[Frontline Global Services Charitable Trust]

[Governance Manual]

Created by FGSCT Board on 09-Jan-2010

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Developed during the Board-staff retreat. This strategic plan document was finalized and approved by the FGSCT Board of Directors board meeting and covers the period 2015-16.

1.0. Mission, Vision & Strategic Plan

1.1.1. FGSCT Mission:

" To inculcate employable skills and place 1 million Under privileged Bhartiya by 31st December 2020 "

This mission statement encapsulates FGSCT purpose and communicates its essence to members, stakeholders, and the public. It states why FGSCT exists, what it seeks to accomplish

1.1.2. FGSCT Vision:

"Every Under privileged Bhartiya Can be Skilled which will make Bharat leader of 21st century".

1.1.3 Our Values

NO Caste, Neither Religion, Only Indian

1.1.4. Strategic Plan (Priorities & Goals)

A strategic plan includes

♦ What **our organization intends to accomplish, and**

♦ How **we will direct the organization and its resources toward accomplishing these goals over a period of time**

♦ What **our organization intends to accomplish: Strategic Priorities**

    1.1.3.1.   Access and Equity
    1.1.3.2.   Advocacy
    1.1.3.3.   Curriculum, Instruction and assessment
    1.1.3.4.   Research
    1.1.3.5.   Technology

1.1.3.1. Access and Equity:
A culture of equity where everyone has access to and is empowered by the opportunities.

Advance knowledge about, and infuse in every aspect of training, a culture of equity where everyone has access to and is empowered by the opportunities in training.

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Broad Framing Statement (i.e., what is most important to FGSCT, what can we impact?): Change actions, perspectives, and beliefs,

• Externally around training as a discipline and who can do to training;

• Externally around access to a high quality skill training environment for being skill efficient.

• Internally about who plays leadership roles within FGSCT.

A. Analyze and increase explicit focus on and quantity of access and equity in publications, professional development offerings, and conference presentations consistent with relevant position statements, research briefs and clips.

B. Ensure that access and equity are explicitly addressed in Principles to Actions development, review, and rollout processes.

C. Support periodic surveying of members, attendees, and the profession on changed actions, perspectives, and beliefs.

1. Conduct internal surveys with members and conference attendees.
2. Provide feedback on content in national surveys.

D. Design and implement an explicit process to promote diversity of member leaders involved as members of committees, authors submitting journal articles, and presenters at conferences.

1.1.3.2.Advocacy: Engage in public and political to focus policymakers and education decision makers on improving learning skill training.

• Training is fundamental to all learning and any career as well as integral to FGSCT.

• Quality trainers and teaching are fundamental to all learning, as well as to success in FGSCT and career readiness.

• All students can be successful learners with appropriate opportunities and supports, and that school, district, state/provincial, and national policies significantly influence access to such opportunities and supports.

1.1.3.3.Curriculum, instruction, and assessment: Provide guidance and resources for developing and implementing curriculum, instruction, and assessment that are coherent, focused, well-articulated, and consistent with research in the field, and focused on increasing student learning.

Broad Framing Statement (i.e., what is most important to FGSCT, what can we impact?): Stay current, emphasizing member needs for implementing standards and support for greater diversity.

A. Inform members about effective new models of instruction and assessment and the research that supports their effectiveness.

B. Define and support formative assessment practices.

C. Re-examine position statements relative to curriculum, instruction and assessment, and Identify curricular frameworks aligned with summative assessment align these with Principles to Actions.

C. Tag appropriate new and existing website content to FGSCT

D. Study the curricular implications of the newly released reports, NOS, NQSF

E. Inform members about these reports and their implications for Skill Training Regularities.

F. Collaborate with other organizations (e.g., SSC, NSDC, DDU-GKY) regarding implications of these reports for national Level Standards.

G. Develop core programs that address the key needs of members.

G.1. Develop a fluency program (i.e., instructional activities for concept and skill development) that stems from Principles to Actions relative to curriculum, instruction, and assessment (e.g., planning, implementation, assessment resources; tools for use by members) and address implications for professional development.

1.1.3.4.Professional Development: Provide professional development to all stakeholders to help ensure all students receive the highest quality education.

Broad Framing Statement (i.e., what is most important to FGSCT, what can we impact?): Improve connections and collaboration across divisions, activities, and products related to professional development and support greater diversity (e.g., generational, teaching environment, pressures, passions, what is important to them, teaching issues, credentialing background).

A. Develop a specific, coordinated, and coherent professional development plan for priority content and issues.

B. Develop and refine new professional development opportunities.

C. Examine how we might increase participation in FGSCT professional development experiences.

D. Engage Affiliates to address their professional development needs and bring to scale professional development programs that mutually benefits, its Affiliates and the profession.

E. Use technology as a vehicle for PD and to increase awareness of available PD & other resources.

1.1.3.5.Technology:

Promote strategic use of technology in the classroom to advanced learning, and communication and as a vehicle for professional learning.
Define and support formative assessment practices.

A. Share best practices with trainers at all levels of expertise that integrate the appropriate and strategic use of tools and technology in the math classroom.

B. Integrate technology effectively in relevant publications, professional development offerings, and conference presentations.

C. Encourage increased member use of technology.

D. Develop a system for reviewing aligned technology resources (e.g., apps)

E. Survey effectiveness of and whether tools and information are being used appropriately.

F. Model effective uses of technology as a vehicle for professional learning experiences.

G. Work with other organizations on appropriate strategies.

♦ **How will we direct the organization and its resources toward accomplishing these goals over a period of time: Internal Organizational Goals.**

> **1.1.3.6. To Grow membership through increased retention and acquisition of trainees in order to increase mission impact and revenues.**
> **1.1.3.7. To produce an annual net surplus budget within a time frame to be determined.**
> **1.1.3.8. To optimize alignment, communication, and timely decision making among Board, staff and committees.**
> **1.1.3.9. Improve retention, satisfaction, and development of staff.**
> **1.1.3.10. To use technology in order to more effectively address our mission and strategic priorities.**

1.1.3.6. To grow membership through increased retention and acquisition in order to increase mission impact and revenues.

A. Drive greater engagement of members (and potential members).
B. Move transactional members to become more engaged and mission supporters.
C. Increase Affiliate engagement in FGSCT activities.
D. Target early career trainers for membership.
E. Consider new-trainer member category.

F. Develop member categories (e.g., entity, corporate, parent, trainee) as alternatives to individual membership.

1.1.3.7. To produce an annual net surplus budget within a timeframe to be determined.

i. Enhance and diversify operating revenue streams.
ii. Reassess programs and services that are not at least revenue neutral.
iii. Clarify the FGSCT organization reserves target.
iv. Make more realistic budget assumptions.
v. Recognize the larger scope of resource implications in Board-level decision-making.
vi. Align organization resources with strategic priorities.
vii. Identify, cultivate, and obtain project funding from external sources.
viii. Develop greater fiscal awareness of Board members.

1.1.3.8. To optimize alignment, communication, and timely data-driven decision making among Board, staff, and committees.

a. Ensure consistent, purposeful collection, analysis, and use of data to guide good decision-making.
b. Improve communication and collaboration across divisions, activities, and products.
c. Align Board, staff, and committee work cycles.

1.1.3.9. To improve retention, satisfaction, and development of staff.

d. Board sets clear priorities to enable executive director to effectively allocate resources.
e. Ensure that all staff are supported and empowered to do their job.
f. Improve avenues for communication and collaboration among staff, and between staff and other stakeholders.
    g. Support and encourage staff to participate in job-related professional development.

1.1.3.10. To use technology in order to more effectively address our mission and strategic priorities.

h. Enhance website effectiveness.

i. Ensure content is up to date, relevant, and high quality.

j. Improve organization and usefulness of the website.

k. Deepen engagement of members through activities and tools such as: social media, webinars, apps, podcasts, virtual opportunities, online math games, other electronic materials, and virtual special interest groups.

l. Increase strategic use of technology in publications.

m. Develop monitoring tools to measure effectiveness of our technology use.

1.2. Process for monitoring and evaluating

FGSCT boards considers the following when creating this type of a process:
Obtain feedback from the organization's stakeholders (e.g. clients, partners)

Set achievable targets for the organization and create measurable indicators that link to the mission, vision and strategic plan

1.2.1. Performance Audit – Review of Organizational Strengths, Weaknesses, Opportunities and Threats {SWOT}

After goal and objective development and prior to strategy/action step development our planning team reviews the data gathered from the SWOT. All the data is shared with team members and the leader would facilitate a discussion as to the interpretation of the data. It is important for planning team members to honestly share their thoughts and feelings regarding the data/information gathered during the SWOT analysis.

1.2.2. Gap Analysis – Compare SWOT analysis information with draft goals and objectives

After reviewing the organization's strengths, weaknesses, opportunities and threats the planning team will review their draft goals and objectives to determine if modifications are needed. For example, the information gathered during the SWOT analysis may indicate a particular goal or objective is inappropriate or not needed. It may indicate a need for more objectives under a particular goal. The SWOT review will aid the planning team in determining whether or not their plan is realistic and it will set the ground work for establishing functional action steps. For each goal and objective the planning team should determine how large of a gap exists between the present status and the intended future status. For each goal and objective the planning team will decide if it is possible to close the gap or at least make significant progress towards closing the gap] between what presents exists

and where you want to be in the future. If it is possible to close the gap the goal and/or objective will remain as part of the plan.   If it is not possible to close the gap the planning team may decide to eliminate the goal and/or objective

1.2.3. Contingency Planning – Worst and Best Case Scenarios

After completing the gap analysis the planning team would typically develop a contingency plan. The planning team would develop a contingency plan by brainstorming response to the following questions.

- What is the worst thing that could happen in the environment, which might make it necessary to rethink organizational strategy? What should our organization do if this worst-case situation comes true?
- What is the best thing that could happen in the environment, which might make it necessary to rethink organizational strategy? What should our organization do if this best-case situation comes true?

1.2.4. Integrated Functional Plans – Action Steps

This is related to developing specific action steps for each objective. There has to be a detailed plan listing dates of completion, responsible individual for completing the action step, resources needed to complete the action step, and a measurement for success. In larger organizations this level of detailed planning is left to those who will be responsible for "making it happen". The planning team usually delegates action planning to supervisors/administrators and their staff to draft a plan for executive staff review.

1.2.1.5. Implementation Considerations

At this point, the planning team members will ask themselves "What changes or modifications to the organization must we make in order for this plan to be successful?" Changes or modifications may include changes in the organizational structure [Who reports to whom for what?]. In order for the plan to be successful will the organization need to change, add or delete policies, procedures etc.? What training will staff need to have in order for them to successfully meet the new goals and objectives? What training will leaders need to effectively lead personnel in meeting the mission, goals and objectives? How will we reward employees for reaching goals and objectives?

1.2.1.6. Monitoring and Evaluation

Effective monitoring and evaluation is important to the success of the strategic plan. Planning team members will develop monitoring and evaluation tools to ensure the success of their plan. It is important to regularly [annually at a minimum] review the plan and make appropriate modifications due to environmental factors.

2.0 ROLES AND RESPONSIBILITIES

2.1 The roles and responsibility of the Board of Directors and the executive directors are documented.

2.1.1. Introduction to roles and responsibilities

A strong and positive relationship between the Board of Directors and the excetive director is critical. Having clarity in the roles, responsibilities, and expectations of both the Board of Directors and the executive director helps to build a working relationship on a strong base of understanding.

Board of Directors - Fiduciary Oversight
Accountability to achieve the entire strategic plan rests first and foremost with the chief executive and organization President. The chief executive then assigns selected objectives to appropriate senior managers on down the line; the President assigns relevant objectives to officers, committees, and task forces.

Oversight of these assignments is covered through periodic reporting through tools like required written updates, quarterly dashboards, and annual chief executive performance evaluation. Additionally from time to time the Board should complete its own self-assessment and evaluation of committee or task force accomplishments.

As noted above, the Board designs supporting policies that require the chief executive to be able to show them that he or she has an effective internal system of aligning the staff's work with the strategic plan, assigning appropriately so that there is accountability throughout the organization, and providing oversight or coaching to ensure results.

2.1.2. Role of Board of Directors

The Board's role can be broken into two categories:
The mandatory role based on the minimum legal; requirements of all board members. The Board is responsible for the overall governance of the organization. Each director is responsible to act honestly, in good faith and in the best interests of the organization and, in so doing, support it in fulfilling its mission and discharging its accountabilities.

Board of Directors - Ongoing Strategic Thinking
The process of good strategic planning usually surfaces additional issues that need more study, reflection, and discussion by the Board and senior staff. These issues should make up the President's Strategic Agenda for future Board meetings. As the direction needed to be taken on an individual issue becomes more focused it can be added appropriately to the strategic plan. In

essence strategic plans should not be considered "carved in stone" but flexible and pliable as the environments and members change.

2.2 Orientation

An effective orientation helps new board members understand the mission of the organization, its major activities and issues, and how the Board of Directors operates. An orientation session/manual for new steering committee members can include the following:
- Terms of Reference
- Mission and vision of the organization
- Strategic priorities, goals and objectives
- Summary of the organization's programs and services
- Organization's structure
- Board's structure, staff structure
- Job descriptions, expectations
- Board members and staff roles
- Other committees or task groups
- Board recruitment, development and evaluation process
- Budget process
- Current year's budget
- Recent reports including financial statements

2.3.   A Code of Conduct is created for the Board of Directors outlining professional behavior.

Code of conduct
Board members need to demonstrate ethical and professional conduct to maintain the confidence of the membership and the public. This commitment includes proper use of authority and appropriate actions in group and individual behaviour when acting as Board members.

A Code of Conduct is a written document that speaks to the above and then is signed by each member and reviewed on a regularly basis

2.4   The Board of Directors has effective ways of organizing itself.

A Board can organize itself by having for example; agendas developed for meetings, working groups to address specific issues, or a process for ensuring action items are completed etc.

2.5.   The Board of Directors has effective ways of documenting its decisions

Documenting its decisions
A Board document's its decisions by keeping minutes for every meeting. Each organization should document key decisions that will affect the organization.

2.6.   The Board of Directors has a process for handling urgent matters between meetings

Process for handling urgent matters
For many Boards, an executive committee is established to coordinate the work of the Board of Directors. This group is often delegated powers by the Board's members to meet between meetings to handle urgent matters as they arise.

2.7.   The Board of Directors recruits and provides orientation for the executive director.

Recruits and selects the executive director
The executive director's role is to carry out the work of the project as defined by the Board of Directors. The Board of Directors needs to have a process that will result in hiring the best candidate for the decided upon role. The Board of Directors also needs to provide the new executive director with appropriate orientation so that they can assume their role

2.8.   The Board of Directors monitors and evaluates the executive director.

Evaluates the executive director
A performance appraisal is the process by which the executive director and Board of Directors meet to:
* Formally review the accomplishments and challenges of the executive director
* Identify and address areas of concern
* Reach a decision regarding salary and benefit increase
* Identify the next performance appraisal period
* Establish goals and action plans for the next appraisal period

2.9.   The Board of Directors evaluates its own performance annually, both individually and collectively.

Evaluates its own performance
Performance review of the Board of Directors and its members are based on actions that the Board of Directors planned and the results they achieved. Evaluation needs to look at both:
* Accomplishment, product or results of the goal
* Process by which the goal was accomplished

3.0   BOARD STRUCTURE AND COMPOSITION

3.1 The Board of Directors is structured in a way that supports the governance needs of the organization.

3.1.1. Board of Directors structure

FGSCT needs time to decide on the structure that best meets its needs. Boards must make decisions about their structure based on three basic questions:

- Which decisions does the Board have to make, want to make, and which does it want to delegate?
- How much involvement does the Board want to have in the operations of the organization?
- How will the reporting relationship between the Board of Directors and the organization's staff be defined and communicated.

3.1.2. Policy governance board

Board develops policy to set the ends to be achieved by the organization, the means to achieve those ends and the limits on the executive director for HR management; board as a whole directs the executive director; the board needs to establish a thorough reporting structure so that it can fulfill its oversight function for HR management.

ADVANTAGES

- Responsibility for HR is delegated to the executive director within the limits set by the board
- Executive director develops and implements all HR policies and practices

DISADVANTAGES

- Issues with the executive director may be hard to deal with in a timely way when the board as a whole has to be involved in the process
- The board is not involved in the development of policies and practices for HR management, yet as the legal employer, the board and individual members can be held legally accountable for breaches of law

3.2 The Board of Directors has set terms and a succession planning process in place for new members.

3.2.1 Succession planning

A basic responsibility of the Board is to ensure its own renewal and development. A Board development cycle includes:
- Developing a Board profile
- Recruiting and selecting new members
- Electing new members
- Orientation
- Ongoing support and recognition
- Training and development

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3.2.2. LEGAL DUTIES OF DIRECTOR'S

Each board member has a fiduciary duty to the organization. This means that the board is acting on behalf of the membership or stakeholders in directing the affairs of the organization. The fiduciary duty of the board is the same for all types of governance structures. This fiduciary duty covers all areas of responsibility, including HR

In law, a duty is an obligation to act in a certain way and to a certain standard of care.

Duty	Standard of Care
Duty of diligence	Directors are required to: Act reasonably, prudently and in good faith Educate themselves about the organization Make reasonable inquiries into the day-to-day management of the organization, consider explanations and to make informed decisions Diligent directors also seek the advice of qualified professional, when necessary
Duty skill/competence	Directors with a special skill or knowledge have a duty to use that expertise in their role as a Board member, and to practice the standard of care expected of their professional abilities. For example, HR professionals and lawyers will be held to the standard of their professions on issues related to HR management and the law respectively. Board members without specialized skill or knowledge are expected to act as a prudent person would act. Prudent directors are cautious and careful. They try to foresee the consequences of a course of action before taking it.

Duty of loyalty	Directors have a duty to always place the interest of the organization first. This means acting honestly, in good faith and in the best interest of the organization. Directors must fully and promptly disclose any potential conflicts of interest and take action to avoid perceived or real conflicts of interest.
Duty of obedience	Directors have a duty to act within the scope of the governing documents of the organization and to ensure that committees and staff do so as well. Governing documents include the organization's constitution, bylaws, policies, rules and regulations. This duty includes ensuring that governing documents are kept up-to-date. Directors also have a duty to obey all laws and statutes that apply to the organization.

3.3 The Board of Directors has the skills and knowledge important to the organization and reflects the diversity of the community it strives to serve.

3.3.1. Diversity of the community

Diversity can refer to age, gender, language, race, sexual orientation, ethnicity, religion, income, disability, geography etc. Diversity can strengthen an organization some examples include:

3.3.1.1Diverse perspectives in decision-making which can lead to better decisions.

3.3.2.Help in building social capital and cohesion among diverse populations.

4.0 LEGAL OBLIGATIONS AND COMPLIANCE

4.1.   The Board of Directors meets based on an established meeting schedule and achieves quorum at all meetings

Quorum :

The minimum number of people, as specified in an organization's Term of Reference, required at each Board meeting, general meeting, or special

meeting for business to be legally carried out. In the absence of quorum, debate can continue but no votes can be taken, except a vote to adjourn.

4.2.   The organization has director's and officer's liability insurance.

Directors and Officers Liability Insurance

Directors and Officers (D&O) Liability Insurance covers against risks that are not included under an organization's general liability insurance, such as:
Claims arising out of a board's decisions or omissions
Actions or activities performed directly under the auspices of the Board of Directors. D&O policies are usually issued on claims-made basis
Although not required by any statute or regulations, it is good practice as many volunteer board members would not offer their services if the organization does not have directors & officers insurance. As well, operating insurance is prudent and virtually required by the common law duty the Board has to protect the assets of the entity
Beyond Directors and Officers Liability Insurance, it is important for nonprofit organizations to understand the potential risks and liabilities of their activities (as discussed in – Financial Management and Sustainability) and to determine the appropriate type and level of coverage required

4.3.   The organization understands and complies with its constitution and bylaws and understands and complies with all relevant legislation, regulations and reporting requirements

Constitution and By-laws

Incorporation is the process by which an organization gets its legal status. The procedures for incorporating differ from statute to statute and province. However, generally speaking, an organization is required to have:
A c**onstitution**, which is a document that contains an organization's general objects which state the organization's goals and objectives.
Bylaws, which are the fundamental governing rules and regulations of any organization, The bylaws state how the organization is to be governed and how the powers of the organization are to be exercised.

4.4.   A conflict of interest policy is in place
Conflict of Interest Policy

Conflict of interest is often expressed as a conflict between the personal interest of the director and the fiduciary duties the director owes the corporation.
All directors have a duty to ensure that the trust, confidence and integrity of the decision-making processes of the board are maintained by ensuring that

they and other members of the board are free from conflict or potential conflict in decision-making.

4.5.   The Board of Directors regularly reviews the bylaws.
        Reviews the bylaws

        Bylaws should be reviewed annually to ensure that they continue to reflect the practices and realities of your organization. Keep in mind that the membership of your organization must review and approve them at your organization's annual general meeting.

4.6.   Board of Directors minutes, documentation of decisions and financial records are kept in a secure place.
        secure place

        FGSCT is responsible for maintaining, retaining, and safeguarding books and records. A secure place is a location that is protected from theft, fire, water damage and tampering. A fire safe is a good example of a secure place.
        The *Income Tax Act* and various corporate statutes require retention of corporate and financial records. Ensuring that these documents are kept in a secure place will help to ensure that your organization meets these legislative requirements.

5.0. FINANCIAL MANAGEMENT AND SUSTAINABILITY

5.1.   FGSCT is aware of and complies with all regulatory, legal, fiduciary and funder requirements.

        FGSCT operate within a framework of laws that govern what they can do and how they must do it. Some of these rules are made by governments and can be thought of as external rules such as the (e.g. tax receipts, returns, information etc.).Organization follows all relevant external rules as well as its own internal rules.

5.2.   FGSCT follows generally accepted accounting practices

        Generally accepted accounting practices (principles)

        Having accurate and meaningful financial information is essential to running any organization. Generally Accepted Accounting Principles provides the framework of broad guidelines, conventions, rules and procedures of accounting.

5.3. FGSCT has written financial policies.

Financial policies

These types of policies may include information on the following topics: recording and allocating expenses, financial reports, bank reconciliations, signing authority (for financial and contractual commitments), approval of expenses, etc.

5.4. FGSCT can demonstrate that they are in good

Financial position, that is, it has sufficient reserves to support existing obligations and commitments.

5.5. FGSCT has an effective system to control and

Protect financial resources, assets and liabilities.

Effective systems

Effective systems are procedures established to monitor the budget (expenditures and revenue), protect assets, check the accuracy and reliability of accounting information, promote operating efficiency and ensure compliance with organizational policies and legislation.

5.6.The organization makes training available for the Board and appropriate staff to ensure an adequate level of financial literacy.

6.0. Budgeting and Planning

6.1. FGSCT knows and follows through on their respective roles as it relates to preparing implementing and monitoring its annual operating and capital budget.

Annual Operating Budget: The annual budget forecasts all revenues and expenses for one fiscal year.
Capital Budget: A capital budget looks at a longer time period than one year and plans for the purchase of major capital assets such as machinery, land, or buildings.

6.2. FGSCT Board of Directors approves and monitors the annual budget and any significant variances from the budget.

Annual Operating Budget: The annual budget projects all revenues and expenses for one fiscal year.

Capital Budget: A capital budget looks at a longer time period than one year and plans for the purchase of major capital assets such as machinery, land, or buildings.

6.3. FGSCT has an annual and long term planning and budgeting process that is connected to its strategic plan.

6.4. Forecasting and trends analysis in revenues and expenses is part of budgeting and ongoing monitoring.

Forecasting and trends analysis involves looking at both the internal and external financial situation and predicting likely changes that will affect the budget so they can be factored into either the annual or capital budget. Examples could include: a new version of software being released; utilities prices predicted to rise; new staff being hired

7.0. ASSETS AND CASH MANAGEMENT

7.1. FGSCT human, financial and physical resources are appropriately allocated.

7.2. FGSCT makes decisions about how to allocate resources considering ethics, values, social costs and benefits.

7.3. FGSCT Board of Director's reviews and approves financial statements

7.4. FGSCT Board of Director's reviews reports from the accountants (including management letters) and directs and monitors necessary changes to financial statements and procedures.

FGSCT generally complete an annual audit to examine and verify the organization's financial and accounting records and supporting documents, the reports from this type of audit (including management letters) should then be reviewed by the Board

7.5. The financial statements, audited or otherwise, and any annual report, is made available to the concerned department for the scrutiny.