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I. Introduction

In recognition of the serious challenges of governance for civil society organisations, a group of five NGOs including Southeast Asia Development Program (SADP), Cooperation Committee for Cambodia (CCC), Action Aid Cambodia (AAC), Cord and Danmission have cooperated to co-organise a two days workshop for board members and management team of Governance Professional Practice (GPP) applicant NGOs as well as for the partners of SADP, AAC, Cord and Danmission. The purpose of this event is to promote mutual understanding, communication and the effective performance of both boards and management team among participating organisations.

II. Objectives:

- To promote common understanding of governance among civil society organisations – this will include promoting understanding of the collective nature of governance and exploring the differences between management and governance
- To provide opportunities for participants to reflect, feedback, and discuss the roles and responsibilities of governing boards
- To identify and document tips or good practices for NGO governance and as well as action plans to improve NGO governance in Cambodia.
- To assist GPP applicant NGOs to prepare submissions to NGO GPP with regards to the functionality of the boards.

III. Expected outputs

- Participant NGOs have improved understanding of governance, and the roles and responsibilities of boards
- Participant NGOs are able to explain and differentiate between management and governance and describe the collective nature of governance
- Good local practices of boards and management are identified and compiled for sharing with others
- Ways forward are identified for applicant NGO to continue the NGO GPP certification process.

IV. Participants

Totally, there were 81 participants (22 Females) from 60 both local and international NGOs in Phnom Penh and some provinces attended the workshop (*See attendance list in annex 1*).

V. Method

The two days workshop conducted on 16-17 October 2014 at CKCC, Royal University of Phnom Penh, Russian Federation Blvd, Phnom Penh. To promote the relevance and practicability of the workshop, all sessions had facilitated in an interactive and participatory manner that made the

diverse experiences have been captured. The workshop had combined short thematic presentations on key topics, small group discussions, brainstorming, reflection and panel discussion. Facilitators, guest speakers and resource persons have been experiencing in governance, professionalism and accountability and who have been recognizing as having well-functioning boards and management.

VI. Summary Results

Welcome and Opening Remarks by Dr. Sok Thim, Chair of CCC's EXCOM, and Executive Director of CHC

Dr. Sok Thim provided a warmly welcome to the speakers, facilitators and all participants and he brought them to the Cambodia in the past, after the war, our resources has disappeared, in 1993 we have election but we do not have enough resources to absorb with huge amount of money to support Cambodia, and then we formed association, NGOs, and types groups to absorb those resources for developing our country with our poor human resources. Initially, NGOs could in some form of family NGOs, and some others start the projects with poor understanding. However, it becomes our foundation to build up our work from these twenty years experiences. Now it is time to share all our experiences and capacity to young generations for our country development.

He mentioned about the huge contribution by CSOs, based on the study conducted by CCC, more than 4000 projects in 2012 which provided benefits direct and indirect to 1.3 million people in the country and dispersed funds of approximately US\$ 600-700 million, and directly employed around 43,000 people. But based on several studies showed that around 20 % of organisation leaders did not know who and how many members were on their board or how frequently the board met and only 47% of organizations have clear term of references, so we will bring all these experiences and capacity to reflect together.

He raised some challenges of board and management teams are busy with their core work and they do not well understand of their position, they though that when someone approach them to be board member for one organization they will get benefit. Finally, thanks for CCC and partners' organizers that manage good time for board, and give enough space for engagement with board. We hoped that the workshop will provide fruitful discussion, and declared for open the workshop.

6.1 Session 1: Developing a common understanding of governance by Ms. Sok Phanha, Execitive Director of Banteay Srei

Ms. Sok Phanha provided a short presentation on overview of governance. The purpose of this sharing is to promote common understanding of governance in CSOs, including roles and responsibilities of board and the differences between governance and management. Management is implementer, use the resources, following rules and seeking for funding support for the organization. Governance is not implementer but they delegate the implementation to management team in the organization.

She also mentioned that CSOs has been requesting government to have good governance and now we will learnt together on what we can do for better governance among our CSOs. How we can use the resource support from oversea, so governance here focus on:

- The maximize and effective use of resources within the organization, and response to the beneficiaries.

- It could be an oversight role if having the regulations, implementation for the common benefit of the organization.
- Check for balance of power that better to be in-group (i.e. group of board director) not individual.

(For further details, please see slides presentation in annex 2)

After the presentation, the participants were allow to have table discussion on what they understand best and what do they want to learn more. Then, they were allowed to select three best answers. The results had consolidated as below:

- **Understand best**
 - The differences of MT and BoD
 - Roles and responsibilities of Board
 - BoD have respond to the law
 - Level of decision making from MT and BoD
 - Definition of governance
 - Board is a part of checking and balancing system to ensure the accountability and transparency
- **Want to learn more**
 - Level of authorization of board
 - Good procedure in selecting BoD
 - How to get effective participation from board
 - What are the differences between NGO and association's governance
 - Roles and responsibilities of board
 - The communication of Board and ED
 - Develop ToR for Board
 - Bord capacity building

(For further details, please see Results of Group Discussion in annex 3)

After the group discussion, there were some questions and comments were raised:

- From BCV and CCIC raised that having community representative as board member that easier collection problems and solution, and raise local voice.
- If possible, should support board on capacity development or other incentive separately from any donors
- Organization belongs to whom? (from ICSO: we have different terms refer to board of director. Organization is legal entity not for any individual or donors, implementers, program, etc. Between organization and board of director which one established first.
- From facilitator: It is a long way to discuss about board of director, on 17 December Cord will launch the result from CIG.

6.2 Session 2: Small group discussion on what work well and what need to improve

The participants have divided into nine small groups to discuss on two questions: Thinking about NGO governance in Cambodia, a) what works well? and B) What would you most likely to

improve? All groups need to list down all their answers and then select only one answer for each question. Then facilitator had consolidated the results and reported back to the participants. Here are the key results:

- **The points that works well**
 - All NGOs have board
 - Have strong structure of BoD and implementation team with clear policy, long term strategic plan, through accountability by respecting the system to ensure good governance of NGOs in Cambodia (GPP)
 - Board have clear roles and responsibilities
 - BoD and management have responsibilities and solve problem together

- **Points need to improve**
 - Should have mandate of ED
 - One person should not be a board of many organizations
 - Should have board capacity building
 - How to improve and implement good policy
 - Strengthening the accountability and transparency of BoD and organization and improve the communication between BoD and management team
 - Information sharing should be increased both internal and external organization
 - Should have budget allocated for BoD meeting

(For further details, please see Results of Group Discussion in annex 3)

6.3 Session 3: Presentation on roles of governing authority of non-profit organization by Dr. Pou Sovann, Executive Director of Srer Khmer

Dr. Pou Sovann, member of NCCC, and BoD member of SCW, has presented on the ten roles of non-profit board and concluded about the board in Cambodia context as below:

- 10 Roles of Nonprofit Boards (from Ingram, 1993. "Ten Basic: Responsibilities of non-profit board")
 1. Determine the organization's mission and purpose
 2. Select the executive
 3. Support the executive and review his/her performance
 4. Ensure effective organizational planning
 5. Ensure adequate resources
 6. Manage resources effectively
 7. Determine and monitor the organization's programs and services
 8. Enhance the organization's public image
 9. Serve as a court of appeal
 10. Assess its own performance

(For further details, please see slides presentation in annex 2)

Question and answer:

Q: Whether board of Srer Khmer could complete this 10 points?

A: It is the theory and we still try to follow, hard to proof indicator to what extent that we could follow, but we get GPP certificate it mean we have better improve.

6.4 Session 4: Presentation on responsibilities of governing groups/boards by Dr. Chan Vibol, program Manager of LWD

Dr. Chan Vibol had presented on responsibilities of governing groups/boards. He showed that the responsibilities of board are:

1. Prepare and make sure of bylaw are followed
2. Govern the Executive Director (Board lead the annual performance of ED, regular meeting of board to activate roles of board)
3. Develop and ensure the strategic plan implementation
4. Develop and ensure the quality of program implementation
5. Mobilize and manage financial and human resources
6. Ensure the quality of organization work
7. Ensure the quality of decision making
8. Improve the relationship and communication (with external actor such as donors)

Moreover, he added some other condition to ensure the board effectiveness:

1. Regular meeting
2. Ensure the quality of meeting
3. Delegate power in quality manner (with clear mention in job description of ED)
4. Understanding the situation of organization
5. Get back the information and solving
6. Good communication with other organizations

Question and answer for the presentation:

Q: How many board members for each organization should have?

A: Do not have standard to identify the number of board members, it depend on the large or small organization, but mostly 5-7 people, which usually odd number.

Q: What is the quality of the meeting? Understand the situation of organization, and feedback, and solution? (Asked by Mr. Koy Bunroeun, CCASVA, and NGOCRC)

A: Quality meeting discuss on the priority issue of organization. The meeting is open discussion and dialogues and have action plan after the meeting.

At the end of two presentations, the participants had divided into small group the same as the previous group. Each group need to reflect and share on *“Which roles of your organization’s governing group could be improved? And how?”* and *“Which responsibilities of your organization’s governing group could be improved? And how?”* Then, each group need to list down all their answers and then select two main points. The results of group discussion as following:

(For further details, please see Results of Group Discussion in annex 3)

Small group discussion on role of Board

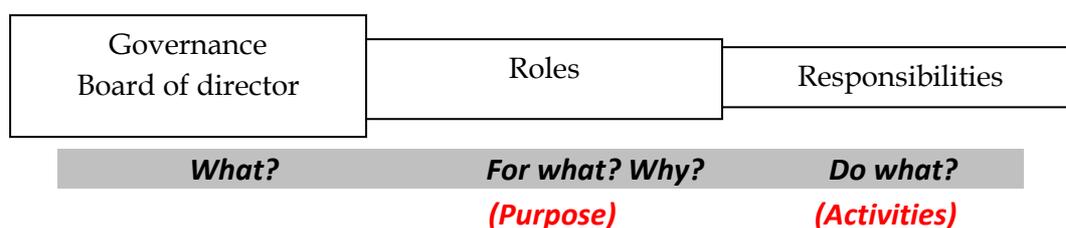
| What roles of your organisation's governing group could be improved? | And how? |
|--|--|
| Resource mobilization (Human and finance) for sustainable organization | <ul style="list-style-type: none"> - Review bylaw - Develop fundraising strategy - Developing relationship with donors - Board capacity development - Communicate with donor - Representative of organization to build network within and outside the country - Make connection with specialist sector for support organisation |
| Ensure the sustainable of organization | <ul style="list-style-type: none"> - Resource mobilization (Human and Finance) for organisation - Extend the communication - Provide regular advice to organization - Monitor and reflect to the management and project implementation - BoD need to have commitment to support organization - BoD is a leader for call meeting, raise the agenda facilitate the meeting - Follow up the performance of ED - Late in providing the recommendation or review document - Don't care about responsibility - Don't have trust and knowledge/culture - Balance the power |
| To ensure transparently Board selection process | <ul style="list-style-type: none"> - Advertising for application |
| Board don't well understand and implement on ToR | <ul style="list-style-type: none"> - BoD read ToR - Review ToR for deep understanding during board meeting - BoD capacity building |
| Board don't have regular meeting plan (quarterly,..) | <ul style="list-style-type: none"> - Make clear plan at the beginning of calendar year - Follow the plan with commitment - Own reflection |
| Board Members should understand NGO's situation and its roles and responsibilities | <ul style="list-style-type: none"> - BoD read ToR, policies, strategies, annual report of program, finance and audit - Close communication and collaboration with ED |
| The BoD did not share the information of the organization to the public | <ul style="list-style-type: none"> - Select BoD who has not work as the same sector |
| BoD need to have the capacity and skill | <ul style="list-style-type: none"> - Train and share successful experience with clear structure |
| Need to improve the role of BoD | <ul style="list-style-type: none"> - Procedure and process of recruitment of BoD - Set up criteria for recruitment BoD |

| | |
|---|---|
| | <ul style="list-style-type: none"> - The recruitment need to respond to the real need of organization - Recruit BoD by management team |
| Build capacity on communication between BoD and management team | <ul style="list-style-type: none"> - Common understanding of organisation - Regular share information to each - Participatory decision making - BoD do the self-reflection |
| Participatory decision making | <ul style="list-style-type: none"> - Provide an opportunity and encourage BoD members to participate in the process of decision making (Policy Level) - Participate in providing direction and strategic plan of organization - Monitor the output of strategic plan implementation of organization - Participate in conflict resolution of organisation |
| Develop and implement the strategic plan of organization in effective way | <ul style="list-style-type: none"> - Clear understanding the vision and mission of organization (recommendation) - Seeking the human resource to facilitate strategic planning - Active participate in development and strategic plan implementation - Develop monitoring and evaluation system for strategic plan implementation - Have mechanism for monitoring and reflect on strategic plan implementation |
| BoD need to improve the monitoring of strategic plan of organization | <ul style="list-style-type: none"> - Support resource mobilization for strategic plan implementation (role) - Staff and target group capacity building need assessment(role) - Provide advice for activities plan implementation I each year |
| <ul style="list-style-type: none"> - Ensure that the organization comply with the policies/by-law (role) - Maintain atmosphere of democratic process in the organization (role) - Ensure fair and justice of solving internal conflict | |
| Ensure quality of program and response to strategic plan and budget | <ul style="list-style-type: none"> - Orient to ED - Select team for program evaluation - Join idea to set up the indicator??? - Review and comment of result finding??? |
| BoD should have right to terminate and recruit ED | |

Group discussion on responsibility of Board

| What responsibilities of your organisation's governing group could be improved? | And how? |
|---|---|
| <ul style="list-style-type: none"> - Do the appraisal for ED and Deputy ED - Responsible in recruiting ED | |
| BoD did not attend the meeting regularly | <ul style="list-style-type: none"> - Share ToR to BoD members, BoD absent three times must resign/terminate - BoD need to have meeting every three months |
| <ul style="list-style-type: none"> - Support in resource mobilization for organisation - Assist ED in developing project proposal for donor | <ul style="list-style-type: none"> - Set time (schedule) to make field visit for project implementation (to understand the work of organization) |
| BoD need to do self-performance appraisal | <ul style="list-style-type: none"> - Need to do assessment for improving |
| Follow up and deep understanding on organization | <ul style="list-style-type: none"> - BoD go down to the community - Do reflection with organization staff and community - Communicate with different organizations in region |
| BoD need to participate in problem solving of organization before resign | <ul style="list-style-type: none"> - Need to state clearly on resignation procedure in bylaw - Inform the resignation procedure to BoD members and follow this procedure |
| Provide advice/direction for program implementation of organization | <ul style="list-style-type: none"> - Determine the specific task - Share plan, report, budget plan to BoD regularly - Organize regular meeting |
| Review ED performance appraisal | <ul style="list-style-type: none"> - Set performance plan with ED - Develop format PA - Meet together between BoD & ED |
| BoD need to participate in selecting consultant, auditor and Review ToR of auditor | <ul style="list-style-type: none"> - Spend time to review ToR of auditor/consultant |

The facilitator found that the participants seem have confusing between roles and responsibilities base on their reflection and sharing results. Then facilitator has briefed some key learning by showing the figure as below and he got the agreement to have some change on the detail results of group discussion and share back to participants for further learning.



6.5 Session 5: Panel presentation of tips/good practices moderated by Mr. Keng Bunchhoeuth, Asia Regional Advisor of Cord

This session was started at the second day. Before starting the session, the facilitator recapped the learning of day one especially focused on group discussion results.

Suggestion/Question from the participants:

- Should have clear definition of governance and management?
- The participant is still not clear on what are the differences between governance and management.
- Should be clear on roles and responsibilities
- Communication and working together of BoD and Management (will discuss next time)

In this session facilitator introduced the process of panel discussion and invited three people to share the tips/good practices on governance: 1) Mr. Phou Teng, Executive Director of CEDCC, 2) Mr. Kep Kannaro, Executive Director of PADEK, 3) Mr. Poeung Sameth, IDEA sub-office manager in Siem Reap.

Mr. Phou Teng, shared the experiences and successful of his organization working with BoD. Previously, board in my organization usually inactive and I was very difficult to organize the meeting with board and I thought to give up my position because of no support from BoD, then one board member encouraged me to apply for GPP. During the process of fulfill recommendation from NCCC group I have reflected on what I have done so far is the role and responsibility of Board. From this reflection, I have applied what I have found by sharing the information and give value to BoD is the successful way to work with them, after that everything has changed. There were 6 among of 7 Board members in last BoD meeting.

Mr. Kep Kannaro, shared on how to make board well function. First, he introduced himself as he used to be board of many organizations such as CCC, NGO Forum, etc. Based on my experiences, to make board have well function, we need ED to approach people who are not only interested to be board but also active and have enough time. When have board meeting we need to call for reminding them as we knew that sometime they have forgot. Moreover, we should have informal meeting or board retreat or invite for meal for discussion and maintain good relationship and communication. He mentioned that board work without benefit because they want to contribute to the social, so we should pay per-diem, accommodation, and transportation if possible.

Mr. Poeung Sameth, shared his real practice on how to recruit BoD from community representatives. BoD is not only share idea but also provided agreement on strategic plan and implementation. We are not difficult in working because there are decisions making from BoD.

BoD is not volunteer, they get some benefits such as insurance, expenditure while there are BoD meeting, especially the decision on membership fee from BoD. Anyways, we have to make sure that there is transparency, accountability and ensure that the benefits for all not for individual. Finally, he would suggest that there should have benefit for BoD.

Question and answer for the panel:

Q: Please share the agenda of board meeting (who prepare agenda, facilitate the meeting and chair of meeting,...) ? What should we do for inactive Board?

A: Based on bylaw of PADEK, board meetings have to conduct 4 times per year. Boards do not have responsibility to raise agenda but ED has to propose the agenda and send to board in advance for their approval. ED also play role as minute taker and send to board after 2 weeks of meeting. We have already set in bylaw, if board missed 2 or 3 times of meeting they have to resign and get certificate of appreciation.

Q: The board recruitment from community representatives is only in Siem Reap? How to manage the membership fee? What are the mechanisms of decision making of Board?

A: All branches are agreed to have board from community representative but it is in the processing. For the membership fee there are 1,287 members and each member need to pay 2000 Riel per month. All money have been collected by key person and kept in the bank. The administrator will check the balance and verify with the document.

Q: ED is a secretariat of BoD, if there is something that ED does not want to show up in agenda of board meeting, what should board do?

A: Board could add some points into the agenda and make decision based on the information from the organization. ED just proposes the agenda not make decision.

Q: How to make board can organize meeting by themselves?

A: There are roles and responsibilities of board in by-law, so we have reviewed all documents with board and they understood and work well.

Q: What are source of budget should be spend for Board?

A: No salary for board but we have policy that set about benefits for board.

Group discussion on tips or good practices for NGO Governance

After the panel shared the good practice, the participants had divided into nine groups to discuss on "Tips or good practices for NGO Governance", all group were asked to list down all their answers and select only two key points for sharing to whole group. The results of group discussion as below:

- Ensure BoD got enough information and respond on time (ED need to share information to BoD and BoD need to review and provide the recommendation back)
- Have clear policy on recruitment and termination of board
- Have close communication with BoD
- Recruit BoD, make sure that the applicants understood the value of organization and fit to their value and have skill match to organization
- Good communication between BoD and MT both formal and informal
- BoD have capacity and experiences related to organization program and willing to spend their own time
- Build capacity of BoD with support from independence consultant
- BoD understands clearly on the role and responsibility and border of their own power
- Ensure the evaluation have system and process whit transparency and accountability

- BoD need to ensure the protection system is in place, is not just a group for problem solving
- BoD raise the agenda for meeting
- Share the information of meeting with BoD
- ED is a politic position with beneficiaries, MT, staff, BoD and donors by using appreciate inquiry out strictly on policies and by-law based
- Board selection should approach to the right person, right job and right place
- Need to have clear policy and ToR for BoD
- Improve the capacity and skill of BoD (BoD dialogue, training, exchange visit)

(For further details, please see Results of Group Discussion in annex 3)

6.6 Session 6: Small group discussions on Action planning

After discussed about governance and reflected the roles and responsibilities of board and management, each participant was asked to raise their action plan for further improvement of board function in their organization and support needed. All their support needed had consolidated and shared back to plenary, those support needed are:

- Improve function of BoD, OD, good governance
- Strengthen the capacity of Board and ED on good governance (roles and responsibilities)
- How to set the criteria for board selection
- Effective board working
- Support on technical, methods, and resource to ensure good BoD
- Donor should allocate budget for board meeting
- Should have forum to share the experiences on good communication between Board and MT
- Request Cord to provide capacity building on strategic plan
- Request CCC to support the ToR for board, strategic thinking, technical on how to do effective delegation and decision making, bylaw and policies, prepare document for applying GPP, review and comments on the draft policies, good sample, have standard for NGOs.

At the end of this session, the organizers consolidated the plan and support needed. *(For further details, please see Participants Support Needed in annex 4)*

6.7 Session 7: Key stakeholders in promoting governance reform in Cambodia

In this session the participants were divided into nine groups to discuss and came up with the recommendations and identified only one main point on key stakeholders in promoting governance reform in Cambodia. Each group has discussed on two key stakeholders such as:

1. NGO and GPP
2. GPP and Board members
3. Board members and Donor
4. MoI and Services for governing authorities (e.g. audit firms, evaluators, assessors).
5. Donor and MoI
6. Services for governing authorities and NGO

7. NGO and GPP
8. GPP and Board members
9. Board members and Donor

The results of group discussion were concluded as below:

a) NGOs

- Resources (advice and experiences) for capacity building for board
- Share good experiences on governance to other organization, management, and financial

b) CCC GPP registration

- Promoting governance reform in Cambodia to have accountability and transparency, opportunity to learn from each other
- Should not take fee (or pay cheaper than now) for registration for applying GPP
- Make strong governance and management system and effectiveness because it is good standard for NGOs practice.
- Assist NGO to ensure the democratic decision making through the assessment and orientation to MT and Board

c) Board members

- Provide direction to the organization especially ED
- Active participate in developing strategic plan, having good communication with ED and other stakeholders, and participate in the meeting to solve the problem of organization
- Provide feedback to MT on strategic plan implementation and organizational development and policies /regulations compliance
- Capacity building on financial, M&E, and program implementation

d) Donors

- Provide capacity building for Board and management
- Increase overhead cost
- Provide advice to improve internal management (finance, human resource, M&E, and program implementation)

e) Ministry of Interior (MoI)

- Serious check on law and regulation documents before endorse
- Monitor on NGOs who active or not active, it is time for dissolving NGO who has no activities

f) Services for governing authorities (e.g. audit firms, evaluators, assessors)

- Provide recommendation for improving the weakness, limitation of financial management, and have transparency and accountability
- Reflection on effectiveness, efficiency, and responsiveness to the beneficiaries to have sustainability

(For further details, please see Results of Group Discussion in annex 3)

6.8 Report back from facilitator and Next Plan

The facilitator shared summary of the workshop and step forward. He focused on three main points those were history, current situation, and going forward of NGO Governance.

➤ History

- INGO-donors have not adequately supported capacity of NGO governance groups
- INGO-donors have not adequately valued governance and have funded weak governance.

➤ Current situation

- Most people are not clear on what governance is
- Most people are not clear on the role and responsibilities of governance groups
- We lack people who can and want to do the governance Board role well.
- The situation for governance of associations is similar but different.

➤ Going forward:

- We finalize the report and clarify some things such as roles/responsibilities
- We develop a working group on NGO governance.
- The Working Group drafts plans for improving NGO Governance
 - a. The plans includes actions related to change or capacity development in each stakeholder group (e.g., donors, MOI, Boards..)
 - b. The plan includes developing capacity for community leaders and retired people to be able to Board members
 - c. The plan includes capacity support in provinces as well as in Phnom Penh.
- The Working Group presents the plans to this larger group and donors
- Discussions with donors so they can collectively support the plan
- Implement the plan and develop models of strong NGO Governance in Cambodia
- Do something similar for governance of associations and CBOs?

(For further details, please see Summary of workshop and steps forward in annex 5)

6.9 Where to next?

Facilitator invited two speakers, Dr. El Sotheary, Head of Program of CCC, and Mr. Grame Brown, Executive Director of SADP to future support.

Before hand over the stage to the participants, both speakers provided an overall idea related to governance and they expressed their feeling for two days workshop as well. Next, there were some questions from participants such as:

- From Participants: Can GPP team share the standard relate to governance (related to Board)?
Response by Dr. El Sotheary, for sure GPP team can share this standard to all participants in November. Cord will organize board workshop in December 2014, they are welcome to all interested participants. SADP can share document relate to improve NGO governance (For interested NGO, please contact via email: Kunthy@sadp-asia.org)
- CCC should have regular forum for donors have a chance to discuss on board capacity building and avoid the overlapping of funding support to their partners.
- CCC should create working group for board capacity development
- Should include in the workshop about the roles of board that have problem.

6.10 The session on GPP

There were two presentations in this session to share the information about Governance Professional Practice (GPP), which is related to the effective NGO governance for NGOs in Cambodia.

Mr. Meas Savath, Certification Specialist of CCC presented on GPP code's response to the board's role. The keys sharing of his presentation were included:

- Introduction of GPP
- NGO Governance and Professional Practice(NGO GPP)
- Many important challenges are faced by boards
- Objective of code and standards
- Standards cover 6 performance areas
- GPP codes response to the board's roles
- Recommendations for improvement of functioning of boards

Ms. Lim Sivhong, TAF's Senior Program Officer and NCCC's member, presented on the importance of GPP standards for strengthening the governance of NGOs. She started with introducing the GPP background which is a symbol of good governance and responsive to presence of 4,236 NGOs. Then she shared the challenges of NGOs governance by starting with three questions: 1) why we care about governance? 2) why governance (board) and management (ED) need to be cohesive? And 3) why governance and management matter to organization? She also mentioned that GPP code and standard are real value added to NGOs governance by:

- A. Presence of strong practical tools and guidance
- B. Presence of complaint procedure
- C. Technical support from GPP staff
- D. Comprehensive assessment report
- E. Maintain connectivity with certified NGOs through visit/on-going communication
- F. On-going Capacity building support (training/conference/ workshop)

She concluded her presentation by raising a question to all participants for consideration that "Is presence of GPP/VCS ensures a strong governance?"

After both presentation, there were question and suggestion had risen as below:

Q: Could you please share about the system of GPP application?

A: Because of time limited, so please contact to GPP group via phone number 012 87 51 60, 077 27 56 16.

Suggestion: From Action Aid, she was really appreciated for GPP to provide certificate to NGOs in Cambodia. It was a sign of good governance within those organizations.

(For further details, please see slide presentation in annex 2)

VII. Closing remark

Dr. El Sotheyary, Head of Program of CCC gave the closing remarks and declared that this is very fruitful workshop. She felt happy to see great results and many suggestions from participants to organizers and CCC as well. She thanked for good cooperation of organizers, high commitment of CCC staff, and participants for sharing value time to participate in two days workshop. Last but not least, she thanked to all donors and CCC EXCOM especially Mr. Monyroth who was a former EXCOM of CCC.

Reflection and comments by organizers after finished each day of workshop:

- Different expectation, and different level of understanding
- Some participants do not dare to express their ideas. It is better to arrange the ideas by counting the number; therefore, it is better mix. The participants may need to encourage less voice to speak out. The questions are better turn to general reflection, and not touch directly.
- Participants expected to get what have mentioned or theories, and become one-output documents from the workshop. If we could show and wrap up what have been raised, therefore, they could see what have been done.

VIII. Conclusion

The workshop went well and met its objectives. After two days workshop, the participants NGOs have learnt and reflected on governance and the roles and responsibilities of Boards and ED, they are able to explain and differentiate between management and governance, shared experiences of boards and management, especially they committed to encourage partner NGOs and prepare themselves to apply for NGO GPP certification. In addition, the organizer team gained some lesson learnt such as facilitation methods, process, and time for each session etc, from this workshop and it will be used to improve for next workshop (if any). Finally, the organizers will take into consideration on all comments and suggestion from participants and plan to take more action on way forward.

IX. Evaluation of the Workshop

Regarding the workshop evaluation, the participants thought that in general the organizing including process, venue, materials, organizer were good and the duration of workshop was not too short and long (88%). However, there were some aspects of the workshop need to be improved such as kit and document sharing (36%), have more space to participants to have more question and answer, clarification, and suggestion (27%), Time management and process of workshop (12%), and so on.

Moreover, 39 participants are going to apply what they have learnt from this workshop in their organization, such as they will review policy, prepare guideline, strengthening, review, revise, and set up of roles and responsibilities of Board and MT after they got more understanding on Roles and responsibilities of Board and MT (54%), sharing the differences of governance and management (13%), All good experiences sharing from workshop (10%), especially they stated that they will review policy and bylaw based on GPP standards in order to apply for GPP (5%).

Finally, they have shared other comments and suggestion to continue this workshop, which is related to Board and ED (33%), asking for report and other documents (19%), Workshop should be conducted for 3 days or longer (14%), consider on board capacity building (10%), and so forth.

(For further details, please see workshop evaluation result in annex 6)