MARITZBURG COLLEGE OLD BOYS' ASSOCIATION
ANNUAL GENERAL MEETING MINUTES
18th of June 2026

Minutes of the AGM meeting held by the Maritzburg College Old Boys' Association held at 17:30 on Thursday the 18th of June 2026 in the College Board Room/Teams.

1. Opening and Welcome

The President, Mr Jon Hoatson, welcomed all Honorary Life Members, Past Presidents, Ordinary Members, Patron Alan Redfern, and guests present.

i. Notice of meeting:

This was accepted. It was noted that a quorum had been met at 17:30 with over 25 members in attendance. The meeting was duly constituted and declared open.

ii. Apologies & confirmation of attendance:

Name-First	Name-Last	RSVP
Richard	Andriés	No, Apologies
John	Elliott	No, Apologies
Muhammad	Haffejee	No, Apologies
Alan	Martin	No, Apologies
Luke	Volans	No, Apologies
Craig	Cook	No, Apologies
Shane	Wuth	No, Apologies
Lance	Veenstra	No, Apologies

Andre van Vuuren	Yes, attending via Teams		
Andrew Clayton	Yes, attending via Teams		
Dave Randles	Yes, attending via Teams		
Carl Dreyer	Yes, attending via Teams		
Cuan Hundermark	Yes, attending via Teams		

Devin Galtrey	Yes, attending via Teams		
Grant Little	Yes, attending via Teams		
Ian Murgatroyd	Yes, attending via Teams		
Kevin Trodd	Yes, attending via Teams		
Peter Rodseth	Yes, attending via Teams		
Dave Wimble	Yes, attending via Teams		
Rodney Klute (ZA)	Yes, attending via Teams		
Sandiso Dlamini	Yes, attending via Teams		
Steven Woolley-Kufal	Yes, attending via Teams		
StuartP	Yes, attending via Teams		
Thabiso Maphanga	Yes, attending via Teams		
Warren Haviside	Yes, attending via Teams		

IN PERSON

No	Name	Surname
1	Lilitha	Bodlani
1	Ken	Burt
1	Carrie	Campbell
1	Jackie	Ponsford
1	Alan	Redfern
1	Shane	Buchanan
1	Steve	Colenbrander
1	David	O' Connor
1	Anton	Leisegang
1	Martin	Hellberg
1	Jon	Hoatson
1	Grant	Hooper

1	James	Howard
1	Nduduzo	Khanyile
1	Ryan	Kyle
1	Bruce	Lesur
1	Grant	Reed
1	Matthew	Marwick
1	Grant	Sayers
1	Rowan	White
1	Warren	Smith
34	Voters	

2. Obituaries and a moment of silence

A list of all OCs who had passed away since the previous AGM held on the 17th June 2025 was read out by Kevin Smith and a moment of silence was held to recognise these old boys whose names will now be added to old boys' website under the "mighty fallen". https://www.collegeoldboys.com/our-mighty-fallen/

3. Presentation of MCOBA Year in Review

A slideshow presentation highlighting the activities, events, achievements and milestones of the Maritzburg College Old Boys' Association during the 2025/2026 year was unfortunately not presented due to time constraints. See link if you would like to watch it. Year in Review Video - 2026 AGM.mp4

4. Confirmation of Previous Minutes

The minutes of the Annual General Meeting held on 17 June 2025 were taken as read, subject to a correction of the numbering of the trust report item.

Proposed = Mr Martin Hellberg Seconded = Mr Warren Smith

Resolution: The minutes of the 2025 AGM were adopted.

5. Matters arising

5.1 Constitutional Matters

- No constitutional amendments had been proposed for the current AGM.
- No Honorary Life Membership Nomination received.

6. President's report

Jon Hoatson (OC 1998) read in the president's report at the AGM.

Mr Hellberg just noted a spelling mistake, sails and not sales.

You can view the corrected report here: https://www.collegeoldboys.com/ under Governance.

Proposed: Mr Jon Hoatson Seconded: Mr Martin Hellberg

7. Ambassador's report

The ambassadors report from Bruce Lesur, as circulated prior to the AGM was taken as read. You can view his report here: https://www.collegeoldboys.com/ under Governance.

Doc O'Connor raised that there is a paragraph in Bruce Lesur report on recruitment and that it Is very important that we get that right. Ryan Kyle (Head of MARC) explained that the school does roadshows and have been working closely with the association in networking these events and flying the college flag as high as they can.

Proposed: Mr James Howard Seconded: Mr Steve Colenbrander

8. Patrons report

Alan Redfern read in the patrons report at the AGM.

You can view his report here: https://www.collegeoldboys.com/ under Governance.

Proposed: Mr Jon Hoatson Seconded: Mr James Howard

9. Finance

9.1. ANNUAL FINANCIAL STATEMENTS 2025

Mr Jon Hoatson presented the audited financial statements for the financial year ended 31 December 2025.

You can view the report here: https://www.collegeoldboys.com/ under Governance.

Martin Hellberg queried the negative amount under expenses called "Fellowship and Strategy" and whether it should not be reflected as income. Jon Hoatson explained it related back to the Auditors mapping of the accounts. He further explained that a review of this mapping structure needs to be conducted going forward. He said he didn't want to start that now as he wanted to show continuity in presenting the Annual Financial Statements.

Martin Hellberg also questioned the Donation income. He thought reunion income would go under events income. Jon Hoatson said that Donations include income derived from sales of tee boxes at the reunion Golf Day events and some of the income under donations also include the fundraising efforts by the Association for example "Bull Sales".

Dave Wimble noted that the numbers of OC members is very important to this association. Even though we have increases in subscriptions will it be possible to see the membership actual numbers and how this has changed in the past five years.

Jon Hoatson shared that the association has had a 26% increase in membership since 2025. He said that we set targets and we continue to chase our numbers.

Proposed: Mr Steve Colenbrander Seconded: Mr James Howard

9.2. CONFIRMATION OF MEMBERSHIP FEES FOR 2026

The Executive Committee confirmed the following membership subscriptions:

Category	Fee
Ordinary Membership	R500
Pensioners (65+)	R200
Young OC Membership (2015–2019)	R250
Staff Membership	R150
Life Membership	R20,000

The AGM noted the approved subscription structure.

Proposed: Mr Steve Colenbrander Seconded: Mr James Howard

Doc O Connor questioned the reason for not increasing the subs each year. He proposed that we should do a small margin increase each year rather than a large amount every few years. It was agreed that this would be raised with the exec committee for consideration.

9.3 APPOINTMENT OF AUDITORS

The President recommended the reappointment of GC Ford Incorporated as auditors for the 2026 financial year.

Proposed: Jon Hoatson Seconded: Mr Martin Hellberg

Resolution: GC Ford Incorporated was reappointed as auditors.

10.1. MEMORIAL TRUST REPORT

Mr Peter Rodseth presented the Memorial Trust Report in the absence of the chairman, Mr Sven Jager.

Peter Rodseth reported that the total value of the Trust was approximately R45,675,000, slightly up from 2025. He noted that only approximately R15,000,000 was distributable income.

Financial Position of the Trust

- The Trust's total assets were reported at approximately R45.675 million, up slightly from just over R44 million the previous year.
- Peter Rodseth clarified that only around R15 million of the Trust's assets are readily distributable.
- The balance of the assets is tied up in properties, testamentary trusts and specific College funds, meaning approximately R30 million is not freely available for general distribution.
- He emphasised that this distinction is important when requests are made for Trust funding.

Investment Performance

- The Trust recorded an unrealised capital investment gain of approximately R448,000 for the quarter.
- This contributed to an unrealised capital gain of approximately R2.4 million for the year to date.

Distributions / Bursaries

- The Trust made distributions of approximately R292,000.
- These were referred to as being under certain named scholarship or support funds, although the transcript is unclear on some fund names.

Trustees and Governance Composition

- The Trust has seven trustees.
- Two trustees are elected by the Maritzburg College Old Boys Association for three-year terms.
- Peter Rodseth reported that, at the previous AGM and in accordance with clause 5.1.4 of the Trust Deed, Peter Rodseth and Sven Jager were reappointed as trustees and took office thereafter.
- The ex officio trustees were identified as:
  - the Headmaster, Mr Alan Redfern;
  - the Senior Deputy Principal, Jeanette Finnie;
  - the Chairman of the School Governing Body, Warren Smith;
  - the President of the Old Boys Association, Jon Hoatson.
- The seventh trustee is elected by the other six trustees and serves a three-year term.

- David Liesegang was reported as the current seventh trustee and was re-elected at the Trust meeting held on 23 October 2025 for a further three-year term.

Current Trust Projects and Initiatives

Peter Rodseth reported that the Trust is active in several areas:

- The Trust already holds a number of properties and is in the process of acquiring two additional properties for staff members, with transfers expected shortly.
- The Trust remains involved in the school's solar project, particularly improving the efficiency of solar panels donated by the Trust approximately 18 months earlier.
- A new project is being considered regarding a borehole on the school premises, due to uncertainty around water supply.
- The Trust is also involved in other initiatives and projects in collaboration with the Headmaster.

Questions and Adoption

- Peter Rodseth invited questions from the floor and indicated that Mr Burt could assist with financial questions if required.
- No questions were raised from the floor.
- Jon Hoatson thanked Peter Rodseth for the presentation.
- It was clarified that the Trust Report did not need to be formally adopted by the AGM and was accepted for the record.

10.2 Trust Motion / Governance Discussion Summary

After the Trust Report, Jon Hoatson introduced a separate motion dealing with trustee appointment processes and succession planning for the Old Boys Association's representative trustees.

<u>President's Opening Statement</u>

Jon Hoatson stated that:

- As President at the 2025 AGM, he had allowed the trustee reappointment item to be placed on the AGM agenda in good faith.
- It was his first AGM as President and he had not then fully appreciated the specific process required under the Trust Deed.
- Having since reviewed the Trust Deed, he believed the process required clearer governance.
- He did not want his presidency, the Association, or the Trust to be compromised or tainted.
- The governance of the Trust should be beyond reproach, transparent, properly authorised and clearly recorded.

<u>Substance of the Motion</u>

The motion proposed that:

- Concerns had been raised that the appointment or reappointment of the two Old Boys Association representative trustees may not have fully complied with the Trust Deed.
- The concerns related to timing, notice to members, and whether the appointments had been properly submitted to the Old Boys Executive Committee before being presented at an AGM.
- The motion did **not** ask the AGM to determine whether any individual trustee was suitable or unsuitable.
- Instead, it asked that the matter be referred back to the Trust and the Executive Committee for review and regularisation.
- It further proposed that a clear written procedure be created for future trustee appointments, reappointments, vacancies and term expires.

<u>Key Governance Concerns Raised by Jon Hoatson</u>

Jon said the Executive had identified possible non-compliance in relation to:

- one trustee term that appeared to have expired during the 2024 AGM cycle but was not dealt with at that AGM;
- another trustee term that was due to expire after the 2025 AGM but before the 2026 AGM, which he believed should have been addressed at the 2025 AGM;
- possible lack of sufficient Executive Committee approval under clause 5.4;
- possible insufficient notice to members under clause 5.1.4.

The proposed motion included:

- review and interim regularisation within 90 days;
- confirmation of the Trust's trustee composition and term dates;
- Executive Committee consideration of any corrective steps;
- referral of any required election, ratification or adoption to the next AGM;
- preparation of a clear written procedure for future appointments, to be presented at the next AGM and implemented from 2027 onward.

Martin Hellberg strongly opposed the motion:

- He established his credentials, noting his long service on the Old Boys Executive, his presidency from 2007 to 2009, his long tenure as a trustee, and his period as Trust Chairman;
- argued that clause 5.4 applied only where a trustee is "assumed" because another trustee has died, resigned or ceased to act;
- said clause 5.4 did **not** apply to ordinary reappointments at an AGM;
- said the two trustees had been approved by the Old Boys Association at the previous AGM;
- said Trust matters historically only came to Old Boys AGMs from about 2014 as a goodwill and information-sharing gesture;
- argued that the Old Boys Association had no authority to instruct the Trust;

- stated that the motion appeared to him to be a "malevolent attempt" to remove the two current Old Boy trustees;
- said a resolution about improving the Association's own internal process would be acceptable, but not one directing the Trust.

Jon Hoatson responded that:

- his reading of clauses 5.2 and 5.4 was that the Executive Committee had a role in approving trustees;
- he viewed clause 5.4 as a protective mechanism to ensure that the Executive had oversight of those representing the Association on the Trust;
- he believed the term "assumption" could apply to a trustee being brought back for a further term after expiry of a three-year term;
- he accepted that he and Martin disagreed on the interpretation.

Martin disagreed, saying "assumption" applied only where a trustee ceased to act through death, resignation or similar circumstances.

Doc O'Connor asked whether the issue related only to the two trustees nominated by the Old Boys Association. Jon confirmed that the motion applied only to the two trustees elected under clause 5.1.4.

Doc O'Connor later expressed strong concern and opposition, saying:

- he was worried about the intent behind the motion;
- he questioned why the matter needed to be dealt with immediately rather than going forward;
- he believed the previous AGM had already accepted the appointments;
- he was concerned that there appeared to be an unstated issue behind the motion;
- he strongly disagreed with the motion and felt it was unnecessary.

Jon Hoatson responded that:

- the issue arose from the previous AGM minutes and subsequent review of the Trust Deed;
- the motion was not aimed at trustee suitability;
- it was intended to correct a possible governance lapse;
- he did not believe governance issues should be "swept under the carpet."

Matthew Marwick asked whether the issue was genuinely about procedure and governance.

Jon Hoatson confirmed that it was.

Matthew Marwick then asked whether, if the issue was purely procedural, the Executive could confirm that the two current trustees would simply be reappointed through the proper process.

Jon Hoatson replied that doing so without the Executive Committee formally considering the matter would risk repeating the same procedural issue.

Matthew Marwick expressed concern that if no assurance could be given, the real issue might be the individuals themselves rather than procedure.
Leisegang

Steve Colenbrander suggested that, if proper governance was the issue, the honourable course might be for the two trustees to resign and put their names forward again through the correct process.

Grant Hooper noted the long and valuable service of the trustees and emphasised the need to maintain a strong relationship between the Association and the Trust.

Matthew Marwick again expressed concern that senior members had referred to things being unsaid and that the real issue was not being openly discussed.

Dave Randles opposed the motion and raised procedural concerns:

- he said the revised agenda had only been circulated very late and that the original agenda contained only the Trust Report;
- he questioned whether the item was properly before the meeting;
- he said the debate created suspicion and suggested there may be "mischief" at play;
- he argued the motion could simply have been placed properly on the next AGM agenda;
- he said the two trustees had given service without blemish and should not be indirectly subjected to reputational harm;
- he agreed that if there were concerns about the individuals, those should be stated openly.

Dave Wimble strongly opposed the motion. He:

- said the two trustees had excellent reputations and had served the Association well;
- believed the matter could be resolved by a simple resolution, if needed;
- described the debate as dangerous and unnecessary;
- said it set a concerning precedent if procedural matters could later trigger special inquiries;
- stated he was "disgusted" that the Association was discussing the matter in this way;
- urged members to recognise the seriousness of the motion.

Peter Rodseth, speaking both as a trustee and former attorney, opposed the motion. He stated that:

- he had discussed the matter with Oliver Hart, founder of the Trust, who agreed with his interpretation;
- in his view, there are two different appointment routes:
  - ordinary election by the Association at a general meeting under clause **5.1.4**;
  - assumption of a trustee under clauses **5.2** and **5.4** when a vacancy arises.
- Clause 5.4, in his view, applies only to assumption of a trustee where a vacancy arises, not to ordinary AGM reappointment.
- He said the 2025 AGM had unanimously approved the reappointments of Peter Rodseth and Sven Jagger.
- He said the Executive had had an opportunity to object and had not done so.
- He argued the matter was not properly before the meeting because the revised agenda had not been circulated with 14 days' notice as required by the Constitution.
- He said the Association had no jurisdiction to instruct the Trust, although it might make recommendations.
- He suggested an independent legal opinion could be obtained on clauses **5.1.4**, **5.2** and **5.4**.
- He also stated that he had been asked by Jon Hoatson whether he would consider standing down and had declined, wishing to serve out his term.

Ian Murgatroyd stated that:

- the President and Executive could not rely on not understanding the Trust Deed at the prior AGM;
- there had been a full year to raise the issue;
- the motion document appeared to have been prepared and distributed only shortly before the AGM;
- he was not convinced the matter was purely procedural and strongly rejected the motion.

Jon Hoatson reiterated that:

- the motion was not against any trustee personally;
- it was about governance and ensuring that the correct process is followed;
- his concern was that the Executive Committee should have a proper role in confirming those who represent the Association on the Trust;
- he referred again to clause 5.4 and his view that Executive approval was required;
- he acknowledged prior conversations with Peter Rodseth about whether Peter wished to step away after helping the new Headmaster settle;
- he said the Executive had only later obtained access to the Trust Deed and reviewed the process.

Withdrawal of the Motion

After further discussion:

- Dave Randles suggested that Jon Hoatson should consider withdrawing the motion, warning that continuing could have unpleasant consequences.
- Martin Hellberg noted that because the motion came from the Executive Committee, withdrawal would require Executive support.
- Peter Rodseth again said the item was not properly before the meeting and should not be voted on.
- Warren Smith suggested that the meeting had heard the concerns and that the matter could be reconvened properly, if necessary, with appropriate notice and possibly revised wording.
- Warren Smith also suggested obtaining an independent legal opinion on the relevant clauses to clarify the process.
- Jon Hoatson agreed to withdraw the motion.
- He said the way forward would be to obtain a legal opinion on the interpretation of the Trust Deed and then, if required, revisit the matter through the proper process.
- Doc O'Connor supported this as a wise decision and stressed that the relationship between the Old Boys Association and the Trust should not become divisive.

The effective outcome was:

- the motion was withdrawn and not put to a vote;
- an independent legal opinion should be sought on the interpretation of the relevant Trust Deed clauses;
- the Association and Trust should seek clarity on the future appointment process;
- if necessary, the matter may be brought back through a properly convened meeting or future AGM process.

11.1 Election of Executive Committee for 2026/2027

The President advised the meeting that the next item on the agenda was the election of the Executive Committee for the ensuing year.

The President noted that, in terms of the Constitution, the Executive Committee is elected annually by the members at the Annual General Meeting. He further recorded that his two-year term as President had come to an end and that he would not be making himself available for re-election. The President thanked the outgoing Executive

Committee for their support, commitment, time and service during his term of office, and stated that the work of the Association had been carried by a committed team rather than by one individual alone.

The meeting noted the President's earlier comments that the Executive Committee had functioned well during the year, that there had been healthy discussion within the Committee, and that the members of the Executive had worked within their portfolios with diligence and commitment to the Association.

The President then called for nominations for the Executive Committee for the 2026/2027 term.

President

The meeting noted that the position of President was vacant following the conclusion of Mr Jon Hoatson's term of office.

The following nomination was received, proposed and seconded and tabled tonight.

Nominee: Grant Hooper

The outgoing President congratulated the incoming President and wished him well for his term of office.

Grant Hooper thanked Jon Hoatson for his service and leadership which has been outstanding.

Resignation of following Exec Members

Grant Little, Mark Slevin, Grant Reed, Rustin Shawe and Devin Galtrey

On behalf of the Exec Committee and the Association Grant Hooper expressed a note of sincere thanks to these members exiting.

Expiry and Reappointment of Exec Committee Members:

The following nomination was received, proposed and seconded and tabled tonight:

Andrew Clayton and Thabiso Maphanga

Appointment of New Exec Committee Members:

The following nomination was received, proposed and seconded and tabled tonight:

Ryan Kyle and Craig Cook

Appointment of new ex Officio Committee Member

Lilitha Bodlani (MC Marketing manager)

2026/2027 Exec Committee Members Roles

Vice-President – To be Confirmed by Grant Hooper

Honorary Secretary – Warren Smith

Treasurer – Rodney Klute

SEE SEPARATE DOC OF THE 2026/2027 MCOBA EXEC

Andrew Clayton thanked Jon Hoatson for his service and contribution to MCOBA during his term as President, which was greatly appreciated by all present. Everyone agreed in the room.

Meeting Adjourned at 19:45