

BOARD QUESTIONS ON GOVERNANCE, OVERSIGHT, AND FIDUCIARY ACCOUNTABILITY

These questions concern matters of governance, oversight, and fiduciary responsibility that fall within the statutory duties of the Board.

They are not limited to operational execution and cannot be addressed solely by reference to the actions, conduct of any individual employee, especially as senior employees regardless of title, are given none of the executive capacity that regular management roles would empower.

The issues raised below reflect sustained patterns over several years of Board knowledge, authorization, tolerance, or failure to intervene, and therefore require Board-level explanation and accountability.

1. Department of Social Development (DSD) Mandated Intervention

Healing Wings has been issued a partial registration for the Youth Centre due to their finding that the Board is a controlling structure and thus have mandated an elective AGM.

This, despite repeated Board declarations and assurances that the organisation is fully compliant and in good standing.

- 1.1. Why did the Department of Social Development require an elective AGM, and;
- 1.2. How does the Board reconcile its previous assertions of compliance with the DSD's intervention and partial registration outcome?

2. Absence Of a Lawful Electoral Process

- 2.1. How can this AGM be described as "elective" when no nominations process, voting procedure, eligibility criteria, or method of member participation has been disclosed in advance?
- 2.2. How does the agenda item "Voting and Board Confirmation" not indicate a pre-determined Board outcome, structured to perpetuate existing Board membership rather than allow genuine election?

3. Failure to Hold Lawful and Accessible AGM's

The Prevention and Treatment of Substance Abuse Act envisages AGMs being held annually and physically at registered facilities where accountability to staff, residents, and stakeholders is most direct.

- 3.1. Why has the Board failed to hold AGMs in accordance with these standards at the registered Mpumalanga facilities?

- 3.2. How has member access and participation not been materially compromised by hosting the AGM online with attendance controlled through Board-curated admission?
- 3.3. Given that constitutional amendments materially affect member rights and governance, how does the Board justify introducing such amendments at this AGM without prior disclosure of the proposed text, the rationale for the changes, or the required approval thresholds, and while member participation and the electoral process itself remain procedurally unclear?

4. Board Capture and Abdication of Fiduciary Duty

- 4.1. How did the Board permit governance, financial oversight, and operational control to become concentrated in a single individual over time, eliminating independent oversight?
- 4.2. How does the Board justify allowing an Executive Board member to simultaneously act as Chair, Treasurer, Executive Director, and to correspond or sign documents under any or all of these titles, including as “the Healing Wings Board”?
- 4.3. How is this concentration of authority compatible with fiduciary oversight, separation of duties, and lawful governance?

5. Failure of Fundamental Fiduciary Duty

- 5.1. How does the Board respond to the assertion that Healing Wings exhibits clear indicators of ‘founder’s syndrome,’ despite legal protections intended to prevent such outcomes in NPOs?
- 5.2. How does the Board justify its inability to discharge fiduciary duties effectively while repeatedly citing operational incapacity, unresolved urgent matters, fundraising constraints, and geographic dispersion of Board members?
- 5.3. Does the Board have any response yet, to the Staff letters of concern filed in September 2025, regarding:
 - 5.3.1. the Executive’s conduct on site on 2 September 2025; and
 - 5.3.2. concerns raised by multidisciplinary team members regarding observations of the impaired cognitive functioning of the Executive, including the Executive’s own repeated remarks in jest about his memory being in decline, as well as more serious instances of forgetfulness that have created concern and Organisational problems?

6. Legal Form and Authority of The Organization: “HW NPC”

- 6.1. Please provide clear confirmation of the organisation’s legal form, i.e. documentary proof of status as an NPC, which has been routinely relied upon yet never clearly disclosed.
- 6.2. Why has transparency around foundational governance documents been persistently lacking, particularly when NPC status has been invoked in legal correspondence to staff?

7. Board Composition and Statutory Non-Compliance

- 7.1. Why has the Board failed to comply with governance and composition requirements prescribed by the Prevention and Treatment of Substance Abuse Act and instead relied selectively on the NPO Act while disregarding Substance Abuse Act provisions specifically designed to prevent precisely the governance failures evident?
- 7.2. How does the Board justify the prolonged refusal to implement urgent reform?

8. Failure to Renew Leadership Despite Systemic Breakdown

- 8.1. Given sustained governance failures and organisational instability communicated to the Board over several years, why was meaningful renewal or restructuring not initiated earlier?
- 8.2. How, in practical terms, will the forthcoming AGM produce substantive change consistent with the DSD’s mandate?

9. Failure to Address the Results of Systemic Governance Breakdown and Catastrophic Consequences of Breakdown

- 9.1. What does the Board have to say to loved ones, concerned friends, and staff, about Board decisions taken in multiple instances involving staff members who had relapsed into substance use, where those decisions directly contradicted the guidance Healing Wings provides to its own beneficiaries in comparable circumstances, where risks were explicitly raised and dismissed, and where the outcomes in each instance were catastrophic?
- 9.2. How does the Board explain persistently high staff turnover at Sudwala in the face of repeated reports of unlawful labour practices?
- 9.3. How does the Board justify its failure to attract and retain suitably qualified and experienced staff and the resulting risks to residents and the NPO such as exist routinely in the Medical Department, Management Team, School and on-site therapeutic activities?

- 9.4. Why did the Board prioritise expansion into unregistered centers while failing to maintain existing registered Mpumalanga facilities, despite repeated warnings of escalating risk?
- 9.5. How does the Board justify directing mission drift away from Healing Wings' original ministry purpose while continuing to benefit from Christian staff and donors under the guise that Healing Wings is a ministry?
- 9.6. What response does the Board offer to concerns that Healing Wings has become a predator of Christians, capitalizing on the goodwill of good people and exploiting Christian convictions while abandoning the values under which that goodwill was extended?
- 9.7. What does the Board say to those who claims that Healing Wings has progressed largely at the expense of Christian staff, friends, and stakeholders over years?

10. Stakeholder Petition and Loss of Confidence

- 10.1. Is the Board aware of the petition signed by approximately 130 stakeholders, including founding members, supporting the DSD's call for reform?
- 10.2. How does the Board respond to these stakeholders?
- 10.3. Can the Board explain why this level of concern and pressure has become necessary at all when many concerned voices internal to the NPO have spoken up clearly over years?
- 10.4. How does the Board account to the Christian donors in the United Kingdom who raised approximately R100,000 for a specific, Board-agreed purpose, where that purpose was never realised and subsequent enquiries regarding the funds were not transparently addressed?
- 10.5. Does the Board acknowledge that donors felt deceived and thereafter bullied into retreat, and that the Boards' offer of repayment, while unreasonable yet accepted by them, was never honoured and is subsequently considered to have been insincere?

11. Failure of Financial Accountability Despite Public Funding

- 11.1. Given that HW receives close to R1 million per annum in public funding, why are annual financial statements not audited and publicly published?
- 11.2. Why were the most recent AFSs uploaded only in JPEG format and limited to an accounting review rather than an audit? (2022).

- 11.3. What justification does the Board offer for repeatedly denying access to financial statements when an NPO has no legal basis for refusing disclosure?
- 11.4. Does the Board acknowledge that this creates the appearance of avoiding open financial accountability?

12. Misalignment Between Expenditure and Living Conditions

- 12.1. How does the Board reconcile significant organisational expenditure with persistent reports of unsafe facilities, low wages, and deteriorating infrastructure?
- 12.2. What oversight mechanisms failed to detect or correct this disparity?

13. Conflicts of Interest in Property Ownership and Leasing

- 13.1. How does the Board manage conflicts arising from the Executive owning approximately 75% of properties used by Healing Wings, leasing them to the organisation, and exercising operational authority?
- 13.2. Please identify which safeguards have failed to prevent self-dealing to the detriment of the NPO and its beneficiaries?

14. Use of Organisational Funds to Defend Individuals

- 14.1. How does the Board justify using organisational funds to engage lawyers to defend individual Board members' authority rather than the interests of the NPO?

15. Use of Lawyers to Intimidate Staff

- 15.1. Why did the Board authorise the cost and avenue of issuing legal threats via lawyers to staff regarding routine labour matters?
- 15.2. How does the Board justify such a heavy-handed and expensive response to lawful refusal of excessive unpaid overtime?
- 15.3. What internal disciplinary or authorisation processes does the Board apply when Board members take actions affecting staff that may exceed the requirements or protections of the BCEA and LRA, and how does the Board manage and mitigate the resulting risk of CCMA disputes and legal exposure to the NPO?

16. Ongoing Labour Exploitation Despite Notice

- 16.1. Why has excessive unpaid overtime persisted despite repeated reporting?

- 16.2. How does the Board justify maintaining unsafe and inadequate staffing conditions in a high-risk care environment year on year?
- 16.3. How does the Board explain this failure given the organisations' legal obligations under labour law, its duty of care to staff, and most significantly: its responsibility to ensure safe, stable service delivery to residents?

17. Retaliation and Silencing of Concerned Staff

- 17.1. How does the Board justify disciplinary action against staff raising compliance concerns?
- 17.2. Given that legal costs are ultimately funded by vulnerable families, donors, and public money, what safeguards of the Board have failed that should have ensured that organisational funds cannot be used to shield individuals from accountability or to suppress legitimate staff concerns?
- 17.3. Does the Board deny that intimidation has become systemic?

18. Medical Malpractice Incidents Involving Minors

- 18.1. How does the Board account for two medical malpractice incidents involving minors following management collapse over December 2025?
- 18.2. Why were corrective systems not implemented after the first incident?
- 18.3. Who bears accountability for the decisions taken?

19. Operation of Unregistered Facilities

- 19.1. Why does the Board continue to operate an unregistered youth girls facility in Johannesburg under the guise of the registration of Sudwala?
- 19.2. Why does the Board continue to operate an unregistered adult male facility in the Western Cape under the guise of the registration of Sudwala?
- 19.3. Why is the income and expenses of the Paternoster facility absent from the only publicly published financials, those being the 2022 accountant reviewed financials on the Healing Wings website?

20. Unlawful and Exploitative Fee Structures

- 20.1. A matter of long-standing controversy: why does the Board permit fee structures that bind families and sponsors to payment obligations after residents depart or abscond?

- 20.2. Does the Board acknowledge non-compliance with the Consumer Protection Act?
- 20.3. What justification does the Board have for these practices not being brought into legal and ethical compliance?
- 20.4. Does the Board recognize that these practices have widely come to be seen as exploitative of vulnerable families?
- 20.5. Why does the Board refuse to recognize how the engagement of lawyers to silence and/or pursue those responsible for fees beyond the bounds of the Consumer Protection Act is damaging to people's wellbeing, to therapeutic relationships and to the reputation of the Organisation?

21. Nutrition, Food Safety, and Health & Safety Failures

- 21.1. Why does the Board not remedy the menu when the quality of meals offered are without nutritionist approval and falls below accepted standards for inpatient treatment facilities of adults and/or youth, despite internal and external concerns raised in this regard, for years?
- 21.2. Moreover, why has the Board failed to improve the Food and Beverage department, failing to act on repeated internal and external reports of gastrointestinal outbreaks, pest infestation, contamination of food and food storage areas, inadequate kitchen-, storage-, scullery- and dishing facilities as well as unsafe food transport methods, when calls for improvement are made year on year?
- 21.3. Why has a cook with a history of dismissible misconduct, a documented lack of acuity in the role as Food and Beverage manager, and poor judgment posing serious risk of harm to vulnerable residents in food stores become a primary authority in leadership, additionally putting the organisation at risk?

22. Deliberate Non-Payment of Electricity Account

- 22.1. How did the Board fail to identify or act on long-term non-payment of an electricity account since 2011, resulting in sizeable arrears?
- 22.2. How does the Board respond to the assertion that this information was knowingly withheld from ESKOM?

23. COVID-19 TERS Claims

- 23.1. What Board authorisation permitted the Executive to submit TERS claims for staff who continued working during COVID-19?

24. Unexplained Cross-Border Expenditure

- 24.1. What is the nature and purpose of the approximately R7.4 million per annum recorded as “Operating Expenses” relating to Mozambique in the 2021 and 2022 financial statements?

- 24.2. How did / does this expenditure directly support Healing Wings’ South African service users?