

TALO AID AND DEVELOPEMNT ORGANIZATION (TALO)		Title: Board Selection Procedure
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1.0 Purpose of the procedure

To emphasize Systems for selection Criteria of Board and dear outline of Board responsibility

2.0 Definition of Terms:

General Assembly: The highest organ of the Organization, which is composing of all members of the Organization including the stakeholders.

Board: A group of People elected by the General Assembly who have the power to make decisions and control the Organization

Executive Director: The head of the Management Team

Selection: Referred to as the process of choosing somebody carefully from a group of people.

Criteria: A Principle or standard by which something is judged

Management: The act of running and controlling a business or an Organization.

System: An Organized set of ideas or a particular way of doing something

Management Team: A group of people who act and control a business of an organization

3.0 BOARD POLICIES

TALO shall pursue Policies for effective Board Management.

In this respect TALO shall establish and maintain an organ for effective oversight and policy direction of the Organization and shall enact mechanisms for best practices in:

- a. Structure of BOD and its lines of authority

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- b. BOD selection and Management
- c. Policy formulation and direction, Fund-raising, Public Relation, Financial Oversight and Lobbying & Advocacy.
- d. Accountability and credibility
- e. Representation of the varied interests of Stakeholders in the composition of the Board
- f. Obtaining appropriate inputs from Stakeholders.

4.0 RESPONSIBILITIES

General Assembly

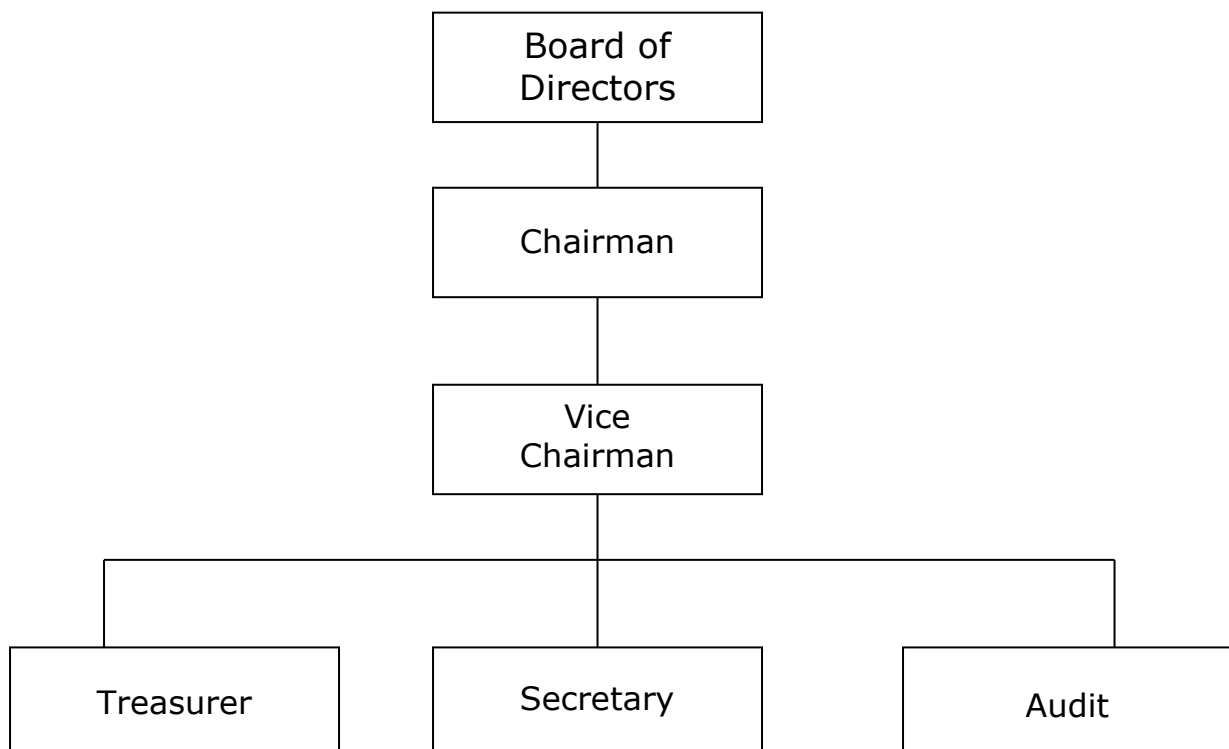
5.0 SCOPE:

This procedure will be applied to all Board members, Management and staff of the organization. It covers the following:

1. BOD structure and its lines of authority
2. Board Selection
3. Responsibilities of the BOD
4. Obtaining appropriate inputs from stakeholders

6.0 STEP of the PROCEDURES

6.1 Structure of the Board of Directors



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6.1.1 Lines of authority and Responsibilities

I. Chairperson

- a. Exercises Personal and consultative leadership in motivating other TALO members, subcommittees, staff the target community.
- b. Influences the establishment of goals and objectives for the organization and its projects.
- c. Works in Participatory approach with all stakeholders
- d. Promotes interest and active participation of the stakeholders by means of meetings, publications and speeches.
- e. Works out that the programs and policies of the organization reflect the needs of the target community.
- f. Shall preside over the meetings of the organization and TALO
- g. In accordance with the overall guidelines set by the GA, shall sign contracts, approve the policy and procedures manuals and receive funds or grants.
- h. Shall advise the GA on administrative and managerial matters.
- i. Shall supervise, guide, and coordinate functions and activities of TALO sections
- j. Convene the Meeting of TALO
- k. Based on the feedback from other TALO members and project managers, shall prepare the annual program and present to the annual general assembly for approval.
- l. Shall nominate internal audit to audit the accounts of the organization.
- m. Shall act the spokesman of the organization, and monitor and assess its performance and effectiveness.
- n. With the consultation of TALO members, shall appoint project managers.
- o. Shall support and defend policies and programs adopted by the GA.

II. Vice Chairman

As the second in-command, the vice chairperson has the following responsibilities

- a. Shall act as chairperson in the chairperson's absence
- b. Shall oversee subcommittees' responsibilities as needed and share the workload of the chairperson.
- c. Carryout all other works assigned to him by the Chairperson.

II. Secretary

The responsibilities of the secretary are to:

- a. Keep detailed records of each meeting of the organization in order to complete the annual report each.
- b. Inform all TALO members of the time and place the meetings at least a week prior to their taking place.

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- c. Carry out all necessary communication for the successful operation of the organization and serve as custodian of all records of the organization, including copies of all correspondence.
- d. Maintain the stationery and other supplies according to the needs of the organization
- e. Ascertain whether or not the organization's activities are conducted under the provisions of the current bylaws.
- f. Arrange for an orderly transfer of all records and information to the incoming secretary.
- g. Turn over to his successor all books and other properties in his/her position belonging to the organization.

IV. Treasurer

The treasurer must abide by the policies that TALO establishes such as the frequency and type of financial statements to be received by TALO and the accounting method to be used by the organization, the authority for making and implementing procedures relating to investments and the collection and disbursement of funds. And its responsibilities include: -

- a. Take custody of all money, securities and financial documents of the organization.
- b. Keep completed records of its cash transaction for the establishment of proves of his cash position at any given time and date.
- c. Pay upon the recommendation of the chairperson or as authorized by TALO, all money transactions, and certify to the correctness of the cash position of the organization in all financial statement and reports submitted to the Board and general Assembly.
- d. Turn over monies, securities, papers, books and other properties belonging to the organization that he/she may have in his/her position upon election or appointment of his/her successor.

V. Auditor

1.0 Functions and responsibilities

The auditor shall be responsible for reviewing, discussing and promptly reporting as appropriate to TALO in relation to the following areas:

1.1 Financial Reporting

- a. Through the internal audit function evaluate the completeness and timeliness of significant financial information and assist TALO to ensure the delivery of relevant, reliable and timely reports to the end users.
- b. Review the adequacy of financial statement disclosures.
- c. Discuss the nature and extent of any potential adjustments arising from classifications or additional disclosures rose by the External Auditors.
- d. Evaluate the capability of financial accounting management and fill gaps through trainings.

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- e. Review the external auditor's recommendations for improving internal control and monitor management's response to these recommendations.
- f. Assess the adequacy for TALO financial plans.
- g. Prepare a certification letter of every auditing activity.
- h. To make auditing to al fixed assets and conduct inventory control of the Organization.

1.2 Liaison with external auditors

- a. Discuss the nature of audit procedures to be performed including coverage of various transactions and balance sheet.
- b. Review draft external audit reports and management letters.
- c. Monitor policies prohibiting fraud and illegal acts.
- d. Develop conduct policies where inadequate
- e. Perform or supervise special investigations
- f. Reviewing policies to avoid conflicts of interest and reviewing past or proposed transactions between the Organization and members of management.
- g. Assessing the performance of financial management.
- h. The Auditor will disseminate findings of external audit and the action proposed to take by the management in the respect of those findings, including an assessment that the proposed solution is the most appropriate and cost-effective.

1.3 Relationship with External Audit

- a. The Auditor has no power to direct the external audit function or to review the external auditor's working paper and files. However the auditor will act in a facilitating role to ensure that, to the extent practicable, an integrated internal/external audit process occurs to ensure a quality audit process at reasonable cost.
- b. The Auditor will discuss with external audit its proposed strategy for the year with particular reference to the areas of risk and materiality, and the proposed timeframes of the audit.
- c. The Auditor will review objectively and constructively the recommendations and comments contained in the reports of external audit and ensure areas requiring response.

1.4 Reporting

- a. The Auditor shall receive and consider reports from different units of TALO.
- b. The Editor shall report its activities to TALO
- c. As required by the Financial Management standard, the Auditor shall provide to TALO as soon as practicable after the conduction of each financial year, a report about the financial activates of TALO.

6.2. BOARD SELECTION AND MANAGEMENT

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The board of Directors (BOD) of the organization shall be composed of five members, a chairperson, a Vice-chairperson, a secretary, an Auditor and a Treasures elected by the general Assembly after being proposed by the Nomination committee.

a. Board Election procedure

The members of TALO shall be elected by secret ballot by the members at the annual General Assembly and shall hold office for a term of five years unless earlier removal for cause, or resignation or become incapacitated due to some reasons, or death.

b. Criteria of selection of the Board members

All members entitled to vote, who have the time and willingness to serve, are qualified to be elected as Board members, except those are under any of the following circumstances, which disqualify them to be elected for a position in the Board.

1. Holding any elective position in the government
2. Having conflicting interest with the business of the organization
3. Being full time employee of the Organization
4. Having been convicted of any crime involving moral turpitude, gross negligence, or gross misconduct in the performance of their duties or found culpable in any administrative case involving such offense.
5. Having absent from three consecutive board meetings with being excused.

c. Mode of operation

1. BOD Meeting

The board of director meeting shall be held on quarterly basis.

2. Meeting notice

Written notices of all meeting shall be served by the secretary, minutes of meeting of the last meeting, consolidated reports of the board of directors, committees complete with financial statements, proposed amendments to the bay-laws if any, and other papers needed by the members to arrive at sound and intelligent decisions during the meeting.

Notice of any special meeting shall state the purpose for which is to be held and no business other than the stated purposed or those related there to shall be considered in the meeting.

3. Quorum

At the annual or special General Assembly/Board of directors meetings, two third of the total number of members entitled to vote shall constitute a quorum.

4. Manner of voting

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- a. Members entitled to vote shall be qualified to vote and participate in the General Assembly/BOD of the organization meeting.
- b. No member of the organization shall be entitled to more than one vote regardless of the organizational dues contributed.
- c. No. proxy voting shall be allowed.
- d. Election and removal of BOD and committee members shall be by secret balloting action on all other matters shall be in any manner that will truly and correctly reflect the decision of the membership.

6.3 Policy formulation and direction, fund-raising, Public Relation, Financial Oversight and lobbying & Advocacy

TALO's board or directors shall have five (5) key responsibilities

- a. Policy formulation and direction
 1. Set the overall policy and strategies fore achieving of the organizational goals.
 2. Execute the decisions and resolution of the general assembly
 3. Prepare and develops the annual program, action plan and general budget of the organization
 4. Carry out and follows up daily activities of the organization.
 5. Submit suggestions on amendments of the bylaws and policies and procedures manuals to the general Assembly.
 6. Conduct participatory evaluation and monitoring of the organization's programs.
 7. Submit annual audited accounts, reports, budget, plans and proposals to the General Assembly.
 8. Facilitate the various stakeholders to forward their input to the organization.
- b. Fundraising Activities:

TALO Board members shall be:

1. Responsible to improve written proposals to the donors/agencies
2. Responsible to contact regularly to the donors/agencies
3. Responsible to persuade Somali Diaspora to holding meetings
4. Responsible to establish fundraising meeting to local community, business People, donor agencies and other related agencies.
5. Shall persuade local community to contributed and participate for the project implementation
6. Carry out over-all control of fund raising activities
7. Chairman will be responsible for collecting membership fee
8. Create income generating activities
9. prepare program for TALO fundraising sustainability
10. Persuade local business and private sector to participate funding of community based project.
11. Guide and control any fundraising activity
12. Carry out fundraising awareness campaigns
13. Distribute fundraising posters, slogans, banners and business cards to all concerning stakeholders.

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- c. Financial Oversight:
 - 1. Responsible for all Financial matters of the Organization
 - 2. Responsible for approving the budget of TALO
 - 3. They also in charge of keeping the expenditure of the board with the budget allocated.
 - 4. They are liable for checking the recording methods and procedures.
 - 5. They Periodically review the financial reports of the organization
- d. Lobbying and advocacy:
 - 1. Responsible to improve the image of the organization
 - 2. Mobilize public rallies in support of systems improving the life the community
 - 3. Meet stakeholders for lobbying activities relating fund raising
 - 4. Contact to the media when necessary
 - 5. Work out on an issues relating to networking and fund raising
 - 6. To persuade donor agencies to give necessary support to TALO either in kind or cash
 - 7. To advocate TALO local community
 - 8. Give awareness interventions to community elders and mass media

6.4 OBTAINING APPROPRIATE INPUTS FROM STAKEHOLDERS:

In order to get appropriate inputs from Stakeholders, TALO BOD or persons assigned shall:

- 1. Meet the community face to face by every 6 months
- 2. Assess the communities feelings regularly
- 3. Have discussions with the stakeholders to get geed back
- 4. Give service to the community and evaluate it
- 5. Prepare suggestion boxes for the stakeholders to put their view
- 6. Hold press conference to get information from the stakeholders publishes and disseminates reports to the stakeholders for feed back.

7.0 REFERENCE AND CROSS REFERENCE

- 1. General Assembly
- 2. Governance manual
- 3. TALO By-laws
- 4. TALO constitution

8.0 CIRCULATION LIST

- 1. Donors
- 2. Communities
- 3. Local business and private sector representatives

9.0 RECORDS GENERATED

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1. Meeting minutes
2. Direct mails

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1.0 PURPOSE

To establish and propagate Mission and Goals those reflect programs implemented by the Organization.

2.0 DEFINITION OF TERMS:

MISSION: A board statement, which defines the future activities of the Organization (Bridge to vision)

GOAL: Something that you hope to achieve

PROGRAM: A Plan of things that will be done in a development of an activity

ORGANIZATION: Is a group of people who come together in order to achieve particular aim

3.0 SCOPE:

The procedure applies to all systems of the Organization and will cover:

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1. Mechanisms ensure all stakeholders understand mission and vision
2. Alignment of strategies with mission and vision of the organization

4.0 RESPONSIBILITIES:

Board members

5.0 MISSION AND GOALS POLICIES:

TALO shall pursue policies for the reflection of its Mission and Goals in all its programs and activities.

In this respect TALO shall:

- A. Apply mechanisms to ensure all stakeholders understand the organization's Mission
- B. Ensure Alignment of strategies with Mission

6.0 STEPS OF THE PROCEDURE:

6.1 Stakeholders awareness of the Mission and Goal:

- a. In order to understand TALO mission and goals to all its staff members and stakeholders, TALO shall develop a strategic plan in which the mission and goals are clearly articulated.
- b. The Strategic plan mission and goals will present in a simplified format using clear and concise terminologies.
- c. TALO field project supervision shall ensure that the community understands organization's mission and goals through Brochure, signboards, Profile, etc.
- d. To ensure that mission and goals are represented in other forms such as in graphical and picture form and cartoons.
- e. Mission and goals shall also be advocated through Drama, Songs and Poetry.

TALO shall ensure that staff members understood its mission and goals through:

- a. Training programs
- b. Workshops
- c. Giving the Organization staff questionnaires to assess their knowledge.
- d. TALO mission and goals shall be written both in Somalia and English languages

TALO shall also ensure that donors understand the BRDO's mission and goals through:

- a. A narration/inclusion in the project proposal
- b. Profile of the organization
- c. Mission and goals shall relate with the vision of the Organization

6.2 Ensuring alignment of strategies with mission

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1. TALO board will be responsible for all the above activities with the help of stakeholder
2. The Board shall enhance the articulation of TALO vision
3. TALO board shall develop strategic planning with a clear articulated Mission
4. The Board shall revise TALO profile once every three years
5. The Board shall conduct staff trainings and workshops
6. The Board shall make sure that TALO staff understand mission of the organization

7.0 REFERENCE

Governance

TALO By-laws

TALO Profile

8.0 RECORDS GENERATED:

TALO Policies and procedure

Meeting Minutes

Brochure and Banners

9.0 CIRCULATION LIST:

TALO Board

Key Stakeholders

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1.0. Purpose:

To achieve desirable results from TALO lobbying and advocacy programs

2.0. Definitions of Terms:

2.1 Lobbying:

A process of persuading or try to influence people into a particular issue without non-compulsive means

2.2. Advocacy:

Giving of public support to an idea chosen usually by a large group to make decisions on behalf of others

3.0. Scope:

3.1 Lobbying and Advocacy Sub-Committee

3.2. TALO Stakeholders

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4.0. Responsibilities

1. Board of Trustee
2. Lobbying and advocacy sub-committee

5.0. Policy:

5.1 TALO shall pursue policies and enact mechanisms for effective Lobbying and Advocacy programs

5.2 In this respect TALO shall establish and maintain a Lobbying and Advocacy Sub-Committee to achieve effective oversight and Policy direction.

5.3 TALO shall therefore, pursue policies and enact mechanisms for best practices in:

- a. Execution of lobbying activities for TALO.
- b. Execution of its role as Advocate for the Community.
- a. The Board members shall elect a lobbying and advocacy Sub-Committee among its members.
- b. Lobbying and advocacy Sub-Committee shall consist of three members; Chairperson, vice-chairperson as well as secretary
- c. The sub-committee shall be elected during the first quarterly meeting of the center board members
- f. The lifespan of Lobbying and Advocacy Sub-Committee will be two years.

6.0. Procedure Steps:

6.1 Lobbying and advocacy sub-committee

- a. The Board members shall elect a lobbying and advocacy Sub-Committee among its members.
- b. Lobbying and advocacy Sub-Committee shall consist of three members; Chairperson, vice-chairperson and secretary
- c. The sub-committee shall be elected during the first quarterly meeting of TALO board members
- d. The lifespan of Lobbying and Advocacy Sub-Committee will be two years.

6.2. Functions of Lobbying and Advocacy Sub- Committee:

- a. The Lobbying and advocacy sub committee will be responsible
 1. To improve the image of the organization.
 2. Shall report to the senior officer of the center once in six months
 3. Shall mobilize public rallies
 4. Shall meet stakeholders once in a yearly
 5. Shall make media contacts regularly
 6. Shall carryout networking activities

6.3. Task of lobby and advocacy sub-committee

The task of Lobbying and Advocacy Sub-committee will be the following:

- a. To persuade donor agencies to give necessary support to TALO either in kind or cash

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- b. To advocate TALO local community
- c. Give awareness interventions to community elders and mass media
- d. Improve the image of their Organization
- e. To handle matters related to Networking
- f. Mobilize public rallies in the support of the Organization cause

7.0. References:

7.2 Lobbying and Advocacy Policies and Procedures

7.3 TALO Constitution

7.4 TALO By-laws

8.0 Circulation List:

8.1 Lobbying and Advocacy Sub-Committee

8.2 Donors

8.3 Community Representatives

8.4 Key Stakeholders

8.5 TALO Board

9.0 Records Generated:

9.1 TALO Records

9.2 TALO Meeting Minutes

9.3 Banners

9.4 Slogans

9.5. Brochures

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1.0 Purpose:

To achieve consistent availability of funds so as to sustain TALO programs.

2.0 Definition of Terms:

2.1. Fundraising:

The process of pursuing a charity or humanitarian organization to supply funds to a certain project

2.2 Governance:

The states or situation of stability where a person or an origination uses the natural products and energy in a way does not harm the environment

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- 1.0 Scope:**
- 1. Fundraising Subcommittee**
 - 2. Stakeholders**
 - 3. CSO's Executive committee**

4.0. Responsibilities

4. 1. Board of Directors
- 4.2. Lobbying and advocacy sub-committee

5.0. Policy:

- 5.1 TALO shall pursue policies and enact mechanisms for effective Fund raising programs
- 5.2 In this respect TALO shall establish and maintain a Fund raising Sub-Committee to achieve effective oversight and policy direction.
- 5.3. The CSO shall therefore, pursue policies and enact mechanisms for best practices in:
 - a. Execution of Fund raising activities for TALO.
 - b. Execution of its role as fund solicitor for the Community.
- 5.2. Functions of Fund raising sub-committee
 1. Carry out over-all control of fund raising activities
 2. Prepare written project proposals to donor agencies
 3. Contact regularly to the donor agencies
 4. Chairman will be responsible for collecting membership fee
 5. Create incoming generating activities
 6. Prepare program for TALO fundraising governance
 7. Persuade local community to contribute and participate project implementations
 8. Persuade local business and private sector to participate funding of community-based projects
 9. Place suggestion Boxes at all strategic places

5.3. Tasks of Fund raising Sub-committee

TALO Fundraising Sub-committee will be:

1. Organize fundraising activities
2. Guide and control any fundraising activity
3. Organize fundraising meetings
4. Create local community fundraising activities
5. Carry out fundraising awareness campaigns
6. Disseminate fundraising feedback to the CSO Stakeholders
7. Distribute fundraising posters, slogans, banners and business cards to all concerning Stakeholders

6.0. References:

1. Governance Manual
2. TALO By-laws
3. TALO Constitution

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7.0. Circulation List:

1. Fundraising sub-committee members
2. Donors
3. Key Stakeholders
4. Local business and private sector representatives

8.0. Record Generated:

1. Fundraising Sub-committee records
2. Project Proposals
3. Meeting Minutes
4. Direct mails

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1.0 PURPOSE

To achieve effective representation of stakeholders interest and cause them from project implemented by TALO.

2.0 DEFINITION OF TERMS

TALO:

Referred to “Community Society organization”

Board:

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Members elected by GA to be the highest body of the Organization.

Stakeholders:

Person, group or Organization that can put a certain claim on your organization's attention, time, resources and services.

3.0 SCOPE

TALO shall pursue policies for mutual collaboration by recognizing of stakeholders as partners in all the organization programs and activities.

In this respect TALO shall:

- a. Enact mechanism for the identification of key Stakeholders
- b. Enact mechanism for the promotion of partnership with Stakeholders
- c. Enact mechanism for the integration of Stakeholders' needs assessment results into the planning process
- d. Enact & apply mechanism for the involvement of the stakeholders in the review of organization's mission and strategies.

6.0 STEP OF THE PROCEDURES:

6.1 Involving of the community:

- a. TALO prioritizes its activities according to the needs of their beneficiaries like: Education, Basic health, Water and sanitation.
- b. TALO shall consider environmental issues in all planning and implementation process
- c. TALO plays a crucial role in the integration of the community by encouraging sports and also discourages fighting and conflict
- d. TALO develops and encourages General public services.

6.2 TALO COLLABORATION:

TALO board with the help of its stakeholders will carry out:

- a. contribution of moral and material support
- b. Get feedback information of community needs
- c. Ensure good implementation of project activities
- d. Participate TALO relevant project programs
- e. Ensure project impact and sustainability

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6.3 stakeholders interest in the board

- a. The board shall always include its agendas issues relating stakeholders and community interest.
- b. The agendas will be discussed adequately and TALO will always give special considerations inputs form the field officers and other stakeholders like the community

7.0 REFERENCE:

Governance Manual

TALO By-laws

TALO Constitution

8.0 CIRCULATION LIST:

TALO Board members

Stakeholders

Donors

9.0 RECORDS GENERATED:

TALO Policies and procedures

Meeting Minutes

Stakeholders

1. O. Purpose of procedure:

To build-up self-regulatory culture and discipline among TALO senior staff and Board members.

2.0. Definition of Terms:

1.Council:

A group of people, who are elected to give advice, make rules, etc.

2.Trustees:

A person that has control of money or property that has been into a trust

3.Code:

A set of moral principals or rules of behavior that are generally accepted by the society or social group

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4.Executive:

A person who has a important job as a manager of an organization

5.Inter-personal:

It refers relationships between people

3.0. Scope:

a. Application:

This Procedure shall be applicable to all TALO Board members, senior staff and Stakeholders

b. Sections:

1. Board of Directors
2. Executive Directors.

4.0. Responsibility:

1. Board of Directors
2. Executive Director

5.0 Policy:

5.1. TALO believes that the culture of one person usually affects others, and this can have an impact on the effectiveness of the Organization, Board and working conditions.

5.2. The Organization gives priorities to the following characteristics, in order to keep TALO in a high value among the stakeholders:

1. Organization commitment.
2. Accountable for actions and results achieved.
3. Open communication among members.
4. Respect of individual's Rights and privacy.
5. Avoid the conflict of interest.

6.0 Procedures steps:

6.1. Board Members minimum requirements

1. The Board members shall have good working knowledge about non-profit organizations and age should be 25 years up to 45 years

2.Each Board member should posses Identity Card, Birth Certificate; Good conduct certificate, Medical certificate and Academic certificates.

3.He/she should be free from criminal records.

4.He/she should be well known in the community, honest, have integrity and is well known by the local community leaders.

5.He/she should have good inter-personal relationship skills

6.He/she should obey TALO rules and regulations.

6.2. The Code:

a. TALO Board and senior staff must adhere to the core values and ethics of TALO and eventually being member of Somali NGO's Network Code Of Conduct.

b. The Code Standard:

1. He/She Should be free from tribalism and nepotism
2. Should be gender sensitivity.
3. Should declare conflict of interest

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4. Must not be partisan to warlords and political leaders
5. Must advocate for human rights

c. Code regulatory system:

1. Any member of TALO found violating the code of conduct shall face disciplinary committee consisting of Chair, Secretary of the Board of directors.
2. The accused member shall be given a chance to defend him/herself.
3. If found guilty the committee shall reach a conclusion and make judgment and shall give verdict in written.
4. The respondent (accuse) can appeal to Board of Trustee.
5. The judgment of the Board of Trustee shall be final.

7.0. *Reference:*

1. Governance Manual / in the website
2. TALO Constitution

8.0. Circulation List:

1. TALO General Assembly
2. Board Members

9.0. Records Generated:

1. Code of Conduct Policy and Procedures
2. TALO Records
3. Meeting Minutes

Prepared by	Prepared date	Approved by	Approved date	Date of next review
TALO	2/2/2020	TALO board	15/02/2020	Jan. 2025