

<b>Description</b>	<b>Terms of Reference: Transformation Committee</b>
<b>Document owner</b>	<b>Chief Executive Officer South Western Districts Cricket</b>
<b>Approved by</b>	<b>Members Council SWD Cricket</b>
<b>Effective Date</b>	<b>28 February 2017</b>
<b>Revision Date</b>	<b>May 2018</b>

## **1. DEFINITIONS**

All terminology used in this terms of reference shall bear the same meaning as in the applicable legislation.

## **2. LEGAL FRAMEWORK**

- a. Company' Act, No 71 of 2008, as amended
- b. Memorandum of Incorporation: South Western Districts Cricket NPC
- c. National Sport and Recreation Act 110 of 1988 (as amended)
- d. National Sports and Recreation Plan
- e. National Transformation Charter for Sports and Recreation

## **3. SCOPE AND APPLICATION**

These terms of reference are subject to the provisions of the Companies Act, the Company's Memorandum of Incorporation and any other applicable law or regulatory provision. The duties and responsibilities of the members of the Committee as set out in these terms of reference are in addition to those duties and responsibilities that they have as members of the Board, or prescribed officers of the Company as the case may be. The deliberations of the Committee do not reduce the individual and collective responsibilities of Board members in regard to their fiduciary duties and responsibilities, and they must continue to exercise due care and judgment in accordance with their legal obligations.

## **4. POLICY CONTENT**

- Reference to “the Committee” shall mean the Transformation Committee constituted in terms of pursuing operational transformation initiatives and related activities in accordance with the strategic objectives of SWD Cricket.
- Reference to “the Board” shall mean the Transformation Committee of SWD Cricket.

## **1. Membership and Attendance**

- 1.1 Permanent members are selected to ensure accountability but reserve the right to have additional representation to provide more detailed input as and when deemed necessary.
- 1.2 The Committee shall be appointed and approved by SWD Cricket. It shall be comprised of members of SWD Cricket..
- 1.3 The Committee may invite any other member or members of senior management or any Directors to attend meetings either regularly or by invitation.
- 1.4 The structure of the committee makes provision for a Transformation Officer that will be co-opted to the Committee. This appointment is made by the Board. The primary function is this officer will be to manage transformation data, statistics and relevant information as applicable.

## **2. Transformation Officer (as Secretary)**

- 2.1 The Committee will be served by the appointed Transformation Officer of SWD Cricket.

## **3. Quorum**

- 3.1 The quorum necessary for a duly constituted meeting of the Committee by applying the 50+1 principle. A duly constituted meeting of the Committee shall be competent to exercise all or any of the authorities, powers and discretions vested in or exercisable by the Committee.

## **4. Frequency of Meetings**

- 4.1 The Committee shall meet not less than once per quarter and at such other times as the Chairperson of the Committee shall require.

## **5. Notice of Meetings**

- 5.1 Meetings of the Committee shall be convened by the Chairman.
- 5.2 Unless otherwise agreed, notice of each meeting confirming the venue, time, date and agenda shall be forwarded to each member of the Committee and any other person required attending. This will be done no fewer than 2 working days but normally at least 5 working days prior to the date of the meeting.

## **6. Meeting reports**

6.1 The Transformation Officer shall minute the proceedings and resolutions of all meetings of the Committee, including recording the names of those present and in attendance.

6.2 After approval by the Chairperson, the reports (minutes) of Committee meetings shall be circulated promptly to all members of the Committee and to all members of The Board.

## **7. Authority**

7.1 The Committee is authorized;

7.1.1 to seek and receive any information on any matters that it requires from any employee of the Company in order to fulfill its objectives and duties;

7.1.2 to obtain, at the Company's expense, outside legal or other professional advice on any matters within its (Terms of Reference);

7.1.3 to seek any information it requires from any employee as and when required either through tabling of presentations and/or papers on the objectives and duties outlined below; and

7.1.4 to investigate matters within its mandate and suitably delegating the duties of the Committee outlined in this mandate to other committees constituted and approved by the board including but not limited to the Transformation Committee.

7.2 These Terms of Reference will be reviewed once a year and any changes that are recommended will be tabled to this Committee for ratification.

## **8. Objectives and Duties**

8.1 To guide, monitor, review and evaluate the Company's progress on Transformation, with specific reference to the following pillars, viz. -

8.1.1 Ownership (Organizational culture);

8.1.2 Management Control (Good Corporate Governance);

8.1.3 Employment Equity;

8.1.4 Skills development;

8.1.5 Preferential procurement;

8.1.6 Enterprise development; and

8.1.7 Socio-economical.

8.1.8 Access

8.1.9 Excellence

8.2 Ensure that SWD Cricket embraces the principles of transformation across all facets of the company's activities;

8.3 Develop and implement an appropriate transformation strategy;

8.4 Design, implement and regularly review plans and processes aimed at facilitating Transformation in SWD Cricket;

8.5 Implement integrated annual reporting to stakeholders on aspects of transformation;

8.6 Enable effective communication between directors, management and external advisers in relation to transformation;

8.7 Provide an objective and independent forum to discuss significant matters relating to transformation.

8.8 Review and recommend targets for each element of the BEE scorecard to the Board and Transformation Committee for approval;

8.9 Monitor and assessing the policies and plans in place to achieve the targets and the effectiveness thereof.

8.10 Assess performance in each area of the BEE scorecard to ensure that meaningful progress is made to achieve agreed targets for the Board and each business area;

8.11 Drive Transformation of the Company within the context and confines of relevant legislative regimes to ensure total compliance by the Company and all of its operations and new business acquisitions of the company.

8.12 Assist management in the formulation of the Company's transformation and social responsibility policies and strategies.

8.13 Help set and / or review, on an annual basis, the appropriateness and completeness of yearly action plans/programs and other steps for advancing these strategies (transformation and social), which includes defining proposals and project plans.

8.14 Monitor and measure progress in executing the Company's transformation strategy and each year's action plan.

8.15 Audit and amend all Human Resources Policies and Procedures creating impairments or not aligned to spirit and intent of the Company's transformation policy and strategy.

## **5. IMPLEMENTATION AND MONITORING**

These terms of reference will be implemented and effective once recommended by the Transformation Committee and approved by the Board.

The Transformation Charter adopted by all sport federations will be used to implement, manage and monitor the transformation process.

### **FUNDAMENTAL PRINCIPLES OF THE TRANSFORMATION CHARTER ENTAILS THE FOLLOWING:**

The South African sport sector recognizes that empowerment and affirmation involves a set of integrated strategies including:

**5.1** Re-inventing, re-organizing, restructuring and rejuvenating the overall sport system as well as its component parts.

**5.2** Considering the principles underpinning a 'Developmental State'. A Developmental State plays an active role in guiding development and using the resources of the country to meet the needs of people. It tries to balance growth and social development by using resources in expanding opportunities.

**5.3** Changing sport's demographic profile.

**5.4** Establishing a system for identifying, incubating and nurturing the seamless development of human capital from mass participation level through to high performance and elite participation levels.

**5.4** Ensuring equitable access to all resources including finance, facilities, support services, infrastructure, and participation opportunities in all areas and at all levels.

**5.5** The sustainable improvement of human capital in all areas on the basis of skill, expertise and capability development and improvement on and off the field of play.

**5.6** Improving the administration of South African sport according to governance principles and procedures (see King III Report).

**5.7** Accelerating social development at community level through the establishment and development of sport structures and infrastructure on the basis of enhanced social responsibility.

**5.8** Exploring the broader social context of sport and the social needs in this context through extended community based initiatives and programmes in support of goals and objectives of strategic national importance.

**5.9** Linking schools and club structures that are in harmony with SRSA initiatives at a local and provincial level.

**5.10** Ensuring equitable distribution of all resources – finance, facilities and support services – and redressing backlogs experienced in and by disadvantaged communities.

**5.11** Consistently improving and enhancing the quality of performances on and off the field of play at international and all other levels of high performance sport on the basis of the principles of universality and merit in tandem with each other.

**5.12** Bringing about equitable representation of black persons, women and people with disabilities in all areas and all levels within local, provincial and national sport structures over time.

**5.13** Ensuring equitable representation (on the basis of Employment Equity principles) of black persons, women and people with disabilities in all occupations and positions within South African sport structures over a period of time.

**5.14** Ensuring that all codes consistently enlarge its participation footprint across the country.

**5.15** Pursuing and practicing preferential procurement practices with respect to BEE and suppliers providing environment friendly products and services to sport. To accelerate, advance and manage the process on the basis of a “scorecard” mechanism, applicable to the South African sport sector to monitor and analyze trends towards pre-set transformation goals.

**5.16** Implementing a performance measurement and monitoring/auditing system to ensure progress and positive trends in all transformation dimensions selected and introducing interventions as and when required.

## **6. COMMUNICATION**

These terms of reference will be communicated to all committee members and employees using the full range of communication methods available to the Board.

## **7. POLICY REVIEW**

These terms of reference will be reviewed annually and revised as necessary.

## **8. BUDGET AND RESOURCES**

The financial and resource implication/s related to the implementation of this term of reference should be qualified and quantified.

## **9. ROLES AND RESPONSIBILITIES**

The President and the Board of Directors or his/her delegate assignee accepts overall responsibility for the implementation and monitoring of the terms of reference.

## **10. PENALTIES**

Non-compliance to any of the stipulations contained in these terms of reference will be regarded as misconduct, which will be dealt with in terms of the MOI and Company's Act.

## **11. DISPUTE RESOLUTION**

Any dispute arising from this policy due to ambiguous wording or phrasing must be referred to the Board of Directors for adjudication. Resolutions from the Board of Directors must be incorporated into the terms of reference.

TRANSFORMATION SCORECARD  
 DIMENSION 1: ACCESS

INDICATOR	WEIGHTING POINTS (C)	TARGET (B)	ACHIEVEMENT (A)	SCORE (A/B*C)	% ACHIEVED (A/B*100)	ROBOT
1) Total number of registered participants						
2) Number of participants in primary schools (including farm/rural schools)						
3) Number of participants in secondary schools (including farm/rural schools)						
4) Number of participants between 18 and 21 years						
5) Number of affiliated clubs						
6) Number of clubs fully operational						
7) a. Number of operational facilities b. % of Facilities accessible to sport persons with a disability						
8) Cost of annual affiliation fee						
9) % of junior cricketers participating in a modified						

version of your sport						
TOTAL						

DIMENSION 2: SKILLS AND CAPACITY DEVELOPMENT

INDICATOR	WEIGHTING POINTS (C)	TARGET (B)	ACHIEVEMENT (A)	SCORE (A/B*C)	% ACHIEVED (A/B*100)	ROBOT
10) Total number of accredited training courses conducted annually						
11) Number of newly accredited administrators trained in the last 12 months at an international level						
12) Number of newly technical officials trained in the last 12 months at an international level						
13) Number of newly accredited coaches trained in the last 12 months at an international level						
14) Number of newly accredited administrators trained in the last 12 months at an national level						
15) Number of newly accredited						

technical officials trained in the last 12 months at an national level						
16) Number of newly accredited coaches trained in the last 12 months at an national level						
TOTAL						

DIMENSION 3: DEMOGRAPHICS

INDICATOR	WEIGHTING POINTS (C)	TARGET (B)	ACHIEVEMENT (A)	SCORE (A/B*C)	% ACHIEVED (A/B*100)	ROBOT
17) % Black people in management structures						
18) % Female managers employed						
19) % Managers with a disability employed						
20) % of Black accredited Coaches						
21) % of Black Referees/ Umpires						
22) % Black people in provincial senior teams						
23) % Black people in provincial junior teams						
24) % Black people in provincial senior teams						
25) % Black people in provincial senior teams						
26) % Participants who are female at local and provincial levels						
27) % Participants with a disability at local and provincial levels						
TOTAL						

DIMENSION 4: PERFORMANCE DIMENSION

INDICATOR	WEIGHTING POINTS (C)	TARGET (B)	ACHIEVEMENT (A)	SCORE (A/B*C)	% ACHIEVED (A/B*100)	ROBOT
28) Number of recognised national competitions						
29) Ranking (log position) Or Number of cricketers ranked in top 20 position						
30) % of representative participants in High Performance (elite) Programmes						
31) Number of officials serving on recognised international panels						
TOTAL						

**DIMENSION 5: CONTRIBUTION TO GOVERNMENT PRIORITIES**

INDICATOR	WEIGHTING POINTS (C)	TARGET (B)	ACHIEVEMENT (A)	SCORE (A/B*C)	% ACHIEVED (A/B*100)	ROBOT
32) Number of programmes in support of HIV and AIDS awareness						
33) Number of awareness programmes in support of sport and the environment						
34) Number of awareness programmes in support of social cohesion						
35) Number of awareness programmes in support of sport for peace and development						
36) Number of awareness programmes in support of job creation						
37) Number of awareness programmes in support of sport against crime						
38) % of Procurement from enterprises that are BEE compliant						
TOTAL						

DIMENSION 6: GOOD GOVERNANCE

INDICATOR	WEIGHTING POINTS (C)	TARGET (B)	ACHIEVEMENT (A)	SCORE (A/B*C)	% ACHIEVED (A/B*100)	ROBOT
39) Required documents in place and implemented accordingly (constitution, rules and regulations, selection policy, strategic and business plans)						
40) Election held in terms of own Constitution/MOI						
41) Compliance with anti-doping regulations						
42) Inputs made in realising the Presidential Plan						
43) Achievement of objectives against strategic and business plans						
44) Marketing plan in place						
45) Number of years that unqualified financial statements were received						
46) National/Provincial junior and senior championships hosted						
47) Annual/ President's Report approved at AGM						

TOTAL	100					
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OVERALL TRANSFORMATION SCORECARD

TRANSFORMATION DIMENSION	WEIGHTING	SCORE	% ACHIEVED
1. Access			
2. Skills and Capability Development			
3. Demographic Profile			
4. Performance			
5. Contribution to Government priorities			
6. Good Governance			
Total			