



**INFORMATION
REGULATOR
(SOUTH AFRICA)**

*Ensuring protection of your personal information
and effective access to information*

THE POLICY AND GOVERNANCE COMMITTEE

1. PURPOSE

1.1 The purpose of the Policy and Governance Committee is to:

1.1.1 Ensure that all policies comply with the Policy on Formulation of policies;

1.1.2 Ensure compliance to good corporate governance laws, policies and codes; and

1.1.3 Oversee the policy and strategic direction of the Regulator.

1.2 In respect of Policy the Committee must:

1.2.1 Develop the Policy on Formulation of Policies and submit it to the Members of the Regulator (Members) for approval.

1.2.2 Ensure that all policies comply with the Policy on Formulation of Policies before they are submitted to Members for approval.

1.2.3 Monitor the consistent application of policies.

1.2.4 Consider the annual assessment report of each policy and recommend its review to the relevant Committee.

1.3 In respect of Governance the Committee must:

1.3.1 Ensure the development of the code of conduct and ethics policies for Members and for approval by Members.

1.3.2 Monitor the implementation of the Code of Conduct and Ethics Policies.

1.3.3 Advise Members on the policy and strategic direction of the Regulator.

- 1.3.4 Ensure the development of the Charter of Member's roles and responsibilities for approval by Members.
- 1.3.5 Develop the protocol for the appointment of external members of committees and experts contemplated in section 49(b) of the Protection of Personal Information Act (POPIA) for approval by Members.
- 1.3.6 Ensure the development of the declaration of interest policy for Members and staff of the Regulator for approval by Members.
- 1.3.7 Monitor the development, implementation and compliance of the declaration of interest policy.
- 1.3.8 Develop the process for the evaluation of performance of Members, committees, the chairperson and individual members of the Regulator for approval by Members.
- 1.3.9 Ensure the development of the delegation of authority framework for approval by Members.
- 1.3.10 Ensure the development of the strategic plan and annual performance plan for approval by Members.
- 1.3.11 Monitor the implementation of the strategic plan.
- 1.3.12 Ensure the drafting and submission of the annual report to the relevant institutions by the Accounting Officer for approval by Members.

2. AUTHORITY

The Committee must make recommendations to the Members.

3. COMPOSITION OF THE COMMITTEE

- 3.1 The Committee must be composed of at least two Members. The CEO and his or her designated representative and other Executive members of staff are ex officio

members.

- 3.2 In the event a Member is not able to attend a meeting, such Member may designate another Member to attend a meeting on his or her behalf

4. DURATION OF THE COMMITTEE

The Committee will be established for the duration of three years.

5. MEETINGS OF THE COMMITTEE

5.1 Frequency of Meetings

5.1.1 The meetings of the Committee must be convened frequently as deemed appropriate and as determined by the Chairperson of the Committee.

5.1.2 Special meetings may be convened in cases of emergency; or where the matter has to be dealt with by the Committee on an urgent basis and cannot stand over to the next meeting.

5.1.3 Reasonable notice of the Committee meetings must be given to all members of the Committee.

5.1.4 Meetings may be held in person or through electronic means such as e-mail, tele conference or video conference.

5.1.5 Every member present at a Committee meeting must sign an attendance register.

5.1.6 An agenda and supporting documents must be prepared and circulated least 5 days before the intended date of a meeting to the members of the Committee (or such other period as agreed by Committee members).

5.2 Chairing of Meetings

- 5.2.1 The Chairperson of the Committee is appointed by the Members.
- 5.2.2 The Chairperson must convene and chair the meetings.
- 5.2.3 If the Chairperson is unable to attend a meeting the Members will appoint a Chairperson for that meeting.

5.3 Quorum

- 5.3.1 At least two Members must be present in the meeting.
- 5.3.2 A Committee meeting may, however, proceed with its business irrespective of the number of Members present, but may not take a decision on any matter when there is no quorum.

5.4 Decision – Making

- 5.4.1 The decisions are taken by consensus. Dissenting views must be recorded and referred to the Members.
- 5.4.2 Resolutions adopted at Committee meetings are binding on all members.

5.5 Right to Vote

Only Members have the right to vote.

6. **SECRETARIAT**

- 6.1 The Chairperson, in consultation with the CEO must, designate employees to assist the Committee with the administrative and secretarial work arising from or connected with the performance of the functions of the Committee.
- 6.2 Minutes of all Committee meetings must be kept by the duly appointed secretariat of the meeting.

- 6.3 Minutes of the meetings of the Committee must record in sufficient detail the matters considered by the Committee and decisions reached, including any concerns and views raised by members.
- 6.4 Draft and final versions of minutes of such meetings should be sent to members of the Committee for comment and record respectively.
- 6.5 Adopted minutes must be signed by the Chairperson of the Committee.

7. REPORTING

The Committee must report to the Members through its Chairperson.

8. REVIEW AND EVALUATION

The Committee members must annually review and evaluate the adequacy of its Committee and recommend any proposed changes to the Members for approval.

Signed by Chairperson 

on the day 18 of APRIL 2017