



INITIATIVE SANKOFA D'AFRIQUE DE L'OUEST

TERMS OF REFERENCE

Vacancy: Governance Board Member

Start date: August 2023

1. ABOUT ISDAO

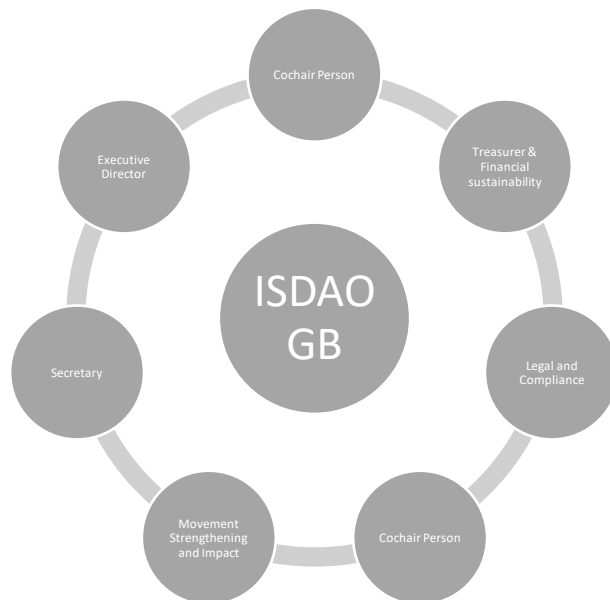
ISDAO, Initiative Sankofa d’Afrique de l’Ouest is an activist-led fund dedicated to building a West African movement for sexual diversity and sexual rights through a flexible approach to grant-making and the strengthening of a philanthropy culture committed to promoting human rights and social justice. Our Working Principles – The principles and values that guide ISDAO work are Activist-led, Feminism, Transparency, Accountability, Empowerment, Inclusion, Diversity and Intersectionality, Self-Determination, Flexibility, Equity, and Sustainability.

2. BACKGROUND AND CONTEXT OF MISSION

Consistent with the decisions taken during the 2021 and 2022 Interim Governance Body (IGB) meetings, ISDAO is undergoing a recruitment and selection process to appoint Governance Board Members. To this end, we invite West African LGBTQI activists who have an authentic desire to serve the Human Rights movement in this capacity and meet the criteria set out within these Terms of Reference, to apply.

3. GOVERNANCE BOARD STRUCTURE

The Governance board structure supports the implementation of ISDAO ideologies about power, collaboration and is flat, with specific roles that require specific capabilities and access while accommodating shared accountability. The graph below illustrates the Governance Board structure:



Note: Roles may be merged when candidates can perform 2 functions



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4. GOVERNANCE BOARD MEMBER MANDATE

The purpose of ISDAO's Governance Board is primarily to focus on ensuring alignment and harmony between ISDAO's operations and the overarching vision and purpose.

At the core of ISDAO's Governance Board mandate is to take accountability for ISDAO's governance while supporting Management to implement of the strategic vision of ISDAO in order to ensure the most impactful and efficient use of resources, strong relationships with stakeholders, the solvency and the safeguarding of ISDAO.

The board's mandate is serviced by fulfilling the following shared responsibilities:

4.1. Serve as champions and ambassadors for the values and principles of the organization

- 4.1.1. Safeguard the good name and values of the institution
- 4.1.2. Contribute to ensuring ISDAO's continuously alignment and consistency in with its politics and ethics,

4.2. Movement Representation and Connector

- 4.2.1. Represent the interests and perspectives of the broader LGBTQI movement in West Africa
- 4.2.2. Contribute to ongoing knowledge collection, knowledge production around community needs, contextual needs and realities impacting the movement.

4.3. Strategic contribution and support

- 4.3.1. Provide strategic oversight and guidance
- 4.3.2. Support the Executive Body but do not make operational decisions or operate executively.
- 4.3.3. Attend periodic meetings and engagements to support ISDAO's leadership team.
- 4.3.4. Approve the overall strategy and performance framework and on an annual basis, review the substantive results as well as the financial performance of ISDAO

4.4. Resource Mobilization and Advocacy

- 4.4.1. Advocate for, promote awareness of, and raise funds for ISDAO and its mission
- 4.4.2. Represent ISDAO in public platforms and key strategic spaces
- 4.4.3. Assist with resourcing and capacitating the organization and leverage their network to attract new funders, relationship and opportunities
- 4.4.4. Advise the Executive Director on Financial sustainability issues, strategies and resource mobilization options

4.5. Governance Stewardship

- 4.5.1. Evaluate and address any challenges or inconsistencies within policies and procedures that restrict the ability of ISDAO to fulfil its mandate
- 4.5.2. Ensure the establishment and monitoring of effective systems of good governance and accountability including risk management, financial and operation controls.
- 4.5.3. Review recommendations and advise the Executive Body on the selection, appointment and terms of engagement of external audit services, provision of the any non-audit services by the external auditors, and any questions of resignation or dismissal of the external auditors
- 4.5.4. Engage in discussions with the external auditors on the nature and scope of the audit, if necessary.
- 4.5.5. Provide oversight for the implementation of agreed recommendations from the auditors.



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- 4.5.6. In partnership with the Executive Body, review, respond and investigate where required concerns, complaints and/or alerts raised related to safeguarding, whistleblowing, etc.
- 4.5.7. Ensure aligned, ethical and representative stewardship of ISDAO resources
- 4.5.8. Transparent selection, appointment, evaluation and removal, if necessary, of the Executive Director
- 4.5.9. When requested to, Board members are expected to engage with stakeholders, including partners, donors and implementers, to ensure the Board addresses questions and concerns of its wide and diverse range of stakeholders.

4.6. Strategic Partnership Engagement

- 4.6.1. Contribute to developing and influencing strategic partnerships, , advancing advocacy and ISDAO's reach
- 4.6.2. Expand ISDAO's networks and connections by establishing and maintaining high level relationships, in coordination and collaboration with the leadership team.

4.7. Support and Evaluate of Organizational Performance

- 4.7.1. Define the organizational standards, expectations, and performance outcomes according to the aspiration of the organization.
- 4.7.2. Create a space that allows the executive body to carry out its mission (support when requested and reduce performance inhibitors and bottlenecks)
- 4.7.3. Serve as a thinking partner to the Executive Director and providing advice on key strategic issues
- 4.7.4. Mentor and support ISDAO staff on request
- 4.7.5. Participate in the annual performance assessment of the Executive Director
- 4.7.6. Rigorously evaluate the accomplishment and impact of the organization holistically (culture, behavior, reputation, programmatic focus, etc.).

4.8. Conflict resolution

- 4.8.1. Conflict and dispute resolution when the matters involve and concern the ED.

- 4.9. Periodically review and monitor performance reports and financial statements, to analyze and assess their strategic implications.

5. CANDIDATE PROFILE

5.1. EXPERIENCE

ISDAO seeks a Governance Board that is made up of members who collectively bring the following experiences:

- 5.1.1. Best practices of Board operations and good governance practices;
- 5.1.2. Participation, leadership in a governance or management capacity in civil society organization, and/or philanthropy
- 5.1.3. Experience in decision-making bodies composed of diverse stakeholders; experience in participatory decision-making processes is strongly desired
- 5.1.4. Proven skills in organizing and facilitating discussions, building consensus, and mediating disputes among diverse stakeholders;
- 5.1.5. Performing high-level outreach to key stakeholders, including the donor and implementer governments, civil society organizations, the private sector and partners;



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- 5.1.6. Strategic planning, implementation of strategic plans, and problem-solving;
- 5.1.7. Fundraising and funder relations
- 5.1.8. Defining long term strategies based on evidence and best practices;
- 5.1.9. Conducting risk assessments and developing mitigation strategies;
- 5.1.10. Ability to analyze and assess finances, strategy and/or operations and their strategic implications;
- 5.1.11. Expertise in some or all of the following areas: feminist leadership, advocacy, promotion of human rights and gender justice, sexual and reproductive health and rights (SRHR), philanthropy, organizational accountability, safeguarding, international NGO management, international finance and development, diplomacy, negotiations and fundraising.
- 5.1.12. Demonstrated experience and knowledge of the LGBTQI movement in West Africa and what it means to lead a regional fund

5.2. COMPETENCIES

The Operating Procedures outline the minimum competencies that the Board should collectively possess, which are further defined as follows:

5.2.1. Ideological Alignment

- 5.2.1.1. Capacity to personally commit to ISDAO's mission, core values, including on feminism, inclusion and equity;
- 5.2.1.2. Display a commitment to power shifting and forward thinking
- 5.2.1.3. Have a desire to learn

5.2.2. Multiplier Leadership

- 5.2.2.1. Demonstrate care, compassion, respect and a commitment to shifting power
- 5.2.2.2. Ability to facilitate constructive discussion and debate on key issues, and to work with other members of the Board to reach consensus on solutions.
- 5.2.2.3. Ability to leverage all Board members' skills and knowledge to maximize Board performance and drive impact.

5.2.3. Strategic Orientation

- 5.2.3.1. Strong visionary, solutions-oriented and analytical skills.
- 5.2.3.2. Ability to guide the organization's development and alignment around its long-term strategic goals.
- 5.2.3.3. Ability to guide changes to ISDAO culture necessary to support its long-term strategic vision.
- 5.2.3.4. An ability to evaluate various opportunities and challenges facing complex international philanthropic organizations.

5.2.4. Collaboration, Connection & Mobilization

- 5.2.4.1. Ability to build and sustain partnerships with key stakeholders in line with ISDAO's approach to strategic partnerships
- 5.2.4.2. Ability to develop effective and constructive relationships with the Board, Committee Leadership and members, the Executive Director, and senior management in ISDAO Executive Body (the leadership team), as well as key external stakeholders and counterparts

5.2.5. Communication



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- 5.2.5.1. Excellent written and spoken communication skills in English or French (additional languages are beneficial).
- 5.2.5.2. Willingness to be challenged and reconsider positions when faced with new information or alternative theories.

5.2.6. Intercultural Skills

- 5.2.6.1. A strong international perspective; ability to understand the different regional, country, social and cultural contexts.
- 5.2.6.2. Be able to work in French and/or English. *As ISDAO is a bilingual organization committed to linguistic justice and inclusion, ability to work in both languages fluently is a plus, but not a requirement.*
- 5.2.6.3. Deep understanding of philanthropy, feminist organizing, international development and sexual rights landscapes, and ability to operate effectively in a wide range of donor and grantee partners' country settings.
- 5.2.6.4. Deep understanding of the concerns and human rights context of communities who experience stigma, discrimination, violence and criminalization due to their sexual orientation, gender identity, sex characteristics, HIV status, profession and drug use.
- 5.2.6.5. Be inclusive, respectful and tolerant of people's differences.
- 5.2.6.6. Respect for human rights.

5.2.7. Integrity and Independence

- 5.2.7.1. Ability to formulate a balanced and impartial view independently of organizational positions.
- 5.2.7.2. Ability to clearly express and defend opinions while remaining objective.
- 5.2.7.3. A commitment to engaging authentically, constructively, openly and respectfully.

6. TERM & TIME COMMITMENT

6.1. Term

- 6.1.1. ISDAO Board Members will be requested to serve a **three-year** term that is renewable based on Board Member contributions and organizational needs.

6.2. Time Commitment

6.2.1. Meetings

- 6.2.1.1. The board will generally convene **four times per year, including one in-person meeting**. Should the need for additional convenings arise, Board Members may be requested to attend.

6.2.2. Advisory services

- 6.2.2.1. It is understood that Board Members play roles in other organizations and spheres of life as such, to allow for sufficient processing and response time, ISDAO staff will communicate advisory requests a minimum of 10 days prior to when responses are required
- 6.2.2.2. Board members are requested to engage with any materials sent to them thoughtfully and respond to advisory requests within 3 days of receiving requests and/or refer the requestor to suggested sources of information

6.2.3. Decision making

- 6.2.3.1. Quorum will be considered to have been reached with the presence of or participation of 75% of the Governance Board.



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6.2.3.2. To ensure maximum representation, each board member is expected to attend all decision-making meetings and respond to decision making consultations (verbal or written) within the stipulated time.

6.2.3.3. In the event that a Board Member is unavailable to participate in decision making processes, they are requested to delegate their voting power to a board member who can and will represent the interests of the board member's Governance portfolio as well as the movement they represent.

7. HONORARIUM

An honorarium may be provided to Board Members for service in accordance with the honorarium framework approved by the Board.

8. APPLICATION PROCESS

To be considered, candidates must fill in the application form in either French or English, and **upload in a single PDF** their **CV (2-3 pages)** and **letter of interest (1 page)** in the final page of the application form.

[Click here to access the application form](#)

If you are not able to upload the document, you may send them via email to board@isdao.org with the subject line "Application for ISDAO Governance Board" after completing the application form.

Deadline for submission of applications: 30 June 2023, 23:59 GMT.