

# AGENDA

## SOUTH AFRICAN CHAPTER OF THE TURNAROUND MANAGEMENT ASSOCIATION

### 3<sup>rd</sup> MEETING OF THE LAUNCH STEERING GROUP'S WORK GROUP

**Date:** Monday 31<sup>st</sup> May 2004

**Time:** 16h00 – 19h00

**Venue:** 6<sup>th</sup> Floor, Block No. 4, Bank City, Johannesburg

#### Work Group Members:

Bicker-Caarten, Jan	Rand Merchant Bank
Burdette, David	University of Pretoria
Claassen, Stephan	First National Bank
Daly, Patrick	Daly Incorporated
Davies, Neil	Brait
du Preez, Inus	First National Bank
Evans, John	Deloittes
Faul, Christo	Standard Bank
Gordon, Rowan	Credit Management Services
Graham, Ricardo	Maximus Business Turnaround
Greenhill, Noah	JSE
Isaacs, Anna	Nedcor
King, Mervyn	Brait
Kington, Mark	Sars
Leigh, Martin	Rand Merchant Bank
Murgatroyed, Trevor	Absa
September, Themba	Corporate Renewal Partners
Taggart, Robin	Nedcor
van der Walt, Jan	Corporate Renewal Partners
Winer, Paul	Werksmans

## 1. WELCOME

### 1.1 OPENING

### 1.2 APOLOGIES

### 1.3 MATTERS ARISING

Approval of minutes.

## 2. WORK GROUP

- How to process feedback from Advisory Group members
- Schedule and desired end date
- Certification of Turnaround Managers: Membership Sub-Committee (See Handout Pack 3 Section 2)

## 3. OBTAINING POLITICAL BUY-IN

DOJ, dti, Nedlac

#### **4. WHAT THE TMA REQUIRES FOR CHAPTER FORMATION**

Refer to Handout Pack 1: Section 2 for issues to be actioned:

To receive charter status as an organization of TMA, the organizing committee must:

- Have a formal board of directors who are members in good standing with the Turnaround Management Association, and provide a list of members of the Board of Directors or organizing board (minimum of nine directors) to TMA International. [see Memorandum and Articles of Association below]
- Adopt by-laws for the chapter organization based on the model by-laws and conforming to the laws of the chapter's locale as a non-profit business where the chapter organization is formed. [see Memorandum and Articles of Association below]
  - For model by-laws see Section 11 page 28 of the TMA Chapter Leadership Manual
  - The local chapter will probably take the form of a Chapter 21 company.
- Provide a report to TMA International in Chicago, Illinois, concerning the goals of the organization and its projected membership [for 2004 and 2005].
- Provide a list of programs planned for the next 12-month period.
- Provide an annual budget setting forth the expected fiscal results for the initial 12 months.
- Provide a list of the initial officers and committee chairs in place at the time of submission. Recommended committees include:
  - Sponsorship
  - Membership
  - Programs
  - Web site
- Include a timetable for development, projected members and, where appropriate, specific cities in which satellites will be formed.
  - Head office in Johannesburg?
  - Satellite in Cape Town?

Provide a written opinion of counsel qualified to practice law in the chapter's locale who attests there are no laws or regulations that would prohibit the Association or affect its power to grant the proposed charter, or that would impose any burden on the Association relating to such affiliation or granting the charter, including licenses, taxes or reports.

Feedback: TMA's 4x basic questions (Robin Taggart) – See Handout Pack 3 Section 1.

#### **5. MEMORANDUM AND ARTICLES OF ASSOCIATION**

Refer to Chapter Leadership Manual "Incorporation" page 19.

Refer to Chapter Leadership Manual's model by-laws page 26.

Recommended that sub-group tasked with drawing up memorandum and articles of association also refers to the by-laws of the Chicago Chapter (on TMA web site, go to About TMA/Bylaws.

##### **5.1 MISSION AND PURPOSE**

Legal Sub-committee progress report on Mission and Purpose:

- BEE
- Job preservation

- Pro bono work

## **5.2 BY-LAWS**

Legal Sub-committee progress report on rest of Section 21 Company Memorandum and Articles of Association.

## **5.3 BOARD OF DIRECTORS AND EXECUTIVES**

Composition and election.

Refer to Handout Pack 1: Section 5

By when should TMA membership registration be completed for purposes of voting a board?

Negotiating a reduced fee structure with TMA

## **6. PRESS RELEASE**

Update: FM press release: John Evans

Group photo

## **7. ADMINISTRATION OF THE SA CHAPTER**

Refer to Chapter Leadership Manual "Administrators" page 6 for duties, etc.

Should we have a standalone office and paid administrator?

Any member whose firm can provide secretarial support to the Work Group, and thereafter to the Chapter during its initial phase?

## **8. SPONSORSHIP**

Who should be approached, and how soon?

## **9. ADJOURNMENT**