



**PRIVATE SECURITY SECTOR PROVIDENT FUND
ROUND ROBIN RESOLUTION OF THE BOARD OF TRUSTEES**

AMENDMENT NO.16

Extract from a round robin resolution of the Trustees of the Private Security Sector Provident Fund dated 13 APRIL 2023.

RESOLVED THAT the Rules shall be amended with effect from 1 April 2023 as set out in below for the following reasons:

The Financial Sector Conduct Authority ("FSCA") applied to the Gauteng High Court to place the Private Security Sector Pension Fund ("The Fund") under curatorship;

The FSCA and the Fund settled the FSCA's High Court application on 13 September 2018 on the basis that two Statutory Managers will be appointed to the Fund with effect from 21 September 2018 instead of the Fund being placed under curatorship;

The Fund has been under Statutory Management since 21 September 2018.

On 30 March 2023 the FSCA and the Fund concluded an enforceable undertaking a copy of which I annexed hereto as "A"; and

It was agreed in terms of the enforceable undertaking that the purpose of the Statutory Management has been achieved and that following the release of the remaining Statutory Manager by the Court, the Rules of the fund will be amended to delete reference to statutory management and replace the Statutory Manager with an additional independent trustee.

AMENDMENT

1. By deleting the current Rule 12.2.1 and replacing it with the following new Rule 12.2.1:

“12.2.1 The TRUSTEES must at all times, subject to RULE 12.4.1.2 and 12.5.1, comprise a minimum of ten (10) TRUSTEES and a maximum of twelve (12) TRUSTEES, of whom at least two (2) must be INDEPENDENT TRUSTEES appointed by the BOARD in accordance with the procedure determined by the BOARD from time to time.

2. By deleting Rule 12.3.2 and replacing it with the following new Rule 12.3.2:

“12.3.2 The six (6) MEMBER TRUSTEES shall comprise of the individuals appointed by the six registered labour unions with the most members as verified by the PRIVATE SECURITY SECTOR BARGAINING COUNCIL.”

3. By deleting Rule 12.4.1 and replacing it with the following new Rule 12.4.1:

“12.4.1 There shall for the time being be two (2) EMPLOYER TRUSTEES appointed, in the manner set out in RULES 12.4.2.

12.4.1.1 The number of EMPLOYER TRUSTEES may be increased to four (4) once the PRIVATE SECURITY SECTOR BARGAINING COUNCIL has confirmed the registration with the Department of Labour and has verified the membership numbers of two other employer organisations operating in the private security sector.

12.4.1.2 Once the verification referred to in Rule 12.4.1.1 above is finalised, the BOARD may offer two other positions to the two newly verified-

employer organisations in which event the number of the EMPLOYER TRUSTEES shall increase to four (4) and ALL EMPLOYER TRUSTEES together shall have a vote in a BOARD meeting equivalent to six votes in order to ensure that there is at all time the equal number of votes in respect of MEMBER and EMPLOYER TRUSTEES”

4. By deleting Rule 12.4.2 and replacing it with the following new Rule 12.4.2

“12.4.2 The EMPLOYER TRUSTEES referred to in RULE 12.4.1 shall come from the ranks of SASA and SANSEA respectively. In addition, SASA and SANSEA may appoint alternates to serve as TRUSTEES only when each organisation’s appointed EMPLOYER TRUSTEE is not available to attend a TRUSTEE meeting for whatever reason.”

5. By deleting Rule 12.4.5 and replacing it with the following new Rule 12.4.5:

“12.4.5 At every meeting of the TRUSTEES where a decision is taken by means of a vote, each EMPLOYER TRUSTEE shall have three (3) votes. Should the number of EMPLOYER TRUSTEES be increased to more than to (2) as contemplated in RULE 12.4.1.1 above, each EMPLOYER TRUSTEE shall have the number of votes as shall be necessary to ensure that the combined votes of the EMPLOYER TRUSTEES are equal to six votes.”

6. By deleting Rule 12.5 and replacing it with the following new Rule 12.5

- “12.5 The TRUSTEES shall appoint the two INDEPENDENT TRUSTEES referred to in Rule 12.2.1 in accordance with the procedure determined from time to time.
- 12.5.1 The term of office of the INDEPENDENT TRUSTEES shall be the same as that of EMPLOYER and MEMBER TRUSTEES;
- 12.5.2 An INDEPENDENT TRUSTEE shall also be remunerated on the same terms as applicable to other TRUSTEES.
- 12.5.3 An INDEPENDENT TRUSTEE may be removed from office by the other TRUSTEES for breach of the RULES and Code of Conduct applicable to TRUSTEES of the FUND provided that at least half the MEMBER TRUSTEES, one EMPLOYER TRUSTEE and one other INDEPENDENT TRUSTEE vote in favour of their removal.

7. By deleting Rule 12.10.1 and replacing it with the following new Rule 12.10.1:

- “12.10.1 The TRUSTEES shall at least once a year at the first meeting of the year elect a chairperson and vice chairperson from their number.

8. By deleting Rule 12.10.3 and replacing it with the following new rule 12.10.3:

- “12.10.3(a) A quorum for BOARD meetings shall consist of at least one (1) EMPLOYER TRUSTEE, at least three (3) MEMBER TRUSTEES and one INDEPENDENT TRUSTEE.

9. By deleting Rule 12.10.9.1 and 12.10.9.2 and replacing them with the following new Rules 12.10.9.1 and 12.10.9.2:

“12.10.9.1(a) All the decisions of the TRUSTEES, whether taken at a meeting or via round robin, must be recorded in a formal TRUSTEE resolution signed by the CHAIRPERSON, PRINCIPAL OFFICER and one other TRUSTEE.

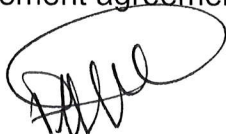
12.9.1(b) A decision of the TRUSTEES will be valid, if taken at a lawfully constituted TRUSTEES meeting, if the TRUSTEES whose votes together represent at least 50 + 1 % of the votes (a simple majority), have voted in favour of that decision.

12.10.9.1(c) For the purposes of this RULE, each EMPLOYER TRUSTEE shall for the time being have three (3) votes and each MEMBER TRUSTEE shall have one (1) vote. Should the number of EMPLOYER TRUSTEES in future be increased to more than one, then the EMPLOYER TRUSTEES shall together have such votes as will be equal to the number of votes cast by all MEMBER TRUSTEES.

12.10. 9.2 If the decision was not taken at a formal TRUSTEES meeting but was taken by way of “round robin”, then at least one (1) EMPLOYER TRUSTEE and at least (3)

MEMBER TRUSTEES and the INDEPENDENT TRUSTEE must agree to the decision.”

Certified that the above resolution has been adopted by the Trustees of the Private Security Sector Pension Fund in accordance with the provisions of the Rues of the Fund and settlement agreement referred to above.



Chairman of the board of trustees



Trustee



Principal Officer

Certified that the above amendments are financially sound.

Peter John Theunissen

Actuary of the Fund



Signature

FASSA, FSCA-recognised valuator

Qualifications