

National Sea Rescue Institute of South Africa “NPC”
Registration No 1967/013618/08
“the Institute”

Operations Support Committee Terms of Reference

Approved: May 2017



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1. Introduction

The Operations Support Committee (hereafter Operations Committee) is constituted in terms of the Memorandum of Incorporation of the National Sea Rescue Institute of South Africa (NPC Company No 1967/013618/08). The duties and responsibilities of the members of the Operations Committee are detailed in this terms of reference.

The Governance duties of the members of the Operations Committee are those as for Company Directors in respect of fiduciary duties and responsibilities, and they must exercise due care and judgement in accordance with statutory obligations.

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.

2. Purpose of the terms of reference

The purpose of these terms of reference is to set out the Operations Committee role and responsibilities as well as the requirements for its composition and meeting procedures.

3. Composition

The Composition of the Operations Committee is as follows:

- a) Regional Operations Committee members for each region (hereafter referred to as Regional Representatives).
- b) Executive Director of Operations, Drowning Prevention Manager, Operations Manager, Procurement Officer, Training and Development Officers.
- c) The Operations Administrator will be the secretary of the meeting

Leadership

The Operations Committee is chaired by an elected Regional Representative.

The member is known as the Chairman of the Operations Committee. The Chairman of the Operations Committee is automatically made a Director on the Governance Board, for the term of the chairmanship.

Election Process

- The nomination, ratification & election of new members will follow the same spirit and process as the Station Commander Election policy, and will be managed by the Operations Manager.
- Members of the Operations Committee are elected by the stations in their respective NSRI regions.
- The election will take place mid-year following the Station Commander elections (i.e. 2017, 2020, 2023...) so that there is an uninterrupted support role maintained with the station election handover, and that sufficient time is available for new StatComs to wisely choose a representative to work with for the remainder of their leadership term.

- The Chairman is nominated and elected by the Operations Committee in the June meeting of each year (i.e. the first meeting after election in election years). The chairman may only be a non-executive member of the Operations Committee.

Term of Office

The term of office for each member is 3 years after which they may be re-elected, up to a maximum of three 3-year terms (9 years) which may be served consecutively after which a minimum of one term (3 years) must lapse before re-election.

4. Role

The Operations Committee has an advisory role, making recommendations to the Governance Board for its consideration and final approval.

The Operations Committee does not assume the functions of management, which remain the responsibility of the executive directors, officers and other members of senior management.

The role of the Operations Committee is to assist the Board to ensure that:

- The aim of Saving Lives, Changing Lives and Creating Futures is achieved by establishing and maintaining efficient NSRI Stations on the South African Waters
- The NSRI Regions and their Stations (StatComs and management committees) have representation at the Operations Committee level to enable their views to be heard, and to have a direct line of communication with the Governance Board, alongside that of the Executive Management of NSRI.

5. Responsibilities

The Operations Committee must perform all the functions as is necessary to fulfil its role, including the following:

Rescue Stations

- 1) To undertake a continuous review of the geographic siting, distribution & continued usefulness of existing Stations
- 2) To consider design specifications for Sea Rescue Stations
- 3) To support the Operations Director with property procurement or lease process

Equipment & Assets

- 4) To recommend standards & specifications of infrastructure, craft, vehicles & equipment, appropriate to each station and asset category
- 5) Undertake a continuous review of the NSRI's assets: vessels, buildings and vehicles, to ensure that, within the restraints imposed by the Institute's immediate and projected financial circumstances; the Stations are supplied with the most appropriate assets for both current and future needs
- 6) Should assist with overseeing major capital projects at their Stations and work closely with the project management, when requested

Personnel & Training

- 7) To give particular attention to safety standards & risk prevention
- 8) To ensure the highest possible standards of training & crew development are provided to our crew
- 9) To ensure that succession programmes are in place
- 10) To recommend solutions for effective crew activation & response

Policy & Management

- 11) To recommend to the Operations Director any policy changes or innovations in the management of the institute
- 12) To ensure the financial wellbeing of the NSRI, and coordinate donations
- 13) To promote the interests of the NSRI
- 14) To act as a line of communication between the Stations in the Region and the Committee on matters of concern to the Station Commanders
- 15) To assist Regional Stations in resolving problems in their management and control and in their relationships with other parties, when asked to do so by the Station Commander
- 16) To foster co-operation between Stations and other Emergency Services in the Region
- 17) To assist NSRI line management and the Operations Committee in matters affecting the Region, when requested
- 18) To assist head office with the monitoring of operation reporting, safety surveys and crew statistics
- 19) Consider solutions for public access to Sea Rescue
- 20) Assist with the audit of Stations wrt administration, systems, operations, support, and inventory
- 21) Coordinate rescue activities of stations in a region, when required
- 22) Be on the look-out for new opportunities for our Institute and the Stations in the Region

6. Desired Qualities of an Regional Representative

- 1) Should have been a sea-going crew member and preferably a Coxswain/Station Commander
- 2) Should be respected and trusted by their region's Station Commanders/Crews, and should be honourable and of good habits
- 3) Be self-employed and/or semi-retired, not financially stressed and able to dedicate a fair amount of time to the position
- 4) Be passionate about what the Institute stands for. Must regard the volunteerism component highly. Should always put the interests of the Institute first, balanced with that of their region
- 5) Should have a good business/financial understanding, as well as relevant rescue and marine technical ability
- 6) Should be able to negotiate confidently with organisations in their region e.g. municipalities, service suppliers and clubs, harbour officials, potential donors, etc.
- 7) Should be available to his Station Commanders for advice at any time
- 8) Should make occasional visits to stations and then observe and ensure that our vision and standards are upheld

- 9) Should be available and willing to officiate at their regions station functions. Public speaking ability is required
- 10) Should act as a mentor, and be able to mediate & resolve disputes at station level or a dispute between head office and Stations should this occur

7. Authority

The Regional Representative should not interfere with the day to day running of their region's Stations. This should always be left to the Station Commanders. They should not interfere with the Executive Director-Operations' overall responsibility over the Institute's stations and assets.

The Operations Committee acts in terms of the delegated authority of the Governance Board as recorded in these terms of reference, which has the power to investigate any activity within the scope of its terms of reference. Their authority also stems from their status as an elected Member of their Region.

The Operations Committee has reasonable access to the company's records, facilities and any other resources necessary to discharge its duties and responsibilities.

The Operations Committee may form, and delegate authority to, subcommittees and may delegate authority to one or more designated members.

The Operations Committee has the right to obtain independent outside professional advice to assist with the execution of its duties, at company's cost, subject to following a Governance Board approved process.

The Operations Committee makes recommendations to the Board that it deems appropriate on any area within the ambit of its terms of reference where action or improvement is suggested.

8. Meeting procedures

Frequency

The Operations Committee must hold sufficient scheduled meetings to discharge all its duties as set out in these terms of reference but at a minimum of four meetings per year, one of which may be the yearly strategy session.

Meetings in addition to those scheduled may, with approval of the chairman, be held at the request of the Operations Director or other members of senior management or at the request of the Governance Board.

Attendance

In addition to the members as laid out in the composition of the Operations Committee, Governance Board members and Honorary Life Governors may attend if they wish – with the approval of the chairman.

Regional Representatives should attend scheduled meetings, including meetings called on an *ad hoc*-basis for special matters, unless prior apology, with reasons, has been submitted to the Operations Committee chairman.

If the elected chairman of the Operations Committee is absent from a meeting, the members present shall elect one of the members present to act as chairman.

Agenda and minutes

The Operations Committee may establish an annual work plan for each year to ensure that all relevant matters are covered by the agendas of the meetings planned for the year.

The annual plan must ensure proper coverage of the matters laid out in these terms of reference: the more critical matters will need to be attended to each year while other matters may be dealt with on a rotation basis over a three-year period. The number, timing and length of meetings, and the agendas are to be determined in accordance with the annual plan.

A detailed agenda, together with supporting documentation, must be circulated, at least one week prior to each meeting to the members of the Operations Committee and other invitees.

Regional Representatives must be fully prepared for Operations Committee meetings, to provide appropriate and constructive input on matters for discussion.

The minutes must be completed as soon as possible after the meeting and circulated to the chairman and members of the Operations Committee for review thereof.

The minutes must be formally approved by the Operations Committee at its next scheduled meeting.

Quorum

A representative quorum for meetings is a majority of members present (75% of the voting members). Voting on any matters shall include the Regional Representatives, the Operations Director, Drowning Prevention Manager and Operations Manager. This specifically excludes the Procurement Officer, Operations Administrator, as well as Training Facilitators.

Other individuals in attendance at Operations Committee meetings by invitation may participate in discussions but do not form part of the quorum for Operations Committee meetings.

9. Evaluation

The Governance board will commission an evaluation of the effectiveness of the Operations Committee every year.

10. Approval of these terms of reference

These terms of reference were approved by the Chairperson of the Governance Board and the Chairperson of the Operations Committee and will be due for review again in June 2018.

.../ends.