

**THE EASTERN AND SOUTHERN AFRICAN SMALL  
SCALE FARMERS' FORUM (ESAFF)**

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**TRAINING HANDBOOK  
ON  
GOVERNANCE AND MANAGEMENT  
POLICIES AND PROCEDURES  
For  
*small scale farmer organisations***

“Draft One”

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## **List of acronyms**

AGM	Annual General Meeting
CEO	Chief Executive Officer
ESA	East and Southern Africa
ESAFF	Eastern and Southern Africa Farmer's Forum
KESFF	Kenya Smallholder Farmer's Forum
NGO	Non Governmental Organization
MVIWATA	Muungano wa Vikundi vya Wakulima Tanzania

# Chapter 1

## 1.1 Introduction

ESAFF is a membership based organization covering 13 countries in Eastern and Southern Africa (ESA) serving small-scale farmers, among other things, in good governance and advocacy. It is expected that in each member country they will develop a governance manual. In order to have a common standard of the manuals; the Secretariat at the ESAFF Regional Office thought it was prudent to develop a training handbook that will help facilitators to lead the development of such manuals. Thus this training handbook is designed as a resource for ESAFF member countries. The importance of good governance need not be overemphasized. To this end, it is expected that this handbook will make the development of governance manual in each country much easier. The manuals will help ESAFF members to make their work and procedures more transparent and accountable, which will increase the public's trust in and appreciation of their work. The beneficiaries of an organization can be assured that an organization which is established on its behalf is indeed serving their best interests if there is strong organizational governance.

Developing a training manual is an important part in designing a formal training programme. A formal training manual ensures consistency in the presentation of the training programme. Another major advantage is that all the training information on skills, processes, and other information necessary to perform the tasks is put together in one place. Training manuals should support the training objectives.

## 1.2 Objectives of this training handbook

This handbook is designed to meet a number of specific learning objectives. Users and/or facilitators of this training handbook will be able to:

- Explain the meaning of governance and the importance of good governance.
- Explain the principles underlying good governance.
- explain the process and some of the tools for applying principles of Good governance to the work of national farmers forum in each respective country
- Reflect on the strengths and shortcomings of good governance practices in their own countries
- Develop practical manuals to ensure adoption of effective and best practices of governance principles and practices
- Help ESAFF member countries to identify governance gaps in their respective countries and find solution to improve the situation or demand for change
- Participants will be able to understand important steps to be followed when developing a governance manual

## 1.3 Major parts of the handbook

This training handbook is divided into four sections:

Section 1: **Background Information** defines some key concepts

Section 2: **Summary of the contents**/workshop sessions

Section 3: **Workshop Activities** describes step-by-step activities

Section 4: **List of handouts** relevant to the topic and the activities

## Chapter 2

### 2.1 SECTION 1: BACKGROUND INFORMATION

Governance is a process through which a board of directors guides an institution in fulfilling its mission and protects the institution's assets over time. It is a system of checks and balances between the board of directors and other stake holders who set the standard and objectives of accountability of a given institution. Effective governance occurs when a board provides proper policies and guidance to the Secretariat regarding the strategic direction for the farmer's forum, and oversees Secretariat's efforts to move in this direction. The interplay between board and the Secretariat centers on this relationship between strategy and operation, both of which are essential for the successful evolution of the organization.

According to the Oxford Dictionary it defines governance as the art or manner of governing exercising control or authority over the actions of subjects and systems of regulations.

There are two aspects of governance. A **technical aspect** consisting of what and how to do something (or not to do), and a **representational aspect** that is how decisions are taken and who takes them.

#### **Key Concepts**

- **Governance:**

Governance is the art or manner of governing or exercising control or authority over the actions of subjects and systems of regulations and accountability.

- **Good governance:**

Good governance is about making good policy choices, setting strategic direction and good execution of these policies for the benefit of the smallholder farmers in each respective ESAFF member country. Good governance is not about making 'correct' decisions, but about the best possible process for making those decisions. Good governance entails full respect of human rights, the rule of law, effective participation, multi-actor partnerships, transparent and accountable processes and institutions, legitimacy, access to knowledge, information and education, empowerment of people, equity, sustainability, and attitudes and values that foster responsibility, solidarity and tolerance among smallholder farmers.

- **Management**

Management is the art and science of getting things done in a community. Partly it is science because it's based on proven techniques that have evolved in management and which enable people to accomplish tasks according to plan. It's partly art because it relies on creativity, imagination, leadership and motivation skills to get humans to work together to accomplish goals.

- **Accountability**

Accountability is holding a person or organization answerable to its actions and, if found to be "out of line" as regards what is allowed or agreed upon as a matter of principle, then that person and/or organization is subject to penalties for those actions that were outside the law or agreed upon rules/procedures. In other words, it is an obligation or willingness to accept responsibility or to account for one's actions. For an organization like ESAFF, being accountable means, demonstrating regularly that it uses its resources wisely and doesn't take advantage of its special privileges to pursue activities contrary to its nonprofit status. ESAFF has to be accountable to its members by making decisions in a more transparent manner and directing resources. Also each member country has to be accountable to their constituencies.

- **Resource mobilization**

Resource mobilization is the process of identifying source of resources and obtaining resources from different resource providers for the organization using different mechanisms. Farmer's forum like ESAFF needs both financial and non-financial resources.

- **Vision:** is a statement which sets a dynamic and compelling view of the organization at some point in the future. It is an emotional driver to some "big idea" or challenge that drives those in the organization toward it.
- **Mission:** A mission statement defines what the organization does, who it serves, and how it serves (creates value for) its target group. It is designed to provide clarity of focus and direction for those in the organization and answers the questions of who we serve and how. It also creates clarity of value for those outside the organization.
- **Values:** Values are the organization's ethical and moral compass and decision making foundation. They are the ideals and ethics that management holds dear. They drive decision making in that they are constantly referred to in the decision making process. That is, when in a tough spot, the answer needs, first and foremost, to be consistent with the organization values. They are generally for both internal and external consumption. They tell those in the organization how things are done and those outside the organization why they want to be associated with such an organization. Values are best when they are few in number (between 5 and 10) but high in meaning and lived daily.
- **Farmer's forum:** The Farmers' Forum is a bottom-up process of consultation and dialogue between smallholder farmers' and rural producers' organizations while some provide for maintaining varying degrees of separateness and autonomy. Farmer's Forum is usually rooted in concrete partnership and collaboration at the district, regional and country and international levels. Engagement with rural organizations at the field level and dialogue at the regional and international level are articulated as mutually reinforcing processes.
- **Financial Regulations:** The set of financial regulations is the code of conduct laying down the powers, responsibility and authority of officers to incur financial commitments and authorized payments, specifying their limits and the definite procedure to be followed. The powers, responsibility and authority, therefore, of the officers at various levels to be specified in writing for their guidance and for the guidance of all other officers making disbursements.
- **Organizational structure:** is the way an organization arranges the task allocation, the lines of communication, coordination/supervision, authority, rights and duties in a proper

way so as to achieve its goals Organizational structure determines how the roles, power and responsibilities are assigned, controlled, coordinated and how information flows between the different levels of management. An organization can be structured in many different ways, depending on its objectives and strategies. Organizational structure allows the expressed allocation of responsibilities for different functions and processes to different entities such as the branch, department, workgroup/team and individual. An organization has two major functions, first, it provides the foundation on which standard operating procedures and routines rest. Second, it determines which individuals get to participate in which decision-making processes, and thus to what extent their views shape the organization's actions.

- **Board of Directors:** A board of directors is a body of elected or appointed persons who jointly oversee the activities of an organization. A board's activities are determined by the powers, duties, and responsibilities delegated to it or conferred on it by an authority outside itself. These matters are typically detailed in the organization's bye laws. The bylaws commonly also specify the number of members of the board, how they are to be chosen, and when they are to meet.
- **Secretariat:** A selected team of members of staff who are required to manage the organization's staff to carry out the decisions made by the board of directors. The Secretariat is responsible for managing the day-to-day activities of the organization under the jurisdiction of the Chief Executive Officer.
- **Duty of Care:** The Duty of Care calls on a board member to participate in the decisions of the board and to be informed on the data relevant to such decisions. A common statement of the Duty of Care asks a Board member:
  - to be reasonably informed,
  - to participate in decisions, and
  - to do so in good faith and with the care of an ordinarily prudent person in similar circumstances.
- **Duty of Loyalty:** The Duty of Loyalty requires board members to exercise their powers in the interest of the farmer's forum and not in their own interest or in the interest of another entity or person. By assuming a board position, directors acknowledge that for any farmer's forum activity, the best interests of the organization must prevail over their individual interests or the particular interests of the constituency that selected them. The Duty of Loyalty primarily relates to conflicts of interest and confidentiality.
- **Duty of Obedience:** The Duty of Obedience requires board members to be faithful to the organization's mission. Although board members have the authority to determine how the organization is to best meet its mission, they are prohibited from behaving in a manner inconsistent with the basic organizational objectives. The Duty of Obedience grows, in part, out of nonprofit organizations' heavy reliance on the public's trust when soliciting donations and grants. In turn, the public has the right to be assured that such funds will be used for the purpose for which they are given.

## **2.2 SECTION 2: THE CONTENT OF THE TRAINING HANDBOOK**

**SESSION 1:** Climate setting for the governance workshop- welcome address, introductions, expectations, objectives and how the workshop will be run

**SESSION 2:** Understanding of the basic concepts related to governance and basic principles underlying good governance

**SESSION 3:** Background to the farmer's network in the country- historical background and legislation status

**SESSION 4:** Understanding the vision, mission, values and identity of the network/forum

**SESSION 5:** Understanding the farmers forum organizational structure and looking at different parties within the organization structure and their relationships

**SESSION 6:** Selection criteria of board members for the country farmer's forum, induction, training and board development

**SESSION 7:** Roles and responsibilities of collective board and individual members and the role of the board chair and board committees

**SESSION 8:** Board meeting procedures

**SESSION 9:** Recruitment, Roles of the CEO, succession planning and evaluation of the CEO

**SESSION 10:** Separation of duties between the Board and the Secretariat

**SESSION 11:** The functions of the CEO, Secretariat and staff and the relationship between the board and the CEO

**SESSION 12:** Characteristics of an effective board

**SESSION 13:** Best practices in governance of farmers' forum (Code of Conduct)

**SESSION 14:** Managing conflict of interests

**SESSION 15:** Board reports and documentation

**SESSION 16:** Performance evaluation of the board

**SESSION 17:** The way forward/next steps after the workshop

**SESSION 18:** Workshop evaluation

## Chapter 3

### 3.1 SECTION 3: WORKSHOP ACTIVITIES

#### ***SESSION 1: Climate setting for the governance workshop- welcome address, introductions, expectations, objectives and how the workshop will be run***

**Overview:** Climate setting session is designed to make participants feel welcomed and create conducive environment that will make them be at ease.

**Welcome address:** One of the leaders within the country farmer's forum will take the position of addressing the audience and welcoming them to the workshop. If necessary such a person may come outside the leadership of the farmer's forum.

**Introductions:** This will be followed up with introductions led by the facilitator. The introduction should work as an icebreaker to make participants know each other and break the walls. Thus the facilitator has to be creative to make the session an interesting one.

**Expectations:** After introductions, participants will be told that given the topic of the workshop that we would want to develop a Governance Manual for the Country Farmer's Forum what is that they would want to be covered towards the end of the workshop? Each individual participant will be given a manila card to write on his/her expectations. The facilitator will tell participants that this is an opportunity for them to note down their personal views on how they would like the governance workshop be conducted. Your individual comments are useful in order to ensure that you get out of the program maximum value for both yourselves and your farmer's forum.

Please answer the following key questions. Each group should write down the points from each participant on a manila for presentation in the plenary session.

- (a) Please list down what you expect to contribute and learn from this governance workshop.
- (b) Please give any other comments on how best you think this workshop should be handled to make it most effective.

The facilitator will then collect all cards and start to read one after the other and paste on the flipchart or wall. Similar cards would be clustered together after the facilitator confirms with participants. Thereafter the facilitator will ask participants to write an appropriate heading for each cluster.

**Objectives:** After writing headings of each cluster of the participant's expectations the facilitator will unveil the workshop objectives by displaying them on a flip chart or cards. S/he will then ask participants to make a comparison of the expectations vis-à-vis the objectives. The objectives that match the participant's expectations will be ticked. The remaining expectations will be declared that they won't be addressed in that particular workshop because they are not linked to the goal of the workshop.

Where the difference between the participants' expectations and the workshop schedule differs significantly, the facilitator will need to decide how to deal with the situation. If some of expectations are not realistic, explain the scope of this particular workshop and why it is not possible to cover everything. If however the expectations are realistic, discuss how the schedule could be adjusted to address them.

**Materials:** Small manila cards, flip chart, marker pens and Flip chart stand

**Time:** 50 Minutes

**Method:** Participatory by all who are present through open discussions

**Preparation:** In addition to the handouts write down the objectives of the workshops to be displayed on wall for the entire period of the workshop.;

**Handout 1:** Workshop Objectives (see section 4)

### 3.1.1 Sub-session 1: How the workshop would be run

**Overview:** This session allows participants to put a good working and learning environment for the workshop. In order to make learning more effective the following support systems will be applied: Daily program, coordination, workshop norms, group work, individual reflection, time management, provision of handouts, feedback team, active participation and energizers.

**Time:** 20 minutes

**Materials:** Flip chart stand, masking tape/glue stick, flip chart and markers

**Handout 2:** Workshop Timetable (see section 4)

**Method:** Group discussion at plenary

#### **Activity 1: Forming the leadership and feedback team**

Ask the participants to nominate a chairperson and time keeper for the workshop. Thereafter explain the importance of forming a team that will play an advisory role to the facilitator this is called a "feedback team". The feedback team plays the role of looking at *facilitation, relevancy of the topics delivered to the farmer's forum governance, content, participation and logistics of the workshop.*

#### **Activity 2: Give each participant the workshop timetable and workshop objectives**

Remind the participants that training is a two-way process and that both the facilitator (s) and participants need to contribute to make it successful.

## 3.2 SESSION 2: WHAT IS GOVERNANCE?

### **Objectives: At the end of the session:**

Participants will be able to define governance and its importance for proper accountability and the success of country farmer's forum operations and sustainability.

**Materials:** Activity sheet – Questions on governance

### **General questions – on governance**

Q1. What do you understand by the word “governance”?

Q2. What is the role of governance in a farmer's forum/network like KESFF?

Q3. Who is charged with the role of governance in KESFF?

Q5. What principles of good governance are to be observed in KESFF?

**Materials:** Power point notes, flip chart, marker pens and masking tapes

**Time:** 50 minutes

**Method:** Facilitated presentation & group discussion.

### **Process:**

**Step 1.** Give a broad overview of the basic concepts related to governance: definition and its importance to a farmer's network like KESFF.

**Step 2.** Ask the participants to discuss the meaning of Governance, Accountability and Dimensions of accountability. Each individual participant will think individually and write down on his/her note book. After five minutes the facilitator will ask participants to form small/buzz groups and share what they have written down. Thereafter participants will be required to present in plenary. At the end the facilitator will wrap up and write down the common definition of Governance by taking key words from all presentations. Participants will have to discuss and eventually agree.

**Step 3.** Wrap the session with an emphasis that an understanding of governance is an important factor for the board and governance has a direct impact to the farmer's network/forum development process and strategic positioning. Ask each of the participants to list at least one thing they will undertake to change in their institution's governance and leadership structures and processes.

**Handout 3:** Notes on governance and good governance

### **3.3 SESSION 3: BACKGROUND TO THE FARMER'S NETWORK IN THE COUNTRY- HISTORICAL BACKGROUND AND LEGISLATION STATUS**

**Objectives:** At the end of the session: participants will be able to understand the how the farmer's forum came into being. They will also understand the registration type of the forum.

**Materials:** Power point presentation of the country farmer's forum. Flip chart stand, flip charts, marker pen and masking tape

**Hand out 4 –** Power point notes

**Time:** 45 minutes

**Method:** Facilitated presentation and general plenary discussion.

**Process:**

**Step 1.** The facilitator ask participants to what extent do they know the history of the country farmer's forum. After some discussions s/he will then ask the national coordinator to present a historical background of the country farmer's forum. The presentation will be more appropriate if a biography will be used i.e. a series of chronological events. This will help all participants to understand and internalize clearly the history of the forum. Also participants will understand the registration process through which the farmer's forum went.

**Step 2.** After the power point presentation the facilitator will ask participants if there are any questions for clarifications and then a question and answer will follow and finally wrap up

### **3.4 SESSION 4: UNDERSTANDING THE VISION, MISSION, VALUES AND IDENTITY OF THE NETWORK**

**Objectives:** At the end of the session participants will be able to understand the vision, mission, values and identity of the farmer's forum.

**Materials:** Power point presentation of the vision, mission, values and identity of the country farmer's forum. Flip chart stand, flip charts, manila cards, marker pens and masking tapes

**Hand out 5:** Power point notes (see section 4)

**Time:** 35 minutes

**Method:** Facilitated presentation, group discussion and plenary discussions.

**General questions – on Vision**

- Where do we want to go/be?
- What will it look like when we are successful a few years “down the peak?”

## Process:

### Group Work 1: Developing a vision

**Step 1.** Present a framework of the “coherence model” which shows the vision, mission, programmes, goal, objectives, strategies and activities (see appendix 1)

**Step 2.** Allow participants to brainstorm one component after the other. This will start with a vision- Ask participants what is a vision and its importance to an organization. The facilitator will then present the steps for developing a vision and the characteristics of a good vision.

**Step 3:** After explaining the steps of developing a vision participants will be asked to go into groups and develop a vision using the given steps. Thereafter this present in plenary and the facilitator will allow participants to discuss. Facilitate the process of underlining all common words appearing in all presentations. Combine the underlined words into one sentence. If this is agreed by all it will be the vision.

**Step 4:** If there are already existing visions makes a comparison with the newly developed one and agree which is the best out of the two. Check if the vision has all good characteristics of a good vision.

### Group work 2: Developing a mission

#### General questions – on Mission

- Why does this farmer’s forum exist? Who we are?
- Why does it matter?
- What do we do as a farmer’s forum
- With whom?
- For what?

**Hand out 6:** Power point notes (see section 4)

**Step 1:** After developing or reviewing the vision this will be followed with developing a mission statement. Let participants brainstorm what is a mission then the facilitator will give an input on the steps to develop a mission.

**Step 2:** Ask participants what is a mission and its importance to an organization. The facilitator will then present the steps for developing a mission and the characteristics of a good mission.

**Step 3:** After explaining the steps of developing a mission (answer the above questions and put them into one sentence) participants will be asked to go into groups and develop a mission using the given steps. Thereafter presentations will be done in plenary and the facilitator will allow participants to discuss. Facilitate the process by underlining all common words appearing in all presentations. Combine the underlined words into one sentence. Check if that sentence makes sense. If this is agreed by all it will be the mission.

**Step 4:** If there are already existing mission makes a comparison with the newly developed one and agree which is the best out of the two. Check if the mission has all good characteristics of a good mission.

**Group work 3:** After developing a vision and a mission the next step would be to check if there is a logical connection – does the mission contribute to the realization of the vision? (Refer appendix 1).

After developing a mission another check is to assess to what extent does the missions consist of programmes which are to be implemented by the farmer’s forum. Ideally, a mission depicts who you are, what you do, with whom and for what. In that sense a well developed mission must consist of all programmes- what the organization does. Other elements to be checked are that each programme must have a goal. For each goal it must have several objectives. For each objective there should be strategies that contribute to the achievement of the same. Also for each strategy there should be activities that once accomplished would lead to achievement of such a strategy (refer appendix 1).

It has to be noted that it is the activities that inform the type of organizational structure, systems, policies and procedures of an organization. However, apart from activities there are other factors that determine the organizational structure.

### Group work 3: Developing Values

#### Values (operating principles)

- These are things an individual cares about and values in his or her life
- In the same vein since organizations are made of people they also have values or things which are seen to be important for the smooth running of the organization
- Values help to regulate peoples’ behaviour in an organization
- Values are implicit in policies, regulations and procedures and hence these becomes the major operating principles in the implementation of activities
- Values are made and can therefore be changed overtime

#### General questions – on shared values

- How will we expect everyone in this organization to act with our smallholder farmers, each other, board members and the community around us?
- What are the principles that will define us as an organization?

#### Steps for developing values

**Step 1:** Think of a new staff joining the farmer’s forum what ideals and ethics will you tell him/her the organization is valuing most. List down those ideals that are required for the smooth running of an organization.

**Step 2:** For each of the values listed in step 1, indicate either...

**A** – Absolutely Critical and Essential. These are required fundamental values that are of critical importance to you and are essential for running the farmers forum.

**B** – Important but not essential. These are important values that have a strong meaning for the organization, but you don't see them as essential for running of the farmer's forum.

**C** – Not important or only somewhat important. These are good values, to be sure, but they are not that important to the farmer's forum and are not the ones you believe are essential to undertake activities!

**Step 3:** For each of the values you marked with an A in Phase I, list and organize them into groups of similar or related words. You should have between 3 and 10 groups. A value may appear in more than one group.

**Step 4:** Once grouped, identify the overarching theme of the group. An example of an overarching value could be integrity (because that is the value that echo most to many of participants).

**Step 5:** Select few overarching values that will be lived in the organization and then create one statement or paragraph for each value. Remember the statement has to be like an *indicator* so that it can be measured at some point in time.

For example:

Integrity: We show respect for smallholder farmers and partners by being open, truthful and honest in all of our dealings.

**Handout 7:** See section 4

#### Group work 4: Developing Identity of the farmer's forum

#### General questions – on Identity

- What is an identity of an organization?
- How other people see and perceive your organization? Also, how people within the organization see themselves?
- Identity is determined by the purpose of the organization and very much linked to value and culture.

The identity elements in an organization are:

- Name of the Organization
- Legal status (Type of registration)
- Type of NGO i.e. membership or non-members
- Physical and postal addresses (location)
- Core purpose.

From the above elements an identity statement can be formulated:

<b>Name:</b>	Eastern and Southern Africa Small Scale Farmers' Forum (ESAFF)
<b>Legal Status:</b>	Registered as an association with registration No.
<b>Type of NGO:</b>	A smallholder farmer's forum
<b>Physical address:</b>	ESAFF P.O Box 1782 Morogoro, Tanzania. Mobile +255782486183 Tel/fax - +255-23-2600006 E- mails: esaff@esaff.org, info@esaff.org website: <a href="http://www.esaff.org">www.esaff.org</a>
<b>Purpose:</b>	Improving performance of member country farmer's forum in Eastern and Southern Africa

GROUP WORK: Write an identity statement of ESAFF

**From the group presentations an identity statement was prepared as follows:**

The identity statement is: **ESAFF is a registered smallholder farmer's network based in Morogoro concerned with improving performance of member country farmer's forum in Eastern and Southern Africa.**

Sometimes the elements are given in form of a sentence known as identity statement. The identity can also be summarised in logo or emblem.

**Handout 8:** See section 4.

### **3.5 SESSION 5: UNDERSTANDING THE FARMERS FORUM ORGANIZATIONAL STRUCTURE AND LOOKING AT DIFFERENT PARTIES WITHIN THE ORGANIZATION STRUCTURE AND THEIR RELATIONSHIPS**

**Objectives: At the end of the session:**

Participants will be able to define governance structure, the difference between the CEO and the Board, understand the use of committees to enhance governance and the importance of board evaluation and development.

**Activity sheet – Questions on Organizational Structure**

- Q1. What is an organizational structure?
- Q2. What factors determine an organizational structure?
- Q3. What is the usefulness of an organizational structure in organizations like the farmer's forum?
- Q4. How many management levels should be there within the farmer's forum?
- Q5. How are the different levels in the organizational structure relate to one another?
- Q6. To what extent does the farmer's forum instill sense of accountability?

**Materials:** Flip chart stand & charts, Markers

**Time:** 30 minutes

**Method:** Facilitated presentation, brainstorming and group discussion.

**Process:**

**Step 1.** Give a broad overview on board structure, how the CEO relates to the board, the role of committee for management of issues at the board level and the importance of board performance evaluation and development.

**Step 2.** Specifically, lead a plenary discussion on the components of governance structure. Allow time for questions to ensure that the participants are with you.

**Step 3.** Wrap the session with an emphasis that a governance structure assists in the facilitation of board management and performance evaluation

**Hand out 9:** Power point notes (see section 4).

### 3.6 SESSION 6: SELECTION CRITERIA OF BOARD MEMBERS FOR THE COUNTRY FARMER'S FORUM, INDUCTION, TRAINING AND BOARD DEVELOPMENT

**Objectives:** At the end of the session: participants will be able to understand the selection criteria of the board members at national level. Also participants will understand the importance of induction and what should be done; the importance of board training and development.

**Activity sheet** – Questions on Organizational Structure

- Q1. What are the selection criteria for board members?
- Q2. What is induction and how it is supposed to be organized?
- Q3. Why training and board development is important for board members?
- Q4. What type of training should be offered to the board members?

**Materials:** Power point presentation. Flip chart stand and charts

**Time:** 1 hour

**Method:** Facilitated presentation & group discussion.

**Process:**

**Step 1.** Ask participants to brainstorm what do you they think are the important selection criteria for the board members in their context. The facilitator jots down all the pinpointed selection criteria

**Step 2.** The facilitator will then display the following table for the participants to jointly discuss and agree

S/No.	Selection criteria	No. of board members
1.	Gender	
2.		
3.		
	Total number of board members as per the constitution	

**Step 3:** Allow participants to discuss and make a conclusion

**Step 4:** Ask participants what the new board members need to know about the farmer's forum.

**Hand out 10:** Power point notes (see section 4).

### **3.7 SESSION 7: ROLES AND RESPONSIBILITIES OF COLLECTIVE BOARD AND INDIVIDUAL MEMBERS AND THE ROLE OF THE BOARD CHAIR AND BOARD COMMITTEES**

**Objectives:** At the end of the session:

Participants will be able to list and appreciate the responsibility and the role of the board. Further the participants should also understand the duties of each individual director.

**Materials:** Power point presentation. Flip chart stand, flip charts, masking tapes and marker pens.

**Activity sheet – Roles and responsibilities of the board**

Q1. What are the roles and responsibilities of the board of directors?

Q2. What are the roles and responsibilities of individual board members?

Q3. What is the difference between “Duty of Care”, “Duty of Loyalty” and “Duty of Obedience”?

Q4. What are the roles of the board chair?

Q5. What type of board committees should be in place in your farmer’s forum?

Q6. What should be the roles and responsibilities of each individual board committee identified under Q5 above?

**Time:** 1 hour

**Method:** Facilitated presentation & group discussion.

**Process:**

**Step 1.** Let participants hold discussions in small groups and then discuss the above questions. They will have to write on flip charts or laptop computer and then present in plenary

**Step 2.** Allow each group to present their findings and later, lead a plenary discussion on the responsibilities of the board and board of directors. Allow time for questions and sharing of experiences among the participants.

**Step 3.** Wrap the session with an emphasis on the role and responsibility of the board of directors in drawing the strategy of the institution

**Hand out 11: Power point notes (see section 4)**

### **3.8: SESSION 8: BOARD MEETING PROCEDURES**

**Objectives:** At the end of the session: participants will be able to understand the how the board will run its meetings and the procedures that must be followed and adhered to.

**Materials:** Power point presentation, Flip chart stand, marker pens, flip charts and masking tape.

**Time:** 35 minutes

**Method:** Facilitated presentation & group discussion.

**Process:**

**Step 1.** Ask participants what they think should be the ideal board meeting procedures

**Step 2.** Allow each group to present their findings and later, lead a plenary discussion

**Step 3:** Wrap up the session by presenting power point notes

**Hand out 12 – Power point notes (see section 4)**

### **3.9: SESSION 9: RECRUITMENT, SUCCESSION PLANNING AND EVALUATION OF THE CEO**

**Objectives:** At the end of the session: participants will be able to understand who is responsible for recruiting the Chief Executive Officer that he is representing the board in the day to day execution of forum's activities.

**Materials:** Power point presentation of the farmer's forum. Flip chart stand & charts

**Time:** 30 minutes

**Method:** Facilitated presentation & group discussion.

**Process:**

**Step 1.** Ask participants who is responsible for recruiting the CEO and why?

**Step 2.** Ask participants what are their ideas for making it possible to prepare someone who can take over the position of the CEO in case s/he leaves

**Step 3:** Discuss and agree on the modalities that will be used by the board to evaluate the performance of the CEO.

**Step 4:** Wrap up the session

**Hand out 13 – Power point notes. (see section 4)**

### **3.10: SESSION 10: SEPARATION OF DUTIES BETWEEN THE BOARD AND THE SECRETARIAT**

**Objectives:** At the end of the session: participants will be able to clearly understand and articulate the separation of duties between the board and the Secretariat.

**Materials:** Power point presentation of the farmer's forum. Flip chart stand and charts

**Time:** 45 minutes

**Method:** Facilitated presentation & group discussion.

**Discussion Questions**

Q1: Why is it important to separate the roles between the Board and the Secretariat?

Q2: What should be the distinctive roles of the Board and that of the Secretariat?

**Process:**

**Step 1.** Ask participants to brainstorm on the separation of duties between the board and the Secretariat

**Step 2.** Allow each group to present their findings and later facilitate plenary discussion and make conclusion

**Hand out 14 – Power point notes. (See section 4)**

### **3.11: SESSION 11: THE FUNCTIONS OF THE CEO, SECRETARIAT AND STAFF AND THE RELATIONSHIP BETWEEN THE BOARD AND THE CEO**

**Objectives:** At the end of the session participants will be able to understand the functions of the Chief Executive Officer, the Secretariat and the relationship between the board and the CEO

**Materials:** Power point presentation of the farmer's forum. Flip chart stand & charts

**Time:** 1 hour

**Method:** Facilitated presentation and group discussion.

Discussion questions:

Q1. What are the major functions of the CEO, Secretariat and Staff in a farmer's forum?

Q2. What is the relationship between the CEO, Secretariat and the Board?

**Process:**

**Step 1.** Ask participants to answer the above questions in groups

**Step 2.** Allow each group to present their findings and later, lead a plenary discussion

**Step 3:** Wrap up the section and make conclusions

**Hand out 15 – Power point notes. (See section 4)**

### 3.12: SESSION 12: CHARACTERISTICS OF AN EFFECTIVE BOARD

**Objectives:** At the end of the session make participants be able to understand what an effective board is.

**Materials:** Power point presentation of the farmer's forum. Flip chart stand & charts

**Time:** 30 minutes

**Method:** Facilitated presentation and group discussion.

**Process:**

**Step 1.** Ask participants to sit in buzz groups and discuss the characteristics of an effective board

.

**Step 2.** Allow each group to present their findings and later, lead a plenary discussion

**Step 3:** Wrap up the session by presenting power point notes on the characteristics of an effective board

**Hand out 16 – Power point notes. (See section 4)**

### 3.13: SESSION 13: BEST PRACTICES IN GOVERNANCE OF FARMERS' FORUM (CODE OF CONDUCT)

**Objectives:** At the end of the session participants will be able to develop checks and balances for the board of directors. The code establishes standards for board's integrity and objectivity, responsibilities to ESAFF member countries.

**Materials:** Power point presentation of the farmer's forum. Flip chart stand & charts

**Time:** 30 minutes

**Method:** Facilitated presentation and group discussion.

**Discussion questions**

1. What are the best practices (code of conduct) in a farmer's forum?
2. Why is it important to have a code of conduct?
3. What are the best practices in your farmer's forum?

**Process:**

A code of ethics is essentially a comprehensive system of right and wrong. It is a set of guidelines to help you make decisions based on your own conscience.

Steps in developing code of ethics

**Step 1:** Ask participants what is the meaning of code of ethics?

**Step 2:** Ask participants specific ideas which make sense to them and which do not in order for the board to behave in the right manner – what should be the DOs and DON'T'S. Let participants ask themselves as many questions as they can think of, and try not to let popular opinions influence them.

**Step 3:** Let participants write down their ideas in groups. Look for patterns and organize your ideas into specific principles. These will be the group's code of ethics.

**Step 4:** Let all groups present in plenary and pick principles that recur and discuss if such principles are applicable and relevant to your farmer's forum board.

**Step 5:** The facilitator has to wrap up the session

**Hand out 17 – Power point notes (see section 4)**

### **3.14: SESSION 14: MANAGING CONFLICT OF INTEREST**

**Objectives:** At the end of the session participants will have understood the meaning of conflict of interest and the basics on how to manage the same. Also they will have to identify the potential conflict of interest for the board of the farmer's forum.

**Materials:** Power point presentation, Flip chart stand, flip charts, marker pens and masking tapes.

**Time:** 30 minutes

**Discussion questions:**

- Q1. What is the meaning of conflict of interests?
- Q2. How conflict of interest can be managed?
- Q3. How managing conflict of interests fosters good governance?
- Q4. What should be the Dos and Don'ts for the board members?

**Method:** Facilitated presentation and group discussion.

**Process:**

**Step 1.** The facilitator gives the above questions to the participants for discussion in groups

**Step 2.** Allow each group to present their findings and later, lead a plenary discussion

Step 3: The facilitator wraps up the session and let participants agree on the tentative mitigation measures of conflict of interest for the farmer's forum board of directors

**Hand out 18 – Power point notes (see section 4)**

### **3.15: SESSION 15: BOARD REPORTS AND DOCUMENTATION**

**Objectives:** At the end of the session participants will be able to understand type of reports which are to be documented for the board.

**Materials:** Power point presentation, Flip chart stand, flip charts, marker pens and masking tapes.

**Time:** 30 minutes

**Method:** Facilitated presentation and group discussion.

**Process:**

**Step 1.** Ask participants to sit in buzz groups and discuss the type and importance of board reports and documentation

.

**Step 2.** Allow each group to present their findings and later, lead a plenary discussion

**Step 3:** Wrap up the session by presenting power point notes

**Hand out 19–** Power point notes (see section 4)

### **3.16: SESSION 16: PERFORMANCE EVALUATION OF THE BOARD**

**Objectives:** At the end of the session participants will be able to appreciate the importance board's self-evaluation. They will be able to identify areas of strength and weakness, and help make changes that positively impact their performance and therefore continuously improve their effectiveness over time.

**Materials:** Power point presentation, Flip chart stand, flip charts, marker pens and masking tape.

**General questions – duties of the board of directors**

Q1. Is board performance evaluation an important factor in the institutions' Governance?

Q2. Who and how the board performance evaluation should be undertaken in your farmer's forum?

**Time:** 1 hour

**Method:** Facilitated presentation and group discussion.

**Process:**

**Step 1.** Prepare role play and then ask participants to draw lessons from the play

**Step 2:** Ask participants to sit in buzz groups and discuss the importance of board's self-evaluation and how they should undertake it

**Step 3.** Allow each group to present their findings and later, lead a plenary discussion

**Step 4:** Wrap up the session by presenting power point notes

**Hand out 20 – Power point notes.**

**3.17: SESSION 17: THE WAY FORWARD/NEXT STEPS AFTER THE WORKSHOP**

**Objectives:** Towards the end of the workshop it is important to tie all the loose end so that a Governance manual would be developed. It is therefore important to make sure that all action points are planned for further implementation.

**The process:** A table showing what needs to be done, how it will be done, by when it will be done and who will be responsible. The facilitator will lead the discussion and participants will discuss and agree on the important milestones.

The way forward will be put in a table as follows:

S/No.	What needs to be done	How it will be done	Timeframe	Responsible	Support needed

**Handout 21:** Sample way forward forms (see section 4)

**3.18 SESSION 18: WORKSHOP EVALUATION**

**Objectives:** At the end of the workshop it is a good idea to evaluate to what extent it has been successful or not, what should be changed or improved in the future workshops. The objective of such an evaluation is to gather feedback for planning similar events in the future. Evaluation will help to answer the questions such as: "How much did the participants learn?" and "How well did they learn it?" and "How well did we facilitate it?"

Participant evaluations serve as a means to differentiate between the content and/or speakers that worked and didn't work. Evaluation questions naturally focus on specifics of your particular workshop and its presenters;

**The process:** Participants will be given evaluation forms for them to fill in. They have to be informed that this feedback will be used to improve future workshops.

**Handout 22: Workshop evaluation forms**

**Example of an evaluation:**

Evaluation rubric:

**SA - Strongly agree**  
**A - Agree**  
**D - Disagree**  
**SD - Strongly Disagree**  
**NA - Not applicable**

- |  |    |   |   |    |    |
|--|----|---|---|----|----|
| 1. The workshop offered useful information and strategies.   | SA | A | D | SD | NA |
| 2. This workshop session met my expectations.  | SA | A | D | SD | NA |
| 3. The goals of the workshop were met.   | SA | A | D | SD | NA |
| 4. The presenter communicated effectively.   | SA | A | D | SD | NA |
| 5. The level of information was appropriate.   | SA | A | D | SD | NA |
| 6. The workshop stimulated my interest.  | SA | A | D | SD | NA |
| 7. My awareness of the importance of a framework for assessment linked to instruction has increased. | SA | A | D | SD | NA |
| 8. The workshop materials will be useful.  | SA | A | D | SD | NA |
| 9. What was the most important thing you learned in this workshop?                                   |    |   |   |    |    |

**Materials:** Evaluation forms

## Chapter 4:

### 4.1: SECTION 4: HANDOUTS/REFERENCE MATERIALS

#### Handout 1: Workshop Objectives

- Conceptual framework on governance, good governance and other related terminology
- Combine theoretical aspects and practical experience of participants to develop a governance manual for the country farmer's forum
- Identify concrete workshop follow-on activities.

#### Handout 2: Workshop Timetable

##### Tentative Workshop Programme

Sessions	Day 1	Day 2
SESSION I: 8.30-10.30	Arrival and Registration	Recap
	Welcome and Opening	Recruitment and evaluation of the CEO
	Introductions	Separation of duties between the board and secretariat
	Expectations	The functions of the CEO, secretariat and staff
	Objectives	The relationship between the board and the national coordinator
	How we will work together	Characteristics of an effective board
10.30-11.00am	TEA BREAK	TEA BREAK
SESSION II: 11.00-1.00 pm	Basic concepts : What is an organization? Why organizations are formed? What is a network? Growth stages of a network, Characteristics of an effective network, what is governance and good governance, principles of good governance	Best practices in small-scale farmers forum (Code of conduct for the board)
	Background to the organization and Relevant legislation of a network	Managing conflict of interest
	What is the purpose of a network	Development of the board
	Develop or review the vision and mission of the network	Board reports and documentation
	How an organizational structure is developed	Board performance evaluation
1.00-2.00	LUNCH	LUNCH
SESSION III	The network's structure	Communications among board members
	Different parties within the organizational structure and their relationships (e.g. AGM, Board, Secretariat etc.)	Way Forward
	Distinction between highest governing body and principal governing body and their functions	Workshop evaluation

	Selection criteria of board members	Closing of the workshop
	Induction, training and development of the board of directors	
	Collective duties of the Board and Individual board member	
	Committees of the board	
	Roles of the board chair	
	Board meetings procedures	

### **HANDOUT 3: BACKGROUND TO THE FARMER'S NETWORK IN THE COUNTRY- HISTORICAL BACKGROUND AND LEGISLATION STATUS**

This part has to be prepared prior to a workshop. Power presentation showing how the idea of establishing a farmer's forum was conceived. What processes followed from that period to the point of organizing a workshop. The presentation has also to show how the registration process of the farmer's forum took place.

### **HANDOUT 4: UNDERSTANDING OF THE BASIC CONCEPTS RELATED TO GOVERNANCE AND BASIC PRINCIPLES UNDERLYING GOOD GOVERNANCE**

#### **What is governance?**

Simply put, "Governance" means the process of decision making and the process by which decisions are implemented (or not implemented). In terms of the farmers forum governance is a process through which a board of directors, guides an institution in fulfilling its mission and protects the institution's assets over time. A system of check and balances between board of directors and other stake holders who set the standard and objectives of accountability for the farmer's forum.

According to the Oxford Dictionary it defines governance as the art or manner of governing exercising control or authority over the actions of subjects and systems of regulations.

There are two aspects of governance. A **technical aspect** consisting of what and how to do something (or not to do), and a **representational aspect** that is how decisions are taken and who takes them.

Effective governance occurs when a board provides proper policies and guidance to the Secretariat regarding the strategic direction for the organization, and oversees Secretariat's efforts to move in this direction. The interplay between board and secretariat centers on this relationship between strategy and operation, both of which are essential for the successful evolution of the organization.

Governance is "good" when it ensures that decisions and organizational priorities are based on a broader consensus in the board of directors, and that the voices of all are heard in decision-making over allocation of resources.

### **What is good governance?**

Good governance is about making good policy choices and good execution of these policies for the benefit of the smallholder farmers in each respective country. Good governance is not about making 'correct' decisions, but about the best possible process for making those decisions. Good governance entails full respect of human rights, the rule of law, effective participation, multi-actor partnerships, transparent and accountable processes and institutions, legitimacy, access to knowledge, information and education, empowerment of people, equity, sustainability, and attitudes and values that foster responsibility, solidarity and tolerance among smallholder farmers.

### **Importance of Good Governance**

As ESAFF's outreach expand overtime by increasing many new members in Eastern and Southern Africa, then there arises a need for clear articulation of the functions of their boards of directors for effective governance. Furthermore, more often these networks depend on donor funds hence they have to demonstrate that they using well such funds. This calls for high levels of standard and efficiency in management a key concern for the Board.

The board of directors should always adhere to good governance principles when making various decisions. The reason for this is because it assures:

- the views of smallholder farmers are taken into account and
- corruption is minimized
- that the voices of smallholder farmers are taken into consideration in all decision making processes

### **Principles of Good Governance**

The facilitator should explain basic principles of good governance and let participants suggest practical ways of incorporating good governance principles in the work of the respective farmer's forum.

Good governance is concerned with the establishment of an appropriate legal, economic and institutional environment that would facilitate and allow farmers networks/forum to grow, thrive and survive as institutions for empowering smallholder farmers in each member country.

It is the responsibility of the ESAFF country members to elect competent directors and to ensure that they govern the institution in a manner that is consistent with their stewardship.

According to UNDP, good governance has 8 major characteristics: participation, rule of law, transparency, responsiveness, consensus oriented, equity and inclusiveness, effectiveness and efficiency and accountability. The handout has to give detailed explanation of each component.

## **HANDOUT 5: UNDERSTANDING THE VISION, MISSION, VALUES AND IDENTITY OF THE NETWORK**

### **Develop Consensus around a “KESSF’s” Future**

If the board is to “foster” the interests of smallholder farmers into a healthy future, it needs to decide where the organization is heading. Questions such as “Taking into account what we know about the smallholder farmers and the world around us, what we want this organization to be like in three to five years?” will challenge board member imagination and commitment. A vision statement helps the board establish organizational priorities. Here are some questions the board needs to ask in order to develop a shared understanding of how the organization should develop in the future:

What are our strengths that we can build on?

- What are the trends in the community that will affect us in the years ahead?
- Are there things we do now that we may need to stop doing?
- Are there opportunities for new services or approaches that we should explore?
- If we are successful in building on our strengths and taking advantage of new opportunities, what will the organization be like in about five years?

An effective vision statement is a succinct statement of the organization’s desired future

The board ensures that the farmers forum’s Mission is well defined, reviewed periodically and respected over time. The board ensures that

- The farmers forum has a formal vision and mission statement that clarifies the purpose of the organization
- The vision and mission is understood and provides management with direction and an enabling environment to fulfill the same. The vision statement if necessary to respond to a changing environment or shifting priorities. Effective strategic planning, the management prepares the plan and the board overseas and approves the plans.
- setting the farmers forum’s strategic course
- setting broad operational policies for the farmers forum
- resolving strategic issues as they arise

Enhances the image of the institution, the board of directors invests their personal time, networks in promoting the institutions image.

### **GENERAL QUESTIONS – ON VISION**

- Where do we want to go/be?
- What will it look like when we are successful a few years “down the peak?”

**Process:**

#### **Group Work 1: Developing a vision**

**Step 1.** Present a framework of the “coherence model” which shows the vision, mission, programmes, goal, objectives, strategies and activities (see appendix.....-Handout 6)

**Step 2.** Allow participants to brainstorm one component after the other. This will start with a vision- Ask participants what is a vision and its importance to an organization. The facilitator will then present the steps for developing a vision and the characteristics of a good vision.

**Step 3:** After explaining the steps of developing a vision participants will be asked to go into groups and develop a vision using the given steps. Thereafter this present in plenary and the facilitator will allow participants to discuss. Facilitate the process of underlining all common words appearing in all presentations. Combine the underlined words into one sentence. If this is agreed by all it will be the vision.

**Step 4:** If there are already existing visions makes a comparison with the newly developed one and agree which is the best out of the two. Check if the vision has all good characteristics of a good vision.

## Group work 2: Developing a mission

### GENERAL QUESTIONS – ON MISSION

- Why does this organization exist?
- Why does it matter?

### Hand out 7: Power point notes.

**Step 1:** After developing or reviewing the vision this will be followed with developing a mission statement. Let participants brainstorm what is a mission then the facilitator will give an input on the steps to develop a mission.

**Step 2:** Ask participants what is a mission and its importance to an organization. The facilitator will then present the steps for developing a mission and the characteristics of a good mission.

**Step 3:** After explaining the steps of developing a mission participants will be asked to go into groups and develop a mission using the given steps. Thereafter this present in plenary and the facilitator will allow participants to discuss. Facilitate the process of underlining all common words appearing in all presentations. Combine the underlined words into one sentence. If this is agreed by all it will be the mission.

**Step 4:** If there are already existing mission makes a comparison with the newly developed one and agree which is the best out of the two. Check if the mission has all good characteristics of a good mission.

**Group work 3:** After developing a vision and a mission the next step would be to check if there is a logical connection – does the mission contribute to the realization of the vision?

**Handout 8:** After developing a mission another check is to assess to what extent does the missions consist of programmes which are to be implemented by the farmer's forum. Ideally, a mission depicts who you are, what you do, with whom and for what. In that sense a well developed mission must consist of all programmes- what the organization does. Other elements to be checked are that each programme must have a goal. For each goal it must have several objectives. For

each objective there should be strategies that contribute to the achievement of the same. Also for each strategy there should be activities that once accomplished would lead to achievement of such a strategy.

It has to be noted that it is the activities that inform the type of organizational structure, systems, policies and procedures of an organization. However, apart from activities there are other factors that determine the organizational structure.

### **DEVELOPING VALUES/ VALUES (OPERATING PRINCIPLES)**

- These are things an individual cares about and values in his or her life
- In the same vein since organizations are made of people they also have values or things which are seen to be important for the smooth running of the organization
- Values help to regulate peoples' behaviour in an organization
- Values are implicit in policies, regulations and procedures and hence these becomes the major operating principles in the implementation of activities
- Values are made and can therefore be changed overtime

### **GENERAL QUESTIONS – ON SHARED VALUES**

- How will we expect everyone in this organization to act with our smallholder farmers, each other, and the community around us?
- What are the principles that will define us as an organization?

### **Steps for developing values**

**Step 1:** Think of a new staff joining the organization what ideals and ethics will you tell him/her are in place in the organization. List down those ideals that are required for the smooth running of an organization.

**Step 2:** For each of the values listed in step 1, indicate either...

**A** – Absolutely Critical and Essential. These are required fundamental values that are of critical importance to you and are essential for running the farmers forum.

**B** – Important but not essential. These are important values that have a strong meaning for the organization, but you don't see them as essential for running of the farmer's forum.

**C** – Not important or only somewhat important. These are good values, to be sure, but they are not that important to the farmer's forum and are not the ones you believe are essential to undertake activities!

**Step 3:** For each of the values you marked with an A in Phase I, list and organize them into groups of similar or related words. You should have between 3 and 10 groups. A value may appear in more than one group.

**Step 4:** Once grouped, identify the overarching theme of the group. An example of an overarching value could be integrity (because that is the value that echo most to many of the participants).

**Step 5:** Select few overarching values that will be lived in the organization and then create one statement or paragraph for each value. Remember the statement has to be like an indicator so that it can be measured at some point in time.

For example:

Integrity: We show respect for smallholder farmers and partners by being open, truthful and honest in all of our dealings.

## **DEVELOPING AN IDENTITY**

### **GENERAL QUESTIONS – ON IDENTITY**

- What is an identity of an organization?
- How other people see and perceive your organization? Also, how people within the organization see themselves?
- Identity is determined by the purpose of the organization and very much linked to value and culture

The identity elements in an organization are:

- Name of the Organization
- Legal status (Type of registration)
- Type of NGO i.e. membership or non-members
- Physical and postal addresses (location)
- Core purpose.

### **Characteristics of a mission**

- Broad-based
- Clearly defined
- Long range
- Distinguishes the organization
- Brief and to the point
- Provide focus

### **Criteria for an effective mission statement:**

- Indicates why the organization exists, the essence of its purpose;
- Short and memorable so that everyone will be able to remember it when making decisions related to the organization's programs and services;
- Is not so restrictive that there is no room for expansion, but not so general that anything the organization does would fit;
- Does not list what the organization does to fulfill its purpose.

## **Establish Strategic Goals**

In order to accomplish the vision, the board needs to establish a set of key strategic goals designed to move the farmer's forum forward. These may have to do with finances, services, facilities, farmer's forum image to the smallholder farmers and in the community at large, or other factors that will have major impact on the farmer's forum success.

## **HANDOUT 6: UNDERSTANDING THE FARMERS FORUM ORGANIZATIONAL STRUCTURE AND LOOKING AT DIFFERENT PARTIES WITHIN THE ORGANIZATION STRUCTURE AND THEIR RELATIONSHIPS**

### ***An Organizational Structure Chart***

An organizational structure chart is a diagram that represents an organization (see appendix 1); it identifies each job, people and their relationships, functions and who reports to whom within the organization. Usually a structure is developed to establish how an organization operates and assists an organization in obtaining its goals to allow for future growth. Organizational structure determines how the roles, power and responsibilities are assigned, controlled, and coordinated, and how information flows between the different levels of management. The typically hierarchical arrangement of lines of authority, communications, rights and duties of an organization.

There are generally three levels in the hierarchy within an organization including top-level, middle-level, and first level that are tiered in numbers with more first level managers, a smaller amount of middle managers, and less top-level managers within one organization. Each level possesses certain job responsibilities within their position to ensure the effective overall operation of the organization.

A well designed organizational structure produces efficient communication channels and encourages fast, clean decisions. The following are the factors that need to be checked if the chart is well drawn:

- **Consistency:** make sure that all names and/or job titles are included
- **Clarity:** ensure that job titles are clearly distinguished from departments or sub-teams
- **Completeness:** ensure that all key stakeholders are taken on board i.e. the organization's members, volunteers and part-time staff
- **Update:** as and when necessary the Board of Directors in consultation with the Secretariat and members update the chart
- **Place:** agree where to place the chart (e.g. as poster in reception and other relevant documents)

## **HANDOUT 7: SELECTION CRITERIA OF BOARD MEMBERS FOR THE COUNTRY FARMER'S FORUM, INDUCTION, TRAINING AND BOARD DEVELOPMENT**

### ***Selection criteria of board members***

Country farmer's forum should state how the way new members are selected, the length of board terms and the total number of terms a member can serve. The basic documents should specify any criteria for board membership, personal values and freedom from obvious conflicts of interest are other qualities the board will want to consider in selecting new members. Board members should serve for the specific period of time and thereafter new members come in. There are several advantages of bringing in new members such as getting new perspectives and resources, keep the board from stagnating and allow the organization to expand. While bringing new members careful orientation helps to integrate them into the organization quickly. Taking the time to introduce new members to programmes, policies, strategic issues and performance expectations will pay off in terms of efficiency and good feeling. A careful orientation programme offers board members a chance to get to know each other and understand each other's strengths and backgrounds.

Orientation and other team-building activities can be the responsibility of the board development committee. Another job for this committee is a periodic board self-assessment. The self-assessment is a process by which the board looks in the mirror and measures its own performance. Self-assessment helps a board sharpen its understanding of leadership and define the contribution it can make to farmer's forum.

Recruitment of the board will depend on the selection criteria set. In case of the farmer's forum board members will be recruited by virtue of their representation from the lower level networks. Once the board members are recruited the next thing is for them to undergo an orientation.

### ***Induction, training and development of Board members***

Once board members have been appointed, they must go through a well-designed induction process which provides them with an opportunity to clearly understand their roles and responsibilities. The profound responsibilities placed upon the board members' call for constant programmes for training and development so as to keep them abreast of changing perspectives and developments in governance. This will enhance the effectiveness of directors as well as the success of the institution. Training and development of directors should be an on-going programme. The areas of training and development should include:

- The board members' responsibilities and liabilities
- The board's governance manual
- Strategic plan
- The board's procedures
- Principles and practice of farmer's forum governance.
- Role and functions of the Board of Directors.
- Duties and responsibilities of Board members.
- Fiduciary duties and duties of care and skill.

- .Board Dynamics.
- Understanding Financial reports.
- Planning, monitoring and evaluation.
- Information and Communication technology.

***New Board Member Orientation:***

New Board members will attend an initial orientation and training session in order to ensure that new members are oriented appropriately and are familiar with the proposed information. Throughout the orientation and training, new Board members will receive the following documents for review and consideration:

- Board of Director's Governance Policy Manual
- Board Bylaws and the Constitution of the farmer's forum
- Minutes of the last board meeting so that they get acquainted with what was deliberated
- Most recent audit and financial statements
- Mission Statement and Core Values
- Board Approved Operating Policies including Personnel and Finance
- Current list of all Board Members
- History/Brochures/Program Descriptions



## **HANDOUT 8 (a): ROLES AND RESPONSIBILITIES OF COLLECTIVE BOARD AND INDIVIDUAL MEMBERS AND THE ROLE OF THE BOARD CHAIR AND BOARD COMMITTEES**

Even though board members should not be paid for their work, a written “job description” is still useful. The roles and responsibilities include:

**(a) know and support the mission of the organization:** one of the basic responsibilities of the board is to identify, articulate, safeguard and promote the ESAFF’s mission. The board’s duty in this respect are to ensure the mission meets the test of fulfilling a smallholder farmers and/or members’ need and the Regional Office honours the mission in everything it does. The board must also make sure the mission is realistic in scope, cost and expected impact. The board should see to it that the mission is expressed in a concise and convincing mission statement. The mission statement is an informative and motivational message for multiple audiences, including beneficiaries, volunteers, donors, media, and staff. The mission statement provides a point of reference for planning and development efforts and brings unity to programmes, communications and other core activities. The board should make sure that the mission statement is known to and embraced by everyone within ESAFF –starting with board members themselves.

The board should also review the mission regularly to ensure it aligns with existing or planned activities.

**(b) The board supports the mission through effective planning:** planning is a mission-directed activity that enhances accountability. Planning is a process of setting goals and articulating a strategy to achieve them through the acquisition and disposition of resources. The board should be involved in the planning process. The board discharges this duty by making sure the staff sets realistic goals for itself and formulates logical steps for achieving those goals within reasonable period of time. In other words the board will usually oversee and monitor the planning process rather engaging in the fine details of planning directly. The staff typically produces any final planning document.

**(c) The board supports the mission through regular evaluation:** Evaluation is the means by which the board confirms the organization is fulfilling its nonprofit mission effectively. The main value a board can bring to this area is, as in planning, direction and oversight. While the actual work of the evaluation may be performed by the staff or an outside consultant, the board ensures that the right questions are asked and the results are appropriately applied. The board should assert this role whether a comprehensive, organization-wide evaluation is undertaken or just a single component, such as finances, is assessed for efficiency and impact.

During an evaluation, the board should make sure that the reasons for conducting the evaluation are clear, relevant factors are assessed, and meaningful measurements are consistently applied. The board should review the outcomes of an evaluation and verify that recommendations, if appropriate, are implemented.

The board should also consider whether the outcomes have any implications for the NGOs overall direction, thus ensuring that a good evaluation feeds back into the planning process.

- (e) Attend board meetings regularly
- (f) Prepare for meetings in advance
- (g) Maintain confidentiality

- (h) Offer informed and impartial guidance
- (i) Avoid special agendas and conflicts of interest
- (j) Participate in committees and special events
- (k) Support the chief executive
- (l) Take part in resource mobilization
- (m) Promote the organization in the community
- (n) The board sets the standard for professional conduct
- (o) The board looks after its own development
- (p) The board oversees the financial affairs of the organization
- (q) The board establishes internal controls
- (r) The board integrates organizational interests and smallholder farmers/members' interests
- (s) The board encourages transparent communications
- (t) The board oversees the publication of an annual report

### **ROLES OF THE BOARD OFFICERS**

There are four officers of the Board:

#### **Chairman**

Responsible for:

- Planning and leading Board meetings
- Integrity of the Board process
- Managing the participation of Board members
- Appointing committee chairpersons and membership
- Chairing the Executive Committee
- Assuring the Board's work is completed
- Ensure self-evaluation of the board takes place

#### **Vice-Chairman**

Responsible for:

- Performing duties of the Chairman in their absence
- Manage special assignments as requested by the Board Chairman

#### **Treasurer**

Responsible for:

- Integrity of the farmer's forum financial affairs
- Assuring the Board remains knowledgeable of the financial status of the organization
- Chairing the Finance Committee

**Secretary** (See the roles of the CEO)

### **BOARD COMMITTEES**

The Board appoints both standing committees and ad-hoc committees. This policy applies to both, whether or not they include non-Board members.

- Board standing and ad-hoc committees are created to advise the Board. When the Board takes action to establish a committee, they will also assign a specific charge and suggested membership.

- Membership on committees may include: currently elected Board members, former Board members, farmer’s forum staff and other individuals as it may deem necessary.
- The Chairperson of the Board will be an ex-officio member of all committees, but will only vote on the committee to which they are assigned.
- Only the full Board or Executive Committee can exercise authority over the CEO.
- Board committees do pre-Board work by clarifying issues, identifying alternatives, and determining implications of proposed actions.
- Recommendations resulting from committee action will be presented by the Chairperson, or a member of the committee, in the form of a motion at a full Board meeting.
- Minutes and attendance will be taken at all committee meetings.

## **STANDING COMMITTEES**

### **Executive Committee (ExCom)**

- The purpose of the Executive Committee is to take actions on behalf of the Board between its meetings, as necessary, to conduct the business of the farmer’s forum.
- Membership will include Board officers, and the past Chairperson of the Board
- The Executive Committee oversees the evaluation of the CEO including developing the criteria used for evaluation, interviewing staff participating in evaluation, and preparing summary information for consideration by the full Board.
- All business transacted by the Executive Committee will be reported at the next Board meeting.
- Executive Committee meetings will be called as necessary.
- The Chairperson of the Board will serve as the Executive Committee’s Chair.

### **Finance Committee:**

- The purpose of Finance Committee is to:
  - Oversee the financial operations of the farmer’s forum, including income and expenses
  - Oversee the preparation of the annual budget and monitor budget variances with actual income and expenditures
  - Review year-end financial statements
  - Ensure that an annual financial audit is conducted by a professional auditing firm in accordance with national accounting body guidelines and fully reported to the Board
  - The Treasurer of the Board will serve as the Committee’s Chair

## HANDOUT 8 (b): INDIVIDUAL DIRECTOR RESPONSIBILITIES

### Duties of a Board of Directors

All board members must follow basic codes of conduct in carrying out their governance roles and responsibilities in good faith. This includes:

**Duty of Care:** The Duty of Care calls on a board member to participate in the decisions of the board and to be informed on the information relevant to such decisions. A common statement of the Duty of Care asks a board member:

- to be reasonably informed,
- to participate in decisions, and
- to do so in good faith and with the care of an ordinarily prudent person in similar circumstances.

To discharge the Duty of Care efficiently and effectively, a board member must attend meetings, exercise independent judgement, and ensure that they have an appropriate level of understanding of the issues critical to the farmers forum.

**Duty of Loyalty:** The Duty of Loyalty requires board members to exercise their powers in the interest of the farmer's forum and not in their own interest or in the interest of another entity or person.

By assuming a board position, a board member acknowledges that for any farmer's forum activity, the best interests of the farmer's forum must prevail over their individual interests or the particular interests of the constituency that selected them. The Duty of Loyalty primarily relates to conflicts of interest and confidentiality.

Board members may have interests in conflict with those of the farmer's forum. The Duty of Loyalty requires that a board member be conscious of the potential for such conflicts and act with openness and care in dealing with such situations. Once a board member discloses a potential conflict of interest issue, it is the board's interpretation of the issue that will determine if it is a proper or improper transaction.

If there exists any opportunity in which a board member is interested, such a board member before engaging in a transaction must inform the board of directors in sufficient detail and adequate time to allow it to act or decline to act to a board member's possible involvement in that transaction.

**Duty of Obedience:** The Duty of Obedience requires board members to be faithful to the farmer's forum's mission. Although board members have the authority to determine how the farmer's forum is to best meet its mission; they are prohibited from behaving in a manner inconsistent with the basic institutional objectives. The Duty of Obedience grows, in part, out of nonprofit organizations' heavy reliance on the public's trust when soliciting donations and grants. In turn, the public has the right to be assured that such funds will be used for the purpose for which they are given.

## HANDOUT 9: BOARD MEETING PROCEDURES

### **Scheduling and selection of agenda items for board meetings:**

- Dates of the board meetings will have to be decided in advance.
- The board meetings are convened by giving appropriate notice after obtaining the approval of the Chairperson.
- The agenda of the board meetings will be prepared by the Country Coordinator who will share the same with the board chair before distributing in advance to the Board of Directors.
- Every Board member is free to suggest the inclusion of items on the agenda
- When the need arise to deliberate on urgent need, meetings can also be convened at short notice.
- It has to be stated by when minutes should be ready and circulated to members
- The number of times of the board meetings has to be set out in the rules of procedure.
- It has to be spelled out in what form the agenda will be provided is it electronically or in paper format or both.

### **Quorum**

The board has to set a quorum by stating how many members should be present for the meeting to be formally conducted.

### **Location of the meeting**

The bye laws have to state where meetings will be held usually it at a place and time convenient to all board members and suitable for holding such a meeting.

### **Postponement of the meeting**

The bye laws have to state as to when a meeting can be convened by the board chair if other members delay to show up. If there are not more than half of the directors present at the meeting, the meeting chair may announce postponement of the meeting time, provided that only two postponements. If the quorum is still not met after two such delays, the chair may re-call the meeting following the procedures in an emergency.

### **Voting procedures**

The chair may conduct the voting in any one of the following manners in his discretion. But, if there are disagreements, the chair shall take note of the views of a majority of the directors and determine the voting process.

1. Voting by show of hands.
2. Roll call voting.
3. Voting by ballots.
4. Other voting process chosen by the company.

The chair shall appoint board members to supervise the casting of votes and the counting thereof for resolutions.

### **Writing of minutes**

Minutes shall be prepared of the discussions at board of directors meetings; the meeting minutes shall record the following:

1. Session (or year), time, and place of meeting.
2. Name of the meeting chair.
3. Attendance of board members at the meeting, specifying the names and number of members present, excused, and absent.
4. Names and titles of those attending the meeting as nonvoting participants.
5. Name of minutes taker.
6. Matters reported on.
7. Agenda items: specify the resolution method and result for each proposal, and summarize the comments made by, and specify any objections or reservations expressed by, board members, experts, or any others at the meeting that has been included in records or stated in writing.
8. Extraordinary motions: specify the name of the mover, the resolution method and result for each motion, and summarize the comments made by, and specify any objections or reservations expressed by, board members experts, or any others at the meeting that has been included in records or stated in writing.
9. Other matters required to be recorded. The minutes of a board of directors meeting shall bear the signature or seal of both the meeting chair and the secretary to the board; a copy of the minutes shall be distributed to each board member within ----- days after the meeting in the form agreed by the board.

### **Responsibilities of the Chair**

Conducts meeting

Maintains due process

Informs membership of Board actions

May vote in secret ballots or to change the outcome of a vote

### **Member Guidelines**

All remarks should be addressed to the Chair

Raise your hand if you wish to be recognized and get the attention

**Review/Approval of Agenda** The procedure for review and approval of the Agenda at the start of each meeting:

Consider the Agenda provided

The Chair will entertain requests for withdrawal of items and additions of new business items which will be placed at the end of the Agenda, and propose reordering of items, if appropriate.

Consider the Consent Agenda. Any Director may remove an item. Items so removed will be placed in the appropriate section of the Agenda.

Approve the Consent Agenda (as revised) and Agenda, as revised.

A majority vote is required to approve the Agenda and proposed changes thereto. Once adopted, subsequent changes may be made only with the consent of the board.

### **Procedures in Debate**

The maker of a Motion may speak first

During debate:

All remarks are addressed to the Chair

No one may speak more than twice on the same question, without consent of the board

### **Attending in meetings**

A board meeting shall be attended by the directors in person. If a director is unable to attend due to certain reasons; he may appoint other directors to attend on his behalf in writing

If an independent director fails to attend a board meeting in person consecutively for three times, the Board shall request the general meeting to remove the said director.

The professional standards of the board often reflect the degree of professionalism of the organization as a whole. A board that is polished and organized is typically at the head of an organization with similar reputation. There are several areas in which the board should pay attention to its own professional conduct.

### ***The board sets rules for its own operation***

The board of directors of ESAFF shall establish rule of procedures for doing its work. A “rule of law” on the board strengthens accountability, enhances efficiency, and provides a solid framework for collective action. All rules of operation for the board will be put together in a manual and will include the following:

- (i) procedures for conducting board members elections
- (ii) handling board member resignation and removal from office
- (iii) filling vacancies on the board
- (iv) board member orientation
- (v) board committees
- (vi) board self-assessment
- (vii) meetings schedules and calling board meetings
- (viii) emergency decisions
- (ix) decision making procedures
- (x) preparing and distributing the meeting agenda
- (xi) meeting attendance
- (xii) quorum
- (xiii) voting methods
- (xiv) preparing and approving meeting minutes
- (xv) drafting and approving new policies
- (xvi) board member reimbursement

A good chair will observe the rules of operations closely to help keep the board’s work focused and on track.

## **HANDOUT 10: RECRUITMENT, ROLES OF THE CEO, SUCCESSION PLANNING AND EVALUATION OF THE CEO**

### **Recruitment, Roles and responsibilities of the CEO**

The country coordinator is appointed by and responsible to the Board of Directors as the Chief Executive Officer and is charged with providing leadership and over-all direction and administration of the operations of the farmer's forum. He or she interprets and applies the policies of the Board of Directors; establishes basic policies within which the various activities are carried out; guides and develops short and long-range planning; and evaluates activities in terms of objectives.

#### *A. Planning:*

Develops and gains Board approval on the goals, objectives and priorities for the farmer's forum

#### *B. Budget and Finance:*

Reviews and approves the farmer's forum budget for Board approval.

#### *C. Staff:*

Supervises staff in carrying out the plans and programs of the organization. Determines responsibilities and authority among staff and assures that high standards of performance are being met.

#### *D. Resources:*

Works with Board to secure adequate resources to carry out the farmer's forum programmes and monitors the allocation of these resources to insure they are used effectively and efficiently

#### *E. Administration:*

Is responsible for the day-to-day administration of the activities of the farmer's forum.

#### *F. Monitoring and Evaluation:*

Together with other members of staff monitors, and revises when necessary, the activities of the organization in order to gain greater programme effectiveness. Assists Board in evaluating progress and outcomes of programmes, and recommends revisions of goals or objectives when needed in order to improve organizational performance

#### *G. Public Relations*

Works with Board to ensure community awareness of the farmer's forum goals, mission, objectives and programmes obtain public support.

### **Succession planning**

It has to be noted that any individual, no matter how indispensable, can suddenly fall ill, accept another job. In view of this fact, the board has to develop a succession plan. The plan should include the list of possible candidates for the position, or at least a way to identify them. The board might want to consider preparing a senior staff member to meet this potential need. Outside resources or temporary management services can also be identified. The board should make sure that an up-to-date Regional Coordinator job description is available in writing.

If the situation warrants, the board should not shy away from frankly discussing with the current Regional Coordinator the need to develop a plan for succession. The Regional Coordinator will need reassurance that this effort does not reflect doubts about his or her performance. If properly

consulted, the Regional Coordinator can play a useful role in defining the qualities and experience needed in the position, suggesting possible candidates, and even mentoring replacement on the staff.

### **Evaluation of the CEO**

As part of its feedback to the Regional Coordinator, the board should review his or her performance regularly – preferably annually. The review shall be based on predetermined criteria, such as the written job description and stated annual goals. The review will help the Regional Coordinator understand what the board expects and any areas for improvement. The review is important for establishing a basis for compensation and, when necessary, for documenting inadequate performance that may lead to dismissal.

As a practical matter, the chair usually takes the lead in conducting the Regional Coordinator’s review. However, it would be more ideal if the entire board conducts the evaluation. Thereafter the evaluation results will be communicated to the Regional Coordinator by the board chair or board as a whole. The feedback should be accompanied with recommendations and new expectations.



## HANDOUT 11: SEPARATION OF DUTIES BETWEEN THE BOARD AND THE SECRETARIAT

Responsibility between the board and management should be clearly defined. This translates into the fundamental understanding by both board and management that the role of the board is at the strategic rather than the operating level.

Separation between the two organs makes possible the checks and balances that ensure the organization is well run and important decisions are made with the smallholder farmer interest in mind. The board acts as a check on managerial control but does not run the organization or dispose of its resources directly. This distinct function becomes more important as resources increase and operations grow in complexity: an active and independent board reassures donors, beneficiaries and other stakeholders that the farmer's forum is professionally run and conflict of interest does not exist.

The board governs and the staff manages- the separation of governance involves a division of both duties and personnel. The usual rule is that management runs the organization from day to day, while the board sets policy, exercise oversight and strategically guides the organization. One way to maintain the distinction between governance and management is to ensure the same people do not perform both jobs. If staff members are serving the board it means they have to approve their own budgets, set their own pay, assess their own programs etc. This is the reason that staff members should never, ever, serve as voting members of the board.

Strong information systems and communication channels must be in place within the farmer's forum to provide relevant and timely information to measure the performance of the organization in areas such as human resource management, and programmatic goals. In too many cases, information provided to boards is biased toward accounting data, which alone is insufficient.

A skillful chairperson is needed to run effective meetings by focusing the agenda on big picture issues and policies. The chair also must be able to direct actions and build a consensus by bridging the gap in opinions, which often arises among independent-minded board members. Good mechanisms should be established to allow for individual director participation, such as committees.

### ***Main Difference of Governance and Management Roles***

<b>Governance/Board</b>	<b>Management/CEO</b>
Provides guidance on strategic approves major strategic decisions	Manage the day to day opera Recommends strategy to the board
Approves a framework of policies and What is mutually agreed upon by the management	Recommends to the board and approved policies and plans to achieve objectives.
Authorizes a monitoring and evaluation to ensure that policies are respected implemented, and objectives are achieved	Maintains the institution's financial so manages the institution's human resources in the manner that encourages high performance, and staff development
Ensures that the institution's operation do not overwhelm	Ensure that the institution's board is informed, and

its strategic priorities	that it considers itself as part of the institution
Ensure a healthy separation of Board and management roles to ensure that between the roles and responsibilities are clear.	Develops a strong management team effective implementation of projects and programs grooming of a potential successor
Does not execute authority in the management Structure	Does not serve as a voting member of

## HANDOUT 12: THE FUNCTIONS OF THE CEO, SECRETARIAT AND STAFF AND THE RELATIONSHIP BETWEEN THE BOARD AND THE CEO

### **The functions of the CEO:**

The Country Coordinator is the person who is managing the day to day operations of the farmer's forum national office on behalf of the Board of Directors and has the following responsibilities:

- Identifying, acquiring and managing resources including income generation
- Budgeting
- Expenditure
- Limited rights to make decisions about large expenditures (the Board decides on the limits)
- Ensuring that financial records are kept properly
- Ensuring that books are kept accurately
- Ensuring that financial reports are produced on time and distribute to the right people
- Monitoring that activities are in line with expenditure
- Checking financial reports and drawing the attention of staff and Board to any problems
- Proposing policies and strategic initiatives to the board
- Introducing lower level policies to deal with problems e.g. policies about telephone usage (these are usually approved by the Board)
- Appointing financial staff (although, at senior levels, this should be done together with the appropriate Board member).
- Promoting farmer's forum interests in the community
- Supporting the board in its work

While the Country Coordinator may delegate some of the activities, the responsibility is still his/hers. The clarification of the hierarchical relationship between the board and the chief executive helps smooth cooperation between them and ease the tensions that may arise, even in the best of relationships.

### **The functions of the Secretariat**

The Secretariat of country farmer's forum will be made up of the senior staff members which include Programmes Officer, Finance and Administration Manager... and those that have senior management positions.

Everyone on the Secretariat should understand financial reports. These reports should be discussed once Members of the Secretariat should:

- Budget for their department or projects
- Monitor their budgets against expenditure
- Manage their budgets with the limits set

- Explain the monthly financial reports for their departments or projects to their staff
- Apply their minds to the overall organizational financial reports and give input to the Regional Coordinator
- Assist the Regional Coordinator with income generation, with specific reference to their projects or departments

### **The functions of Staff**

Different members of staff are usually responsible for different parts of the day-to-day financial control in an organization. This is in line with dividing control of power over the money. Many of the tasks are, however, carried out by the Accountant.

The tasks of the Accountant include:

- Issuing receipts for funds received
- Depositing money into relevant accounts
- Preparing cheque requisitions for payment
- Ensuring accounts are paid on time
- Ensuring the cash book, or computer spreadsheet, is completed within an agreed time-frame at the end of each month
- Ensuring all financial documents are available for the auditors

The sorts of tasks to separate (give to different people) for better financial control are the receipting and depositing cash, and the preparation and approval of cheques.

All members of staff involved in the finances must understand the importance of what they are doing and doing it accurately and on time. It often helps to build this kind of responsibility if staff are taken through the monthly statements. In this way, they will understand them and see the contribution their work makes.



## HANDOUT 13: CHARACTERISTICS OF AN EFFECTIVE BOARD

### **Governance**

Approaches responsibilities in the spirit of a director on behalf of the members and the small farmers at large.

- Maintains loyalty to the network with a higher loyalty to the members.
- Welcomes information and best available advice, but reserves the right to arrive at decisions based on own judgement.
- Honors commitments.
- Supports board decisions (internally and externally) even when he or she may disagree with the majority opinion. Promotes unity within the organization.
- Offer opinions honestly and in a constructive way
- Respects the opinions of others.
- Avoids any possibility of conflict of interest.
- Understands legal and fiduciary responsibilities.
- Gives respect and consideration to other board members and Board Chair. Listens as an ally. Focuses on issues, not personalities.
- Offers constructive feedback.
- Asks informed questions.
- Clearly understands her/his responsibilities.
- Willing to actively serve on at least one committee.
- Reads sufficiently all the papers given to her or him
- Comes to meetings on time, well prepared and actively participates.

### **Ambassador**

- Understands and is committed to the ESAFF's mission.
- Speaks with one voice when representing ESAFF.
- Acts as an advocate for the ESAFF and its members.
- **Consultant**  
Has expertise in areas necessary to assist the board and the organization.
- Contributes knowledge

### **General**

- Willing to give time.
- Recognizes that her/his time and energy are limited, and takes care not to make any commitment that cannot be fulfilled.

## HANDOUT 14: BEST PRACTICES IN GOVERNANCE OF FARMERS' FORUM (CODE OF CONDUCT)

A code of ethics is essentially a comprehensive system of right and wrong. It is a set of guidelines to help you make decisions based on your own conscience.

Steps in developing code of ethics

**Step 1:** Ask participants what is the meaning of code of ethics?

**Step 2:** Ask participants specific ideas which make sense to them and which do not in order for the board to behave in the right manner – what should be the DOs and DON'T'S. Let participants ask themselves as many questions as they can think of, and try not to let popular opinions influence them.

**Step 3:** Let participants write down their ideas in groups. Look for patterns and organize your ideas into specific principles. These will be the group's code of ethics.

**Step 4:** Let all groups present in plenary and pick principles that recur and discuss if such principles are applicable and relevant to your farmer's forum board.

**Step 5:** The facilitator has to wrap up the session

## HANDOUT 15: MANAGING CONFLICT OF INTEREST

In life there are several conflict-of-interests and this happens when an individual faces competing choices that cloud or influence decision making. Conflict of interest situations usually make the organization's interests seem less important than other more personal interests. Conflict of interest can involve anyone, but it is particularly common on boards whose members are influential people with many ties in the community. By establishing a conflict-of-interest policy, the board will enhance the reputation of the ;farmer's forum for accountability and transparency and can help to attract new resources. It is also a guide for dealing with situations that have the potential to reflect badly on the organization or individuals associated with it. Conflict of interest policy helps the board monitor behavior within the organization and deal impartially with situations in which an individual's multiple interests compete or collide. The policy typically includes a requirement for full disclosure of potential or actual conflicts and abstention from deliberations and decisions in which an individual has a personal stake. The farmer's forum board members will sign conflict-of-interest disclosure statements annually. The same will apply to employees, volunteers as well as members and other close associates.

The conflict of interest should include the following elements:

**(a) Statement of purpose.** The policy states what is meant by conflict of interest and whom it affects

**(b) Guidance for conduct.** Board and staff members are required to disclose any real, perceived or potential conflict right away. They should be banned from taking part in discussions and decisions involving situations in which they are or their family members and associates could benefit in any direct or indirect way.

**(c) Annual disclosure.** Board and staff members sign statements acknowledging their awareness of the policy and identifying any real or potential conflicts they might be involved in.

A “conflict of interest” can occur when a board member personal interest is, or may appear to be, adverse to the interests of the farmer’s forum as a whole. Personal interests may include, but are not limited to, outside activities, financial or other business interests, personal or charitable relationships. Conflicts of interest also arise when a board member, or a member of his or her immediate family, receives improper personal benefits as a result of his or her position as a director of the farmer’s forum. Such improper personal benefits could include getting a tender for supply of cars to farmer’s forum instead of floating it to the general public in a transparent manner.

The following are some examples of the common conflicts from which board members of the farmer’s forum should refrain.

- *Personal use of organization’s assets.* Members of the board may not use farmer’s forum assets, labor or information for personal use unless approved by the Board Chairperson for some good reasons. Incidental personal use of assets such as computers, telephones and supplies is permitted.

In circumstances where a board member has a significant, ongoing and irreconcilable conflict, and where such personal or outside interest, relationship or responsibility significantly impedes the director’s ability to carry out his or her fiduciary responsibility to the farmer’s forum, resignation from the Board or the conflicting interest may be required of the board member by the Board.

- *Relationship with third-parties.* Members of the board may not engage in any conduct or activities that are inconsistent with the farmer’s forum best interests or that disrupt or impair the farmer’s forum relationship with any person or entity with which the farmer’s forum has or proposes to enter into a contractual relationship. Directors may not compete with the Farmer’s forum or use opportunities that are discovered through the use of farmer’s forum information or their position with the farmer’s forum for their own personal benefit or for the benefit of persons or entities outside the farmer’s forum.
- *Confidentiality*  
Directors should maintain the confidentiality of information entrusted to them by the farmer’s forum and any other confidential information about the organization or a third party that comes to them, from whatever source, in their capacity as a board member, except when disclosure is authorized or legally mandated.
- *Compliance with Laws, Rules and Regulations.*  
All board members are required to be role models to comply with applicable laws, rules and regulations.

- *Fair Dealing.*

Board members must deal fairly with the farmer’s forum employees, smallholder farmers, suppliers etc. No board member may take unfair advantage of the farmer’s forum employees, smallholder farmers, suppliers etc. through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair-dealing practice.

### Managing Conflict of Interest

Conflict	Guideline for Resolution
<p><b>Related party transactions:</b> Engaging in activities to the detriment of the Farmer’s forum on whose board one serves to benefit related organization or individuals</p>	<p>New board members to sign -a code of conduct agreeing to commitment to the organization -conflict of interest form which list all potential conflicts</p> <ul style="list-style-type: none"> <li>• Members should excuse themselves from talking on issues that conflict with their interest.</li> <li>• Forced Resignation if discovered caused harm to the farmer’s forum</li> </ul>
<p><b>Nepotism</b></p>	<ul style="list-style-type: none"> <li>• Set minimum requirements qualification staff</li> <li>• Set hiring policies that limit the possibility members working together closely</li> </ul>
<p><b>Spring Board</b> – using the board advance political aspiration or run office</p>	<p>Board Member should resign to pursue political interests</p> <ul style="list-style-type: none"> <li>• Should not mix up the institution if has apolitical aspirations should wait after resignation</li> </ul>

## HANDOUT 16: BOARD REPORTS AND DOCUMENTATION

The record of board meetings is a basic instrument of accountability. Minutes are a form of institutional memory that enable an organization to work consistently and deliberately, without being vulnerable to an individual’s special agendas or efforts to seize control. The board will appoint a person to keep a record of all formal proceedings, including their time and place, attendance, agenda and decision taken. These minutes will be approved by the chair and secretary signing and thereafter distribute to members. Policy decisions by the board should be gathered together in a policy manual, which is made available throughout the organization. The Regional Coordinator working with the board chair is responsible for ensuring that the policy manual is updated as needed.

## HANDOUT 17: WAY FORWARD/NEXT STEPS AFTER THE WORKSHOP

S/No.	What need be done	How	Timeframe	Responsible person

## HANDOUT 18: PERFORMANCE EVALUATION OF THE BOARD

A regular process of evaluating the board's performance can help to identify strengths and weaknesses of its processes and procedures and to provide insights for strengthening the conduct of board and committee meetings, and interactions with board and staff leadership. Many boards will find it helpful to conduct such a self-assessment annually; others may prefer a schedule that coincides with the terms of board service or regular long-range planning cycles.

1. Is there a formal policy document that defines the standards and procedures for the qualification, duties, nomination and selection of the board of directors?
2. What is the qualification of the chairperson of the board?
  - His/her independence?
  - His/her board leadership and value networking skills?
3. What is the optimal size of the board?
  - How well does the size and the geographic location help or limit board communications?
4. What is the composition of the board?
  - What knowledge and qualifications do they bring to the board?
  - What value added services and networks do they bring to the board?
  - What special interest groups do they represent?
5. Are the board members fully aware of their legal and ethical duties? Do they have a conflict of interest? Are they declared, monitored and managed?
6. Is most of the CEO's compensation performance-based?
7. Does the board evaluate their performance on a regular basis?
8. How often and how well does the board communicate with ESAFF members countries?
9. How often and how well does the board communicate with the CEO and the Secretariat? Is the communication style active or passive? Hostile or cooperative?

**Appendix 1**  
Coherence Model

