



Terms of Reference and Call for Proposals to Review and Update WENDA's Human Resource, Finance, and Procurement Policies

1. Background

The West Nile Development Association (WENDA) is a regional association established in 1993. WENDA brings together local governments, private sector actors and civil society organisations to coordinate regional peace and development. Its mission is to promote sustainable development and peaceful coexistence by empowering development actors and coordinating regional initiatives. Its focus areas include regional economic growth, leadership and governance, refugee and migrant response, environment and climate governance, peacebuilding and regional engagement.

ACODE and WENDA, with support from the Embassies of Denmark, Ireland, the Netherlands and Sweden under the Programme on Accountability, Civic Engagement and Rights (PACER), are jointly implementing the project “Strengthening Civic Engagement, Voice, Service Delivery, and Climate Justice for Improved Accountability in Uganda.”

As part of WENDA's institutional strengthening under the PACER Programme, ACODE and WENDA seek to strengthen WENDA's capacity to sustain and build on the programme's results. The partners are therefore inviting qualified individual consultants or consulting firms to undertake an Organisational Capacity Assessment and develop a practical, costed Capacity-Building Plan. The assessment will establish an evidence-based picture of WENDA's organisational strengths and capacity needs, identify priority risks, and recommend feasible actions that WENDA and its partners can implement and monitor.

The assessment will consider WENDA's current strategic direction, governance and membership arrangements, operating model, existing policies and systems, ongoing programmes and partner requirements. The consultant will verify these matters through document review and engagement with WENDA and its stakeholders. The assessment will be evidence-led and should not presume that a capacity gap exists in any specific area before the evidence is collected.

On behalf of WENDA, the Advocates Coalition for Development and Environment (ACODE) invites qualified consultants or consulting firms to assess WENDA's organisational capacity and prepare a costed, sequenced capacity-building plan that strengthens WENDA's ability to fulfil its mandate across West Nile.

2. Purpose and Objectives

The purpose of the assignment is to produce an evidence-based assessment of WENDA's institutional and operational capacity and a prioritised, costed plan to address the most important capacity needs.

The specific objectives are to:

- a) Assess WENDA's governance, leadership, organisational structure, strategic direction and accountability arrangements.
- b) Review the adequacy, application and accessibility of key policies, procedures, controls and management systems.
- c) Assess the capacity of WENDA's personnel, leadership and governing bodies to carry out their roles and sustain institutional knowledge.
- d) Examine WENDA's programme and project management, partnership coordination, advocacy, communications, monitoring, evaluation, accountability and learning functions.
- e) Assess financial management, budgeting, internal controls, procurement, resource mobilisation and financial sustainability.
- f) Review WENDA's approach to gender equality, social inclusion, safeguarding, protection from sexual exploitation, abuse and harassment, complaints handling and risk management.
- g) Assess information management, digital systems, records management, data protection and organisational learning.
- h) Identify and prioritise capacity gaps, their root causes and implications for WENDA's mandate and performance.
- i) Develop a realistic, sequenced, costed and measurable capacity-building plan, including implementation responsibilities, indicators and review arrangements.

3. Scope of Work

The consultant will assess WENDA as an organisation and as a regional coordination platform. The following domains provide the minimum scope. The consultant may refine the framework during inception, with WENDA's agreement, and should distinguish organisational capacity from external constraints that WENDA cannot directly control.

Assessment domain	Indicative areas for review
1. Governance and leadership	Constitutional and governance instruments; roles and decision rights of the Board/Council, committees and management; meeting and oversight practices; accountability to members; leadership transition and succession; conflict-of-interest management.
2. Strategy and operating model	Strategic plan and annual planning; alignment between mandate, priorities, structure and resources; membership value proposition; regional coordination model; clarity of roles and service offer to members.
3. People and organisational culture	Structure and staffing; role clarity; performance management; recruitment, induction, retention and succession; staff development; leadership capability; staff wellbeing; internal communication and organisational values.
4. Policies, systems and internal controls	Existence, relevance, approval, accessibility and use of policies and procedures; delegation of authority; risk management; compliance tracking; document control; business continuity and internal assurance.
5. Financial management	Budgeting and financial reporting; accounting and audit follow-up; cash-flow management; internal controls; cost allocation; partner financial

and sustainability	compliance; funding diversification, unrestricted income and longer-term sustainability.
6. Programme and project management	Project design and implementation; work planning; partner coordination; delivery oversight; quality assurance; adaptive management; procurement and contract management; reporting and close-out.
7. Monitoring, evaluation, accountability and learning	Results frameworks and indicators; baseline and performance data; data quality; feedback and complaints; learning and knowledge products; use of evidence for management decisions and advocacy.
8. Partnerships, membership and regional coordination	Member engagement and representation; relations with local governments, private sector, civil society, national institutions and development partners; coordination mechanisms; partnership due diligence and management.
9. Advocacy, communications and influence	Issue analysis; advocacy planning; policy engagement; public and member communications; media and digital presence; evidence packaging; tracking of influence and follow-up.
10. Gender equality, social inclusion and safeguarding	Representation and participation of women, youth, persons with disabilities, refugees and other groups relevant to WENDA's work; accessibility; safeguarding and PSEAH systems; safe reporting, response and referral arrangements.
11. Digital, information and knowledge management	IT and connectivity; records and data management; access controls and cyber hygiene; data privacy; digital collaboration; knowledge retention and sharing across the regional network.
12. Risk, resilience and duty of care	Strategic, operational, financial, reputational and programme risks; security and duty of care; emergency preparedness; conflict sensitivity; environmental and social considerations relevant to WENDA's activities.

For each domain, the consultant will document evidence reviewed, current practice, strengths, gaps and their root causes, risk or performance implications, and recommended actions. The assessment should account for the distinction between WENDA's own institutional capacity and the capacity of member organisations or regional systems.

4. Methodology and Approach

The consultant will propose a participatory, evidence-based methodology that combines document review with qualitative and quantitative assessment. The approach should be proportionate to WENDA's scale and should create space for candid input while protecting confidentiality.

- a) Inception and document review. Review WENDA's governing and strategic documents, organisational charts, membership information, policies, plans, budgets, audited accounts or audit findings, programme and partner reports, monitoring data, risk registers and other relevant records made available by WENDA.

- b) Assessment framework and tools. Agree a domain-based assessment matrix with indicators, evidence sources and a transparent rating scale. A suggested four-point scale is emerging, developing, established and strong, with “not assessed” used where evidence is insufficient. Ratings must be supported by evidence and should not be presented as an audit opinion or certification.
- c) Key informant engagement. Interview Board/Council members, management, staff and a purposive sample of local government members, civil society, private sector, development partners and other stakeholders relevant to WENDA’s mandate. The consultant should propose a feasible sample and explain how it will ensure representation across relevant stakeholder groups and geography.
- d) Staff and stakeholder consultation. Use confidential staff discussions, a short self-assessment or survey, focus group discussions or other suitable methods to test how formal systems function in practice. The consultant should take reasonable steps to include women and groups whose perspectives may otherwise be missed.
- e) Triangulation and analysis. Compare documents, reported practice and stakeholder experience. Identify root causes, capacity dependencies and external constraints. Analyse institutional risks and prioritise gaps by importance, urgency, feasibility and potential effect on WENDA’s mandate.
- f) Validation. Present preliminary findings to WENDA leadership and relevant stakeholders for factual checking and interpretation. Record areas of agreement and disagreement and show how feedback was addressed in the final report.
- g) Plan development. Translate priority findings into sequenced capacity actions, specifying owners, timeframes, estimated costs, required expertise, dependencies, funding options, indicators and review arrangements. Separate quick improvements from medium-term institutional changes and distinguish actions for WENDA from those requiring member or partner support.

The consultant will apply informed consent, confidentiality, do-no-harm and data minimisation principles. Sensitive disclosures, particularly those involving safeguarding or misconduct, must be handled through a procedure agreed with WENDA before data collection begins. The consultant will not investigate allegations under this assignment.

5. Key Questions to be Answered

- a) How well do WENDA’s governance and accountability arrangements support its regional mandate and membership?
- b) Are WENDA’s strategy, structure, staffing and resources aligned with its current priorities and functions?
- c) Which organisational systems are functioning well, which are inconsistently applied, and what explains the gaps?
- d) What capabilities are most important for WENDA to coordinate local governments, civil society, private sector and partners effectively?
- e) How adequate are WENDA’s financial, programme, people-management, safeguarding, data and risk systems for its current and anticipated work?
- f) What are the highest-priority capacity investments over the next 12 to 24 months, who should lead them, and how will progress be measured?
- g) Which improvements can WENDA implement internally, and which require technical assistance, financing, member action or partner support?

6. Deliverables and Indicative Schedule

Deliverable	Minimum content
1. Inception report and agreed assessment framework	Work plan, document request list, stakeholder map, methodology, sampling approach, data collection tools, rating rubric, safeguarding and confidentiality procedures, gender and inclusion procedures, and finalised schedule.
2. Preliminary findings presentation	Emerging strengths, gaps, risks and priority themes, with an opportunity for factual validation by WENDA.
3. Draft OCA report and draft capacity-building plan	Evidence-based analysis, domain ratings, root causes, prioritisation and a costed, sequenced plan with proposed responsibilities and indicators.
4. Validation session and feedback matrix	Facilitate one validation session in Arua or online; submit a record of feedback and how each substantive point was addressed.
5. Final OCA report and capacity-building plan	Final, accessible and editable documents incorporating agreed feedback, with an executive summary and implementation tools.

The consultant will propose a detailed work plan at inception with specific timelines and dates. ACODE and WENDA will jointly review deliverables and provide consolidated feedback within five working days of receipt, subject to agreement in the contract. The consultant will address comments within five working days unless another period is agreed. A deliverable is complete when ACODE and WENDA have accepted it in writing.

7. Required Content of Final Outputs

7.1 Organisational Capacity Assessment report

The final OCA report should include:

- Executive summary with the overall capacity picture and top priority actions.
- Purpose, scope, methodology, stakeholder coverage and limitations.
- Organisational profile and operating context based on verified information.
- Domain-by-domain findings, evidence, strengths, gaps, root causes and implications.
- A summary capacity scorecard showing ratings and confidence in the evidence.
- Prioritisation of capacity gaps, including the criteria used.
- Conclusions and recommendations linked to WENDA's mandate and strategic direction.
- Annexes containing assessment tools, stakeholder categories consulted, documents reviewed and the detailed scorecard.

7.2 Capacity-Building Plan

The Capacity-Building Plan should be a practical management tool covering a 12- to 24-month period. At minimum it should include:

- Capacity priority and evidence-based rationale.
- Specific action and expected result.
- Responsible WENDA role or body and supporting actors.
- Priority level and proposed timing.

- e) Required skills, technical assistance or organisational resources.
- f) Indicative cost in Uganda shillings, with assumptions and potential funding source.
- g) Dependencies, risks and mitigation measures.
- h) Output and outcome indicators, baseline where available, target and means of verification.
- i) A quarterly review and updating mechanism.

The consultant will also provide editable copies of the assessment tools, scorecard, stakeholder interview guides, survey instruments and capacity-plan tracker in Word or Excel, as appropriate. All outputs should be in clear professional English and suitable for use by WENDA leadership, staff and partners.

8. Duration and Level of Effort

The assignment is expected to require approximately 30 working days over six calendar weeks from contract commencement. The level of effort should include preparation, field or stakeholder engagement, analysis, report drafting, validation and revision. The consultant may propose a different level of effort with a clear justification, but the overall period should remain practical for completing the consultations and obtaining WENDA's feedback.

9. Management and Coordination

The consultant will report to the Project Manager at ACODE. WENDA will appoint a focal person to coordinate access to documents, interviews and meetings, consolidate comments and arrange the validation session. The consultant will provide brief progress updates at agreed intervals and immediately raise any issue that could affect quality, scope or schedule.

WENDA will facilitate access to relevant organisational records and stakeholders, subject to consent and confidentiality requirements. The consultant is responsible for professional fees, local transport, accommodation, communications, data-collection costs and applicable taxes unless the final contract expressly assigns a cost to WENDA. The financial proposal should state all cost assumptions and show any reimbursable expenses separately.

10. Consultant Qualifications and Experience

The assignment may be undertaken by an individual consultant or a small consulting team. The proposed lead consultant should meet the following minimum requirements:

- a) A master's degree in organisational development, management, public administration, development studies, social sciences, governance or a related field.
- b) At least seven years of relevant professional experience in organisational capacity assessment, institutional development, organisational strengthening or strategic planning.
- c) Demonstrated experience assessing civil society organisations, membership associations, local government networks, regional platforms or comparable organisations.
- d) Experience developing costed capacity-building plans, institutional improvement roadmaps or change plans that have been implemented and monitored.
- e) Sound understanding of governance, human resource management, financial management, programme quality, monitoring and evaluation, partnership management and organisational sustainability.
- f) Excellent analytical, facilitation, interviewing and report-writing skills in English.

- g) Ability to work respectfully with diverse stakeholders and handle confidential information with discretion.

A multidisciplinary team may include expertise in organisational development, governance, financial management, human resources, safeguarding and monitoring and evaluation. The proposal should identify the lead consultant, each team member's role, level of effort and relevant experience. Evidence of prior assignments should be provided through brief descriptions, references or sample outputs, subject to client confidentiality. The lead consultant's experience will be the primary basis for scoring relevant experience under the evaluation criteria.

11. Proposal Submission Requirements

Interested consultants or firms should submit separate technical and financial proposals.

The technical proposal should include:

- a) Understanding of the assignment and proposed analytical framework.
- b) Methodology, stakeholder coverage, tools, quality assurance and ethics arrangements.
- c) Work plan and level of effort linked to the deliverables.
- d) Team composition, CVs and division of responsibilities.
- e) Examples of relevant assignments and contactable referees.
- f) Disclosure of any actual or potential conflict of interest.

The financial proposal should provide a lump-sum fee in Uganda shillings, with professional fees, taxes, travel and other costs shown separately. The lump-sum price should be inclusive of all applicable taxes. It should state the validity period of the offer and any assumptions.

Technical and financial proposals should be submitted to **procurement@acode-u.org** by **15 October 2026**. ACODE may request clarification or an interview with shortlisted consultants, in consultation with WENDA where appropriate.

12. Evaluation Criteria

ACODE, as the procurement entity, will convene a joint evaluation process with WENDA. ACODE and WENDA will jointly evaluate technical and financial proposals using the criteria below and applicable procurement procedures. Technical proposals will be scored out of 80 points. A minimum score of 56 technical points is required to proceed to financial evaluation.

Technical criterion	Points
Understanding of the assignment and strength of the proposed assessment framework	15
Methodology, stakeholder engagement, inclusion, ethics and quality assurance	25
Relevant experience of the lead consultant or firm	20
Qualifications and suitability of the proposed team	15
Feasibility of the work plan and deliverables	5
Technical subtotal	80
Financial proposal and value for money	20
Total	100

ACODE and WENDA will jointly determine the combined technical and financial evaluation outcome. ACODE will maintain the procurement record and communicate decisions to applicants. ACODE may seek clarifications or cancel the call in accordance with its procurement procedures, in consultation with WENDA.

13. Payment Schedule

Payments will be linked to satisfactory completion and written acceptance of deliverables by ACODE and WENDA as specified in the contract. The final contract will specify the payment terms, applicable taxes and any reimbursable expense rules.

14. Ownership, Confidentiality and Ethical Requirements

- a) All reports, tools, datasets, notes and other materials produced under the contract will become WENDA's property upon payment, subject to the terms of the final contract.
- b) The consultant must keep non-public WENDA and stakeholder information confidential and must not disclose or reuse it without WENDA's written approval.
- c) The consultant must obtain informed consent for interviews or surveys, explain the purpose of data collection and avoid collecting personally identifiable information unless necessary and authorised.
- d) The consultant must disclose any conflict of interest and take reasonable measures to protect participants from harm, retaliation or unwanted disclosure.
- e) The consultant must comply with applicable laws and WENDA's relevant policies, including safeguarding and data protection requirements made available for the assignment.
- f) Any safeguarding concern received during the work must be managed under the agreed referral and reporting protocol. The consultant's role is not to investigate allegations.

15. Acceptance Standards

ACODE and WENDA will jointly assess each deliverable against the following standards:

- a) Findings are supported by traceable evidence and clearly distinguish fact, interpretation and recommendation.
- b) The assessment covers the agreed domains and explains any domain not assessed.
- c) The methodology, sample and limitations are transparent.
- d) Priorities reflect WENDA's mandate, risk, urgency, feasibility and expected benefit.
- e) The capacity-building plan is costed, sequenced, assigned and measurable.
- f) Stakeholder feedback is accurately represented, and responses to substantive comments are documented.
- g) The documents are clear, internally consistent, professionally edited and submitted in editable formats.

16. Submission of Financial and Technical Proposals

Submit the financial and technical proposals to procurement@acode-u.org by October 30, 2026.