

MEDICAL SCHEME (RHMS)

MINUTES OF THE 11th ANNUAL GENERAL MEETING (AGM) HELD ON WEDNESDAY, 29 APRIL 2009, AT 10:30, AT BOSKRUIJN OFFICE PARK, BOARDROOMS 3 & 4, PRESIDENT FOUCHE AVENUE, BOSKRUIJN (entrance Boskruin Village Shopping Centre)

ATTENDANCE REGISTER

1. BOARD OF TRUSTEES	CAPACITY	P = PRESENT A = ABSENT AP = APOLOGY
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Mr G Bothma CA (SA)	Chairman	P
Mr LD Van Vuuren	Vice-Chairman	P
Mr R Rabie	Member	AP
Mrs L Leopeng	Member	P
Adv RS Willis	Member	P
Mr BS Milne CA (SA)	Member	P

2. MEMBERS

Twenty three (23) members are present according to the Attendance Register.

3. IN ATTENDANCE:

3.1 MANAGEMENT

Mr DH Van Der Merwe	Principal Officer	P
Mrs HD Van Der Walt	Chartered Corporate Secretary	P
Mr D Smith CA (SA)	Scheme Financial Manager	P

3.2 RESOLUTION HEALTH (PTY) LTD ADMINISTRATORS:

Mr J Neveling CA (SA)	Group Financial Manager	AP
Mrs C Radley	Manager	AP
Mrs H Slabber	HealthCard Manager	AP

3.3 ON INVITATION

Adv JA Kotzé	CEO: Resolution Health (Pty) Ltd	P
Mr BJL de Beer	MD: Resolution Health (Pty) Ltd	P

Dr D Laurenson
Mr N Barkhuizen

MD: Resolution Health (Pty) Ltd
Manager: Resolution Group

P

Ms W Jonker
Mr G Hauptfleisch
Mr W Pretorius

Legal & Compliance
Internal Auditor
Auditors: PWC
Auditors: PWC

P
P
P
P

AGENDA

1. OPENING BY CHAIRMAN

- One rule of order was tabled by the Principal Officer prior to the opening of the Chairman in that, due to the meeting being recorded, attendees were requested to state their name clearly on any proposals or secondments.
- The meeting was handed to the Chairman.

1.1 & 1.2 ATTENDANCE REGISTER & WELCOME

- The Chairman welcomed the Principal Officer, his staff, the auditors, all Members of the Board of Trustees, Members of the Administrator and all Scheme Members in attendance.
- It was confirmed that a Quorum was present.
- The Chairman recorded the meeting as properly constituted and declared it open.
- It was confirmed that an attendance register had been circulated and was completed by all attendees.
- **Two Apologies were noted being:**
 - o Mr R Rabie, Trustee; and
 - o Ms W Jonker, Internal Auditor.
- **The Chairman requested that the following rules of order be approved:**
 - o Any attendee may only speak once per topic;
 - o Any speaker was to stick to the topic under discussion;
 - o Only matters appearing on the Agenda may be discussed; and
 - o Problems of a personal nature must be discussed with Management of the Resolution Health Medical Scheme during office hours.
- On proposal by Mr LD van Vuuren, seconded by Adv R Willis, the rules of order were accepted.
- It was recorded by the Chairman that this was the 11th Annual General Meeting of Resolution Health Medical Scheme, being held on 29 April 2009 at 10:30, that notice of the meeting had been given timeously and that it can be taken to have been read.

2.1 MINUTES OF THE ANNUAL GENERAL MEETING HELD ON 30 APRIL 2008:

- It was recorded that the minutes of the Annual General Meeting of 30 April 2008 had been circulated to all members and that it was accepted that all attendees had read these minutes.
- On proposal by Mrs M Roberts, seconded by Ms N Heyman, the minutes were approved.

2.2 MINUTES OF THE SPECIAL GENERAL MEETING HELD ON 17 SEPTEMBER 2008:

- It was recorded that the minutes of the Special General Meeting of 17 September 2008 had been circulated to all members and that it was accepted that all attendees had read these minutes.
- On proposal by Ms V Roux, seconded by Mr N Liebenberg, the minutes were approved.

3. MATTERS ARISING FROM THE MINUTES:

- It was recorded that no matters arose from the minutes and nothing was noted by the attendees in this regard.

4. CHAIRMAN'S REPORT:

- **The Chairman highlighted the following aspects contained in his report as distributed to all members of Resolution Health Medical Scheme:**
 - o On Scheme growth it was reported that the Scheme remained average for 2008 and the membership remained on track as in the previous year.
 - o The risks posed to the Scheme Membership by GEMS membership were reported.
 - o It was reported that the Scheme's Solvency remained below the targets as set by the Council for Medical Schemes, however that a plan had been submitted to the Council for Medical Schemes as to how the Trustees planned to resolve this issue by stated deadlines.
 - o The Scheme maintained its Global Credit Rating of "A" notwithstanding trying economic times prevailing during the year under report.
- The Chairman invited comments from the floor on the full report.
- No comments received.
- On proposal by Ms L Leopeng, seconded by Mrs E Botha, the Chairman's report was accepted and approved.

5. FINANCIAL STATEMENTS: 31/12/2008:

- **The Chairman referred the attendees to the Abridged Annual Financial Statements as circulated and highlighted the following points:**
 - o For the year under review the Scheme showed an overall profit, only with the exception of the Fundamental Plan Option.
 - o He referred to an item within the statements whereby the prior year's figures had to be restated due to errors in the provisions, and specifically referred to page 33 of the current Statements.
 - o He pointed out that the Scheme adheres very specifically to all the Corporate Governance matters in that the various Committees functioned properly during the year and as such they also contributed positively towards the Scheme.
- The Chairman invited comments from the floor.
- No comments raised or received.
- On proposal by Mrs M Jansen van Vuuren, seconded by Ms N Miljo, the Abridged Annual Financial Statements were accepted and approved.

6. APPOINTMENT OF AUDITORS FOR THE YEAR 2009 – 2010 (RULE 25):

- On Proposal by Mr B Milne, seconded by Mr LD Van Vuuren, the current auditors to the Scheme, Messrs PWC were re-appointed as Auditors to the Scheme for the following financial year.

7. RATIFICATION OF ELECTION OF MEMBERS OF THE BOT (RULES 18.2 AND 18.3) (ITEM 7.1 & 7.2 ALSO DISCUSSED):

- **It was tabled that 3 Members of the Board were re-elected at a Special General Meeting on 17 September 2008, these being:**
 - o Mr G Bothma;
 - o Mr LD van Vuuren; and
 - o Mr R Rabie.
- In terms of the re-election, these Members were to serve full further terms of three years each.
- **It was tabled that the appointment of 3 Members to the Board had been ratified at the Special General Meeting held on 17 September 2008, these being:**
 - o Ms L Leopeng;
 - o Mr B Milne; and
 - o Adv R Willis.
- In terms of the ratification these 3 Members were also to serve full terms of 3 years in office.
- A final ratification of both the re-elections and the appointments were now sought.
- On proposal by Ms V Roux, seconded by Ms M van der Walt, the re-elections and appointments were once again ratified by the Annual General Meeting.

8. TO TRANSACT ANY SUCH OTHER BUSINESS AS MAY BE TRANSACTED AT AN ANNUAL GENERAL MEETING OF WHICH DUE NOTICE HAS BEEN GIVEN (RULE 26.1.7):

- No further matters were raised.



9. CLOSURE:

- **The Chairman closed the meeting with the following remarks:**
 - o He thanked all members for their continuing support of the Scheme.
 - o He thanked the Members of the BOT for their support, devotion and effort during the previous year.
 - o He thanked the External Auditors, Messrs PWC and Mr D Smith, the Scheme Financial Manager, for their dedication in preparing the Financial Statements.
 - o He thanked the Administrator, all its staff and Executive Management for their dedication and hard work.
 - o He thanked the Principal Officer and all members of the Scheme's Staff for their hard work and dedication.
 - o He lastly thanked the Board Secretary, Mrs H van der Walt for her support in preparation and during the current AGM.

There being no further business, the Chairman adjourned the meeting at 10:50.