

## **28 November 2022 - Board of Directors Meeting of the Umhlatuzana Education Fund**

Resolution 1 - The Board accepts the Proposal and Engagement Letter of Mr Ashvir Dhuki of Strategic Audit CA/RA to serve as Registered Auditor for the 2022 accounts of the UEF for a fee of R 4000. Strategic Audit is hereby appointed the Registered Auditor of the UEF for 2022 and the Executive Officer is authorized to sign the engagement letter on behalf of the Company. The target for the completion of the audit is end of January 2023.

Resolution 2 – The Board approves the modifications of the Memorandum of Incorporation that have been proposed and circulated. The new 28 November 2022 Memorandum of Incorporation shall replace the document of 30 March 2022 with immediate effect. The Officers shall place the new document in the Company Archives and see to it that the new Mol is registered with CIPC and with SARS.

Resolution 3 – The Board appoints the following Officers for 2023, who in the event of vacancy at the end of the year may serve for an additional three months:

Executive Officer – Martin Bucher

Chief Operating Officer – Sinenhlanhla Precious Sikhosana

Treasurer – Dorina Bowes

Secretary – Deon Delpont

Public Officer and Representative Tax Payer – Deon Delpont (until 30 June 2023), Laurence Rae (starting 1 July 2023)

The Board reappoints Dorina Bowes as Chair of the Board.

The responsibilities of these positions as outlined in the resolutions 30 March 2022 shall continue to apply.

Resolution 4 – The Board approves the policies relating to payments and finance that have been distributed, which we cite below:

### **UEF Payment and Finance Processes (28 November)**

1. All payments will be made electronically for tutors and service providers directly from the UEF bank accounts.
2. Tutors will provide a copy of ID and a bank confirmation letter.
3. Suppliers will provide company registration documents and a bank confirmation letter.
4. Transport providers will be paid electronically also providing their bank confirmation letter.
5. The same procedure will apply for educators assisting on the UEF project.
6. A payment schedule must be provided on a monthly basis to pay the tutors. A procedure needs to be put in place.
7. An advance will be paid for refreshments on a monthly basis. All receipts and supporting documents must be provided and scanned to the approver to reconcile advances.
8. In the case of suppliers at least two quotations must be obtained for amounts exceeding R 8000.

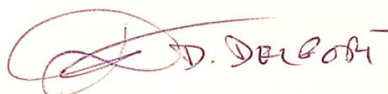
9. A requisition or payment schedule will be prepared and sent for authorization to the Executive Officer, so that every payment shall be reviewed by at least two people.
10. An email confirming authorization and signature must be sent back to requester and Treasurer for payment.
11. Each month at the meeting of the Executive Team, the Treasurer shall present a report of expenditures and an update of the financial situation. Monthly bank statements of the Company accounts shall be provided and posted on the website for inspection by the Directors.
12. Additional procedures shall be put in place as required by our Registered Auditor.

Resolution 5 – The Board endorses the proposals for 2023 presented by the Officers at this meeting and authorizes the Officers to carry out the programme presented. The Global Grant spending shall follow what has been described in the grant proposal as amended in the petition to the Rotary Foundation for an exception to its rules. The rules of the Rotary Foundation shall be respected.

The Officers are authorized to formulate a similar programme for 2024 and start raising the necessary funds. They are encouraged to prepare another Global Grant Application and in parallel seek further corporate donations, and if possible set up a reserve fund.

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I, Deon Delport, Secretary of the Board of Directors of the Umhlatuzana Education Fund NPC, certify that the above resolutions were duly discussed and voted upon at the Board meeting held on 28 November 2022. Of the six Directors, five were present at this meeting (Dorina Bowes, Deon Delport, Thomas Konrad, Richard Naidoo, and Laurence Rae). All five voted in favor of each of the five above resolutions. The sixth director (Lucky Mtungwa) was not present and did not cast a vote. The resolutions are thus adopted.



Deon Delport  
28 November 2022