

ActionAid Cambodia

Terms of Reference (ToR) – Advisory Board Members **(2 Positions)**

1. Background

ActionAid Cambodia (AAC) is part of a non-governmental global federation working for a world free from poverty and injustice, and is based in Phnom Penh, Cambodia. We work across several provinces with the poorest and most excluded men, women and children in Cambodia. Our approach to securing change puts human rights front and centre, prioritising empowerment, solidarity and campaigning. As part of AAC's country strategy and membership development process, we are currently undergoing a phased organisational transition to strengthen our internal governance and advance our nationalisation journey. Therefore, in order to strengthen our strategic capacity, visibility and sustainability, AAC seeks to appoint two new members to its Advisory Board (AB).

These ToR set out the roles and responsibilities of the AB as a body, some of which fall under the remit of all AB members, while each AB member will also have their own individual roles and responsibilities according to their experience and expertise.

2. Purpose of the AB

The AB provides independent, strategic advice to the Country Director (CD) and Senior Management Team (SMT). It does not as yet hold fiduciary or governance authority but supports AAC's mission, objective and work with expertise, networks and informed counsel. The AB also plays a critical advisory role in supporting AAC's governance transition, and membership development process in line with ActionAid International (AAI) requirements.

3. Roles to Be Recruited

Two AB members will be recruited with complementary areas of specialisation, and these roles are intended to strengthen AAC's strategic positioning, sustainability and public legitimacy during the transition to a national organisation and future governance board:

1. Fundraising and Resource Mobilisation; and
2. Media Communications, Youth Outreach and Digital Engagement.

4. Key Responsibilities (All Advisory Board Members)

AB members are expected to:

- Offer strategic advice aligned with AAC's global strategy, mission and values;
- Lend sector-specific expertise to aid organisational effectiveness and impact;
- Support the CD / SMT via constructive challenge, mentorship and guidance;

- Attend all AB meetings (typically every quarter, virtually or in-person);
- Provide advisory input into the transition from an AB to a governance board;
- Participate in strategic reflections and learning sessions with the SMT;
- Advise on overall and specific strategic risks and opportunities;
- Review policy trends, changes and development for relevant input;
- Share best practice, experience, insights and advice on new ideas / innovation;
- Contribute to ad hoc consultations, reviews or working groups as required;
- Share potential network information, opportunities and connections;
- Ensure that all work is relevant to rights-holders and the Cambodian context;
- Act as ambassadors for AAC, enhancing credibility and outreach; and
- Help to ground AAC in feminist, decolonial and people-centered principles.

5. Role-Specific Responsibilities

A. Fundraising and Resource Mobilisation

- Provide strategic advice on fundraising strategy and institutional donors;
- Support capacity-building in fundraising and ethical resource mobilisation;
- Offer insights into donor trends, compliance and sustainability planning;
- Assess risks to financial sustainability and guide diversification of funding;
- Facilitate strategic fundraising / donor introductions where appropriate;
- Review and advise on annual budgets, audits, financial plans and policies; and
- Scrutinise quarterly financial performance and donor agreements compliance.

B. Media Communications, Youth Outreach and Digital Engagement

- Advise on media and communications strategy, positioning, messaging and framing;
- Provide guidance on digital platforms and youth engagement strategies;
- Support crisis communications and reputational risk management; and
- Advise on inclusive, ethical communications aligned with human rights and feminist leadership principles.

6. Person Specification

Candidates – with women particularly encouraged to apply – should demonstrate:

- Significant experience in their relevant field at national or international level;
- Strong alignment with human rights, development and social justice values;
- Strategic thinking, sound judgment and ability to advise at leadership level;
- Experience working with or advising NGOs or civil society organisations; and
- Excellent communication skills and cross-cultural awareness.

7. Time Commitment and Term

- Appointment term: initial fixed term of 2 years renewable by mutual agreement aligned with AAC's governance transition timeline;
- Time commitment: quarterly meetings plus ad hoc advice / assistance; and
- Remuneration: voluntary and unpaid, though reasonable expenses may be reimbursed in line with organisational policy.

8. Appointment and Conduct

- Appointments are made by the CD and AB Chair with notification to AAI in line with membership development and governance requirements;
- AB members are expected to adhere to all AAC values, principles and policies; and
- Confidentiality, professionalism and sensitivity must be respected at all times.

9. Review

The effectiveness of the AB and individual members will be reviewed periodically to ensure continued relevance and impact, including readiness for transition to a formal Governance Board.

Our commitment to Safeguarding: ActionAid is committed to promoting ActionAid's SHEA and Safeguarding policies and values while preventing and responding to any form of sexual harassment, exploitation and child abuse and abuse of adults at-risk, whether carried out by staff/representatives or resulting from our work. We place a high priority on ensuring that only those who work for us share and demonstrate our values.