### **CHARTER: FINANCIAL & HR MANAGEMENT COMMITTEE**

(Hardus Zevenster (Chair); Allen Bosman, Johan Bester, Reg Barry, Geo Nel and Derek Bock)

#### <u>Membership</u>

The Board will annually appoint a Financial & HR Management Committee consisting of at least four members, the majority of whom shall be non-executive directors. The COO will ex-officio be a member of the Committee. A representative nominated by the City will also be a member of this committee.

The Board will appoint a chairman for the Committee who will decide on the frequency of meetings and who will set the agenda for such meetings. The Committee will meet at least four times per year.

The chairman of the Committee will provide regular feedback to the Board on the Committee's deliberations.

# Responsibilities

The Committee will in general be responsible to manage the financial affairs of the Company with reference to its approved Business Plan and Operational Budget. Furthermore, it will in general be responsible for the Company's intellectual capital including a supportive remuneration strategy. It is also involved in establishing and maintaining an effective operational and management team.

The Committee is specifically authorised to perform the following tasks:

A nominated committee member to have access to the VRCID's bank account to ensure that no improper transactions take place.

The above nominated committee member will at the end of each month or whenever a payment is made by the COO, be informed in writing of each transaction made and the reason thereof.

Such committee member will be the Committee representative in the event of any communication between this Committee and the appointed accounting officers if necessary.

The Chairman of the Board, who as a rule will always serve on this Committee, will together with the COO sign off on the Annual Financial Statements. The more comprehensive Annual Report on the VRCID's activities to be approved by the Board.

To ensure that the VRCID stays within its allocated budget.

To pre-approve all material capital expenses and the terms of all major service provider agreements.

To approve all unbudgeted or "out of the norm" types of expenses with a full explanation thereof before such expenses incurred.

To approve recommendations by the COO regarding possible fixed deposits (short, medium or long-term) with specific reference to surpluses.

To approve any local and international travel by the COO and staff.

To assist the COO, if deemed necessary, by conducting interviews for vacant staff positions.

To approve the appointment of staff on the recommendation of the COO.

To approve and or make recommendations on any staffing changes and or requirements which the COO may wish to implement.

To approve all staff bonuses and salary adjustments as and when motivated by the COO.

# **CHARTER: OPERATIONAL COMMITTEE**

(Johan Oosthuizen (Chair); Piet Badenhorst; Johan Bester; Lamesa Modak; Romanie Smithdorf, Allen Bosman, Reg Barry and Derek Bock)

# Membership

The Board will annually appoint an Operational Committee consisting of at least three members, the majority of whom shall be non-executive directors. The COO will ex-officio be a member of the Committee.

The Board will appoint a chairman for the Committee who will decide on the frequency of meetings and who will set the agenda for such meetings. The Committee will meet at least two times per year.

The chairman of the Committee will provide regular feedback to the Board on the Committee's deliberations.

# Responsibilities

The Committee will in general be responsible for developing and implementing an operational strategy for the Company in cooperation with the COO.

The Committee is specifically authorised to perform the following tasks:

The Committee to approve the request for additional manpower by the COO after which such request is then forwarded by the COO to the Financial and HR Committee for financial approval.

The Committee may at its discretion meet with the COO, Operational staff and the main Service providers as and when needed to discuss security concerns or general operational matters.

The Committee may at is discretion request to be briefed on deployment of operational personnel.

The Committee to consider all legal aspects regarding the operational activities of the Company.

### **CHARTER: EXECUTIVE COMMITTEE**

(Hardus Zevenster (Chair); Johan Bester; Johan Oosthuizen, Geo Nel)

# Membership

The Board will annually appoint an Executive Committee consisting of at least four members, the majority of whom shall be non-executive directors. The Chairman of the Board will ex-officio be a member of the Committee and the COO will attend all meetings. A representative nominated by the City will also be a member of this committee.

The Board will appoint a chairman for the Committee who will decide on the frequency of meetings and who will set the agenda for such meetings.

The chairman of the Committee will provide regular feedback to the Board on the Committee's deliberations.

## Responsibilities

The Committee will in general be responsible to assist the COO in urgent matters arising between Board meetings. In exceptional urgent matters the Committee may take interim decisions on behalf of the Board.

The Committee is specifically authorised to perform the following tasks:

The Committee will have the authority to make an immediate and well-informed decision in the event of an emergency or crisis. The Board to be informed thereof as soon as practically possible.

A nominated Committee member can stand-in for the COO in terms of decision making when and if the COO is not in a position to do so.

#### **CHARTER: SOCIAL DEVELOPMENT COMMITTEE**

(Lamesa Modak (Chair); Geo Nel; Wilma Piek and Derek Bock)

## Membership

The Board will annually appoint a Social Development Committee consisting of at least three members, the majority of whom shall be non-executive directors. The COO will ex-officio be a member of the Committee.

The Board will appoint a chairman for the Committee who will decide on the frequency of meetings and who will set the agenda for such meetings. The Committee will meet at least two times per year.

The chairman of the Committee will provide regular feedback to the Board on the Committee's deliberations.

## Responsibilities

The Committee will in general be responsible for developing a Social Development strategy for the Company in cooperation with the Social Development Manager and COO for consideration by the Board. After the approval of the strategy by the Board, the Committee will be responsible for overseeing the implementation thereof.

The Committee is specifically authorised to perform the following tasks:

The Committee to consider requests for additional funding by the Social Development Manager after which such requests are then forwarded by the COO to the Financial Committee for financial approval.

The Committee may at its discretion meet with the Social Development Manager and COO as and when needed to discuss general vagrancy, homelessness, anti-social behavioural etc. matters.

The Committee may at is discretion request to be briefed on the cooperation with the City of Cape Town and NGO's of choice within the VRCID.

The Committee may request a Director to accompany either the Social Development Manager and / or COO when he or she meets with the City of Cape Town on issues of mutual concern.