



The WCBS Annual General Meeting of Members
Thursday, 28 September 2023 at
WCBS Head Office, 3 Oude Molen Road, Ndabeni, Cape Town

MINUTES

1. Welcome

Michelle Vermeulen welcomed the Donor Representatives, Blood Donors, Board Members, and staff attending the 2023 AGM.

She specially welcomed those who had not yet been to the new building and invited anyone who wished, to join a quick tour of the building following the meeting.

Michelle Vermeulen introduced PJ Veldhuizen, the Board Deputy Chairperson, and a member of the Board for the past eight years. He currently serves as the Chair of the Risk & Governance, and Social and Ethics Committees and as a member of the Human Resources Committee.

2. Approval of the Minutes of the AGM dated 29 September 2022

The Minutes of the meeting held on Thursday, 29 September 2022 were confirmed as read, proposed by Charlotte Ingram, and seconded by Nirvani Dhevcharran.

3. The Governance Report

PJ Veldhuizen welcomed the eight donor representatives in attendance, who also held twenty-seven proxies, and welcomed the Company Secretary, Noelle Greeff who confirmed the meeting quorate.

PJ Veldhuizen reported that Paul Slack, the Chairperson of the Board was currently abroad and tendered his apologies.

He thanked his fellow Board Members for always preparing thoroughly for Board meetings and the robust discussions on the various issues raised at the meetings.

PJ Veldhuizen informed the meeting that Roger Ramsbottom, who has served on the Board for more than twenty-eight years has resigned from the board as of the 2023 financial year. PJ Veldhuizen stated that he always brought a happy and insightful disposition to the boardroom and stated that he would be missed.

He welcomed Mandla Moyo and Eugene Johannes, new additions to the Board during the year, noting that both come with a wealth of corporate experience.

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PJ Veldhuizen thanked Greg Bellairs and Nicky du Toit, the Executive Directors for their commitment to the Service, and the staff for their hard work and dedication.

He made special mention of the donors and thanked them for selflessly giving of themselves for not much more than a biscuit and juice.

4. The Directors' Report

Greg Bellairs welcomed everyone who was attending the AGM and noted that this was the best attendance since 2019 and the intervening years disturbed by the COVID-19 virus.

He noted that the biggest challenge in the past few years has been having sufficient blood rather than the safety of blood. During his twenty-one-year tenure with the WCBS, he noted that, until approximately five years ago the Service has always had sufficient blood, however, in the past few years.

Greg Bellairs noted that his biggest challenge as the CEO and Medical Director is blood safety, both for donors who donate blood and for patients who receive blood to ensure that every transfusion is as safe as possible and explained that voluntary, non-remunerated blood donation is always the safest method, as it excludes the possibility of a donor not being entirely honest on their self-exclusion questionnaire.

Greg reported that HIV runs at approximately 15% of the population in the WC Province and the questionnaire assists the Service in filtering out potentially high-risk donors at risk of HIV with specific questions, which results in the blood donor community having a fraction of

He explained that the Service tests for TTIs (Transfusion Transmissible Infections) at every donation, every time a donor donates any blood product. He stated that the Service also promotes the restrictive use of blood and blood products, whereby clinicians are encouraged to only use blood or blood products when their patients indubitably need them, as the WCBS works on the premise that the safest blood transfusion is the one that a patient does not have.

Greg stated that there are risks of blood donation and explained that certain risks are local, such as a painful arm, bruising, and nerve irritation, or general such as dizziness or positive test results.

Greg reported the sustainability of the Service, noting that the biggest project undertaken during the previous financial year was the relocation of the headquarters which has improved the proximity to the major freeways and public transport. The warehouse is now on-site, making logistics much easier and saving the financial outlay renting warehouse space.

He explained that the laboratories are now on the ground floor doing away with the necessity to move very heavy equipment to the upper floors. All departments have

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sufficient space for future growth and water and energy resilience via solar installation has been planned to proceed at the end of the rainy season.

Greg reported that the WCBS was involved in the arrangement of the 36th South African National Blood Congress. There was a total attendance of four hundred and ninety-one, which included fifty-four WCBS staff members. He explained that there were 12 local and international experts delivering nineteen plenary talks.

WCBS staff members presented twenty-five research papers, and finally, WCBS won the singing competition. An income of R3.5 million was generated through sponsorship and the trade exhibition of suppliers and sponsors.

He explained that the Service's structure also includes members who have two especially important responsibilities namely donor representatives who interface with a panel of donors and the donor community and honorary members.

Donor representatives are also members of the WCBS who are to vote on director appointments.

5. Appointment of Directors

Greg reminded the meeting of the Governance Structure of the Service, noting that the Service's Memorandum of Incorporation allows for a Board of Directors of up to ten members and up to four Executive Directors, those positions filled by Nicky du Toit as CFO/CSD and himself as CEO/Medical Director.

He stated that four of the incumbent non-executive directors come up for director rotational retirement and noted that those up for retirement in the current year are Paul Slack, PJ Veldhuizen, Dumisani Ndebele and Vernon Louw and all have indicated that they are available for reappointment and allowed for in the Memorandum of Incorporation.

Greg informed the meeting that one nomination was received from Terri-Ann April, for a new NED, but declined due to late submission.

The voting members ratified the re-appointment of the four rotational retirees.

6. Financial statements for 2022/2023

Nicky du Toit thanked everyone for attending the meeting and stated that before delving into the financial highlights, she would like to take a moment to acknowledge the importance of our collective mission - saving lives, providing a lifeline to those in need, and being a steadfast pillar of support in our community.



6.1 Financial Capital in-and-outputs 2023.

6.1.1 Nicky explained that financial capital is the pool of funds available to the Service to pay for the Service's day-to-day operations and to fund its future growth, and managing and utilising this capital is fundamental to creating sustained value for our stakeholders and remaining sustainable as a Service. She reported that capital expenditure for April 2022 to March 2023 was R122 million and included R97 million for the costs of building the new HQ and the total costs for the building was R117 million, some of which was paid during the prior financial year.

Nicky reported that equity stands at R397 million and is the difference between assets of R474 million and liabilities of R77 million, showing a very good debt-to-equity ratio of 0.19%.

Nicky explained the R77 million liability is made up of two figures and includes the WCBS' creditors who are always paid within thirty days, and the staff leave liability. She noted that very fortunately the Service has no loan debt, and after 85 years in business the Service was able to build the new HQ without having to bond the cost, with the knowledge that it is an asset which will appreciate.

6.1.2 Benefits

Nicky concurred with Greg's presentation in that the benefits achieved are done through reassessing every cost, from the cost of printing a sheet of paper to not replacing staff members who retired or resigned, unless the position was essential to the ongoing stability of the WCBS.

6.1.3 Fleet and kilometres travelled.

Nicky reported that the fleet of sixty-two vehicles covered an impressive 1.81 million kilometres across the Western Cape. However, it's more than just numbers; it's about reaching every corner of our region and staying true to our commitment.

The distance between the moon and the earth is 384 400 kilometres; equating to 4.71 trips between the earth and the moon.

6.1.4 Total turnover stands at R531 million and is made up of Red Blood Cells 59%, Platelets 19%, Plasma 13%, Services 3% and other 6% of turnover.

6.1.5 Nicky explained the breakdown of Sales between the State and private sector, with the Private Sector being the smaller of the two at R231 million or 44%, with the State making up the larger portion of 56% of sales.

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6.1.6 Nicky reported that the Service has been diligent in allocating its resources with 44% of the sales coming from the Private Sector and 56% from the State Sector. This balance ensures equitable access to our service, and compared the four years from March 2020, before COVID to the current noting that the impact of the COVID years remains evident.

6.1.7 Budget Assumptions 2023/24

Nicky expanded on the WCBS budget for 2023/24 noting that it is grounded in prudent assumptions and an anticipated 8% increase in average sales while remaining acutely aware of potential risks.

6.1.8 Risks

Nicky reported that the Service is mindful of the potential risks which include power outages, diesel and fuel price fluctuations, the Rand/US\$ exchange rate variations, and servicing costs of the generator.

6.1.9 In conclusion, Nicky stated that the WCBS remains a beacon of hope and resilience and our mission is unwavering, regardless of the obstacles we face. As we analyse our financial journey and look ahead, we renew our dedication to saving lives, one drop at a time, and extended the Service's sincere gratitude to everyone who keep the wheels turning.

7. Appointment of Auditors for 2023/2024

Nicky stated that EY has been the Service's auditors for the past two years, following a tender process, and asked the voting members to vote and confirm EY for the next financial.

8. Remuneration of Non-executive Directors

Nicky reported that salary increases for staff is 7% and requested that members vote to ratify the increase to non-executive directors at 7%.

9. Closure

Greg thanked everyone for attending, members, staff, board members, the Company Secretary, Noelle Greef, and the IT department who ensured that the meeting ran smoothly.

He reiterated the invitation to those who would like to take a tour of the building, especially the production areas.

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