SI (SOROPTIMIST INTERNATIONAL) LIMITED

ROLES AND RESPONSIBILITIES MANUAL

Approved March 13, 2021
Policies and Other Manuals of Relevance to Position Holders are not included in this Manual but may be sourced from the platform where all SI Governing Documents are stored and accessible for SI Board Directors, President Appointees, Employees and Authorised Representatives.

If a listed resource is not found at the platform, please contact the SI Global Executive Director and/or the Chair of the relevant committee.

- SI Annual Board Evaluation Policy
- Board Member Manual
- SI Board Investment Policy
- Code of Conduct – Board Members
- Communications Protocol
- Confidentiality Policy
- Conflicts of Interest Policy – Board Members
- Convention Manual
- Finance Manual
- Money Laundering Policy
- SI Official Visits Procedure
- Risk Management Policy – Governance
- Travel and Expenses Policy
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1. INTRODUCTION

On 30 August 2013 Soroptimist International (SI) changed from operating as an unincorporated Association to operating as a company limited by guarantee.

On 30 August 2013 SI was incorporated as “SI (Soroptimist International) Limited”, a Company Limited by Guarantee, under Company No. 8670477 and its Articles of Association (“the Articles”) were registered. Because SI was incorporated in the legal jurisdiction of England and Wales, SI and all of its operations are governed by the laws of England and Wales. The laws of SI member jurisdictions, other than Soroptimist International of Great Britain and Ireland (SIGBI), are not applicable to SI and its operations.

The Articles set out the rules by which SI operates. Formerly SI had operated pursuant to a Constitution. Sitting alongside but subordinate to the Articles are the Bye-Laws. Where there is conflict between those two documents the Articles prevail (i.e. take precedence).

So that SI carries out its objects in an efficiently responsible manner it operates not only in accordance with the Articles and the Bye-Laws but also in accordance with the provisions of the Companies Act 2006 (England and Wales), any applicable regulations established under that Act, and any other applicable statutes and regulations.

Various people fill many different SI positions. The Authorised Representatives are appointed by the members of SI [i.e. the Federations]. All other position holders are elected or appointed by the Board of SI. Each Federation appoints two directors to serve on the SI Board of Directors. Refer to Articles and Byelaws for more detailed information.

All positions have role descriptions that have been approved by the Board of SI.

Position holders come from all walks of life and offer a wide range of skills and experiences to assist the operation of SI. They are united by their wish to create positive change in society and in particular for women and girls through the work of SI and its member Federations as expressed in the principles for which SI stands (Refer to the Preamble to the Articles).

2. THE PURPOSE OF THIS MANUAL

The purpose of this Manual is to define the roles all SI positions including that of the Members of SI, the Authorised Representatives of each Member of SI, the SI Board Members, the Executive Team appointed by SI and all other position holders. In addition, the appendices in this Manual describe the roles and responsibilities of all SI position holders, together with the criteria for selection, the election or appointment process, commencement of office, term of office, meeting attendance requirements and procedures for replacing a position holder if they are unable to serve.

This Manual, its appendices and any future amendments or modifications are subject to the approval of the Board.

This Manual is intended to be used in conjunction with the Articles and the Bye-Laws. Together, this Manual, the Articles and the Bye-Laws set forth how SI, through the work of its various position
holders, operates. Consequently, readers of this Manual are strongly encouraged to refer to all three documents.

Where conflict or ambiguity occurs between this Manual and the Articles, the Articles prevail. Where conflict or ambiguity occurs between this Manual and the Bye-Laws, reference should first be made to the Articles. If the Articles are silent on the matter, then the Bye-Laws prevail.

This Manual is a living document and is subject to change from time to time on the approval of the SI Board. Please make sure you are reading the most recently approved edition of this Manual.

This Manual does not attempt to set out the legal position on any issue. Should this Manual give rise to any legal concern the appropriate course should be followed to acquire specific legal advice and/or interpretation.

3. MEMBERS OF SI

The current Members of SI (i.e., of the Company) are the Federations of the Americas (SIA), Europe (SIE), Great Britain and Ireland (SIGBI), South West Pacific (SISWP) and Africa (SIAF). Membership is open to any Federation of clubs approved pursuant to the provisions contained in Article 8 (Membership) of the Articles and Part 2 (Members) and 3 (Duties of Members) of the Bye-Laws.

4. THE AUTHORISED REPRESENTATIVES OF EACH MEMBER OF SI

The Authorised Representatives of the Members are the persons authorised by their respective Federation to act on its behalf at all General Meetings of SI including Annual General Meetings (AGMs), General Meetings (GMs) or Extraordinary General Meetings (EGMs) and in any postal or electronic ballots. The role of the Authorised Representatives (or their proxy) is outlined in Article 9 of the Articles and Part 4 – 4.1.5 of the Bye-Laws.

5. SI BOARD MEMBERS (DIRECTORS OF SI)

The voting members of the SI Board are called Company Directors in the Companies Act 2006 (England and Wales).

Collectively as the SI Board the Company Directors are responsible for the governance of SI, the oversight of its management, setting the strategic direction of SI and overseeing policy so that the objects of SI as set out in the Articles are achieved.

The powers of the SI Board are set out in Article 3 of the Articles. Those powers may only be used for the purpose for which they are conferred in the Articles.

The primary duty of a SI Board Member (a Director) is to SI (i.e. to the company). The members of the SI Board shall perform their duties and exercise their powers in a manner that serves the best interests of SI as a whole, rather than any particular geographic area or Member interest.

The duty of a SI Board member is to the Company not to her Federation. Responsibility to her Federation is the role of the Authorised Representative as set out above.
It is essential that all SI Board Members familiarise themselves with the Articles, the Bye-Laws, the Manuals and all governance documents to enable them to act and work in compliance with the provisions of those documents.

SI Board Members must act in good faith to promote the success of SI for the benefit of its Members. In making decisions SI Board Members should have regard for:

**The objects of SI:**
- The likely consequence of any decision in the long term for SI rather than for individual Members;
- The interests of SI’s employees;
- The need to foster business relationships with partners, suppliers and others SI may engage with to promote or achieve the objects of SI;
- The impact on the international community;
- The impact on SI’s ability to maintain a reputation for high business standards;
- The need to act fairly between members of SI.

**Each SI Board Member has a duty to:**
- Exercise independent judgment;
- Exercise reasonable care, skill and diligence;
- Avoid conflicts of interest and disclose potential conflicts of interest in any matter under consideration;
- Refuse benefits from third parties (Refer to Article 4.2 of the Articles).

The SI Board is required to publish a ‘Business Review’ as part of the Annual Accounts and Report. The Business Review is essentially an assessment of SI Board performance. Please refer to the Board Member Manual for further details.

## 6. EXECUTIVE TEAM

The Executive Team will comprise the following:
- President;
- Immediate Past President - OR - President Elect
- Treasurer;
- Director of Advocacy;

The **Executive Team** is responsible for the day to day management of SI subject to the governance oversight of the SI Board. The President, Treasurer and Director of Advocacy are executive directors and voting members of the Board. The Procedural Consultant and GED attend the Executive Team meetings as advisors to the Executive Team. Committee chairs may be invited to these meetings as and when required.

**Responsibilities:**
- Advising the President on one-off day to day issues as and when they arise
- Assisting with review and monitoring of the Strategic Plan
- Aligning work plans and co-ordination of the meetings for the year
- Assist the President and GED with serious HR issues
- Provide advice if there is a committee that needs support
- Conduct Board Skills Assessment Survey in conjunction with the Governance Committee at the start of the year
SI President (SIP)
The SI President is the Chairperson of the Board and a voting director. She serves as a member of the Executive Team and is the chief officer and spokesperson for SI. (Refer to Part 8 of the Byelaws and Appendix 6.1)

SI President Elect (SIPE)
The SI President Elect is a non-voting member of the Board who takes her position on 1 July in the even numbered years. She may have other responsibilities assigned to her. (Refer to Part 8 of the Byelaws and Appendix 6.2)

SI Immediate Past President (SIIPP)
The SI Immediate Past President remains a non-voting member of the Board until 30 June of the year following the completion of her term as President. (Refer to Part 8 of the Byelaws Appendix 6.3)

SI Treasurer (SIT)
The SI Treasurer is a voting director who oversees the finances of SI and undertakes such other responsibilities as may be assigned to her and is a member of the Executive Team. (Refer to Part 8 of the Byelaws and Appendix 6.4)

SI Director of Advocacy (SIDA)
The SI Director of Advocacy is a voting director who actively promotes SI strategic plan advocacy goals, objectives and strategies plus is responsible for the management of the UN Representatives and Liaisons and is a member of the Executive Team (Refer to Part 8 of the Byelaws Appendix 6.5)

8. POSITION HOLDERS

(OTHER THAN AUTHORISED REPRESENTATIVES OF MEMBERS, SI BOARD MEMBERS (DIRECTORS) AND EXECUTIVE TEAM)

Several additional positions are key to achieving the objects of SI. These are:

- Committee Chairs and Committee Members
- Committee Chairs are responsible for leading SI’s established Committees which are sub-committees of the Board (as outlined in Part 10 of the Bye-Laws and Committee Terms of Reference – Appendices 8.6-8.14). They are appointed by the President with the approval of the Directors.

Except where noted, Committee Chairs and Committee Members are Directors

The roles and responsibilities of the Committees, Committee members, and Committee Chairs are defined in Appendices 7.1.1 to 7.1.6 and the Terms of Reference for each Committee are defined in Appendices 8.6 to 8.14 of this Manual.

The composition and roles of Committees are defined Part 10 of the Bye-Laws and the TORs for each Committee (appendices 8.6 – 8.14)

9. SI COMMITTEES
SI has two types of committees and Directors are expected to serve on one of each type of committee.

**Company committees – which deal with the operations of the Company**
- Governance
- Finance
- Communications

**Mission-related committees and ad hoc committees or task forces**
- Advocacy
- SI President’s Appeal
- Convention

**Ad hoc committees which are short term work groups established by the Board, to address or achieve a specific task.**

**SI Assistant Director of Advocacy (SIADA)**
The SI Assistant Director of Advocacy (SIADA) works with the SI Director of Advocacy (SIDA) to actively promote the SI strategic plan advocacy goals, objectives and strategies in particular those related to advocacy. She liaises with the SIDA, SI Global Executive Director (SIGED) and the SIHQ staff member responsible for communications. The SIADA also works with the Member Programme Directors to inform international advocacy. In addition, she encourages Federation support of UN International Days. (Refer to Part 9 of the Byelaws and Appendix 7.2.)

**President’s Appeal (PA) Coordinator**
The SI PA Coordinator works with the President to actively promote the SI President’s Appeal goals, objectives and strategies. She liaises with the President, SI Director of Advocacy (SIDA), SI Global Executive Director (SIGED) and the SIHQ staff member responsible for communications. The PA Coordinator works closely with the Federation Representatives on the PA Committee to promote the President’s Appeal. The PA Coordinator will Chair the SI President’s Appeal Committee.

**SI Representatives at the United Nations**
These SI Representatives work with the SI Director of Advocacy. They represent SI at the United Nations, its Agencies and specialised Agencies to which SI is accredited. Periodically they are required to submit concise reports. (Refer to Article 3.2.9 of the Articles and Part 9.2 of the Bye-Laws and to the United Nations Manual.)

**SI Procedural Consultant (SIPC)**
The SI Procedural Consultant together with the SIGED assists the SI President in the smooth running of the conduct of business at meetings of SI, the SI Board and any meetings of the Executive Team. The SIPC advises the SI President on procedural matters and prepares the rules of procedure for those meetings, all of which the SIPC attends. The accurate recording of the conclusions and decisions of such meetings are the responsibility of the SIPC. In addition, the SIPC participates in task forces and carries out any specific tasks allocated by the SI President, and works alongside other Executive Team members, position holders, and the SIGED in the review of governance and other documentation associated with SI’s day to day operations. (Refer to Appendix 7.4)
SI Headquarters Staff
All staff are employed by SI pursuant to employment contracts. (Refer also to the Employee Handbook for positions 8.1 to 8.5)

• SI Global Executive Director (SIGED)
• SI Executive Assistant
• SI Advocacy Coordinator
• SI International Communications Manager
• SI Company Secretary

10. APPENDICES

APPENDIX 1 Reserved for future use APPENDIX 2 Reserved for future use APPENDIX 3 Reserved for future use
11. APPENDIX 4 - THE AUTHORISED REPRESENTATIVE – One per Federation.

Criteria for Selection and How Elected/Appointed

In accordance with the requirements of each Member Federation

Commencement of Term

1 January in each calendar year.

Term of Office

One year from 1 January to 31 December. May serve further terms at the discretion of her Federation.

Responsibilities (Refer Article 9 of the Articles and Part 7 of the Bye-Laws)

The Authorised Representative shall:

Represent as directed by her respective Member Federation and act on its behalf at the AGM and at any Extraordinary Meeting or at any General Meeting of member Federations. Refer Article 9 of the Articles and Part 7 of the Bye-Laws.

Vote as directed by her respective Member Federation in any electronic ballot submitted for their attention.

At the AGM of Members together with all other Authorised Representatives

Receive the accounts of the Company for the previous financial year

Receive the report of the SI Board on the Company’s activities in the previous financial year

Note the appointment and/or election and retirement of SI Board members which have taken place since the date of the last AGM

Appoint an auditor or independent examiner of the Company; and

Discuss and determine and issues of policy or deal with any other business put before them the SI Board.

Promptly and fully report to their Member Federations in respect of any AGM, EGM or GM attended

Finance

Authorised Representatives are funded by their Federations, including travel costs to attend an AGM, EGM or GM if it is held “face to face” rather than electronically.

12. APPENDIX 5 - DIRECTORS

The Board of SI comprises 13 voting directors, as follows

- 3 Directors (Executive Team)
- The President
- The Treasurer
- The Director of Advocacy

These Directors are elected and serve terms in accordance with their substantive roles – please refer to the role description for each particular position and the Articles and Byelaws

10 Directors – 2 appointed by each Federation as outlined in Part 3 and Part 8 of the Byelaws and Article
10 of the Articles

How Elected/Appointed
In accordance with SI Articles and Bye-Laws, each Federation will appoint two Directors according to criteria set by the Federation. Federation HQs will notify the GED by 30 September each year of the names of the directors from their Federations for the coming year.

Criteria for Selection

An SI Director should be able to make SI the primary focus of her Soroptimist service and operate independently of her Federation.

Have an interest in the long-term direction of Soroptimist International and an understanding of the role and purpose of SI and its relationship with the Federations

Ability to think strategically about organisational purposes.

Be able to devote sufficient time to committee meetings and the work allocated in these, as well as attending Board Meetings (electronic or face to face) and dealing with SI business between these meetings.

- Effective decision-making skills.
- Ability to read and interpret financial reports
- Ability to work to sustain long-term viability of and define values for SI
- At least one of the following experiences or expertise would be useful:
  - Experience in Federation management as a Federation Director or Officer (but not currently holding such a position)
  - Experience as a director or manager of another not-for-profit organisation
  - Expertise in one or more relevant fields such as
    - Advocacy
    - Accounting / Finance / Investment
    - Governance / Management
    - Legal Practice
    - Public Relations / Communications
    - Leadership Training

Commencement of Term

1 January in each alternate calendar year.

Term of Office

Two (2) years from 1 January in the first year to 31 December in the second year. May serve a further term of two years at the discretion of her Federation.

One director from each Federation will change each year so the terms of office will overlap. For the avoidance of doubt, it is noted that in 2018, for the commencement of this system, one director from each Federation will serve only one (1) year. Thereafter, the overlapping two-year terms will be applied.
Temporary Inability to Serve
If a non-executive team Director is temporarily unable to serve, her Federation shall appoint an alternate director in accordance with Articles 11.10 to 11.13 of the SI Articles of Association.

Responsibilities
Serve on two of the Board committees, and be prepared to chair one of them if so required
Please Refer to Board Members Manual

13. APPENDIX 6.1 - SI PRESIDENT

Criteria for Selection
Not applicable as the SI President-Elect advances to this position.

How Elected/Appointed
Not applicable as the SI President-Elect advances to this position.

Commencement of Office
01 January in each even numbered year which will be the commencement of a new Biennium.

Term of Office
Two years.

Responsibilities
The SI President shall:
• Direct the conduct of the business of SI, as a voting executive director of the SI Board of which she will be the Chair and encourage integrity of Board process. It should be noted that the President does not have a casting vote in the case of equality of votes.
• Speak for SI within the established framework of SI policy and programmes, using as resource the document “Where We Stand: The Soroptimist Position”; 
• Be the SI representative in negotiation with other international bodies at the international level and consult with the appropriate position holders serving SI on matters falling within their respective roles.;
• After consultation with the SI Director of Advocacy and SIGED, recommend nominations and/or reappointments of the SI UN Representatives for approval by the SI Board giving consideration to choosing members with expertise relevant to the activities of the different United Nations centres;
• Implement, oversee and report to the SI Board annually in respect of SI Staff Pension arrangements
• Provide Terms of Reference for the Officers of SI, its Committee Chairs, the SI Director of Advocacy and SI UN Representatives, together with all other SI appointees, as soon as possible after the commencement of office. SI Board Members are to be provided with copies of such Terms of Reference, which shall be revised as necessary, after the Interim SI Board Meeting of the Biennium;
• That the President holds quarterly meetings with the Authorized Representatives to inform them on the advocacy and the other things that SI is doing which will provide an
opportunity for the Authorized Representatives to talk amongst themselves and share what is happening in their Federations;

• During term of office visit each Federation, SI being responsible for the cost of transportation. The Federations should undertake to cover accommodation and basic expenses during the SI President’s visit, but should this not prove possible SI will pay these expenses. Arrangements for official visits by the SI President to a Federation shall be made through that Federation’s President;

• Within the SI President’s budget, and when travel arrangements permit, include additional visits to Federations including visits to remote areas within a Federation and to Regions/Unions or other groups of clubs within a Federation. Financial assistance for these additional visits should be provided by the Region/Union or groups of Clubs whenever possible or be funded within the limits of the SI President’s budget; (Refer to the Protocol for All International Travel). Unless convenient and possible, the SI President shall not normally be expected to attend individual Club functions apart from those of the SI President’s own Club;

• Preside at meetings of the SI Board, of SI Executive Team and at the SI Convention;

• Authorise the call to meetings of the SI Board and to the SI Convention;

• Approve the agenda for the meetings of the SI Board and the programme for the SI Convention;

• Submit an annual written report to the SI Board. Recommendations in reports for consideration by the SI Board shall be defined as either ‘Items for Discussion’ or ‘Items for Decision’;

• Compile a brief annual report summarising SI International activities, achievements and plans for the coming year and arrange for a copy to be sent to every member Federation;

• Announce the annual SI President’s Appeal and arrange for the distribution of an initial fact sheet at the SI Board Meeting prior to each Appeal. Specific promotional material should be made available as soon as possible after that meeting;

• Review and propose any amendments to the Bye-Laws in conjunction with the SI Immediate Past President, SI Procedural Consultant and Governance Committee Chair for approval by the SI Board.

• Review and update the SI President’s role description. This review is to be submitted to the Governance Chair at least 3 months prior to the end of the biennium in which the post-holder serves.

• Mentor the SI President Elect

• Conduct an annual appraisal of the GED with input from the Officers and Directors by the end of September

• Together with the Treasurer approve requests for extraordinary payments

• Provide input in the development of the SI budget

• Employ or dismiss the SI GED in consultation with the Officers

• Ensure the SI GED has the required financial management skills and experience to be successful.

**The SI President has the right to appoint:**

• a Procedural Consultant;

• an Administrative Assistant to assist in such areas as reading, research, report writing, handling correspondence and such other duties as the SI President deems appropriate – the necessary funding to be provided in the budget;

• a Public Liaison Officer

• Other, subject to approval of the SI Board.

**Attendance at SI Meetings**

The SI President shall attend all SI Board and Executive Team Meetings the cost of which shall be funded
Finance
An amount agreed by the SI Board shall be paid to the SI President each year of a Biennium to cover out-of-pocket expenses not otherwise identified in the budget. The allocation will be paid out of the SI Presidential expense category in the budget.

A Company credit card shall be provided to the SI President with a personal limit as approved by the SI Board. It shall be relinquished at the end of the SI President’s term of office. Expense vouchers are to be submitted to SIHQ at the end of each month for reconciliation with the credit card statement.

Temporary Inability to Serve
Refer to Part 8.6.1 of the Byelaws

14. APPENDIX 6.2 - SI PRESIDENT ELECT

Criteria for Selection
Currently meets the requirements for membership of a Soroptimist Club in her Federation.
Completed a full term as Federation President, SI International Programme Director/SI Director of Advocacy, SI International Assistant Programme Director/SI Assistant Director of Advocacy, or Federation Programme Director (as a volunteer) within the preceding 10 years but shall not hold office at Federation level during the term of office.

How Elected/Appointed
The SI President for the next Biennium shall be elected in accordance with the established order of rotation recorded in, Part 8.4.1.1 of the Bye-Laws: SIA, SIGBI, SISWP, SIE and SIAF.

Commencement of Office
01 July in each even numbered year, being eighteen months before becoming SI President.

Term of Office
From 01 July in each even numbered year until 31 December the following year.

Responsibilities
The SI President Elect shall:
• Be a member of the SI Executive Team.
• Submit an annual written report to the SI Board. Recommendations in reports for consideration by the SI Board shall be defined as either ‘Items for Discussion’ or ‘Items for Decision’;
• Undertake such duties as may be assigned by the SI Board and/or the SI President;
• Review and update the SI President Elect role description. This review is to be submitted to the Governance Chair at least 3 months prior to the end of the biennium in which the post- holder serves.;
• Undertake orientation visits to the United Nations Centres
Whenever possible and within the budget allocated, the SI President Elect shall visit the United Nations Centers and Headquarters before taking office as SI President in order to become familiar with their operations;

- The SI President Elect should consult initially with the SI Director of Advocacy on the timing and focus of the visit to each centre;
- The SI President Elect should then consult with the Contact Person in each centre concerning accommodation and programme;
- It should be established in each case whether the SI Representative will make accommodation reservations or whether the President-Elect will undertake this. In some centres UN-based personnel may receive special rates available only via those making reservations in person;
- The SI Director of Advocacy and SI UN Representatives in each centre will advise on appropriate contacts and possible meetings relevant to current and potential SI interests. In addition, the SI President-Elect may wish to make contacts connected with Advocacy Focus, SI President’s Appeal and possible Convention speakers.
- If there is opportunity to attend sessions of a formal United Nations meeting accreditation should be sought via SI Headquarters;

- The courtesy of an initial airport meeting, informally, and introduction to hotel and meeting locations is welcome but neither SI UN Representatives nor local Club members should feel obliged to arrange an extensive social or personal programme for the SI President-Elect.

**Attendance at SI Meetings**
The SI President Elect shall attend all Board and Executive Team Meetings conducted during the term of office the cost of which shall be funded by SI.

**Finance**
The SI President Elect will be reimbursed for UN orientation visits. (See the Travel and Expenses Policy). Any major expenditure must be approved by the SI President and be within budget.

All budgeted expense claims must be submitted within the deadline set out in the Travel and Expenses Policy.

**Temporary Inability to Serve**
Refer to Part 8.6.2 of the Byelaws

**15. APPENDIX 6.3 - SI IMMEDIATE PAST PRESIDENT**

**Criteria for Selection**
Not applicable

**How Appointed**
Appointment is automatic upon completion of term as SI President.

**Commencement of Office**
January of an even-numbered year – that is, the beginning of the year following that in which her term as SI President was completed.
Term of Office
The IPP serves as a member of the Executive Team until 30 June of the year in following that in which her term as SI President was completed. The IPP maintains the title of IPP until the end of the biennium following her term as President.

Responsibilities
The SI Immediate Past President shall:

• Be responsible for overseeing the preparation of minutes of the final Board meeting of term as SI President from a summary prepared by SIHQ;
• Complete an appraisal of the SI GED on the completion of term as SI President with input from the SI Board and Officers;
• Appraise the performance of any partnership organizations with whom SI has collaboratively worked during term as SI President;
• Together with the SI GED in collaboration with the current SI President undertake a performance appraisal of the success or otherwise of the SI President’s Appeal undertaken during term as SI President;
• If during term as SI President she presided over and chaired the SI International Convention the Immediate Past President will
  • Continue to work with the Chair of the SI Convention Committee, the SI Global Executive Director, the Convention Committees (both SI and local) and any other professional organisations that were engaged to manage and undertake the delivery of the SI International Convention to ensure the business of that Convention is properly concluded. This work shall include overseeing the auditing of the accounts, the winding up of the Limited Company incorporated for the purposes of delivering that Convention and any other duties as may be required to properly conclude Convention-related business;
  • Together with the International working group established for delivery of the Convention undertake a review of the International Convention guidelines and make recommendations for the Board of SI to consider;
  • Attend meetings of the Executive Team.
  • Submit a written report to the SI Board. Recommendations in reports for consideration by the SI Board shall be defined as either ‘Items for Discussion’ or ‘Items for Decision’;
  • Review and update the SI Immediate Past President role description. This review is to be submitted to the Governance Chair at least 3 months prior to the end of the biennium in which the post-holder serves;
• Perform such other duties as may be assigned by the SI President and the SI Board.

Attendance at SI Meetings
The SI Immediate Past President shall attend all Board and Executive Team meetings conducted during the term of office the cost of which shall be funded by SI.

Finance
All budgeted expense claims must be submitted within the deadline set out in the Travel and Expenses Policy.

Any major expenditure must be approved by the Board of SI and be within budget. (Refer to the Travel and Expenses Policy included in the Finance Manual.)

Temporary Inability to Serve
Refer to Part 8.3. of the Bye-Laws)
16. APPENDIX 6.4 - SI TREASURER

Criteria for Selection
- Professionally qualified Accountant;
- A minimum of 5 years business and financial experience in a managerial capacity;
- Experience at Federation Board level is advantageous;
- Ability to interpret and extract relevant information and, when needed, produce reports from Xero accounting software by using it in outsourcing;
- Ability to work with Microsoft Excel;
- Ability to read, understand and communicate any changes necessary to the bookkeeper or other professionals,
- Proficient in use of email and electronic bank transactions;
- Currently a member of good standing in a Soroptimist Club;
- Current working knowledge of UK tax and company law.

How Elected
- Applications for the position of Treasurer shall appear on the members section of the SI website by 1 June of each even-numbered year (at least 18 months prior to the end of the SI biennium) together with the role description and person specification.
- Candidates must send their applications electronically to their Federation Executive Director by 15 August. The Federation Executive Director shall forward the application signed by an Officer of the Federation together with a letter confirming that the candidate is in good standing in respect of the criteria of her Federation plus character and professional references to the Global Executive Director at SIHQ by 31 August of that year. Every applicant must be ratified by their Federation Management Board.

A Panel (“selection panel”) (as per Part 8.4.2) appointed by the SI Board shall select a candidate for election by the SI Board. The SI Board will vote using a secret ballot to elect the individual to that position. The result will be announced as soon as the outcome of the ballot is known.

The elected candidate will assume the post as SI Treasurer Elect by 1 January of the year the before her term of office commences.

Commencement of Office
The SI Treasurer shall take office on 1 January of each even-numbered year.

Term of Office
The term of office shall be for a period of two years with the possibility of re-appointment by the appropriate selection panel for a further two years. In order to be considered for reappointment the incumbent must apply when the post is advertised. The SI Board must approve any reappointment to this post. (Refer to ByeLaws Part 8)

Responsibilities
The SI Treasurer shall oversee the finances of SI, serve as a voting executive director, a member of the Finance Committee and perform such other duties as may be assigned by Board of SI and as specified below.

The Immediate Past Treasurer is required to:
• Be available to assist with the audit and completion of the financial statements for her final financial year (which will end on the same day as her last day as Treasurer) – envisaged as a 9-month requirement from the day she demits office
• To remain appointed on Barclays.net for a period of 3 months (from the day she demits office) to authorise payments if the new Treasurer is unable to do so
• To remain appointed as a Systems Administrator of Barclays.net for a period of 3 months (from the day she demits office) to ensure the company has adequate coverage for administrative changes to the online platform
• To be available to assist with unresolved queries for a period of up to 12 months (from the day she demits office) and that the role description of the SI Treasurer be amended to reflect this decision.

Financial Management
• Oversee the financial transactions of SI to include approval of expenditures prior to payment;
• In conjunction with the Chair of Finance, SIGED make recommendations to the SI Board regarding the financial affairs of SI;
• Prepare, with the assistance of the SIGED, a financial statement for review by the SI Board at each meeting and at such other times as maybe required by the SI Board;
• Submit quarterly reports to the Executive Team in preparation for Executive Team meetings. Following review by the Executive Team, the quarterly financial reports will then be submitted to the Directors;
• Liaise with SI GED and other staff as necessary to oversee the end of year accounts and reports enabling production of final statements and associated schedules in preparation for audit;
• Annually present and distribute audited Financial Statements to the SI Board not later than 180 days after the close of the year;
• Monitor expenditures against the adopted budget each quarter, highlighting and requesting justification for any overspending from the SIGED;

Procurement and Governance
• Supply information as may be required by the Finance Committee to facilitate competitive tendering for the audit of SI every 3 years;
• Authorize, in conjunction with the SI President and the SIGED, requests for extraordinary payments;
• Where agreement is obtained to a specific proposal, report to the Board and make the appropriate recommendation including any changes required to the Bye-Laws, Manuals and Policies.
• Prepare SI Board reports to encompass financial activity and auditors’ recommendations for the preceding year;
• Assisted by the SIGED, respond to requests for financial information or explanation from the Finance Committee;

Budget and Strategic Planning
• In conjunction with the SIGED and Executive Team, prepare the proposed budget for SI and develop a business strategy (including revenue generation and fund management options) for the next calendar year and present it to the Chair of Finance for review and the SI Board for approval;
• In the annual report to the SI Board, include a review of the per capita dues payable by Federations to SI, recommending any changes necessary;
• Prepare a two-year financial forecast reflecting estimated annual income and expenditures.
Review Role
At least 3 months prior to end of term review and update this role description and send to the Chair of the Governance Committee.

Attendance at SI Meetings
The SI Treasurer shall attend all SI Board and Executive Team Meetings the cost of which shall be funded by SI according to the Travel and Expenses policy and in line with the Treasurer’s travel budget.

The SI Treasurer-Elect will attend Board Meetings including Face to Face Meetings, as well as Executive Team Meetings, as observers (as per Resolution 12 – February 1, 2019)

Temporary Inability to Serve
Refer to Part 8.6.3 of the Byelaws

17. APPENDIX 6.5 - SI DIRECTOR OF ADVOCACY (SIDA)

Criteria for selection

- Have a sound knowledge of, and demonstrated interest in SI advocacy and related activities, evidenced by service/experience at International Board level and/or International Programme/UN Team and/or recognised Federation programme leadership role;
- Possess knowledge of the United Nations representative structure, and the place of SI in that structure;
- Have strong leadership skills;
- Be able to delegate and share responsibilities;
- Have the ability to collaborate, be flexible and build an effective team;
- Possess well-developed oral and written communication skills in English;
- Possess sound IT skills; excellent research, editing and writing skills;
- Know how to use Social Media

How Elected

The position of SIDA shall appear on the members’ section of the SI website and on Federation websites from 1 June of each even numbered year (at least 18 months prior to the end of the biennium) together with the job description and person specification. Candidates must send their application and references electronically to their Federation Executive Director by 15 August of that year. The Federation Executive Director shall forward the application signed by an Officer of the Federation together with a letter confirming that the candidate is in good standing in respect of the criteria of her Federation plus character and professional references to the SI Global Executive Director at SIHQ by 31 August of that year.

All applications must be accompanied by up to date character and professional references which attest to the suitability of the applicant in respect of this role.
A selection panel as per Bye-Laws 8.4.3 shall be established.

By 30 November of that year, the panel appointed by the SI Board shall interview and advise the Board of their selection for approval by the Board by secret electronic ballot. The result will be announced as soon as the outcome of the ballot is known, and the candidate will take up the position of SIDA Elect by 1 January of the year before her term of office commences.

The SI Assistant Director of Advocacy (SIADA) may apply for the position of SIDA. If selected as the successful applicant by the selection panel for the position of SIDA and approved by the Board, she will continue her term as SIADA throughout the biennium, and as of 1 January of the year before her term of office commences she will take up the post of SIDA Elect.

**Commencement of office**

SIDA Elect will take office by 1 January of that year before her term of office commences. Term as SIDA will begin January 1 at the beginning of the biennium. Refer Part 8.4.3 of the Bye-Laws.

**Term of office**

Two years with the possibility of re-appointment by the Board on the recommendation of the selection panel for a further two years. To be considered for re-appointment, the incumbent must apply when the post is advertised and be selected as the successful applicant for appointment by the Board. Refer to Part 8.5.5 of the Bye-Laws.

The SIDA Elect will take office by 1 January of the year before her term of office commences and the term will last one year.

**Responsibilities for the SIDA-Elect**

- Liaise with the SIDA regarding all aspects of Advocacy as detailed in the Responsibilities of the SIDA (see duties of the SIDA below);
- Collaborate with UN teams as assigned;
- Attend Electronic Board Meetings and Advocacy meetings as a silent observer;
- Attend meetings at UN Centres and CSW if budget allows and the SI President and SIDA agree;
- Attend Face to Face Board meeting the year prior to resuming her role if invited and budget allows.

**Responsibilities for the SIDA**

Act as Director of SI and a member of the Executive Team.
Lead the work of the Global Impact Committee.
Contribute to the work of the Global Policy Committee.
Work in collaboration with the SI President, Global Executive Director (GED), Global Impact, Global Policy, Global Voice and Global Partnerships committees to deliver Soroptimist International’s Advocacy and Influence Global Policy.
Member of the Advocacy Coordination Committee.

**Promotion of Advocacy**
• Develop and promote SI Strategic Plan for Programme Goal 1: Soroptimist International will be a global voice for women and girls;
• Liaise with the SI President, the GED and the Global Policy Coordinator on all aspects of global advocacy work;
• Liaise with the SI President and the SI Global Policy Team on the adoption of SI advocacy positions;
• Actively work with the Global Voice Committee to coordinate publicity and promotion of SI global advocacy achievements, results and impact to the Federations;
• Collaborate with the Global Policy and Global Partnerships Committees to develop and maintain partnerships;
• Submit an annual report to the SI Board;
• Submit quarterly reports to the SI Board.

Global Policy (UN Representatives)

• In consultation with the SI President and Global Policy Committee, plan an effective programme aligned to the SI’s Strategic Plan and Sustainable Development Goals;
• Collaborate with the Global Policy Committee and SI President on all official statements developed and signed by SIHQ;
• Work with SIHQ and Federations to collect and report on data (grassroots project work) to support SI’s general status at the UN and provide UN reps with information needed for UN meeting.

Global Impact (Working with Federations)

• Create a calendar of meetings and events for the Global Impact Committee;
• Conduct meetings of the Global Impact Committee (federation representatives) to inform and discuss matters related to Global Policy;
• Plan and develop opportunities for the Federations to work with SI on joint Advocacy Campaigns;
• Coordinate SI and Federation participation in CSW, including allocation of registrations, input into statements, plan parallel and side events, communications plan, training, webinars and the reception and plan for advocacy resources for CSW;
• Develop opportunities for the federations to attend meetings at the UN;
• Collaborate with the Global Policy Committee to review, develop and suggest edits to the Where We Stand Position Papers and Statements submitted to the UN with the Global Impact Committee;
• Monitor trends in issues relating to SI’s mission as allocated (based on the focus areas of UN Women) through internal and external channels; communicate as appropriate.

Finance – Advocacy Budget

• Identify and liaise with the SI Treasurer, SI President and GED to develop an annual SI advocacy/UN budget;
• Undertake a quarterly review of the budget status;
• Allowable expenses – see SI Travel and Expenses Policy. Any major expenditure must be approved by the SI President and GED and be within the SIDA’s budget. Any expenditure from the Special Representation budget must be approved by the Director of Advocacy and the GED;
• All budgeted expense claims must be submitted within the deadline set out in the Travel and Expenses Policy.

Review Role
At least 3 months prior to end of term review this role description and send to the Chair of the Governance Committee.

Attendance at SI Meetings
The SIDA shall attend all SI Board and Executive Team meetings and shall be funded by SI to do so.

The SIDA Elect shall attend all Board and Executive Team Meetings.

Temporary inability to serve
Refer to Part 8.6.4 of the Bye-laws

18. APPENDIX 7.1.1 - COMMITTEE MEMBERS FOR ADVOCACY AND PRESIDENT’S APPEAL AND OTHER AD HOC COMMITTEES

Criteria for Selection
Persons appointed to any SI committee should:
• Understand the principles and objects of SI as set out in the Articles and be familiar with the type of work to undertaken by the committee to which they are appointed;
• Have had Federation experience as a Federation board member, officer or appointee or have served on a Federation committee;
• Understand that Committee work has deadlines which must be met;
• Have an ability to prepare clear and concise written reports;
• Have special skill, experience and knowledge relevant to the committee on which they are to serve;

How Appointed
Committee members, one from each Federation, shall be appointed by their respective Federations. Appointments or re-appointments shall be ratified by the Board of SI.

Commencement of Office
Upon ratification of the appointment by the Board of SI

Term of Office
From ratification of appointment by the SI Board until end of that biennium with the opportunity to continue for an additional two years subject to ratification by the Board of SI. (Refer to Part 10.5.1 of the Bye-Laws.)

Responsibilities
• Obtain the opinion of their respective Federations on the matters referred to the Committee by
consulting with their Federation President, other persons from their Federation on the SI Board, their Federation’s Authorised Representatives, the members of any other appropriate Committees of their Federation, and any other persons that their Federation requests or requires to be consulted;

• Report the Federation’s opinion on matters coming before the committee to the Committee Chair and indicate whether or not it is also the Committee Member’s opinion;
• Work in the best interests of SI, not just the interests of their own Federation;
• Keep their respective Federations informed of the Committee’s work. In addition to sending copies of correspondence, each Committee Member should report on the work of the Committee to their Federation President and circulate information on the Committee’s work as directed by their Federation President;
• Refrain from communicating directly with clubs except through a Federation President. Nothing should be sent directly from a SI Committee member to a Club.

Finance
Not applicable.

Temporary Inability to Serve
In the event of the temporary inability of a Committee Member to serve the Federation President of the Federation of which that person is a member shall appoint another person to serve.

19. APPENDIX 7.1.2 - COMMITTEES

Appointment and Membership
Refer to Part 10.1 to 10.5 of the Bye-Laws

Committee Members
Refer to Appendix 7.1.1 of this Manual and TORS for each Committee attached as Appendices 8.6-8.14.

Committee Meetings and Communications
• If practical each Committee should meet at the SI International Convention (Refer to Appendix 7.1.1 of this Manual and Committee TORS – Appendices 8.6-8.14);
• To undertake, progress and complete the work of the Committee meetings should be convened by the Committee Chair as is necessary by electronic means (e.g., by Skype or Go To Meeting), subject to the cost of the electronic meetings being within budget and approved by the Board of SI;
• Communications amongst committee members shall usually be conducted by email, fax, telephone or when possible face to face;
• Committee members are expected to acknowledge receipt of communications and respond promptly to all communications requiring a reply.

Committee Reports
• Shall be in three parts – (i) general statements or comments, (ii) statement of the issues confronting the Committee and (iii) recommendations for addressing the issue(s);
• Each Committee Chair shall submit the Committee’s report in writing to the SI President (with a copy to SIGED) in advance of each SI meeting within the time frame requested or as determined by the SI Board;
• Any Committee report not received in time for the issuance of the agenda shall only be considered at the scheduled meeting on the approval of the Board of SI;
• In the absence of a Committee Chair at a meeting, a member of the Committee or the Chair’s designee may speak to the Committee report with the approval of the SI Board.

**Committee Correspondence and Documentation**

• Shall be sent or circulated in accordance with the SI Communications Policy;
• No Committee chair shall send any written statement to a national or international body in the name of SI. Statements may be recommended to the Board of SI for consideration by any Committee Chair;
• All correspondence on behalf of the Committee (except internal committee correspondence) shall be transmitted or circulated by the Committee Chair, not by individual committee members;
• Any proposals or communications from Committee Chairs on matters of importance addressed to their respective Committee members should also be copied to the Federation Presidents and to the Headquarters of each Federation;
• No communication should be sent directly from any Committee Chair or Committee member to any Soroptimist Club in any Federation. Any such communication should be through the appropriate Federation President;

• Communication from any Committee Chair to an SI Executive Team member, Federation President and/or Federation Headquarters should be copied to the following:
  - SI President
  - SI President Elect or, if the President Elect has not been elected, the SI Immediate Past President
  - SI Treasurer
  - SI Director of Advocacy
  - SI GED
  - SI PC

20. **APPENDIX 7.1.3 - GOVERNANCE COMMITTEE CHAIR**

**Criteria for Selection**

• Have recognised leadership skills;
• Possess effective communication and interpersonal skills;
• Impartiality, fairness and the ability to respect confidences
• Ability to ensure decisions are implemented;
• Possess skills in diplomacy and tactfulness;
• Possess skills in monitoring governance and conducting audits;
• Have knowledge of SI governance documentation and Governance Committee’s Terms
• of Reference if any
• Understand SI management structures.

**How appointed**

By SI Board (Refer to Article 10.4. of the Byelaws).

**Commencement of Office**
Term of Office
From ratification of appointment by the SI Board until end of the current year.

Responsibilities (refer to TORS – Appendix 8.6)
Ensure the Governance Committee functions in accordance with its Terms of Reference.

- Plan and hold committee meetings as appropriate;
- Organise the annual work plan for the Committee consistent with the Committee’s Terms of Reference and as instructed by the Board of SI;
- Ensure matters are dealt with in an orderly and efficient manner;
- Bring impartiality and objectivity to meetings and decision-making;
- Review the governance performance and skills of the Board of SI.
- Ensure the organisation is managed effectively.
- Liaise with SIGED as appropriate to maintain an overview of SI operations;
- Co-ordinate the Committee to ensure responsibilities for particular aspects of Governance (risk management, financial audit etc.) are met and specialist expertise is employed as required;
- Assist in facilitating change and addressing conflict within the organisation, by liaising with the SI President and SIGED.

Attend SI Board meetings as required and report on all matters pertaining to Governance;

At least 3 months prior to end of term review and update this role description and send to the Chair of the Governance Committee.

Finance
May receive reimbursement of reasonable out-of-pocket expenses (including travel and hotel costs) actually incurred in the business of SI.

Any major expenditure must be approved by the Board of SI and SI Treasurer if within budget. (Refer Travel and Expenses Policy and Article 12.6 of the Bye-Laws.)

All budgeted expense claims must be submitted within the deadline set out in the Travel and Expenses Policy.

Temporary Inability to Serve
In the event of the temporary inability of the Governance Committee Chair to serve the Directors of SI shall appoint another member of that Committee to serve pro tempore.
21. **APPENDIX 7.1.4 - FINANCE COMMITTEE CHAIR**

**Criteria for Selection**

- Experience in accounting
- Demonstrated interest in the finances of SI and possess recognised leadership skills;
- Effective communication and interpersonal skills;
- Impartiality, fairness and the ability to respect confidences;
- Ability to ensure decisions are implemented;
- Skills in diplomacy and tactfulness;
- Understanding of the Finance Committee’s Terms of Reference;
- Skills in monitoring governance and conducting audits;
- Knowledge of SI governance documentation;
- Understanding of SI management structures.

**How Appointed**

By SI Board (Refer to Article 10.4. of the Bye-Laws).

**Commencement of Office**

As soon as appointed to the position

**Term of Office**

From ratification of appointment by the Board of SI until end of the current year. (see Bye-Laws)

**Responsibilities (refer to TORS – Appendix 8.7)**

- Ensure that the Finance Committee functions in accordance with any terms of reference
- Make recommendations to the SI Board regarding the financial affairs of SI;
- In conjunction with the SI Treasurer, develop a business strategy for SI.
- Circulate all matters referred to the Finance Committee to the members of the Committee to obtain:
  - Their opinion and
  - Their Federation’s opinion.
  - The matters referred to the Committee will include referrals from the SI Board Meeting and requests from the SI President;
- Send copies of all correspondence in accordance with Communications Protocol
- Develop consensus or agreement on recommendations to the SI Board to the extent possible and
  - Where agreement is not obtained report to the SI Board on the opinions expressed and make a recommendation as to the action that could be taken but
  - Where agreement is obtained on a specific proposal report to the SI Board and make the appropriate recommendation with rationale and any impact the recommendation will have on the organization and the environment in which it operates. Include any changes required to the Articles and the Bye-Laws in order to implement the recommendation;
- Provide input into the preparation of the biennial budget in consultation with the SI Treasurer and the SIGED and in consultation with the SI Treasurer and SI GED (and incoming SI Treasurer) ensure any required amendments to that budget are made consequent to decisions made at Executive Team meetings and SI Board meetings
- Report to the Board annually on the work carried out by the Committee together with the recommendations referred to above. Recommendations in reports for consideration by the SI
Board shall be defined as either ‘Items for Discussion’ or ‘Items for Decision’. In conjunctions with SI Treasurer, include a review and detailed analysis of the per capita dues payable by Federations to SI and recommend any changes necessary to avoid an increase;

• Submit a written report to the Executive Team Meeting held in the early months of each calendar year;
• Review and monitor the finances of SI each quarter, based on quarterly financial reports supplied by the SI Treasurer;
• Evaluate requests for additional funds and provide input to the SI Treasurer and the SIGED (for reference to the biennial budget) and to the SI President and the Finance Committee for consideration and action;
• Liaise with the Chairs of the, Governance and Advocacy Committees and others as necessary;
• Forward records to the incoming Finance Committee Chair within 60 days of the completion of the term of office;
• Review and update own role description to include description of responsibilities; necessary qualifications and skills. This review is to be submitted to the SIGED for review by the Governance Committee at least 6 months prior to the end of the biennium in which the post-holder serves;
• Ensure the Finance Committee follows all applicable SI governance documents and the approved budget.
• Attend SI Board meetings are required and report on all matters pertaining to Finance.
• At least 3 months prior to end of term review and update this role description and send to the Chair of Governance Committee.
• Chair will sign the audited financial statements and Report to Management Letter upon approval of the financial statements by the SI Directors.
• Authorize financial transactions of the company on Barclays.net in accordance with the authorization procedures set out in the SI Finance Manual.
• Appoint as a Systems Administrator to Barclays.net

Finance
• May receive reimbursement of reasonable out-of-pocket expenses (including travel and hotel costs) actually incurred in the business of SI.
• Any major expenditure must be approved by the SI Board and SI Treasurer if within budget. (Refer Travel and Expenses Policy in the Finance Manual and Part 12.6 of the Bye-Laws.)
• All budgeted expense claims must be submitted within the deadline set out in the Travel and Expenses Policy.

Temporary Inability to Serve
If the Chair of the Finance Committee is unable to complete her term a successor shall be appointed by the Directors of SI

22. APPENDIX 7.1.5 – CHAIR OF COMMUNICATIONS COMMITTEE

Criteria for Selection

• Have recognised leadership skills
• Possess effective communication and interpersonal skills
• Impartiality, fairness and the ability to respect confidences
• Ability to ensure decisions are implemented
• Possess skills in diplomacy and tactfulness
• Possess skills in multiple forms of communication including print, web and social media
• Have knowledge of SI communication documentation and Communication Committee’s Terms of Reference
• Understand SI management structure and working relationships with Federations
• Ability to serve as resource to International Communications Manager to deliver the goals of the strategic plan for communications

How appointed
By the SI Board (Refer to Article 10.4. of the Bye-Laws).

Commencement of Office
From 01 January of the year appointment

Term of Office
From ratification of appointment by the SI Board until end of the end of the current year. (refer to Bye-Laws)

Responsibilities
• Ensure the Communications Committee functions in accordance with its Terms of Reference
• Jointly with the SI GED have oversight of planning and delivery of the strategic plan for SI Communications
• Plan and hold committee meetings as appropriate
• Organize the annual work plan for the Committee consistent with the Committee’s Terms of Reference and as instructed by the Board of SI
• Develop Strategic Goals with the Committee and GED
• Ensure matters are dealt with in an orderly and efficient manner
• Liaise with SI GED and International Communications Manager as appropriate to maintain an overview of SI operations and available resource
• Liaise with all SI committees with routine liaison with SI Advocacy and SI President Appeal Committees to ensure communications content and pipeline is up to date and relevant
• Attend SI Board meetings as required and report on all matters pertaining to Communications

At least 3 months prior to end of term review and update this role description and send to the Chair of the Governance Committee.

Finance
Any expenditure must be approved by the Board of SI and SI Treasurer if within budget.

Temporary Inability to Serve
The president shall appoint another member of that Committee to serve pro tempore in the event of the temporary inability of the Communication Committee Chair to serve.

23. APPENDIX 7.1.6 - CHAIR OF CONVENTION COMMITTEE

Refer to Convention Manual for position description
24. APPENDIX 7.2 - SI ASSISTANT DIRECTOR OF ADVOCACY

The SI Assistant Director of Advocacy (SIADA) works with the SI Director of Advocacy (SIDA) to actively promote the SI strategic plan programme goals, objectives and strategies in particular those related to advocacy. She liaises with the SIDA, SI Global Executive Director (SIGED) and the SIHQ staff member responsible for communications. The SIADA also works with the Member Programme Directors to inform international advocacy. In addition, she encourages Federation support of UN International Days.

Criteria for Selection

- Sound knowledge of and demonstrated interest in SI advocacy, programme and related activities, as evidenced by service and experience at the SI Board level as a member of the International Programme / Advocacy / UN Team or in a recognised Federation programme leadership role;
- Knowledge of the United Nations representative structure, and the place of SI in that structure;
- Recognised leadership skills
- Ability to delegate and share responsibilities;
- Ability to build an effective team and serve flexibly on teams;
- Well-developed oral and written communication skills in English;
- Sound information technology and electronic communication skills.
- Effective communication and interpersonal skills;
- Impartiality, fairness and the ability to respect confidences;
- Skills in diplomacy and tactfulness;
- Understanding of the Advocacy Committee’s Terms of Reference;
- Knowledge of SI governance documentation;
- Understanding of SI management structures.

Commencement of Office
First appointment made to this Office: July 1, 2019.

Term of Office
The term of office shall be for a period of two years with the possibility of re-appointment by the Board on the recommendation of the selection panel for a further two years as per Bye-Laws Part 9.

Selection and Appointment
Refer to Bye-Laws Part 9.1 for further information on the selection and appointment of the SIADA.

Responsibilities:
Promotion of Advocacy

- Assist the SIDA to develop an advocacy plan of work to support achievement of the SI strategic plan’s advocacy goals, objectives and strategies;
- Assist the SIDA to ensure the Advocacy Team’s effective attendance, participation and input into such meetings or forums as appropriate to meet SI’s advocacy related strategic plan goals, objectives and strategies;
- Assist the SIDA in reviewing new and existing ‘Where We Stand’ statements on a regular basis;
- Actively work with the SIDA and SIHQ to coordinate publicity and promotion of SI Advocacy.
achievements, results and impact to external stakeholders i.e. governments, potential partners/sponsors, academia and the general public;
• Actively work with the SIDA, SI HQ, and in liaison with the Federations to develop and implement materials for advocacy post-holders to achieve agreed performance indicators;
• Encourage participation by Federations in SI recognised UN International Days, including International Women’s Day (8 March), International Literacy Day (8 Sept), International Day of Peace (21 Sept) and Human Rights Day (10 Dec);
• Ensure SIHQ staff upload relevant UN information to the SI website and that this information is sent to Federations to upload to their websites;
• Submit advocacy reports as directed by the SIDA.

**Liaise with Federation Programme Directors**

Working with the SIDA, liaise with the Federation Programme Directors to ensure that Programme informs Advocacy at the international level

**Finance**

Liaise with the SIDA and SI Treasurer to develop an annual SI advocacy/UN budget;

**Attendance at SI Meetings**

The SI Assistant Director of Advocacy may be invited, as agreed by the SI Board to attend SI Board meetings the cost of which shall be funded by SI. (Refer to Part 4.2.8 of the Bye-Laws.)

**Finance**

(Refer to the Travel and Expenses Policy included in Finance Manual for additional details.)

**Temporary Inability to Serve**

In the event of the temporary inability of the SI Assistant Director of Advocacy to serve the SI President in consultation with the SI Director of Advocacy shall appoint a replacement pro tempore.

**Eligibility for position as SI Director of Advocacy (SIDA)**

The SI Assistant Director of Advocacy (SIADA) may apply for the position of SIDA. If selected as the successful applicant by the selection panel for the position of SIDA and approved by the Board, she will continue her term as SIADA throughout the biennium, and as of 1 January of the year before her term of office commences she will take up the post of SIDA Elect.

**25. Appendix 7.2.1 - SI President’s Appeal (PA) Coordinator**

The SI PA Coordinator works with the President to actively promote the SI President’s Appeal goals, objectives and strategies. She liaises with the President, SI Director of Advocacy (SIDA), SI Global Executive Director (SIGED) and the International Communications Manager. The PA Coordinator works closely with the Federation Representatives on the PA Committee to promote the President’s Appeal. The PA Coordinator will Chair the SI President’s Appeal Committee.

**Criteria for Selection**

• Sound knowledge of and demonstrated interest in SI programme/advocacy and related activities, as evidenced by service and preferred experience at the SI Board level as a member of the International Advocacy/Programme or in a recognised Federation leadership role;
• Recognised leadership skills
• Ability to delegate and share responsibilities;
• Ability to build an effective team and serve flexibly on teams;
• Well-developed oral and written communication skills in English;
• Sound information technology and electronic communication skills;
• Effective communication and interpersonal skills;
• Impartiality, fairness and the ability to respect confidences;
• Skills in diplomacy and tactfulness;
• Understanding of the PA’s Terms of Reference;
• Knowledge of SI governance documentation;
• Understanding of SI management structures;
• Project Management skills;
• Ability to develop and maintain a database of prospective grant bodies;
• Fundraising experience to include securing funds from and making applications to grant bodies would be desirable. Ideally, this would include proactively researching the environment and being able to complete applications for funding;
• Ability to work autonomously and manage workloads and deadlines.

How Elected
• Applications for the position of the President’s Appeal Coordinator shall appear on the members section of the SI website by 1 June of each even-numbered year (at least 18 months prior to the end of the current SI biennium) together with the role description and position specification.
• Candidates must send their applications electronically to their Federation Executive Director by 15 August. The Federation Executive Director shall forward the application signed by an Officer of the Federation together with a letter confirming that the candidate is in good standing in respect of the criteria of her Federation plus character and professional references to the Global Executive Director at SIHQ by 31 August of that year.
• A Selection Panel shall consist of one (1) representative from each Federation plus the SI President Elect as Chairperson. The Selection Panel shall advise their selection for this role to the Board for approval by ballot. The result will be announced as soon as the outcome of the ballot is known. (as per Bye-laws Part 9.4.)
• The elected candidate will assume the post as by 1 January of the year before the beginning of the new biennium, or as soon as is practically possible.

Commencement of Office
The President’s Appeal Coordinator shall take office on 1 January of the odd numbered year and will be mentored by the current PA Coordinator and the PE.

Term of Office
The President’s Appeal Coordinator-Elect comes into post 12 months before taking on the post for the biennium (i.e. 1 January on an odd number year). The President’s Appeal Coordinator continues to complete the PA work as the Immediate PA Coordinator for a further 12 months (total commitment 4 years).
(Refer to Bye-Laws Part 8)

Responsibilities

SI President’s Appeal
• Create a board presentation for approval of the appeal with President Elect which will be presented to the Face to Face Board Meeting on an odd numbered year.
• Ensure appropriate budgeting for the management and administration of the project. (up to 10% of funds may be used for this purpose)

Seeking support from SIHQ to oversee the project ensuring the following:
• The PA Coordinator is responsible for administrative tasks including tracking applications, making decisions, monitoring finances, and meeting deadlines for reports.
• Creation of marketing materials including the provision of packaged communication ready for the Federations to use in their member communications in conjunction with International Communications Manager.
• Marketing of the President’s Appeal on the SI website, through SI social media, at the UN, and in any other appropriate ways.
• Tracking public awareness generated for the key message about SI’s impact resulting from this project.
• Report annually for the face to face board meeting where the President will present report.
• Ensure regular reporting providing quarterly progress reports for the SI President’s Appeal to the SI Board and Federations and to report outcomes for the SI President’s Appeal to the SI Board and Federations on annual basis.
• Liaise with Federation PA Committee Representatives to ensure that the PA is promoted in all Federations.
• Develop and maintain a database of prospective grant bodies.
• Prepare funding applications to grant bodies to secure revenue for President Appeal projects, if required.

Finance:
• Liaise with the President- Elect and SI Treasurer to develop a PA budget
• Develop budgets, profit and loss statements and financial reports that reflect and support the SI President’s Appeal
• Monitor expenditure

Attendance at SI Meeting
The SI PA Coordinator may be invited by the SI President to attend SI Board meetings the cost of which shall be funded by SI. (Refer to Article 4.2.8 of the Bye-Laws.)

The President’s Appeal Coordinator-Elect may be invited to attend Board Meetings including Face to Face meeting, as observers.

All budgeted expense claims must be submitted within the deadline set out in the Travel and Expenses Policy. Any major expenditure must be approved by the SI Board and be within budget. (Refer to the Travel and Expenses Policy for additional details.)

Temporary Inability to Serve
In the event of the temporary inability of the SI PA Coordinator to serve the SI President shall appoint a replacement pro tempore.

26. APPENDIX 7.3 - SI UNITED NATIONS REPRESENTATIVE
27. **APPENDIX 7.4 - SI PROCEDURAL CONSULTANT**

**Criteria for Selection**
- The appointee should have a working knowledge of:
  - The Articles;
  - The Bye-Laws;
  - SI Manuals;
  - SI Policy, Procedures and Programme until all SI Manuals and Policies have been approved, and all SI Manuals once approved;
  - Roberts Rules.

**How Appointed**
SI Presidential appointment. Note – a member may be appointed SI Procedural Consultant for more than one term by a subsequent SI President.

**Commencement of Office**
At the commencement of the appointing SI President’s term of office.

**Term of Office**
Two years.

**Responsibilities**
- Together with the SIGED, assist the SI President in the smooth running of the conduct of business at the SI Board meetings and Executive Team’ Meetings;
- Provide general assistance to the SI President at times of the SI Board Meetings and otherwise as required on procedural matters;
- Serve as an advisor to the Executive Team and be a non-voting member of the Board.
- Serve as a member of the Governance Committee
- Prepare appropriate Rules of Procedures for meetings of the SI Board;
- Ensure, on a daily basis during the SI Board meetings, including Executive sessions, that the conclusions and decisions of the SI Board are accurately recorded;
- Take and produce minutes of Executive sessions, if the Global Executive Director is not present at the Executive session.
- Participate in such task forces as the SI President may direct, both at SI Board meetings and otherwise as required;
- In conjunction with the SI President, SI Immediate Past President and Chair of the Governance Committee, review the SI governance documents with the goal of clarifying information and eliminating obsolete material;
- Assist the Chair of the Governance Committee as requested with the wording of resolutions;
- Carry out any tasks specifically assigned by the SI President;
- Attend meetings of the SI Executive Team; and
Review and update own role description. This review is to be submitted to the Governance Chair at least 3 months prior to the end of the biennium in which the post-holder serves.

Attendance at SI Meetings
The SI Procedural Consultant shall attend all SI Board and Executive Team meetings conducted during her term of office the cost of which shall be funded by SI.

Finance
All budgeted expense claims must be submitted within the deadline set out in the Travel and Expenses Policy.

Temporary Inability to Serve
In the event of the temporary inability of the SI Procedural Consultant to serve the SI President shall appoint another member to serve pro tempore.

28. APPENDIX 7.5 – SI HUMAN RESOURCES (HR) LIAISON

Criteria for Selection
1. Resident of the UK;
2. Conversant with England and Wales legislation relating to employment, occupational health and safety regulations and other statutory obligations.
3. A director or position holder preferred

How Appointed
Appointed by SI President and Executive Team and approved by the Board

Commencement of Office
Commences upon approval by the Board or the beginning of the biennium

Term of Office
For the biennium with the possibility of re-appointment

Responsibilities
Maintain Board level oversight of HR and act as the “go to person” for the Board, appointed Position Holders, the Global Executive Director (GED) and Staff for HR support and advice.
1. Provide a channel of communications between the GED, President, Executive Team and the Board of Directors
2. Obtain advice from HR contractor, as required
3. Be the appointed “go to person” for staff when they require advice and/or support regarding a matter/s connected to the GED in her/his capacity as line manager to all other staff
4. Be the appointed “go to person” for the GED when she/he requires advice and/or support regarding a matter/s connected to the SI President in her capacity as line manager to the GED
5. Provide support to the President and President Elect in the annual appraisal of the GED
6. Ensure the appraisal of the GED is completed annually and that the GED conducts and completes annual and mid-year staff appraisals for all other staff
7. Provide orientation to the Board on HR issues
8. Keep up to date with HR best practices and changes to UK employment law, updating the President, Executive Team and Board of Directors as necessary
9. Manage the development and process of recruitment, including advert, job description, reference checks, and contract of employment for the GED
10. Liaise with the GED to maintain oversight of the development and process of recruitment, including advert, job descriptions, reference checks, and contracts for all other staff and contractors
11. Liaise with the GED in providing/facilitating relevant training for employees
12. Liaise with the GED in the induction of new employees
13. Source a company to carry out job-sizing/matching and provision of comparable salary data when requested to do so by the SI Board
14. Liaise with the GED to prepare board papers related to salary increases and role description changes
15. Review and update this role description to include description of responsibilities, necessary qualifications and skills. This review is to be submitted to the Governance Committee for review at least 3 months prior to the end of the biennium in which the post-holder serves

Attendance at SI Meetings
The HR Liaison may be invited by the SI President to attend SI Board meetings and Executive Sessions of the Board virtually, if not a director or position holder that normally attends the board meetings.

Finance
Not applicable as HR Liaison would attend meetings when invited to do so digitally, unless she is a director or position holder that normally attends the board meetings.

Temporary Inability to Serve
In the event of the temporary inability of the SI HR Liaison to serve or complete her term, another person will be appointed and approved by the Board to serve pro tempore.
28. APPENDIX 8.1 - SI GLOBAL EXECUTIVE DIRECTOR

Employed pursuant to an employment contract by SI.

Reports to: President of SI
Responsible to: Board and Executive Team of SI

Prepares the following Reports:
Annual Report and Accounts
Strategic Plan and Business Impact Reports

Responsibilities

- Lead
- With the support of the SI Board and Executive Team, develop and deliver an ambitious strategic plan and long-term vision for SI in line with the objectives of the organisation.
- Lead strategic thinking around member engagement to unite Soroptimists across the world and reach a broad and diverse audience.
- Deliver a world-class strategy for SI raising its profile to establish the organisation as part of the international forum for the education and leadership of women and girls.
- Develop strong and trusted relations with the SI Board, Executive Team, post-holders and staff and other appropriate agencies.
- Give inspirational leadership to staff and volunteers, build a strong working environment across the organisation and foster commitment, enthusiasm and confidence.
- Manage the deployment of SI staff in line with the organisations objectives including the recruitment and retention of staff, in conjunction with HR Liaison to manage and resolve all staffing issues in accordance with employment law and SI’s policies and procedures

Manage

- Provide effective leadership through coordination and motivation.
- Ensure at all times that SI has the management capability to meet its strategic objectives, with a constant eye on personal and team development.
- Setting, managing and controlling the annual Soroptimist International budget with the SI Treasurer
- Liaise with the SI Investment Advisor to oversee the best interests of the organisations investment portfolio
- Ensure the cost-effective use and protection of SI’s financial and other assets.
- Identify and exploit appropriate sources of income generation.
- Responsible for the facilities management of the SI office working with external contractors and bodies, to include responsibility for health and safety.
- To manage the provision of reports from volunteers and Executive Team
- Oversee and support the management and development of SI

Person Specification

The GED will:
• Be a dynamic and entrepreneurial player with a real interest in the development of Soroptimist International.
• Have a broad understanding of the heritage and aims of the organisation and a deep sympathy for its ethos.
• Have as a key requirement a record of successful leadership and an understanding of organisation complexity.
• Be a cultural leader who can translate an inspiring vision into reality and who can lead a team into a responsible, productive and exciting future.

Attributes
• An ambition to maximise everything SI has to offer, with the aspiration and vision to influence its cultural legacy.
• Passion and respect for the aims and objects of SI plus imaginative leadership and creative flair.
• An ability to build relationships of trust, confidence and strength throughout SI and beyond.

Experience
• An outstanding record of achievement in an organisation of profile, ambition and complexity.
• Experience of contributing to, supporting and translating the vision of an ambitious and creative-thinking Board.
• Experience of managing relationships with influential stakeholders and demonstrate experience of having enhanced an organisation’s standing and reputation.
• Experience of preparing an organisation for charitable status and incorporation.
• Experience of managing a successful multidisciplinary team
• Knowledge of Xero and financial systems
29. **APPENDIX 8.2 - SI EXECUTIVE ASSISTANT**

**Purpose of role:** to work closely with the Global Executive Director, provide executive support and general administration to the office and to the SI Board of Directors and Executive Team.

_This role is worked over 30 hours per week, with occasional flexible working times required to facilitate international working._

**Person Specification**

A pro-active experienced and flexible assistant is required to support the Global Executive Director with a range of executive and administrative duties. Soroptimist International is a vibrant women’s membership organisation whose aim is to achieve gender equality, globally. Members work at grass roots to deliver projects which really make a difference to the lives of women and girls; at international level, we use the results from those projects to advocate at 6 UN centres. Visit our website www.soroptimistinternational.org for further information.

This post is designed to combine support to the Global Executive Director, international team and the office with executive and general administration tasks. Excellent written and verbal communication skills are required as is the ability to work on own initiative with minimal supervision.

Organisational skills required as is the ability to use all MS Office packages, databases and internet will be essential. Occasional travel will be required. This post is permanent, four days per week.

**Essential Skills and Experience**

- Ability to carry out executive level tasks with attention to detail
- Able to record, monitor and report on decision making processes and general developments
- Able to record accurate meeting minutes
- Able to deliver pro-active general support to the office and GED
- Able to organise and manage and office annual calendar
- Able to deputise for the GED in her absence
- Willing to be flexible and work within a small team

**Desirable Skills and Experience**

- Able to draft wording for correspondence
- Knowledge of relevant Health and Safety
- Working with volunteers

**ROLE DESCRIPTION**

**Executive support:**

- To organise ballots of the international board, record decisions, inform board and executive team of outcome
- To assist with organisation of all international board meetings
- To organise SI Executive team meetings as and when required
- To take minutes of all Board and Executive Team meetings and distribute
- To ensure SI website is kept updated with relevant governing documentation and post holder detail
• To ensure that an annual calendar of SI activity is maintained and updated
• To ensure that the list of countries per Federation is kept updated
• To record all staff absence ensuring GED is informed of all absences
• To provide project administration to the SI President’s Appeal projects, as directed by the SI GED
• To undertake any other reasonable executive duties as delegated by the GED
• To ensure continuity of SI matters in the absence of the GED

General administration:
• To answer telephone calls and email queries directed to the administration email inboxes
• To maintain paper and electronic filing systems as directed by the GED
• To assist with all administrative duties of the office as directed by the GED
• To assist the GED with management of relevant and appropriate health and safety compliance
• Maintain and distribute up to date contact details for the Board of Directors and the SI Executive Team and other international post holders via email as directed by the GED
• To send out letter of congratulations to newly chartered clubs as and when SIHQ is informed of such
• To undertake ad hoc support duties as required for all staff and SI team
• Liaise with suppliers including but not limited to: landlord, stationery, IT, postage, printing, and general supplies, ensuring supplies are maintained
• To ensure that all incoming and outgoing post and courier deliveries are prepared and despatched
• Other duties commensurate with job role designated by the Global Executive Director

Advocacy Administration:
• To assist the GED and advocacy team with arrangements for SI events to be held at venues in the UK and abroad.
• To register delegates, UN Representatives for UN related and other advocacy related events.
• To assist the SI director of advocacy and the Advocacy Coordinator with preparations for SI attendance at the commission on the Status of Women (CSW)

Finance Administration:
• Records and reconciles all credit card purchases, submits for approval
• Sets up some payments using online banking system (GBP transactions only)
• Undertake all paper filing in office: receipts, invoices, expense claims, bank statements, credit card statements
• Manages office petty cash, reconciles monthly with SI GED
• Is main point of contact and liaison for outsourced book keepers to SI
• Maintains an internal record of budget and actual spend for office stationery and supplies
30. APPENDIX 8.3 - SI ADVOCACY COORDINATOR

Employed by SI pursuant to an employment contract

JOB DESCRIPTION - ADVOCACY COORDINATOR

Part time: 22.5 HOURS per week, flexible (with a maximum of 12 agreed additional days per annum)

Reporting to the Global Executive Director (GED)
Working with the International Director of Advocacy (SIDA)

Purpose of the Role:

To provide support to Soroptimist International’s Advocacy team, working closely with the International Director of Advocacy, ensuring that the Global Executive Director is fully briefed on all areas. Time permitting to draft SI advocacy related communications material.

Duties

1. To support the SIDA and network of permanent representatives to the UN

   • Provide support to SI’s volunteer representatives (“UN Reps”) as directed by the SIDA and/or the SI GED. Support the UN Representatives with the organisation of events at their centres (e.g. registrations, supplying materials and arranging speakers)
   • With guidance and support from the GED and SIDA manage recruitment process for UN representatives
   • Maintain internal lists of all SI UN activity; at minimum: statements signed onto, accreditation, committees.
   • Liaise with the GED and IDA to update UN resources (e.g. UN Manual, training guides, information on the SI website)
   • Organise regular meetings with the SIDA, Advocacy Committee and UN Representatives. Prepare and circulate relevant documentation and draft minutes of meetings for approval by the SIDA.

2. Support SI’s global advocacy work

   • Coordinate the process of co-signing global advocacy statements with other organisations and UN agencies
• Supply relevant information and/or develop Briefing Packs for the SI President, Director of Advocacy, UN Reps, Board members, and other volunteers attending meetings on behalf of SI

3. Support of SI’s advocacy activities and communications

• Provide information to the President, IDA, GED and other volunteers to assist with preparations for quarterly and annual reports and events
• Provide continuity for changing post holders; in particular the President and IDA
• Provide organisational, logistical and administrative support for advocacy related events, in particular co-ordinating SI’s participation and presence annually at the Commission on the Status of Women – with the assistance of the Executive Assistant when agreed by the GED
• To manage the supply of blogs (and where appropriate reports) received from UN Representatives and the wider SI Advocacy Team Working, editing as required, upload to website, share on social media.
• To produce Your Voice on a monthly basis (if sufficient material is received and time permits), upload to website and share on social media.
• To provide back up for social media sharing (Twitter and Facebook) when required and agreed by the GED.
• To provide, if necessary, information to the International Communications Manager (ICA) for the post holder to develop written material (news stories) with advocacy related content, and where appropriate link the ICA to sources of communications material.
• Other duties commensurate with job role (to include identifying and undertaking appropriate training) designated by the International Director of Advocacy or Global Executive Director.

31. APPENDIX 8.4 SI INTERNATIONAL COMMUNICATIONS MANAGER

Employed by SI pursuant to an employment contract

Reports directly to the SI GED
This is a full-time role of 37.5 hours per week, with occasional flexible working times to permit international working. (as per resolution 11 – February 1, 2019)

Purpose of the Role:
• Improve the visibility of Soroptimist International globally
• To position SI as an influencer
• To showcase SI implementation of the UN Sustainable Development Goals
• To continuously promote and extend the reach of the SI brand
• To sustain SI communications which foster the link between Federations
• To provide opportunities for the sharing of information between Federations
• To use social media and other identified methods to drive and sustain internal communication amongst the membership
Priority Areas for the SI International Communications Manager include, but are not limited to:

- The Soroptimist International President Appeals
- Soroptimist International Advocacy Work
- Support to the SI President (speeches and presentations)
- Management of SI Global Voice eNewsletter
- The SI Quadrennial International Convention
- Promotion of SI Webinars
- Brand & Identity Guardian
- Management of SI Website

The purposes through promotion of the priority areas with application of the following and other actions:

- Work with the GED, Advocacy Coordinator, Executive Team and SI Communications Committee to develop/deliver communication strategies across the entire spectrum of communication disciplines including media and public relations, internal and external communication platforms
- To use the brand, marketing, new media and production of materials
- Increase the organisation’s profile across all communication platforms, and with influencers and organisations
- Editing and publication of content on the website in conjunction with the GED
- Report on and analyse all aspects of communications
- Keep up to date on best practice within the sector generally and particularly changes to communications innovation, legislation and codes of practice
- Developing promotional and informational materials as and when necessary
- Manage and grow the subscriber database for the monthly e newsletter ‘Global Voice’
- Implement and expand social media strategy to include growth of social media networks and audiences
- Search Engine Optimisation (SEO) of content
- Daily management of social media communications with supporters and interested parties including development of relationships with social media “influencers”
- Management of photo’s, audio and video uploads and channels

Recognising that the SI International Communications Manager is a senior role, it is expected that the post holder will be willing to:

- Commensurate with role, identify and undertake appropriate training within scope of staff training budget
- Undertake occasional travel, outside of the UK, as agreed with the SI Global Executive Director
- To assist volunteers appointed to the overall SI Communications Team with training
- Any other duties designated by the Global Executive Director
- Plan, manage and execute her work in a timely and organized manner, meeting required deadlines, in agreement with the SIGED.
32. APPENDIX 8.5 - SI COMPANY SECRETARY

Appointed by the SI Board

Criteria for Selection
Secretaries of private companies are not required to have any particular qualifications or experience, but a prudent Board would make sure as far as is reasonably possible that the Secretary has the requisite knowledge and experience to discharge the functions of Secretary of the Company.

Responsibilities
Maintain the company’s statutory registers or books which would include:

- A register of present and past directors and secretaries
- A register of members past and present
- A register of any charges on the company’s assets
- Minutes of general meetings and board meetings
- File annual returns at Companies House
- Arrange meetings of directors and the members
- Ensure that proper notices of meetings, agendas are prepared, relevant papers are circulated within established time frames, taking and producing minutes to record the business transacted at the meetings and the decisions taken
- Inform Companies House of any significant changes in the company’s structure or management for eg. The appointment or resignation of directors
- Establish and maintain the company’s registered office as the address for any formal communications
- Ensure that the company’s business stationery carries its name, registered number, country of registration and registered address. Ensuring that those details also appear on the company website, emails and any forms.
- Ensure the security of the company’s legal documents. Including for example the Certificate of incorporations and Articles of Association.
- Implement the company’s policy of the filing and retention of documents.
33. APPENDIX 8.6 - GOVERNANCE COMMITTEE TERMS OF REFERENCE

(approved at the Nov 2018 meeting)

COMMITTEE NAME
SI Governance Committee

TYPE OF COMMITTEE
This is a Company Committee (internal to Company work). Standing Committee.

PURPOSE
The SI Governance Committee is responsible for ensuring that Board develops and implements an effective approach to corporate governance. This will enable the business and affairs of the organization to be carried out, directed and managed with the objective of ensuring compliance with governance practices, sound ethical principles and in accordance with UK law.

The Governance Committee will ensure that directors are prepared to assume the duties of an SI Director. The Governance Committee will identify governance topics and deliver relevant training. The SI Governance Committee will:

• Increase preparedness of SI current and future Directors to assume their director duties
• Ensure directors have the knowledge and expertise to meet their responsibilities to SI
• Ensure SI governing documents and operational manuals are completed and updated to ensure consistency and best practice
• Monitor the Board’s effectiveness through completion of an Annual Board Governance Assessment
• Ensure the governing documents and operational manuals guide the Board to meet its legal and fiscal responsibilities as it relates to governance, fiscal management, risk assessment and in accomplishing its objects under the UK Corporate Governance Code.
• Interpret the SI governance documents upon the request of the Board or any Director
• Conduct Board Skills Assessment Survey in conjunction with the Governance Committee at the start of the year
• Review the letter sent to Federations regarding the selection and appointment of their appointed Directors

Leadership Development Goal:
Soroptimist International leaders and potential leaders will have the knowledge and skills development opportunities they need to competently assume their responsibilities.

OBJECTIVES:
• Increase the understanding of the legal and financial UK Law under which Soroptimist International must operate as an incorporation
• Increase the governance efficiency by which SI operates
• Improve member (federations) understanding and satisfaction of how SI operates
• Increase the preparedness of SI current and future board members to assume their director duties
• Increase the preparedness of SI Officers, Board Directors, Chairs of Committees, Committee members, Appointees, potential leaders, UN representatives and other post holders to assume
their duties

• Increase the numbers of appropriately competent Soroptimists applying for SI positions

The Committee member assigned to Leadership Development will identify relevant director training for approval of the Chair of Governance. The committee member will organize and present the training as required throughout the year.

SCOPE
What is in scope?

• That Board has a streamlined structure, is cost effective and operates within budget and retains representation of Members (Federations)
• That SI works within UK Law
• Update SI Articles of Association and Byelaws
• The Chair of the Governance Committee will assign leadership development to a member of the Governance Committee and will oversee the training being offered to the Directors to ensure they are prepared for their role of SI Director.
• Collaborate with SI Committees and Board in development and completion of operational manuals and establish an annual review process for all Manuals and terms of references for all committees
• Review Board resolutions to ensure progress of strategic plan goals
• Review any Board material and documents that may affect the organization’s governance practices prior to distribution to the Board
• What is out of scope?
• Clubs/ Regions / Unions/ Federation training

AUTHORITY
The Governance Committee has the authority to provide guidance and assistance to the SI Directors as it relates to governance procedures. The Committee will determine when the governing documents need to be updated.
The Chair of Governance committee will delegate authority for Leadership Development to the assigned Committee Member who will identify, organize and coordinate the training to current and future SI directors. Chair of Governance Committee will approve the list of training prior to delivery. No set budget has been provided.

MEMBERSHIP
The Committee will comprise 4 directors and the procedural consultant. The Chair will be appointed by the Board each year. The President and President Elect are ex-officio members of the Governance Committee.

Working Relationships:
GED Deborah Thomas – staff management of Chairs and Members of other SI Committees
And others as required.

MEETING ARRANGEMENTS
The Governance Committee will meet electronically, by GoToMeeting or Skype.
Meetings will be scheduled as required.
Notes from the meeting will be provided by the Chair to the Committee members, President, President
Elect, SI HQ and those with Working Relationships as required.

REPORTING
The Governance Committee Chair shall report to the Board on its proceedings at the annual each Board meeting, and at any time and in such manner that the Board may require, on all matters within its duties and responsibilities.

It shall also report to the Board on how it has discharged its responsibilities

REVIEW
Review annually and update as required

REFERENCES
- SI Strategic Plan 2017-2019 as approved at September 2016 Board Meeting
- as approved by Resolution 2017/40 July F2F Final Board Meeting
- as per the SI Strategic Plan 2017-2019
- as per SI Strategic Plan 2017-2019
- Leadership Development assigned to Governance Committee at September 2018 Board Meeting. Resolution 26 – “That the SI Leadership Development Committee is disbanded on 31 December 2018, with the tasks associated with development and training of directors assigned to the SI Governance committee, and topic specific webinars assigned to the relevant committees from 01 January 2019. Additional directors, at least one, will be appointed to the SI Governance Committee, effective 01 January 2019.”

34. APPENDIX 8.7 - FINANCE COMMITTEE TERMS OF REFERENCE

(approved at the Nov 2018 meeting)

COMMITTEE NAME
SI Finance Committee

TYPE OF COMMITTEE
Company Committee

PURPOSE OF THE COMMITTEE
- To provide financial oversight of the Company Limited by Guarantee (CLG) and the organization overall.
- To make recommendations to the Board regarding the financial affairs of the CLG including changes to the per capita dues as well as appropriate spending of the companies reserves.
- To monitor and review the investments of the CLG.
- To ensure that the finances of the CLG are managed in accordance with the laws of England & Wales

SCOPE
- The Finance Committee’s responsibilities include:
  - Overseeing the financial transactions of the company
  - Making recommendations to the Board regarding the financial affairs of the Company as a CLG,
including changes to the per capita dues;
• Assisting the Treasurer in preparation of the budget, the financial planning for the company and the financial reporting of the company
• Monitoring and reviewing the Company’s budget
• Overseeing the preparation of the Financial Statements.
• Monitoring and reviewing the internal controls and accountability policies of the company
• Making sure that appropriate internal controls and procedures for all financial transactions are applied and documented in a Finance Manual
• Overseeing the revision of the Finance Manual in conjunction with the the Treasurer and in cooperation with the GED and the administrative staff
• Creating, approving and updating (as necessary) the Company’s “Reserve” policies to ensure the organisation is protected
• Reviewing management information regarding the Company’s investments including the adequacy of:
  • The risk profile of the investment portfolio; (as defined Board in the Company’s Investment Policy)
  • The performance of investments and the level of investments and their liquidity.

AUTHORITY
• The Finance Committee has the authority to provide guidance and assistance to the Treasurer and Board of SI in respect of all financial matters.
• The Finance Committee in conjunction with the Treasurer and the GED will determine when internal controls and financial policies require updating.
• The Finance Committee, in conjunction with the Treasurer, and the GED will act on financial matters in accordance with the content of the approved Finance Manual, and the approved internal control and financial policies.
• Decisions shall be taken by a majority of the members of the Committee

MEMBERSHIP
• The Committee will comprise of 3 Directors consisting of the Treasurer and two Board Directors.
• The SI President is an ex-officio member of the Committee.
• The SIGED
• The Chair will be appointed by the Board.

Working Relationships:
• GED – Deborah Thomas
• Chairs and Members of other Committees
• And others as required

MEETING ARRANGEMENTS
• The Committee will meet electronically, by Go to Meeting or Skype
• The Committee shall meet as frequently as necessary to fulfil its duties and responsibilities, but not less than quarterly.
• The meetings are organised by the Chair of the Finance Committee.
• The meetings of the Committee may be called and lead by the Chairman or in her absence by a designated member.
• The Committee may request the GED (or any other employee of the Company) to participate in the meeting.
• Notes from the meeting will be provided by the Chair to the Committee Members. A copy of the approved notes will be sent to SIHQ for storage.

REPORTING
The Committee shall report its activities to the Board of Directors on a regular basis with the recommendations when necessary and appropriate.

DELIVERABLES
• Annual Budget for the Company
• Annual Audited Accounts for the Company
• Management Accounts for each Board meeting with an accompanying report from the Treasurer highlighting the important facts
• Annual updates on the performance of the Company’s investments
• An accurate and up to date Finance Manual
• Bi-annual review of all financial policies
• Bi-annual review of all financial internal controls

RESOURCES AND BUDGET
May receive reimbursement (including travel and hotel costs) incurred in the business of SI if inserted in the SI Budget previously approved.

REVIEW
Review annually and update as required

35. APPENDIX 8.8 - COMMUNICATIONS COMMITTEE TERMS OF REFERENCE

COMMITTEE NAME
SI Communications Committee

TYPE OF COMMITTEE
Standing Committee

PURPOSE
To support the operational delivery of all aspects of communications which in turn support the fulfillment of the SI Strategic Plan.

To support the roles of the SI Global Executive Director and SI Communications Communications Manager to fulfil the SI Strategic Plan for Global Communications.

Goal: SI communicates our collective global impact.

Objectives:
• Ensure that SI is equipped with sufficient resources to be the global, external voice of Soroptimist International
• Increase the international visibility of Soroptimist International’s efforts in its key areas.
• Inform and engage Soroptimist membership worldwide giving relevant and accurate news and information.
• Ensure that SI’s position and key advocacy points are communicated and presented to the outside world;
• Using varied communication methods according to SI Policy.
• Showcase how Soroptimist International implements the SDG’s and replicates best practice.
• Demonstrate Soroptimist International general consultative status at the UN and its continued contribution at a global level.

Desired Outcomes:
• Increased visibility of SI to the outside world
• Better informed membership on international aspects
• Increased understanding of SI’s advocacy work and the work of the SI Representatives to the UN.
• Increased knowledge, interest and understanding of International President’s Appeal
• Improved participation in the flow of communication between SI and the SI Federations
• Have accessible library of publications for use by the international team and as downloadable resources for members
• Maintain effective online reputation management

SCOPE
Medium and Methods:
• **Branding and corporate identity** – To support and work with the SI Global Executive Director and SI International Communications Manager to encourage continuity of branding and usage across federations and membership
• Ensure SI branding guidelines are available to members
• Ensure SI branded PowerPoints templates are available to membership
• Regularly update the SI members resource area with marketing materials as available
• Ensure ‘how to’ guidelines are available to membership for writing blogs
• Ensure photography briefs are available to membership as necessary when taking photographs for SI use.
• Ensure communication policies for internal and external communications are appropriate for diverse types of communications made.

SI Website
• Encourage and support the reciprocal flow of information between Federation and SI
• Encourage distribution of SI Advocacy information and updates on UN activity
• Encourage the distribution and promotion of PA news to Federations and membership
• Encourage the distribution of key organisational information and news stories through the Federations
• Encourage the collection, distribution and promotion of Convention and Centennial news and developments to the Federations and membership
• Encourage awareness of the SI Membership Area and its functions
• Ensure Federation key communications contacts are updated regularly with any key SI news and President’s Messages
• Ensure SI is regularly updated with details, images and/or brochures regarding Best Practice awards so these can be updated on the SI website Federation pages
• Ensure details of Federation conferences and key events are delivered to SI

Social Media:
Facebook
- Encourage clubs and unions to follow the SI facebook page and share posts

Twitter
- Support the establishment and training of a small global team of Soroptimists to develop reach on Twitter
- Encourage reciprocal sharing of both SI and Federation posts
- Create a policy and process for effective online reputation management

Global Voice
- Encourage sign ups to Global Voice and help ensure and tips on using Global Voice are filtered through to the membership
- Encourage and mediate the flow of project stories to SI for use in Global Voice
- Provide regular statistical reports on Global Voice

Photography
- Support the continued development of the SI photographic library by encouraging the sharing of good project and event images
- Ensure where necessary, photography guidelines are adhered to and permissions requested for all marketing purposes

Communications Manual
- Maintain current Communications resource guide of policies and activities of Communication managers.

International presence
- Support SI’s presence at international conferences and events

AUTHORITY
The Committee is headed by a Chair, whose responsibility it is to call the committee together and ensure decisions are made by consensus. Each committee member has the right and responsibility to make appropriate recommendations.

MEMBERSHIP
The Committee will comprise of 3 directors, the International Communications Manager and the Global Executive Director. The Chair will be appointed by the Board each year. The President and President Elect are ex officio members of the Communications Committee.

Working Relationships:
- SI Treasurer
- Presidential Appointee for PR Liaison
- Committee Chairs – Advocacy, Governance, Presidents Appeal, Convention, Soroptimist Lab, and Virtual Museum for communications needs
- Experts by invitation.

MEETING ARRANGEMENTS
The Chair of the Communications Committee will call the first meeting and determine frequency of meetings. Meetings will be electronic. The Chair will be responsible for the agenda and delegating a committee member to minute taking. They will be distributed electronically. Communication between...
meetings will be electronic. Decisions can be made by the committee unless delegated authority to act by the committee. The Chair is responsible to inform the SI Board of Directors.

REPORTING
Written reports will be provided by the Chair quarterly to the SI Board. Verbal updates may be provided at the SI Board meeting.

RESOURCES AND BUDGET
- Specialist personnel – SI International Communications Manager, SI Global Executive Director, Presidential Appointee for PR Liaison
- Social Media – SI website Including Member and Board Areas, FaceBook, Twitter account
- Budget for Communications, website as per the SI approved budget.
- SI Dropbox (or similar tools)

DELIVERABLES
The committee will deliver Key Performance Indicators (KPIs) for Global Communications

REVIEW
TORS are reviewed annually.

36. APPENDIX 8.9 - ADVOCACY COMMITTEE TERMS OF REFERENCE

(approved at the Nov 2018 meeting)

COMMITTEE NAME
Advocacy Committee

TYPE OF COMMITTEE:
Mission related Committee

PURPOSE
To enhance the work of Soroptimist International providing a global voice for women.
The members of the Advocacy Committee will work together to achieve the most effective advocacy which will promote the SI Vision, Mission and Objectives.

SCOPE
To coordinate, develop and promote the advocacy work of SI and the Federations.

What is in scope?
- Acting as a conduit between the SI Advocacy Committee and Federations
- Reviewing the strategic plan for SI advocacy at regular intervals, making recommendations to the SI Board
- Recommending to SI Board new policy/changes of policy on issues which relate to SI advocacy and the SI work at the UN
- Supporting and promoting the work of SI advocacy across federations
- Working with SI appointed UN representatives to enhance SI profile at UN center’s
- Sharing examples of good practice between Federations and with SI;
What is out of scope?
Specific advocacy work led and undertaken by Clubs/ Regions / Unions/ Federations without permission from the Federations granted.

AUTHORITY
Advocacy Committee
That the Board approves the role of the SI Director of Advocacy focusing on working on global advocacy and leading the work of the network of UN representatives. 2015/16 July F2F Final BM

That the SI Programme Committee be renamed as the SI Advocacy Committee and that Federations nominate their representative on this committee by 1 September 2015, taking cognizance of the knowledge and experience required with the changed SI focus on global advocacy.

That Federations retain the position of Programme Director and that their liaison with SI be through the SI Assistant Director of Advocacy as this is essential to inform international advocacy. 2015/11 July F2F First BM

That the Advocacy Committee effective 01 January 2018 shall consist of the Director of Advocacy, one other director, the Advocacy Manager, the Assistant Director of Advocacy, four Federation representatives (one per Federation) to be selected by the Federations. 2017/11 November 3 BM

MEMBERSHIP
- Chair-Director of Advocacy
- Director of Advocacy-Elect
  (Silent Observer: odd years starting 2021)
- Assistant Director of Advocacy
- 1 Board member
- one representative from each Federation
- Staff: Advocacy Coordinator
- President– ex officio
- President Elect – ex officio
- SI UN Representatives

- The SIDA will liaise with GED, and International Communications Manager
- The SI UN representatives will act as expert advisers to the Advocacy Committee, attending meetings, as needed, to support and inform the committee.
- International President’s Consultants on Research and Statements will support the committee.

PRESIDENT’S APPOINTMENTS
The board agrees to the following Presidential appointments for Advocacy for the 2020-2021 Biennium: Linda Witong and Pat Black.

MEETING ARRANGEMENTS
The Advocacy Committee will meet on a regular basis but at a minimum of 4 times per year, by electronic communication (Go To Meetings or similar).

REPORTING
• The Chair of the SI Advocacy Committee will report the recommendations of the Committee to the SI Board as appropriate.
• All records, including agendas, minutes and any reports or recommendations will be kept by SIHQ.

RESOURCES AND BUDGET
Resources include the SI Advocacy Strategic Plan, Advocacy and UN Representatives Manuals, Where We Stand Statements, UN Reports, SI Research Consultant’s reports, partnership agreements and all Soroptimist International Manuals.

Adequate resources are needed for expenses relating to our work at the UN Centers throughout the world, enabling SI staff and the Advocacy team to participate in UN meetings and conferences, to fund SI side events, publications and technology to showcase the work of SI and the Federations. The budget for Advocacy will be aligned to the strategic plan and reviewed by the Advocacy Committee yearly.

DELIVERABLES
The Advocacy Strategic Plan (December 2019) details the outputs and the deliverables:

Global Advocacy – Advance the Human Rights and Equality of women and girls through education and empowerment.

Increase the visibility and global voice of SI

1. Representation at International Meetings.
   • Prepare & maintain a calendar of events. (events report)

2. Advocacy Communications (internal and external)
   • Review Advocacy communications strategy to the SI Board, Federations and Soroptimists
   • Advance Advocacy through the SI Website, Global Voice, Webinars, Blogs, Reports, Social Media (analytics and social media following)
   • Review, Maintain & Write “Where We Stand Statements” that support the position of SI. (statements Approved)
   • Recognition of UN Days aligned with work of SI (calendar)
   • Work with other like-minded NGOs & develop and document other relationships to advance SI objectives. (list of partnerships and relationships developed)

Advance the 2030 agenda to Educate, Empower & Enable women and girls

1. Global Advocacy in accordance with ECOSOC General Consultative Status.
• Maintain status with UN ECOSOC & Civil Society Department of Global Communications. (report accepted)
• Appoint qualified representatives at 7 UN locations and explore expansion opportunities. (UN reps at full capacity)
• Attend relevant UN meetings (meeting list)
• Oral, written statements, Interventions & events. (list and statements)
• Support advocacy efforts in committees, caucuses and Working Groups. (reports and membership in groups)
• Evaluate and continue development for mechanisms to provide project information to UN reps. (plan)
• Advocate with Member States, to support SI goals & activities for advancement of gender equality. (types of member interactions)

REVIEW
The Terms of Reference for the Advocacy Committee and the Advocacy Strategic Plan will be reviewed at a minimum annually by the Advocacy Committee and relevant

37. APPENDIX 8.10 - PRESIDENT’S APPEAL COMMITTEE TERMS OF REFERENCE

(approved at the Nov 2018 meeting)

COMMITTEE NAME
SI President ’s Appeal (PA) Committee

TYPE OF COMMITTEE
Standing Commission: A committee set up as a special purpose vehicle every 2 year for the purpose of managing and advocating for the President’s Appeal.

PURPOSE
• The committee is set up to organise the promotion of the President ‘s Appeal, and to select, monitor and evaluate the projects. The committee oversees quality control, including financial aspects.
• The President’s Appeal “Road to Equality” unites Soroptimists worldwide in supporting projects that educate, empower and enable women and girls, to ensure no one if left behind. To leave no one behind is an important aim of the Sustainable Development Goals
• The President’s Appeal will raise awareness of human rights challenges that prevent women and girls from reaching their full potential.

SCOPE
• The Road to Equality Appeal, 2019-2021, will focus on issues already the focus of much of the SI
advocacy work, such as child marriage, FGM/C, the rights of older women, human trafficking, migration, and domestic violence. A grassroots project for each topic will bring stories from the field that we can share, allowing Soroptimists to turn up the volume of our global voice.

• We will select up to 5 topics for project work and apply funding to support each to bring us best practices that showcase the impact and share the stories that will supplement our Soroptimist advocacy initiatives. Topics may include FGM, Child and Forced Marriage, the Rights of Older Women, Domestic Violence, Modern Day Slavery and Migration.

AUTHORITY
• The PA Committee selects, monitors and evaluates the projects.
• The PA Committee oversees quality control, including financial aspects.
• Selection process per PA project could vary. The PA committee will determine the selection of projects alignment of appeal goals, consider length of project, amount requested, due diligence results, meeting objectives of the appeal, impact and experience on the ground.

MEMBERSHIP
• The President’s Appeal Coordinator is the Chair of the PA Committee.
• The President’s Appeal Coordinators are Ayushi Kundu and Olga Sidenko.
• The PA Committee consists of the Chair, one representative from each Federation, the SI President, the SIDA and a Director chosen by the SI Board.
• The committee will undertake all tasks necessary to ensure the success of the President’s Appeal. The roles of the members of the PA Committee:
• Federation representatives will through the accepted channel within their Federation have contact with Soroptimist clubs in their Federation, be responsible for promotion within her Federation, and oversight of projects when appropriate. The Federation representatives will be appointed by their Federation by 1 September in odd numbered years.
• Working relationships which provide support to the PA Committee include SI staff and volunteers: GED, Treasurer and International Communications Manager.
• Succession planning and support for next PA: The Chair-Elect of PA Committee comes into post 12 months before taking on the post for the biennium (i.e. 1 January of odd numbered year). She is mentored by the SI Chair of PA and works closely with the President Elect. The
• SI Chair of PA continues to complete the PA work as the Immediate Past Chair of PA for a further 12 months (total commitment 4 years).
• It is the responsibility of the SI Chair of the PA Committee together with the SI President to make promotional material available, and it is the responsibility of the four Federation representatives on the PA Committee to promote it within their related Federation. Representatives should undertake a range of activities such as advertising the appeal, urging donations, writing articles for Federation and providing updates on websites.
• The Committee members are responsible for holding Webinars on the PA at least once per annum.

MEETING ARRANGEMENTS
• Regular meetings should be scheduled bimonthly. They can always be cancelled if not required. Minutes should be sent within a month so that any tasks are covered.
• Project updates given, financial and progress.
• Updates from projects to be introduced with pictures, data and personal stories.
• New project proposals for discussion and decision. This means representatives are up-to-date and can feed information to their respective Federations about projects selected, money raised and how it is being used.
• Representatives can report on progress in their Federation or about any difficulties.

REPORTING
• The Chair of PA Committee reports quarterly on the project to the SI board or as requested.
• A presentation to be made at the face-to-face board meeting by the President or Chair of PA Committee.
• Quarterly the PA Committee will provide a short update to each Federation outlining facts as to donations, goals and a brief description of PA and projects underway. A thank you should be mentioned in this article.

Final Report to include:
• Data collection to support SI’s contribution to SDGs
• Data collection to support KPI / target measures

REVIEW
Annual or as required.

38. APPENDIX 8.11 - CONVENTION COMMITTEE TERMS OF REFERENCE

TYPE OF COMMITTEE
This is a standing committee appointed with the approval of the SI Board of Directors on 08 November 2019.

PURPOSE
For the last 3 SI Conventions the delivery of the convention has been managed by a committee recommended by the Federation where the convention is being held. The direct line of communication is through the Convention Chair to the President and GED, with most of the organizing done by the committee. Each convention has experienced differing issues that have created risk to SI. This committee was created to ensure communication and decision making regarding the convention was streamlined with more SI oversight early in the process. It is not feasible for the rotating SI Board to be involved in every detail or have the history over the years of planning, so the SI Convention Committee will serve through the completion of the convention and be involved earlier that in the past with important decisions. The Convention Chair is the chair of this committee. With this increased oversight we believe it will mitigate risks associated with past conventions.

SCOPE
The SI Convention Committee will report to the Board of Directors of SI. The 2023 Convention Committee will report regularly to the SI Convention Committee. Contracts that require approval and signature of SI will be reviewed for recommendation to the SI Board as required. This will include the structure of the convention, content, and material decisions. Additionally, the SI Convention Committee will engage in the early planning and appointments of the 2027 Convention Committee.
AUTHORITY
The SI Convention Committee has authority to meet with the 2023 Convention Committee as necessary, but this will typically be done through the Convention Chair. The committee must seek approval from the SI Board of Directors for the signing of contracts and approval of budgets. The Convention Manual requires updating to reflect the SI Convention Committee.

MEMBERSHIP
The members of this committee are appointed by the SI President and confirmed by the SI Board of Directors prior to the start of each year. For 2021 the committee includes Johanna Raffan, Convention Chair, President Sharon Fisher, President Elect at 1 July 2020, Finance Chair Ann Hodgson, Treasurer Kathy King and GED Deborah Thomas. It is expected a new member will be appointed upon the completion of the term of Finance Chair Ann Hodgson.

REPORTING
The committee will report to the Board of Directors when decisions are required. Additionally, the Committee will review and recommend the 2023 Convention Committee report to the Board for the quarterly SI Board Meetings. Since this is not a decision-making committee, viewpoints will be presented to the SI Board when decisions are required.

REVIEW
The Terms of Reference will be reviewed annually prior to December 31. Changes will be presented to the final board meeting of the fiscal year.

39. APPENDIX 8.13 - SI LAB TERMS OF REFERENCE
(approved at the July 2020 meeting)

REPORTING
The LAB will report to the Governance Committee.

PURPOSE
Create a platform for sharing of information with Soroptimists.

REVIEW
Review at the end of 1 year, unless requested earlier.

OVERVIEW
Platform – The LAB is hosted on the Mighty Networks Platform and titled Soroptimist LAB. The domain name and subscription are under the control of SI (Soroptimist International) Limited with authority by Hosts.

• Hosts – GED Deborah, President Sharon, LAB Administrator Marlene have been assigned as Hosts. With prior agreement, they can each terminate or delete the Platform or make critical administrative changes.

Access – Members can be invited to join the LAB by Moderators and Hosts or they can apply to join and will be accepted after answering some qualifying questions such as “Are you a Soroptimist member...”
with the questions being flexible. Their acceptance to the LAB will allow them to view the “Main Platform” and choose any topics they wish to follow.

Topics – We have 3 Topics to start. They are Advocacy, Presidents Appeal and 100th Anniversary. With acceptance to the LAB, a member can see all 3 topics and make choices to view content in each.

- **Moderator** – Each topic has an appointed Moderator. Only a Moderator or Host can post in Topics. This means they are the content managers of this section. This will allow only quality posts to be made similar to an organization page on Facebook. Image and quality of content is important. Frequency of posting will also be important to assure a regular flow of information.

Teams – Teams where the members will communicate. They can choose to join any of the Teams to participate in conversations.

- A Team Leader is appointed for each team who will have the authority to invite people to the team and serve as administrator for the team.
- Team Content Managers are responsible for sharing information, responding to team members, and keeping the information flowing.

Events – There are additional options such as Events that will be used as members become more familiar in using the LAB.