AL-GHIYATH
AID FOUNDATION

# Governance Charter

**INCORPORATED TRUSTEES OF AL-GHIYATH AID FOUNDATION**

*The governing instrument of the Foundation*

Version 1.0

*Together, we bring relief to those in need*

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# About This Document

*This document is the constitutional memory of Al-Ghiyath Aid Foundation: the single reference that explains who we are, why we exist, and how we are meant to operate, long after the founding generation has moved on.*

It is the comprehensive governance and operations manual of Al-Ghiyath Aid Foundation (the "Foundation"). It is designed so that a newly appointed trustee, an incoming Executive Director, a prospective donor, an auditor, a regulator, or an implementing partner can read it and understand, with precision, how the Foundation is intended to be governed, financed, and run.

> **Order of precedence**
>
> The Foundation's registered Constitution prevails in law. The Governance Charter governs below it. The Strategy Document and Operations Manual are subordinate to the Charter; where any of them conflicts with it, the Charter prevails.

# Status and Authority of This Charter

### Status and authority of this document

- Hierarchy. In the event of any conflict, the Foundation's registered Constitution prevails over this Blueprint, and this Blueprint prevails over individual policies, manuals, and standard operating procedures (SOPs) issued under it.
- Custodian. The Board of Trustees owns the Charter. The Company/Board Secretary is its custodian and is responsible for version control, controlled distribution, and safe-keeping of the master copy.
- Review cycle. It is reviewed at least once every two (2) years or whenever the Trustees deems fit, and immediately after any material change in law, scale, or strategy. Volumes on Governance, Operations, Finance may be updated more frequently as policies are refined.
- Amendment. Substantive amendments require a resolution of the Board of Trustees.. Amendments to the Foundation's purpose, core values, or the Founder & Legacy Preservation Framework (Volume V) are "entrenched" and require the special majority described in that volume.

**Important note on legal and financial content**

This Blueprint is a governance and management instrument, not a substitute for professional advice. The model Constitution, policies, and financial structures described here must be finalised and validated by a CAC-accredited lawyer, a chartered accountant/auditor, a Chartered Secretary, and (where Islamic finance instruments are used) a competent Shari'ah adviser before adoption.

# Volume I — Foundation Identity

Identity before activity. This volume defines the foundational purpose, institutional character, and core values of Al-Ghiyath Aid Foundation, thereby providing the enduring framework and standards against which all future decisions, policies, programmes, and activities of the Foundation shall be evaluated.

## Vision, Mission and Core Values

**Vision**

A world in which no person is abandoned to preventable suffering, and in which every community has the means to care for its most vulnerable members.

**Mission**

To bring timely relief to those in distress and to empower vulnerable individuals and communities toward dignity and self-reliance — by meeting basic needs, facilitating access to healthcare, promoting education and empowerment, and fostering community support.

### Core Values — C·I·D·E·A·S

| | Value | What it means |
|---|---|---|
| C | Compassion (Ghiyath) | We respond to suffering with urgency and warmth. |
| I | Integrity & Inclusion | We are honest with funds, facts, and promises. We serve on the basis of need, without discrimination. |
| D | Dignity | We protect the self-respect of those we serve. |
| E | Empowerment & Excellence | We help people stand, not just survive. We pursue quality and continuous improvement. |
| A | Accountability | We answer to donors, beneficiaries, and regulators. |
| S | Stewardship | We treat resources as a trust (amanah). |

## 1.1 Executive Summary

Al-Ghiyath Aid Foundation is a non-profit, non-political, faith-inspired humanitarian and development organisation. Its name draws on the Arabic root meaning succour, rescue, and relief; its promise is captured in the tagline “Together, we bring Ghiyath (relief) to those in need.” The Foundation exists to stand with people at their hardest moments and to walk with them toward dignity, health, knowledge, and self-reliance.

The Foundation pursues four registered objectives, which form its four operating pillars:

(1) to provide immediate relief and basic needs;

(2) to facilitate access to healthcare and medical assistance;

(3) to promote education and empowerment; and

(4) to foster community support. These pillars are deliberately sequenced — relief stabilises, health restores, education and empowerment transform, and community sustains — so that the Foundation moves beneficiaries from crisis to capability rather than fostering dependency.

| Registered name | Incorporated Trustees of Al-Ghiyath Aid Foundation |
|---|---|
| Working name | Al-Ghiyath Aid Foundation (“the Foundation”) |
| Legal form | Incorporated Trustees under Part F of the Companies and Allied Matters Act (CAMA) 2020 |
| Regulator | Corporate Affairs Commission (CAC), Nigeria |
| Registration no. | 9715376 |
| Date of incorporation | 27/07/2026 |
| Founder | **Mariya Aliko Dangote** |
| Registered/head office | 122Y, MORIJA CLOSE, WUSE 2, ABUJA, FCT,NIGERIA, |
| Tax status | Tax-exempt charitable body (subject to FIRS confirmation); TIN [number] |
| Tagline | Basic Needs. Health. Education. Community. |

This Blueprint translates that purpose into a complete operating system: a governance structure built on a Board of Trustees and professional management; a diversified, resilient funding model; a disciplined programme architecture; a robust framework for risk, compliance, and safeguarding; and a long-term plan for growth and institutional preservation.

## 1.2 Founder’s Vision

The Foundation began as one person’s refusal to look away. The Founder, **Mariya Aliko Dangote**, saw families unable to afford a single meal, patients turned away from care for want of a modest fee, and bright children whose futures were closed by circumstances they did not choose. The conviction that gave rise to Al-Ghiyath is simple: that no human being should be abandoned to suffering that others have the means to relieve, and that charity at its best does not merely soften hardship but helps people rise out of it.

The Founder’s vision is therefore twofold. First, to build an institution of relief that is fast, honest, and humane — present when people are at their most vulnerable. Second, to build an institution of empowerment that outlives any individual, governed by integrity, sustained by diversified resources, and trusted enough to grow from a local foundation into a national and ultimately international force for good. This document exists so that vision can be inherited intact.

## 1.3 Background and Story

Al-Ghiyath Aid Foundation was conceived in response to the everyday emergencies that surround communities across Nigeria: food insecurity, the high out-of-pocket cost of healthcare, gaps in access to education, and the fragility of households one shock away from crisis. What might have remained private generosity was deliberately formalised into an institution so that the help could be larger, more consistent, and accountable.

The Foundation was incorporated as Incorporated Trustees under Part F of CAMA 2020, giving it legal personality, perpetual succession, and the capacity to hold property, enter contracts, receive grants, and be held accountable in its own name. From the outset, the founding intent was that Al-Ghiyath

would not be the project of a single benefactor but a durable public-benefit institution — professionally governed, transparently financed, and built to serve for generations.

## 1.4 Statement of Need and Foundation Objectives

Al-Ghiyath Aid Foundation is established in response to interconnected social and humanitarian challenges affecting vulnerable individuals, families, and communities within its areas of operation. These challenges often reinforce one another. For example, illness or the loss of a household breadwinner may reduce household income, compromise access to food and healthcare, interrupt a child's education, and weaken the family's capacity to recover from future shocks.

Accordingly, the Foundation adopts an integrated approach that combines immediate humanitarian assistance with interventions intended to strengthen individual and community resilience over the longer term.

The Foundation's mandate is principally shaped by the following areas of need:

| Area of Need | Nature of the Challenge | Contributing Factors | Foundation Objective |
|---|---|---|---|
| Basic Needs and Food Security | Vulnerable households may be unable to meet essential needs, including food, potable water, shelter, clothing, and other necessities, particularly following displacement, disaster, bereavement, loss of livelihood, or other emergencies. | Poverty, unemployment, rising living costs, weak social safety nets, displacement, conflict, flooding, fire, and other recurrent shocks. | To provide timely humanitarian relief and basic-needs support to vulnerable persons and households, while promoting pathways towards greater household stability and self-reliance. |
| Access to Healthcare | Preventable and treatable illnesses may remain untreated because individuals cannot afford or access appropriate healthcare. Vulnerable populations may also face heightened maternal, child, emergency, and chronic health risks. | High out-of-pocket healthcare expenditure, inadequate access to facilities, geographical barriers, limited preventive care, and low health awareness. | To improve access to essential healthcare, medical assistance, preventive health interventions, and health education for vulnerable and underserved persons. |
| Education and Human Development | Children and young people may be excluded from education or unable to maximise their potential because of inadequate financial resources, learning materials, vocational opportunities, or skills development. | Direct and indirect costs of education, household poverty, inadequate learning resources, unemployment, and gaps between formal education, employable skills, and livelihood opportunities. | To promote access to education, scholarships, learning resources, vocational training, mentorship, and skills development that enhance long-term opportunity and economic participation. |
| Social Protection and Community Resilience | Orphans, widows, persons with disabilities, elderly persons, displaced persons, and other vulnerable individuals may lack dependable family, | Poverty, social exclusion, weakened traditional support structures, insufficient formal social protection, and limited access to sustainable livelihood opportunities. | To strengthen social protection, inclusion, livelihoods, and community-based support systems for vulnerable persons and groups. |

| Area of Need | Nature of the Challenge | Contributing Factors | Foundation Objective |
|---|---|---|---|
| | community, or institutional support systems. | | |

### Strategic Purpose

Through these objectives, the Foundation seeks to address both immediate vulnerability and its underlying causes. Its interventions will therefore, as appropriate, combine relief, protection, empowerment, education, healthcare, livelihood support, partnership, and community development.

The Foundation recognises that it cannot, acting alone, resolve these challenges at national or global scale. Its responsibility is instead to achieve measurable and sustainable impact within the communities and beneficiary groups it serves, while ensuring that its interventions are transparent, accountable, inclusive, and consistent with its charitable purpose and core values.

The Foundation shall further seek to develop, document, and promote effective intervention models that may be replicated, supported, or scaled through collaboration with government institutions, development partners, donors, communities, private-sector organisations, and other non-profit organisations.

### Overarching Objectives

Accordingly, the overarching objectives of Al-Ghiyath Aid Foundation are to:

1. Relieve poverty, hardship, hunger, and humanitarian distress among vulnerable individuals, families, and communities;
2. Facilitate access to healthcare and promote health and wellbeing, particularly among underserved populations;
3. Advance education, skills development, and human capacity, particularly for children, young people, and economically disadvantaged persons;
4. Protect and support vulnerable and marginalised persons, including orphans, widows, persons with disabilities, elderly persons, displaced persons, and other persons requiring social assistance;
5. Promote sustainable livelihoods, economic empowerment, and self-reliance as means of reducing long-term dependency and vulnerability;
6. Strengthen community resilience and social support systems to improve the capacity of communities to withstand and recover from economic, social, health, and humanitarian shocks;
7. Develop strategic partnerships and collaborative programmes with public institutions, private organisations, donors, communities, and other development actors in furtherance of the Foundation’s charitable objectives; and
8. Deliver all programmes and interventions with integrity, accountability, transparency, dignity, fairness, and measurable impact.

### 1.4.1 Pillar and Objective Mapping

The Foundation uses shorter public names for its four pillars in its identity materials, website and communications, while its objects are expressed more fully at §1.4. The following table governs the relationship between the two, and is used when testing whether a proposed programme falls within the Foundation’s mandate.

| Public pillar name | Area of need (§1.4) | Pillar as described in the Strategy Document |
|---|---|---|
| Basic Needs | Basic Needs and Food Security | Pillar 1 — Relief & Basic Needs |
| Healthcare Access | Access to Healthcare | Pillar 2 — Healthcare Access |
| Education & Empowerment | Education and Human Development | Pillar 3 — Education & Empowerment |
| Community Support | Social Protection and Community Resilience | Pillar 4 — Community Support |

A proposed programme that cannot be mapped to an area of need at §1.4 falls outside the Foundation's mandate and shall not be funded, however worthy it may be.

## 1.5 Theory of Change

"The Foundation's Theory of Change is that timely relief, improved access to health and education, and strengthened skills and community support will enable vulnerable individuals and households progress from crisis to stability and ultimately to sustainable self-reliance."

## 1.6 Guiding Principles

- **Need before all else**. Resources follow demonstrated need and impact, never personal connection or favouritism.
- **Do no harm**. Programmes are designed to avoid creating dependency, conflict, or unintended damage to communities or the environment.
- **Beneficiary voice**. The people we serve help shape, and are free to critique, the help they receive.
- **Transparency by default**. Information is published unless there is a clear safeguarding, legal, or privacy reason to withhold it.
- **Subsidiarity & partnership**. We work with and through local structures and partners rather than displacing them.
- **Sustainability of the institution**. The Foundation protects its own long-term health — financial, ethical, and reputational — so that it can keep serving.
- **Faith-inspired, universally serving**. Our motivation is rooted in faith and the ethic of charity; our service is open to all without distinction.

# Volume II — Governance

*Governance is how the Foundation keeps faith with its donors, beneficiaries, and the law. This volume defines who holds authority, how it is exercised, and the ethical guardrails that bind everyone.*

## 2.1 Legal Structure

Al-Ghiyath Aid Foundation is registered as Incorporated Trustees under Part F (Sections 823–850) of the Companies and Allied Matters Act (CAMA) 2020, and regulated by the Corporate Affairs Commission (CAC). This status confers legal personality and perpetual succession: the Foundation can own property, open bank accounts, enter contracts, receive grants, and sue or be sued in its own name, independently of its trustees or founder.

As a registered non-profit, the Foundation must apply all of its income and property solely toward its objectives. Under Section 838 of CAMA, no portion of its income or assets may be paid or transferred, directly or indirectly, as profit or personal benefit to any trustee or member, except as reasonable, properly approved remuneration for services actually rendered or reimbursement of genuine expenses. On dissolution, any remaining assets must be transferred to another body with similar objectives, as approved by the CAC — not distributed to members.

### Mandatory registrations and compliance

| Registration / filing | Body | Why it matters |
|---|---|---|
| Incorporated Trustees (Certificate of Incorporation) | CAC | Legal existence; trustees, constitution, and objects on record. |
| SCUML registration | Special Control Unit Against Money Laundering (under the EFCC) | Mandatory for NPOs before/alongside operating a corporate bank account; AML/CFT compliance. |
| Tax Identification Number (TIN) & tax-exempt status | Federal Inland Revenue Service (FIRS) | Recognition as a charitable body; note NPOs still handle VAT on purchases, WHT, and PAYE. |
| Annual Returns | CAC | Filed each year (typically between 30 June and 31 December) to keep “active” status; late filing attracts penalties. |
| Data controller registration (if of “major importance”) | Nigeria Data Protection Commission (NDPC) | Required under the NDPA 2023 once thresholds are met. |
| State/sector permits (as applicable) | State agencies, line ministries | For health, education, or fieldwork in specific states. |

**Compliance calendar (maintain in the Secretary’s register)**

**CAC annual returns; FIRS filings (VAT/WHT/PAYE as relevant) and renewal of exemption evidence; SCUML updates on change of trustees/address; NDPC audit return (if applicable); insurance renewals; and audit timetable. The Board Secretary owns this calendar and reports status quarterly.**

## 2.2 Constitution (governing instrument)

The Foundation's Constitution, lodged with the CAC, is its supreme internal instrument. This Blueprint operationalises the Constitution but never overrides it. The Constitution should contain, at minimum, the provisions below; the full model text is to be finalised with a CAC-accredited lawyer.

- Name, registered office, and objects (the four objectives, broadly enough drafted to allow related activities).
- Non-profit and non-distribution clauses; the application-of-income clause (Section 838).
- Trustees: number, qualification, appointment, tenure, removal, and powers; the chairman and secretary roles.
- Governing Council/Board, officers, and committees.
- Membership (if any), general meetings, quorum, and voting.
- Finance: bank accounts, signatories, financial year, audit, and annual accounts.
- Common seal, custody of property, and contracts.
- Amendment procedure and the entrenched ("non-negotiable") clauses.
- Dissolution and asset-transfer clause (assets to a like-purpose body, CAC-approved).
- Conflict-of-interest, indemnity, and code-of-conduct anchors.

## 2.3 Board of Trustees

The Board of Trustees is the highest governing authority of the Foundation. It holds the Foundation's purpose in trust, sets strategy and policy, safeguards assets and reputation, and holds management accountable. It governs; it does not manage day-to-day operations.

### Composition and appointment

- Minimum of three trustees (CAMA requires at least two; the Foundation adopts a minimum of three and a recommended five to seven for balance), including a Chairman and a Secretary.
- Trustees must be at least 18, of sound mind, not undischarged bankrupts, and not convicted of fraud/dishonesty within the preceding five years (Section 826, CAMA).
- Appointment by the existing Board against a skills matrix (governance, finance, legal, health, education, fundraising, community), with CAC filing of any change.
- A blend of skills, integrity, and commitment to the mission is prioritised over status or wealth.

### Core duties of trustees

- Act honestly, in good faith, and in the Foundation's best interest (fiduciary duty).
- Ensure the Foundation stays true to its objects and complies with the law and its Constitution.
- Approve strategy, annual plans, budgets, and major policies; approve and oversee the Executive Director.
- Safeguard finances and assets; ensure proper accounting, internal control, and external audit.
- Protect beneficiaries (safeguarding) and the Foundation's reputation.
- Avoid conflicts of interest; never derive improper personal benefit.

### Meetings and decision-making

| Frequency | At least quarterly; plus an Annual General Meeting and special meetings as needed. |
|---|---|
| Quorum | As fixed in the Constitution (recommended: a majority of trustees). |
| Decisions | By simple majority; the Chairman holds a casting vote; entrenched matters require a special majority (Volume XII). |
| Records | Minutes recorded and retained by the Secretary; decisions and conflicts logged. |

## 2.4 Advisory Council

The Foundation may convene an Advisory Council — senior figures in medicine, education, law, finance, faith, and community leadership — to provide expertise, networks, and credibility. The Council is advisory only: it has no fiduciary authority and does not direct management. It meets periodically, lends technical guidance to programmes, and helps open doors to partners and funders.

## 2.5 Executive Management

Day-to-day leadership is delegated by the Board to an Executive Director (ED)/Chief Executive, who is accountable to the Board. The ED leads the management team, executes strategy, manages staff and operations, and ensures compliance, within authority delegated by the Board.

### Indicative management roles (scaled to size)

| Role | Responsibility |
|---|---|
| Executive Director / CEO | Overall leadership, strategy execution, Board liaison, external representation. |
| Programmes Director | Design and delivery of all programmes; beneficiary outcomes. |
| Finance & Admin Manager | Accounting, controls, budgeting, procurement, HR administration, compliance. |
| Fundraising & Partnerships Lead | Donor development, grants, corporate and community fundraising. |
| Communications Lead | Brand, storytelling, media, social media, reporting. |
| M&E Officer | Monitoring, evaluation, learning, and data quality. |
| Volunteer & Community Coordinator | Volunteer pipeline, community engagement, field mobilisation. |

**Lean start, clear lines**

**In the early phase, one person may hold several of these roles, supported by volunteers. What must never blur is the separation between those who authorise spending, those who execute it, and those who record and check it (segregation of duties — see Volume III). Governance discipline matters more than headcount.**

## 2.6 Organogram

The reporting structure flows from the source of authority (donors and the public trust) down to delivery, and accountability flows back up.

| Level | Body / role | Reports to |
|---|---|---|
| 1 | Board of Trustees (with Advisory Council alongside) | Members / CAC / public trust |
| 2 | Board Committees (Finance & Audit; Programmes; Governance/Nominations; Fundraising) | Board of Trustees |
| 3 | Executive Director / CEO | Board of Trustees |
| 4 | Management team (Programmes, Finance & Admin, Fundraising, Comms, M&E) | Executive Director |
| 5 | Officers, field staff, and volunteers | Respective managers |

A formal organisation chart is maintained as Appendix in Volume XIII and updated as the Foundation grows.

## 2.7 Committees

| Committee | Mandate |
|---|---|
| Finance & Audit Committee | Oversees budgets, financial controls, reserves, the internal audit function, and liaison with external auditors; reviews risk. |
| Programmes Committee | Reviews programme design, performance, safeguarding, and beneficiary outcomes; approves programmes within delegated limits. |
| Governance & Nominations Committee | Trustee recruitment/induction, board evaluation, policy review, succession, and conflict-of-interest oversight. |
| Fundraising & Partnerships Committee | Guides fundraising strategy, major donor and partnership development, and ethical acceptance of funds. |

## 2.8 Succession Planning

Continuity is a governance duty, not an afterthought. The Foundation maintains succession plans for the Founder, the Board Chair, trustees, and the Executive Director, so that the loss of any individual — planned or sudden — does not threaten the mission.

- Staggered trustee terms so the whole Board never turns over at once; documented induction for new trustees.
- A named deputy or acting-ED protocol, and an emergency succession plan held by the Board Chair and Secretary.
- Founder transition planning addressed in depth in Volume V (Founder & Legacy Preservation).
- Knowledge continuity: this Blueprint, policies, registers, and systems documented so the institution — not any individual — holds the knowledge.

## 2.9 Conflict of Interest Policy

A conflict of interest arises when a trustee, staff member, or volunteer's personal, family, financial, or external interest could improperly influence — or appear to influence — a Foundation decision. The Foundation manages conflicts transparently rather than pretending they never occur.

- All trustees and senior staff complete an annual declaration of interests, updated as circumstances change.
- Any conflict on a specific matter must be declared at once; the conflicted person withdraws from the discussion and decision.
- Related-party transactions (with trustees, staff, or their relatives/businesses) are disclosed, independently assessed for fairness, approved by non-conflicted members, and recorded.
- A register of interests and of conflict declarations is maintained by the Secretary and reviewed by the Governance Committee.
- Where a related-party transaction involves the supply of goods or services, at least two comparable quotations are obtained wherever practicable, and retained as evidence of the fairness assessment; where fewer are available, the reason is recorded.
- All related-party transactions entered into during the year are disclosed in the annual financial statements.

## 2.10 Code of Ethics & Conduct

Everyone acting for the Foundation — trustee, staff, or volunteer — is bound by a Code of Ethics that expresses the Foundation's values as behaviour.

- Act with honesty, integrity, and respect for the dignity of every beneficiary and colleague.
- Use Foundation resources only for Foundation purposes; never solicit or accept bribes, kickbacks, or improper gifts.
- Maintain confidentiality of beneficiary and donor data; never exploit a position for personal gain.
- Serve without discrimination; never require beneficiaries to adopt any belief or political position.
- Avoid any conduct — in person or online — that could harm a beneficiary or the Foundation's reputation.

## 2.11 Anti-Corruption, Anti-Fraud & AML Policy

The Foundation operates a zero-tolerance policy toward fraud, bribery, corruption, and money laundering. As an NPO, it is a Designated Non-Financial Business and Profession for AML purposes and complies with SCUML/EFCC requirements.

- Strong internal controls and segregation of duties (Volume III) to prevent and detect fraud.
- Due diligence on significant donors and partners; the Foundation may refuse funds of doubtful or illicit origin ("know your donor").
- No facilitation payments or bribes, given or received, under any circumstances.
- Suspicious transactions handled per AML obligations; large or unusual flows scrutinised.
- Breaches investigated promptly; substantiated fraud leads to recovery, dismissal, and referral to authorities where warranted.

## 2.12 Child Protection & Safeguarding Policy

Because the Foundation works with children and vulnerable adults, safeguarding is non-negotiable and overrides operational convenience. The Foundation is committed to a zero-tolerance stance on any abuse, exploitation, or neglect of those it serves.

- Vetting and reference checks for all staff/volunteers working with children or vulnerable adults; signed code of conduct.
- Clear rules on adult–child interaction (no unsupervised one-to-one contact, no secrecy, appropriate communication only).
- A named Safeguarding Lead; mandatory training; and a confidential reporting route for concerns.
- Prompt, survivor-centred response to any concern, including referral to authorities and support services.
- Safe handling of children's images and data (consent, dignity, no identifying details that could cause harm).

**Safeguarding is everyone's duty**
**Any person who witnesses or suspects harm to a child or vulnerable adult must report it immediately through the safeguarding channel. Failure to report is itself a serious breach. Safeguarding concerns are never suppressed to protect the Foundation's image — protecting people always comes first.**

## 2.13 Whistleblowing Policy

The Foundation encourages anyone — staff, volunteer, beneficiary, donor, or partner — to speak up about suspected wrongdoing without fear of retaliation.

- Confidential reporting channels (e.g. a dedicated email/phone line and a route directly to the Board Chair or Audit Committee, bypassing implicated parties).
- Anonymous reports are accepted and investigated in good faith.
- Strict protection from retaliation for anyone who reports honestly; retaliation is itself a disciplinary offence.
- Defined investigation and feedback process; serious matters escalate to the Board and, where appropriate, to regulators or law enforcement.

## 2.14 Maintenance of Policies

The policies and controlling documents of the Foundation are maintained as separate instruments so that they may be revised without amending this Charter. The Foundation shall establish, maintain, and comply with each document listed in the Document & Policy Register at Appendix H.

- Each policy is approved by the Board, dated and version-controlled, and assigned to a named owner.
- Each policy is reviewed on the cycle stated in Appendix H, or sooner where law or circumstances change.
- The Secretary reports annually to the Board on whether every required policy is current.
- A policy listed in Appendix H is binding on the Foundation whether or not its text appears in this Charter.
- The Strategy Document and the Operations Manual are subordinate to this Charter; where either conflicts with it, this Charter prevails.

# Volume III Financial Governance and Controls

The funding and revenue strategy sits in the Strategy Document.

## 3.1 Investment Policy

- Invest reserves and endowment prudently to protect and grow value, prioritising capital preservation, liquidity, and ethical alignment over high-risk returns.
- Define permitted instruments, diversification limits, and (where required by the Foundation's faith ethos) Shari'ah-compliant options that avoid interest (riba) and prohibited sectors.
- Oversight by the Finance & Audit Committee; no speculative or conflicted investments; documented investment decisions and performance review.

## 3.2 Budgeting Process

- Annual budget built bottom-up (programme and department needs) and top-down (Board priorities and income forecast).
- Conservative income assumptions; clear split of programme vs administrative vs fundraising costs.
- Board approval before the financial year; budget becomes the control document.
- Monthly budget-vs-actual monitoring; variances explained; reforecast at mid-year.
- Programme budgets tied to KPIs so spending is linked to results.

**Cost-efficiency target**

**The Foundation aims to direct the large majority of expenditure to charitable programmes while keeping administrative and fundraising costs lean and proportionate — but never so lean that controls, safeguarding, or staff wellbeing are compromised. Healthy overhead is what makes impact possible; the goal is value-for-money, not zero cost.**

## 3.3 Financial Controls

Strong internal controls are the Foundation's primary defence against fraud and error — and the foundation of donor trust.

- **Segregation of duties**. The person who authorises a payment, the person who executes it, and the person who records it are different people.
- **Dual authorisation**. Bank payments require two signatories/approvers; thresholds escalate approval to the ED, Treasurer, or Board.
- **Documentation**. Every transaction is supported by approved documentation (request, approval, invoice, receipt) and properly coded.
- **Bank & cash discipline**. Funds held in the Foundation's own bank accounts; minimal cash; monthly bank reconciliations; petty-cash limits and logs.
- **Direct payment**. Wherever possible, pay vendors, schools, and hospitals directly rather than via cash to intermediaries.
- **Asset & fund tracking**. Restricted funds, assets, and grants tracked separately and reconciled.

## 3.4 Internal Audit

- An internal audit/control-review function (initially via the Finance & Audit Committee, later a dedicated officer) checks that controls are working.
- Periodic reviews of payments, procurement, beneficiary verification, and programme spend; spot checks and field verification.
- Findings reported to the Audit Committee with tracked corrective actions.

## 3.5 External Audit

- Annual financial statements audited by an independent, licensed external auditor appointed by the Board.
- Audited accounts support CAC annual returns, donor confidence, and (where applicable) tax-exemption evidence.
- Audit findings and the management response are reviewed by the Board; the Foundation aims for clean audit opinions and acts promptly on recommendations.

## 3.6 Reserve Fund Policy

Reserves are unrestricted funds set aside to absorb shocks and keep the Foundation operating if income falls or an emergency strikes.

- Target: build toward 3 months' operating costs in the near term, and 6–12 months' over time.
- A separate Contingency/Disaster Reserve funds rapid response (Programme 3) and is replenished after use.
- The reserve level and any draw-down are Board-approved and reported; reserves are not a slush fund.

## 3.7 Financial Risk Management

| Financial risk | Mitigation |
|---|---|
| Over-reliance on one donor/stream | Diversify income; monitor concentration; grow recurring and endowment income. |
| Cash-flow shortfall | Reserves; cash-flow forecasting; pacing of commitments to income. |
| Fraud / misappropriation | Internal controls; audits; whistleblowing; AML compliance. |
| Restricted-fund misuse | Separate tracking; spend strictly per donor intent. |
| Inflation / currency exposure | Conservative budgeting; prudent investment; local sourcing. |
| Funding-condition / compliance breach | Strong grant management, reporting, and audit readiness. |

# Volume IV — Risk Management

Trust is the Foundation's most valuable asset and its most fragile. This volume identifies what could harm the Foundation or its beneficiaries, and how those risks are prevented, mitigated, and managed.

## 4.1 Risk Management Approach

The Foundation manages risk continuously and proportionately: identify, assess (likelihood × impact), treat (avoid, reduce, transfer, or accept), and review. The Board owns risk oversight via the Finance & Audit Committee; management owns day-to-day risk. A living Risk Register is reviewed at least quarterly.

## 4.2 Risk Register (master)

| Category | Key risks | Primary mitigations |
|---|---|---|
| Safeguarding | Harm/abuse of children or vulnerable adults. | Safeguarding & Child Protection policies; vetting; training; reporting; survivor-centred response. |
| Financial | Fraud; cash-flow; donor concentration; restricted-fund misuse. | Controls; audit; diversification; reserves; AML compliance. |
| Operational | Delivery failure; supply/logistics breakdown; data loss. | SOPs; supplier redundancy; backups; M&E spot checks. |
| Reputational | Scandal; misinformation; loss of trust. | Integrity culture; transparency; crisis comms; quality control. |
| Legal & compliance | CAC/SCUML/FIRS/NDPA breaches; contract/grant default. | Compliance calendar; professional advice; strong grant management. |
| Security & safety | Field danger; theft; staff/volunteer harm. | Security policy; risk assessments; insurance; duty of care. |
| Strategic | Mission drift; over-expansion; founder dependency. | Strategy discipline; staged growth; succession. |
| External | Disaster; economic shock; regulatory change. | Reserves; scenario planning; diversification; partnerships. |

## 4.3 Fraud Prevention

Covered operationally in Volume III (Financial Controls, Internal/External Audit) and Anti-Corruption, Whistleblowing section. The Foundation combines prevention (controls, segregation of duties), detection (audit, reconciliation, whistleblowing), and response (investigation, recovery, sanction, referral).

## 4.4 Disaster Recovery & 4.5 Business Continuity

- A Business Continuity Plan ensures the Foundation can keep functioning through disruption (premises loss, system failure, key-person absence, wider crisis).
- IT disaster recovery: secure, tested backups and the ability to restore systems and data quickly (links to Volume on cybersecurity).

- Continuity of leadership (succession), funds (reserves), and critical records (documented, backed up off-site/cloud).
- The plan is documented, assigned to owners, and tested periodically.

## 4.6 Security

- A security policy covering premises, fieldwork, cash/asset handling, and personal safety of staff and volunteers.
- Context-specific risk assessments before operating in volatile areas; coordination with authorities and partners.
- Insurance cover appropriate to the Foundation’s activities and assets.

## 4.7 Reputational, 4.8 Legal & 4.9 Operational Risk

- **Reputational**: protected by integrity, transparency, quality delivery, safeguarding, and a ready crisis-comms plan.
- **Legal**: managed through compliance, sound contracts, professional advice, and proper insurance/indemnity.
- **Operational**: managed through SOPs, trained people, redundancy, monitoring, and continuous improvement.

# Volume V — Founder & Legacy Preservation Framework

Organisations drift. Founders move on, boards change, money comes and goes, and the world keeps shifting. This volume exists so that the soul of the Foundation survives all of it. It is the part of the Blueprint that future leaders should read first.

Most of this Blueprint tells the Foundation how to operate. This volume tells the Foundation who to remain. It records the founding intent in plain language, names the values that may never be traded away, and sets out the rules that make those values genuinely hard to change. It is written for people who are not yet in the room — the trustees, managers and volunteers who will carry the work forward long after the founding generation has stepped back.

## 5.1 Why the Foundation Exists

Al-Ghiyath — “relief” or “succour” in Arabic — was not chosen as decoration. It is the entire purpose stated in a single word. The Foundation was created because in the communities it serves, too many people face hunger, sickness, ignorance and isolation not because help is impossible, but because no one organised it well enough to reach them. The Foundation exists to be that organised, dependable response: to bring relief that actually arrives, healthcare that is actually accessible, education that actually empowers, and community that actually holds people up.

The founding conviction is simple and faith-inspired: that the relief of human suffering is among the highest forms of service, that it is owed to people as a matter of dignity rather than charity, and that those who are able to help carry a real responsibility to do so. The Foundation expresses this conviction through work that is open to all, delivered to anyone in need regardless of faith, ethnicity, gender, politics or background, and judged only by whether it genuinely helped.

**The founding sentence**

**If everything else in this Blueprint were lost, this sentence should remain: the Al-Ghiyath Aid Foundation exists to bring real, organised, dignified relief — in food and basic needs, in health, in education, and in community — to people in need, and to do so with honesty, competence and compassion.**

## 5.2 The Non-Negotiable Values (Entrenched Principles)

The following principles are the Foundation’s core. They are described as “entrenched” because they are deliberately placed beyond the reach of ordinary decision-making. A normal board, in a normal year, cannot quietly vote them away. They may only be altered, if ever, through the heavily protected amendment procedure set out in section 5.7 — and several may not be altered at all.

| Entrenched value | What it means in practice | Alterable? |
|---|---|---|
| Service to people in need | The Foundation’s primary purpose is the relief of human need across the four pillars. It is not a vehicle for profit, politics, or the enrichment of any individual or family. | **Never** |
| Non-distribution of benefit | No part of the Foundation’s income or property is ever paid as profit, dividend or personal gain to any trustee, member or insider. Surpluses are reinvested in the mission. (Mirrors CAMA 2020 s.838.) | **Never** |

| Entrenched value | What it means in practice | Alterable? |
|---|---|---|
| Open and non-discriminatory service | Help is given on the basis of need alone — never conditioned on a person's faith, ethnicity, gender, disability, politics or willingness to convert. | **Never** |
| Honesty and stewardship of funds | Every naira is accounted for. Donor intent is honoured. Fraud, bribery and the diversion of charitable funds are treated as the gravest breaches. | **Never** |
| Protection of the vulnerable | Children, the disabled, the sick and the displaced are protected from harm and exploitation in every programme. Safeguarding is non-negotiable. | **Never** |
| Faith-inspired, universally serving | The Foundation draws ethical inspiration from Islamic principles of charity (relief, dignity, trust) while serving all of humanity without discrimination. | **Protected** |
| Dignity of the beneficiary | Aid is delivered in a way that respects, never humiliates, the person receiving it. People are partners in their own recovery, not objects of pity. | **Protected** |
| Independence and non-partisanship | The Foundation does not become an arm of any political party, government or commercial interest. It guards its freedom to serve. | **Protected** |

**Reading the table**: values marked "**Never**" are perpetual and may not be removed or diluted for as long as the Foundation exists — they are the conditions of its identity. Values marked "Protected" may only be amended through the special entrenched-clause procedure (section 5.7), never by an ordinary resolution.

## 5.3 Decision-Making Principles

Leaders change; the way the Foundation reasons should not. Whenever a significant decision is taken — about a new programme, a large grant, a partnership, a budget cut, or a response to crisis — it should be tested against the following principles, in order:

1. Mission first. Does this serve people in need across the four pillars? A decision that does not advance the mission, however attractive financially or politically, should be declined.
2. Beneficiary dignity. Does this respect and protect the people we serve? Would we be comfortable if the beneficiary saw exactly how this decision was made?
3. Honesty and stewardship. Is this an honest use of funds entrusted to us? Does it honour what donors were promised? Can it survive an audit and public scrutiny?
4. Safeguarding. Could this expose any child or vulnerable person to harm? If the risk cannot be managed to a safe level, the activity does not proceed.
5. Sustainability. Can the Foundation actually deliver and sustain this without breaking its finances, its people or its integrity? Ambition is disciplined by capacity.
6. Evidence and learning. Is the decision informed by data and past lessons, rather than enthusiasm alone? Are we measuring whether it works?
7. Independence. Does this keep the Foundation free to serve, or does it quietly hand control to a donor, politician or commercial interest?

**The dignity test**

**When a decision is genuinely difficult and the principles seem to pull in different directions, leaders should ask one final question: which choice best protects the dignity and the trust of the people we exist to serve? In a relief organisation, that question usually points to the right answer.**

## 5.4 Leadership Philosophy

The Foundation expects a particular kind of leadership — not charismatic dominance, but trustworthy service. Those who lead it, at board or management level, are stewards of something that belongs to the community and to the beneficiaries, not owners of a personal project.

- **Servant leadership**. Leaders exist to enable the work and the people doing it, not to be served by them. Status is held lightly; responsibility is held seriously.
- **Lead by example on integrity**. Leaders are held to the highest standard on funds, conflicts of interest, safeguarding and honesty. The culture of an organisation is set by what its leaders tolerate in themselves.
- **Competence with humility**. Good intentions are not enough in relief work; people's lives depend on getting logistics, medicine and money right. Leaders pursue excellence while remaining open to being wrong.
- **Closeness to the field**. Leaders stay connected to beneficiaries and frontline staff. Decisions are not made in comfortable ignorance of how aid actually reaches people.
- **Develop successors**. A leader's real legacy is the capable, principled people they leave behind. Building the next generation of leadership is part of every senior role, not an afterthought.
- **Protect the mission, even at personal cost**. When the mission and personal convenience conflict, the mission wins. Leaders are expected to defend the Foundation's values even when it is uncomfortable or costly to do so.

## 5.5 Culture Preservation

Culture is how the Foundation behaves when no rule is watching. It is preserved not by slogans but by deliberate, repeated practice. The following mechanisms are designed to keep the founding culture alive as the organisation grows and the founding generation steps back:

| Mechanism | How it preserves culture |
|---|---|
| Induction on identity | Every new trustee, employee and regular volunteer is taken through this volume — the why, the values, the decision principles — before anything else. No one joins without understanding what the Foundation refuses to become. |
| Stories, not just rules | The Foundation deliberately keeps and retells stories of moments when it served well and when it lived its values under pressure. Culture travels through stories more reliably than through policy manuals. |
| Values in appraisal | Staff and leaders are assessed not only on results but on how they achieved them — whether they upheld dignity, honesty and safeguarding. "Hit the target, betrayed the values" is treated as a failure. |
| Annual values review | Once a year the Board formally reflects on whether the Foundation is still living its entrenched values, and records honest findings — including where it fell short — in the annual report. |

| Mechanism | How it preserves culture |
|---|---|
| Guardian of the mission | The Board designates one trustee (see 5.6) whose explicit role is to speak for the founding intent in board deliberations, especially when commercial or political pressures arise. |
| Beneficiary voice | Mechanisms that bring the perspective of beneficiaries into governance keep the Foundation honest about whether its culture is felt by the people it serves, not just professed internally. |

## 5.6 Succession Principles

Detailed succession procedures for the Board and management sit in Volume II (Governance). This section records the principles behind them — the intent that those procedures exist to serve — so that future leaders understand not just what to do, but why.

- No indispensable person. The Foundation must never depend on a single individual — founder, chair or chief executive — for its survival. Every critical role has a documented deputy and a plan for orderly handover.
- Plan before the gap. Succession is prepared in advance and in calm conditions, not improvised in a crisis. Key-person risk is reviewed by the Board at least annually.
- Values before convenience. A successor who is merely available or well-connected but does not embody the entrenched values is the wrong choice. Fit with the mission outranks convenience every time.
- Merit and transparency. Leadership succession is based on competence, integrity and commitment to the mission — not on family, ethnicity, faction or favour. The Foundation is explicitly not a family inheritance.
- Knowledge must transfer. Outgoing leaders are expected to hand over relationships, knowledge and unfinished commitments in good order. Institutional memory is captured in writing, not locked in one person’s head.
- Graceful exit, continuing care. Founders and long-serving leaders may move into emeritus, advisory or ambassadorial roles that honour their contribution without holding the organisation hostage to the past.

### 5.6.1 Guardian of the Mission

The Board shall designate one trustee as Guardian of the Mission. This is a role of conscience, not of extra executive power. The Guardian’s duty is to ensure that the founding intent and the entrenched values are explicitly considered in major decisions, to raise a flag when the Foundation appears to be drifting from its purpose, and to champion the integrity of the entrenched-clause procedure. The Guardian role rotates among committed long-standing trustees and should never be permanently fused with the chair or the chief executive.

## 5.7 Entrenched Clauses & the Protected Amendment Procedure

Ordinary policies in this Blueprint can be improved freely — indeed they should be, as the Foundation learns. The entrenched values in section 5.2, however, are deliberately protected by a higher bar so that no single board, donor, faction or moment of pressure can quietly redefine what the Foundation is. This protection is the practical mechanism that makes “non-negotiable” mean something.

### 5.7.1 Three tiers of change

| Tier | What it covers | How it may be changed |
|---|---|---|
| **Tier 1 — Perpetual** | The “Never” values in 5.2: service to people in need, non-distribution of benefit, open and non-discriminatory service, honesty and stewardship of funds, and protection of the vulnerable. | **May not be removed or diluted at all while the Foundation exists. They are conditions of its identity and its legal charitable status.** |
| **Tier 2 — Entrenched** | The “Protected” values in 5.2, the founding sentence (5.1), the existence of the four pillars as the Foundation’s purpose, and this amendment procedure itself. | Only by the protected procedure in 5.7.2 — a special majority, multiple readings, Guardian and (where required) trustee/CAC processes. Never by ordinary resolution. |
| **Tier 3 — Ordinary** | All other policies, structures, programmes and procedures in this Blueprint. | By the normal governance process: management proposes, the relevant committee reviews, the Board approves by ordinary resolution. Encouraged to evolve. |

### 5.7.2 The protected amendment procedure (Tier 2)

Any proposal to amend an entrenched (Tier 2) clause shall satisfy every one of the following safeguards. The bar is intentionally high.

- Written proposal. The proposed change, with full reasons and an assessment of its impact on the mission, is circulated to all trustees in writing at least twenty-eight (28) days before it is considered.
- Guardian review. The Guardian of the Mission prepares an independent written opinion on whether the change is consistent with the founding intent, circulated with the proposal.
- Two readings. The proposal is debated and voted on at two separate meetings of the Board held at least thirty (30) days apart, so that no entrenched value is changed in a single sitting or moment of pressure.
- Special majority. At each reading the change requires the support of at least three-quarters (75%) of all trustees then in office — not merely of those present — with quorum met.
- Charitable-purpose lock. No amendment may be made that would cause the Foundation to cease to be exclusively charitable, that would permit personal benefit contrary to CAMA 2020 s.838, or that would conflict with any Tier 1 perpetual value. Such an amendment is void even if voted for.
- Regulatory compliance. Where the change affects the registered Constitution, it is made only in accordance with the Foundation’s constitution and the requirements of the Corporate Affairs Commission under CAMA 2020, including any member/trustee approval and filing obligations.
- Permanent record. Every entrenched-clause amendment, with its reasons, the Guardian’s opinion and the votes recorded, is preserved permanently in the Foundation’s constitutional register and disclosed in the next annual report.

**Why make change deliberately hard?**

**Easy-to-change values are not really values — they are preferences. By making its core genuinely difficult to alter, the Foundation protects the people it serves from the day a future board is tempted, under financial or political pressure, to quietly trade the mission away. Friction here is a feature, not a flaw.Note: this framework is a governance commitment. Its legally binding force comes from being reflected in the Foundation's registered Constitution; the model Constitution in Appendix A is drafted to carry these entrenchment provisions, and should be finalised with the Foundation's lawyer and the CAC.**

## 5.8 A Letter to Future Leaders

To whoever leads, governs or serves the Al-Ghiyath Aid Foundation in the years to come:

You have inherited something that was built deliberately, out of a belief that the suffering of people in need is everyone's responsibility and that organised, honest, compassionate relief can change lives. The buildings, the bank accounts and the brand matter far less than the trust — the trust of the people who turn to this Foundation on their worst days, and the trust of those who give so that help can reach them.

Guard that trust above everything. Improve the programmes, modernise the tools, grow the reach, correct our mistakes — we expect you to do all of that, and to do it better than we did. But do not let the Foundation become a business that forgets the poor, a platform for someone's ambition, or a name that no longer means relief. Keep it honest. Keep it kind. Keep it close to the people it serves.

Together, we bring relief to those in need. Keep bringing it.

# Appendices

## Appendix A — Model Constitution (Outline)

The following is the recommended structure for the Foundation's Constitution, to be registered with the Corporate Affairs Commission as the governing instrument of the Incorporated Trustees. It is drafted to carry the governance rules in Volume III and the entrenchment provisions in Volume V. It must be finalised and certified by a Nigerian lawyer before adoption and filing.

| Clause | Content |
|---|---|
| 1. Name | "Incorporated Trustees of Al-Ghiyath Aid Foundation", as registered under Part F of CAMA 2020. |
| 2. Registered office | Address of the head office in [State], and the area(s) of operation within Nigeria. |
| 3. Objects | The charitable objects across the four pillars — relief and basic needs, healthcare access, education and empowerment, community support — expressed in full, exclusively charitable terms. |
| 4. Non-profit / non-distribution | Income and property applied solely to the objects; no distribution of profit or benefit to trustees or members (CAMA 2020 s.838); reasonable out-of-pocket reimbursement only. |
| 5. Powers | Powers to receive donations and grants, hold property, open accounts, employ staff, partner with others, invest funds and do all lawful things in furtherance of the objects. |
| 6. Membership | Categories of membership (if any), admission, rights, cessation and register of members. |
| 7. Board of Trustees | Number (minimum three), qualifications (CAMA 2020 s.826), appointment, tenure, rotation, removal, vacation of office and powers of the trustees. |
| 8. Meetings | Annual and general meetings, notice, quorum, voting, resolutions and minutes. |
| 9. Office-holders | Chair, Secretary, Treasurer and others — roles, election and duties. |
| 10. Committees | Power to constitute board committees and delegate functions. |
| 11. Finance & audit | Financial year, proper books of account, bank operations, annual audit by an independent auditor, and reserves. |
| 12. Common seal | Custody and use of the common seal (if adopted). |
| 13. Amendment of constitution | Procedure for alteration, including the entrenched-clause protections from Volume V for the core charitable purpose and values. |
| 14. Annual returns & compliance | Commitment to file annual returns with the CAC and to comply with applicable Nigerian law (SCUML, FIRS, NDPA, sector regulators). |
| 15. Dissolution | On dissolution, surplus assets transfer not to members but to another body with similar charitable objects, as approved by the CAC (CAMA 2020 s.850 process). |
| Schedule | Names, addresses and signatures of the first trustees; the Foundation's common seal / logo. |

## Appendix B — Registration & Compliance Checklist (Nigeria)

A consolidated checklist of the statutory steps and renewals relevant to a Nigerian NGO registered as Incorporated Trustees. Statutory details should be reconfirmed with the CAC and the Foundation's advisers, as fees and timelines change.

| # | Step / obligation | Authority | Status |
|---|---|---|---|
| 1 | Reserve / approve the name "Incorporated Trustees of Al-Ghiyath Aid Foundation" | CAC | [ ] |
| 2 | Prepare Constitution, trustee declarations and applications | Foundation / Lawyer | [ ] |
| 3 | Newspaper publication in two national dailies; 28-day objection window | CAC requirement | [ ] |
| 4 | Register as Incorporated Trustees under Part F, CAMA 2020 | CAC | [ ] |
| 5 | Obtain Certificate of Incorporation and certified Constitution | CAC | [ ] |
| 6 | Register with SCUML as a non-profit (DNFBP) before opening a corporate account | SCUML / EFCC | [ ] |
| 7 | Obtain Tax Identification Number (TIN) and apply for tax-exempt status | FIRS | [ ] |
| 8 | Open corporate bank account(s) with proper signatory controls | Bank | [ ] |
| 9 | Register for VAT/WHT/PAYE obligations as applicable (e.g. as employer) | FIRS / State IRS | [ ] |
| 10 | Assess NDPA obligations; appoint a Data Protection Officer if a "controller of major importance" | NDPC | [ ] |
| 11 | Obtain any sector-specific approvals (health, education, fundraising) as needed | Relevant MDAs | [ ] |
| 12 | File CAC annual returns each year (approx. ₦5,000; due in the mid-year window) | CAC | [ ] |
| 13 | Renew/maintain tax-exempt status and file required tax returns | FIRS | [ ] |
| 14 | Maintain register of trustees and file changes promptly | CAC | [ ] |

## Appendix H — Document & Policy Register

The master register of the Foundation's controlling documents. Each entry should record an owner, current version, approval date and next review date, and is maintained under the document-control SOP (Appendix D).

| Document | Owner | Review cycle |
|---|---|---|
| Founding Blueprint / Master Plan (this document) | Board of Trustees | Every 2–3 years |

| Document | Owner | Review cycle |
|---|---|---|
| Registered Constitution | Board / Secretary | As required (entrenched-clause rules) |
| Safeguarding & Child Protection Policy | Risk & Safeguarding Committee | Annual |
| Financial Policies & Procedures | Finance & Audit Committee | Annual |
| Anti-Corruption / Anti-Money-Laundering Policy | Finance & Audit Committee | Annual |
| Conflict-of-Interest & Code of Ethics | Governance Committee | Annual |
| Whistleblowing Policy | Governance Committee | Annual |
| Data Protection & Privacy Policy (NDPA) | Data Protection Officer | Annual |
| HR Policy & Employee Handbook | Head of People | Every 2 years |
| Volunteer Policy | Volunteer Coordinator | Every 2 years |
| Risk Management Policy & Register | Risk & Safeguarding Committee | Quarterly (register) |
| Programme SOPs | Head of Programmes | Annual |
| Brand & Communications Guidelines | Communications | Every 2 years |

## Appendix I — Glossary

| Term | Meaning |
|---|---|
| Al-Ghiyath | Arabic for “relief” or “succour” — the Foundation’s name and its central purpose. |
| Beneficiary | A person or community receiving help through the Foundation’s programmes. |
| CAC | Corporate Affairs Commission — Nigeria’s registrar of companies and incorporated trustees. |
| CAMA 2020 | Companies and Allied Matters Act 2020; Part F governs Incorporated Trustees (NGOs). |
| Incorporated Trustees | The legal form under which Nigerian NGOs are registered (CAMA 2020 Part F). |
| NDPA / NDPC | Nigeria Data Protection Act 2023 and its regulator, the Nigeria Data Protection Commission. |
| SCUML | Special Control Unit against Money Laundering (under the EFCC) — registers non-profits. |
| FIRS | Federal Inland Revenue Service — tax authority; issues TIN and tax-exempt status. |
| Sadaqah | Voluntary charitable giving in Islam, given at any time and in any amount. |
| Zakat | Obligatory annual almsgiving in Islam, payable to defined categories of people in need. |
| Waqf | An Islamic endowment in which an asset is dedicated so its benefit serves charity in perpetuity. |

| Term | Meaning |
|---|---|
| Entrenched clause | A core provision protected by a higher amendment bar so it cannot be changed easily. |
| MEL / M&E | Monitoring, Evaluation and Learning — how the Foundation tracks and improves its impact. |
| Theory of change | The explained logic of how the Foundation's activities lead to lasting change for people in need. |

## Appendix J — Closing Note & Professional Finalisation

This Blueprint is a comprehensive operating and governance manual, written to be substantive and immediately useful. A number of items, by their nature, require sign-off by a qualified professional before they take legal or financial effect. The Foundation should treat the following as action points:

| Item | To be finalised with | Reference |
|---|---|---|
| Constitution (binding governing instrument) | Nigerian corporate/charity lawyer + CAC | Appendix A; Vol II |
| Company secretarial, statutory registers & CAC filings | Chartered Secretary | Vol II; Appendix B |
| Registration, SCUML, tax-exempt status | Lawyer / consultant + CAC, SCUML, FIRS | Appendix B; Vol II |
| Financial controls, reserves & audit | Qualified accountant / external auditor | Vol III |
| Data-protection compliance & DPO decision | Data-protection adviser (NDPA/NDPC) | Vol V; Vol XI |
| Employment contracts & handbook | HR/legal professional | Vol V; Appendix G.3 |
| Islamic-charity provisions (Zakat/Waqf) | Qualified Shari'ah adviser | Vol II |
| Safeguarding policy adoption & training | Safeguarding specialist | Vol IV |

**Living document**

**This Charter should not sit on a shelf. It is meant to be read, used, argued with and improved. Tier 3 content is expected to evolve as the Foundation learns; the Tier 1 and Tier 2 core is meant to endure. The Board owns this document and should review it every two to three years, recording each revision in the document register (Appendix H).**

Al-Ghiyath Aid Foundation

Relief. Health. Education. Community. — Together, we bring relief to those in need.