



DRAFT FOR DISCUSSION.

## HENNET ORGANISATION AND MANAGEMENT STRUCTURE.

### TERMS OF REFERENCE FOR HENNET BOARD AND STEERING COMMITEE.

#### *1. Background*

HENNET was founded in early 2005 as a result of a felt need to set up a forum for NGOs dealing with health issues for purposes of collaboration, sharing of experiences and advocacy. HENNET brings together different health oriented CSOs, with diverse interests, but all having a common vision of a Healthy Kenyan Society.

A Functional and effective HENNET secretariat was set up in September 2006 with funding from GTZ and Cordaid. Currently, the secretariat is hosted at AMREF Kenya Country Office.

HENNET is governed by a board with a steering committee as defined in the HENNET constitution. At the moment, this board comprises of: ADRA –Adventist Development and Relief Agency-Kenya, FHOK- Family Health Options Kenya, CHAK-Christian Health Association of Kenya, MSI-Marie Stopes International-Kenya, KeNAAM-Kenya NGO Alliance Against Malaria, Liverpool VCT-Liverpool VCT, Mildmay International-Kenya, Aga Khan Foundation and KANCO- Kenya Aids NGO Consortium

#### 2. HENNET Mandate

*HENNET Vision:* "A healthy Kenyan Society"

*HENNET Mission:* "To stimulate linkages and strategic partnerships among health NGOs, government and private sector in order to enhance their responses towards health needs of Kenyans "

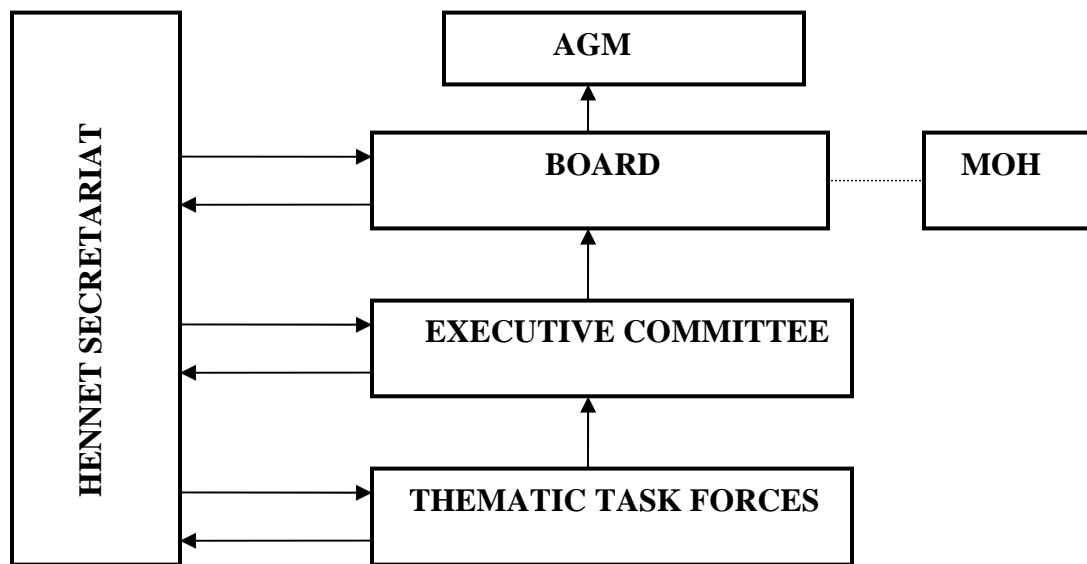
#### *HENNET Objectives*

- Articulate health needs and promote efficient and effective allocation of health resources.
- Articulate and address challenges and constraints affecting health NGOs, government and private providers.
- Share knowledge, skills, research findings, information, best practices and lessons learnt among NGOs, government and private health care providers.
- Support health NGOs in their advocacy role in critical issues affecting the health of Kenyans.
- To coordinate NGOs health activities so that they are in line with relevant National health policies and procedures.

- To actively participate in development and implementation of national health plans and policies.
- Build alliances with other health networks as both national and international levels.
- Build capacity of the Network's members in areas of need.
- Mobilize resources for running HENNET secretariat.

### 3. Organization and Management of HENNET

HENNET strategy for year 2007-2010, identifies the management structure below, to successfully implement activities in this strategy.



The HENNET Annual General Meeting is responsible for the ratification of key decisions taken by the board. The AGM is also responsible for electing new HENNET board members. The board will monitor and evaluate functions of HENNET based on its objectives and this strategy. The HENNET secretariat manages the daily operations of the network under the guidance of the steering committee. The secretariat is responsible for the day to day running of the network.

Standing committees or taskforce will be established to support the Board and the secretariat and to ensure a high level of participation by members in the further development and strengthening of the network.

#### 4. Terms of Reference

In principle, the HENNET Board shall be committed to:

1. HENNET vision, mission and objectives as stipulated in the HENNET constitution.
2. Ensure active participation and involvement of HENNET formal members in moving the HENNET agenda forward.
3. Update HENNET members on HENNET progress on a quarterly basis.
4. Foster partnership with other health networks, MOH, Academic institutions and Donors.
5. Be available to offer technical guidance to the HENNET secretariat as needed.
6. Operate in a manner that is transparent and accountable.

##### (A) Board Functions.

**Membership:** The Board shall consist of a Steering Committee comprising of Chairperson, Vice Chairperson, Secretary and Treasurer; and an additional 6 members duly elected by the HENNET membership at the AGM.

**Meetings:** The Board shall meet on a quarterly basis.

The overall function of the board is to ensure that HENNET adds value as a network and operates within its mandate as stated in the constitution and strategy.

**Quorum:** At least 6 members of the board must be present for a board meeting to take place.

##### **Specific Functions:**

- Approve strategies and guidelines for the network in line with its mandate.
- Monitor implementation of the strategy and guidelines.
- Approve fundraising plans.
- Approve budgets and financial reports.
- Approve TOR for thematic task forces.
- Appoint task forces as necessary
- Represent HENNET in relevant forums and committees.
- Provide relevant guidance to the steering committee.
- Ensure board representation in task forces and working groups..
- Convene HENNET Annual General Meetings (AGMs) and Special General Meetings
- Hire and fire employees of the secretariat.
- Appoint any member of HENNET to the board in case of a vacancy or by way of addition.
- Remove any member of the board from office according to the HENNET constitution.

- Co-opt any person to advise the Board in any capacity, which the Board shall deem fit.
- Determine disposal of residual assets on winding up or dissolution.
- The Board may fill any casual vacancy in the office of the Auditor, but while any such vacancy continues, the surviving or continuing Auditor or Auditors, if any, may act.

### **(B) Steering Committee Functions.**

**Membership:** The Steering Committee shall consist of a Chairperson, Vice Chairperson, Secretary and Treasurer.

**Meetings:** The steering committee shall meet on a monthly basis.

The overall function of the steering committee is to ensure that HENNET adds value as a network and operates within the strategy and work plans.

**Quorum:** At least 3 members of the board must be present for a steering committee meeting to take place.

#### **Specific Functions:**

- Develop strategies and guidelines for the network in line with its mandate.
- Guide HENNET secretariat on activities of the network in accordance with strategy and work plan and based on a direction from the board.
- Approve HENNET yearly work plans.
- Monitor implementation of HENNET activities by the secretariat.
- Establish a framework for monitoring and evaluating HENNET activities.
- Develop fundraising proposals and plans.
- Fundraise for HENNET activities based on approved fundraising plans.
- Advise the board on issues in the Health sector that HENNET should be involved.
- Initiate HENNET members meeting when necessary.
- Facilitate information sharing among health stakeholders and among members.
- Promote members coordination structure at all levels and facilitate development mechanisms for these linkages.
- Strengthen operational relationships between MOH, Development Partners and other CSOs.
- Highlight challenges facing the network and its members and propose possible actions to address these challenges.

- Evaluate performance of the HENNET secretariat employees based on agreed upon work plans.
- Prepare and follow-up board meetings.