WOMEN RIGHT ADVOCACY INITIATIVE

BOARD POLICY

Prepared by

WRAI BOARD

DECEMBER 2021

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1.0 INTRODUCTION

This board policy was developed by the board at WRAI offices in December 2021. The need to review the other policy arose from the reality that WRAI has not only grown in terms ==of it is scope of work== but also in terms of the number of staff hired to undertake the various activities funded by various partners. The management has reasonably also changed from volunteers to paid staff which necessitated the need to clarify the roles.

This policy document consists of:

- Governance and management structure of WRAI
- Roles of board of directors, executive officials and management
- Board composition and criteria and criteria for selecting new board members
- Appointment of board members
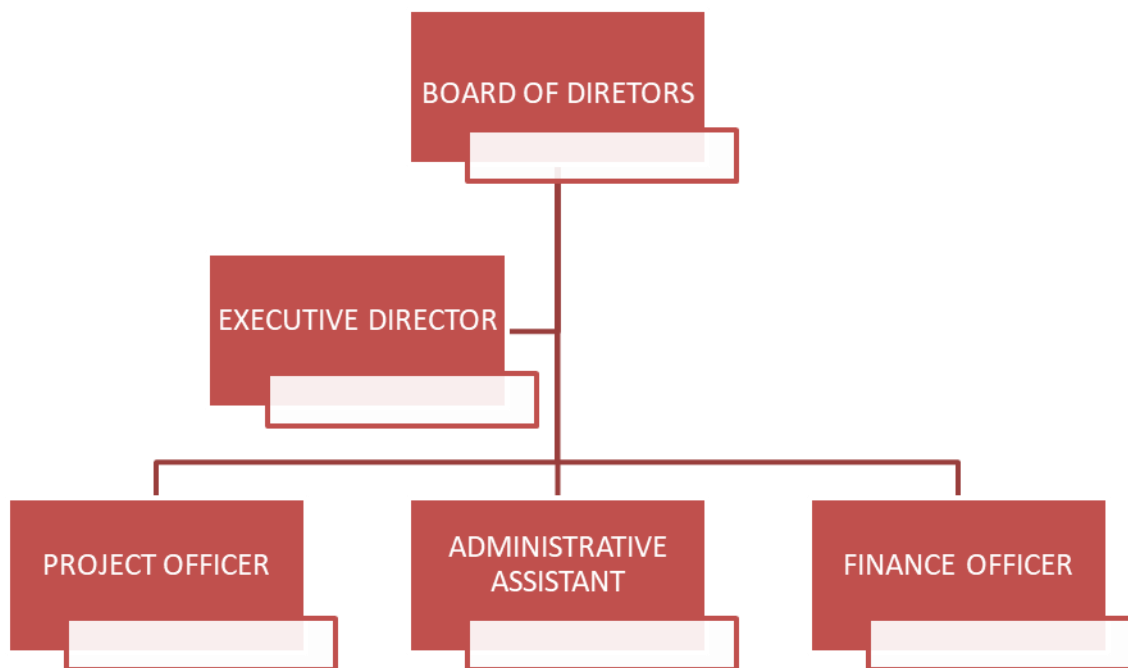- Meetings
- Board development

2.0 Governance and management structure

2.1   There shall be board of directors made up of seven members appointed by the sitting board from time to time as need arises. The board of directors shall be guided in their governance role by this board policy in performing the defined roles, ensuring continuity and smooth leadership transition.

2.2   The Executive Director (ED)

The day to day running of the organization shall be done by the Executive director assisted by the programme staff and programme accountant. The ED shall be the secretary to the board of directors.

2.3 The structure

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                    │  BOARD OF DIRETORS  │
                    └──────────┬──────────┘
                               │
         ┌─────────────────────┤
         │  EXECUTIVE DIRECTOR │
         └─────────────────────┤
                               │
      ┌────────────┬───────────┴───────────┬────────────┐
      │  PROJECT   │    ADMINISTRATIVE     │  FINANCE   │
      │  OFFICER   │      ASSISTANT        │  OFFICER   │
      └────────────┴───────────────────────┴────────────┘
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3.0 Roles **of board of directors**

3.1 The full board

1. Policy formulation and ensuring proper implementation of approved policy.
2. Receiving regular reports from the management and providing relevant feed back
3. Fund raising for the organization
4. Hiring and firing of senior staff
5. Monitoring/evaluation of programme effectiveness
6. Providing strategic direction to the management
7. Approving budget, activity plans and project proposals

8. Discipline of staff
9. Ensuring good public relations especially with the community
10. Resolving major conflicts in the organization
11. Undertaking performance appraisal for senior staff (CEO, Programme officers, programme accountant).
12. Providing legal representation

3.2 The chair

1. Chair board meetings
2. Liaise with the executive director as secretary to the board in calling for meetings and setting agenda
3. Representing WRAI in other forums including donors meetings and other stakeholders forums
4. Participating in fund raising activities
5. Resolving critical management issues referred
6. Authorizing expenditure in excess of kshs 500,000

3.3 The treasurer

1. Proving oversight on financial management
2. Review and endorse budget proposals before submission to the board for approval
3. Review and endorse financial (quarterly, annual) reports
4. Be involved in procurement processes for amounts in excess of kshs 500,000
5. Approve all expenditure in excess of kshs 500,000

3.4 Technical advisor

Purpose:

To provide advice to the board, link the organization with the outside world and to sensitize potential donors on WRAI work.

Criteria for appointing technical advisor

1. Good public relationship
2. Wide exposure of NGO world locally and internationally
3. Good link with Wajir County
4. Knowledgeable on local culture and environment
5. If possible a good fund raiser
6. One without a hidden interest

Role of the technical advisor

1. Will be expected to use his/her wide experience and exposure to promote the work of WRAI
2. Advocate for WRAI in terms of credibility building and sourcing for resources

3. Providing advice on areas that WRAI board requires improvements
4. Strategic thinking
5. Winning resources
6. Facilitate linkages, networking and collaboration with potential donors and GOK ministries/Departments at national and county levels.

Role of Executive director

1. Day to day running of the organization
   - Programme planning and implementation
   - Monitoring and evaluation
2. Represent the organization in various forums(ED or his/her managemet)
3. Authorizing expenditure up to Ksh 500,000
4. Spearheading fund raising
5. Hires and fires support staff at the levels of secretary, driver, office assistant and guard
6. Discipline as in 5 above (see 3.18.)
7. Secretary to the board
8. Staff performance appraisal for all staff and recommending as necessary to the board on all senior staff for action
9. Updating board on activities and financial status of the organization
10. Spokesperson on behalf of the organization with outside world
11. Make policy change proposals for boards discussion and approval
12. Signing on behalf of the organization
13. Ensuring the organization remains open and accountable to the community, donors and board
14. Safe guard and enforce approved policies

4.0 Board composition and criteria for selection
1. Size- Board of directors shall consist of seven(7)members
2. Recruitment shall be based on the following criteria:

   I. *Competencies*
      - Fundraising
      - Community development
      - Finance
      - Public relations
      - Knowledge on local situation
      - Governance/ human right

II. *Image, credibility and link with outside world*
III. *Gender- at least 1/3 of the members shall be female*
IV. *Ensuring minimal role conflict as follows;*
    a) Employees of funding agencies supporting WRAI will not be members
    b) Employees of organizations co-funded with WRAI with same donor and with similar interests will not be members
    c) A board member who applies for an advertised post by WRAI automatically ceases to be a member. Reappointment to the board (if person fails to secure the position) can be considered after six (6) months. This clause applies to 4(a) and (b) above.
3. Commitment to community development
4. Availability

5.0 Appointment of Board members

Recruitment of new board shall be by introduction by an existing member. Members shall float a name of a prospective volunteer.

a) If a person floated is well known by 2/3 of the members, the board shall discuss and decide on whether to bring she/he on board or not in their absence
b) If not well known, the person shall be brought in for interview by the board and decision made in their absence
c) A final decision shall be made by two thirds of board members and communicated in writing before the new member is allowed to participate. Their acceptance must be made in writing.
d) Probation
   A new member will go through a probation period based on their participation of four (4) scheduled board meetings.

   During the probation, a new board member shall enjoy all privileges of a member except:-
   • They cannot introduce a new member
   • Cannot stand for elective post

e) Confirmation
   The chair person shall make recommendations to the members comprising two thirds of members based in Wajir. The confirmation shall be done in writing.

6.0 Meetings

The full board shall meet quarterly during the months of March, June, September and December. The quorum for such meetings shall be four members.

7.0 Board development

To facilitate the board to function effectively the following development activities shall be undertaken:

- Capacity building workshops and seminars
- Information sharing meetings

8.0 Others
- Hire specialized skills provided by board members when need arises. This is potentially a source of role conflict and shall be done only on very exceptional situations.
- A group personal accident cover for all board members while on official duty(this will depend on the availability of willing donor)

SIGNED BY…………………………………………………………..

HUSSEIN KALIL

CHAIRMAN

WOMEN RIGHT ADVOCACY INITIAVE

SIGNED BY……………………………………………………………

FATUMA ABDULLAHI AHMED

SECRETARY

WOMEN RIGHT ADVOCACY INITIATIVE