



**GOVERNANCE CHARTER OF
THE AFRICAN NGO COUNCIL**



The global voice for African civil society

GOVERNANCE CHARTER

AFRICAN COUNCIL OF NON-GOVERNMENTAL ORGANISATIONS

GOVERNANCE CHARTER Updated March 2020

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1. THE AFRICAN COUNCIL OF NON-GOVERNMENTAL ORGANISATIONS

1.1 Introduction

The African Council of Non-Governmental Organisations (“the African NGO Council” or “AFRONGO”) is an inclusive membership organisation of NGOs and their networks as well as ‘un-networked NGOs’, which subscribe to and support the Council’s vision, mission and values. It provides a regional platform for NGOs in their diversity, active nationally and regionally; to contribute to governance and development processes across Africa.

The Council is the pan-African umbrella organisation for NGOs operating at the national and regional levels. It was founded by a group of NGOs out of their concern to avoid duplication of NGO efforts, and to minimise conflict and competition between NGOs. The founders were also interested in ensuring maximum use of resources mobilised by NGOs for relief and social development purposes through collaboration, networking, and mutual reinforcement of each other’s activities.

1.2 Corporate Vision

The Council’s corporate vision is *“a coherent, respected and well-informed African NGO sector, actively contributing to citizens’ wellbeing and safeguarding their rights.”*

1.3 Mission Statement

The African NGO Council is dedicated *“to provide a networking, learning, sharing and reflection platform for NGOs to influence governance and development processes across the continent, and enhance their operating environment.”*

1.4 Our Core Values and Principles

AFRONGO embraces the following set of core values that guide the work of the organisation:

- Social Justice and Equity - We promote equality, dignity and a more just society, especially with regard to the poor and marginalised.
- Gender Equality and Diversity - Our work will reflect and promote respect for gender and diversity issues.
- Autonomy – We shall strive for and safeguard the rights for NGOs to existence and independence at all times.
- Accountability – We shall hold ourselves accountable to the highest level of ethical behaviour and responsibility for our actions, while maintaining integrity in our performance.
- Collective Action and Solidarity - justified by our mission, We shall stand with and by other global, regional and national NGOs and CSOs when they are faced with challenges in their work.
- Unity in Diversity - We celebrate diversity in the NGO sector but strive to achieve unity amongst NGOs and with other like-minded actors and disciplines.

- Self Sufficiency – We shall work towards sustainable development outcomes.
- Leadership – We shall strive to provide leadership and strategic direction for the national and Africa regional NGO community.

1.5 Aims, Objectives and Processes

The Guided by continual analysis of the national, regional and global civil society environment and in keeping with its agreed principles, the specific strategic and fundamental objects of the Council are:

- a) To create a broad based global body for African NGOs to come together in pursuit of collective agendas and to engage with governments and other actors in the regional development process;
- b) To foster a vibrant, sustainable, independent African civil society platform that supports global progress towards an open society;
- c) To promote the development of pluralistic civil society channel as a key information and accountability mechanism for democratic development in Africa;
- d) To enhance the performance of its network members and their ability to deliver high-impact, cost-effective, and innovative programmes for the promotion of environmentally sound, equitable and sustainable socio-economic development across the continent;
- e) To foster thought leadership and information in the African NGO community and the critical issues facing it, and for the production of high quality research and information essential in strengthening the sector;
- f) To build leadership, management and professional capacity to enhance the quality, ethics and overall professionalism of NGOs across Africa, with a specific focus on gaps in planning, management, programming, funding raising and technical skills;
- g) To facilitate the establishment of best practices in NGO governance, advocacy, training, resource use, safety and security;
- h) To be the repository of data and its analysis focusing on key issues in the Africa regional and national civil society community;
- i) To support the improvement of the legal and policy environment for independent civil society, including needed reforms of national NGO/civil society laws and broader freedom of assembly, freedom of expression, and access to information policies;
- j) To raise, mobilize and disburse funds and other resources for the promotion of the objects of the Council;
- k) To design, organise and conduct suitable training and educational programs, courses, seminars, study groups, workshops and other activities for individuals and groups;

- l) To provide a mechanism for cooperation among key national, regional and international civil society and development bodies, among others;
- m) To provide a platform for consensus building among AFRONGO members and key stakeholders across Africa and around the world;
- n) To actively contribute in human capital development through offering members capacity building, continuing education, training and learning opportunities;
- o) To interact with the regulatory bodies to support and protect the common interests of all NGO practitioners and civil society actors across the continent;
- p) To provide forums for AFRONGO members and civil society partners to enhance their knowledge base and enhance mutual cooperation;
- q) To organise events where civil society stakeholders meet to discuss issues of common interest and concern;
- r) To assist members with fundraising, advocacy, strategy mapping, marketing and promotions;
- s) To reflect the positive image of the NGO sector and civil society actors and services worldwide;
- t) To present opportunities for members to market and showcase their products and services;
- u) To help members increase business and generate revenue through exposure, networking and referrals;
- v) To conduct research with partner organisations on socioeconomic development issues and civil society matters in Africa and worldwide.

1.6 By-Laws Reference

The detailed provisions on the objectives, structure and processes of the African NGO Council are set out in the Council's Constitution and Charter which are reflected by reference in this Governance Charter/Manual.

1.7 AFRONGO's Organisational Structure

AFRONGO, as a global mouthpiece for African NGOs, operates based on a unique principle of shared and participatory cooperation to encourage and promote mutual partnership and equality among its members across Africa and with key stakeholders around the world. Furthermore, the Council has its secretariat in one of the poorest countries in Africa as a means to bring its mission and mandate closer to the people and organisations it seeks to serve, and also operates advocacy offices in key centres of Africa to be able to put NGO concerns on regional and international agenda and influence key decisions that impact NGOs and their operations across Africa.

With this background, AFRONGO's executive secretariat is based in Freetown, Sierra Leone, and maintains liaison and representational offices in strategic locations across Africa.

2. BOARD MEMBERSHIP PROCESS

2.1 Membership Process

AFRONGO's governance is the foundation upon which it acts as an autonomous, innovative, and efficient Pan-African organisation committed to empowering civil society organisations across Africa to promote and protect the environment and human rights and advance democratic values in their communities. A large, diverse and actively engaged Board of Directors gives the African NGO Council the credibility required to achieve its purpose, vision and mission.

Membership on the Board of AFRONGO shall be on representational basis of its members, and it shall be limited to legal persons who have attained the age of 18 and above, interested in furthering the objects of the African NGO Council, and shall consist of any such professional or expert whose recommendation for invitation as a member has received the approval of the Board of Directors of AFRONGO.

2.2 Membership Criteria

AFRONGO Board members are drawn from every region across Africa and represent all sides of the development, humanitarian, environmental sustainability, social justice, democracy and human rights community from advisory firms to NGOs, the professions and policymaking. Our membership of concerned NGOs represented by individuals committed to the vision and mission of the Council is extended to all those people of good will that meet the following minimum criteria:

- Must be a professional with at least five (5) years practical work experience in development, democracy or human rights related work in Africa;
- Must serve in his or her individual capacity to best serve the interest of the African NGO Council, and in order to ensure commitment and demonstrate leadership;
- Must be willing to actively and regularly participate in the governance process and management of the African NGO Council, and its programmes and initiatives;
- Must not have a particular political, religious or ethnic bias;
- Must adhere to business standards and sound corporate governance principles and ethics;
- Must be willing to promote the principles, values and activities of the African NGO Council;
- Must be willing to share best practices, experiences and resource materials or expertise with members of the African NGO Council;
- Must be willing to make financial contribution to the African NGO Council, where necessary, in furtherance of its mission.

2.3 Patrons of the African NGO Council

The African NGO Council shall at all-time recruit patrons in furtherance of its mission and objectives. Honorary Patrons of the African NGO Council shall be organisations or individuals who would have rendered a great service or secured a benefit to the African NGO Council by either rendering advisory

services, securing financial assistance in the form of endowments, gifts, or donations and any other well placed personalities whose membership would be beneficial to the African NGO Council. Honorary Membership is by nomination to the African NGO Council Board.

2.4 Board of Directors

Reputable African personalities or foreign experts in the development, humanitarian, democracy and human rights community in African civil society shall be invited to serve as Board of Directors of the African NGO Council. Board members have the right to attend and vote at all meetings of Board. Board members may be elected to the Board of the African NGO Council. And, in addition to general membership benefits, a Board member is entitled to two-term Board of Director nomination and subsequent priority participation in the Regional Advisory Council or Sub-Advisory Committees.

2.5 Advisory Board Members

Civil society, development, humanitarian, democracy and human rights experts and professionals of regional or national associations, law chambers, private firms, foundations, non-governmental organisations, and universities and colleges, may become Advisory Board Members. Advisory Board members serve in their individual capacity, and do not vote at the Board meetings, the African NGO Council' Board of Directors and are not elected to the Board. In addition to accessing all Board membership benefits, the African NGO Council' Board may nominate an Advisory Board Member as Advisor to the Board, with no voting power. Also, Advisory Board members would be required to have core values consistent with the Council's core values as outlined in this Governance Charter.

2.5.1 Removal

A Member may be removed at any time by the affirmative vote of a majority of the Board of Directors.

2.5.2 Address

Each Board Member shall at all times register and maintain their correct address with the Secretary.

2.5.3 Board Membership Invitation

Board Membership of the African NGO Council shall be by invitation only. Membership Invitation is extended to potential directors who meet the minimum requirements as specified in 2.2 above.

3. LEGAL STATUS

3.1 Establishment

The African NGO Council is an independent pan-African foundation with its own legal status. The Council shall be a non-political, non-religious and a non-profit making organisation, with a Pan-African scope and mandate. The African NGO Council has other specialised structures that operate under its legal auspices.

3.2 Management

The African NGO Council shall be managed by a Board of Directors. The Council shall be governed by its Charter/Constitution, governing policies, and other legislation commonly applied in the country where it has its secretariat, and in countries where it has its National Chapters or Representative Offices.

4. CORPORATE GOVERNANCE

4.1 Composition of the Board

The assets and business of the African NGO Council shall be administered by a Board of Directors comprising at least six (6) and no more than twelve (12) directors. The number of directors shall be determined from time to time by a majority of the directors at a meeting of the Board of Directors and sanctioned by an affirmative vote of at least two-thirds (2/3) of the members at a meeting duly called for the purpose of determining the number of directors to be elected to the Board of Directors. The number of Directors of the Council shall be fixed, and may be changed from time to time, by the directors; provided, however, that the number of directors shall not be less than six nor more than twelve and further provided that the number of directors may not be reduced to a number less than the number of directors then in office unless such decrease shall become effective at an annual meeting of members.

4.2 Eligibility

Directors must be individuals, 18 years of age, with power under law to contract provided the relevant Member is up to date in performing their Board duties, and is otherwise in good standing.

4.2 Election, Vacancies, And Resignation

Directors will be elected to two-year terms. No Director shall be elected for more than two consecutive terms.

4.3 Powers

The directors of the African NGO Council may administer the affairs of the Council in all things and make or cause to be made for the Fund, in its name, any kind of contract which the Council may lawfully enter into and, save as hereinafter provided, generally, may exercise all such other powers and do all such other acts and things as the Council is by its charter or otherwise authorised to exercise and do.

4.3.1 Expenditures

The directors shall have power to authorise expenditures on behalf of the African NGO Council from time to time and may delegate by resolution to an officer or officers of the Council the right to employ and pay salaries to employees. The directors shall have the power to enter into a trust arrangement with a trust company for the purpose of creating a trust fund in which the capital and interest may be made available for the benefit of promoting the interest of the Council in accordance with such terms as the Board of Directors may prescribe.

4.3.2 Borrowing Power

The Board of Directors is hereby authorised, from time to time:

- to borrow money upon the credit of the African NGO Council, from any bank, corporation, firm or person, upon such terms, covenants and conditions at such times, in such sums, to such an extent and in such manner as the Board of Directors in its discretion may deem expedient;

- to limit or increase the amount to be borrowed;
- to issue or cause to be issued bonds, debentures or other securities of the Council and to pledge or sell the same for such sums, upon such terms, covenants and conditions and at such prices as may be deemed expedient by the Board of Directors;
- to secure any such bond, debentures or other securities, or any other present or future borrowing or liability of the company, by mortgage, hypothec, charge or pledge of all or any currently owned or subsequently acquired real and personal, movable and immovable, property of the Council, and the undertaking and rights of the African NGO Council.

4.4 Gifts

The Board of Directors shall take such steps as they may deem requisite to enable the Council to acquire, accept, solicit or receive legacies, gifts, grants, settlements, bequests, endowments and donations of any kind whatsoever for the purpose of furthering the objects of the Council. Accepting gifts or donations shall be guided by the Council's Gift Acceptance Policy.

4.5 Employees

The Board of Directors may appoint such agents and engage such employees as it shall deem necessary from time to time and such persons shall have such authority and shall perform such duties as shall be prescribed by the Board of Directors at the time of such appointment.

4.6 Remuneration

Remuneration for all officers, agents and employees and committee members shall be fixed by the Board of Directors by resolution. Such resolution shall have force and effect only until the next meeting of members when such resolution shall be confirmed by resolution of the members, or in the absence of such confirmation by the members, then the remuneration to such officers, agents or employees and committee members shall cease to be payable from the date of such meeting of members.

4.7 Vacancies On The Board

The Board of Directors may fill any vacancy occurring in the Board of Directors and any directorship to be filled by reason of an increase in the number of Directors. Each Director so elected or appointed to fill a vacancy shall hold office for the unexpired term of his predecessor, and each director so elected or appointed by reason of an increase in the number of directors shall be elected or appointed to hold office until the election of the Board of Directors held next after his election or until his successor shall have been duly elected and qualified, or until his earlier death, resignation or removal.

4.8 Removal of Directors

Any Director may be removed by a majority of the members whenever in their judgment the best interests of the Council will be served thereby.

4.9 Resignation

A director may resign at any time by giving a written notice to the Board of Directors of the African NGO Council. Such resignation shall take effect at the time specified therein, and, unless specified therein, the acceptance of such resignation shall not be necessary to make it effective.

5. CORPORATE OFFICERS

5.1 Nominations of Officers

The Officers of the African NGO Council shall be the Chairman, one Vice-Chairman, President, Secretary and Treasurer. The term of each officer shall be for one year, except for the President & Group CEO who shall be an ex-officio and the permanent representative of the African civil society and the secretariat.

The African NGO Council endeavours to ensure a fair and equitable African regional representation is reflected in the Officers of the Council.

5.1.1 Chairman

The Nominating Committee will nominate the Chairman, subject to the approval of the Board of Directors. The Chairman of the Board shall be a Director. The Chairman of the Board shall, when present, preside as Chairman at all meetings of the Board of Directors and of the Executive Committee and may call meetings of the Board of Directors whenever he deems it advisable. He shall have general direction over the affairs of the African NGO Council and shall establish all major policies, subject to the control and direction of the Board of Directors. He shall consult with, advise and instruct the President in the latter's management, administration and operation of the African NGO Council. He shall have such further and other powers and duties as shall be prescribed by the Board of Directors.

5.1.2 Vice-Chairman

One Vice-chairman will be nominated by the Nominating Committee, subject to the approval of the Board of Directors. When the Chairman is not present, a Vice-chairman shall preside at all meetings of the Board. The Vice-Chairman shall also consult with and advise the Chairman generally on matters related to the Chairman's fulfilment of his responsibilities and shall work in concert with the latter to define the Council's overall mission and strategy for implementation of same. In the absence or incapacity of the Chairman, the Vice Chairman shall jointly exercise all of the powers and perform all duties of the Chairman. The Vice-Chairman shall also undertake all the duties and responsibilities of the Secretary in the absence or incapacity of the Secretary. As per 5.1 above, the Board of the African NGO Council through its Nominating Committee takes into account Africa regional representation when it nominates all the Officers of the Council. (E.g. When the Chair is from one region, by convention the nominated Vice-Chair will be from one other region.)

5.1.3 President/Chief Executive Officer

The President is a special representative of the African NGO Council headquarters on the Council's Board of Directors. The President shall be the Chief Executive Officer of the African NGO Council. The President shall be an ex-officio member with no voting right on in Board meetings, and shall have active and general management of the business of the African NGO Council, and in general shall perform all duties and exercise all rights incident to the office and to any other duties as may from time to time be prescribed by the Board of Directors of the African NGO Council.

5.1.4 Secretary

The Nominating Committee will nominate the Secretary, subject to the approval of the Board of Directors. The Secretary shall have the responsibility for recording all minutes of the Board of Directors

and its committees. The Secretary, as well as the President, shall be responsible for insuring that records of all meetings of the Board of Directors are accurate, current and convenient to those responsible for the wellbeing of the African NGO Council. The Secretary is responsible to keep the Corporate seal.

5.1.5 Treasurer

The Nominating Committee will nominate the Treasurer, subject to the approval of the Board of Directors. The Treasurer shall keep full and correct account of receipts and disbursements in the books belonging to the Council, and shall deposit all moneys and other valuable effects to the credit of the African NGO Council in such banks of deposit as may be designated by the Executive Committee. The Treasurer shall invest the funds of the Council for the account of the African NGO Council in such manner, as the Executive Committee shall determine. The Treasurer shall dispose of, or direct agents authorised by the Executive Committee to dispose of, funds of the African NGO Council as may be ordered by the Executive Committee, taking proper vouchers for such disbursements, and shall render to the President and the Executive Committee, whenever they may so require, an account of all the transactions conducted as Treasurer and the financial condition of the African NGO Council.

5.1.6 Tenure of Chairman and other Officers

Except for the President/CEO who serves as a permanent ex-officio member of the Board of Directors, the tenure of the Chairman and all other officers is for a term of one (1) year at the end of which they shall be eligible to stand for re-election.

6. MEMBERS' MEETINGS

6.1 Place of Meetings

Meetings of Members shall be held in the city where the head office of the African NGO Council is located or at some other place in Africa if the Board of Directors so determines.

6.2 Time of the Meetings

The annual meeting of the members shall be held within 60 days after the end of African NGO Council's fiscal year. The Board of Directors has power to call, at any time, a special general meeting of the Council. The Board of Directors must call a special general meeting of members upon written requisition of members carrying not less than 5% of the voting rights.

6.3 Notice of Meeting

A written notice stating the place, day and hour of an annual meeting or a special general meeting shall be delivered, either personally or by mail, not less than 10 nor more than 60 days before the date of the meeting, or in the case of a removal of one or more Directors, a merger, consolidation, dissolution or sale, lease or exchange of assets not less than 20 nor more than 60 days before the date of the meeting, to each member entitled to vote at such meeting. If mailed, such notice shall be deemed to be delivered when deposited in the Sierra Leone postal system, addressed to the member at his address as it appears on the records of the African NGO Council, with first-class postage thereon prepaid. Notice of each meeting of members must remind the member that he has the right to vote by proxy or contain a proxy form.

6.4 Quorum

Six (6) members present in person or represented by proxy shall constitute a quorum at all meetings of members.

6.5 Vote

A majority of the votes cast by the members present and carrying voting rights shall determine the questions in meetings except where the vote or consent of a greater number of members is required by these By-laws.

6.6 Annual Meeting

At every annual meeting, in addition to any other business that may be transacted, the report of the directors, the financial statement and the report of the auditors shall be presented and auditors appointed for the ensuing year.

Annual General Meetings (AGMs) also known as the African NGO Forum Annual Meeting shall be held every year at the instance of the Board and shall be attended by all members of the Board who are able to do so.

6.7 Special General Meetings

Notice of any meeting where special business will be transacted shall contain sufficient information to permit the member to form a reasoned judgment on the decision to be taken.

6.8 Proxy

A member may, by means of a written proxy, appoint a proxy holder to attend and act at a specific meeting of members, in the manner and to the extent authorised by the proxy.

7. DIRECTORS' MEETING

7.1 Time and Notice of Meetings

Meetings of the Board of Directors may be determined by the Chairman, the President or the written request of six (6) directors. All directors must be provided with a 48 hours written notice of such meeting, other than by mail. Notice by mail shall be sent at least 14 days prior to the meeting. There shall be at least four (4) meetings per year of the Board of Directors. No error or omission in giving notice of any meeting of the Board of Directors or any adjourned meeting of the Board of Directors of the Council shall invalidate such meeting or make void any proceedings taken thereat and any director may at any time waive notice of any such meeting and may ratify, approve and confirm any or all proceedings taken or had thereat. Each director is authorized to exercise one (1) vote.

7.2 Place of Meetings

Meetings of directors shall be held in the city where the head office of the African NGO Council is located or at some other place in Africa if the Board of Directors, so determine and if all the directors, so agree.

7.3 Quorum

Fifty-one per cent (51%) of Directors shall constitute a quorum for the transaction of business at any meeting of the Board of Directors. The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, as provided by the By-Laws of the African NGO Council.

8. COMMITTEES

8.1 Composition of Committees

The Board of Directors may constitute as many Committees or Working Groups of the Board as it may deem fit. The composition of such Committees may include members of the African NGO Council who are not Directors.

There are five (5) Standing Committees of the African NGO Council:

- 1) The Executive Committee
- 2) Membership Committee
- 3) Fundraising Committee
- 4) A Nominating/Recruiting Committee, and
- 5) The Grant Making /Working/Operations Committee

The Board of Directors shall appoint one member of each committee as Chairman of the committee. The Chairman for each Working Group will be appointed by the Working Group.

8.2 Membership of Committees

All Committees and Working Groups shall comprise a Chairman and a minimum of three (3) other members provided it may be necessary to appoint a higher number of members for any committee.

8.3 Composition of the Executive Committee

The Executive Committee shall be made up of the Chairman of the Board, the former Chairman of the Board, the President/CEO, the Treasurer and two directors elected by the Board of Directors, as well as the *ex officio* Chairman. There shall be not less than two Executive Committee meetings per annum.

8.3.1 Functions of the Executive Committee

The Executive Committee shall perform the following functions:

- I. Handling of any matter or assignment referred to it by the Board;

- II. Supervision and management of the affairs of the African NGO Council in between Board meetings in addition to handling matters that the Council' Officers or other Committees may refer to it;
- III. Overseeing and managing the public image of the African NGO Council;
- IV. Addressing specific operational problems addressed to it by the Fundraising Committee or Secretariat;
- V. Any other function that the Board may refer to it from time to time.

9. MANAGEMENT

9.1 President/Chief Executive Officer

The day-to-day operations of the African NGO Council shall be carried out by a President/Chief Executive Officer (CEO) and other professional staff, volunteers, interns and consultants of the Council. The President/CEO is a representative of the African NGO Council headquarters and a non-voting member of the Board of Directors and all committees.

9.1.1 Tenure Appointment of the President/CEO

The President in Appointed by the African NGO Council headquarters in Freetown, Sierra Leone. The President shall be the Chief Executive Officer of the Council. The President shall serve five years each term, not exceeding three terms, and shall have a non-voting position on all board committees, shall have active and general management of the business of the African NGO Council, and in general perform all duties and exercise all rights incident to the office and to any other duties as may from time to time be pre-scribed by the Board of Directors.

9.1.2 Duties of the President/CEO

The President/CEO performs the following functions:

- a) The President/CEO is the chief administrator and head of the Secretariat of the African NGO Council, and reports directly to the Board through the Chairman of the Board;
- b) The President/CEO shall handle employment, fundraising, grant administration, development and coordination of the Council staff, overall administrative planning to position the Secretariat for effective and efficient service delivery in furtherance of the African NGO Council's goals;
- c) In consultation with the Chairman and other the African NGO Council Board members, the President/CEO shall develop programmes and agenda for the Board and Executive Committee meetings which best implement the desired goals of the Council;
- d) The President/CEO shall liaise with and keep abreast of the programmes and activities of the Committees.

9.2 Executive Director

The Executive Director serves as deputy to the President and CEO. In addition, the Executive Director:

- 1) Shall assist the President in providing strategic leadership to manage and direct the political will of the African NGO Council's Executive Secretariat;
- 2) Shall assist the President/CEO for maintaining an inventory of the Council's assets;
- 3) May, subject to the approval of the Executive Board and in consultation with the President/CEO, appoint such staff as he or she considers necessary for the proper conduct of the affairs of the Executive Secretariat;
- 4) Shall implement the decisions of the Board and other committees of the African NGO Council;
- 5) Shall observe the policies and guidelines laid down by the Executive Board and the Regional Advisory Council of the African NGO Council;
- 6) Shall assist the President/CEO to coordinate, support and manage the work of the Council;
- 7) With the approval of the President/CEO, the Executive Director shall represent the African NGO Council at national, regional and international events and other functions in accordance with the guidelines laid down in the Council's Governing Documents;
- 8) Shall assist the President/CEO to coordinate and supervise the activities of Chapter and Special Representatives, Solicitors and Affiliates and staff of the African NGO Council at all levels;
- 9) Shall serve as the Secretary to the settings and functions of the Executive Committee;
- 10) Shall assist the President/CEO to submit reports to the Executive Board on all activities of the African NGO Council every quarter.

9.3 Sub-regional and National Chapter Coordinators

The Executive Director oversees and coordinates the activities of the African NGO Council's National Chapter Coordinators and their offices. Chapter Coordinators are a first point of contact for partners and grantees in their region or country.

10. FINANCIAL PROVISIONS

10.1 The African NGO Council Financial Year

The African NGO Council's fiscal year runs from April 1 to March 31.

10.2 Sources of Income

The African NGO Council finances its operations from voluntary contributions such as subscriptions, activity fees, and various contributions and donations. The Board of Directors sets the fundraising goals annually.

10.3 Budget Statement

The President submits to the Executive Committee during the last quarter of each year the budget proposals for the following fiscal year. If adopted by the Executive Committee, the budget proposals will be the official budget for the year. The President presents a report showing performance in relation to the budget and, if necessary, recommends changes at each Board meeting.

10.4 Reserve Fund

The surplus funds of the African NGO Council are to be held in a Reserve Fund, which shall be used to meet corporate expenses not covered by current income or for such other purposes as the Board of Directors may determine.

11. ACTIVITIES

11.1 The African NGO Council Programmes

The African NGO Council will continue to provide opportunities and forum for key stakeholders to meet regularly amongst themselves, and with public sector officials, in an informal but effective way. The programmes organised by the African NGO Council shall include, but not limited to:

- a) Workshops and seminars, promoted by the African NGO Council on issues relevant to humanitarian actions, governance and sustainable development in African communities. The Council can also collaborate with other promoters in the interest of success of each event;
- b) Public lectures, conferences, incorporating public and private sector leaders for constructive dialogue, on different aspects of democracy and human rights and NGO governance in Africa;
- c) Research to provide in-depth knowledge of specific areas of Africa's human development, peacebuilding, human security and democracy processes and human rights protection and promotion, NGO capacity building, and
- d) Any other activity as the relevant Committees may decide from time to time.

11.2 Co-operating with other institutions

The African NGO Council shall co-operate with other institutions in Africa and abroad.

11.3 Publications

The African NGO Council publications will include annual and quarterly activity reports, a monthly newsletter, a quarterly magazine for public education, policy guidelines, case studies, research documents, (documenting recommendations and proposals), newsletters, a website portal and position papers. The list of publications will be progressively expanded, as the African NGO Council endeavours to disseminate its findings on a consistent basis.

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