



# SECRETARY'S REPORT

ANNUAL GENERAL MEETING

Central Johannesburg College,  
ALEXANDRA

24 NOVEMBER 2018

## **Board Resolutions**

The Board of Alex FM made a number of resolutions in line with their duties as the highest authority of the station in-between AGMs. These Board resolutions were made in response to the material conditions facing the station. They include:

- Appointment of a permanent Station Manager
- Consultation with the attorney firm of Phandelani Attorneys, in order to deal with the unprotected strike that interrupted the direct operations of the station.
- The payments of a labour practitioner Mr Thabo Mashiloane, in order to deal with labour disputes facing the station.

- Mr Gregory Baloyi (Board Member) to take the responsibility to register the NPC on behalf of the board
- Mr Bongani Mandita (Treasurer of the Board) to assist the station's finance department in their operations. This meant that he visited the station on a weekly basis to check on the financial operations and to approve certain financial requisitions as well as reconcile the finances of the station. Management produces requisitions on station's needs then submit to Treasurer for approval and procurement.
- Implementing the community decision to disband the Listener's Forum structure, as it was not focusing on its mandate of being a programming content liaison group between the listeners of Alex FM and the Station, instead it only concerned itself with Board related matters, in so doing it consistently interfered with the duties of the Board and created confusion between the station and its listeners. The then Listeners Forum has not submitted their formal structure or minutes of a single meeting held where their executive was appointed. There is no proof of any meeting called under their auspices where community is consulted on programming matters. The Informative Meeting of 27 January 2018 endorsed the disbandment thereof as pasted from minutes taken below

## 9. Listeners Forum

### Clarity on how Listeners Forum came about:

- Started by a group of good Samaritans called Parliament. There was a presenter who promoted Community Outreaches on his show, he founded the Parliament because they were his number one listeners.
- Alexfm Board and Management saw the loyalty, courage and the good work in the then Parliament, decided to make them a formal structure and launched them as Alexfm Listeners Forum in 2016.
- The purpose of Listeners Forum was to advice in Programming to attract more listeners and support each other when hosting events, but to date:
  - there was no Listeners Forum meeting held to discuss Programming
  - there is no evidence of Listeners Forum program to uplift the Station.
- Presenters and the Station have won awards, Listeners Forum never complemented for the job well done.
- Listeners Forum went to ICASA offices to report Alexfm for alleged non-compliance and they claim that everyone has a right to go to ICASA.
- The Board was then contacted by the ICASA official to enquire about the position of Listeners Forum, their minutes and register of meeting they were constituted in before assisting them. Listeners Forum then escalated their queries to ICASA CEO whom entertained them.
- The Board reacted by writing a complaint letter to the ICASA chairperson and had since wanted for the respond.
- **The Board has since come to the decision to dissolve the Listeners Forum.**

## **Previous Status of the Station 2012 -2015**

The entity Alex FM existed through a Trust document, which stated that upon the depletion of funds that maintained the trust, the trust ceased to exist. This proved to be a challenge when the board that was elected in 2015 took over and wanted to change bank account signatories to be under the newly elected responsible board members. The Board then canvassed advice from other sister radio community stations and through this, an NPC was registered with the approval of the community.

The NPC was registered with the incorporation being under the names of the Chairperson, The Deputy Chairperson and The Treasurer, this was thought to be the most prudent thing to do at the time as these board members were also the bank account signatories and the matter needed to be urgently attended to at the time, because salaries and other station's financial obligations needed to be met.

The community should note that this did not imply that the station now belonged to the 3 individual board members, what it meant was that they had incorporated the entity Alex FM on behalf of the community of Alexandra and could be removed from the incorporation at the behest of the community.

## **Current Status of the Station 2015 - 2017/18**

### **□ Number of meetings held by the Board**

Over the term of this current Board, a total of 22 meetings were held both to monitor compliance with the license as per ICASA requirements and to address any challenges that might need the board's attention.

## □ **Compliance with ICASA**

The Board has according to the stipulation of ICASA applied for the renewal of the station to broadcast, six months prior to the date of expiration. This, ICASA is on record in acknowledging as a fact and in good governance procedure. The only challenge which stood in the way of the license being granted on time was the board being taken to court by people who seem to carry personal vendettas against individuals in the board. This will be explained in further details below.

There has been a complaint raised by a loose group of individuals, who have had an axe to grind with the board since the board's inception. These individuals laid a complaint with the Complaints and Compliance Committee (CCC), a department within ICASA that deals independently with complaints brought to them by any aggrieved person, specifically on or about any entity that falls under the authority of ICASA.

The court appointed board was forced to reply to this complaint because at the time of the CCC dealing with the matter, the duly elected Board of Alex FM had been pushed aside through court processes from the affairs of the station.

The community should be made aware that upon the insistence of the CCC that the court instated board reply to the complaint brought to it, the instated so-called interim board then took the court papers filed by the community elected board to reply to the 10<sup>th</sup> July 2018 court case and presented them to the CCC as a response to the complaint to the CCC. This was in contradiction to their own court order that brought them into the court, which made claims that were actually contained in the CCC complaint. The so-called interim board was forced by the CCC to respond to their own allegations made against the same station they purported to be serving. The current board has now received a formal complaint from CCC on same matters to be responded to by 28 November 2018.

### **Community Meeting / Annual General Meeting**

As per the requirements of the broadcasting license, the Board has to host at least one AGM or General Meeting per year, in order to report back to the community on the progress of the station and as well as to seek the community's guidance and approvals of any matter that needs such to be done.

Some of the matters that the community addressed are:

- Approval of the Board to register an NPC.
- Draft the station's Constitution.

- Disband the so-called listener's forum.
- Agreement of a membership structure for the station.

The Board held one community meeting in 2016

In 2017, the Board was unable to hold a community meeting / AGM due to challenges that had to do with the approval of the final draft of the station's constitution. The reasons are that the Board engaged in a consultation process with stakeholders in the community in order to get further inputs on the draft constitution and that process dragged until the end of the year, upon which the board decided that it will hold an AGM in early 2018.

The Board held a meeting with the community on 27 January 2018.

### **AGM of 27 January 2018**

This meeting was convened and in attendance was the Compliance Officer from ICASA accompanied by a colleague. Upon consultation with the board and realising that the Board did not follow the prescript to the latter in convening an AGM, the board was advised by ICASA that it could not preside or make any observations at a meeting not properly convened as requires by the rules and regulations of ICASA.



The reasons for the above not qualifying as an AGM are as follows:

1. Notice of meeting not sent out 21 days before meeting
2. Reports not distributed prior to the meeting
3. Community not informed on how and where to collect these from

The Board then informed the community and subsequently changed the status of the meeting to an informative meeting.

This meeting again discussed and endorsed the membership fee of R100.00. An extract of the minutes are pasted below.

#### 8. Membership Launch

- The Board Treasurer informed the Community that Alexfm Membership is compulsory as part of Compliance requirements enforced by ICASA.
- The Board presented Alexfm Membership and the Community welcomed and adopted this structure with Malcolm Mabitsi, Lucky Motetema seconding the move.
- Members shall be required to pay an annual subscription fee but Alexfm patrons like Mme Sonto won't be liable to pay.
- Once-off joining fee of R100.00 for individuals and R50.00 renewable yearly, R1000.00 for organisations with R500.00 yearly renewal.
- The forms were available at the Meeting, will also be available at the Station and on the website.
- Closing date for new members was set to 30<sup>th</sup> April 2018.
- The Membership Form is attached.
- **The benefit of the Membership is to have the right to nominate and vote for Board Members.**

### **AGM of 26 May 2018**

The Board held an AGM on the abovementioned date, as its 3 year term of office had expired and time for a new board to be elected had been due. The meeting on this date failed to conclude as there were a number of issues that some members of the community felt that were not satisfactory for the AGM to can be an elective one, chief amongst the issues was the disagreement on the fees for the membership of Alex-FM. This issue was contentious because the said membership enabled only those who are paid up members to participate in the elective AGM and excluded those who were not. The minutes of this Informative Meeting of 27 January above will reflect the membership in itself was not contested, that it was the fee of R 100.00 per person of which it was said to be too high to accommodate the average listener of Alex FM.

The other matters included that which the community asked the board to address and revert back to it, were the reports of the Treasurer, of which the community sought explanation with some of the details with the page numbering and confirmation of whether the report was audited or only compiled by Grant Thornton. The Secretary's report was said to reflect a lot of the operational matters, of which could have been handled by a management report. While the Chairperson's report was rejected on only the account of the membership matter.

The Chairperson adjourned the AGM upon the realisation that the impasse could not be resolved in

this sitting. The community asked that the board go back and correct the reports and thereafter come up with a date upon which to revert back to the community with the corrected reports and a final resolution on the contentious matter of membership be taken in this meeting.

The board met and suggested a date of 21 July 2018, which gave enough time for the community and the board to prepare for such a meeting.

### **Unprotected strike**

The Board had its meeting at the station on Thursday 7 June 2018. Unaware that there is an unprotected strike looming, the meeting was disrupted by placards placed all over the station stating demands and allegations of mismanagement of funds, corruption and non-payment of staff, amongst other grievances.

The Station was then hit by an unprotected strike from Friday 8 June 2018 by some of the employees of the station as well as volunteers and interns. The grievances of the employees were never properly communicated through nor were they presented formally to any of the responsible superiors. Upon hearing that there was a strike and that this strike was directed at the board in particular, the board asked to have a meeting with the striking employees, who rejected this request to have a meeting with the board.

The unprotected strike disturbed the programming of the station for a number of days, wherein which two songs of a sexual provocative nature were programmed to play day and night on end. This meant that no news were presented to the community and all programs of the station were not presented as per our license condition.

The Board sought to correct the matter by asking those staff members who were not part of the strike to fill in for those who were on strike and resume programming and have a sense of normalcy reign, but this was thwarted by the striking staff members who bullied and intimidated other staff members. The Board was left with no other option but to interdict the striking staff members through a court order, asking them to cease the unprotected strike, stop intimidating non-striking staff members and to resume their work, while the board addressed their grievances with management.

On the 4 July 2018, the board made announcements for a community meeting to share the corrected reports and to finalise the issue of membership, so as to have a smooth elective AGM, which was going to be announced 21 days after this meeting. ICASA was invited and confirmed receipt of the invitation by return email on 6 July 2018.

## **Court Cases and Outcomes**

### **(Court Case 1)**

The High Court sat on Saturday 9 June 2018 and concluded in the early hours of 10 June 2018, granting the board's prayers for an interim order.

On 10 June 2018 all striking staff were served with an interim court order interdicting and preventing them from entering and or intimidating those wishing to work. This court order was violated by the staff members citing the document as draft order. Their lawyer had to address them and impressed upon them the validity of such a court document

### **(Court Case 2)**

The draft order of 10 June 2018 was made final on 26 June 2018. The Board was ordered to pay the costs.

The attorneys representing the board did not file answering affidavits leading the court to penalise the board and granting the staff permission to report back

to work, with conditions. This, unfortunately was misinterpreted as victory by the staff.

The Staff members who embarked on the unprotected strike were not determined to go back to work, however they were asked by the court to individually sign a statement which said that they will not engage in any acts that the board had requested them not to engage in for there to be normalcy at the station. All staff members complied with the court order but only Siyabonga Vithi, and Bongani Ntshingila refused to comply with the order. Those who refused to comply with the order showed disdain to the court and this led the Board to call in the law enforcement officers to order them to leave the station, needless to say, it seemed that the law enforcement officers did not know how to enforce a court order and the staff members continued as before, which an even greater disdain and vilification of the Board. The lawyer representing the staff was unable to interpret the order citing individual letters addressed to the board and signed by all striking staff, which led to another court appearance.

### **(Court Case 3)**

The matter sat on 29 June 2018 heard by the same judge who granted the 26 June 2018 verdict. The judge reprimanded the lawyers representing staff in that they could not interpret collective from individual. The court reversed all the costs to the Board of 26 June 2018 and ordered the applicants to pay all the costs.

## **(Court Case 4)**

While the board was in the process of dealing with the matters of continuing with its duties, which included preparing for the overdue community meeting and addressing the consequences of the disruption of the broadcasting conditions, they found themselves hit with another court case on the 10<sup>th</sup> of July 2018, from which 3 members of the board were ejected out of the board collective. The court case was a default order, which means that it was granted because the affected Board members did not appear in court on the date of the court case and as a result were removed from being Directors of the Board of the NPC, namely the Alexandra Broadcasting Corporation and not Board Members of Alexfm as appointed by the Community. This according to the order by the affected individual board members as well as the remaining board members, did not affect the members of the board who were not mentioned in the court papers and who believed that they still constituted membership of the AlexFM Board as nominated by the Community.

This presented a conflict on the understanding of the order, the order had removed only 3 board members of AlexFM board and replaced them with individuals who were external from the elected board of the station. The so-called interim board failed to comply with their own court judgement by:-

- (a) Not convening an AGM of the Company(NPC) within 60 days of the order

- (b) Not replacing the 3 vacant posts of Directors of the Company
- (c) Not attending a meeting called by the remainder of the Board

They also failed to implement the demands of the striking staff members by:-

- (a) Not increasing salaries to R10 000.00 per presenter.
- (b) Not reimbursing the deductions of no work no pay implemented by the then previous board
- (c) Failing to find any corrupt activities by the then previous board although they had the Station's Financial files at their private homes for more than three months
- (d) Failing to get the finances audited
- (e) Failing to convene a community meeting in four months of assuming responsibility

### **(Court Case 5)**

On 21 August 2018 the remainder of the Board members were summoned to court by the so-called interim board. Their prayers was for the board not to interfere in the running of the station. Also that ABSA hands over access to them. The reasons cited were that staff are not being paid.

The results of this court case was that the judge who heard this matter, the Honourable Judge Molahlehi was scathing on their lawyers and only granted the



order on an interim basis, but advised the remaining board members to immediately challenge the reasons why the order should not be made a permanent order through the arguing of the merits of the case, on the soonest available court date. To be clear, the interim order was given because a claim was made that the staff members were not paid and would not be paid on their pay date which was due in a couple of days, otherwise the judge had poked multiple holes in their case. (Lying under oath as the salaries and stipends were paid beginning of August through Media Connection)

### **(Court Case 6)**

For the arguing of the merits of the case, of which the remaining board members were sure that they would win in court, a date was agreed to be set for the date of the 17 September 2018 between their lawyers and the remaining board members. When this date arrived, it was discovered that the case was never put on the court roll as was the understanding between the lawyers of the court instated board(so-called interim board) and the community elected board. It should be again noted that in all this time of waiting for the date of the court, the new court instated board members ran the affairs of the station as the new board of AlexFM, meaning that they had access to the station's bank account and had powers over the station to resolute as they willed.

It should be noted that in all this time, no corruption which was alleged against the 3 court removed board members or the remaining board members was ever reported/discovered as alleged and that the court instated board also failed to comply with their own court order, not only that, they did not address whatever grievances that initiated the unprotected strike of the staff members.

### **(Court Case 7)**

The individuals who were affected by the court order that removed them from being Directors of the Board of the NPC, Alexandra Broadcasting Corporation, sought to challenge the default order on two accounts, that has declared them delinquents as board members, the implication of which meant that they could not be board of directors in any board/directorship capacity even outside of the AlexFM board and they also challenged this order on the facts presented in the order itself, which were inaccurate and full of false declarations of oath by individuals who brought the case against them.

On the 18 October 2018 the court order was challenged in court and was never opposed, thereby rescinding the court order of the 10 July 2018 and effectively reinstated the 3 elected board members of AlexFM to resume their positions.

All these back and forth court cases had put unnecessary delays to having a new board elected for the station and were amongst the direct reasons why ICASA withheld the renewal of the station's license.

### **Staff compliment**

Alex FM has 7 members in Management positions which comprises of:- □

Station Manager

- HR and Finance Manager
- Programs Manager
- News Editor
- Sales and Marketing Manager
- Technical Manager and
- Production Manager

In programming we have 22 presenters and 6 content producers. In news we have 7 news readers and news reporters. In sales and marketing we have 4 staff members. In HR and finance we have 2 Administrators, 4 security officers and 1 cleaner.

Through our partnership with Children Radio foundation, the station is running a youth programme for young people in the community. To date we have a total of 13 young reporters who also produce a weekly teen talk show called Bigger than Life.

## **Achievements**

We are proud to share with you that Alex FM received several nominations in this year's Liberty Radio Awards. The station was nominated as the best Community Radio Station in the country at number 3. The following nominations were also received by the following presenters:-

- Tshepo Mosima-The Midday Cruise
- Moribego Madubanya- Best Content Producer
- Juju Senyatsi -The Real Deal
- Mmatsatsi Mokoena- The Real Deal

The station brought home Best Mid-Day award.

These awards recognise the best of the best in the industry and set a benchmark for all radio stations and professionals to strive towards. We are proud that Alex FM is counted amongst the best of the best in the sector.

We also acknowledge the 11 nominations the station received in this year's National Community Radio Awards that took place in Bloemfontein. Alex FM is the second station with highest nominations as follows:- □

Timmy T Maranda-Best Male Presenter

- Timmy T Maranda-Best Sports Show
- Timmy T Maranda-Best Talk Show
- Lebogang Molefe- Best Female Presenter

- Lebogang Molefe- Best Content Producer
- Lebogang Molefe-Best Documentary
- Mmatsatsi Mokoena-Best Educational Show
- Itumeleng Banda- Best Educational Show
- Moribego Madubanya- Best Content Producer
- Moribego Madubanya -Best Talk Show

The SATMA Awards held in the Northwest nominated:  
Michael Shabangu-Best Traditional Show

The Golden Arts and Media Awards nominated:  
Ayanda Xulu-Best Maskandi Presenter

Diageo Responsible Drinking Media Awards  
nominated and won by:  
Juju Senyatsi-Best Content Producer

MKMHA Awards nominated:  
Tshepo Mosima-Best Show  
Nkiyase Modlana-Best Show

Lebogang managed to bring home Best Content  
Producer Award

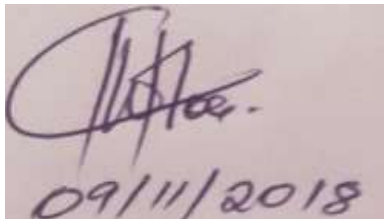
### **Listenership**

It is unfortunate that the sector now doesn't have a reliable audience research organization since SAARF was shut down.

There is a new organisation called Broadcast Research Council(BRC). Their first Radio Audience Measurement Stats(RAMS) they provided listenership stats of stations that are not even on air. The legitimacy of this organisation is in question and not endorsed by the NCRF. During the NCRF National Congress in Northwest last year, the delegates passed a resolution that all member stations affiliated to the NCRF must distance themselves from this new organisation.

As Alex FM, we are working on finding our own way to conduct our own audio research.

Thank You

A photograph of a handwritten signature in black ink on a light-colored surface. Below the signature, the date '09/11/2018' is written in the same ink.

Isaac Thloloe  
Deputy Secretary