

KOL BOARD MANUAL



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1.0 INTRODUCTION:

Kids of Light-Uganda a child based organization established in 2017 seeks to support and show compassion to the highly vulnerable children in Uganda. The Initiative was birthed following dilemma created by the aftermath of over a 2 decade insurgency in Northern Uganda. The Repatriation and resettlement of IDPs failed to fundamentally offer core elements of reparation and the resilience from psycho-social traumas, leaving many returnees to almost begin from step one.

This prompted a group of experienced social workers to Team up and come out with an alternative development plan including rights based approach and socio-economic empowerment to be undertaken through establishment of a rehabilitation Centre for Psycho Social health and Educational provision for the OVCs in Alebtong District to compliment government.

1.1 VISION: "A Child nurtured and empowered to live, love and serve Communities." Kids of Light –Uganda shall provide sponsorship to children from Nursery to Higher institution of Learning. The Providence of Education, health and environmental management is aimed at creating an enabling environment of resilience, interdependency and self –reliance through good health services and skills acquired from the school.

1.2 MISSION: To identify vulnerable children, equip them in the word of God, protect and develop their potentials to Live, Love and Serve communities.

1.3 OVERALL GOAL: To provide socio-economic empowerment and support to the Vulnerable Children for self-reliance.

1.4 Specific Objectives

1. To establish and functionalize a modern Child care center to support education and health of the vulnerable children aged 4-27 years
2. To provide learning Aid and scholastic materials to the identified vulnerable children in schools.
3. To train Children's teachers and caretakers to enhance their capacity to deliver services to the children.
4. To promote talents and gifts of talented children to live productive lives.
5. To strengthen families of adopted children to enhance their well fare.
6. To undertake and build the capacity of families/individuals for economic and sustainable livelihoods.
7. To support programs that increase access to safe, clean water and basic sanitation for the vulnerable children and their families.
8. To establish a fully equipped modern health unit to provide basic health services and medical care to the vulnerable children and their care givers.
9. To carry out advocacy in the key social domains of health and education.
10. To strengthen collaboration with church institutions, government and development partners to support Vulnerable Children in Alebtong district and the entire country.

1.5 Thematic Areas:

1-Education

2-Health

3-Environmental Management.

2.0 Organizational governance

The Board of Directors shall be required to perform these roles stipulated below;

2.1 Planning.

- Policy development & oversight for the implementation of policies & procedures.
- Planning the organizational future (long& short term)
- Deciding which services or programs the organization provides.
- Evaluating or scrutinizing the organization's programs & operations on a regular basis.

2.2 Administration

- Providing the governing body members with opportunities to grow as leaders.
- Approving the Executive Director evaluating his or her performance.

2.3 Finance

- Ensuring financial accountability.
- Overseeing, reviewing & approving the organization's annual budget.
- Raising funds & ensuring that adequate funds are raised to support the organization's work.
- Monitoring expenditure vs. budget.
- Safeguarding the assets of the organization.

2.4 Community relations

- Ensuring that programs & services appropriately address community or client needs.
- Marketing the organization's services & programs.
- Continuing public relations, which includes an awareness that governing body members are agents or messengers of the organization in the community.
- Representing the community and its interests.

3.0 Functions of the Board of Directors.

- To ensure the organization's success by providing clear strategic direction & sound management.
- To provide active leadership of the organization within a framework of effective checks & balances.
- To set the organization's strategic aims & ensure that the necessary financial & HR Policies are in place.

- To ensure that the interests of beneficiaries are always at the Centre of the organization's thinking & work.
- To safeguard the organization's financial & human resources

4.0 Board Structure

4.1 Chairperson

A board chair's role is central to coordinating the work of the board, ED & committees.

The chair's role may have appointive power for committees, depending on what is specified about this role in the bylaws.

The power of the b/ chair is usually through persuasion & general leadership.

The responsibilities of the chair of the board include:

- Serve as the chief volunteer of the organization.
- Become a partner with the ED in achieving the organization's mission.
- Provide Leadership to the board who sets policy and to whom the
 - ED is accountable.
- Chair meetings of the board after developing the agenda with the E.D
- Encourage board's role in strategic planning.
- Appoint the c/persons of committees, in consultation with other board mbrs
- Serve as *ex officio* member of committees & attend their meetings when invited.
- Discuss issues confronting the org. with the ED.
- Help, guide & mediate board actions with respect to organizational priorities & governance concerns.
- Review with the E.D any issues of concern to the board.
- Monitor financial planning & financial reports.
- Play a leading role in fundraising activities.
- Evaluate the performance of the ED, the effectiveness of the board members and also the performance of the organization in achieving its mission.
- Perform other responsibilities assigned by the board.

4.1.1 Job Description of the Chair of the Board

(a) Purpose.

Lead the board in ensuring that it is fulfilling its responsibility for the governance & strategic direction of the organization; ensure that there is an effective relationship between the board members. &

- Ensure that the board is constituted & operates in a manner consistent with the constitution & bye-laws of the organization.
- Chair meetings of the board in a focused & effective way, seeing that it functions effectively & carries out its statutory duties.
- Ensure that the business of meetings is dealt with professionally, that decisions are clearly arrived at & recorded & their implementation monitored.
- Ensure that the board set overall strategy and policy objectives & that, in doing so, has the needs of the whole association as its overriding concern.
- Ensure that the association's financial dealings are prudently & systematically accounted for, audited & publicly available.
- Participate in fundraising events & give an annual financial contribution to the best of personal ability.
- Carry out the responsibilities of office in accordance with applicable bye-laws & statutory requirements for non-profit orgs.
- Ensure that replacements of board members are done in good time, with due regard to the balance of skills required on the board, & that an effective induction & development program is in place.

(b) Ensure that there is an effective relationship between board members & staff/volunteers:

- Preside over board meetings & attend meetings of staff, volunteers & supporters as appropriate.

- Ensure that appropriate procedures to comply with current employment & equal opportunities legislation & good practices are established.
- Ensure that there are effective mechanisms in place for monitoring the implementation of the decisions made by the board.
- With the ED, agree an annual calendar of meetings & major events for the association.
- Ensure appropriate communication systems are in place between board members & staff to satisfy the board's need to be aware of internal & external issues affecting the operation of the organization.
- Maintain knowledge of the organization's activities & progress against objectives in order to be able to ensure that relevant discussions occur at the board level & decisions are taken.
- Support the ED in setting & achieving his/her own annual strategic objectives.
- Ensure with the ED that appropriate goals are set with the resources i.e. Personnel, financial and materials available.

(c) Competencies

- Demonstrable commitment to the values, principles & aims of the organization.
- A good understanding of the organization's work.
- A strong understanding of the management needs of a non-profit organization acquired through significant experience in an executive capacity within the corporate and/or NGO sectors.
- The ability to attract wider support across political boundaries.
- The ability to project the organization's vision for children & young people in a way which actively motivates & guides board members, staff & supporters.
- Highly developed communications & possibly marketing skills.
- The ability to support & encourage the ED & to maintain the close working relationship between board members, the staff & supporters.
- Experience of financial planning.
- Highly developed Problem-solving skills & the ability to maintain a positive & constructive approach to ensure that progress is made.
- Sufficient control of personal time to prepare for & participate in meetings & other activities to represent the organization externally & to meet with the ED, staff & supporters on a regular basis.

4.2 The Vice Chairperson

Shall perform all duties in the absence of the chairperson and bear the same job description and qualifications.

4.3 Treasurer

4.3.1 Model Job Description of the Treasurer

(a) Purpose

Assist the board in fulfilling its responsibility to protect the financial integrity of the organization, advise & assist the ED so that the organization acts in a fiscally responsible way & support the board in ensuring that the organization remains financially positioned to deliver on its objectives & that the strategic direction can be supported by its financial resources audited & publicly available.

- Work closely with the chair.
- Act as a member on the Audit Committee if there is one.
- Consult with the ED on financial assumptions underlying planning & budget documents & advise the ED and the board on accounting, budgetary & other financial matters.
- Make financial recommendations to the board as appropriate.
- Give support & guidance on financial matters to board members, particularly when they are new to their duties or when they are making difficult decisions concerning the organization finances.
- Participate in fundraising events & give an annual financial contribution to the best of personal ability.
- Carry out the responsibilities of office in accordance with the bye-laws and statutory requirements for non-profit organizations.

(b) Work closely with and provide support and guidance to the ED and the finance Manager/ Account officer to ensure that:

- Financial planning processes are maintained & developed with the ED so that available financial resources are appropriate to the goals of the organization.
- The board receives all necessary accurate advice on the financial implications of strategic plans & initiatives;
- The board is presented with budget statements, accounts & financial information at all key points in the planning & budget cycle & the key issues in these statements are outlined in a coherent and easily understandable way.
- Standing financial instructions are implemented throughout the org.;
- Proper procedures for preparing auditing & presenting the annual reports are followed,
- Recommendations by the external auditors are implemented,
- Financial investments are consistent with the aims & objectives & investment activity is monitored &
- Appropriate accounting procedures & controls are in place throughout the organization.
- A strong understanding of the financial needs of a non-profit organization acquired through experience in an executive capacity within the corporate &/or NGO sectors.
- Knowledge of law & practice regarding financial management. Accounting & reporting.
- Strong diplomatic and interpersonal skills.
- Ability to support and mentor the ED & finance manager/Accounts officer on all aspects of financial management.

4.4 Secretary

The Executive Director is a secretary to the Board by default. The secretary is responsible for all the Board documents entailing minutes and purchases carried out by the Board.

The secretary guides the Board Meetings under the chairmanship of the Board Chair.

Liaises with Chairman Board to write important pieces of announcement and adverts that concern the organization.

He/She is in charge publicity.

However, the secretary when in the capacity of the ED shall not participate in Voting in case of any matter that may require democratic decision of the Board.

4.5 Membership

This Board Membership shall be opened to all sound –minded Ugandans and friends in diaspora who understand the purpose and the Vision for Kids of Light-Uganda.

4.5 .1 Model Job Description of a Board Member

(a) Purpose

Take part in formulating & regularly reviewing the strategic aims of the organization and ensure that the policy & practices of the organization are in keeping with its aims, ensure the organization functions within the legal requirements of a charitable organization & financially responsible to achieve its operational goals & ready to meet its debts as they fall due.

(b) Responsibility Areas and Duties

Take part in formulating and regularly reviewing the strategic aims of the organization:

- Serve the organization as a whole and participate as an active member of the board to bring independent judgment to bear on issues of governance, strategy, performance, resources and standards of conduct.
- Regularly attend & participate in board and committee meetings.
- Contribute specific skills and accept one or more committee or special task force assignments.
- Support fundraising events & give an annual financial contribution to the best of personal ability.

© Ensure policies are in keeping with the aims and objectives of the organization.

- Abide by the approved by- laws & other agreements endorsed by the organization.
- Support the organization's policies and board decisions.
- Stay informed about the issues facing the organization.
- Contribute personal experience & expertise to advance the interests of the organization.

(d) Competencies

- Demonstrable commitment to the values, principles & aims of the organization.
- Proven expertise in disciplines needed & appropriate for service on the board.
- Strong diplomatic & interpersonal skills.
- Organizational & analytical skills.
- Ability to commit time and energy to fulfill board & Committee obligations.

5.0 Sub-Committees.

5.1 Finance

A finance subcommittee will be established to;

- Monitor implementation of the financial procedures policy.
- Ensure that systems are in place for the sound management of the organization's material and financial resources.
- Provide ideas about fundraising opportunities.
- Review in depth the monthly or quarterly financial statements.
- Review of proposal budgets
- Review of procurement plans/disposal
- Oversee the development of organization annual budget.

5.2 Human Resources

A human resource management subcommittee will:

- Assess all issues relating to the staff body including the appointment of new staff, disciplinary issues & staff grievances.
- Make recommendations to the Board members on staff issues.
- Monitor the implementation of the HRM policy.
- Plan for staff capacity development
- Participate in the recruitment processes of the staff.
- Review of the HRM policy
- Conduct Performance appraisal of executives.
- Termination of senior Executives.

5.3 A program development subcommittee will

- Provide advice and ideas for the strategic plan and annual update.
- Contribute to the M&E of program impact/
- Consider program reports from the staff team.
- Advise on ways to develop the program or service & increase its impact
- Participate in proposal development
- Developing a resource mobilization plan
- Strategic plan development
- Quality Assurance/M&E
- Public Relations/External partnering.

5.4 Disciplinary

The Committee chaired by the legal advisor of the organization shall provide a platform for mediation and settling of both internal and external grievances of individuals with issues on and or within the organization or the interpersonal misunderstanding that is likely to affect the health of the organization.

Such recommendations shall then be submitted to the main Board for a decision that may require legal step for the litigation purposes. The organization Lawyer shall file suits that are

deemed necessary by the Board to protect the image or claim for compensation for whatever damages inflicted on the organization.

5.4.1 Roles of *subcommittee members*

- Subcommittee members are required to oversee & support the different areas of work.
- Members of the governing body are invited to sit on the subcommittees of their choice.
- The approximate # of meetings is 3 or 4 per committee per year.
- The length of a meeting is usually 2 or 3 hours.

The subcommittees have some independent decision making powers but recommendations are taken to the governing body for ratification.

5.0 Leadership Function

5.1 Board Composition; The Board of Directors shall be composed of 7 members proposed by the founder members of the organization.

5.2 Term of Office; Board of Directors shall hold office for a period of 3 years from the date of election.

5.3 Eligibility; to be eligible, a member of the Board should have a proven track record and must have worked for at least a period of 5 years in the civil service, and or in the civil society organization. He or she should be in a position to adhere and uphold the values as stipulated in the constitution of the Organization. Members shall be appointed in accordance to their relevant field of Expertise.

5.4 Re-appointment.

A member of the Board shall be re-appointed only if those with the power to appoint them are satisfied that they are still those best-equipped to take the organization forward.

5.5 Termination of Board Membership

A Board member may be removed if;

The organization has conducted an inquiry & is satisfied that there has been misconduct or mismanagement of the organization resources.

A member consistently fails to attend 3 consecutive meetings without a justifiable written notice to the chair Person.

A member has conflict of interest. Board member should not be able to use their position in the organization to promote their own personal financial gain, or other personal & direct benefits.

6.0 Meetings and Administrative Provisions.

6.1 Meetings

- The chair person shall cause and ordinary meeting of the Board to be convened at least 4 times a year

- The chair person when so instructed in writing by the majority of the members of the Board shall cause a special meeting of the board to be convened which meeting shall be convened not sooner than 4 days nor later than 30 days after receipt of the instruction. Notice of an ordinary or special meeting of the Board shall be in writing specifying the date time place and business to be conducted at the meeting and except in the case of AGM shall be given not less than 14 days before the date of the meeting.
- The Chair person shall preside over the meeting of the Board but if he or she is absent the meeting shall select a chair person from those attending the meeting.
- The Board shall endeavor to reach its decisions by consensus, but if it's unable to do on any matter, a vote shall be taken and the matter shall be decided by majority of those present and voting. In the event of un- equality of votes, the Chairperson shall give the ED the power to make a casting vote.

6.2 A Quorum; for a meeting to be considered valid at least 1/3 of the membership should be present to constitute a quorum at any meeting of the Board.

6.3 Retirement of a Board Member.

A Board member who intends to retire shall duly write to the chair person within a period of less than 3 months. This will treated as good practice to give fellow Board members adequate time to plan for a replacement. Not more than two members of the Board may apply for retirement at the same time.

7.0 TERMS OF REFERENCE

- The Box below describes simple steps that will guide the function of the members of the Board.

TERMS OF REFERENCE	
DESCRIPTION	REFERENCE
Time commitment required of Board of Directors	<ul style="list-style-type: none"> • It shall be required essential for a board member to attend meetings to ensure a quorum and guarantee a binding resolution for the organization. • A member of the Board shall be required to participate in at least 1 of the subcommittees. • All BOD members are expected to have up to date knowledge of all aspects of the organization's program.
Terms of election and re-election of BOD for the organization.	<ul style="list-style-type: none"> ▪ Be elected at the AGM for a term of 3 yrs. but re-election for a further term is an advantage for reasons of continuity. ▪ Can serve for a maximum of 3 terms, of up to 9 years
BOD membership	Proposed by the founders and elected at the AGM.
Frequency of governing body meetings	<ul style="list-style-type: none"> ▪ Meet up to 4 times a year. ▪ Meetings will take place at the recommended premises. ▪ Times will be arranged to suit members as far as possible. Members will be notified in advance. ▪ Dates of meetings are set on a rolling basis up to 2 yrs in advance for planning

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