his report with a slide show which visually captured the past year's events and achievements. Thanks were extended to Candice Humphrey and her team, for assisting with this production.</p> <p>Further to the published report:</p> <ul style="list-style-type: none"> • Royal Johannesburg and Kensington Golf Club is not alone in the everyday struggles that Golf Clubs face. • The Club's biggest challenge is that of the Johannesburg City Council – Bob Pearsall was thanked by the C.E.O. for all the assistance and guidance he has given and continues to give the Club in this regard. • The three biggest changes and improvements made to the Club this past year were: <ul style="list-style-type: none"> - The updating of the locker rooms - The re carpeting of the upper and lower bar areas - The opening of the East Course following its' closure for 6 months for refurbishing • Both courses had their highest rankings in the 20 years of the Golf Digest course rating existence. The East Course was ranked 7th in the country and the West Course was ranked 27th in the country. • 220 new members have joined the Club in the past year with corporate membership increasing from 3 to 20. • Both the junior section and the ladies golf section had considerable growth over the year and thanks were extended to Martin Briede and Wendy Huddy for taking care of these sections. • The carrying of sandbags by all players, will be compulsory with immediate effect. • The C.E.O. appealed to all the members to continue to support and promote the Club and 'to live the Royal brand'. <p>The C.E.O. closed his report by thanking Alan Field, Gordon Odgers, the Board, the Capital Fund Committee</p>	CHRIS BENTLEY

	and the staff of Royal Johannesburg and Kensington Golf Club for their continued commitment and dedication.	
7b	<p>The Treasurers Report was received (as per the Royal Review and the abridged operational budget distributed to members prior to the meeting and at the meeting). Copies of the Annual Financial Statements for the year ended 30 June 2018 were made available to members attending the meeting.</p> <p>Further to the published report:</p> <ul style="list-style-type: none"> • It was important for the members to know that the R9 million received from the developers would have to be refunded to them should the Club fail to get approval from the Council as a commitment has been made to them. • Charlotte de Jong and her team were congratulated on outstanding work. 	FRANCOIS SCHINDEHUTTE
7c	<p>The Capital Fund Report was delivered by the CFC Chairman, John Hare, as per the detailed report distributed to all members in attendance at the AGM. Tribute was paid to Ralph Ririe, a long standing member of the CFC, who was tragically killed in an accident earlier this year. The Committee has appointed Mr Tom Burger to join the CFC to fill the vacancy caused by Ralph Ririe's passing.</p> <p>The Chairman thanked his Committee for their active involvement in CFC matters and wished the Club, the Board and the members, the very best in determining the Club's affairs.</p> <p>The Chairman asked if there were any questions from the floor.</p> <p>Addressed to John Hare – could an explanation be given for the depletion of R 5 million.</p> <p>Reply – two factors here - there was a significant cash contribution to the project itself and we carried forward a CGT liability from the old investment of R 3.5 million.</p>	<p>JOHN HARE</p> <p>NEVILLE CLARKE</p> <p>JOHN HARE</p>
7d	<p>The Project Leader's Report was received (as per the Royal Review distributed to members prior to the meeting and at the meeting).</p> <p>Further to the published report:</p> <ul style="list-style-type: none"> • The revamping of the West Course has been delayed until 2020. In the interim, course maintenance will take place in the form of bunker sand being replaced – this sand will be used once the West Course is renovated. • Development of the Sydenham and Sandringham property is good to go & awaits Council approval. 	GORDON ODGERS

	<ul style="list-style-type: none"> • The development of the Linksfield property had encountered problems in that the area from the present dam up to the existing fairway bunker, has been deemed to be wetland. However, this problem was being attended to and effectively, this will become the next phase of the 5 year plan. • The Club will rely heavily on the non-golfers income that will be collected from all residents of the three scheduled property developments. • Grateful thanks were extended to Ricci Davidhof, representing the developers, for the commitment and understanding shown to the Club. 	
7e	<p>The Chairman gave a detailed review of the Club and thanked all for their presentations. Congratulations and thanks were extended to:</p> <ul style="list-style-type: none"> • Chris Bentley for his leadership and total commitment to the Club • The Chairman's fellow Board members • The CFC under the chairmanship of John Hare • The Project Team under the guidance of Gordon Odgers • Greg Jacobs, for the service he provides and for looking after the members so well • Ricci Davidhof and the development team for their positive attitude. 	ALAN FIELD
8	<p>The Chairman asked the members to adopt the audited Annual Financial Statements for the period ended 30 June 2018. Proposed by: Tom Burger Seconded by: John Warwick</p>	ALAN FIELD
9	<p>The Chairman reported that the Club had been very happy with the present auditors, HLB Barnett Chown Inc. and recommended that their services be retained. Malcolm Sheppard was in attendance at the meeting. Proposed by: John Rowan Seconded by: Ricci Davidhof</p>	ALAN FIELD
10	<p>The Board for the ensuing year was elected. All current Board members had offered their services for another term of office. Further nominations had been received for: Wendy Huddy: Proposed by: Marian Ledingham Seconded by: Ricky Sheppard Rohan Sheppard: Proposed by: Alan Field Seconded by: Marian Ledingham</p>	ALAN FIELD

	<p>New Board members, Wendy Huddy and Rohan Sheppard were introduced to the members.</p> <p>The Board will be comprised as follows: Alan Field – Chairman Marian Ledingham – Vice Chairperson Chris Bentley – C.E.O. Francois Schindehutte – Treasurer Marc Kourie – Club Captain Wendy Huddy – Lady Captain Chris Bobbert – Board Member Rohan Sheppard – Board Member</p> <p>Proposed by: John Marshall Seconded by: John Warwick</p>	<p>ALAN FIELD</p>
11	<p>The Capital Fund Committee for the ensuing year was appointed.</p> <p>Nomination Tom Burger: Proposed by: John Hare Seconded by: Alan Field</p> <p>A brief introduction to Tom Burger was given to the members.</p> <p>The Capital Fund Committee will comprise: John Hare – Chairman Rob Nisbet Graham Twaddle John Rowan Tom Burger</p> <p>Proposed by: Mike Ryan Seconded by: Malcolm Sheppard</p>	<p>ALAN FIELD</p>
12	<p>As all formalities and presentations were completed, the Chairman opened the floor for questions and answers before voting was done on the three special resolutions.</p> <p>Members were reminded that Platinum and Gold members each had one vote.</p> <p>Voting would be done with a show of hands and resolutions would be passed with a 75% majority, adjudicated by Malcolm Sheppard, failing which, a move would be made towards using the voting slips provided at registration.</p>	<p>ALAN FIELD</p>
12.1	<p>SPECIAL RESOLUTION NO 1 – ANNEXURE A</p>	

	<p>To approve the refund of operating losses for the 2017/18 year.</p> <p>Part of the approved plan was that the operating losses of the Club are to be subsidised by drawdown from the 'Capital Fund/Developer Income' until the annuity income balanced the books again. Members were insistent that we must maintain the current high standards and quality offering without passing the burden onto subscriptions and therefore agreed for operating losses to be subsidised but must be approved at each year's Annual General Meeting.</p> <p>Management was able to deliver an operating loss of R 925k, which was substantially lower than the operating loss incurred in the previous year and against budget.</p> <p>By a show of hands, this resolution was PASSED with unanimous majority and confirmed with the auditor present.</p>	<p>MEMBERS</p>
<p>13</p>	<p>SPECIAL RESOLUTION NO 2 – ANNEXURE B</p> <p>To approve the proposed changes in the Gauteng Senior Category</p> <p>Over the past couple of years, it has become apparent to the Board that the Gauteng Senior Category has caused some unhappiness amongst the 5 day subscription members.</p> <p>The Board agrees and therefore requests the meeting's approval to change the terms and rights within the Gauteng Senior Category as follows:</p> <p>Currently, the Gauteng Senior Category members are entitled to play Monday to Friday. The Board proposes limiting the playing rights to the specific Gauteng Seniors Society days, (Thursdays) and one other day, being Tuesdays.</p> <p>Silver – Gauteng Senior Members Those who are paid up members of the Gauteng Senior Golfers Society or the Gauteng Ladies Senior Golf Society, who are full members of another SAGA/SALGU affiliated Club and who are approved in writing for this category of membership by the C.E.O. Members falling into this</p>	<p>MEMBERS</p>

	<p>category are entitled to all rights and privileges of the Club except that they may only play golf on the following days: MEN – Thursdays and Tuesdays (am only) or the allocated Gauteng Senior Day LADIES – Fridays and Tuesdays (am only) To enter this category of membership there will be a two year waiting period of eligibility.</p> <p>By a show of hands, this resolution was PASSED with unanimous majority and confirmed with the auditor present.</p>	
14	<p>SPECIAL RESOLUTION NO 3 – ANNEXURE C</p> <p>To approve capital replacements of course machinery in 2019 to the value of R 500k</p> <p>Fleet management at the Club has improved significantly over the past couple of years and so the Board therefore requests the members to approve R 500k for planned machinery replacements in the course department in 2019. This will include 4 x brush cutters, 3 x blowers and 4 x carryall vehicles.</p> <p>By a show of hands, this resolution was PASSED with unanimous majority and confirmed with the auditor present.</p>	MEMBERS
15	The Chairman asked if there was any other business to discuss concerning the affairs of the Club.	ALAN FIELD
15.1	<p>Addressed to Alan Field – query about the last resolution. The amount sounds very low to replace equipment based on figures from the past two years. Reply – the machinery has a life span – we have bought equipment that has served us well. We are definitely not short changing ourselves. Reply - Royal was approximately 5 years behind, 5 years ago on the replacement of our course machinery and we have played catch up with regard to replacing machinery. We have allowed a little more in the operational budget for the maintenance of equipment.</p>	<p>PETER GUBB</p> <p>ALAN FIELD</p> <p>CHRIS BENTLEY</p>
15.2	<p>Addressed to Alan Field – suggestion to start a youth committee in the Club to enable the younger people to get experience on the Committee. Reply – this is a great idea and we would like to set up something like this as you are the future of the Club and we need to encourage our youngsters to get stronger.</p>	<p>LUCA KOTTON</p> <p>ALAN FIELD</p>

	Reply – moving forward, we need to have succession planning the Board	CHRIS BENTLEY
15.3	Addressed to Alan Field – any comments on the way forward and the year ahead re our Club Reply – we are trying to bring down our budget every year and we will continue to try and get corporate membership, which is very important to the wellbeing of the finances of the Club along with other memberships.	BILL BRUNJES ALAN FIELD
15.4	Addressed to Alan Field – where are we going with the excessive rates of Golf Clubs Reply – we have had further negotiations with the Wanderers and Glendower Golf Clubs and both Clubs have their own agenda. There is a co-ordinated effort from all the Clubs to get together to object to the exorbitant rates. Reply – we will object to the rates and if we object and the outcome is unfavourable, we will go to the Appeal Board. We have all the correct platforms to be able to argue our case.	MALCOLM SHEPPARD ALAN FIELD BOB PEARSALL
15.5	Addressed to Alan Field – is there any plan if we get enough members in place to re consider the membership rates for the younger generation. Reply – we do try and make a plan for any new member but also need to try and look after all our members. Reply – Royal is a ‘Premium’ product and we would like to remain as such. Membership will definitely change once the 5 year plan has been completed and options will be reviewed. Over the last 5 years our member average age has come down from 59 years of age to 51 years of age.	TOM MARSHALL ALAN FIELD CHRIS BENTLEY
15.6	Addressed to Alan Field – the way the members treat our golf courses is a disgrace. Reply – in total agreement and management ask that everyone puts in an effort to look after our courses. Very strict measures will be put into place to alleviate further abuse of our courses. Members should ‘leave the golf course in a better way than they find it’.	JOHN WARWICK ALAN FIELD
16	Alan Field addressed the members and thanked everyone for attending the meeting. All attendees were invited to join him for a complimentary drink in the bar.	ALAN FIELD
There being no further business to discuss, the 127 th Annual General Meeting was closed at 19h15.		