



# Governance Manual

## Introduction:

The following is a guidelines for the efficient and effective management of Atma Education, a registered trust under the Bombay Public Trusts Act. The contents of it have been derived from the trust deed, discussions with the board, organisational culture/structure and best practices from within India and globally.

The contents of this manual are not exhaustive and touch on the main topics required on a day-to-day basis. This manual may provide provisions that are over and above those prescribed in the Trust Deed, for issues not listed the trust deed and laws governing the conduct of the Trust are to be followed.

## Contents:

1. Core tenants of the trust
2. Objects of the trust as per the Deed
3. Roles of the Trustee Board
4. Roles and Responsibilities of Trustee Board Members
5. Rules of operation of the trust
6. Communications guidelines

## 1. Core Tenants of the Trust:

### Atma Vision:

Quality Education for All Children

### Atma Mission:

To build the capacity of NGOs and the development sector as a whole through effective and profound collaborations with organisations that work in the areas of education, children and community development.

### Atma Values

**Partnership** - We believe in creating a safe space for collaboration through which true social change can happen.



**Accountability** - We work to maintain the highest standard of NGO accountability setting an example to other organisations in the social space. We are accountable to Donors and Atma Partners to provide sustainable, impactful services.

**Diversity**- We believe collaboration of diverse cultural backgrounds, experience, skills, and professional backgrounds united towards a single cause can create the best possible solutions to the challenges faced by Atma and Atma Partners.

**Life-Long Learning** - We believe in continued innovation, learning and sharing of ideas that will help us respond to changing environment. Atma constantly reviews, renews and builds upon our model and practices.

**Entrepreneurship** - We believe in the power of entrepreneurship as change agent. We actively encourage entrepreneurship and foster dynamic and entrepreneurial approach to challenges internally and within the social sector as a whole.

## 2. Objects of the Trust:

1. To provide quality education to children of all caste, gender, religion and background.
2. To support and drive change within the organization focused on children, education and community development and to build organizational strength through partnership on strategic and practical levels
3. To collaborate, co-operate, co-ordinate work with other NGO's , Trusts/societies/centers working to promote and develop capacity, operating structures and long term sustainability of these, focused in the field of educational development engaged in providing services, personality development, educational development or social welfare.
4. To give donations, loans, support and/or other financial assistance to other Trusts, bodies of persons engaged in similar activities, in the field of educational development engaged in providing services, personality development, educational development or social welfare.
5. To enter into Partnership with other Trusts is Pro bono without any charge or at concessional rates.
6. To organize and hold seminars/conferences/workshops on the various topic issues.



7. To edit, print and publish or cause to edit, print and publish books, magazines, journals, periodicals, brochures and/or any other audio or audio-visual material for the advancement and dissemination of useful information educational development any other similar subject;
8. To do or perform or carryout all such acts as may be decided and directed by the Trustees that are legally charitable and of general public utility.



## 3. Roles and Responsibilities of Board:

### Basic board responsibilities include:

1. Determining the organization's mission and purpose.
2. Selecting the Executive Director.
3. Providing proper financial oversight.
4. Ensuring adequate resources , especially funding through fundraising or income generating activities that are incidental or ancillary to the trust objects.
5. Ensuring legal and ethical integrity and maintaining accountability.
6. Ensuring effective organizational planning.
7. Recruiting and orienting new board members and assessing the board's own performance.
8. Enhancing the organization's public standing.
9. Determining, monitoring and strengthening the organization's programs and services.
10. Supporting the chief executive and assessing his or her performance.

### Method of functioning:

- Responsibilities are largely discharged through meetings of the board or through committees
- Meetings will use group discussions, and brain storming
- The board will make decisions by vote with the majority required to pass vote.
- Decisions will be confirmed by the passing of resolutions in meetings in draft format. Final resolutions will be prepared by the Executive Director and sent to the board for signature.
- The board of trustees functions as a single entity, individual directors generally have no authority to bind the organization or take action on its behalf unless they have been given delegated authority from the board.
- Some work of the board will be done outside of board or committee meetings.
- Board members may be asked to represent the organization in public meetings, to serve as advocates for the organization throughout the community.



## 4. Roles and Responsibilities of Individual Trustees

**Minimum expectations from all board members:**

Meetings attended:

Involvement in Atma:

Fundraising:

Networking:



## 5. Rules of Operation of Trust:

### 1. Board Size:

- Minimum size: 2
- Maximum size: 7

### 2. Decision Making of the Trust:

TBD

### 3. Board Rotation Policy:

- “Founder Trustees”: Must rotate after 5 years and are eligible for re-appointment at the consensus of other trustees
- “Ordinary Trustees”: Must rotate after 3 years and are eligible for re-appointment at the consensus of other board members

### 4. Retirement/Resignation of Trustees:

- The retiring trustee is requested to submit a formal resignation, with two months notice, unless notice is waived at the consensus of the board of trustees

### 5. Conduct and Assessment of Trustee Board Members:

TBD



## 6. Communications Guidelines:

Board of Trustees Structure:

# Board of Trustees

The Chairperson leads the board and a Treasurer, Secretary, Program Advisor and a Trustee are also board members. The executive Director falls directly under the responsibility of the Board.

### Monthly Reporting:

The Executive Director is required to furnish monthly reports outlining:

- Income and expenditure
- Progress of organisation towards targets in the following areas:
  - Volunteer Recruitment
  - Partner Recruitment
  - Fundraising
  - Staff recruitment
- Share all outgoing public communications by Atma
- Top 3 highlights from the month
- Top 3 objectives for the following month

### Additional Reporting Areas and Requirements:

TBD - as discussed in handout



## **Annexes:**

### **Addition or Resignation of Trustees:**

The Trustees, for the time being (or in the event of there being, at any time, only one remaining Trustee, then the said sole remaining Trustee) may, at any time, appoint any other person or persons as Trustee or Trustees of the said Trust, after receiving the written consent of the person or persons to be appointed as a Trustee or Trustees and passing a formal resolution, either at a duly convened meeting of the Trust or by circular. AND UPON every such appointment, the Trust fund hereby settled and the investments for the time being representing the same shall be so transferred as to become vested in the Trustee or Trustees so appointed, and every Trustee so appointed may as well before as after such transfer act as fully and effectually as if he had been originally appointed a Trustee, PROVIDED ALWAYS that without prejudice to any other provisions of the law, any Trustee of these presents shall stand discharged from the office of Trustee on his/her tendering resignation of his/her office and on the same being accepted by the remaining Trustee/s of these presents.

### **Other Types of Members of the Trust:**

**PATRONS:** Dignitaries interested in patronizing the ideology of the Trust may be appointed, with their kind consent, as Patrons of the Trust. Patrons may be invited to attend meetings of the Board of trustees but they will not have any voting rights.

**HONORARY TRUSTEES:** Any evolving personality who stands committed to the ideology of the Trust and wishes to contribute substantially towards its advancement may, with their consent, be appointed as an Honorary Trustee of the Trust by the Trustees. Honorary Trustees may be invited to attend meetings of the Board of trustees but they will not have any voting rights.





## Chairperson:

**Key Area of work:** Vision & Strategy, Fundraising

### Key Skills/Abilities

- Passion for Atma
- Strong Leader
- Public Speaking
- Well Networked
- Fundraising Skills
- Communication and Marketing
- *Least 7 years of corporate management experience*

### Job Overview

- Strategic director for Atma Board of Trustees
- Work closely with the Executive Director to set strategic direction of the organisation while representing the board's interests
- Work with committees in order to ensure completion of assigned tasks
- Ensuring Atma is in compliance with all required legal and financial regulations
- Lead board member responsible for Executive Director recruitment
- In charge of board recruitment and induction
- Able and willing to leverage networks to assist Atma

### Time Commitment:

- 20 Hours Month (5 hours per week)
- 4 Board Meetings Year
- Attendance at various Atma fundraisers, Social Activities, Site Visits, and other meetings

## Secretary:

**Key area of work:** Trust Management and HR Assistance

### Key Skills/Abilities:

- Passion for Atma
- Past board experience
- HR planning experience
- Able and willing to leverage networks to assist Atma
- *Least 7 years of corporate management experience*



### **Job Overview**

- Work closely with Chairperson and Executive Director to call meetings of the board and ensure relevant materials are available for presentation
- Informing Chairperson of up coming deadlines for legal, financial compliance and assisting in preparing required documents for the same
- Assisting Executive Director planning HR requirements and implementing management measures.

### **Time Commitment:**

- 20 Hours Month (5 hours per week)
- 4 Board Meetings Year
- Attendance at various Atma fundraisers, Social Activities, Site Visits, and other meetings

## **Treasurer:**

**Key Areas of work:** Finances & Governance

### **Key Skills and Abilities:**

- Passion for Atma
- Finance and Accounting Knowledge
- Budgeting and Financial Planning Knowledge
- Trust Management Knowledge
- Able and willing to leverage networks to assist Atma
- *Least 5 years of financial management experience*

### **Job Overview:**

- Treasurer will be the financial controller for the Atma Trust
- Work closely with Executive Director and internal accounts people to set budgetary and financial planning targets for the organisation
- Assist in setting financial controls for the organisation
- Assist in quarterly financial reporting
- Make sure Atma is submitting and filing all required financial and governance compliance
- Oversee Annual Audit

### **Required Time Commitment:**

- 12 Hours Month (3 hours per week)
- 4 Board Meetings Year
- Attendance at various Atma fundraisers, Social Activities, Site Visits, and other meetings



## Programmatic Planner:

**Areas of Work:** Advising on Atma's Program Develop and Impact Assessment

### Skills and Abilities:

- Passion for Atma
- Social Program Design Experience
- Monitoring and evaluation and impact assessment design experience
- Grass roots understanding of the functioning of NGOs or social programs
- Experience founding and scaling a social impact organisation
- Well networked in the Social Enterprise/NGO community
- Able and willing to leverage networks to assist Atma

### Job Overview:

- Provide critical feedback to Atma Executive Director on impact assessment
- Provide insight /professional feedback into growth/development of programs
- Facilitate introductions to key strategic players
- Provide Development/Education sector perspective to Board of Trustees

### Required Time Commitment:

- 12 Hours Month
- (3 hours per week)
- 4 Board Meetings Year

## Board Member:

**Key Areas of Work:** Resource Mobilisation and Awareness Generation

### Key Skills and Abilities:

- Passion for Atma
- Able and willing to leverage networks to assist Atma

### Job Overview:

- Work with other members and executive director on at least one committee
- Mobilize resources for Atma including:
  - Funds
  - Volunteers
  - NGO partnerships
  - Significant contacts in the community

### Required Time Commitment:

- 6 Hours Month - 2 hours per week
- 4 Board Meetings Year



### **Items Governing the Collection of Funds:**

1. The Trustees shall have power to raise funds by undertaking various activities. It shall be lawful for the Trustees to augment the resources of the Trust by raising funds in every lawful and permissible way, through public entertainment programmes like charity shows, concerts, carnivals, festivals, printing, publishing and selling books, magazines, greeting cards, calendars, diaries, art and undertaking income-generating activity which may be incidental, or ancillary to, the attainment of the objects of the Trust.
2. The Trustees shall have power and shall be entitled to collect, recover and receive dividends, rents and profits and other income of the Trust Estate (hereinafter referred to as 'the Trust income') and to pay there out all taxes, rates, assessments, expenses and outgoings for collection in respect thereof and for the management of the Trust Estate and for administering and carrying out the Trusts hereof.
3. The Trustees shall be entitled to accept voluntary donations or grants from any person or persons or institutional sources, either Indian or foreign, and whether in cash or in-kind or by way of a legacy or bequest desiring to make gifts or donations upon the Trust and subject to the terms, provision and powers and conditions contained herein, such moneys or properties as the Donors desire from time to time to give on the aforesaid Trust and on the terms and conditions herein contained.
4. The Trustees may also allow a Donor or Sponsor to erect a building or buildings on any land belonging to the said Trust for the furtherance of any object of the Trust. All donations may be accepted either with or without any special conditions, as may be agreed upon between the Donor and the Trustees, PROVIDED THAT such conditions are not inconsistent with the intents and purposes of these presents and PROVIDED FURTHER that the name of the said Trust mentioned in clause one (1) hereof shall not be altered. All donations, including those of lands, buildings and other immovable properties, shall be treated as forming part of the Trust Fund being the subject matter of these presents and be applied accordingly. The Trustees shall also be at liberty to refuse any donation, legacy or gift, without giving any reason for such refusal.



5. It shall be lawful for the Trust to provide aid by way of donations out of the income or the corpus of the Trust Fund (to any extent the Trustees deem fit), or otherwise to different philanthropic institutions, societies, organisations, Trusts or other agencies which may have been established for charitable purposes mentioned herein above of these presents, to enable such institutions, societies, organisations, Trusts or agencies to start, maintain or carry out such charitable objects.