

## **RESOLUTION OF DIRECTORS OF**

### **Information Systems Audit and Control Association South Africa Chapter NPC (Registration number 2003/004050/08)**

**We, the undersigned, comprised of a majority of the directors of this organisation, consent and agree** that the following resolution was made on the 9<sup>th</sup> day of May 2022, at the location: online.

**We do hereby consent to the adoption of the following** as it was adopted at a regular called meeting of the Board of Directors for this organisation. In accordance with Companies Act and the Bylaws of this organisation, the Board of Directors decided that:

The Nominating Committee shall solicit candidates for office from the Chapter membership, review applications based on the following amended and agreed selection criteria stated below and shall nominate candidates for office.

- 1) S/he holds at least one ISACA certification in good standing.
- 2) S/he has been a member of ISACA for a minimum of 3 years continuous membership; and is a member in good standing with no outstanding membership fees for 2022.
- 3) S/he has 2 or more years' experience in serving on / attending Boards and Board sub-committees or served a term on any Board.
- 4) Since directors are formally registered on CIPC, a clear credit and criminal record is required. S/he will be required to consent to the Chapter conducting a credit and criminal check.
- 5) S/he has consented to serve and shall have completed a Willingness to serve agreement and Conflict of Interest form, along with any other required statutory documentation.
- 6) Past contributions to the ISACA SA Chapter will be considered. Specifically:
  - a) Previously served on the ISACA SA Chapter Board; and
  - b) Served on an ISACA International / ISACA SA Chapter Volunteer Committee;
  - c) Released thought leadership articles to ISACA International / ISACA SA Chapter;
  - d) Speaker at ISACA International / ISACA SA Chapter Events;
  - e) Sponsor at ISACA International / ISACA SA Chapter Events; and
  - f) Other involvement as an ISACA volunteer.
- 7) For the post of Treasurer, in addition to the above requirements,
  - a) a CA(SA) is preferred or relevant accounting qualification relevant to the position is required; and financial management experience. If you apply for this position, please indicate your qualifications and experience.
- 8) For the President and Vice President positions, in addition to the above requirements,
  - a) Past board performance will be considered. Specifically:
    - The candidate must have attended more than 50% of board meetings on the ISACA SA Chapter Board;
    - The candidate must not have resigned from a prior ISACA SA Chapter board mid-term; and
    - The nominations committee will consider other performance records, where available.
  - b) Previous participation on the ISACA SA Chapter Board is a prerequisite; without resignation or removal mid-term.

Now, therefore, it is resolved, that the criteria above shall be applied in terms of Article VI Section 1. B of the Chapter Bylaws.

The directors of this organisation are hereby authorised to perform the acts to carry out this Resolution.

**[signatures on the following page]**

**We**, the undersigned directors of this organisation constituting a quorum of the Board, **consent and agree** to all of the above on this 9<sup>th</sup> day of May 2022.

 _____ Director Signature	<u>Arlene-Lynn Volmink</u> _____ Printed Name	<u>10 May 2022</u> _____ Date
 _____ Director Signature	<u>Robin Williams</u> _____ Printed Name	<u>10 May 2022</u> _____ Date
 _____ Director Signature	<u>Francois le Roux</u> _____ Printed Name	<u>10 May 2022</u> _____ Date
 _____ Director Signature	<u>Kenneth Palliam</u> _____ Printed Name	<u>10 May 2022</u> _____ Date
 _____ Director Signature	<u>Mahomed Osman</u> _____ Printed Name	<u>11 May 2022</u> _____ Date
 _____ Director Signature	<u>Muvhango Livhusha</u> _____ Printed Name	<u>11 May 2022</u> _____ Date
 _____ Director Signature	<u>Cameron Modisane</u> _____ Printed Name	<u>11 May 2022</u> _____ Date
_____ Director Signature	_____ Printed Name	_____ Date