Role of the Board

Board

Our Board is responsible for promoting the long-term sustainable success of Airtel Africa and generating value for all our stakeholders. It establishes our purpose, vision and core values. It sets our culture and determines our strategy, risk management, succession and policies. And it monitors progress against the targets.

See more about the Board's responsibilities at www.airtel.africa

Chair

- Provides leadership and guidance and ensures that the Board effectively directs the Group
- Chairs Board and Nominations Committee meetings, sets meeting agendas and makes sure directors have accurate, timely and clear information
- Promotes high standards of corporate governance
- Builds a well-balanced and highly effective Board with a culture of openness to encourage constructive challenge
- Facilitates and promotes constructive relations between Board members and the effective contribution of non-executive directors
- Acts as a link between executive and non-executive directors
- Leads the annual review of the Board's effectiveness
- Engages with our stakeholders and balances the interests of all stakeholders
- Demonstrates objective judgement

CEO

- Ensures effective leadership and day-to-day running of the company
- Leads the ExCo and oversees key functions
- Develops and implements our strategy, planning and budgeting and ensures a long-term focus
- Reviews the organisational structure, including development and succession planning
- Manages our risk profile and establishes effective internal control
- Agrees our annual operating plan before formal Board agreement
- Ensures the chair and Board are updated on key matters
- Maintains relationships with stakeholders and advises the Board accordingly
- Has overall responsibility for sustainability

CFO

- Deputises for the CEO and manages our finances, including treasury and tax matters
- Leads the finance, tax, treasury, IT, investor relations and internal audit functions
- Oversees our risk profile together with the ExCo
- Agrees our annual operating plan before formal CEO and Board agreement
- Oversees our relationship with the investment community

Senior independent director

- Acts as a sounding board for the chair
- Acts as an intermediary for other directors, when necessary
- Is available to shareholders for discussing issues not resolvable through the usual channels
- Chairs Board meetings in the chair's absence
- Leads the Board's evaluation of the chair's performance

Independent non-executive directors

- Provide constructive challenge to executive directors
- Give strategic guidance to the company
- Offer specialist advice
- Serve on Board committees
- Hold executive directors to account against agreed performance objectives
- Devote enough time to the company to meet their responsibilities
- Meet at least twice a year without executive directors present

Company secretary

- Provides advice and support to the Board, its committees and individual directors on corporate governance, compliance and legal matters
- Ensures the Board has the policies, processes, information, time and resources needed to function effectively and efficiently
- Supports the chair in setting meeting agendas
- Makes sure directors have accurate, timely and clear information
- Is responsible for all company legal and compliance matters
- Acts as a link between the Board and its committees and between non-executive directors and the senior leadership team

Designated Board director for employee engagement

- Ensures employee views are considered by the Board, particularly when decisions might affect employees
- Strengthens the link between the Board and employees
- Regularly gathers employee views through a variety of formal and informal channels, including the new Employee Connect sessions, and identifies areas of concern