Professional Accountancy Organisation Development Programme

Oversight Committee

Terms of Reference

PAFA

1. The Pan African Federation of Accountants (PAFA) is recognised by the International Federation of Accountants (IFAC) as the representative organisation of the accountancy profession in Africa. PAFA's membership is comprised of 56 national professional accountancy organisations (PAOs) in 45 countries in Africa and five international affiliates.

2. PAFA's vision is sustainable value creation to benefit the citizens of Africa. This is achieved through strengthening the influence and capacity of the accountancy profession to enhance trade, the quality of services and trust in institutions.

3. PAFA's strategic objectives and their economic and societal benefits are linked to the Seven Aspirations of the African Union Agenda 2063 and the United Nations Sustainable Development Goals (SDGs). PAFA's donor-funded PAO Development Programme is built on SDG 16 – Strong Institutions and SDG 17 – Partnerships.

4. PAFA is determined to play a key role in the development and sustainability of the African continent, founded on the ideals of honesty, integrity, and good governance, and in its renaissance as exemplified in the African Union.

PAFA PAO Development Programme

5. When PAOs function effectively they deliver and support quality accountancy professionals who further the quality of governance, financial management, reporting, and auditing, which in turn promotes growth and development in the public and private sectors, enhances transparency and accountability in the use of public resources, improves the design and delivery of vital public services, enhances the effectiveness of development assistance, and attracts foreign direct investment. Nevertheless, many jurisdictions in Africa do not have PAOs or have PAOs that are not yet sustainable, relevant, or credible.

6. Many development partners and donor agencies recognise the important role of PAOs in strong and sustainability organisations, markets, and economies, and therefore fund projects to build the capacity of PAOs or their members – see MOSAIC. As representative of the accountancy profession in Africa, PAFA is an ideal partner for such projects delivered in Africa. Consequently, in 2022, the World Bank engaged PAFA to implement the Accounting Technician Qualification for Africa in three countries, and IFAC engaged PAFA to implement two projects under the IFAC – Gavi – The Global Fund Memorandum of Understanding.

7. PAFA established the PAO Development Programme under which to execute such partnerships. The Programme Oversight Committee is a key component of the governance structure of the programme.

PAFA PAO Development Programme Oversight Committee (POC)

ROLE

8. The PAFA Board established the POC to provide effective oversight of the PAFA PAO Development Programme (Programme) by:

    a. Ensuring funding for PAO development is used in the public interest and under sufficient oversight.

    b. Ensuring economy, efficiency, and effectiveness through fair and transparent procurement policies and procedures.

    c. Ensuring governance, compliance, transparency, and accountability in execution of the Programme.

    d. Advising the Programme Management Team (PMT). See the Appendix.

    e. Promoting the Programme.

RESPONSIBILITIES

9. The POC is responsible for:

    a. Approving fair and transparent policies and procedures for (i) selecting beneficiaries, identifying projects, and allocating funding; (ii) identifying and selecting partner organisations; and (iii) approving project deliverables and paying partner organisations.

    b. Overseeing compliance with the approved policies and procedures.

    c. Reviewing the PMT's reports on program progress, program risk management, and program finances.

    d. Overseeing the implementation and compliance with any labour engagement procedures.

    e. Overseeing the implementation of any stakeholder engagement plans.

    f. Reviewing any Internal Auditor Reports and External Auditor Reports covering the Programme.

COMPOSITION AND MEMBERSHIP

10. The POC is comprised of:

    a. Not less than four geographically diverse individuals who are objective and independent, have relevant expertise and experience (e.g., knowledge of PAO development or procurement practices), and have volunteer experience in a leadership role. These members are identified by the PAFA CEO and approved by the PAFA Board.

    b. A member of the PAFA Board identified by the PAFA President.

    c. If requested by a development partner or donor, a representative from such development partner or donor. As co-opted member, he/she has the same role and responsibilities as the other members; however, his/her participation in the POC is limited to the project or projects in which the development partner or donor being represented has an interest.

Chairperson

11. The POC is chaired by the member of the PAFA Board.

Term of Office

12. The members in 10.a. serve for two years, renewable. At least one member in this category rotates off the POC every four years.
13. The chairperson's term coincides with his/her term on the PAFA Board.
14. Vacancies arise when a member rotates off the POC, resigns, or is no longer able to commit, participate, or contribute at the expected level. A member who wishes to resign does so in writing to the PAFA CEO. Failure to attend two consecutive meetings without acceptable reasons to the chairperson will give rise to reconsideration of continued membership.

Meetings

15. The number of meetings is commensurate with the POC fulfilling its responsibilities. Meetings are scheduled to facilitate effective execution of the Programme. All meetings of the POC are virtual meetings. Each meeting requires the presence of at least two-thirds of the members.
16. As key members of the PMT, the PAFA CEO and PAFA Director: Effective PAOs attend all meetings.
17. The chairperson convenes the meeting. In his/her absence, the members present elect another member to convene the meeting.
18. The PMT develops and distributes the agenda and material for each meeting at least one week in advance of the meeting. Members are expected to prepare for and participate in the deliberations at the meeting.
19. The chairperson ensures that decisions of the POC are arrived at in a timely manner. Each member of the POC has one vote. The affirmative vote of at least two-thirds of the members present at a meeting is required to approve all actions or submissions of the POC. Any approvals or decisions of the POC are duly recorded.
20. To facilitate timely action, items may also be circulated to the POC by email for electronic approval by at least two-thirds of the members of the POC.
21. Work under the Programme involves confidential information. The POC should respect confidentially in relation to any documents received or discussions held at meetings.

Reporting

22. The PAFA Board member represented on the POC reports on the activities of the POC to the Board at every Board meeting.

Performance Evaluation

23. The POC evaluates its performance annually in the spirit of continuous improvement. In addition, the chairperson evaluates the performance of the members, and the members evaluate the performance of the chairperson on an annual basis.

Effective Date

24. These terms of reference will become effective on 1 January 2023 and be reviewed every three years.

Definitions	
Development partner	Organisation other than a donor engaging PAFA as execution partner (e.g., IFAC)
Donor	Organisations providing funding for a PAO development project (e.g., Gavi – The Vaccine Alliance, The Global Fund, The World Bank)
Partner organisation/ consultant	Organisation/ individual procured by PAFA to conduct the PAO development project or components thereof
Beneficiary	PAO / organisation directly benefitting from the PAO development project

Appendix
Programme Management Team

Role

1. The role of the PMT is to take the steps necessary to execute the Programme, including procurement and implementation of any labour engagement procedures and stakeholder engagement plans.

Responsibilities

2. The PMT is responsible for:
   a. Project initialisation, including:
      - Selecting countries / PAOs (beneficiaries)
      - Developing and validating of diagnostics
      - Developing country / PAO plans (approved by POC)
      - Developing logical frameworks (approved by development partner / donor)
   b. Procurement, including:
      - Establishing a database of service providers interested in PAO development (approved by POC)
      - Developing project terms of reference
      - Issuing calls for expressions of interest
      - Issuing calls for proposals
      - Assessing technical and financial proposals
      - Selecting partner organisations
      - Reporting to POC on due process
      - Negotiating and finalising contracts
   c. Project implementation, including:
      - Reviewing and approving inception reports
      - Reviewing and approving detailed work plans
      - Monitoring work plan implementation
      - Reviewing and approving project deliverables
      - Reporting progress (quarterly to POC)
      - Reviewing and approving project completion reports
   d. Project evaluation, including:
      - Updating logical frameworks

- Obtaining beneficiary and partner organisation feedback
- Evaluating overall success of projects
- Drawing lessons learned

e. Risk management, including:

- Developing a Programme risk assessment
- Reporting to the POC on the status of risk mitigation on a quarterly basis

f. Reporting, including to the:

g. POC

h. PAFA Board

i. Development partner / donor

Composition

3. The PMT is comprised of:

a. The PAFA CEO, PAFA Director: Effective PAOs and any other PAFA staff involved in a project under the Programme.

b. If requested by a development partner or donor, a member of staff from such development partner or donor.

Operating Procedures

4. The PAFA PMT members are responsible for the day-to-day management of the Programme. Development partner / donor PMT members provide advice and serve as a sounding board.

Confidentiality

5. Work under the Programme involves confidential information. The PMT respects confidentially in relation to any documents received or discussions held at meetings.