



CSO Board Strengthening and Leadership Training

Facilitator's Guide

19 September 2023

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CSO Board Strengthening and Leadership Training

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1 Introduction

This Facilitator's Guide accompanies the Board Strengthening and Leadership Training Manual. Together, these documents are designed to meet a number of specific learning objectives. Users and/or facilitators of this training handbook should be able to:

- Explain the meaning of governance and the importance of good governance for development of successful CSO.
- Explain the principles underlying good governance.
- Explain the process and some of the tools for applying principles of good governance to the work of CSOs in South Sudan.
- Reflect on the strengths and shortcomings of good governance practices in their own organisations.
- Develop practical basic documents, procedures and manuals to ensure adoption of effective and best practices of governance principles and practices.
- Help CSO staff and Board members to identify governance gaps in their respective CSOs and find solution to improve the situation or demand for change.
- Training participants will be able to understand important principles to be followed when developing internal governance processes.

The Facilitator's Guide follows the same general outline as the Manual. However, not all sections of the Manual have a corresponding section and exercise in this Guide. It is our intention to have this Guide used as inspiration for training facilitators when planning training session, rather than a definitive list of exercises to be conducted as part of the training.

The reason for this comes from the understanding that the level of internal development and access to resources among CSOs in South Sudan varies greatly. Consequently, the needs as well as capacities for internal governance structure and processes with CSOs varies, too.

It is therefore essential that prior to any training session that uses this Guide, trainers conduct a thorough needs assessment in order to determine what sections of the Manual and the Guide should be used to deliver the best possible training outcomes.

2 Evolution of CSOs in South Sudan

Exercise 1: Trends in CSO governance and leadership in South Sudan

- What are your observations about the issues of governance and leadership in Africa and South Sudan in the last 5 years?
- Why is there an interest in issues of governance and leadership and why now?
- How well are efforts aimed at improving governance and leadership matching improvement in actual practice? Why or why not?

Exercise 2: History of CSOs in South Sudan

- **Objectives:** at the end of the session participants will be able to understand the how the CSO sector in South Sudan came into being.
- **Materials:** Power point presentation of the history of CSOs in South Sudan
- **Method:** Facilitated presentation and general plenary discussion.

Process:

- **Step 1.** The facilitator asks participants to what extent do they know the history of South Sudan CSOs and civil society sector in general. After some discussions s/he will then present a historical background of South Sudan's civil society sector. The presentation will be more appropriate if the sector is presented through a series of chronological events. This will help all participants to understand and internalize clearly the history of the sector.
- **Step 2.** After the 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

Handout: CSO Governance Checklist

Note to training facilitators: based on training needs assessment, adjust the list below and remove questions that may be too advanced for training participants.

Encourage people to answer all question, even if they are not sure about the terminology and the meaning of some questions.

Discuss the results of self-assessment in plenary. Ask training participants to give general assessment of their CSO. Make sure to remind them to keep the list and use it to follow their progress in understanding and applying good governance principles in their CSO.

At the end of the training, plan a session in which the participants will revisit the list and conduct self-assessment again. Use the plenary session to discuss differences in pre- and post- self-assessment. Those differences between the two assessment could be useful for planning future training (to address any remaining capacity gap) as well as an indication of the overall training success (showing the difference in trainees understanding of key CSO governance concepts before and after the training).

		Yes	Partly	No	Do not know
1	Our organization has a formally established governing structure.				
2	Our Board makes decisions collectively.				
3	Our Board has a designated leader or chair.				
4	Our chief executive has a written job description outlining performance expectations and goals.				
5	Our Board evaluates the chief executive annually.				
6	Members of the staff, including the chief executive, are not voting members of our Board.				
7	The chief executive is not the Board chair.				
8	Our organization has a mission statement, which is known throughout the organization.				
9	Our Board focuses on strategic leadership and “big picture” thinking.				
10	Our Board does not micro-manage or engage unnecessarily in operational details.				
11	Our Board makes sure that adequate planning takes place throughout the organization.				
12	Our Board makes sure that regular evaluations of programs and operations are performed and acted upon.				
13	Our Board understands the organization’s finances and monitors the financial condition regularly.				
14	Our Board ensures that internal financial controls are in place and working.				

		Yes	Partly	No	Do not know
15	Our Board ensures that the organization's accounts are regularly audited.				
16	Our Board takes part in resource development.				
17	Our Board ensures an annual report is produced and distributed.				
18	Our Board members are not paid for their service and derive no other direct or indirect gain from their Board service.				
19	Our Board has established and enforces a conflict-of-interest policy.				
20	Our Board sets a high professional and ethical standard.				
21	Our Board has a clear set of rules for its own operation.				
22	Our Board meets regularly, with dates set in advance.				
23	All Board members arrive at meetings punctually and prepared to take part in proceedings.				
24	Board meetings focus on policy, oversight, and strategic direction.				
25	Board meetings involve active discussion and decision-making rather than rubber-stamping and listening to staff reports.				
26	Our chair knows how to lead discussions, maintain discipline, and include all Board members in accomplishing necessary work.				
27	Board meetings keep to the pre-set agenda.				
28	Our Board keeps minutes of all of its meetings.				
29	All Board members have written guidelines outlining expectations of their Board service.				
30	Our Board works well as a team.				
31	Our Board sets annual goals for itself.				
32	Our Board assesses its own performance regularly.				

		Yes	Partly	No	Do not know
33	Individual Board members serve set terms within a system of regular rotation.				
34	Our Board recruits new members strategically.				
35	New Board members are thoroughly orientated into the organization and Board service.				
36	Our Board members serve enthusiastically as ambassadors for the organization.				

3 Conceptual underpinnings

Throughout the Manual and Training Facilitator's Guide, we use a number of terms coming from western concept of public and private sector management. In order to ensure the same understanding of those terms by both the training facilitators and participants, we felt the need to further define them. Training facilitators are invited to use these definitions when presenting the content of the Manual.

In addition to the definition of governance given in the Manual, we can also look at the governance as a process through which a Board guides a CSO in fulfilling its mission and protects the CSO's assets over time.

It is a system of checks and balances between the Board and other stake holders who set the standard and objectives of accountability of a given CSO. Effective governance occurs when a Board provides proper policies and guidance to the chief executive and other staff regarding the strategic direction for the CSO, oversees CSO's efforts to move in this direction. The relationship between the Board and the chief executive centres on this relationship between strategy and operation, both of which are essential for the successful evolution of the organization.

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** 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** is about making good policy choices, setting strategic direction and good execution of these policies for the benefit of the CSO and its stakeholders. 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** is the art and science of getting things done in a community. Partly it is science because it is based on proven techniques that have evolved in management and which enable people to accomplish tasks according to plan. It is partly art because it relies on creativity, imagination, leadership and motivation skills to get humans to work together to accomplish goals.
- **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 a CSO, being accountable means, demonstrating regularly that it uses its resources wisely and does not take advantage of its special privileges to pursue activities contrary to its non-profit status. CSO has to be accountable to its members by making decisions in a more transparent manner and directing resources.
- **Resource mobilization** is the process of identifying source of resources and obtaining resources from different resource providers for the organization using different mechanisms. CSO 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** 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** are the CSO'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.
- **Financial Regulations** are a set of financial regulations laying down the powers, responsibility and authority of CSO staff 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 CSO staff at various levels should 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 CSO 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: a) provides the foundation on which standard operating procedures and routines rest, b) determines which individuals get to participate in which decision-making processes, and thus to what extent their views shape the organization's actions.
- **Board (or 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 (such as national government, as is the case in South Sudan). These matters are typically detailed in the organization's basic documents. The basic documents commonly also specify the number of members of the Board, how they are to be chosen, and when they are to meet.
- **Chief executive** (or CSO management staff) are a selected team of members of staff who are required to manage the CSO's staff to carry out the decisions made by the Board. The chief executive and management staff are responsible for managing the day-to-day activities of the CSO.

Exercise 3: Setting for the governance workshop, welcome address, introductions, expectations, objectives and how the workshop will be run. This exercise is envisioned to make participants feel welcomed and create conducive environment that will make them be at ease.

- **Welcome address:** One of the Board members (preferably the Chair) to address the audience and welcome them to the training. This could be followed up with introductions led by the training facilitator. The introduction should work as an icebreaker to make participants know each other and relax. 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 training that we would want to discuss the role of the CSO Board and what is that they would want to be covered towards the end of the workshop? Each individual participant will be given a 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 training be conducted. Individual comments are useful in order to ensure that you get out of the program maximum value for all participants.
- **Please answer the following key questions.** Each participant (or a small group of them) should write down the points from each participant on a paper for presentation in the plenary session.

Q1. Please list down what you expect to contribute and learn from this governance workshop.

Q2. 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 answers and start to read one after the other and paste on the flipchart or wall. Similar answers would be clustered together after the facilitator confirms with participants. Thereafter the facilitator will ask participants to write an appropriate heading for each cluster of answers.
- **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. Facilitator 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 will not be addressed in that 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 expectations are not realistic, facilitator should explain the scope of this 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.
- **Method:** Participatory by all who are present through open discussions

Exercise 4: How the workshop would be run

- **Overview:** This session allows participants to put a good working and learning environment for the training. 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.

Activity: Forming the leadership and feedback team

- Ask the participants to nominate a chairperson and timekeeper for the training. 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 CSO governance, content, participation and logistics of the workshop.

Activity: Give each participant the training timetable and training 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.

Exercise 5: 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 CSO's operations and sustainability.

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

Q1. What do you understand by the word "governance"?

Q2. What is the role of governance in a CSO?

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

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

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

Process:

- **Step 1.** Give a broad overview of the basic concepts related to governance: definition and its importance to CSO.
- **Step 2.** Ask the participants to discuss the meaning of governance, accountability and different dimensions of accountability. Each individual participant will think individually and write down on his/her notebook. After five minutes the facilitator will ask participants to form small 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 CSO's development process and strategic positioning. Ask each of the participants to list at least one thing they will undertake to change in their CSO's governance and leadership structures and processes.

4 Governance framework and legal requirements

Exercise 6: Understanding the CSO governance structure

- **Objectives:** At the end of the session participants will be able to define CSO governance structure, the difference between the chief executive 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 CSO?

Q4. How many management levels should be there within the CSO?

Q5. How are the different levels in the organizational structure relate to one another?

Q6. To what extent does the CSO governance structure instil sense of accountability?

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

Process:

- **Step 1.** Give a broad overview on Board structure, how the chief executive 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.** Lead a plenary discussion on the components of governance structure. Allow time for questions to ensure that the participants are fully engaged.
- **Step 3.** Wrap the session with an emphasis that a governance structure assists in the facilitation of Board management and performance evaluation

5 Understanding the role of CSO Boards

Exercise 7: Definition and importance of Boards

Handout: Illustration of *bad* governance by the Board (read aloud or share the handout to training participants – 10min; lead the conversation using the questions and notes suggested at the end – 20min)

Once upon a time in a small town in Central Equatoria state of South Sudan, there was an XY Civil Society Organization (CSO) dedicated to serving the needs of the local community. The XY was known for its noble mission, volunteers, and dedicated staff members who worked tirelessly to bring about positive change.

However, as time went by, the XY experienced a shift in its leadership. A new Board was elected, and with their arrival, a cloud of bad governance loomed over the organization. This Board unfortunately, prioritized personal interests and agendas over the mission and values of the XY. Rather than working collaboratively with staff and volunteers, the new Board seemed more interested in exerting control and making unilateral decisions without considering the opinions and expertise of others. Transparency and accountability became mere words rather than guiding principles.

One of the first signs of bad governance was the Board's lack of financial prudence. They used the organization's funds for personal gain, lavish expenses, and unnecessary projects that did not align with the XY's objectives. The mismanagement of finances caused resources to dwindle, hindering the XY's ability to effectively deliver services to the community.

Moreover, the Board's actions resulted in an erosion of trust and morale within the UN agencies and International Non-governmental Organizations (INGO). Furthermore, the Board neglected the importance of community engagement and partnerships. Instead of fostering relationships with stakeholders and investing in collaboration, they made decisions in isolation, disregarding the voice of those who were directly impacted by the XY's work.

This disconnection led to decreased community support and a perception that the XY no longer prioritized the needs of its constituents. As the negative consequences of bad governance continued to unfold, the CSO's reputation suffered irreparable damage. Donors and sponsors began to withdraw their support, unwilling to associate themselves with an organization tainted by poor leadership and malpractice. The XY's impact on the community declined, leaving vulnerable individuals without the crucial services and assistance they once relied upon.

Eventually, the detrimental effects of the Board's bad governance could no longer be ignored. Concerned members of the XY, staff, volunteers, and community members came together to demand accountability and change. They organized a public campaign to shed light on the mismanagement and urged the Board to step down. Their collective efforts paid off, leading to the resignation of ineffective Board members. A thorough review was conducted, and new leaders with a solid commitment to the XY's mission were elected, bringing about a fresh start for the organization.

Under the new Board's stewardship, the XY gradually regained its previous glory. Transparency, integrity, and inclusivity became the guiding principles of the organization once again. The community rekindled its trust in the XY, and volunteers and staff members returned, eager to make a meaningful contribution and bring positive change.

Questions for training participants: How realistic is this situation? Do they know such organisations? If they do, what went wrong and how this situation ended?

Note: From this cautionary tale, it is evident that Board governance strongly influences the success and impact of any organization, especially those working for the betterment of society. The story serves as a

reminder that transparency, accountability, and ethical decision-making are essential for the sustainable growth and positive influence of a community service organization.

Exercise 8: The role of the Board

Handout: Illustration of good governance by the Board (read aloud or share the handout to training participants – 10min; lead the conversation using the questions and notes suggested at the end – 20min)

Once upon a time, in the aftermath of a devastating conflict in South Sudan, a community organisation ABC emerged as a beacon of hope for the war-affected population. Committed to rebuilding communities and fostering peace, the ABC's governance structure played a pivotal role in their success.

The ABC's Board consisted of dedicated individuals with a deep understanding of the challenges faced by post-conflict societies. Comprising both local and international members, the Board was diverse in expertise and backgrounds, which ensured a wide range of perspectives and insights. Recognizing the sensitive context, the Board approached their governance responsibilities with utmost care and diligence. They prioritized inclusivity, ensuring that Board members hailed from various ethnic, religious, and social backgrounds, allowing for a better representation of the community they served. This diversity fostered a deeper understanding of the unique needs and concerns of the war-affected population.

The Board members brought extensive experience and expertise in fields such as conflict resolution, community development, and human rights. This allowed them to guide the ABC's strategic direction effectively and make informed decisions that aligned with the organization's mission and vision. To ensure accountability and transparency, the Board implemented robust systems and procedures. They established clear financial management guidelines, regularly audited the organization's accounts, and disclosed financial information to both internal and external stakeholders. By practicing financial prudence and adhering to international standards, the ABC gained the trust of donors, partners, and the wider community.

The ABC's Board also prioritized the professional development of their staff. They provided regular training opportunities, mentorship programs, and capacity-building initiatives to ensure the organization operated at the highest standards. By investing in their team's skills and growth, the Board fostered an empowering work culture where employees felt supported, contributing to the ABC's overall success. Through their commitment to good governance, the ABC's Board navigated the challenging terrain of post-conflict South Sudan with integrity and determination. Their inclusive approach and transparent practices garnered widespread support and admiration from the community, donor organizations, and the government.

Over time, the ABC's programs and initiatives began to bear fruit. Communities experienced sustainable development, improved access to education and healthcare, and reconciliation efforts took root. The ABC became a trusted partner in peacebuilding initiatives and served as a model for effective and ethical governance in post-conflict societies.

Questions for training participants: Ask training participants to name a few communities where CSOs are providing good services. Why do they think those CSOs are good? What do they need to replicate good practices from those CSOs in their own organisation?

Note: As the story unfolds, the ABC's journey serves as a testament to the transformative power of good governance. Through their dedication to inclusivity, transparency, community engagement, and partnerships, the ABC's Board paved the way for healing, reconciliation, and a brighter future for post-conflict South Sudan. And so, in the post-conflict landscape of South Sudan, the ABC's story remains an inspiration, a reminder that through good governance, organizations can become catalysts for positive change, bringing hope and stability to societies emerging from the ravages of conflict.

6 CSO Board as a collective leadership body

Exercise 9: Characteristics of an effective Board

- **Objectives:** At the end of the session participants should be able to understand what an effective CSO Board is and why is it important to have one
- **Method:** Facilitated presentation and group discussion.

Process:

- **Step 1.** Ask participants to sit in small 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 key notes on the characteristics of an effective Board.

Exercise 10: Roles and responsibilities of Board members

- **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 Board member.
- Activity sheet – Roles and responsibilities of the Board

Q1. What are the roles and responsibilities of the CSO Board?

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

Q3. What are the roles of the Board chair?

Q4. What type of Board committees should be in place in your CSO?

Q5. What should be the roles and responsibilities of each individual Board committee identified under Q4 above?

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

Process:

- **Step 1.** Let participants hold discussions in small groups and then discuss the above questions. They will have to write their group answers 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 members. 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 in providing strategic direction to CSO.

7 CSO Board Recruitment and Succession Planning

Exercise 11: Selection of Board members

- **Objectives:** At the end of the session participants will be able to understand the selection criteria of the Board members of CSO. Also, participants will understand the importance of induction and Board training and development.

- **Activity sheet** – Questions on Board selection:

Q1. What are the selection criteria for Board members?

Q2. What is induction of new Board members 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?

- **Method:** Facilitated presentation and 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 CSO. The facilitator records down all the noted selection criteria.
- **Step 2.** The facilitator will then display the following table for the participants to jointly discuss and agree.

No.	Selection Criteria	Number of Board members
1	Gender	
2	Professional qualifications	
3	
4	...	
...	

- **Step 3:** Allow participants to discuss and make a conclusion.
- **Step 4:** Ask participants what the new Board members need to know about the CSO.

8 CSO Board Meetings and Decision-making Processes

Exercise 12: Board meeting procedures

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

Exercise 13: Preparing Board meeting agendas

Ask each training participants to draft Board meeting agenda. Then show them the example below. Discuss differences (good and bad) between participants agenda and the example below. Agree on changes in the example to make it more suitable to CSO's needs. (20min)

Board of Directors Meeting Agenda

Monday, 15 July 2023, 1730 – 2100

1730 Arrival and refreshments

1800 Board chair's greetings and opening remarks

1815 Approval of minutes of previous meeting (note: minutes of the previous meetings submitted in advance, together with the invitation to this meeting)

1820 Chief executive's report (note: questions only – report submitted in advance, together with the invitation to this meeting)

1845 Board development committee report - Election of new members (note: report submitted together with the meeting invitation)

1915 Finance committee report – Summary of key indicators, Approval of lease on new office space (note: report submitted together with the meeting invitation)

1945 Strategic plan - Approval of 2024 strategic objectives (note: see attachment sent with the meeting invitation)

2030 Approval of chief director's 2024 goals (note: goals document submitted with the meeting invitation)

2100 End of meeting

Exercise 14: 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.

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 Board chair and secretary signing and thereafter distribute to Board members. Policy decisions by the Board should be gathered together in a policy manual, which is made available throughout the organization.

Process:

- **Step 1.** Ask participants to discuss in small groups 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 consolidated group notes.

9 Building effective Board

Exercise 15: The functions of chief executive, CSO staff and relationship between the Board and chief executive

- **Objectives:** At the end of the session participants will be able to understand the functions of the chief executive, CSO staff and the relationship between the Board and the chief executive.
- **Method:** Facilitated presentation and group discussion.
- **Discussion questions:**

Q1. What are the major functions of the chief executive and CSO staff?

Q2. What is the relationship between the chief executive, CSO staff 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.

Exercise 16: Separation of duties between the Board and CSO staff

- **Objectives:** At the end of the session participants will be able to clearly understand and articulate the separation of duties between the Board and CSO staff.
- **Method:** Facilitated presentation and group discussion.
- **Discussion Questions:**

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

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

Process:

- **Step 1.** Ask participants to brainstorm on the separation of duties between the Board and CSO staff.
- **Step 2.** Allow each group to present their findings and later facilitate plenary discussion and make conclusions.

Exercise 17: Managing the 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 their CSO.
- **Method:** Facilitated presentation and group discussion.

Handout: 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 organisation'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 CSO 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 behaviour 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 CSO Board members should 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:

- **Statement of purpose.** The policy states what is meant by conflict of interest and whom it affects.
- **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 (or their family members and associates) could benefit in any direct or indirect way.
- **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, harmful to the interests of the CSO 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 CSO. Such improper personal benefits could include getting a tender for supply of cars to CSO 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 CSO should refrain:

- **Personal use of organization's assets.** Members of the Board may not use CSO assets, labour or information for personal use unless approved by the Board chair 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 obstructs the Board member's ability to carry out his or her fiduciary responsibility to the CSO, resignation from the Board 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 CSO's best interests or that disrupt or impair the CSO's relationship with any person or entity with which the CSO has or proposes to enter into a contractual relationship. Board members may not compete with the CSO or use opportunities that are discovered through the

use of CSO information or their position with the CSO's for their own personal benefit or for the benefit of persons or entities outside the CSO.

Confidentiality

Board members should maintain the confidentiality of information entrusted to them by the CSO 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 CSO staff. No Board member may take unfair advantage of the CSO employees, 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>Related party transactions: Engaging in activities to the detriment of the CSO 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. Members should excuse themselves from talking on issues that conflict with their interest. Forced Resignation if discovered caused harm to the CSO</p>
<p>Nepotism</p>	<p>Set minimum requirements qualification staff. Set hiring policies that limit the possibility members working together closely</p>
<p>Spring Board – using the CSO Board to advance political aspiration or run office</p>	<p>Board Member should resign to pursue political interests. Should not mix up the institution if has a political aspirations should wait after resignation</p>

- **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?

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 CSO Board.

Handout: An Illustration of *bad* working relationship between CSO Board and chief executive (read aloud or share the handout to training participants – 10min; lead the conversation using the questions and notes suggested at the end – 20min)

Once upon a time, in the post-conflict setting of South Sudan, XY was working tirelessly to rebuild communities and foster peace. However, within the organization, a concerning dynamic unfolded between the Board and the chief executive, hindering progress and causing discord. The XY's Board consisted of well-intentioned individuals, each with the desire to make a difference in the lives of the war-affected population. However, despite their shared goal, conflicts arose between the Board members and the chief executive, leading to a deterioration in their working relationship.

One of the key reasons for this souring relationship was a lack of effective communication and shared understanding. The Board members sometimes felt detached from the day-to-day operations and the challenges faced by the organization. This disconnect led to a misunderstanding of the chief executive's decisions and actions, resulting in mistrust and miscommunication. Additionally, the Board members had varying expectations and sometimes conflicting visions for the XY's future. The lack of a unified direction made it challenging for the chief executive to implement strategies and programs effectively. This divergence caused frustration and disagreement, hindering progress and impacting the XY's ability to fulfil its mission.

Furthermore, there was a lack of clarity around the roles and responsibilities of the Board and the chief executive. This ambiguity led to power struggles and a lack of clear lines of authority. The chief executive felt uncertain about decision-making processes and autonomy, while the Board members found it difficult to define their oversight responsibilities. This ambiguity further exacerbated the strained working relationship. The strained relationship between the Board and the chief executive negatively impacted the XY's staff and beneficiaries. The lack of cohesion and stability at the helm of the organization trickled down, affecting day-to-day operations, decision-making, and ultimately, the effectiveness of the programs being implemented.

Recognizing the need for change, an intervention was sought to address the issues between the Board and the chief executive. Facilitated dialogues and mediation were conducted to foster open communication and rebuild trust. Both parties were encouraged to express their concerns and find common ground to move forward. Through these interventions, the Board members and the chief executive began to understand each other's perspectives better.

Clear channels of communication were established, allowing for regular updates, discussions, and shared decision-making. The roles and responsibilities of each party were clarified, ensuring a smoother flow of operations and accountability. Gradually, the relationship improved, and the Board and the chief executive started working in synergy.

With a renewed sense of collaboration, they developed a shared vision for the XY's future and worked towards a common goal - the betterment of the war-affected communities in South Sudan. As the XY regained its footing, programs were revitalized, and the impact on the ground was once again apparent. The organization regained the trust of the community and its partners, ensuring sustainable progress and positive change for those in need.

Questions: Ask participants to comment on relations between the Board and chief executive in their organisation. How often do they have misunderstandings between the Board and the chief executive? What effects those misunderstandings have on daily activities and CSO in general? How did they resolve those misunderstandings? Did they have any internal procedures that help them resolve misunderstandings?

Note: The story of the XY's struggle and ultimate recovery highlights the importance of open communication, mutual understanding, and clearly defined roles within the governing structure of an organization. It underscores the fact that a dysfunctional working relationship between the Board and the chief executive can have far-reaching consequences and hinder an organization's ability to fulfil its

mission. In the context of South Sudan, this story serves as a reminder that in order to make a meaningful and sustainable impact, it is essential for leadership entities to work together, leveraging their strengths, and fostering a collaborative environment for the betterment of the communities they serve.

Exercise 18: 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.
- **General questions** – duties of the Board members

Q1. Why is it necessary to conduct regular Board performance evaluation?

Q2. Who and how the Board performance evaluation should be undertaken in your CSO?

Handout:

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 CSO 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. In that regards, it is important to ask the following questions:

1. Is there a formal policy document that defines the standards and procedures for the qualification, duties, nomination and selection of the Board members?
2. What is the qualification of the Board chair?
 - 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 the conflict of interests declared, monitored and managed?
6. Is most of the chief executive compensation performance-based?
7. Does the Board evaluate the performance of chief executive on a regular basis?
9. How often and how well does the Board communicate with the chief executive and CSO staff? Is the communication style active or passive? Hostile or cooperative?

Process:

- **Step 1.** Ask participants to sit in small groups and discuss the importance of Board's self-evaluation and how they should undertake it.
- **Step 2.** Allow each group to present their findings and later, lead a plenary discussion.
- **Step 3:** Wrap up the session by presenting joint conclusions.

Exercise 19: Board's appointment of new director – planning and implementing replacement or succession

Handout: When chief executive decides to leave (read aloud or share the handout to training participants – 10min; lead the conversation using the questions and notes suggested at the end – 20min)

An organization in Juba was known for its charismatic chief executive. After seven years at the top, his staff adored him and the CSO's programs were the best in the country. Imagine the Board's astonishment when he announced he was resigning, effective immediately.

"I just feel it's time to move on," he explained. An opportunity had come along that was too good to turn down. Within a matter of days, he had moved to a new job in the UN. He left behind a CSO that seemed to be thriving – until a quite different story began to unfold.

The Board had its first hint of trouble when the senior staff member, who had been asked to take over, called the Board chair to tell him that the financial records seemed incomplete. The former chief executive had handled the bookkeeping himself and often worked at home. The senior staff member was worried that he had left town without returning all the files to the office. This could be a problem, she said, since the first report on a major grant was due soon.

The Board chair urged the senior staff member to keep looking and let the Board know what she found. Within days she called back to say that the former chief executive still had sole access to the CSO's bank accounts. The staff had reminded her that salaries and rent were due, but she was unable to initiate payments. She had also discovered a letter from another donor asking for an explanation about how some grant money was spent. But there was no information about the grant in the files and she did not know how to respond.

At this point the Board realized that the former chief executive was not as perfect as he had seemed. His careless handling of finances and grants had put the CSO on the brink of scandal. Quick action was needed to salvage the CSO's reputation and relations with donors and meet its obligations to staff and others.

Fortunately, this story has a happy ending. Within a matter of weeks, the senior staff member pieced together the necessary financial information. The Board chair persuaded the bank to give him and the senior staff member joint control of accounts. Reports were filed and the staff and landlord were paid. The Board appointed the senior staff member as chief executive.

One of her first acts as the CSO's leader was to write a job description for herself and spell out new financial procedures. She was determined that, when it was time for her to move on, she would not put the CSO in such a position again.

Questions: Ask participants if they ever had a chief executive leave and how that process was conducted? Do they have procedures for replacement of chief executive? Do they think those procedures cover all eventualities?

Exercise 20: Recruitment, succession planning and evaluation of chief executive

- **Objectives:** At the end of the session participants will be able to understand who is responsible for recruiting the chief executive and evaluating his/her performance
- **Method:** Facilitated presentation & group discussion.

Process:

- **Step 1.** Ask participants who is responsible for recruiting the chief executive in their CSO why?
- **Step 2.** Ask participants what they would do to prepare someone who can take over the position of the chief executive CEO in case their current chief executive leaves.
- **Step 3:** Discuss and agree on the modalities that will be used by the Board to evaluate the performance of the chief executive.
- **Step 4:** Wrap up the session

Exercise 21: Fostering a culture of collaboration, communication, information sharing, and promotion of learning culture within CSO

Handout: Illustration of good working relationship between CSO Board and chief executive (read aloud or share the handout to training participants – 10min; lead the conversation using the questions and notes suggested at the end – 20min)

Once upon a time, in the post-conflict landscape of South Sudan, ABC thrived due to the harmonious working relationship between its Board and the chief executive. Together, they formed a formidable team, united by a common purpose to rebuild communities and foster peace. The ABC's Board comprised individuals who brought diverse backgrounds, expertise, and perspectives to the table. They had a deep understanding of the challenges faced by the war-affected population and were genuinely passionate about making a positive impact. Recognizing the importance of collaboration and shared decision-making, the Board actively sought to establish a strong working relationship with the chief executive from the outset.

Open communication formed the foundation of their successful partnership. Regular Board meetings were held where the Executive Director presented updates, progress reports, and proposals. From their side, Board members provided feedback, guidance, and support. This transparent exchange of information facilitated a mutual understanding of the organization's goals, challenges, and strategies.

The Board demonstrated trust and confidence in the chief executive's leadership. They believed in their expertise and provided them with the autonomy needed to make day-to-day operational decisions. This trust allowed the chief executive to navigate the post-conflict landscape with agility and responsiveness, quickly adapting programs to address the evolving needs of the communities. In addition to regular meetings, the Board and the chief executive utilized various forms of communication to maintain a strong connection. This included email updates, phone calls, and face-to-face discussions whenever possible. The lines of communication remained open, ensuring that both parties felt comfortable reaching out and seeking guidance when needed.

The Board members actively supported the chief executive by leveraging their networks, connecting the ABC with key stakeholders, donors, and partners. The chief executive tapped into these connections, cultivating relationships that brought resources, expertise, and increased visibility to the organization. This collaborative approach enhanced the ABC's credibility and expanded its reach within the post-conflict communities. The harmony and synergy between the Board and the chief executive had a profound effect on the organization's impact. Programs flourished, initiatives were successfully implemented, and the ABC's presence in the community grew stronger. The efforts of the ABC, guided by the foundation of a solid Board – chief executive relationship, helped rebuild schools, construct infrastructure, provide vital services, and foster reconciliation among the war-affected population.

Questions: Ask training participants to give examples of successful collaboration between the Board and chief executive in their organisation. Why they think the collaboration was successful? What conditions existed in their organisations that contributed to good collaboration and communication?

Note: The success of the ABC and its impact on the ground became a testament to the power of a healthy working relationship between the Board and the chief executive. Their shared vision, trust, effective communication, and defined roles established a strong foundation that propelled the organization forward. In South Sudan, this tale serves as an example of the transformative potential when leadership entities work hand in hand. It underscores the importance of collaboration, transparency, and mutual respect between the Board and the chief executive, emphasizing that a harmonious working relationship is key to achieving sustainable change and building a thriving post-conflict society.

10 Strategic planning and performance management and the role of the Board

Exercise 22: Understanding the vision, mission, values and identity of CSO

(Note: this exercise should be conducted only with organisations that do not have their own vision and mission and have identify development of these two as an organisational and governance priority)

- **Objectives:** At the end of the session participants will be able to understand the importance of CSO vision, mission, values and identity.
- **Method:** Facilitated presentation, group discussion and plenary discussions.
- **General questions – on Vision**

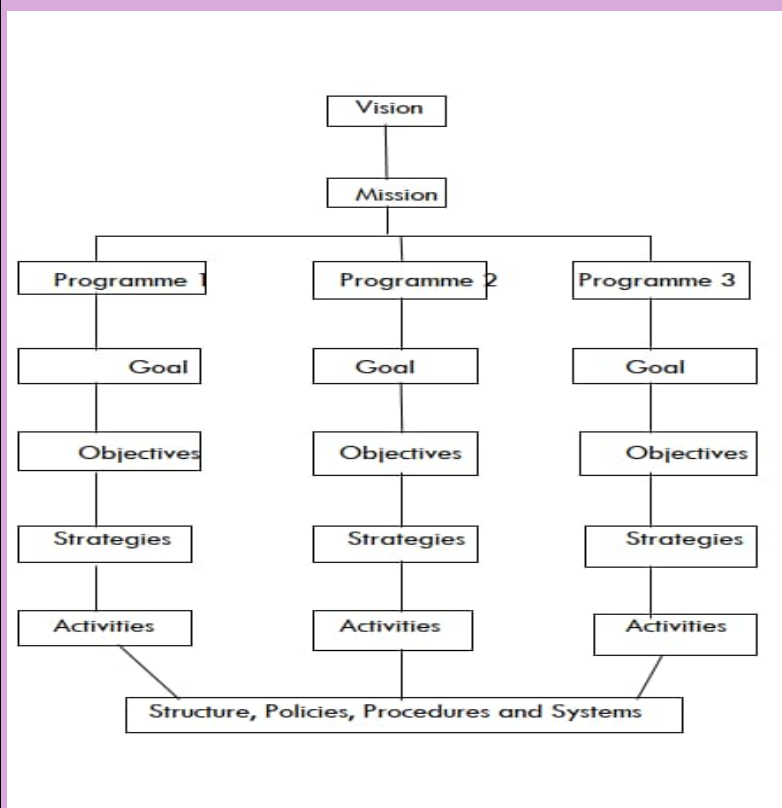
Q1. Where do we want to go/be?

Q2. What will it look like when we are successful?

Process:

Group Work 1: Developing a vision

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



- **Step 2.** Allow participants to brainstorm one component after the other. This will start with a vision. Ask participants what a vision and what is its importance to a CSO. The facilitator could 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 make 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**

Q1. Who we are as a CSO?

Q2. Why does it matter?

Q3. What do we do as a CSO?

Q4. With whom?

Q5. For what?

Process

- **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 a CSO. 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 statements, make 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.

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?

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 CSO. Ideally, a mission depicts who you are, what you do, with whom and for what. In that sense a well-developed mission statement 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.

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 people's 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

Q1. How will we expect everyone in this organization to act with our smallholder farmers, each other, Board members and the community around us?

Q2. What are the principles that will define us as an organization?

Process

- **Step 1:** Think of a new staff joining the CSO 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 of:

- **A, absolutely critical and essential.** These are required fundamental values that are of critical importance to you and are essential for running the CSO.
- **B, important but not essential.** These are important values that have a strong meaning for the organization but are not seen as essential for running of the CSO.
- **C, not important or only somewhat important.** These are good values, to be sure, but they are not that important to the CSO 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 our dealings.

Group work 4: Developing Identity of the CSO

General questions on Identity:

Q1. What is an identity of an organization?

Q2. How other people see and perceive your organization? Also, how people within the organization see themselves?

Q3. 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 CSO i.e. membership or non-members
- Physical addresses/location
- Core purpose.

From the above elements, an identity statement can be formulated containing name of CSO, legal status, type of CSO/NGO, physical address, phone/fax/email/website and finally the purpose.

Group work: write an identity statement of your CSO.

Exercise 23: The role of Board in CSO strategic planning

Handout: The experience of a South Sudanese chief executive (read the story aloud and use questions at the end to initiate and lead the discussion – 20min)

“As the head of a small CSO, I realized a few years ago that we needed a strategic plan. Donors were asking for one, and I saw the use of having a long-term blueprint. Although I thought it would be a staff project, the consultant who helped us suggested we include the Board in the process, too.

“I knew this would be a new demand on Board members and predicted they would not be enthusiastic. After all, it was hard enough getting them to show up for meetings! But at a meeting facilitated by the consultant, our Board members were surprisingly engaged. To my amazement, they had good ideas about where the CSO should be going and even offered to get more involved in fundraising.

“Afterwards I worked with the Board chair to draw up long-term goals for the CSO. The staff fleshed out the plan, then the Board chair and I presented it together at the next Board meeting.

“Since then, the Board has insisted on being part of the planning process. Every year the Board reviews the plan and updates the goals as needed. In our CSO, planning has become a Board-driven process. I feel pretty good about that – I know that I can rely on them and don't have to take all the responsibility on myself.”

Questions: What role the Board could take in planning process? Ask participants to talk about cases when Board members took part in strategic planning. Were they reluctant to participate in the process? If they were reluctant, why was that? If they were enthusiastic about their role in planning, why do you think that was the case?

Exercise 24: Best practices in CSO governance – Code of Conduct

- **Objectives:** At the end of the session participants will be able to develop basic set of checks and balances for the Board. The code of conduct establishes standards for Board's integrity, objectivity, and responsibilities toward all stakeholders.
- **Method:** Facilitated presentation and group discussion.
- **Discussion questions**

Q1. What are the best practices (code of conduct) in CSOs?

Q2. Why is it important to have a code of conduct?

Q3. What are the best practices in your CSO?

Process:

A code of conduct 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 conduct:

- **Step 1:** Ask participants to give their understanding of what is the code of conduct.
- **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'Ts. Let participants ask themselves as many questions as they can think of. Try not to let popular opinions influence them.
- **Step 3:** Let participants write down their ideas in groups. Ask them to look for patterns and organize ideas into specific principles. These will be the group's code of conduct.
- **Step 4:** Let all groups present in plenary and pick principles that recur and discuss if such principles are applicable and relevant to their CSO.
- **Step 5:** The facilitator wrap up the session.

11 The way forward and training evaluation

Session: The way forward

- **Objectives:** Towards the end of the workshop, it is important to tie all the loose end so that participants have a good understanding of what they need to do to improve their internal governance systems and practices. It is therefore important to make sure that all action points are planned for further implementation.
- **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 could be put in a table as follows:

No.	What needs to be done	How it will be done	Timeframe	Responsible	Support needed
1					
2					
3					
4					
...					

Session: Training evaluation

- **Objectives:** At the end of the training, 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 did not work. Evaluation questions naturally focus on specifics of your workshop and its presenters.
- To evaluate the training, training facilitators should again share the same CSO Governance Checklist, as it was distributed at the beginning of training session. Comparison of before and after the training results will provide an indication of knowledge received by trainees. Training facilitators should compare the results from checklist and provide analysis of the results. The analysis should be shared with all training participants.

