

HELPING HANDS TRUST OPERATING COMMITTEE:

TERMS OF REFERENCE

1. Introduction

Helping Hands Trust (“the Trust”) is a registered trust which runs an outreach initiative, caring for orphaned and vulnerable children who attend the Monzi ULOA Primary School near Monzi, in the province of Kwa-Zulu Natal, South Africa. The Trust was registered in 2010.

The trustees of the Trust wish to set up an Operating Committee to undertake the general management of the ministries and programmes of the Trust. The Operating Committee shall be constituted and have the powers set out in this Terms of Reference, which was approved by the trustees on 1 January 2012.

2. About Helping Hands

Object of Helping Hands

The principal object of the trust is to care for and provide a safe and nurturing environment for the orphans and vulnerable children attending the Monzi ULOA Primary School in Mtubatuba.

Vision of Helping Hands

The Helping Hands’ vision is to impact the community surrounding the Monzi ULOA Primary School, through caring for orphaned and vulnerable children who attend the school. Helping Hands’ envisages impacting the whole community through small, family-centred child-care homes within the existing community, which form part of and add to the fabric of the community. These homes will provide a safe and secure environment in which to grow and learn.

Mission of Helping Hands

1. To provide Spirit-filled, servant-hearted leadership and to adhere to the gospel of Jesus Christ with particular emphasis on serving and adding value to the whole community.
2. To do what we can, where we are, with what we have.
3. Provide for the needs of orphans and vulnerable children:
 - Safe secure family-based homes
 - Adequate nutrition
 - Spiritual, emotional and moral support
 - Education and skills development
 - Opportunity to play and relax
4. Work in co-operation with existing organisations and structures to realise the vision
5. Provide support to community-based organisations/institutions:

Helping Hands’ Christian Position

Helping Hands is underpinned by Christian biblical principles and we are encouraged to act in accordance with the James 1 v 27 scripture: “Religion that is pure and undefiled before God, the Father, is this: to visit orphans and widows in their affliction, and to keep oneself unstained from the world.” (ESV).

We work and learn in an environment that is free and open to preach the Word of God, and therefore in the light of the teaching of the Bible we will respect other faiths, without compromising or diluting our own Christian beliefs.

3. Status and powers of Operating Committee

3.1 The Operating Committee is established as a sub-committee of the Trust. It will operate in accordance with the vision, mission, values and Christian position of Helping Hands as reflected herein, and will be subject to the direction of the trustees at all times, and to the terms and conditions of the Deed of Trust.

3.2 The Operating Committee shall have the powers required by it to administer the day to day activities of the trust, subject to such restrictions as may be placed on its powers by the trust from time to time.

4. Appointment to the Operating Committee

4.1. Members of the Operating Committee shall be any born-again Christian who agrees to uphold biblical values and standards in their manner of offering their services and who can contribute to the attainment of the object, vision and mission of Helping Hands mentioned herein and to the terms and conditions of the deed of trust.

4.2. The initial and any replacement members of the Operating Committee will be appointed by the trustees of the Trust, in consultation with the remaining members of the Operating Committee.

4.3. Members of the Operating Committee shall at all times include no fewer than two of the trustees of the trust, and at least one of the financial officers of the trust.

4.4. A Committee member shall vacate his/her office as such if:

4.4.1 he/she resigns;

4.4.2 he/she is found to be of unsound mind or a lunatic; or

4.4.3 he/she becomes insolvent whether provisionally or finally, voluntarily or under compulsion, or assigns his/her estate for the benefit of or compounds with his/her creditors;

4.4.4 he/she becomes disqualified to act as a director of a company in terms of the laws applicable to companies of the Republic of South Africa;

4.4.5 he/she fails to attend three consecutive meetings of the Committee without having been excused from attendance by the remaining members; or

4.4.6 he/she is voted out of office by resolution of two thirds of the members or by resolution of the trustees.

5. Responsibilities of the Operating Committee

5.1. The Operating Committee will hold at least 4 meetings a year.

5.2. The Operating Committee will elect a chairperson.

5.3. The Committee shall:

5.3.1 meet, on such dates and at venues specified in notice given to each member not less than 14 days before each such meeting;

5.3.2 make all decisions by means of a simple majority vote, except for the decision to terminate the membership of a member, which decision shall require a two thirds majority vote.

5.4 A quorum of 50% shall be necessary for the functioning of the Committee. Should the number of members of the Committee fall below 4 the remaining members may act to increase the size of the Committee, but not for any other purpose.

5.5 A written resolution, signed by sufficient of the Committee members to constitute a quorum, shall be as valid and effectual as if it had been passed at a meeting of the Committee duly called and constituted. These resolutions shall be recorded and ratified at a subsequent meeting of the Committee at which there is a quorum.

5.6. When necessary, the Operating Committee will vote on issues. If the votes are equal on an issue, then the chairperson has either a second or a deciding vote.

5.7. Minutes of all meetings must be kept and be available at all times for members to consult.

5.8. The Operating Committee shall be entitled, if it deems it necessary, to set up one or more sub-committees. There must be at least 2 Operating Committee members on a sub-committee. The sub-committee must report back to the Operating Committee on its activities on a regular basis. All subcommittees and appointments to all subcommittees shall be subject to ratification by the trust.

6. Remuneration and Expenses

6.1. The members of the Operating Committee shall be entitled to be reimbursed out of the income of the trust for all expenses incurred by them in and about the administration of the trust and carrying out the powers conferred upon them in terms of these terms of reference.

6.2. A member of the Operating Committee shall be entitled to act in his / her professional capacity on behalf of the trust and perform professional services for the trust and to charge a reasonable fee there for.

6.3. The members of the Operating Committee shall have the entitlement granted to the trustees in terms of clause 11.4 of the deed of trust, subject to ratification by the trust.

7. Indemnity

7.1. None of the Operating Committee members shall be answerable for or liable to make good any loss occasioned to or sustained by the trust from any cause whatsoever, save for any loss as shall arise from the wilful act of dishonesty of the member involved, or from the failure of the member for show care, diligence and skill which can reasonably be expected of a person who manages the affairs of another. No member shall be liable for any act or dishonesty committed by any other member unless he / she was party thereto.

7.2. At all times the members of the Operating Committee shall be deemed to have been indemnified out of the assets of the trust against all claims and demands of whatever nature arising out of bona fide exercise or purported exercise by them of any powers conferred upon them under this constitution.

8. Amendment to the Terms of Reference

Any alterations to these Terms of Reference must be by agreed to by the trustees of the Trust.

9. Dissolution of the Operating Committee

The Operating Committee may be terminated at the will of the Trust, and shall cease to exist immediately after the termination of the Helping Hands Trust