

Terms of Reference for the ID-GHANA Executive Council

Introduction

This document sets out the role of the ID-Ghana Executive Council. It discusses its membership, its role and how it conducts its activities.

Background

In 1998, Initiative Development, a French based NGO launched a programme called ID-Ghana. In 2001, they entered into an agreement with Entrepreneurs du Monde (EdM), a French NGO specialised in microfinance to monitor and support ID-Ghana's programme. In 2005, Initiative Development handed the programme entirely over to EdM.

Today, the programme has 7 branches in Accra and offers need based assistance to over 5,000 local micro-entrepreneurs. The assistance includes:

- Access to loans that help them launch or consolidate their income-generating activities
- Savings products that help them take full advantage of the loan and stabilise their economic situation
- Basic trainings to strengthen their management skills
- Individualised follow-up
- Group dynamics

Vision of ID-Ghana: To live in a world where the poor are able to develop their own income generating activity in order to reach better nutrition, health and educational standards

Mission of ID-Ghana: To create a dynamic financial entrepreneurial and social development organization which provides economic opportunities to people living in urban deprived areas.

Governance of ID-Ghana

ID-Ghana Executive Council is the governing body of ID-Ghana. It was set up by ID-Ghana to help the organization implement its vision and mission.

The number of members of the Executive Council must not be less than three or more than nine.

At least one seat at the Executive Council should be reserved for one representative of Entrepreneurs du Monde and one seat for a partner (client) of ID-Ghana.

The ID Ghana Executive Council comprises members with a mix of skills that respond to the vision and mission of ID-Ghana. The nine members should include:

- people with experience of banking, corporate finance or microfinance
- people with experience of NGO work or social work
- people with legal experience
- Men and women
- Partners (clients) of ID-Ghana

The Executive Council is constituted amongst others by a Chairman, a Vice-Chairman and a Secretary/Treasurer.

The Chairman

- S/he must chair all the meetings of the Executive Council;

- S/he can officially represent ID-Ghana;
- S/he shall call for the meetings;

The Vice-Chairman

- S/he acts in the absence of the Chairman.

The Secretary/Treasurer

- S/he shall take minutes of the meetings;
- S/he shall sign official documents to be forwarded to the Registrar General and other Authorities.

Role of the Executive Council

As an advisory arm, the Executive Council charts the strategic direction of ID-Ghana programme.

Specifically the Executive Council is expected to do the following:

1. The main task of the Executive Council is to ensure the vision and mission of ID-Ghana are fulfilled by advising ID-Ghana on suitable policies and directions.
2. The Executive Council will communicate widely about ID-Ghana, its vision and mission to help raise awareness and support.
3. The Executive Council supervises the evolution of the activities of ID-Ghana.
4. Depending on their individual skills, the Executive Council members may help the management in specific issues concerning ID-Ghana.
5. The Executive Council members shall always act in the benefit of ID-Ghana and its beneficiaries and should make sure that the image of ID-Ghana is always upheld.
6. The Executive Council shall work closely with the management of ID-Ghana.
7. All Executive Council members are committed to visit at least one branch twice in a year.
8. The Executive Council may take Ordinary Resolutions amongst others in the following matters: opening of bank accounts, amendments of the present Regulations or any regular matters needing a Resolution.
9. Executive Council members must tell the Chairperson if they have any conflict of interest.
10. Executive Council members may sometimes have access to information that is confidential

An Ordinary Resolution shall be approved by a simple majority of votes, including the Chairman and the Representative of Entrepreneurs du Monde.

Duration

The role and purpose of the Executive Council will be reviewed regularly. An external consultant shall be appointed by the Executive Council in discussion with the Program Director of ID Ghana. This will usually be done every three years or depending on trends, sooner than the three years. The review will make sure the Council is working well, and whether any changes are needed to improve how it works.

Meetings

The Executive Council shall meet every 4 (four) months:

In addition to those ordinary meetings any member of the Executive Council as well as the Programme Director in consultation with the Chairman can call an extraordinary meeting.

The Executive Council shall in each year attend the Annual General Meeting (AGM) held by ID-Ghana in addition to any other meetings.

A quorum of minimum three (3) members is necessary for each meeting to proceed.

Term of Office

The term of office is two (2) years, renewable.

To be (re)elected a member shall be nominated by another member of ID-Ghana and shall consent to it in writing. The member proposing the nomination shall submit the nomination and the consent letters to the Secretary, at least 21 (twenty-one) days before the Annual General Meeting.

The nominees need to gather at least 51% of the votes of the Executive Council to be declared duly elected to the Council by the Chairman.

During their term, members must respect all the provisions of the present regulations.

If a member does not abide by those parameters, s/he will have to resign from her/his position.

In the event of a vacancy, the Executive Council will provisionally take on the responsibilities of the post. At the next Annual General Meeting a permanent replacement will be appointed. The term for the member of the Council thus elected will end at the time when the mandate of the member who had been replaced would normally have expired.

Support to the Executive Council

ID-Ghana is responsible for organising the Executive Council meetings, and preparing papers for Council members.

ID-Ghana will organise for Executive Council members to travel and attend Executive Council meetings. Costs relating to transportation will be reimbursed.

Authorised

This Terms of Reference comes into effect on 26th March 2009, and replaces the previous Terms of Reference.

Abraham Nyako
Interim Executive Council Member

Laetitia Raginel
Interim Executive Council Member