Terms of Reference

Assignment A: REPSSI Governance Orientation
Assignment B: Internal Audit and Risk Management
Assignment C: Human Resource Company

About REPSSI

The Regional Psychosocial Support Initiative (REPSSI) is a regional non-profit organization that provides technical assistance for psychosocial care and support for children affected by poverty, conflict HIV and AIDS, in thirteen (13) countries in Eastern and Southern Africa (ESA). These countries include Angola, Botswana, Kenya, Lesotho, Malawi, Mozambique, Namibia, South Africa, Swaziland, Tanzania, Uganda, Zambia and Zimbabwe with the secretariat based in Johannesburg, South Africa. REPSSI contributes to promoting enabling environments for communities and families in East and Southern Africa to preserve and nurture the psychosocial wellbeing of children and youth so that they can live with hope and dignity. For more information on REPSSI please go to www.repssi.org.

Please send a separate proposal for each assignment to admin@repssi.org

Proposals must be submitted by close of business on Thursday, 24th April 2014.
Assignment A: REPSSI Governance Orientation

1. Background

In 2013, REPSSI underwent the organizational development and change management processes. These processes have been characterised by decentralization and separation from the subregional structure wherein the country offices were headed from a distinct subregion; that is North, South, East and Central subregions; to a structure where each country has its own specific office, depending on availability of funds. Depending on country statutory requirements, the country offices are mandated to comply with the country laws and legislation whilst they are still an operational extension/affiliate of the regional strategic vision, mission and goal. Some countries have an autonomous statutory registration in compliance with the country requirements. In pursuing the regional strategy, the offices are now developing country specific strategies which are aligned to the regional strategy and extending its operations to the country level.

The organization’s governance structure comprises of the Annual General Meeting, Regional Board of Directors and Country Advisory Boards (CAB) - see chart below. The structure outlines that:

- The chairperson of the Country Advisory Board (CAB) is a regional board director representing the country advisory board.
- The CAB members are members of the Annual General Meeting (AGM).
- The AGM is the supreme REPSSI governing body to which the regional board of directors reports to.

Chart: Current organizational governance structure
The organization is governed by a regional board of directors, whose mandate entails:

a. Review and formally approve the:
   I. Strategic plans and any significant changes in those plans;
   II. Vision, mission and goals;
   III. Annual plans and budgets and any significant changes in the annual plans or budgets;
   IV. Financial reports and audit findings;
   V. Human resource plans;
   VI. The chief executive officer’s job description;

b. Consider progress reports and the organization’s evaluation results twice a year;

c. Appoint auditors and new board members;

d. Authorize the establishment of country programmes;

e. Approve items of capital expenditure costing over Euro35,000;

f. Designate one member as the chief executive officer on such terms and conditions as the board may from time to time determine;

g. Support the directorate by acting as a sounding board and providing professional and psychosocial support, as required; and

h. Explore fundraising options and new partnerships with donors and other strategic partners with the assistance of the executive director and regularly undertake a risk analysis and review risk mitigation strategies.

The regional board of directors is supported by area specific subcommittees which comprise of board directors, management and senior staff.

2. Scope of work and Time frames

To allow for continued relevance of input and guidance of the board of directors, they requested that an organizational governance orientation be done. The key focus areas for this exercise should include:

- Corporate Governance as per King III principles.
- Specific roles, functions, duties, obligations and responsibilities for the different levels showing the linkages between these levels:
  - Regional board directors’ roles and responsibilities
  - Annual General Meeting’s roles and responsibilities
  - Country Advisory Boards’ roles and responsibilities
  - REPSSI Management’s roles and responsibilities
  - Board subcommittees
- The board director’s role in the risk management process including risk assessment, response, monitoring, assurance and reporting.

**Timeframes and deliverables:**

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<thead>
<tr>
<th>No.</th>
<th>Deliverable</th>
<th>No. of days</th>
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<tbody>
<tr>
<td>1.</td>
<td>Conduct a pre-orientation assessment of the board and management through interviews and document reviews</td>
<td>3 days</td>
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<td>2.</td>
<td>Develop a REPSSI specific one day orientation programme and prepare training materials</td>
<td>2 days</td>
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<td>3.</td>
<td>Conduct one day orientation to REPSSI board directors, board members and management</td>
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<td>1 day (17th May, 2014)</td>
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<td>4.</td>
<td>Submit formal orientation report with key recommendations for the board and management</td>
<td>2 days</td>
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3. Essential requirements

a. Some understanding of statutory requirements in the countries that REPSSI works in.

b. Previous work with regional NGOs

C. Has evidence of conducting previous board orientation
Assignment B: Internal Audit and Risk Management

1. Scope of work

REPSSI’s internal control structure consists of policies and procedures established to provide reasonable assurance that management’s objectives will be achieved. Establishing and maintaining an internal control structure is management’s responsibility. This includes supervising the day-to-day operation of the control structure and making modifications as needed.

The Internal Audit and Risk Management function provides a service to the REPSSI Board and Management to assess and provide an objective and independent appraisal that risk management, control structure, governance, IT, programmatic and financial systems are functioning as intended and will enable the organisation’s objectives and goals to be met. The function is responsible for bringing a systematic and disciplined approach to evaluate and improve the effectiveness of the organization’s risk management, control, and governance processes. It is not an extension of, nor a substitute for, good management, although it can have a role in advising management. The scope of work extends not only to the Secretariat but also to REPSSI programs and activities carried out at country levels and with partners. This function is required to maintain open communication with management and the board human resources and audit subcommittee.

The audits are also to cover evidence relating to accuracy, completeness, cut-off, validity of the occurrence of expenses in terms of the donor requirements and REPSSI audit requirements. The Board wants to place reliance on the current systems and controls and to ensure good governance at all levels. A view on the integration of the current operational systems, practices and the adequacy of the information technology systems to ensure completeness is required (Noreen this is optional, particularly last statement).

To maintain independence, this function reports to the Board Human Resource and Audit Subcommittee with administration reporting line to the CEO.

2. Rights of access

The internal audit and risk management function has rights of access to all the organization’s records, information and assets which it considers necessary to fulfil its responsibilities. REPSSI assures access to any information, files or working papers needed during the audit and risk management in supporting the function to discharge its responsibilities.

3. Key performance areas

a) Assess the organization’s current cooperate governance including its systems of internal control and internal audit function and conduct governance compliance assessment to identify gaps of compliance versus those of king III principles, in countries where REPSSI is registered.

b) Develop internal audit and risk management compliance framework/s.
c) Conduct internal audits/compliance reviews every 4 months (January, June and October) to verify if all REPSSI employees and management adhere to these policies and procedures, and prepare management and board progress reports, ensuring proper reporting of valuation or potential violation to the board and management.
d) Conduct board assessments in compliance with King III principles.
e) Establish and monitor the overall achievement of organizational objectives.
f) Verify that all organization’s operational policies and procedures have been documented, implemented and communicated throughout the organization.
g) Investigate any breaches of internal compliance controls and support the enforcement of corrective action thereof.
h) Report risk management issues and internal controls deficiencies identified directly to the audit committee and provide recommendations for improving the organisation's operations, in terms of both efficient and effective performance.
i) Advise the board and management of the appropriate application of relevant statutory and regulatory requirements on any existing or new business, every four months (January, June and October).
j) Develop and maintain an “Audit Point Tracking Register” to ensure that internal/external audit risk areas and findings are mitigated.
k) Make available to management tools and techniques used by internal auditing to analyze risks and controls.
l) By invitation, attend Donor funder meetings and provide input as required.

4. Essential requirements

- Applicants must possess a Bachelors degree in accounting and social science.
- Be a member of or registered in any recognized chartered accounting/auditing institute (ACA or ACCA).
- Excellent report writing skills.
- Excellent planning and prioritization skills and strong analytical/problem solving skills with proven interpersonal and organizational skills are essential.
- Experience in working with regional NGOs operating in Africa.
- Minimum of 8 years experience in a reputable audit firm or international development organization.
- Applicants must be highly numeric, fluent in spoken and written English language, work independently and pay close attention to details.

5. Required knowledge and skills

- Well conversant with all relevant and acceptable auditing and accounting standards
- Audit schedules and asset management
- Board and Committees Procedures and Practices
- Budget and Procurement Management
- Donors/sector stakeholders/subject matter experts
- Internal Audit good practice/Internal controls
- Risk Management Procedures and practices and system
- Appreciation of various countries law and regulation differences
- Understanding of operational audit within the social sector environment (this is more M&E inclined)
Assignment C: Human Resource Company

1. **Scope of Work**

The REPSSI human resource function is structured to support the 13 country offices in which REPSSI operates. It is currently based at the secretariat in Johannesburg, South Africa. In view of this growing team, an external organizational assessment recommended that a dedicated HR Department be developed to solely organise and handle HR matters and optimise the HRM system within the organisation. Based on REPSSI’s current unreliable funding status beyond 2015, the organization has decided to rather engage an HR company to restrict continuity of engagement that would come with employing an entire department of individuals.

It is therefore imperative, for REPSSI to be able to provide efficient and effective HR support, which includes the people, the process and the technology, to the Country Offices and the Secretariat, to seek the services of an HR company. The company should be able to provide a comprehensive solution for REPSSI’s HR process; ensuring that the HR policies and administrative practices are consistent and are in compliance with employment regulations across the region.

The focus of this consultancy will be on developing the REPSSI’s HR infrastructure and providing the necessary support for its programmes.

2. **Key support areas**

- **On-site HR Support**
  The company should be able to provide trained, professionally qualified Human Resources Managers to support REPSSI by providing strategically focused Human Resources advice on such matters as:
  - Performance Management
  - Recruiting
  - Compliance
  - Compensation
  - Talent management
  - Succession plan
  - Workplace Investigations and grievance
  - Training
  - Safety

- **On-call HR Support**
  The company should also be able to give support telephonically whenever the need arises. They should be able to provide advice and guidance on the full range of employee and management issues in the workplace within the regular working hours on selected days as agreed with management.
• **Training**
  The company should be able to provide training which is customized to REPSSI’s specific needs and should be delivered by experienced training professionals. Training modules should include topics such as Performance Management, Diversity Training, Customer Service, Behavioural Based Interviewing Skills and many more.

• **Executive Coaching**
  The Company should be able to support and coach REPSSI’s executives and the CEO’s by providing practical and sound advice on Human Resources Management, Organizational Design and Development and the management of High-Performance Teams.

• **Recruiting**
  The Company should be able to provide recruitment support based on REPSSI’s needs in order to find the right person for the organization. This may involve full-cycle recruiting or just the managing of a specific component of the recruitment process.

• **Payroll Services and Compensation**
  The Company should be able to institutionalise database solutions that will help track employee hours, deliver accurate payroll and provide reporting capabilities that offer easy access to critical employee information. This will also include the securing the right benefits package and managing benefits on a continuing basis to ensure that REPSSI and its employees are receiving the best possible value and service.

• **Outplacement**
  The Company should be able to provide cost-effective, customized outplacement services that focus on employees in transition and provide them with the confidence and skills to secure new employment.

• **Risk management**
  The Company should be able to provide a comprehensive service for Credit and Background checks for current and prospective employees. They should be able to conduct workplace investigation and fact findings and to provide management with a confidential report of findings and recommendations for workplace actions.

• **Vision, Values and Mission Statements**
  As part of the development and management of REPSSI culture, the company should be able to work within REPSSI’s Vision, Values and Mission Statements as this serve as key building blocks of the organisation.

3. **Essential skills**
   - Experience in supporting NGOs in the implementation and/or use of HR systems and Conditions of Service Conditions of Service for east and southern African countries
   - Knowledge on a managerial level of latest technological trends and market development in HR systems
   - Degree in HR management or equivalent
   - HR certifications and membership to HR professional bodies
   - Labour legal expertise with the ability to align all HR policies and procedures for statutory compliance.