



**Terms of Reference (TOR) for Consultant to Develop a Governance Strategy and
Select Suitable Host for a New Consortium**

Job title: Governance Consultant. Location: Remote

The International Planned Parenthood Federation Africa Region (IPPFAR) is one of the leading sexual and reproductive health (SRH) service delivery organization and sexual and reproductive rights advocacy voice in Africa through its Member Associations (MAs) in 40 countries.

More information on IPPFAR on our website: <https://africa.ippf.org/> and our [brochure](#).

BACKGROUND

CATALYSTS is a newly formed consortium with the remit to improve abortion care in Africa. There are five members of the 'Core Group:' Ipas, IPPF, CRR, Population Council and FIGO. These organisations see an opportunity to deliver stronger on this remit as a consortium than working separately and have developed a Theory of Change to encapsulate the vision, the outcomes and impact they want to achieve.

To achieve this mission, the consortium needs a clear and effective governance structure that will enable it to operate efficiently and effectively across multiple countries in Africa, as well as a host organization. The consortium is therefore seeking the services of a consultant to develop a comprehensive, participatory and inclusive governance structure that will provide a framework for decision-making, accountability, transparency, and communication amongst members of the consortium. The governance structure should also accommodate decision making by organizations out of the core group including local and national NGOs. The Governance consultant will also develop a rigorous set of criteria to become host of the Consortium, and independently assess Core Group members accordingly.

OBJECTIVES OF CONSULTANCY

The objectives of this assignment are to:

- **Develop a governance structure for the consortium that clearly defines the roles, responsibilities, and decision-making processes for all members.**
- **Ensure that the governance structure aligns with the consortium's mission and scale.**

- **Identify any potential conflicts of interest or other issues that could arise within the governance structure and develop strategies for addressing them.**
- **Provide recommendations to the Core Group for a suitable host.**

SCOPE OF WORK

The consultant will work closely with the core group that currently leads CATALYST to develop a governance structure that takes into account the unique needs and priorities of its diverse membership, while also ensuring that the structure is aligned with best practices in governance.

The consultant will also provide guidance on key areas such as decision-making processes, communication and information-sharing, conflict resolution, financial management and monitoring and evaluation of the performance of the consortium and its member organizations.

The consultant will share experience and best practice with the Core Group, raise their understanding of pros and cons of different structures and aspects for consideration, to enable and empower the group to make strategic decisions and to develop a final product (visual and written) detailing governance structure for the consortium.

Specifically, the governance consultant will undertake the following tasks:

- 1. Conduct consultations with top representatives from each member organization of the core group, as well as external partners, stakeholders and donors to gather input and feedback on the development of the new governance structure.**
- 2. Review relevant documents, including the consortium's Theory of Change and concept note, strategic positioning, relevant presentations and the governance structures of similar consortia.**
- 3. Develop a draft governance structure that includes the following:**
 - a. Clear definitions of the roles and responsibilities of all members of the consortium, including the consortium lead, core group, steering committee, technical committees, and individual members.**
 - b. Establish clear decision-making processes that are inclusive, transparent and accountable.**
 - c. Ensure that there is effective communication and information sharing amongst all members of the consortium, and**
 - d. Establish effective conflict resolution mechanisms.**
- 4. Present the draft governance structure to the consortium for review and feedback. The governance structure will include both the visual representation and explanatory notes that provides details about specific processes and procedures and clarify specific aspects of the structure.**

- 5. Incorporate feedback from the consortium and finalize the governance structure.**
- 6. Facilitate the adoption of the governance structure by the consortium members.**
- 7. Develop an implementation plan that outlines the steps necessary to implement the governance structure.**

RESPONSIBILITIES OF CONSULTANT

The Consultant will have the following responsibilities:

- Become rapidly familiar with the consortium**
- Establish timeline, roles, inputs required**
- Conduct internal/external desk analysis through literature review and meetings with the core team**
- Organize a planning workshop/meeting with core team**
- Develop proposed structure; returning to the group with points of consideration/decision**
- Further meetings and revisions as required**
- Write up of agreed governance structure and implementation plan together with visual schematic**
- Review selection criteria for suitable host**
- Provide leadership and advise for the selection of a suitable host**

EXPECTED OUTPUTS

The consultant should submit to CATALYSTS a comprehensive document on agreed governance structure along with visual schematic and an implementation plan that outlines the steps necessary to implement the governance structure.

The consultant will submit to CATALYSTS a final report and recommendations in their selection of a host for the Consortium.

REQUIRED COMPETENCES

Understanding of governance issues and experience helping clients navigate a change in governance structure/create new structures.

Evidence of developing effective systems including all governance documents, policies and processes for decision making and monitoring.

Experience conducting stakeholder interviews to strategically inform your recommendations.

Strategic thinking

Evidence of working with various stakeholder groups to build consensus dealing with partnerships.

Experience in facilitation, training and development of Trustees or board members.

Experience setting up or re-organising charities.

HOW TO APPLY

We are accepting proposals from consultants who are available to start immediately and complete the outputs by mid December 2023. This timeline is flexible.

Please submit a 1-page proposal which outlines your interest in the role, your competencies, an outline of how you would envisage accomplishing the scope of work with timelines, number of days work and cost.

Please include your CV. Shortlisted applicants may be asked to provide a recent reference.

Applications will be reviewed on a rolling basis. Applications must reach IPPF Africa Regional Office through email address ippfarbids@ippf.org with cc to mtabot@ippf.org by Tuesday 31st October 2023.

NOTES

- 1- All work should take place in close connection with the Core Group and the consultant should be able to adapt and advise recommendations 2- All presentations and reports are to be submitted in English, in electronic form, in accordance with the deadlines stipulated above. The Consultant is responsible for editing and quality control of language. 3 – The Consultant should keep the information about the Consortium confidential 4 – The final document will be retained as the intellectual property of the consortium**
- 2- NB: IPPFAR will deduct 5% withholding tax for local (Kenyan based firm/individuals) and 20% for non-Kenyan based firm/individual consultants before making payment.**