GOVERNANCE / APPROVED INSTRUMENT / PROTOCOL NO. 0001

Governance, Board of Directors & Operational Management Framework

2026–2029 | Board-approved 02 November 2026 | Effective 02 November 2026

7 appointed Board members

5 adult members · 2 youth representatives (one male, one female)

Leadership based in Somalia and internationally

President and Founder · General Delegate / Operations Head · Education Director

DOCUMENT CONTROL

Field	Detail
Organization	Rawdah Youth Organization (RYO)
Operational center	Rawdah Youth Center, Mogadishu, Somalia
Document status	APPROVED AND IN FORCE from 02 November 2026 • Resolution RYO/BR/2026/0001
Effective date	02 November 2026
Planning horizon	2026–2029; not a statement of the Board's statutory term
Basis	Existing Constitution and Bylaws of Rawdah Youth Organization, particularly Articles 6–15
Official protocol	RYO/2026/0001
Approval authority	Board of Directors – Resolution No. RYO/BR/2026/0001

Approved by the Board of Directors on 02 November 2026 under Resolution RYO/BR/2026/0001 (Protocol No. 0001), this Framework has been in force since that date. It implements the Constitution and Bylaws without modifying them or creating new signing authorities.

01 Purpose and governing principles

This framework establishes a practical division between institutional governance, the President's delegated representation in Somalia, and day-to-day management of Rawdah Youth Center. It supports continuity when the President is away from Mogadishu and defines how decisions, reporting and oversight should operate.

CORE PRINCIPLES

- Respect for the existing bylaws and the authority of the General Assembly and the Board.
- Collegial Board oversight without routine interference in the management of staff and courses.
- Written mandates and clear limits for representation, banking, contracting and expenditure.
- Separation of duties in finance, procurement and approval of related-party transactions.
- Meaningful participation of both youth representatives in Board discussion and planning.
- Documented decisions, safeguarding, transparency and donor-compliant project management.

Statutory foundation

Reference	Relevant provision reflected in this framework
Article 6	Institutional bodies and executive, administrative and program roles are recognized.
Articles 7–9	The Founder & President holds the lead legal representation and chairs the Board; remote leadership and written delegation are envisaged.
Article 10	Vice President and President's General Delegate are distinct appointments; delegated powers are limited to written authorization.
Articles 11–12	General Assembly and Board functions; odd-numbered Board; remote/hybrid meetings and official minutes.
Article 13	Financial management, accounting, documentation and segregation of financial duties.
Article 14	Operational departments may be organized in response to organizational needs.
Article 15	Membership, staff, appointment and separation principles; misconduct and conflicts of interest.

The statutory references below reflect the existing Rawdah Youth Organization Constitution and Bylaws, including Articles 6–15. These foundational instruments and applicable law take precedence wherever a conflict arises.

02 Governance bodies and accountability

General Assembly. Exercises the powers reserved to it by the bylaws, including receiving annual reporting and considering matters within its competence.

Board of Directors. Seven appointed members led by the Founder & President. Provides collective direction, review, risk oversight and approval of matters reserved to the Board.

President & Founder. Chairs the Board, leads institutional strategy and retains legal representation subject to the bylaws and valid delegations.

Operations. The President's General Delegate concurrently heads administration and day-to-day coordination, subject to written limits and independent financial controls.

03 Appointed Board of Directors

The seven members below are already appointed. This framework does not propose replacing them or creating additional Board seats.

#	Member	Board designation / current role
01	Ahmed Faghi Elmi	Founder, President & Chairman of the Board
02	Mustaf Ali Osman	Board Member; President's General Delegate in Somalia
03	Hawa Iman	Board Member; Vice President
04	Najada Kurti	Board Member; General Director of Education & Training
05	Asad Mohamed Ahmed	Board Member (no further portfolio designated)
06	Ahmad Abdirahman Ahmad	Board Member; Youth Representative (Male)
07	Hana Aden Abukar	Board Member; Youth Representative (Female)

Ahmad Abdirahman Ahmad and Hana Aden Abukar participate as the appointed male and female youth representatives respectively. The 2026–2029 period is the framework planning horizon, not an extension or renewal of any statutory Board term.

Board responsibilities

- Review and approve organizational strategy, annual priorities, the annual operating plan and the budget within statutory competence.
- Review major partnerships, grants, risks, safeguarding matters and financial reports.
- Monitor the Executive Management function without taking over routine staff supervision.
- Review the performance of management through documented reports and agreed indicators.
- Maintain appropriate processes for conflicts of interest, recusal and responsible recordkeeping.

Participation of the two youth members

Ahmad Abdirahman Ahmad and Hana Aden Abukar participate as Board members, with rights and duties under the bylaws. They should be invited to contribute to youth needs assessments, access and inclusion, program quality and feedback on training and employment pathways. They should not be treated as merely ceremonial representatives.

Independence in Board oversight

Members who also hold operational appointments must disclose any personal interest when the Board considers their employment terms, compensation, performance evaluation or transactions benefiting them. The meeting record should document any recusal required by applicable policy or law.

Individual portfolios and operational roles

Najada Kurti | General Director of Education & Training

Leads the academic and educational quality functions, including Italian language and TVET-related teaching coordination, curricula, assessments, tutor support, instructional planning and academic progress reporting. Coordinates operational needs with Mustaf and reports academic results through agreed channels.

Asad Mohamed Ahmed | Board Member

Participates in collective Board governance, reviews materials and votes in accordance with the bylaws. No specific thematic or operational portfolio is assigned in this framework without a further decision.

04 Organizational chart

The chart shows institutional accountability and operational coordination. It is not intended to imply that one Board member outranks another by virtue of the position of their box.

GENERAL ASSEMBLY
Statutory oversight and approvals reserved by the bylaws

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BOARD OF DIRECTORS · SEVEN APPOINTED MEMBERS
Chair: Ahmed Faghi Elmi | Vice President: Hawa Iman

↓

PRESIDENT & FOUNDER · AHMED FAGHI ELMI
Institutional strategy, legal representation and authorized decisions

↓

PRESIDENT'S GENERAL DELEGATE & OPERATIONS HEAD
Mustaf Ali Osman | Representation in Somalia + daily administration

↓

EDUCATION & TRAINING
Najada Kurti | General Director

PROGRAM DEVELOPMENT & FUNDRAISING
Coordinator to be recruited / appointed

OPERATIONAL SUPPORT FUNCTIONS
Finance & Administration · TVET & Employment · Community Programs · Monitoring & Evaluation

Reading the chart: the Board governs collectively; Mustaf coordinates daily operations under written authority, Najada leads education, and finance approvals and audits remain separately controlled.

OPERATING BOUNDARIES

- Board decisions are collective and recorded in minutes.
- Only a written delegation creates external signatory authority.
- The new development role will complement the existing management team.

05 Executive and operational mandates

Role positions and appointment status

Position	Current status

Executive Director	Recognized by the bylaws, but not assigned as a separate post in this phase.
Head of Administration & Operations	Functions presently performed by Mustaf Ali Osman; formal mandate to define authority limits.
Programs Development, Partnerships & Fundraising Coordinator	New proposed operational position; no appointment or name yet confirmed.
Finance / Accounting Officer	Operational control function to be assigned; separate approval, payment and reconciliation duties.
Independent Auditor	Engage when required by law, donors, or Board decision.

Ahmed Faghi Elmi | President & Founder

Provides strategic leadership, chairs the Board and carries out the organization's legal representation in line with the bylaws. Approves or signs matters within his statutory authority; may issue specific written delegations. Receives management and risk reports, including while based outside Somalia.

Hawa Iman | Vice President

Supports the President and acts on specifically assigned tasks. May represent the organization only when a valid delegation permits; the Vice President role does not by itself create unrestricted banking, staffing or contracting authority.

Mustaf Ali Osman | General Delegate & Head of Administration and Operations

Holds two distinct functions. As General Delegate, represents the President before designated institutions in Somalia to the extent expressly authorized. As Operations Head, organizes the day-to-day administration of Rawdah Youth Center and coordinates staff, facilities, schedules and implementation follow-up.

RESPONSIBILITIES

- Coordinate the daily administrative workflow and facilitate efficient functioning of the center.
- Supervise attendance administration, office records, facilities, logistics and staff scheduling.
- Work with the Education Director to support classrooms, teaching resources and course delivery.
- Coordinate with the proposed development coordinator on project documentation and deadlines.
- Prepare a concise monthly performance, expenditure and issues report for the President.
- Escalate safeguarding incidents, fraud concerns, significant contractual risks and urgent operational matters immediately.

AUTHORITY SAFEGUARDS

A General Delegation or Power of Attorney must describe external representation, signature rights, term, geographic scope and revocation. Operational coordination does not automatically grant unrestricted procurement, employment, bank signatory or borrowing powers. All such powers require express and documented authorization.

06 Proposed development coordination position

POSITION TITLE

Programs Development, Partnerships & Fundraising Coordinator

Field	Detail
Status	Proposed position; appointment to be approved through applicable recruitment and HR procedures.

Purpose

To expand RYO's partnerships and programs while complementing, not duplicating, Mustaf Ali Osman's daily administrative leadership and Najada Kurti's academic leadership.

Core duties

- Maintain a regularly updated donor and grants pipeline (including UNESCO, EU and other suitable institutions), subject to eligibility and funding criteria.
- Draft concept notes, logical frameworks, budgets and complete project proposals with relevant staff.
- Coordinate program development for language learning, TVET, short employability courses, employer outreach and mobility pathways.
- Build a structured register of partner contacts, meetings, proposals and action points.
- Prepare monthly funding opportunity summaries and project progress reports for Mustaf and the President.
- Support preparation of lawful and ethical skills/language programs for regular international study or employment pathways; never guarantee visas or placements.
- Track monitoring indicators and work with finance staff on donor reporting without controlling or approving the same expenditure.

Reporting and permissions

Day-to-day reporting: Mustaf Ali Osman, Head of Administration and Operations.

Program coordination: Najada Kurti for learning and training content; the relevant Board members for strategic guidance through appropriate channels.

Strategic oversight: President & Founder; Board through approved plans and reports.

No independent commitment: The coordinator may not bind RYO to a grant, employment offer, contract, partnership or expense without written authority.

Suggested initial work plan

Period	Priority deliverables
First 30 days	Donor map, partnership register, program inventory, draft 90-day operating plan.
Days 31–60	At least two developed concept notes, first employer/university outreach calendar, reporting templates.
Days 61–90	Funding pipeline review, implementation-ready program proposals, results and improvement memo.

These are proposed performance milestones, not contractual guarantees. Final indicators should be tailored to resources and recruitment terms.

07 Financial management and decision rights

The organization shall maintain a separation between initiating an expenditure, authorizing it, executing payment, recording it and reconciling accounts. This is especially important because the President's General Delegate also manages routine administration and sits on the Board.

Decision and authorization matrix

Matter	Preparation / operational lead	Approval / oversight
Annual work plan & budget	Operations Head with program and finance staff	Board / competent statutory body
Routine activity and timetable	Mustaf, with relevant program lead	Within approved budget and written operational authority
Academic content and assessments	Najada Kurti	Education quality process; strategy approved by Board
Grant applications and partnerships	Development Coordinator / relevant program lead	President or competent body, per written mandate
Contracts and HR changes	Operations / HR function	Authorized signatory within delegated limits
Payments / purchases	Requesting team; finance verifies	Designated approver independent of payment processor
Financial reporting	Finance / accounting function	Treasury/finance oversight and Board review
Board member personal interest	Interested person discloses interest	Disinterested decision-makers; minutes record safeguards

Minimum control procedure

- All expenditure requests cite an approved budget line and provide supporting documents.
- Thresholds for quotations, procurement and signatories must be approved in a separate financial policy; no amounts are invented here.
- Payment authorization is documented before disbursement; bank reconciliation is independently reviewed.
- Maintain a project-specific ledger and supporting records for restricted donor funding.
- Review related-party procurement, including possible services from Rawdah Consulting Solutions, through written disclosure and disinterested approval.
- Maintain a register of organizational assets, contracts and grants; arrange independent review or audit when required.

08 Meetings, reporting and oversight

Forum	Proposed frequency	Records / outputs
Staff operations meeting	Weekly	Work plan, responsibilities, problems and next actions
President–Operations meeting	Monthly, with urgent escalation as needed	One-page executive update and action log
Education quality review	Monthly	Enrollment, attendance, assessments and instructional issues
Funding pipeline review	Monthly	Proposal stage, deadlines, risks and partner follow-up
Board of Directors	Quarterly as a recommended internal cadence	Agenda, decisions, risk/finance review and signed minutes
General Assembly	At least annually, consistent with bylaws	Annual report, financial statements and resolutions

Minimum monthly management dashboard

Area	Suggested indicators
Education	Active learners, attendance, completions, test outcomes, teaching issues.
Employment & TVET	Course enrollments, training hours, employer partnerships, placements verified.
Funding	Applications planned/submitted, funding secured, restrictions, deliverables due.
Operations	Staffing, facility issues, purchasing status, complaints, safeguarding cases.
Finance	Budget vs actual, outstanding invoices, cash position, reconciliations and exceptions.
Risks	Open risk items, mitigation owner and target date.

Youth voice and stakeholder feedback

Youth representatives should receive the same advance agenda materials as other Board members, subject to legitimate confidentiality limits. Feedback mechanisms should allow learners to raise program access, safety and quality concerns. Complaints about a manager or Board member should have a route that bypasses that person.

Policies to be adopted or updated

Code of Conduct and Conflict of Interest; Finance and Procurement; Human Resources; Safeguarding and Protection from Sexual Exploitation, Abuse and Harassment; Data Protection and Records; Whistleblowing / Complaints; Grant Management and Reporting.

09 Implementation roadmap

Stage	Target action	Evidence of completion
1. Governance record	Confirm appointments and titles of all seven Board members.	Board register and valid appointment records.
2. Written mandates	Confirm Mustaf's institutional delegation and operations responsibilities.	Signed delegation and role description.
3. Academic mandate	Confirm Najada's academic responsibilities and reporting.	Role description and education work plan.
4. Recruitment	Authorize recruitment of the development coordinator.	Approved job description, selection record, appointment.
5. Finance safeguards	Approve separation of duties and signatory / purchase limits.	Financial policy and authorized signatory schedule.
6. Reporting	Introduce meetings, standardized dashboard and minutes.	Templates and first reporting cycle.
7. Board approval (completed)	Framework approved and in force since 02 November 2026.	Board Resolution RYO/BR/2026/0001; Protocol No. 0001.

Implementation and administrative record

- The terms and original appointment records of the seven sitting Board members remain governed by the Constitution and their appointment documentation.
- The governance register shall reflect the male and female youth representatives and their participation rights as prescribed by the Constitution.
- Board and Assembly quorum, voting and amendment procedures stated elsewhere in the bylaws.
- Name(s) of the financial officer and authorized bank signatories; transaction limits.
- Whether a separate Executive Director is needed in the future, without assigning that title now.
- Reporting lines and recruitment terms of the new development coordinator.

Interpretation and precedence

This is the operative institutional management framework adopted by Rawdah Youth Organization. The Board approved its governance arrangements on 02 November 2026 under RYO/BR/2026/0001 (Protocol No. 0001). It has been in force since 02 November 2026. The framework shall be implemented alongside the Constitution, Bylaws, authorized delegations and applicable law. Any matter requiring a separate power of attorney, financial mandate, statutory amendment or registration remains subject to the corresponding formal procedure.