



DAS GOVERNANCE

GOVERNANCE AND BOARD OF DIRECTORS

The Dyslexia Association of Singapore (DAS) is committed to the highest standards of governance, transparency and accountability as a registered charity and Institution of a Public Character (IPC).

The Board of Directors (the "Board") provides strategic leadership and oversight, sets the organisation's strategic direction, oversees governance, financial stewardship, risk management and internal controls, and monitors organisational performance to ensure that DAS remains true to its mission while operating in a financially sustainable and accountable manner.

The Board delegates the day-to-day management and operations of DAS and its subsidiaries, DAS Academy Ltd and DAS International Services Ltd, to the General Management Team (GMT), led by the Chief Executive Officer (CEO). The GMT is responsible for implementing the policies and strategic directions approved by the Board.

The Board comprises 11 elected Directors, headed by the Chairman, together with the CEO, who serves as an ex-officio Board member. All elected Directors serve on a voluntary basis and do not receive remuneration for their services as Directors. The CEO is part of the Company's key management personnel and receives remuneration solely in his executive capacity.

BOARD COMPOSITION AND APPOINTMENT

The members of the Board are elected annually at the Annual General Meeting (AGM).

The Board regularly reviews its composition to ensure that it has an appropriate mix of skills, experience, diversity and competencies to support the effective governance of DAS.

As part of its Board renewal and succession planning, the Board guides the selection, recruitment and induction of new Committee members and prepares them for potential appointment to the Board and key Board or Committee positions. The Standard Operating Procedure (SOP) for the induction and training of new Board members is available on the Corporate Governance page of the DAS website.

Any newly appointed Director shall hold office until the next AGM and shall then be eligible for re-election.

There is a maximum term limit of four (4) consecutive years for the Treasurer (or an equivalent appointment, such as the Finance and Investment Committee Chairman). Re-appointment to the role may be considered only after a lapse of at least two years.



BOARD RENEWAL AND RETENTION OF LONG-SERVING DIRECTORS

Following the incorporation of DAS as a Company Limited by Guarantee (CLG) in 2021, Directors' tenure is legally deemed to have commenced from their appointment to the CLG Board in April 2021. Nevertheless, four of the current Directors had already served for more than ten (10) consecutive years on the Executive Committee of the former Dyslexia Association of Singapore (Society).

The Board has carefully considered the continued appointment of these long-serving Directors and is satisfied that their expertise in finance, accounting, legal and human resource management continues to provide significant value to DAS. Their continued service provides continuity, institutional knowledge and valuable expertise while supporting the orderly renewal of the Board. In accordance with the Charity Code of Governance, the Board openly discloses the rationale for the retention of long-serving Directors in its governance statements.

The Board recognises the importance of Board renewal and succession planning in ensuring the long-term effectiveness and sustainability of DAS' governance. To achieve an appropriate balance between continuity and renewal, the Board identifies, recruits and develops individuals with the appropriate skills, experience and expertise to support the future leadership needs of the organisation through its succession planning process.

SUCCESSION PLANNING

Key elements of the Board's succession planning framework include:

- Leadership transition planning for key Board appointments, including the identification of a Vice Chairman and the planned succession of the Chairman upon completion of the stipulated term.
- Maintaining a pipeline of Committee members who may be considered for future Board appointments.
- Recruiting individuals with complementary skills across education, finance, risk management, legal, human capital and community leadership.
- Providing induction, mentoring and ongoing training to enable new Directors to contribute effectively.



BOARD INFORMATION, MEETINGS AND EVALUATION

Profiles of the Board and Committee members are updated on the DAS website following each AGM. Additional information on the Board, including each Director's date of appointment, prior key appointments and Board meeting attendance, is disclosed in the Annual Report.

The Board meets regularly throughout the year to discharge its responsibilities.

The Board and GMT firmly believe that a genuine commitment to good corporate governance is essential to the sustainability of DAS' mission of helping individuals who learn differently achieve their full potential. They are collectively committed to ensuring compliance with the Charity Code of Governance and all applicable laws and regulations.

Since 2017, the Board has conducted an annual self-evaluation to assess the effectiveness of the Board and the contribution of individual Directors. The evaluation checklist and the results of the assessment are reviewed and discussed annually by the Board before each AGM.

The Board regularly reviews its governance practices to ensure continued alignment with the Charity Code of Governance and evolving best practices.

DAS COMMITTEES

To assist the Board in discharging its responsibilities, the Board has established specialised Committees to provide oversight, guidance and recommendations in key areas of governance.

The Board has established the following Committees:

- Audit and Risk
- Building
- Child Safety
- Finance and Investment
- Fundraising
- Human Resource
- Jimmy and Roshen Daruwalla Fund (JRDF)
- Nomination
- Programme and Services

The terms of reference and membership of each Committee are available on the DAS website.

RECOGNITION

DAS has been recognised with the Charity Transparency Award for three consecutive years (2021–2023), reflecting its commitment to accountability, transparency and good governance. The award underscores DAS' ongoing commitment to maintaining high standards of governance and transparency in support of its mission.