

TERMS OF REFERENCE

Association Committee

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Approved on 13 May 2023

1 Background

1.1 MSF-NL Association vision statement

The MSF-Netherlands (MSF-NL) Association strives to be an active and engaged partner in shaping the future of MSF-NL as a humanitarian organisation. We aim to create an inclusive and respectful environment that encourages participation from all members and a diversity of perspectives. We are committed to upholding responsible and effective governance of MSF-NL and safeguarding the organisation's identity. Our members will actively contribute to associative debates, decisions, and issues that shape the identity of MSF-NL, and take active steps to promote awareness and understanding of the organisation's work and impact. Through collective effort, we will strengthen and uphold the internal democracy of MSF-NL to best position the organization to fulfil its humanitarian mandate.

1.2 MSF-NL Association Committee

The Association Committee (AsCo) is a standing committee of the Board of MSF-NL, responsible for providing advice to the MSF-NL Board and Association Team, in order to achieve their collective vision for the MSF-NL Association.

This Terms of Reference outlines the background, purpose, composition, roles, and responsibilities and working processes of the AsCo.

2 Purpose

The purpose of the Association Committee is to promote the fulfilment of Association member's rights and governance responsibilities by advising the MSF-NL Board and Association Team on the engagement, governance functions, and activities of the MSF-NL Association.

3 Composition

The core AsCo will consist of no less than five members. The minimum membership will include the Association and Board Team Coordinator, two members of the MSF-NL Board, and at least two members of the MSF-NL Association.

Board member appointments to the committee are for a period of two years, and will be reviewed at the first Board meeting after the General Assembly each year, as well as when considered necessary by the AsCo Chair.

Any member of the MSF-NL Association may join the core AsCo, but the committee should not exceed 15 members in total. When the number of Association members who wish to join the AsCo would result in a committee size greater than 15, the AsCo will propose a new structure for approval by the Association during the next General Assembly. Until this General Assembly takes place, the membership of the core AsCo plus additional members of any of its active working groups can exceed the membership limit of 15 individuals.

The AsCo will select the Chair from amongst its members. The AsCo chair will be selected/re-endorsed by the AsCo membership after each GA. The Association Team will serve as a permanent secretariat for the AsCo.

Heads of AsCo working groups will be selected by the AsCo members. Working groups can be expanded by including external Association members, including technical experts, if and when deemed necessary by the AsCo.

4 Roles and responsibilities

The main roles and responsibilities of the AsCo include strengthening Associative governance, promoting Associative engagement, supporting Board Elections processes and supporting the implementation of existing associative government functions. The Board can task the AsCo with specific assignments if deemed necessary and appropriate.

The AsCo takes delegated responsibility on behalf of the Board for ensuring and promoting a vital and energised MSF-NL Association, prepared to fulfil their obligations to support the responsible and effective governance of MSF-NL.

4.1 Strengthen Associative governance functions

- Review, approve and monitor the implementation of the Associative component of the MSF-NL Association and Board Annual plan, ensuring alignment with MSF-NL Statutes and Bylaws and the MSF-NL Strategic Plan.
- Advising and guiding the Board's conception and implementation of the MSF-NL Associative vision by assisting with the definition of the role and responsibility of the Association as a whole, as well as the members within it

4.2 Promote Associative engagement

- Create and support the implementation of engagement strategies and plans for activities, opportunities, and roles for Association members.
- Provide practical and content related support and advisement to the Association Team in the planning and running of the MSF-NL General Assembly and other associative events
- Develop and support the implementation of mechanisms that allow for the on-going voicing of associative input and feedback to the Board.
- Support Association members in initiation of their own associative activities.

4.3 Support optimal governance capacity of the MSF-NL Board

- Develop and support the implementation of mechanisms to stimulate meaningful involvement of association members in promoting accountability of the MSF-NL Board

- Oversee and provide guidance for the implementation of the annual MSF-NL Board election process.
- Help identify and support possible members for board candidacy, with a focus on identifying candidates that can fill essential gaps in the board competencies matrix.
- Monitor and evaluate the performance of the MSF-NL Board, and delegate at least one (non-Board) member to represent the Association in formal Board Evaluation processes.

4.4 Support existing MSF-NL Associative governance processes

- Advise on the Board's annual proposal to the GA on the payment of membership fees, and other membership criteria the Committee considers relevant, as defined in the MSF-NL Bylaws.
- Advise the Board during queries on eligibility for Associative membership, as defined in the MSF-NL Bylaws.
- Support the MSF-NL Motions and Voting Committees as defined in the MSF-NL Bylaws, by providing expertise and Associative input as required.
- Regularly request input from Association members on their ambitions, visions, and ideas relating to the activities and accountability of the Association as a whole.

5 Working processes

5.1 Meetings

- The AsCo meets once every six weeks, with a minimum of six meetings per year. Ad hoc meetings can be organized depending on need.
- The AsCo can establish working groups tasked to address specific responsibilities and/or projects. No more than four working groups can be in existence at one time. AsCo working groups can set their own meeting schedule depending on need.
- The proceedings and recommendations of all AsCo and AsCo working group meetings will be recorded.
- The MSF-NL Association Officer will be made available as an assistant to the AsCo and any active AsCo working groups. S/he, together with the AsCo chair and the chairs of the working groups, will be responsible for minutes and keeping an action log, to be reviewed at the start of each subsequent meeting.
- AsCo meetings and agenda are prepared by the Chair of the committee in consultation with the Association and Board Team Coordinator.
- Meeting ground rules include respectful communication, attentive listening and avoidance of interruptions, staying on topic, and respect for diversity.
- All MSF-NL Board members and Association members have a standing invitation to attend AsCo meetings.

5.2 Accountability and reporting

- AsCo recommendations and proposals are submitted directly to the Board for approval.
- AsCo working groups will report back to the AsCo with relevant recommendations and proposals.
- The AsCo reports regularly to the Board but it is the Board that is accountable to the GA for decisions concerning any of the AsCo's mandate.
- Minutes of the meetings will be circulated to all Board members, and made available to any Association member upon request. Minutes of the previous meeting are approved by attendant

members of the committee or working group during each subsequent meeting, prior to circulation to the board and association.

5.3 Notes on ToR

- Definitions of terms used in this ToR are outlined in the By-laws of the MSF-NL Association.
- This ToR, and any accompanying Annexes, will be reviewed and updated prior to the GA every two years (during odd-numbered years), and presented to the Board for approval.