

# Corporate Governance

## 5.1 Composition and Functioning of the Board

### Board

Umgeni Water has a unitary Board comprised of twelve (12) non-executive Board members and one (1) Executive Board member, the Chief Executive. The roles of the Chairman and that of the Chief Executive are separate as recommended in the King III Report on Corporate Governance (hereinafter referred to as "King III") to ensure the independence of the two positions and the clear definition of roles and responsibilities. The Chairperson of the Board and all other Board members (with the exclusion of the Chief Executive and one non-executive director), are independent non-executive directors in the manner described in King III. All Board members execute their legal duties in a professional manner, with integrity and enterprise. In terms of the Water Services Act (Act 108 of 1997), Board members (except for the Chief Executive who is appointed by the Board) are appointed by the Minister of Water and Sanitation (as of May 2014) ("the Minister"). Current Board and Committee Memberships are shown in **Table 5.1**.

The Board is accountable for the leadership and control of Umgeni Water. Its responsibilities include the development, review and monitoring of strategic objectives, the approval of major capital expenditure, risk management and monitoring of operational and financial performance. The government of the Republic of South Africa, represented by the Minister, and the Department of Water and Sanitation, is the sole shareholder of Umgeni Water.

The Board contracts with the Executive Authority, the Minister, through an annually approved shareholder compact and actively engages the shareholder through various forums during the year.

A Board Charter (reviewed in 2012) provides a framework for fiduciary duties, responsibilities and overall functioning of the Board. The Board Charter, is read in conjunction with:

- The Public Finance Management Act (Act 1 of 1999), as amended by the Public Finance Management Amendment Act (Act 29 of 1999), hereinafter referred to as the PFMA,
- Treasury Regulations (GG 27338) as amended from time to time,
- The Water Services Act (Act 108 of 1997), as amended, and
- The King Code of Governance Principles, 2009 (King III).

Non-executive board members receive remunerative benefits and fees as determined by the Minister on an annual basis and in line with their terms of appointment. Therefore no Board member is involved in determining his/her remuneration. Board Members' remuneration is fully disclosed in this Annual Report (**Page 125**).

Umgeni Water Board  
Early days. 1980's



## Ensuring relevant governance structures

More Recent times.  
2000's



The Board has established four (4) committees to assist it in discharging its responsibilities, namely:

- Audit Committee,
- Capital Projects, Fixed Assets and Procurement Committee,
- Human Resources and Remuneration Committee, and
- Governance Committee (ad hoc).

Table 5.1: Current Board and Committee Memberships

Board Member	Gender	Audit	REMCO	Capital Projects	Governance Committee
1. Mr A Mahlalutye <sup>1</sup>	M				✓
2. Prof I Vally <sup>2</sup>	M	✓			✓
3. Mr V Gounden	M		✓		
4. Ms T Shezi	F		✓	✓	✓
5. Ms N Afolayan <sup>3</sup>	F	✓		✓	
6. Ms Z Mathenjwa	F	✓	✓		
7. Dr T Dube	F	✓		✓	
8. Ms N Chamane <sup>4</sup>	F		✓	✓	✓
9. Mr V Reddy	M		✓	✓	
10. Mr G Atkinson	M		✓	✓	
11. Mr T Nkhahle	M	✓		✓	
12. Mr Thabani Zulu	M	✓		✓	
13. Mr C Gamede <sup>5</sup>	M		✓	✓	

<sup>1</sup> Chairman of the Board

<sup>2</sup> Audit Committee Chairman

<sup>3</sup> Capital Projects, Fixed Assets and Procurement Committee Chairperson

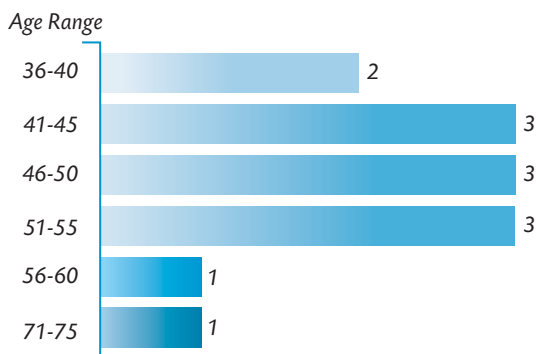
<sup>4</sup> Human Resources and Remuneration Committee Chairperson

<sup>5</sup> Chief Executive

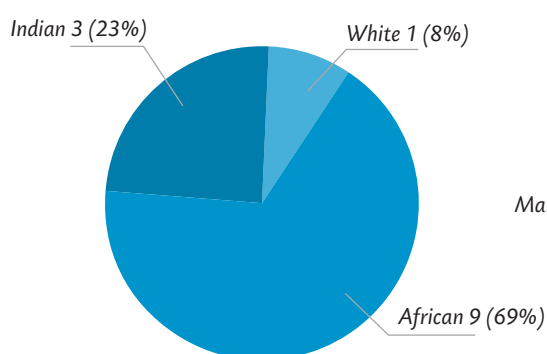
✓ Member

Figure 5.1: Board Member (a) Age, (b) Race and (c) Gender Profiles

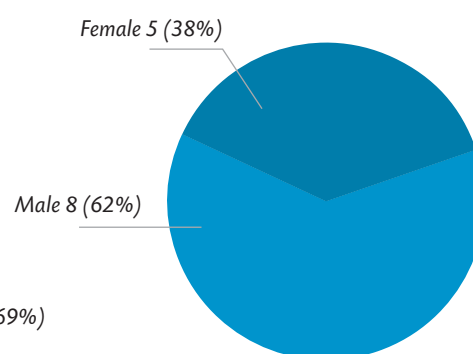
(a) Board Member Age Profile



(b) Board Member Race Profile



(c) Board Member Gender Profile



**Summary of Board and Committee Meetings and Attendance in 2013/2014**

Board and Board Committee meetings were held according to the organisational Business Cycle and were well attended.

The average per cent attendance for 2013/2014 was 82%, comprising:

- 84% for Board: Five normal meetings ,
- 79% for Audit Committee: Six normal meetings,
- 76% for HR and Remuneration Committee: Six normal meetings,
- 85% for Capital Projects, Fixed Assets and Procurement Committee: Five normal meetings, and
- 100% for Governance Committee: Two normal meetings.

**Performance Management**

The critical issues that were dealt with were the formulation of organisational strategy, oversight of organisational performance and the expectations of the Executive Authority, among others. As recommended by King III the Board evaluates the performance of all divisions including the finance division. This was done twice in the reporting year.

The Members of the Board have skills that were put to good use in providing leadership, guidance and directing strategy during the period. Overall the Board functioned at a strategic level and delivered outputs in line with its mandate.

Table 5.2: Board Meeting Attendance in 2013/2014

Board Member	Gender	24-Jul-13	30-Sep-13	27-Nov-13	10-Mar-14	16-Apr-14
1. Mr A Mahlalutye <sup>1</sup>	M	✓	✓	✓	✓	≠
2. Prof I Vally <sup>2</sup>	M	✓	✓	✓	✓	✓
3. Mr V Gounden	M	✓	✓	✓	≠	✓
4. Ms T Shezi	F	≠	✓	✓	✓	✓
5. Ms N Afolayan <sup>3</sup>	F	✓	✓	≠	≠	✓
6. Ms Z Mathenjwa	F	✓	✓	✓	✓	✓
7. Dr T Dube	F	✓	≠	✓	✓	✓
8. Ms N Chamane <sup>4</sup>	F	✓	✓	✓	✓	✓
9. Mr V Reddy	M	✓	✓	✓	≠	≠
10. Mr G Atkinson	M	✓	≠	✓	✓	✓
11. Mr T Nkhahle	M	✓	✓	✓	✓	✓
12. Mr T Zulu	M	✓	✓	≠	✓	✓
13. Mr I Nxedlana <sup>5</sup>	M	✓	≠	≠	-	-
14. Mr C Gamede <sup>6</sup>	M	✓	✓	✓	✓	✓

✓ Attendance  
 - Not a member  
 ≠ Absence with apology  
<sup>1</sup> Board Chairman  
<sup>2</sup> AUDIT Chairman

<sup>3</sup> Capital Projects Chairperson  
<sup>4</sup> REMCO Chairperson  
<sup>5</sup> Deceased 17 December 2013  
<sup>6</sup> Chief Executive



## Committees

The Board Committees are formally constituted and are chaired by non-executive Board members. The Board Committees assist the Board in the performance of duties and enables effective decision-making through providing more detailed attention to matters within the terms of reference. The committees report to the Board on activities at every meeting. In terms of the Water Services Act, the Board is authorised to delegate powers to the Committees established by the Board. The functions and powers delegated to Committees are set out in the written Terms of Reference which are formally approved by the Board.

## Audit Committee

The Committee consists of six (6) non-executive Board members and its chairman is Professor Imtiaz Vally.

The Committee is mandated to achieve the highest level of financial management, accounting and reporting to the shareholder and to meet the requirements prescribed in section 51(1)(a)(ii) and 76(4)(d) of the PFMA, as well as Treasury Regulations, 2005 (Chapter 27.1). The Audit Committee further performs a critical function of risk management by ensuring the effectiveness, quality, integrity and reliability of Umgeni Water's risk management processes.

The terms of reference of the Audit Committee takes into account the recommendations in King III, the Companies Act (Act 71 of 2008), the PFMA and Treasury Regulations, 2005, to ensure alignment to best practice and legislation.

The Ethics Committee and Corporate Risk Committee also report through the Audit Committee.



Bulk pipeline at Hazelmere Water Treatment Works

Table 5.3: Audit Committee Meeting Attendance 2013/2014

Members	Committee Meetings					
	28-Aug-13	06-Nov-13	26-Feb-14	26-Mar-14	04-Jun-14	25-Jun-14
Prof I Vally <sup>1</sup>	✓	✓	✓	✓	✓	✓
Ms N Afolayan	≠	≠	✓	✓	≠	≠
Mr T Nkhahle	✓	✓	✓	✓	✓	✓
Ms Z Mathenjwa	✓	≠	✓	✓	✓	✓
Dr T Dube	✓	✓	✓	✓	✓	✓
Mr T Zulu	✓	≠	✓	≠	✓	≠
Mr I Nxedlana <sup>2</sup>	✓	✓	-	-	-	-

<sup>1</sup> Chairman

<sup>2</sup> Deceased 17 December 2013

✓ Attendance

≠ Absence with apology

### Internal Control

The Board is accountable for the systems of internal control. Umgeni Water policies, procedures, structures and delegation of authority framework clearly define and provide appropriate levels of responsibility.

The internal control systems are designed to provide reasonable assurance that assets are safeguarded and that liabilities and working capital are efficiently managed. Principal features of the organisation’s internal finance controls are:

- A system of financial planning, budgeting and reporting which allows continuous monitoring of performance,
- A materiality and significance framework,
- Clearly-defined delegations of authority,
- The establishment of a short, medium and long-term funding strategy,
- The tariff model which determines the financial impact of capital expenditure and the bulk water tariff on Umgeni Water’s debt curve, and
- Established policies and procedures.

To assist the Board in the discharge of its responsibilities, Internal Audit undertakes an independent assessment of the internal control systems and business risks and reports to the Board through the Audit Committee. The audit plan covers major financial and commercial risks and responds to any changes emanating from Umgeni Water’s integrated risk management process.

### Internal Audit

Internal Audit is an independent co-sourced assurance function, the purpose, authority and

responsibility of which is formally defined in a charter approved by the Board in line with stipulations of the Institute of Internal Auditors. In line with the requirements of the PFMA and Good Governance, the internal auditors give the Audit Committee and management assurance on the appropriateness and effectiveness of internal controls.

The internal auditors report regularly to the Audit Committee and have unrestricted access to the Committee chairman. An internal audit charter has been approved by the Committee.

As at 30 June 2014 there were nine (9) unresolved internal audit findings, albeit below materiality levels:

- Three (3) findings related to payroll processes and human resources master data,
- Three (3) findings related to safeguarding of assets,
- One (1) finding related to human resources strategy implementation,
- One (1) finding related to late payment of invoices, and
- One (1) finding related to inadequate performance of bulk wastewater treatment assets.

Action plans are in place to address all key internal audit issues. The resolution of these will be achieved with implementation of action plans.

### External Audit

The external auditors are responsible for undertaking procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements, the

report on predetermined objectives and compliance with laws and regulations applicable to the entity. This is based on, amongst other:

- Assessment of the risks of material misstatement of the consolidated financial statements, the report on predetermined objectives and material non-compliance with laws and regulations,
- Considering internal controls relevant to Umgeni Water’s preparation and fair presentation of the financial statements, the report on predetermined objectives and compliance with laws and regulations,
- Evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by Management, and
- Evaluating the appropriateness of systems and processes that ensure the accuracy and completeness of the financial statements, the report on predetermined objectives and compliance with laws and regulations.

The external auditors express an opinion on the consolidated financial statements and report on findings relating to their audit of the report on predetermined objectives and compliance with material matters in laws and regulations applicable to the entity.

### Ethics Committee

King III and the Companies Act No. 71 of 2008, read in conjunction with regulation 43, oblige all state-owned enterprises to establish a Social and Ethics Committee. Umgeni Water established an Ethics Committee in 2012 with a mandate to promote ethical behaviour, which includes preventing incidences of fraud, bribery and other corrupt activities and to monitor the



organisation's compliance with relevant social, ethical and legal requirements and best practice codes. The establishment of the committee shows a deepened commitment by Umgeni Water as a responsible corporate citizen to all its stakeholders.

The Ethics Committee has an Independent Chairman - who is neither a member of management nor a member of the Board. The Chairman, Mr D Msomi, is a qualified Chartered Accountant and is one of the founding partners of Ngubane and Company. Mr Msomi has been the engagement partner on several forensic investigations, internal audit and external audit assignments in the KZN area. He has led a number of audit, consulting and forensic assignments. The Ethics Committee reports matters within its scope of mandate to the Board through the Audit Committee which include, environmental, financial as well as social ethics.

The committee developed a code of ethics, approved by the Board in 2013, which provides guidelines for ethical decision-making by all employees, board members and stakeholders. The code formally acknowledges the organisation's intent to undertake business in an ethical manner and is communicated to all employees through various awareness and communication forums and programmes. The Committee's roles and responsibilities are as prescribed by the Companies Act and include monitoring the organisations activities, against legal or best practice requirements relating to:

- Social and economic development, including, EE and BBEE,

- Good corporate citizenship, including promotion of equality, prevention of unfair discrimination, Corporate Social investment and reduction of corruption,
- Environment, health and public safety, including, impact of the organisation's activities, products and services, biodiversity management, waste management, energy efficiency and carbon footprint reduction,
- Consumer relationships, including, advertising, public relations and consumer protection,
- Labour and employment, including, the organisation's standing in terms of the International Labour Organization Protocol on decent work and working conditions, employment relationships and contribution toward education and development of its employees, and
- Financial ethics, including, irregular and wasteful and fruitless expenditure.

Umgeni Water continues to provide an external whistle-blowing hotline service managed by an external service provider. This 24 hour- 365 days a year facility provides an anonymous and confidential communication channel for all stakeholders to report suspicions of fraud or otherwise unethical conduct.

All hotline calls are investigated and appropriately followed up using a hotline protocol which ensures these are dealt with in a transparent and consistent manner. Trends and information of the hotline calls are further used to improve internal controls. Umgeni Water creates and maintains awareness of this facility and ensures that it is advertised by means deemed the most effective and appropriate.

## Corporate Risk Committee

The Corporate Risk Committee, which comprises a member of the Audit Committee, the Chief Executive, the Executive Management, the Company Secretary and the Risk Manager, assists the Audit Committee in discharging its duties relating to implementation of the integrated risk management framework.

## Remuneration and Human Resources Committee

This Committee comprises of six (6) non-executive directors and the Chief Executive and its chairperson is Ms Nompumelelo Chamane.

The Committee reviews and recommends to the Board all matters relating to:

- Human Resources policies, organisational structure and compliance with the Employment Equity Act, (Act 55 of 1998) and other labour legislation,
- Conditions of employment of executive management,
- Appointment of the Chief Executive and members of executive management,
- Remuneration packages for the Chief Executive, members of executive management and staff,
- Succession planning for executive management,
- Policies and practices for Performance Management,
- Strategic Human Resource related matters, and
- Special rewards recommended by the Chief Executive.

Table 5.4: Human Resource and Remuneration Committee Meeting attendance 2013/2014

Members	Committee Meeting					
	27-Aug-13	16-Oct -13	19-Feb-14	19-Mar-14	04-Jun-14	11-Jun-14
Ms N Chamane <sup>1</sup>	✓	✓	✓	✓	✓	✓
Ms T Shezi	✓	✓	✓	✓	≠	✓
Mr V Gounden	✓	✓	≠	≠	≠	≠
Ms Z Mathenjwa	✓	≠	✓	✓	✓	✓
Mr G Atkinson	✓	✓	✓	✓	≠	≠
Mr V Reddy	✓	≠	✓	✓	✓	≠
Mr C Gamede	✓	✓	✓	✓	✓	✓

<sup>1</sup> Chairperson

✓ Attendance

≠ Absence with apology

## Capital Projects, Fixed Assets and Procurement Committee

This Committee comprises eight (8) non-executive Board members and the Chief Executive and its chairperson is Ms Nombuso Afolayan.

The Committee assists the Board with capital expenditure programme related decisions, recommends Procurement Policies to the Board for approval and approves the release of capital expenditure above executive management’s delegated authority but within the Committee’s

delegated authority. Through its oversight role, it ensures that the organisation’s supply chain policy and procedures are fair, equitable, transparent, competitive and cost effective. Contracts which exceed the Committee’s Delegation of Authority are referred to the Board for approval. The Committee reviews and recommends amendments to the limits in the delegation of authority, relating to budget approvals for capital projects and procurement, to enable management to expedite the implementation of projects.

**Table 5.5: Capital Projects, Fixed Assets and Procurement Committee Meeting Attendance 2013/2014**

Members	Committee Meetings				
	14-Aug-13	23-Oct-13	12-Feb-14	12-Mar-14	18-Jun-14
Ms N Afolayan <sup>1</sup>	✓	≠	≠	≠	✓
Ms T Shezi	✓	✓	✓	✓	✓
Mr G Atkinson	✓	✓	✓	✓	≠
Mr T Nkhahle	✓	✓	✓	✓	✓
Ms N Chamane	✓	✓	✓	✓	✓
Dr T Dube	✓	✓	✓	✓	✓
Mr V Reddy	✓	✓	✓	✓	✓
Mr T Zulu	≠	✓	✓	≠	≠
Mr C Gamede <sup>2</sup>	✓	✓	✓	✓	✓
Mr I Nxedlana <sup>3</sup>	✓	✓	-	-	-

- <sup>1</sup> Chairperson
- <sup>2</sup> Chief Executive
- <sup>3</sup> Deceased 17 December 2013
- ✓ Attendance
- ≠ Absence with apology

## Governance Committee

The Governance Committee comprises four (4) non-executive Committee Chairs and its chairperson is Mr Andile Mahlalutye.

The Committee meets on an ad-hoc basis and assists the Board in monitoring and assessing the performance of executive management to ensure that performance objectives and targets are met. Performance results are considered by the Human Resources and Remuneration Committee in determining the remuneration of the Chief Executive and other executives to be recommended to the Board for approval.

**Table 5.6: Governance Committee Meeting Attendance 2013/2014**

Members	Committee Meetings	
	29-Sep-13	09-Apr-14
Mr A Mahlalutye (Chairman of the Board)	✓	✓
Ms N Chamane (REMCO Chairperson)	✓	✓
Ms N Afolayan (Capital Projects Committee Chairperson )	✓	✓
Prof I Vally (Audit Committee Chairman)	✓	✓

- ✓ Attendance

## Delegation of Authority

A comprehensive delegation of authority framework governs the authority levels for the Board and management. These are exercised through various board and management committees. The Board reviews the framework regularly.

## Executive Committee

The Board has delegated the day-to-day running of the Company to the Chief Executive who works with Executives, each heading up a Division, to assist him in this task. The Executive Committee is the highest executive decision-making structure in the organisation and central to its role is the formulation and implementation of the Board's strategy and policy direction, and ensuring that all business activities are aligned in this respect.

Each Division works towards the achievement of set strategic objectives for a predetermined period. The organisation's wholly owned operating subsidiary also works, independently, towards enabling Umgeni Water to fulfil its mandate and contracted obligations.

## Company Secretariat

The Company Secretary oversees the portfolio of secretariat, governance advisory services and plays a critical role in legal and governance advisory to the board, risk and compliance management, and attends all Board and Committee meetings as secretary. The Board as a whole and individual Non-Executive Directors and members of the Executive have access to the Company Secretary who is enjoined to provide guidance on how members should discharge their duties and responsibilities in the best interests of the entity. The Company Secretary continues to oversee the preparation and coordination of the induction and on-going training of Board members and assists the Board and its Committees in formulating annual plans, agendas, minutes, and terms of reference as warranted.

The Company Secretary is not a Director of the Company or any of its subsidiaries and accordingly maintains an independent and arm's length relationship with the Board and the Executives. Contact details of the Company Secretary appear on page 122.



Contractor at Mhlabatshane  
Water Treatment Works



# Board Members



**Mr Andile Mahlalutye**  
(Chairman)

MA Financial Management (London); MBL (UNISA); Graduate Diploma in Company Direction (GIMT); BSc Quantity Surveying (UCT); Certificate in NGO Development and Management (Israel); A Project Management Professional (PMP) and Professional Quantity Surveyor (PrQS). Programme Certificate on Economic Regulation from the London School of Economics and Political Science.

*Appointed for 1<sup>st</sup> Board term in June 2009.*

Non-Executive Chairman of Umgeni Water Board since 2009; Non-Executive Board member of the Ports Regulator of South Africa since 2012; Non-Executive Director of the Richards Bay Industrial Development Zone Company since 2012; Member of the Free State Cluster Audit Committee since 2011; MD Ubuldlwane Capital Investments since 2010; Mvula Trust CEO from 2007 to 2010; Coega Development Corporation Executive from 2003 to 2007; General Manager/Project Leader with Blue IQ from 2000 to 2003; A former Non-Executive Board member of the Gauteng Gambling Board since 2011 to 2013; A former member of North West Provincial Audit Committee from 2009 to 2012.



**Dr Takalani Dube**

MBChB, Medical (UKZN); Diploma in Anaesthesia (DASA); Diploma in Health Services Management (UKZN); Certificate in Business Development and Management (eThekweni Business Development); Postgraduate Diploma in HIV Management in the Workplace (Stellenbosch University).

*Appointed for 1<sup>st</sup> Board term in June 2009.*

Director of eThekweni Community Church since 2005; Founder and President of Centre of HOPE (HIV and Community Development Organisation) since 2000; President of Women of Virtue (Women Empowerment and Investment Organisation) since 2002.



**Prof Imtiaz Vally**

Master of Accountancy; Chartered Accountant (SA); Chartered Management Accountant (ACMA).

*Appointed for 1<sup>st</sup> Board term in June 2009.*

Chairman of Umgeni Water Board Audit Committee since 2009; Professor of Management Accounting and Finance at UKZN.



**Mr Graham Atkinson**

BSc Civil Engineering (UKZN); Post-Graduate Diploma in Town and Regional Planning (UKZN).

*Appointed for 1<sup>st</sup> Board term in June 2009.*

Member of KZN Planning and Development Commission from 1998 to 2004; City Engineer of Pietermaritzburg from 1977 to 1986; Chief Executive of Umgeni Water from 1987 to 1994; Board Member of Umgeni Water from 1978 to 1986; Honorary Member of the Water Institute of Southern Africa (WISA) since 2002; Honorary member of the former Union of African Water Suppliers (UADE).



**Ms Thokozile Shezi**

BSc in Social Psychology/Education (USA); MSc in Measurement and Evaluation (USA); Management Development Diploma (Wits); Project Management Diploma (UP).

*Appointed for 2<sup>nd</sup> Board term in June 2009.*

Senior Manager and Head of Secretariat; KwaZulu Natal Climate Change and Sustainable Development Council in the office of the Premier. Non-executive Director of KZN Playhouse Company.



**Ms Nompumelelo Chamane**

*Appointed for 1<sup>st</sup> Board term in June 2009.*

Chairperson of Umgeni Water Board HR and Remuneration Committee since 2009. Councillor with eThekweni Municipality. Experienced liaison officer with provincial structures of COSATU. Member of Albert Luthuli Hospital Committee. Board member of EU-funded Cato Manor Development Association (CMDA); Chairperson of Finance Committee of St Benedict Catholic Church.



**Mr Visvin Reddy**

**Educator (Mathematics and Computer Science) by profession. Various Diplomas and Certificates in Management and Communications.**

*Appointed for 1<sup>st</sup> Board term in June 2009.* Seventeen years local government experience; Served on the Executive Committee of eThekweni Metropolitan Municipality as well as Chairman of the Infrastructure Committee; A member of various community bodies.



**Mr Thabani Zulu**

**Chartered Accountant; B.Comm degree and Post Graduate Diploma in Accounting from UKZN.**

*Appointed for 1<sup>st</sup> Board term in December 2011.* Director of Ngubane and Company (Auditing firm); General Manager / Head of Internal Audit for Provincial Treasury; Member of SAFCOL Audit Committee; Member of UDW Audit Committee; Member of Ndwedwe Audit Committee; CEO of the KZN Gambling Board; Management Accountant of Unilever SA; Financial Accountant at Mercedes Benz of SA (now Daimler Chrysler SA).



**Mr Vasu Gounden**

**MA Law (LLM) (Georgetown University); Graduate of Harvard / Wits Business School Senior Executive Programme.**

*Appointed for 3<sup>rd</sup> Board term in June 2009.* Founder and Executive Director of the African Centre for the Constructive Resolution of Disputes (ACCORD) since 1992; Member of the Editorial Board of the Peace and Conflict Studies Journal since 1996; Elected by the World Economic Forum as a Global Leader for Tomorrow (GLT) in 2000. Board Member of the Gandhi Development Trust since 2003; Board member of Finland-based Crisis Management Initiative since 2007; Board member of the Old Mutual Science Education Foundation since 2007 (served as Chairman of the Board from 2009 – 2011); Board member of the Dutch based Inter-Church Organisation for Development Cooperation since 2009; Member of the Advisory Board of the Insight on Africa Journal since 2010.



**Mr Teboho Nkhahle**

**Registered Professional Scientist; MPhil Stellenbosch University; Environmental Auditor (IRCA).**

*Appointed for 1<sup>st</sup> Board term in June 2009.* Owner and MD of Environmental Impact Management Services (EIMS); Non-Executive Chairman of Lesotho Highlands Development Authority (LHDA) from 2007 to 2011; Board member of US-based Global Decisions Inc. (Development of global environment, health and safety regulations and standards database) since 2008; Member of Institute of Directors-SA since 2007; Vice Chair IoD Sustainable Development Forum from 2008 to 2009; Environmental Auditor with Eskom from 1998 to 2004.



**Ms Nombuso Afolayan**

**MBA (Finance) Luton University; Executive Leadership Development (UCT); Organisational Development Practitioner.**

*Appointed for 2<sup>nd</sup> Board term in June 2009.* Chairperson of Umgeni Water Capital Projects Committee since 2009. Founder and Executive Chairperson of FS Capital Investments; Chairperson of KwaZulu-Natal Sharks Board; Non-Executive Director at Ithala Development Finance Corporation; Executive at multinational shipping, maritime and petroleum companies in African markets.



**Ms Ziphazethu (Gabsie) Mathenjwa**

**MSc in International Business Management (University of London); MBA (UKZN); BSc (UZ); Post-Graduate Diploma in Business Management (UKZN); Post-Graduate Diploma in Strategic Management and Corporate Governance (UNISA/ICSA); Certificate in Financial Management and Investment (UNISA).**

*Appointed for 1<sup>st</sup> Board term in June 2009.* Chairperson of Insika Foundation and the Sinafuthi Group; Board Member Denel SOC (Ltd); Board Member Safran Turbomeca Africa; Board Member of Mitsui African Rail Solutions; Mpumalanga Provincial Department of Economic Development, Environment and Tourism Audit Committee Chairperson.

# EXCO Members



**Mr Cyril Gamede**  
*(Chief Executive)*

**BSc (Eng) Mechanical; MSc (Eng) Industrial; MBA; Advanced Diploma in Labour Law; Certificate in Corporate Governance; Registered Professional Engineer (ECSA).**

*Appointed as Chief Executive Umgeni Water in August 2012.*

Chairperson and Director of Msinsi Holdings SOC Ltd since 2014; Chairman of the Council of the University of Zululand since 2013; President of ECSA since 2012; Managing Director of K2S Consulting from 2010 to 2012; Director AEL Mining Services from 2002 to 2010; Director of Operations, Umgeni Water, from 1996 to 2002.



**Ms Moketenyana Mayongo**

**BCom; Management Development Certificate; International Management and Marketing Programme Certificate.**

*Appointed as General Manager Corporate Services in January 2014.*

Leadership positions held at various organisations, including the Eskom Leadership Institute, Eskom Transmission, MERSETA and South African Airways; Trustee of Umgeni Water Retirement Fund since 2014.



**Mr Thamsanqa Hlongwa**

**Chartered Accountant (SA); BCom Honours.**

*Appointed as General Manager Finance in July 2013.*

Director of Msinsi Holdings SOC Ltd since 2014; Chief Financial Officer KZN CoGTA from March 2007 to June 2013; Completed articles with Deloitte from 2002 to 2004. Audit Senior in Deloitte New York Office from 2004 to 2005; Senior Manager at Siyaya Management Services from 2005 to 2007; Served in sub-committees of SAICA and ABASA.



**Mr Steve Gillham**

**Registered Professional Engineer (ECSA); BSc Engineering (Civil); BCom.**

*Appointed as General Manager Engineering and Scientific Services in 2012.*

Director of Msinsi Holdings SOC Ltd since 2014; Director of Msinsi Holdings SOC Ltd from 2012 to 2014; Planning Manager from 1999 to 2012; Engineer at Umgeni Water from 1997 to 1999; Engineer with the Department of Water and Sanitation from 1984 to 1997.





**Ms Monica Malunga**

**BSc. Chemistry (UKZN); B.Tech Management (DUT).**

*Acting GM Operations since April 2014.*

Trustee of Umgeni Water Provident Fund; Chairperson of Imbewu Capital Partners Development Trust since 2005. Previous Board member of Black Management Forum (BMF); Previous Board member of Thandanani Children's Home; Umgeni Water Operations Regional Manager since 2012; Senior and Management positions held at Umgeni Water in Monitoring Programme, Marketing, Business Development, and Operations Units from 2005 to 2011; Prior to Umgeni Water worked as Senior Chemist in Hulamin Research and Development Laboratory.



**Ms Nica Gevers**

*Appointed as General Manager Finance in 2003.  
Contract ended September 2013*



**Mr Ednick Msweli**

*Appointed as General Manager Operations in 2011.  
Resigned as General Manager Operations March 2014.*



**Ms Prudence Gwala**

*Appointed as General Manager Corporate Services in 2008.  
Contract ended November 2013.*



*View of Inanda Dam and Inanda Valley*