SAPGA
South African Pipeline Gas Association

MINUTES OF THE ANNUAL GENERAL MEETING OF 2010

The Annual General Meeting of the South African Pipeline Gas Association was held on 18 November 2010 at the Royal Elephant Hotel and Conference Centre, Eldoraigne. The meeting commenced at 08:00.

WELCOME

The Chairman welcomed all the members and thanked them for attending

ATTENDANCE, PROXIES AND QUORUM

Present:	8 members attended (as per attendance register)
Apologies:	1 apology was received namely AJ de Wet (Gas Piping Services)
Proxies:	8 proxies received, for which proxy forms were open for inspection, were accepted by the AGM
Quorum:	A quorum of 16 members was established with 8 members present in person and 8 proxies. The Chairman declared the meeting duly constituted. Eddie Cooke **ACCEPTED**. Trevor Lotter **SECONDED**.

NOTICE OF MEETING

Notice of the Annual General Meeting 2010 documentation is taken as read. The motion is agreed to unanimously.

APPROVAL OF MINUTES OF THE PREVIOUS ANNUAL GENERAL MEETING

Previous minutes of the meeting held on 29 October 2009 was reviewed and accepted as a true reflection of proceedings and duly signed by the Chairman in the presence of the AGM. **PROPOSED** by Riaan van der Walt and **SECONDED** by Eddie Cooke.

MATTER ARISING FROM THE PREVIOUS MINUTES

No matters arising from the previous minutes.

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APPROVAL OF FINANCIAL STATEMENTS

There were no further comments on the reporting of the Financial Statements. The financial statements as on 30 Jun 10 were unanimously accepted by the AGM. **PROPOSED** by Wim van Dijk, **SECONDED** by Riaan van der Walt.

CHAIRMAN'S REPORT

The Chairman's report was provided to all members prior to the meeting and attached for record purposes. The association remains aligned to its vision, mission, goals and strategies as revisited during the strategic session held on 28 Oct 10. Selective items on the report were highlighted and brought to the attention of the AGM.

INCOME AND EXPENDITURE FOR THE ENSUING YEAR: BUDGET 2010/2011

The Chairman presented and explained the budget for Financial Year 2010/2011. The deficit on the budget was explained by the Chairman and is mainly due to budgeting for own premises, which has not been realised so far in YTD budgeting. There being no further comments relating to the budget, the members unanimously accepted the budget as presented.

TECHNICAL AND SAFE GAS EQUIPMENT SCHEME (SGES)

The SGES and SAS is governed by a Memorandum of Understanding duly signed by the DoL, SAPGA and LPGSASA. All domestic and commercial appliances of LPG and Natural Gas will be registered by the LPGSASA.

SGES will notify the industry that all industrial equipment of LPG and Natural Gas will be registered by SAPGA and the registration process will be done in a phased approached. CNG and automotive conversions will be incorporated into the SGES. A database of all the equipment approved for registration and "fit for use" in the market will be displayed on the website.

TRAINING, LEANERSHIP AND ISOE

Each Association is responsible for developing training, but needs to be approved by SAQCC. ISOE for gas was approved by CHIETA. ISOE needs to develop NQF and provide funding for unskilled persons. Unskilled persons to be funded trained and appoint within an organization.

Sparrow Consulting, the consultants appointed to facilitate the development of the training material, will present the final review of the NQF level 2 and 3 on the 29 November 2010, at the Golden Pipit, Pretoria. All members are welcome to attend. NQF level 2 and 3 will be marketed by first quarter of 2011. FET's and/or other recognised training providers are needed to present the NQF level 2 and 3.

The development of NQF level 4 training has been noted with CHIETA and will probably be more focused on combustion and SANS329 can form part of the training material.

SAPGA lost the capability of a Domestic and Commercial training provider. A new training provider and facility is being developed that will provide theoretical and practical training including Recognition of Prior Learning (RPL) by Mar 2011.

NATURAL GAS CONFERENCE 2010

The venue, topics, speakers were highly rated and the conference was relevant and informative to the industry The Minister attending the conference had a, effective impact and resulting media coverage. SAPGA will schedule a conference in September 2011.

MEMBERSHIP

Differentiation between members and non-members needs to be enforced. SAPGA's focus for 2011 will be on marketing and promoting membership and more value adding aspects for all the members. Marketing to be more focused on growing the membership of the association and plans and targets need to be set for 2011.

RE-APPOINTMENT OF AUDITORS FOR THE ENSUING YEAR

The AGM agreed not to re-appoint Griesel Nel for the ensuing year. SAPGA will appoint new auditors for the ensuing year. **PROPOSED** by Riaan van der Walt and **SECONDED** by Eddie Cooke.

APPROVAL OF SPECIAL RESOLUTIONS: NUMBERS 1 - 5

SAPGA received Tax Exemption from SARS. In compliance to the Income Tax Act as a NPO (non-profit organization), SAPGA has to Amendment the Memorandum and Articles of Association by adopting respective clauses to include the requirements of the Income Tax Act.

The Special Resolutions were distributed to all members 21 days prior to the AGM and are attached for record and reference purposes.

The Chairman presented the reasoning, intent and effect of each special resolution to the AGM for acceptance and subsequent voting was undertaken per resolution:

1. Special Resolution number 1 was **PROPOSED** by Wim van Dijk and **SECONDED** by Cribin Moodley.
2. Special Resolution number 2 was **PROPOSED** by Riaan van der Walt and **SECONDED** by Trevor Lotter.
3. Special Resolution number 3 was **PROPOSED** by Eddie Cooke and **SECONDED** by Cribin Moodley.
4. Special Resolution number 4 was **PROPOSED** by Eddie Cooke and **SECONDED** by Ralph Beckers.
5. Special Resolution number 5 was **PROPOSED** by Trevor Lotter and **SECONDED** by Riaan van der Walt.

APPROVAL OF RESOLUTION: NUMBER 6

The Companies Act, 1973, (No.61 of 1973) Section 170 (2) (b), seeks to be informed of changes to the postal address and registered office of a company and as such notification to be given within 21 days of such intended change.

Notice is hereby given to change the postal address of SAPGA to Postnet Suite 141, Private Bag X04, Fontainebleau, 2032.

Resolution number 6 was **PROPOSED** by Trevor Lotter and **SECONDED** by Eddie Cooke.

NOMINATINS FOR COMMITTEE MEMBERS FOR THE ENSUING YEAR

The various committees were discussed and the Chairman has requested nominations from the members to assist within these committees.

- Natural Gas Conference 2011
- Operational Committee
- Training Committee

Members nominated will be contacted Jan 2011.

RESIGNATION AND RE-ELECTION OF DIRECTORS

As per the Articles of Association of SAPGA, the longest standing directors as on three (3) years in office need to stand down and likewise there directors have indicated their availability for re-election. The Directors are

- Roy Lubbe , Chairman
- Riaan van der Walt, Technical Director

The above directors have unanimously been re-elected to office by the AGM to serve for another three (3) year period.

POINTS FOR DISCUSSION

No additional points for discussion were raised

VOTE OF THANKS

The Chairman thanked the new and existing members for their time, effort and continued support and for entrusting the Board of Directors to manage the association.

CLOSURE OF THE ANNUAL GENERAL MEETING

The Chairman declared the meeting closed at 09:54

Signed as a correct and complete record of proceedings of the meeting

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Roy Lubbe Date
Chairman
South African Pipeline Gas Association