

## Lindikaya Zide

Governance, Risk & Compliance Professional | General Counsel | Executive Manager | Dispute Resolution | Adjudicator

### Personal details

Contact	0837098349
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Location	Midrand, Gauteng
Nationality	South African
Date of birth	13 July 1972
EE	Black male
Drivers Licence	Yes

### Profile

Lindikaya is a creative, analytical thinker with competencies in the corporate governance and legal compliance profession. A dedicated professional with over 24 years working experience that spans over the legal, risk and compliance, public sector transport and logistics industries. He is passionate about leadership excellence, development and empowerment of previously disadvantaged individuals and business and he has experience in strategy development and execution; policy and framework development and implementation {corporate governance, legal and risk compliance}; stakeholder relationship management; dispute resolution; as well as strong management and interpersonal skills.

### Core competencies

- Corporate governance knowledge
- Strategic Planning and execution
- Organizational Business Processes
- Legal opinions and advisory
- Contract drafting
- Dispute resolution
- Budget management
- Problem solving
- Communication
- Foresight and identification of trends
- Business acumen and leadership
- Litigation

### Professional affiliations

Admitted Attorney – Law Society of the Cape of Good Hope (1999)

### Key achievements

- Successful establishment of the function and streamlining of governance protocols across the PRASA Group to achieve synergies
- Achieved the merger and transfer of both Metrorail and Shosholoza Meyl from Transnet into SARCC
- Led and championed the legislative amendments to the Legal Succession Act to the South African Transport Services Act 9 of 1989 with the Department of Transport. This enabled the establishment of PRASA through the Gazetting of the Legal Succession Act 38 of 2008
- Successfully provided legal and governance services including drafting of contracts for the delivery of key infrastructure projects that aimed at preparing the country for the hosting of the 2010 Soccer World Cup, including the delivery of 10 key solutions for

- new and refurbished train stations and Metrorail coaches
- Successfully provided legal and governance advisory in the signing and delivery of the major Recapitalisation Projects for PRASA, including the New Rolling Stock for Metrorail and New Signalling Projects in the 3 main regions of PRASA’s operations, Gauteng, KZN and Western Cape
- Led and steered PRASA without a Board for over 6 months and reported on its operations to the Minister of Transport and to Parliament's Portfolio Committee on Transport (PCOT), as an Accounting Authority appointed in terms of Section 49(2) of the Public Finance Management Act

### Work Experience

Company	<b>IZIKO MUSEUMS OF SOUTH AFRICA</b>
Period	12 April 2023- current
Position	Consultant – Company Secretariat and Governance Services

#### **Responsibilities:**

- Ensuring Board’s compliance with all applicable legislative and governance frameworks
- Proper coordination of Board/Committee Meetings and Strategic Session to ensure effectiveness
- Acting as custodian of statutory records and ensuring the maintenance of same
- Providing guidance to the Board structures on the procedures for the execution of their duties
- Managing relations with key stakeholders.

Company	<b>COMMUNITY SCHEMES OMBUDS SERVICES (CSOS)</b>
Period	September 2021- December 2023
Position	Part Time Adjudicator

#### **Responsibilities:**

Conciliation and Adjudication of CSOS disputes

- Drafting of settlement agreements, conciliation reports, non-resolution certificates, adjudication orders and enforcement orders.
- Preside over or adjudicate on applications that are referred to adjudication in a fair, equitable and transparent manner.
- Issue adjudication orders within a prescribed framework.
- Ensure that adjudication orders are legally correct and in line with the applicable legislation.
- Conduct quality assurance of adjudication orders.
- Conduct investigations, inspections, enter or inspect assets records or other documents.
- Ensure that the principles of due process of law are observed.
- Must act independently and impartially in making decisions.
- Maintain owner register of disputes allocated and compile monthly performance reports.

Company	<b>DUAL POINT HOLDINGS</b>
Period	June 2021- June 2023
Position	Consultant – strategy, performance, legal, governance and risk management

Services provided:

- Design and implement business strategies, plans and procedures.
- Set comprehensive goals for performance and growth.
- Establish policies that promote company culture and vision.
- Oversee daily operations of the company and provide oversight on Executives' responsibilities (IT, Marketing, Sales, Finance and Human Resources).
- Lead employees to encourage maximum performance and dedication.
- Write and submit reports to the Executive Group Chairman on all key strategic matters.
- Evaluate performance by analysing and interpreting data and metrics.
- Assist the Executive Group Chairman in fundraising ventures.
- Participate in expansion activities (investments, acquisitions, corporate alliances etc).
- Manage relationships with partners/vendors.
- Provide overall Governance, Risk, Compliance and Legal Services

Company	<b>SOUTHERN PALACE GROUP OF COMPANIES</b>
Period	February 2020 – May 2021
Position	General Counsel and Head of Mergers and Acquisitions (consultant)

Services provided:

- Coordinate the development and monitor/oversee strategic business plans for Group Legal, Corporate Governance, Risk and Compliance to ensure business planning is aligned to the Group Strategy.
- Partner with Business Development, Finance, Strategy and all Group Core areas to lead legal support throughout the life cycle of all commercial transactions, supported by External Counsel where appropriate.
- Support and liaise with the internal and external Counsel in project team, co-ordinate multi-disciplinary resources and delivering investment proposals and commercial solutions of complex business deals.
- Lead and manage all litigation (Commercial and Labour) affecting the Group and represent Southern Palace Group in negotiations with third parties.
- Provide leadership in the drafting, review and conclusion of agreements such as (Confidentiality and Non-Circumvention agreements, Engineering Procurement Contract Management, product sale agreements, consultancy contracts, Service Level Agreements, Memoranda of Understanding, etc.).
- Provide assistance and support in Financial Management (Project Financing, Deal Structuring and Funding).
- Champion Corporate Governance, Risk Management, Compliance and SHEQ.
- Guide the Group about Regulatory changes by interpreting rules, guidance and practice notes issued by respective authorities.
- Ensure that synergies exist with other Group assurance providers in the implementation

of compliance policies contained in the Compliance and Enterprise Risk Management frameworks, respectively.

- Lead and direct the prioritisation, development, implementation and review of a programme of policy development and appropriate Corporate Governance Protocols and Frameworks.

Company	<b>PASSENGER RAIL AGENCY OF SOUTH AFRICA (PRASA)</b>
Period	April 2013 – June 2019
Position	Group Company Secretary

#### ROLES AND RESPONSIBILITIES

- Led the Company Secretariat Division in the Group to maintain the highest standard of corporate governance, whilst ensuring compliance with relevant corporate regulatory and governance requirements.
- Led the Group Secretariat services, including subsidiaries where required.
- Developed and directed the vision and strategic objectives of the Secretariat functions, in alignment with the company's strategic direction as well statutory and regulatory requirements.
- Defined a strategy framework for the Secretariat including alignment of operations, organizational structure, people, processes and technology to implement business strategy.
- Approved policies and standards regulating key aspects of the Secretariat function, including corporate governance and ensured that proper assurance processes were applied to monitor compliance with policies and standards.
- Supported the implementation of decisions taken by the Board, Board Committees and Group EXCO.
- Approved and presented the Secretariat's operational annual business plans to Group EXCO.
- Drove the business to meet compact targets set for the Group.
- Confirmed the authorization of all decisions in line with the Group Delegation of Authority.
- Provided a central source of guidance and advice to the Board, Group CEO and Group EXCO on matters of compliance, ethics and good governance.
- Ensured compliance with relevant laws and regulations and oversaw the application of the King IV Report on Corporate Governance.
- Induction of Board of Directors.
- Facilitated the evaluation of the Board and its Committees' performance.
- Managed the full spectrum of the Company Secretariat function, including the administration of Shareholder, Board and Committee meetings.
- Ensured continuous interaction, building and maintaining relations with key stakeholders including Internal Audit, Legal, Risk and Compliance function, Group EXCO and Group CEO.

Company	<b>PASSENGER RAIL AGENCY OF SOUTH AFRICA (PRASA)</b>
Period	September 2011 – March 2013
Position	Group Executive: Legal Services & Compliance and Company Secretary

## ROLES AND RESPONSIBILITIES

- Played a pivotal role in the corporate governance of the Company.
- Led and directed the legal services department of PRASA, Assisted the Shareholder and the Nomination Committee in ensuring that the procedure and appointment of Directors is properly carried out.
- Assisted in the proper induction, orientation, ongoing training and education of directors, including assessing the specific training needs of directors and executive management in their fiduciary and other governance responsibilities.
- Central source of guidance and advice to the board and the Company, on matters of good governance and changes in legislation.
- Ensured that the board and board committee charters are kept up to date.
- Responsible for ensuring the proper compilation and timely circulation of board submissions and for assisting the Chairpersons of the board and committees with drafting of yearly work plans.
- Obtained appropriate responses and feedback to specific agenda items and matters arising from meetings of the board and board Committees.
- Ensured that the proceedings of board and committee meetings are properly recorded and that minutes of the meetings are circulated to the Directors in a timely manner, following the approval of the relevant Chairperson.
- Assisted the board with the annual evaluation of the board, its individual directors and senior management.

### **Legal Services**

- Developed an overall legal and compliance strategy
- Ensured the development and implementation of the Compliance Function within the Group.
- Provided overall legal advisory support and services within the Group including but not limited to the following:
  - Drafting Contracts for the Group (Infrastructure, Signalling, Rolling Stock Fleet Renewal Programme (Which are in excess of R51 Billion).
  - Placing Insurance Covers for the Group in both the Local and International Markets (LLOYDS in the UK).
  - Working closely with various Law Firms that are on Panel and/or Practising Counsels on all Litigation matters.
  - Working closely with the Employee Relations Department on all Disciplinary matters, attendance at the CCMA Labour Court and High Court.
  - Undertake Legal Research and Opinions for Board and Management.
  - Review Policies, Contracts and support Supply Chain Management and Procurement Department in conducting Due Diligence, Contracts Negotiations and Drafting, ensuring Probity Checks on the Tender and Procurement processes.
  - Undertake Shareholder Engagement on broader Transport Policy matters, Legal

Framework amendments and Parliamentary engagements.

Company	<b>SOUTH AFRICAN RAIL COMMUTER CORPORATION (SARCC)</b>
Period	April 2008 - August 2011
Position	Group Executive Legal and Risk

## ROLES AND RESPONSIBILITIES

- Led and directed the legal and risk department of SARCC/PRASA
- Ensured the prudent management of financial and reputational risk
- Assisted management in complying with applicable statutory, regulatory and supervisory requirements and coordinating the overall risk management of the company
- Developed, implemented and monitored legal framework, policies, procedures and uniform norms and standards for the provision of legal services and management of legal risk
- Develop, implement and monitor legal and risk strategies in respect of the functional responsibilities of the department so that specific objectives in the business plan are met
- Provide legal advice, support and or legal oversight to departments, particularly in negotiations of material contracts defined from time to time by SARCC/ PRASA
- Oversee the provision, development and management of litigation and Insurance claims and services to stakeholders
- Working closely with the Employee Relations Department on all Disciplinary matters, attendance at the CCMA (Conciliations and Arbitrations), Labour Court and High Court.
- Coordinate procedures associated with disciplinary processes, grievances and disciplinary cases.
- Develop and maintain data/reports on disciplinary grievances, suspensions and appeal cases.
- Coordinate and attend to Investigations as required.
- Provide assistance to Internal Audit and Security departments on internal forensic investigations.
- Initiate and draft charges for disciplinary matters.
- Preside over and chair some internal disciplinary matters.
- Advise Management and Organised labour (SATAWU and UNTU) on alternative dispute resolution mechanisms (including conciliation and mediation of disputes), development and interpretation of labour relations policies and practices.
- Oversee the provision of advice on Corporate, Commercial, Administrative Law and Regulatory requirements
- Reported monthly to the CEO on all disputes and litigation matters that may pose a reputational risk to SARCC/PRASA
- Undertook legal and risk due diligence exercises
- Co-ordinated submissions on any draft legislation or regulatory directives
- Develop and implement an effective risk management framework across SARCC/PRASA including:
  - A robust risk governance structure
  - Risk policies and operating manuals inclusive of standards, definitions and

- processes etc.
- Methodologies that focus on risk identification, risk measurement, risk assessment, action plans, monitoring and reporting
  - Ensure that appropriate refinements and best practice developments are introduced into the risk management processes across SARCC/PRASA
  - Provide risk-monitoring services related to specific regulatory requirements
  - Manage and control the conducting of risk assessments so that appropriate resources are allocated to high-risk areas thus assisting SARCC/PRASA in more effectively troubleshooting its problem areas
  - Prepare, monitor and control the annual department budget so that the expenditure is in line with the SARCC/PRASA business plan

Company **SOUTH AFRICAN RAIL COMMUTER CORPORATION (SARCC)**  
 Period July 2006 – March 2008  
 Position Head and Corporate Legal Advisor (Office of the CEO)

#### ROLES AND RESPONSIBILITIES

- Provided Strategic, Legal, and administrative support to the Office of the CEO
- Ensured that the consolidation of Metrorail into SARCC was implemented

Company **SOUTH AFRICAN RAIL COMMUTER CORPORATION (SARCC)**  
 Period February 2004 – June 2006  
 Position Head: Legal Services and Company Secretary

#### ROLES AND RESPONSIBILITIES

- Provided both Legal and Company Secretariat services to the SARCC
- Ensured that the Board and Executive Management actions are legally sound
- Resolution of internal and external legal problems
- Minimization of potential losses resulting from litigation
- Translation of management decisions into contractual rights and obligations
- Drafting of agreements relating to all group transactions
- Ensured the effective management of Human Resources in the Division, including leadership, motivation and development

Company **SOUTH AFRICAN RAIL COMMUTER CORPORATION (SARCC)**  
 Period August 2002 – January 2004  
 Position Company Secretary

#### ROLES AND RESPONSIBILITIES

- Provided the Company Secretariat function to the Board and Executive Management
- Guided non-executive directors as to their duties and responsibilities, legislation and regulations relevant to the Corporation and ensuring compliance thereto

- Ensured the proper administration of directors', shareholder's and committee meetings and keeping official minutes thereof
- Kept the various registers and other books prescribed by the Act (minute books, register of interests etc.)
- Ensured that procedures for the appointment of directors are followed and proper induction is conducted
- Formulated agendas for meetings with the CEO and/or Chairman of the Board
- Ensured communication of corporate strategies to the relevant internal and external stakeholders
- Ensured compliance with good ethics and governance

### **ADDITIONAL RESPONSIBILITIES (while appointed permanently as Group Company Secretary)**

Company	PASSENGER RAIL AGENCY OF SOUTH AFRICA
Period	February to December 2017; March to May 2018
Position:	Acting Group Chief Executive Officer

### **ROLES AND RESPONSIBILITIES**

- Develop, implement and monitor the PRASA Turnaround Strategy and Corporate Plan.
- Continuous engagement with key stakeholders (various spheres of government) to ensure that the delivery of the organization's mandate is aligned with policy development objectives.
- Lead and oversee the following day to day provision of Group Services to fulfil the public transport mandate and meet customer demands:
  - Rail services (Metrorail and Main Line Passenger Services)
  - Technical Services
  - Property Services
- Development and implementation of systems and measures to ensure the safety of assets, passengers and employees (including Risk Management, Business Continuity and Compliance with the relevant regulatory framework of the Rail Safety Regulator).
- Ensure the implementation of sound human resources management practices and compliance with applicable legislation.
- Ensure the implementation of sound Financial and Performance Management practices to improve revenue generation and effective deployment of the capital programme.
- Ensure the implementation of the Performance Management System to ensure optimal organizational performance, including strengthening of company policies and procedures applicable to specific work environments.
- Responsible for reporting to the Board and Board Committees on Annual Performance (Corporate Plan) and the focused priorities to ensure delivery of the PRASA Turnaround Plan. This includes reporting to the Shareholder and Parliamentary Committees.

## EARLY CAREER ROLES

*January 2002 - July 2002, Legal Advisor and Legal Cost Consultant at Road Accident Fund, Pretoria, Gauteng.*

*January 2000 - December 2001, Regional Legal Advisor at Liberty Group, Mouille Point, Cape Town, Western Cape.*

*May 1996 – December 1999, Candidate attorney and Senior Associate Attorney at Pagdens Incorporated, Port Elizabeth, Eastern Cape.*

*February 1995 – April 1996, Student Tutor (Juridical Interpretation of Statutes) at the University of Fort Hare, Alice, Eastern Cape.*

### Education

Institution	University of Fort Hare
Qualification	Baccalaureus Juris (B Juris)
Year	1993

Institution	University of Fort Hare
Qualification	Bachelor of Laws (LLB)
Year	1995

### Computer literacy

- Microsoft Office

*References available upon request*