



FÓRUM
NACIONAL DE
PROTEÇÃO E
DEFESA ANIMAL

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BOARDS IMPLEMENTATION HANDBOOK 2024

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The purpose of this handbook is to provide detailed guidance for **civil society organizations (CSOs)** that wish to establish advisory and deliberative boards. These boards play a crucial role in providing strategic guidance, support, and oversight to CSOs, contributing to their success and positive impact on the community. This handbook covers the necessary steps to effectively create and manage these boards, highlighting best practices and important considerations throughout the process.



BOARDS' DEFINITIONS AND RESPONSIBILITIES

Advisory and Deliberative boards play distinct but complementary roles in supporting and guiding CSOs. Understanding the differences between these two types of boards is essential for effective and strategic governance management of the organization.

ADVISORY BOARD

The advisory board serves as an external advisory committee, offering valuable non-binding guidance to the executive board of the CSO. Its members are selected for their expertise, knowledge, and relevant network for the organization's objectives. The functions of an advisory board include:



Providing critical analyses to facilitate the definition of strategic direction and the establishment of goals aligned with organizational objectives.



Reviewing documents, reports, and proposed strategic plans recommended by the Executive Board.



● Acting as technical advisors, clarifying technical doubts, presenting innovative solutions, and ensuring the technical feasibility of ongoing projects.

DELIBERATIVE BOARD (GOVERNANCE OR ADMINISTRATIVE)

The deliberative board is crucial in providing strategic guidance and comprehensive oversight of CSO activities, offering binding opinions. Its responsibilities include:

Establishing the strategic direction of the CSO and its other bodies (such as the Advisory and Fiscal Boards), defining the mission, values, principles, and objectives for the future.

Ensuring the organization has the necessary resources by actively participating in fundraising and managing financial, material, and human resources.

Evaluating the performance of the President and determining their remuneration, as well as ensuring effective leadership in the Executive Board to maintain its good public image.

Ensuring accountability and transparency by making information about activities and finances accessible to the public through annual reports.

BENEFITS OF THE BOARDS

Boards are essential for CSOs, bringing various benefits. They define conduct, promote transparency, standardize processes, protect the reputation, and increase donor confidence in the organization's accountability and responsibility. Other benefits include:





Access to external expertise and resources.

Effective strategic guidance and oversight.

Increased transparency in accountability.

Improved decision-making and governance.

BOARDS' CREATION

COMPOSITION

Diversity in board composition is essential, encompassing aspects such as age, gender, race/ethnicity, location, and skills. Members should have a deep understanding of the organization's mission and meaningful connections with the community, contributing lived experiences that strengthen these bonds.

The ideal number of members and board size is determined after a careful assessment of organizational needs and resources required to meet them, but we advise always having an odd number to break any ties in deliberations and/or votes.

RECRUITMENT AND SELECTION

The recruitment and selection process should be conducted carefully to attract qualified candidates committed to the organization's mission. Here are some recruitment methods that can be used:



RECRUITMENT METHODS

Request for recommendations

Executive Board members are encouraged to recommend qualified potential candidates, whether colleagues, community members, teachers, or donors.



Exploring new spaces

Expanding recruitment options by exploring new spaces, such as local professional associations, faculty or alumni groups from colleges or universities, and corporate partnerships, which can also be valuable sources for identifying committed professionals.



Job posting

Openly announcing opportunities to join the boards through social media platforms and specific council correspondence programs. This broadens the reach of dissemination, attracting a diverse range of interested and qualified candidates.



Before inviting a candidate to join the boards, it is important to provide clear and comprehensive information about their responsibilities as a member. Here are some important aspects to communicate.

ASPECTS TO BE COMMUNICATED TO BOARD CANDIDATES

ARTICULATE WHY THE CANDIDATE IS BEING INVITED

Clearly articulate why the candidate is being invited to join the board, highlighting their skills, experiences, and perspectives that complement and enrich the board's composition.

CLARIFY EXPECTATIONS

Clarify contribution expectations, outlining how the candidate can add value to the board, whether through specific knowledge, particular skills, or networks.



DETAIL THE REQUIREMENTS

Detailed requirements for transparency and to ensure the candidate fully understands the commitment involved, including time dedicated to the role, term duration, meeting frequency, and potential responsibilities related to donations or fundraising.

REVIEW THE JOB DESCRIPTION

Provide a revised and comprehensive job description, highlighting responsibilities, expectations, and specific objectives the board seeks to achieve.

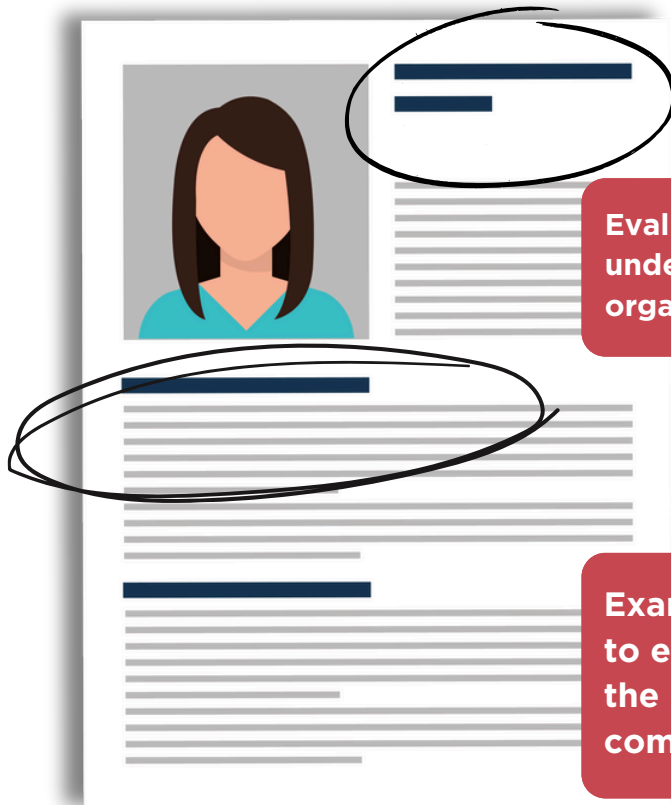


ENCOURAGE AN INTERACTIVE DIALOGUE

Encourage an interactive dialogue by asking questions that spark the candidate's interest and assessing whether they are prepared to commit and serve effectively.

During the selection phase, the following criteria should be carefully considered to confirm a new member for the boards.

CRITERIA TO BE CONSIDERED FOR NEW BOARD MEMBERS



MISSION AND VALUES

Evaluate whether the candidate demonstrates a deep understanding and significant alignment with the organization's mission and values.

EXPERIENCE AND SKILLS

Examine the candidate's experience and skills to ensure they align with the specific needs of the boards and complement existing competencies.

TIME AND AVAILABILITY

Verify the candidate's commitment to the time and availability necessary to fulfill their responsibilities on the board.

INTEGRITY AND ETHICS

Assess the candidate's integrity and ethics, ensuring their practices and values align with expected ethical standards.

PARTICIPATION AND COLLABORATION

Analyze the candidate's willingness to actively participate, contribute constructively, and collaborate effectively with other members.



By applying these criteria, the aim is to ensure that new members' participation strengthens governance and contributes to achieving the organization's strategic objectives.

PERFORMANCE EVALUATION

To ensure the boards' full functioning and fulfill their mission of making strategic and essential decisions for the organization's direction and development, tactical evaluation mechanisms will be implemented.

Members will be encouraged to conduct individual assessments, contemplating reflections on their performance, contributions, and areas for personal development. These self-assessments aim to promote self-reflection and continuous growth of members, aligning with the overall goals of the board to which they belong.



Additionally, a comprehensive review of the boards will be conducted in conjunction with the Executive Board. This global analysis will examine collective performance, identifying strengths, areas for improvement, and opportunities for strategic growth.

We recommend these evaluations to be conducted annually to highlight the boards' progress over time, strengthening their effectiveness and promoting their continuous development.

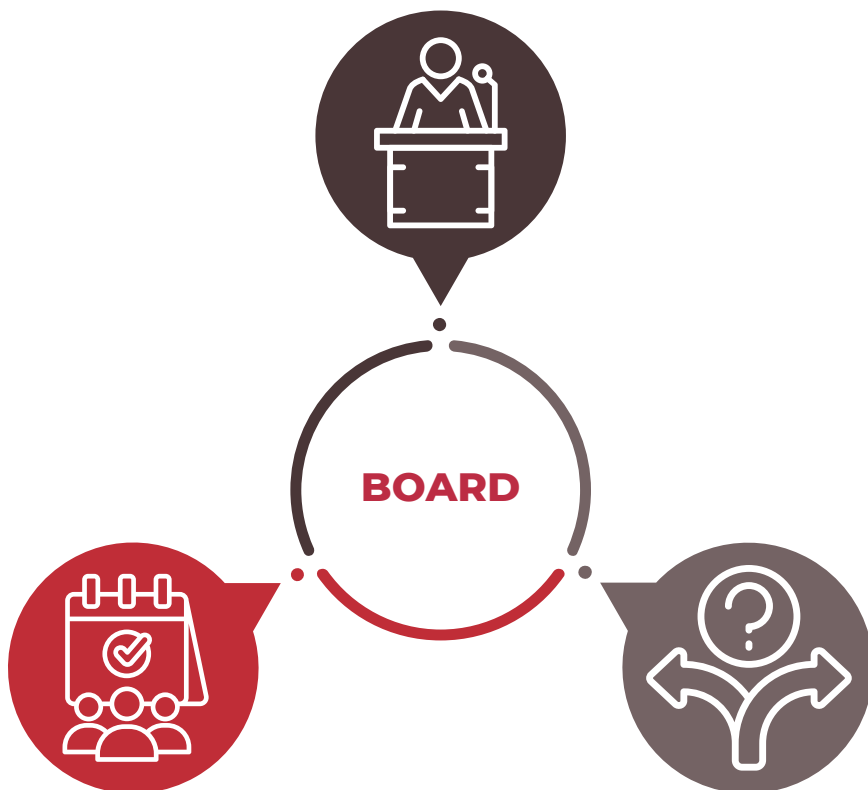
TERM AND DURATION OF MANDATE

While there is no minimum or maximum term length, it is advisable that each board member serves an initial three-year term, with the option of renewal for an additional term of the same length. Renewal is subject to performance evaluation, continued alignment with the organization's objectives, and mutual consent between the board member and the CSO.

This practice aims to ensure dynamic management aligned with the organization's constantly evolving needs, promoting continuity and effective leadership renewal.

FUNCTIONING OF THE BOARDS

The smooth functioning of the boards is essential to ensure that their decisions are informed and implemented efficiently. Therefore, it is necessary to define in advance the **meeting schedule**, **board chair roles**, and **decision-making processes**.



REGULAR MEETINGS

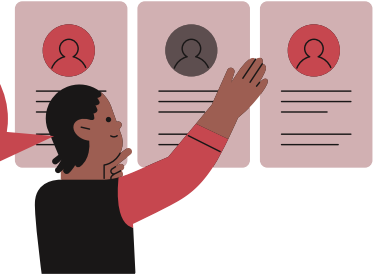
To ensure a regular and predictable meeting frequency for the boards, it is essential to establish an annual calendar as soon as possible and always prepare a detailed agenda in advance for each meeting, highlighting the main topics of discussion and decision, which should be sent to board members at least 48 hours before the session.

CHAIRPERSONS AND SUPERVISORS

After defining the board members, a vote is held to elect the chairperson and other representatives, such as thematic group supervisors and members of the fiscal committee, among others. Below are the activities related to these positions, which should be distributed according to each responsible person's availability:



Recommend candidates for open positions in other bodies, such as thematic groups and the fiscal committee.



Represent the board before the Executive Board and other groups with which the board interacts.

Ensure the organization's members comply with the organization's rules and regulations.






COMPETENCIES

The Advisory Board can consist of various Thematic Groups, such as a Technical Group, which plays a key role in providing specialized support and guidance on various technical issues, a Legal Group that offers legal advice within the organization's framework, and an Administrative Group that ensures the integrity and smooth functioning of the organization's administrative processes. As many Thematic Groups as necessary can be established to help the organization meet its specific demands; therefore, their structure is flexible and dynamic, evolving according to the organization's needs and challenges over time.

The Deliberative Board can consist of specific entities subordinate to it, such as a Fiscal Committee and a Governance Committee. While the Fiscal Committee focuses on strictly financial matters, the Governance Committee ensures the organization's integrity and compliance, maintaining its ethics and transparency internally and externally.

DUTIES

Board members are responsible for maintaining the confidentiality of all privileged information they have access to due to their positions. They should be prohibited from disclosing documents or confidential data related to the projects and initiatives of the organization they represent to third parties and should take measures to ensure that such information remains inaccessible to unauthorized individuals. Therefore, it is crucial to warn them about the following actions:

-  Using the organization's confidential information for personal or third-party benefit.
-  Taking advantage, for personal or others' benefit, with or without detriment to the organization and its associates, of business opportunities they have access to by virtue of their position in the bodies, whether as a member, supervisor, or chairperson.
-  Accepting any undue or disproportionate advantage due to their functions on the board.

To safeguard the CSO, we recommend creating a Confidentiality Agreement to be signed by all members.

CONFLICT RESOLUTION MECHANISMS

In the presence of internal conflicts, the procedures for addressing them should be based on transparency, impartiality, and mutual respect among members. Open communication and a willingness to listen to diverse perspectives are encouraged as key principles in seeking constructive solutions.



All members should adopt a proactive approach, where early identification of conflicts allows for timely intervention, preventing the escalation of potential challenges. If early identification of such conflicts is not possible, it is essential to inform the representatives of each body to take appropriate measures.

REMUNERATION

Members of the boards, whether they are executive directors, internal employees of the organization, or affiliated organizations, will not receive remuneration for their roles on any of these bodies. This is to ensure a commitment to transparency and impartiality, guaranteeing that decisions are made based on the best interests of the organization they represent and its mission, rather than personal financial motivations.

GENERAL INFORMATION

Members of the Advisory and Deliberative Board and secretaries who are not members of these Boards are also subject to the provisions of a Code of Conduct or similar document that the CSO should adopt. We recommend that all members and secretaries sign this document to ensure compliance with the responsibilities and duties of the position, in accordance with applicable laws.



RESOURCES AND REFERENCES

This section provides additional resources for guidance in the creation and management of advisory and deliberative boards, as well as references and examples of best practices from other CSOs.



[FÓRUM ANIMAL POLICIES - LINK](#)



CODE OF CONDUCT



ANTI-HARASSMENT AND ANTI-DISCRIMINATION POLICY



CONFLICT OF INTEREST POLICY



WHISTLEBLOWER POLICY



RISK MANAGEMENT POLICY



FRAUD AND CORRUPTION PREVENTION POLICY