

ACTING COMMUNITY TEAM (ACT)

"Leading Change Together"



INSTITUTIONAL POLICY DOCUMENT

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Board Charter & Governance Manual

1.0 Introduction

The Board of Directors is the highest governing body of the Acting Community Team (ACT). This Charter defines the roles, responsibilities, and authorities of the Board to ensure the organization remains true to its mission of youth empowerment in South Sudan.

2.0 Board Composition & Roles

The Board shall consist of at least five (5) members, including:

- **Board Chairperson:** Presides over meetings, sets the agenda, and acts as the primary link between the Board and the Executive Director.
- **Vice Chairperson:** Assumes the Chair's duties in their absence.
- **Board Secretary:** Responsible for meeting minutes, maintaining governance records (including COI forms), and official correspondence.
- **Board Treasurer:** Oversees financial health, approves annual budgets, and ensures external audits are conducted.
- **Executive Director (Ex-Officio):** The ED attends Board meetings as a non-voting member to provide operational updates.

3.0 Key Responsibilities

The Board is responsible for:

1. **Strategic Direction:** Approving the 5-year strategic plan.
2. **Financial Oversight:** Approving any expenditure above a specific threshold (e.g., above USD 3,000) and the annual audit.
3. **Human Resources:** Hiring, evaluating, and if necessary terminating the Executive Director.
4. **Legal Compliance:** Ensuring ACT complies with the South Sudan NGO Act and RRC regulations.
5. **Fundraising:** Assisting in identifying and securing resources for ACT's programs.

4.0 Separation of Powers

- **Governance (The Board):** Decides *what* the organization will do and sets the policies.
- **Management (The ED and Staff):** Decides *how* to do it and manages daily operations, hiring of junior staff, and program implementation.
- **Boundary:** Board members shall not give direct orders to staff members. All Board instructions must flow through the Executive Director.
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5.0 Meeting Procedures

- **Quorum:** A meeting is only valid if more than 50% of voting members are present.
- **Frequency:** The Board shall meet at least once every quarter (4 times per year).
- **Minutes:** Decisions must be recorded in writing and signed by the Chairperson and Secretary at the following meeting.

6.0 Tenure of Office

Board members shall serve a term of **three (3) years**, renewable once. This ensures fresh leadership and prevents the concentration of power.