EXTRAORDINARY GENERAL MEMBERS' MEETING

21 AUGUST 2025 – 18–19 CEST

MEETING SUMMARY

Participants: Nathan Hancock (Citrus Australia), Paul Hardman (Citrus Growers' Association of Southern Africa), Anton Kruger (Fresh Produce Exporters' Forum - FPEF, South Africa), Linda Nielsen (Horticultural Development Council, Zimbabwe), Ellen Pay (SHAFFE), Fhumulani Ratshitanga (Fruit SA).

Discussion points:

<table>
<tr><td colspan="2">Introduction</td></tr>
<tr><td>- Opening of the meeting
- Overview of the agenda of the meeting (see Annex 1)</td><td>The agenda of the meeting (see annex) includes the following discussion points:
a) update on the transition from SHAFFE to SFA;
b) seconded motion to ask members to pay a one-time additional contribution of 2 000€ to balance the budget until the end of the year (see annex);
c) non-payment by Uruguay of the 2024 and 2025 membership fees.</td></tr>
<tr><td colspan="2">Update on the transition from SHAFFE to SFA</td></tr>
<tr><td colspan="2">NH opens the meeting. He underlines the importance of the alliance and encourages all members to become more actively involved in its work.

EP provides an update on the transition from Southern Hemisphere Association of Fresh Fruit Exporters (SHAFFE) to Southern Hemisphere Fruit Alliance (SFA):
- SFA was officially registered as a not-for-profit organization in Italy at the end of May.
- The organization now has its own bank account; the SHAFFE funds from Brussels have been largely transferred to that account.
- The new logo is ready (see annex).
- The designer is working on the new website; the first webpages are expected to be ready before the end of the month.
- As soon as those webpages are ready, the new name and logo, website and LinkedIn page of SFA can be officially launched.

Participants indicate that they are happy with the new logo.</td></tr>
<tr><td colspan="2">Seconded motion to ask members to pay a one-time additional contribution of 2 000€</td></tr>
<tr><td colspan="2">EP provides an overview of the actual balance for 2024, the budget for 2025 and the actual revenues and expenditures up to 21 August 2025 (see the meeting slides in the annex).
The actual revenues of the association are falling short of the budgeted income for several reasons:
- Uruguay has not paid its annual contribution two years in a row now;
- no sponsorships were secured for the webinars organized in June; and
- advertisements in the statistical yearbook will only start generating income in Q4 of 2025.

EP adds that there is a strong possibility that Argentina will rejoin the alliance in the near future. Zimbabwe has agreed to pay an annual membership fee of 2 500€, which for the remaining part of 2025 has been reduced to 1 250€.

The actual expenditures of the association are in line with or – for several expenditure lines – below the budgeted expenditures. SFA currently has 18 416€ in its account; the 2025 contribution of Zimbabwe will bring the total to 19 666€.</td></tr>
</table>

+39 3668920951 secretariat@shaffe.net

Planned expenditures until the end of 2025 include:

- general secretary July–December: ±22 500€
- lawyer (registration of the new association): 1 400€
- meeting at Fruit Attraction, Madrid: ±900€ travel + 350€ meeting room
- statistical yearbook: ±3 000€ (Wayne Prowse, writer) + ±1 500 to 2 000€ for the layout
- new website: outstanding balance of ±842€

These expenditures, against the current fund balance, result in a deficit of ±11 300€.

EP stresses that the statistical yearbook and the new website are two projects that will generate additional revenues for the alliance, adding that they are clear cases of "spending money to make money":

- the statistical yearbook will allow the alliance to sell advertising space; Linda Bloomfield has been contracted to sell the advertisements. While it is unclear how much the sale of advertisements will bring in exactly, it is expected that the yearbook will attract considerable interest from advertisers;
- the alliance's new website will increase the visibility and strengthen the reputation of the organization, and allow the alliance to attract associate members, defined as "*all other associations and organizations, as well as for-profit companies with an interest in the fresh produce industry, located in the Northern or Southern Hemisphere*". Participants agree that 2 500€ is a reasonable associate membership fee.

EP states that an additional 2 000€ paid by at least six members would suffice to get the alliance out of its current financial deadlock and roll out these new income-generating projects.

NH presents the motion that *the General Assembly authorizes the general secretary to send a request to all members for the payment of an extraordinary one-time additional contribution of 2 000€, to balance the association's budget until December 2025 and allow the secretariat to develop a number of income-generating activities*. FR seconds the motion. The other participants indicate that they support the motion.

Since there is no quorum present to vote on the motion, it is agreed that the secretariat will organize an online voting procedure.

Non-payment by UPEFRUY of the 2024 and 2025 membership fees

UPEFRUY has not paid its annual contribution two years in a row now. UPEFRUY did pay for the meeting rooms in Madrid (2024) and Berlin (2025); these costs are deducted from the outstanding membership fees. The alliance's internal rules of procedure determine that "*the membership of a Member shall be terminated if that Member fails to pay its membership fees within three months of the sending of a reminder-for-payment by the Secretariat*". Reminders for 2024 were sent to UPEFRUY on 11 August 2024 and 12 November 2024; the invoice for 2025 was sent on 11 January 2025 and reminders for both 2024 and 2025 were sent on 22 July 2025 and 27 July 2025 (letter from the Board).

Participants argue that due process was followed by the secretariat when sending the invoices and reminders to UPEFRUY, and that it is unfair on the other – paying – members to continue to allow non-paying entities to participate in the activities of the alliance. Participants agree to suspend UPEFRUY's membership of the alliance with immediate effect, until such date as its outstanding fees shall be paid, and to inform all other members of this suspension. Participants agree for the alliance to meet with UPEFRUY at Fruit Attraction to discuss this issue.

Closing comments

Participants reiterate that their associations value and support the work of the alliance. NH and EP invite all members to become more actively involved in the organization, to bring new topics to the table, for consultation and discussion with the other members.

Coming together is a beginning; keeping together is progress; working together is success.

Henry Ford

Annexes:

1. Agenda of the meeting
2. SFA logo
3. Meeting slides
4. Seconded motion

Annex 1. Agenda of the meeting

- update on the transition from SHAFFE to SFA;
- seconded motion to ask members to pay a one-time additional contribution of 2 000€ to balance the budget until the end of the year (*see Annex 4*);
- non-payment by Uruguay of the 2024 and 2025 membership fees.

Annex 2. SFA logo

Annex 2. Meeting slides

SHAFFE

SOUTHERN HEMISPHERE ASSOCIATION OF FRESH FRUIT EXPORTERS

Southern Hemisphere Association of Fresh Fruit Exporters

Extraordinary General Meeting – 21 August 2025

Agenda

- **Southern Hemisphere Fruit Alliance**

  Update on change from SHAFFE to SFA

- **Budget**
  - Update on the budget for 2025: budgeted vs actual
  - Seconded motion for an additional contribution of 2 000 €

- **Uruguay**

Southern Hemisphere Fruit Alliance

- Registered with tax authorities / Chamber of Commerce on 28 May 2025
- Bank account (Wise)
- Logo
- Website → communication campaign to launch new name

info@shfruit.org
www.shfruit.org

SFA

SOUTHERN HEMISPHERE FRUIT ALLIANCE

	2024	2025 Budget	2025 Actual	
INCOME				
Contributions	25,500	39,530	*40,800*	Chile: paid 3x in 2025
Pending contributions Y-1/Y-2	15,300	9,830		- Uruguay: 2024 (-350€), 2025 (-1270€) - Zimbabwe: 2025: 1250€
Income from congress/webinars	0	5,000		
Income from yearbook	0	5,000		
Total income	**40,800**	**64,480**	***40,800***	
EXPENDITURE				
Establishment as not-for-profit ass.	0	2,000	*629*	
General secretary (GS)	9,706	54,222	*31,829*	
Accounting costs GS (taxes + social sec.)	793	650	*652*	
Accounting and reporting	0	812	*203*	203€/Q – previously budgeted at 2500€
Office material for SG	851	250	*108*	
Freshfel - services	28,000	n.a.		
Travel	845	1,200	*297*	Flight+hotel Berlin paid by GCFP
Meetings (rental meeting rooms)	0	350		350€ for meeting room Madrid
IT support (e.g. website)	0	2,500	*1,012*	Deposit for new website+logo/MS Office+assistance
Design, layout (e.g. Statistical Yearbook)	480	3,000		
Affiliation Global Coalition of Fresh Produce	2,500	2,500	*2,500*	
Affiliation GlobalGAP	0	0		
Invoices Albawik	971	0		
Unforeseen expenses	0	750	*174*	
Total expenditure	**44,146**	**66,234**	***37,403***	
RESULT	**-3,346**	**-1,754**		
Initial fund balance	*11,153*	*7,808*		
Final fund balance	*7,808*	*6,054*		
Intermediate fund balance (21 August 2025)			***18,416***	

Budget 2025: budgeted vs actual

Budget

18 416€
+ 1 250 (Zimbabwe)
= 19 666€
- 22 560 (GS July-Dec)
- 1 400 (lawyer)

= -4 294€

- ca. 11 300

Motion to ask members for an additional one-time contribution of 2 000€

Other expenses: ca. 7 000€
- Fruit Attraction?? (ca. 800€ + 350€)
- Website (ca. 845€)
- Yearbook (ca. 4 500-5 000€) (3 000€ Wayne Prowse + layout)

Income: ???
- Yearbook?
- Associate members? (all other associations and organizations, as well as for-profit companies with an interest in the fresh produce industry, located in the Northern or Southern Hemisphere– 2500€?)

Uruguay

"The membership of a Member shall be terminated if that Member fails to pay its membership fees within three months of the sending of a reminder-for-payment by the Secretariat"

Reminder for 2024: 11.08.2024 and 12.11.2024
Invoice for 2025: 11.01.2025
Reminder for 2024 and 2025: 22.07.2025 and 27.07.2025 (Board)

Southern Hemisphere Association of Fresh Fruit Exporters (SHAFFE)
+39 3668920951 secretariat@shaffe.net

"Coming together is a beginning.
Keeping together is progress.
Working together is success."

Henry Ford

Annex 4. Seconded motion

NOTICE OF MOTION

TO The General Assembly
DATE 7 August 2025
FROM The Board members: Nathan Hancock (president), Jorge de Souza (vice-president), Fhumulani Ratshitanga (treasurer)
ISSUE Ask all members for an extraordinary one-time additional contribution of 2 000€ to balance the association's budget until December 2025 and allow the secretariat to develop a number of income-generating activities.
DETAILS **Whereas** the actual <u>income</u> of the association is falling short of the budgeted income because: - one of the association's members has not paid its annual contribution two years in a row now; - no sponsorships were secured for the webinars organized in June; and - advertisements in the statistical yearbook will only start generating income in Q4 of 2025; **Whereas** the actual <u>expenditures</u> of the association are in line with or – for several expenditure lines – below the budgeted expenditures; **Whereas** we consider it crucial for the functioning of the association that the <u>general secretary</u> has sufficient funds to continue providing services, including organizing and attending an in-personal meeting of the general assembly in Madrid in October; **Whereas** it is essential to ensure that the association has sufficient funds to develop the <u>following income-generating activities</u>: - a statistical yearbook, which will generate revenues through the <u>sale of advertising space</u>; - a new, updated website, to reflect the change of name of the association and provide timely and relevant information to members and third parties; such a website is essential to showcase the association and attract associate members that will bring in <u>additional membership fees</u>;
MOTION **Be it resolved that** the General Assembly authorizes the general secretary to send a request to all members for the payment of an extraordinary one-time additional contribution of 2 000€, to balance the association's budget until December 2025 and allow the secretariat to develop a number of income-generating activities.
MOVERS Nathan Hancock (president) Jorge de Souza (vice-president) Fhumulani Ratshitanga (treasurer)
ANNEX Budget 2025: budgeted vs actual

	2024	2025 Budget	*2025 Actual*
INCOME			
Contributions	25,500	39,530	*40,800*
Pending contributions Y-1/Y-2	15,300	9,830	
Income from congress/webinars	0	5,000	
Income from yearbook	0	5,000	
Total income	**40,800**	**64,480**	***40,800***
EXPENDITURE			
Establishment as not-for-profit ass.	0	2,000	*629*
General secretary (GS)	9,706	54,222	*21,931*
Accounting costs GS (taxes + social sec.)	793	650	*652*
Accounting and reporting	0	812	*203*
Office material for SG	851	250	*108*
Freshfel - services	28,000	n.a.	
Travel	845	1,200	*297*
Meetings (rental meeting rooms)	0	350	
IT support (e.g. website)	0	2,500	*169*
Design, layout (e.g. Statistical Yearbook)	480	3,000	
Affiliation Global Coalition of Fresh Produce	2,500	2,500	*2,500*
Affiliation GlobalGAP	0	0	
Invoices Albawik	971	0	
Unforeseen expenses	0	750	
Total expenditure	**44,146**	**66,234**	***25,860***
RESULT	**-3,346**	**-1,754**	
Initial fund balance	*11,153*	*7,808*	
Final fund balance	*7,808*	*6,054*	
Intermediate fund balance (1 July 2025)			***29,156***

Chile: paid 3x in 2025

- Uruguay: 2024 (-350€), 2025 (-1270€)
- Zimbabwe: 2025: 1250€

203€/Q – previously budgeted at 2500€

Flight+hotel Berlin paid by GCFP

350€ for meeting room Madrid

Deposit for new website+logo/MS Office+assistance

Budget 2025: budgeted vs actual

29 156€

+ 1 250 (Zimbabwe)

= 30 406€

- 9 898 (SG March-June)
- 22 560 (SG July-Dec)
- 1 400 (lawyer)

= -3 452€

Expenses:

- Fruit Attraction?? (ca. 900€)
- Website? (ca. 2 000€)
- Yearbook? (ca. 4 500-5 000€)

Income:

- Yearbook?
- Associate members?
- Webinars: sponsors?

+39 3668920951 secretariat@shaffe.net