

Echo Network Africa Foundation (ENAF)

Training of Board of Directors on Corporate Governance Practice and Board Evaluation Processes

Terms of Reference

November 2024

1. Background

Echo Network Africa Foundation (ENAF) is a Pan-African philanthropic institution that works with like-minded stakeholders to empower, position, and advocate for girls and women in Africa. Founded in 1982 as Kenya Women Holdings (KWH) and has since re-branded to Echo Network Africa Foundation (ENAF), the vision of ENAF is an inclusive society where girls and women enjoy full rights and participate in the life of the society. ENAF intentionally focuses interventions on girls and women with special attention to young women, women with disabilities, and women from marginalized communities.

The vision, mission and core values of ENAF are:

Vision: To partner with women, (including young women, women with disabilities and women from marginalized communities) to create a better society.

Mission: To be a catalyst that empowers, positions, and advocates for women, (including young women, women with disabilities and women from marginalized communities) towards attainment of their full potential.

Core Values:

- Team Work
- Professionalism
- Uphold the dignity of all women
- Integrity; Diversity
- Inclusion
- Mutual respect for each other and Learning and Innovation

ENAF is led by a diverse Board of Directors who are retired on rotational basis to ensure good corporate governance. The current Board membership is comprised of seven (7) members', two (2) of whom joined in 2024. The Board also has various committees that enable the Board deal with specific issues that require specialized areas of expertise. They include:

- a. Executive, Talent and Development Committee
- b. Audit and Risk Committee
- c. Resource Mobilization Management, Procurement and Programming Committee

In lieu of the incoming members, it is normal practice that the Board in totality should be trained in its workings. A workshop will therefore be held as part of good corporate governance practice. In the process, the Board is brought up to speed on any new changes in regard to the accepted International governance requirements.

2. Objectives and Scope of Work.

ENA would like to engage a Consultant to conduct a half day training on the scope of work detailed below.

2.1 Overall Objective

The purpose of the Board Members' training is to improve the governance of ENAF, build a working relationship among Board Members and ensure that Board Members are well informed to execute their roles and responsibilities.

2.2 Scope of Work

- a) Knowing ENAF: mission, vision, core values, spirit, theory of change
- b) Acceptable international corporate governance practices of Foundations
- c) Roles and responsibilities of the Board of the Foundation vis a vis roles and responsibilities of Management
- d) Management of Board Meetings/ Boardroom practice and oversight
- e) Role of the Board in resource mobilization for institutional growth and expansion
- f) Analysis of the environment in which ENAF is operating from: Political, Economic, Social, Technological, Legal and Environmental
- g) Board performance evaluation processes
- h) Any other relevant matter not listed above

3. Deliverables

- a) Inception report completed and submitted within two (2) days of commencement of the assignment.
- b) Training materials on Board Induction developed.
- c) Written report on the training workshop not more than five (5) days after completion of the assignment.

4. Methodology and duration

The training will be in person, for 8 pax, in Naivasha. It will be conducted on Tuesday 10th December, 2024 from 8:00 am to 1:00pm.

5. Budget

To facilitate the delivery of the aforementioned outputs, the fees for the consultancy will be based on ENAF's policies and regulations.

- 20% payable on signing of the contract
- 70% payable after delivery of the assignment
- 10% upon full completion of the assignment

6. Organization Obligations

- ENAF will provide normal conferencing materials, lunch and tea at the selected venue.
- ENAF will be responsible for providing any information that the Consultant may need for preparation of the training.

7. Consultant Obligations

- Consultant will provide excellent facilitation and high knowledge
- Consultant will be responsible for any transport and accommodation costs.

8. Desired Qualifications of the consultant

The following key competencies are required for the Lead Consultant

- Master's degree in Business Administration, leadership and governance, public administration or other areas of relevance to this consultancy.
- Understanding complex governance issues and show how he/she have helped clients navigate a change in governance structure.
- Evidence of developing effective systems including all governance documents, policies and processes for decision making and monitoring.
- At least five or more years of board governance including training/coaching/mentoring experience.
- Proven track record of past governance related work and training success
- Excellent facilitation skills.
- Has undertaken similar assignments in the past
- Excellent written and oral communication skills.
- Strong understanding of development issues.
- Excellent skills in strategic planning.

9. Submission

Qualified consultants are asked to submit their bids with the following details:

- i. Technical proposal detailing understanding of the task, proposed methodologies of the consultancy, expected activities and deliverables (Must be submitted in PDF format).
- ii. Financial proposal submitted in KES and not any other currency. The financial proposal should indicate only the professional fees required to complete the assignment.
- iii. Detailed CVs of all professional(s) who will work on the Consultancy Assignment.
- iv. If applying as a firm, the consultant must provide Certificate of Incorporation/Business Registration and a valid tax compliance certificate.
- v. The firm/individual consultant shall not be sanctioned or blacklisted by any government or institution.
- vi. Professional references: Please provide at least 3 references from your previous clients and full contact details of the referees.

10. Timelines

Interested individuals are encouraged to apply and forward their proposals to procurement@enafrika.org on or before 22nd November 2024.