

Maiwand social services Association for Afghanistan (MSSAA)

Governance Policy





Governance Policy

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MSSAA GOVERNANCE, POLICY & PROCEDURE MANUAL

1. Information about MSSAA

Owing to the constant human suffering caused by the civil war in Afghanistan, we decided to create a nongovernmental organization, Narcotic Control and Rehabilitation of Afghanistan in 1993. Being renamed in 2005, Maiwand Social Service Association, and later on the appellation changed in 2012 to Maiwand Social Service Association (MSSAA).

MSSAA established with a view to serving the needy Afghans, particularly Afghan returnees from neighboring countries and internally displaced persons IDPs due to natural disasters or internal conflicts in Afghanistan. MSSAA is a fully voluntary organization; provides services to the aforementioned categories of people irrespective of gender, race, language or geographical locations. MSSAA assistance is always free and within the rules and regulations of the country. It never seeks compensation or reimbursement from its beneficiaries.

MSSAA is registered as a nongovernmental organization, with the government (Ministry of Economy).

MSSAA is a member of ACBAR, ANCB, WASH and FSAC Cluster in National level, In sub national level (Eastern Region) MSSAA is a member of HRT, PDMC, FSAC, WASH, Protection and Nutrition clusters.

1.1. Philosophy

MSSAA believes:

- That everyone is a unique and valuable person
- That everyone has the right to the power to take control of their own life
- In the equal rights of all human beings
- That no one has the right to be violent to another human being

1.2. Mission

The Maiwand Social Service Association is a nongovernmental humanitarian organization which assists in the alleviation of human sufferings; the mission inter alia includes:

- Safe and smooth return of internally displaced people and returnees to their local communities or country of origin.
- Provide humanitarian assistances to the needy returnees and IDPs leading to their smooth reintegration in respect to the conditions prevailing in their relevant local communities.



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Raise awareness in health related issues, rehabilitate or reconstruct basic infrastructures for irrigation and water supply schemes, build tertiary roads for economic stimulation, design and implement income generating projects.

1.3. Goals

1. Enhanced individual and family economic sustainability.
2. Ensured food security of vulnerable communities.
3. Protected people to further harm and reintegrate returnees and IDPs in native communities.
4. Launched adequate humanitarian emergency response in crises.

1.4. Objectives

- a. Serve the needy and marginalized families by undertaking relief and rehabilitation response during and after emergency situations.
- b. Participate actively in the national development and rehabilitation programs.
- c. Promote licit crops for making Afghanistan a poppy free country, provide high quality improved grain seeds, and establish fruit and forest tree nurseries.
- d. Establish vocational training centers and implement income generation projects for families' well being and self-sufficiency.
- e. Rehabilitate basic infrastructures particularly irrigation systems, essential for peasant communities socio- economic survival.
- f. Provide timely humanitarian assistance to whatsoever needy communities in the country.
- g. Protect returnees and IDPs from further physical and psychological harm arising from violence and coercion, and ensure their access to impartial assistance without discrimination.

1.5. Related Areas of Our Programs and Services

MSSAA provides basic humanitarian services:

- In health, MSSAA organizes families' hygiene awareness campaigns.
- In water supply, MSSAA executes pipe schemes, dig potable water wells, deep wells equipped with solar powered water pumps and hygiene education as a component of the drinking water supply projects.
- In sanitation, MSSAA constructs latrines and improved waste water drainage systems and makes garbage bins.
- In Agriculture, MSSAA distributes improved crop and vegetable seeds, establishes tree nurseries, and train women in setting up kitchen gardens.
- In livestock, MSSAA promotes making fish ponds along river banks, distributes cows, goats and poultries to families in need.



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- In irrigation, MSSAA constructs water intakes and siphons, rehabilitates canals, cleans karees and builds protection walls.
- In infrastructure, MSSAA constructs school and clinic buildings, and rehabilitates tertiary roads and walk paths.
- MSSAA implements shelter construction projects for returnees and IDPs.
- In capacity building, MSSAA provides income generation trainings for young people.
- In consultancy, MSSAA carries out returnees and IDPs need assessment, implements projects remote monitoring, watches women right advocacy and conducts project feasibility studies.
- In renewable energy, MSSAA installs photovoltaic panels and constructs micro hydropower systems generating energy for domestic consumption, installs ram pumps for irrigating agricultural lands.

1.6. The Work of MSSAA

The work of MSSAA is carried out by such employees and contractors as available funding enables the organization to pay (collectively called personnel) and volunteers. No board member except director can be an employee of MSSAA but a suitably qualified board member may be contracted to provide specific services to MSSAA as an independent none political and none governmental organization.

Anyone can become a MSSAA volunteer as long as s/he supports the organization's philosophy, mission and goals and subscribes and adheres to the sensitive and other issues and child protection policies.

Volunteers are always needed and play a vital part in counseling (both face-to-face and hotline), public education and advocacy, operating the MSSAA, fundraising and administration.

New volunteers are given orientation in the work of MSSAA and training in counseling and public education skills is provided to those wishing (and considered suitable) to become involved in those areas.

Volunteers and personnel who have been active for at least 6 months and who have signed on to both our Policy on Sensitive and code of conduct automatically become members unless they elect not to.

1.7. Relationships

The relationships within MSSAA are based on mutual interest and shared commitments to human rights and the eradication of all forms of violence, and are constantly intensified through the MSSAA governance structures as well as through its common activities. MSSAA engages with a diverse range of external stakeholders, including government, civil



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society organizations, the media, academics and the general public. MSSAA aims to continually build on these relationships in an effort to forge strategic alliances in the fight against violence.

2. MSSAA Governance Structure

2.1. General

MSSAA is a nongovernmental organization established in 1993.

MSSAA is governed by its members through general meetings, including the annual general meeting or general assembly (GA), at which the board of directors is elected to direct and oversee the management of the organization. The board is assisted by a coordinator (director and Managers), who is responsible for the day-to-day operations of the organization.

MSSAA's structure is governed by its articles of incorporation and by-laws (available from the MSSAA office and on our website: www.mssa-net.org).

These deal with the following issues:

2.1.1. Articles of Incorporation:

- Name of the Organization
- Purpose for which the Organization was formed
- Minimum and maximum number of directors
- Not-for-profit nature of the Organization
- Legal liability of the Organization's members
- Provision for the distribution of assets on dissolution

2.1.2. By-laws:

- Membership
- General meetings
- Appointment and retirement of directors
- Powers and duties of the board
- Accounting requirements
- Provisions for the winding up of the Organization

2.2. Accountability & Transparency

2.2.1. Accountability

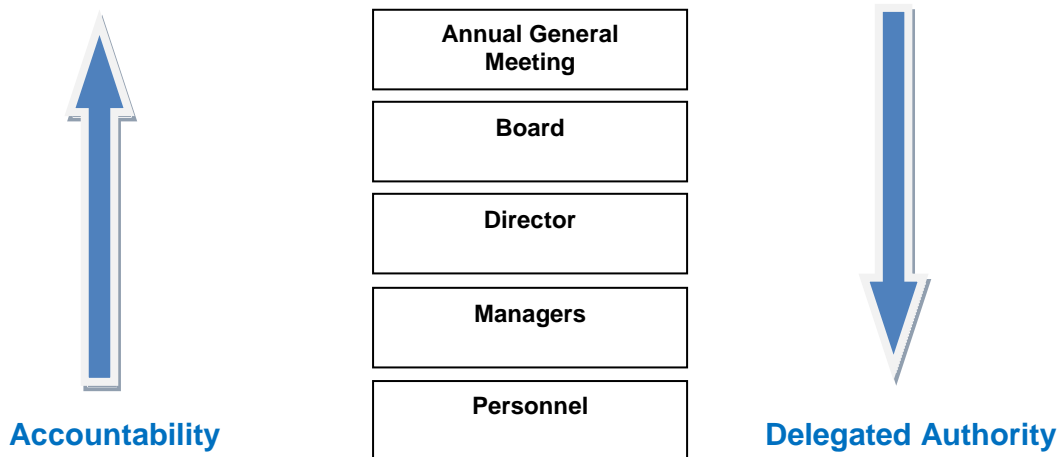
The organization is accountable to:

- Its members
- Its beneficiaries
- Its funders
- The public
- The government

2.2.2 Transparency

Transparency is achieved by MSSAA making its aims, objectives and work known to its beneficiaries, funders, other organizations and the general public by:

- Publishing and disseminating annual narrative and financial reports, as well as reports on particular activities
- Using the media to tell the public about the organization's work
- Using website: www.mssa-net.org to show public about the organization's work
- Maintaining regular dialogue with government and other agencies
- Participating in NGO networks



2.3. Membership

The members of the Organization are the persons who 'own' it in the sense that in general meeting they have the power to change the articles of incorporation and to elect directors and so decide who will exercise the powers of the Organization on their behalf.

The liability of each member of the Organization is limited by her/his guarantee that if and when the Organization is wound up s/he will, if necessary, pay up to \$1,000 towards the Organization's debts.

Rules for membership are laid down in the by-laws. New member by-laws were adopted in 2012 to provide for a greater connection between the people who are currently actively involved in the work of MSSAA and membership.

As well as providing for membership upon application, the by-laws now provide that any person who has worked with the Organization for a continuous period of six months in any capacity, whether paid or voluntary, shall automatically be admitted to membership of the Organization unless s/he indicates to the board that s/he does not wish to become a member. The by-laws now also provide for membership to be



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terminated if a member has failed to play an active role in the Organization for a period of 6 months and the directors resolve that her/his membership be terminated.

Acceptance of an agreement to adhere to MSSAA's code of conduct and Policies, Policy on Sensitive & Other Issues and such other policies that may from time to time be adopted is a precondition of membership.

MSSAA members are expected to:

- Subscribe to the organization's philosophy, mission, goals and objectives
- Adhere to the organization's policies and codes of conduct
- Play an active role in MSSAA's work
- Participate, where possible and applicable, in MSSAA's organized events
- Each member of MSSAA is entitled to one vote at general meetings. Proxy voting is not permitted.

2.4. Organization Meetings

In addition to the annual general meeting, special general meetings can be called by the board and extraordinary general meetings can be requisitioned by majority of the board members and director.

2.5. Functions and Membership of the Board

In so far as possible, members of the board should have a broad range of qualities and expertise, including professional skills, management experience and recognition among stakeholders and the public, and should complement each other and the organization's personnel.

In so far as possible the board should also be gender-balanced and should include persons from different age and ethnic groups and socio-economic backgrounds.

The primary function of board is governance. The board is responsible for protecting the interests of MSSAA and its stakeholders.

The main responsibilities of the board are:

2.5.1. Policy

- Formulate broad policies and objectives for the organization.
- Determine, monitor and strengthen the organization's programs and services.

2.5.2. Strategy

- Assign priorities within MSSAA's mission and objectives
- Ensure effective organizational planning and the acquisition of sufficient resources for the proper functioning of the organization.



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2.5.3. Ownership

- Represent MSSAA to all important stakeholders
- Govern the organization
- Ensure the organization's sustainability

2.5.4. Oversight

- Safeguard MSSAA's mission and philosophy.
- Determine and monitor the organization's activities.
- Account to the public for the work of MSSAA, including through fiscal accountability.
- Ensure that the organization is responsive to the needs of its stakeholders.
- Evaluate the performance of the director, other personnel and itself.
- Ensure that systems are in place for the efficient recording, collection and valuation of data.
- Ensure the correct functioning and application of internal control policies and procedures
- Ensure compliance with all relevant policies and procedures and codes of conduct
- Ensure compliance with all relevant laws, regulations and donor requirements

2.5.5. Impact

- Assess the organization's impact, relevance and efficiency, by monitoring activities.
- Enhance the organization's public standing.

2.5.6. Leadership

- Provide continuity for the organization.
- Develop the long-term vision to lead the organization in strategic directions.
- Guide and support the director and other personnel.
- Recruit and orient new board members.

2.5.7. Management

- Responsible for overall strategic and operational management of MSSAA
- Ensure implementation of policies
- Establish and monitor the work of board committees to deal with various aspects of the organization's work.
- Manage the human, financial and physical resources of the organization.

2.5.8. Composition of the Board

The board elected at the GA comprises:

- Chairperson



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- Secretary (director)
- 3 members

The term of office of a board member is one year. All board members are eligible for re-election.

The board appoints the secretary, who may, but need not be, a member of the board. The board meets at least quarterly.

2.6. Board Member's Responsibilities

A board member is willing to dedicate time, resources and skills to the organization. In particular, a board member:

- Serves the organization first and avoids conflicts that could harm the organization.
- Is able to think strategically.
- Is able to maintain objectivity, exercise good judgment and serve with fairness and integrity.
- Is able to work in a team.
- Regularly attends board meetings and important related meetings.
- Makes a serious commitment to participate actively in the board's work.
- Volunteers for and willingly accepts assignments and completes them thoroughly and on time.
- Stays informed about board matters, prepares him/her well for meetings, and reviews and comments on minutes and reports.
- Gets to know other board members and builds a collegial working relationship that contributes to consensus.
- Is an active participant in the board's evaluation and planning efforts?
- Is an active participant in efforts to maintain good relations with donors and in fundraising for the organization?
- Is an active participant in evaluation of the performance of the organization in achieving its mission?
- Is a partner in achieving the organization's mission?
- Is an active participant in monitoring financial planning and financial reports?
- Is an active participant in discussion of issues confronting the organization?
- Is a member of and an active participant on one or more board committee?
- Is a spokesperson for MSSAA?
- Plays a role in relations with donors and in fundraising activities
- Maintains good relationships with the other directors, the coordinator and other personnel and volunteers.

2.7. Responsibilities

2.7.1. Chairperson



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In addition to the responsibilities outlined in Board Member Responsibilities (see 2.6 above):

- Is chairperson of the board and of the whole body
- Provides leadership to the board
- Chairs meetings of the board
- Encourages the board's role in strategic planning
- Helps guide and mediate board actions with regard to organizational priorities and governance concerns
- Informally evaluates the participation and effectiveness of board members
- Leads the personnel performance evaluation process
- Serves as point of reference for any issues that cannot be worked out mutually by employees, in line with the procedures laid down in the MSSAA Employment Policy HR policy
- Acts as chief spokesperson for MSSAA
- Performs other responsibilities assigned by the board

2.7.2. Vice Chairperson, Treasurer and Secretary (NGO director).

In addition to the responsibilities outlined in Board Member Responsibilities (see 2.6 above):

- Performs chairperson responsibilities when the chairperson cannot be available (see 2.7.1 above)
- Reports to the chairperson
- Works closely with the chairperson and secretary
- Performs other responsibilities as assigned by the board
- Is responsible for overseeing the effective financial management of the organization
- Works with the finance officer to provide budgets to the board
- Ensures development and board review of financial policies and procedures
- Ensures implementation of financial policies and procedures
- Ensures that the financial resources of the organization meet its needs
- Liaises with personnel and volunteers about financial matters
- Works with the finance officer and auditor on the production of the annual audited accounts for discussion and approval in the first instance by the board and subsequently by the GA
- Maintains records of board meetings and ensures effective management of MSSAA' records
- Ensures minutes are distributed to members shortly after each meeting
- Prepares and sends out notices of and agendas for meetings



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- Is sufficiently familiar with legal documents (articles, by-laws etc.) to note applicability during meetings
- Maintains records of all GAs and board meetings
- Makes annual returns and files appropriate documentation with the NGO registry as required
- Advises the board on statutory obligations and procedures

2.7.3. Volunteer Representatives

In addition to the responsibilities outlined in Board Member Responsibilities (see 2.6 above):

- Liaise with and motivate volunteers to ensure their active participation in the work of MSSAA
- Ensure that the board has sufficient and up to date information regarding volunteers
- Interface between the board and volunteers to ensure that issues affecting volunteers are effectively addressed

2.8. Role of director

Overall, the director has the following roles:

- Manager – Is responsible for the coordinating the day-to-day operations of MSSAA and the work of personnel and volunteers and for implementing courses of action. S/he assists the board in managing the human, financial and physical resources of the organization.
- Leader – Liaises with volunteers and personnel to ensure their active participation in the work of MSSAA.
- Information Bearer – Ensures that the board and personnel have sufficient and up-to-date reports and information.
- Networker – Ensures that the organization's networking linkages are maintained, enhanced and expanded.
- The director attends board meetings as a member and secretary of the board

2.9. Volunteers

Much of the work of MSSAA depends upon the commitment and active involvement of volunteers. Volunteers are involved at all levels of the organization and mechanisms are in place to ensure the effective integration of voluntary with paid work. A register of volunteers is maintained and regularly updated.

MSSAA volunteers are expected to:

- Subscribe to the organization's philosophy, mission, goals and objectives
- Subscribe and adhere to the organization's policies and codes of conduct



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- Comply with all applicable guidelines, policies and procedures
- Play an active role in MSSAA's work
- Participate, where possible and applicable, in MSSAA-organized events

3. MSSAA General Governance Articles

This Policy Governance defines and guides applied relationships between MSSAA Organization Board of director, Director and its management.

3.1. Ownership:

MSSAA founders are known as its only owners. MSSAA does not have any other shareholder. The MSSAA Board of Directors acts as the informed voice of MSSAA owners and director.

3.1.1 Quorum of BoD in absolute terms to avoid any ambiguity

MSSAA board of directors' quorum is consisted of five qualified persons attending regular monthly meetings to discuss various MSSAA related matters including finance, program, human resources, achievements and shortcomings etc.

3.1.1.a Governance election process

The board of directors uses individual and organizational contacts in search for potential candidates. Each interested person fills out an application and meets with the BoD representative to learn about board procedures and policies. Each candidate is rated for criteria:

3.2. Position of MSSAA Board of Directors:

The MSSAA Board of Directors is accountable to the owner that the organization is successful. However it is not advisory to staff but it is an active link in the chain of command. All authority in the staff organization and in components of MSSAA setup flows from the Board of Directors.

3.3. MSSAA Board of Directors Holism:

The MSSAA Board of Directors authority is held and used as a body. The Board of Directors speaks with one voice and expresses instructions as a whole. Individual members of the Board of Directors have no authority to instruct staff.



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3.4. Ends Policies:

The MSSAA Board of Directors defines in writing its expectations about the intended effects to be produced, the intended recipients of those effects, and the intended worth (cost-benefit or priority) of the effects. All decisions made about effects, recipients, and worth are Ends decisions. All decisions about issues that do not fit the definition of Ends are means decisions. Means are simply not Ends in Policy Governance.

3.5. MSSAA Board of Directors Main Policies:

The MSSAA Board of Directors defines in writing the job results, practices, delegation style, and discipline that makes up its own job. The Board of Directors main decisions are categorized as Governance Process policies and Board of Directors - Management Delegation policies.

3.5.1 Formation of General Assembly as required by NGO Law

All MSSAA staffers; permanent and project staff meet in a general assembly once a year mainly towards the end of the year. Every staff member expresses his/her view, experience, findings, achievements, failures and recommendations. The management notes lessons learnt and apply them in the future policy making and procedures applications. This is very effective for the organizational development and individual capacity building exercises. General assembly reflects a comprehensive image of the organization and the staffers learn a lot from it.

Executive Limitations Policies:

The MSSAA Board of Directors defines in writing its expectations about the means of the operational organization. However, rather than prescribing Board of Directors - chosen means - which would enable the Director to escape accountability for attaining Ends, these policies define limits on operational means, thereby placing boundaries on the authority granted to the Director. In effect, the Board of Directors describes those means that would be unacceptable even if they were to work. These are Executive Limitations policies.

3.6. Policy Sizes:

The MSSAA Board of Directors decides its policies in each category first at the broadest, most inclusive level. It further defines each policy in descending levels of detail until reaching the level of detail at which it is willing to accept any reasonable interpretation by the applicable delegate of its words thus far.



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Ends, Executive Limitations, Governance Process, and Board of Directors - Management Delegation policies are exhaustive in that they establish control over the entire organization, both Board of Directors and staff. They replace, at the Board of Directors level, more traditional documents such as mission statements, strategic plans and budgets.

3.7. Clarity and Coherence of Delegation:

The identification of any delegate must be unambiguous as to authority and responsibility. No subparts of the Board of Directors, such as committees or officers, can be given jobs that interfere with, duplicate, or obscure the job given to the Director.

3.8. Any Reasonable interpretation:

More detailed decisions about Ends and operational means are delegated to MSSAA Director. In the case of MSSAA Board of Directors means, delegation is to the Director unless part of the delegation is explicitly directed elsewhere, for example, to a committee. The delegate has the right to use any reasonable interpretation of the applicable Board of Directors policies.

3.9. Monitoring:

The Board of Directors must monitor organizational performance against previously stated Ends policies and Executive Limitations policies. Monitoring must discover if the organization achieved a reasonable interpretation of these Board of Directors policies. The Board of Directors must therefore judge the Director interpretation for its reasonableness, and the data demonstrating the accomplishment of the interpretation. The ongoing monitoring of Board of Directors Ends and Executive Limitations policies constitutes the MSSAA Director Performance evaluation.

3.10. MSSAA charter/constitution:

MSSAA charter/constitution clearly sets organization's vision, aims and governance structure with designations for smooth decision-making. Governing Body and management members exhibit a clear understanding of the organization's vision and objectives.

3.11. Governing Body members:

Governing Body members provide their services voluntarily and there is a written protocol in this respect.



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3.12. Composition of Governing Body:

MSSAA has a Governing Body of more than five members that meets at least twice a year. Minutes are kept and Governing Body decisions are reviewed through a gender lens. At least 25% of the Governing Body members are women.

3.13. Registration:

MSSAA has been meeting legal requirements obligated by registration/licensing authority and other government departments such as the NGOs department of Ministry of Economic in the past twenty years. Records are available for scrutiny. The MSSAA reporting speaks to the regulations with respect to nondiscrimination and impartiality.

3.14. Conflict of Interest:

The MSSAA has a written conflict of interest policy and also has a practice where the director, governing body members, senior management, and all other staff members provide declarations of conflicts of interest.

3.15. Quorum:

MSSAA has specified a quorum which is a presence of at least a third of members for the Governing Body meetings. The quorum is observed in all meetings. The MSSAA also maintains an attendance record of Governing Body meetings which is available at least for the last three years. Men and women equally participate in Governing Body meetings.

3.16. Gender:

MSSAA has female staff at all levels of management, with a minimum of 30% at senior level. Women are expected to lead committees, present at conferences, and lead internal management processes.

3.17. New Governing Body Members:

MSSAA has defined election mechanism for new Governing Body members as well as for office bearers which is duly practiced. New Governing Body members and office bearers are elected for a specific period. The Governing Body has a quota for 20% female membership.

3.18. Amendment:

The MSSAA has written and democratic procedures which require a two thirds majority (67% vote) for amending the charter /constitution. Only the Governing Body members can participate in such an exercise.



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3.19. Strategic Plan:

MSSAA has a Governing Body, approved 3 to 5 year strategic plan. The plan is reviewed and updated annually. The strategic plan has measurable objectives for the next 3-5 years, including clear targets for gender integration and social inclusion. The progress is presented to the Governing Body.

3.20. Sustainability Plan:

MSSAA has a sustainability plan which focuses both on financial and organizational sustainability (developing second tier leadership, staff trainings etc). MSSAA has taken concrete steps in line with the plan in the past 1-2 years. The sustainability plan was developed through a gender and social inclusion lens and there is evidence such a plan is being implemented.

3.21. Requirement for Key Management staff:

All the senior managers have 5 or more years of relevant experience. The director has more than 7 years of job related experience.

3.22. Gender Equity:

MSSAA has a gender integration strategy. MSSAA demonstrates a good understanding of the concept and has taken steps toward implementing the strategy during the past 3 years. MSSAA has developed a Social Inclusion strategy as well.