

 iZiBaLo Solving Problems by DOING Maths Document Name:	Board Charter Policy
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BOARD CHARTER POLICY

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1. PURPOSE

1.1 To establish the framework for the governance of the organisation by defining the board's role, responsibilities, structure, and operating procedures.

1.2 To clarify how the board functions, how it interacts with management/ executive directors, and how it fulfils oversight responsibilities.

2. SCOPE

Applies to all board members, including executive and non-executive directors, trustees, or committee members.

3. BOARD COMPOSITION

3.1 Minimum of **three independent fiduciaries** (not connected persons).

3.2 Members must have relevant skills, experience, and commitment to the organisation's mission.

3.3 Diversity in gender, race, and background is encouraged.

4. ROLES & RESPONSIBILITIES

4.1 Strategic Oversight

4.1.1 Approve mission, vision, and strategic plans.

4.1.2 Monitor organisational performance and impact.

4.1.3 Ensure financial integrity of the organisation.

4.2 Fiduciary Duties

4.2.1 Act in good faith, with care and diligence.

4.2.2 Avoid conflicts of interest and disclose any potential ones.

4.3 Financial Stewardship

4.3.1 Approve budgets, financial statements, and funding proposals.

4.3.2 Ensure proper financial controls and risk management.

4.4 Compliance & Ethics

4.4.1 Ensure compliance with legal, regulatory, and donor requirements.

4.4.2 Uphold ethical standards and organisational values.

4.5 Executive Oversight

4.5.1 Appoint and evaluate the Executive Directors and/ or CEO.

4.5.2 Support succession planning and leadership development.

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5. Meetings

- 5.1 Minimum of **four board meetings per year**.
- 5.2 Quorum: At least **50% + 1 of board members** present.
- 5.3 Decisions by majority vote; chair has casting vote in case of a tie.
- 5.4 Each non-executive director will be paid an honorarium per meeting for up to 4 meetings per year. The honorarium payment will not limit the number of meetings as needed by the organisation.

6. Committees

- 6.1 May include Audit, Governance, Fundraising, Disciplinary, Project Committees or any other recommended committee.
- 6.2 Committees operate under written terms of reference approved by the board.

7. Board Member Conduct

- 7.1 Uphold confidentiality and integrity.
- 7.2 Participate actively and prepare for meetings.
- 7.3 Avoid using board position for personal gain.
- 7.4 Every member of the board is expected to act in the best interests of the organisation.

8. Review & Amendment

- 8.1 Charter reviewed annually.
- 8.2 Amendments require board approval.

Ratification of Policy by the Board of Directors:



Sikhokele Mvubu (Apr 11, 2026 15:16:28 GMT+2)

Sikhokele Mvubu (Chairperson)



Dr Xolile Kwayiba (Board Member)



Roy Michael Hewett (Secretary)



Lynn Eunice Glover (Chief Executive Officer)



Edumisa Mtoli (Chief Operating Officer)

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Final Audit Report

2026-04-11

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