

Executive Committee Handbook
A Resource for the Management of the Museums Association of Namibia



Museums Association of Namibia

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Introduction

The Museums Association of Namibia (MAN) is a Section 21 Company not for Gain and was launched in 1990 after Namibia's independence as an Association representing the interests of museums in Namibia. Since 2002 it has been given responsibility by the Government of Namibia to facilitate local and regional museum development and receives an annual grant-in-aid from the Ministry of Youth, National Service, Sports and Culture.

The Museums Association of Namibia manages regional museum development grants, organises planning workshops for individual museums and national training workshops on specialist areas of museum work. MAN also organises an Annual General Meeting and Conference which gives an opportunity for colleagues from museums and heritage institutions all over Namibia to meet and discuss the latest developments in the heritage sector. MAN produces a bi-annual newsletter that is distributed to heritage institutions throughout Namibia and also to all the important international museum networks.

The Executive Committee is the decision making body of the Museums Association of Namibia. The Committee provides leadership and overall strategy for the organisation as well as assuring everyone that the organisations finances are sound, its operations are legal and that its procedures work. The EC represents the membership of the organisation and oversees the long-term development of MAN.

The Organisation is led and managed in line with its governing documents. The role of an Executive Committee of the Museums Association of Namibia is a voluntary one. Individual committee members have no power as individuals. Committee members should always see their roles as being representative and the organisations interests are the first priority in decision making. This handbook will give you a basic understanding of the requirements for being on Executive Committee and should be used as a guide only.

(This handbook is adapted from The Management Committee Induction Kit, Sector Connect Inc)

Mission Statement

The **Mission Statement** of the Museums Association of Namibia reads as follows:

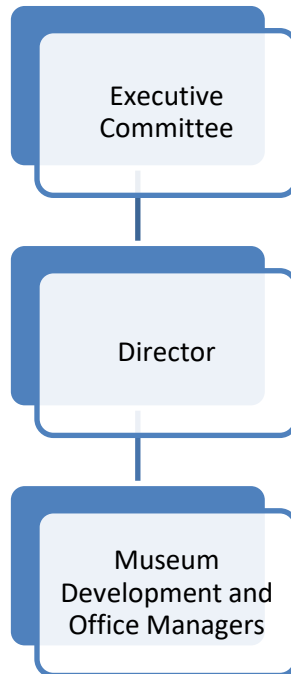
“The Museums Association of Namibia (MAN) is a facilitating organisation for museums and other institutions in the heritage sector. It aims to establish, maintain and strengthen relations between all concerned with the study, practice, preservation, protection, dissemination and promotion of national heritage in Namibia in co-operation with regional and international organizations for the benefit of all Namibians.”

Aims

1. To promote the meaningful use of museums in Namibia by publicising their existence and role in national development.
2. To establish, maintain and strengthen relations between all concerned with the study, practice, preservation, protection, dissemination and promotion of national heritage in Namibia.
3. To promote efforts relating to the protection and preservation of cultural and natural heritage.
4. To develop and improve professional standards by initiating and coordinating training programmes and workshops for museum personnel.
5. To promote cooperation between national, regional and international institutions concerned with the use of museums as research, educational and recreational resources.
6. To seek the return of cultural property expatriated from Namibia.
7. To facilitate communication and cooperation between members of MAN by arranging meetings on a scheduled basis.
8. To represent the interests of museums and museum personnel before the Government of Namibia.
9. To forge partnerships between local museums, institutions and government bodies with international museums, bodies and institutions.

Structure of the Organisation

The Museums Association of Namibia has three staff members. The Director, the Museum Development Manager and the Office Manager



Roles and Responsibilities

Members of the Executive Committee are expected to understand their responsibilities and perform their duties to the best of their abilities. Members should be informed about the organisation, its legal and guiding documents (constitution, Three Year Development Plan, RMDG Guidelines etc). Members should also strive to attend all meetings, be punctual and have read minutes; agenda's and background papers before the Executive Committee Meetings. If a member is unable to attend a meeting due to other commitments or circumstances she/he is responsible, as per the constitution, to put in their apologies prior to the meeting

The Chairperson

The duties of the Chairperson include the following:

- Keep informed about issues affecting the organisation
- Ensure there is a quorum present at each Executive Committee meeting
- Ensure that meetings are run in accordance with the Constitution
- Ensures that minutes of the previous meeting are correct and signed
- The chairperson plans the agenda and checks it with members at the beginning of each meeting to give them the opportunity to include anything else
- Lead the meetings through the agenda, keeping discussion relevant.
- Run the meetings so that necessary decisions are made and participants get a fair chance to be heard, in order to successfully strike a balance between quick and efficient decision making on one hand and give adequate opportunity for discussion of issues on the other.
- Act as the spokesperson for the organisation (unless an alternative spokesperson has been appointed by the Committee).
- Encourage other Committee Members to attend meetings.
- Take responsibility for following up the resolutions from the meetings.
- The Chairperson may delegate any of the above responsibilities to other Committee Members.
- Adjourn (postpone) or close the meeting as per Constitution.
- And any other duties that pertain to the effective delivery of services by the organisation that is agreed upon within the Executive Committee Meetings.

The Vice-Chairperson

The duties of the Vice-Chairperson include the following:

- The main role of the Vice-Chairperson is to perform the Chairperson's listed duties in the absence of the Chairperson and support the Chairperson in the performance of these duties.
- And any other duties that pertain to the effective delivery of services by the organisation that is agreed upon within the Executive Committee Meetings

General Committee Members

The duties General Committee Member

- Understand their responsibilities and perform their duties to the best of their abilities
- Keep informed about the organisation's business
- Take an active part in the Executive Committee's meetings.
- Support all Staff of the organisation.
- And any other duties that pertain to the effective delivery of services by the organisation that is agreed upon within the Executive Committee Meetings.

Governance vs. Administration

What the Committee does is known as “**governance**”; what the staffs do is known as “**administration**”. It is really important that everyone involved in the organisation understands the difference between the two concepts.

Governance is about the “big picture” issues including strategic and business planning, developing policies and procedures, dealing with issues which can not be resolved by staff and executive or require some “independence” from staff.

Administration is about the day-to-day operational aspects of achieving the organisations outcomes.

Governance	Administration
A Committee approves the overall budget for the year	Staff ensure that this budget is implemented
A Committee approves programming guidelines and procedures for servicing clients	Staffs ensure clients are well-informed of guidelines and procedures and monitors’ performance, taking action according to the procedures when necessary.
A Committee approves the procedure for raising a cheque.	Staffs raise cheques according to procedure.
A Committee ensures that problems and complaints are handled appropriately following agreed protocols	Staff undertake their duties in accordance with guidelines and “risk-manage” incidents as they arise

Meeting Procedures

Time and Frequency

An **Annual General Meeting** is usually held each year within six months from the end of the organisation's financial year. This Meeting re-elects Office Bearers and deals with any Constitutional or primary organisation oversight matters such as its Goals, Mission and Values. At least seven (7) days before the Annual General Meeting, an **Agenda** is given to all members of the Organisation confirming the place, the date and the time of the meeting and specifying the nature of the business to be dealt with at the meeting

Any two members of the Committee can at any time convene a **Special General Meeting** of the Organisation. Special General Meetings can also be convened by the Secretary upon written request if necessary to deal with any special matters that may arise between Annual General Meetings. In the case of Special General Meetings, Agenda notices of any resolutions usually require a longer period (at least 21 days before the meeting.)

Normal **Executive Committee Meetings** are held four times in a financial year with the time and location derived by mutual consent of all Committee members. At least five (5) days before a meeting, an **Agenda** is given to all participating members confirming the place, the date and the time of the meeting and specifying the general nature of the business to be dealt with at the meeting.

Quorum Required for Meetings

A **Quorum** is the minimum number of members needed to be present at a meeting before it can proceed. No business can be transacted by the meeting unless a quorum is present. Sometimes members who are unable to attend will allow other attending members to vote on their behalf by giving them their **Proxy**. This Proxy should always be given in writing.

Requirements for Missed Meetings

It is important that the Constitution contains a clause relating to members regularly missing meetings. There should be a clear procedure for advising members of their responsibilities in regard to meetings and dealing with, or replacing, any members with ongoing issues.

The Role of Staff at Executive Committee Meetings

Designated staff (PPTO and OM) should attend Committee Meetings to provide first-hand advice and information to the Committee and to assist in its deliberations. They will usually provide reports on the operations of the organisation including outcomes achieved, future plans and any issues which need to be considered by the Committee. Staff are also expected to take minutes at all meetings

Minutes are used as a means of recording the meeting, the issues discussed, any decisions made, responsibilities assigned to members etc. Minutes of the previous meeting should be distributed to members in advance. Any corrections/amendments should be highlighted, noted and corrected before proposing & seconding the minutes.

Meetings are central to the work of a executive committee because it is at meetings that the committee does most of its work: discussing, deciding, making policy, planning and reviewing. Other important reasons for meetings are to give and get information, to support each other, to deal with conflict and difficult issues and to share and develop ideas.

CODE OF CONDUCT AND ETHICS

Conflict of Interest

Community members should be able to clearly separate their personal interest from the interests of the organisation. If a member of the Executive Committee recognises a conflict of interest between their official duties on the Committee and personal interests, they should declare the conflict in writing to ensure they act in the organisation's best interest. Conflict of interest could be, for example, a member of the Executive Committee, who is involved in decisions on the success of applicants for positions of employment with the organisation, where these dealings are with relatives or close friends. This should be disclosed immediately and the member should disqualify themselves from dealing with the matter.

Security of Official Information

Executive Committee members have a responsibility to ensure that all confidential documents cannot be accessed or read by people not authorised to do so. Any information of a confidential or sensitive nature should be kept in storage and where possible hand-delivered or tabled at an appropriate meeting rather than being circulated.

Use of Facilities and Equipment

Executive Committee members should ensure that resources, funds or equipment under their responsibility are used effectively and economically for the purposes of fulfilling the Employer's duties at the organisation. They are not to be used for "personal business" or any other reason not approved by the Committee

Personal Behaviour

Whilst representing the organisation, Committee Members must refrain from any form of conduct that may cause offence or embarrassment to members of the public, the funding body, other Committee Member or worker(s),

Political Participation

Executive Committee members who take part in political matters need to ensure that the involvement does not conflict with their fiduciary duty to the organisation.

Public Comment and Disclosure of Official Information

Executive Committee members should not give information or comment on, matters concerning official business or government policy unless it is approved by the Committee.

Fairness

The Executive Committee should deal with issues/problems/concerns in a consistent, prompt, fair and non-discriminatory manner.

Privacy & Confidentiality

The Executive Committee should always act in the interest of the organisation and the general public regarding official information and issues of confidentiality. Official information must never be used to gain benefit or advantage for any person. The organisation has a formal Privacy & Confidentiality Policy and Executive Committee members are required to read and sign a copy of the Policy on commencement in their role.

FINANCE PROCESSES

It is the responsibility of all Committee members to ensure that they have a reasonable understanding of financial documents and terms and that the proper processes are in place to minimise the risk of financial matters going wrong

The Committee is primarily responsible to ensure that all finance matters are well managed. While you might have the most trustworthy manager or bookkeeper in the world, at the end of the day it is important that everyone knows that a responsible **group** of people are watching the cash flow on everyone's behalf. This is what is known as **transparency** and this provides appropriate protection and support for all involved.

Committee members should also realise that the true "value and worth" of an organisation cannot always be measured purely in "money terms". An organisations greatest asset will always be the commitment and passion of staff and volunteers who will often put in far more effort than they are actually paid for.

Financial statements cannot capture the value of the time and skills contributed by supporters, the community, service users and business partners through voluntary work or other forms of ongoing help and support. These relationships need to be encouraged, recognised and managed well to ensure the overall health and vitality of the organisation.

Frequently Asked Questions

Q: Does the Executive Committee have the power to do whatever they wish?

A: No. The Executive Committee has certain powers that are clearly laid out in the organisation's governing document (e.g. constitution). The Executive Committee can only act within these powers.

Q: Can Executive Committee members volunteer for the organisation in other capacities?

A: Yes. Executive Committee members may take on other roles within the organisation. It is important that you can distinguish when you are acting as a Executive Committee member and when you are acting as a volunteer as part of the organisation's services, activities or events. For example, if your organisation runs a community centre that has a paid manager, when you are in your role as Executive Committee member the manager will be accountable to you, but when you work as a volunteer helping to run the centre's crèche, you will be accountable to the centre's manager.

Q: Can the Executive Committee delegate to sub-committees or working groups?

A: The Executive Committee can only act within its powers set out in the organisation's governing document. Check the organisation's governing document (e.g. constitution) to see if their powers include being able to delegate to sub-committees, staff or volunteers. It is important to remember that any decisions made by any committees or groups remain the responsibility of the Executive Committee. Therefore, it is essential to have agreed reporting-back procedures and written terms of reference.

Q: Can a paid member of staff be on the Executive Committee?

A: No, this is not recommended and is very rarely an acceptable practice.

Q: Can Executive Committee members be paid?

A: Executive Committee members are volunteers and are not paid a fee for their involvement, except in exceptional cases, but this is rarely the case.

Q: Can individuals on Executive Committee represent their employing organisation (e.g. voluntary organisation or statutory agency)?

A: This depends. First, check the organisation's governing document (e.g. constitution) to clarify how its Executive Committee is structured. If its Executive Committee members are there to represent the views of another organisation, this will be clearly indicated. In all cases, it is essential for Executive Committee members to understand that decision-making must always be made in the best interests of the organisation at hand (the one in which you are a Executive Committee. In cases where there is a conflict of interest (with your employer or personally) you must withdraw from the decision (i.e. not vote). This is key to being an effective Executive Committee member in whatever capacity you have been elected or appointed.