

Access Livelihoods Consulting India Private Limited

Minutes of Board Meeting – FY 9 – Q1
(held on 10th and 11th May 2013)

Persons Present:

1. Mr. Vinod Reddy, Chairperson and Independent Director
2. Mr. K V Raju, Independent Director
3. Mr. G Satyadev, Share holder Director
4. Mr. G V Krishnagopal, Director & Chief Executive Officer
5. Mr. G V Sarat Kumar, Director & Chief Programs Officer
6. Mr. N Madhumurthy, Director & Senior Program Director – Community Services

Decisions Taken –

A. Community Program Services:

1. Share capital of the members has to be built up. Sufficient mechanisms have to be developed to improve the equity of members in FPCs. FPC members themselves should be encouraged to carry out the campaign.
2. For future expansion of the Community Program Services identify the state missions which are looking for development of producers' institutions and discuss the possibility of collaboration and partnership.
3. Focused programs needs to be developed to train the Project Managers. As it is a crucial middle management layer, enough capacity development investment on reasonably talented and passionate individuals needs to be done.
4. Develop shadow guidance team from the central office to help the project offices in developing the FPCs. Evolve incentive mechanism which is linked to the growth of FPCs and their functioning.
5. In the next two or three years the focus of the core team of ALC India should be develop 2 or 3 models in community enterprise. So identify those on which there is going to be focused work to develop them in to models.
6. Institute a strong appraisal team for looking in to the business plans of FPCs which are evolved. The team may consists of some external members also.
7. For long term projects, the Management Committee shall review every 3 months milestone wise progress and the reviewed reports shall be placed with the Board members and report should be location wise.
8. Board will review and appraise the business plans of FPCs and other CPS programs on 14th and 15th June 2013. Key business plans to be discussed needs to be circulated by 8th June 2013.

B. Transition of Chief Executive Officer and Building Core Team:

1. **It is decided to Designate Mr GV Sarat Kumar as the next Chief Executive Officer of ALC India.** He will take charge of ALC India after 2-year (FY 13 – 14 & FY 14 – 15) transition arrangements.
2. It is also decided that to give way to Mr GV Sarat Kumar, Mr GV Krishnagopal will step down as the CEO on 31st March 2015.
3. On 1st April 2015 - FY 2015 – 16 Mr GV Sarat Kumar will assume charge of the position of CEO of ALC India. However, to provide further support Mr GV Krishnagopal will assume the charge of Managing Director for a period of 1 year. So while all responsibilities will be discharged by Mr Sarat Kumar, Mr Krishnagopal will be available full time in ALC India to support, guide and provide advice on specific issues where Mr Sarat Kumar requires them.
4. During the transition period all major and long-term projects which will continue beyond the tenure of current CEO, will be directly handled by Mr GV Sarat Kumar, CEO Designate. In those programs and projects CEO Designate will directly report to the Board of ALC India.
5. A report has to be prepared by HRM team giving long term perspective and projection of Human Resource required for ALC India. The report shall be submitted in the next Board Meeting. The report shall consists of –
 - a. A projection of total Human Resource requirement to meet the growth requirements of ALC India in the next 7 years.
 - b. Position and level wise requirement of Human Resource with potential projection on the matrix of various parameters like – gender, differently able, geographic and educational backgrounds of team members.
 - c. What kind of investments are required to meet the needs of Human Resource in the organization needs to be projected.
 - d. What will be the key skill sets that will be required? What will be key knowledge and attitude requirements of the team to be built.
 - e. How will the growth of group entities – ATLS, AFLS and Chitrika contribute and affect the human resource plan of ALC India?
 - f. Who are the current set of “Stars” and “Leaders” identified in the organization for meeting the future needs?
 - g. What the specific plans to nurture, build skills and value systems for the future?
 - h. What will be the financial resources required to meet this requirement?
 - i. What are the overall strategies to be followed to meet these requirements?
 - j. What is the induction methodology to be developed for the key leaders and management team?

C. Board of Trustees for ALC India:

1. ALC India Board of Directors will be from now on called Board of Trustees. The special nomenclature is being thought of to reflect the cause and mission of the organization. ALC India has chosen company format strategically to meet the need of resources and to reflect the change nature of social enterprises in the country.

2. Therefore, to protect the mission, value system and nature of the organization, ALC India will from now on have Board of Trustees representing the interest of shareholders, stakeholders and independent directors with enlightened societal development vision.
3. There will be a Board of Trustees comprising 5-9 representatives drawn from shareholders (non-employee shareholders), independent directors and stakeholder representation, CEO and CEO Designate.
4. Tenure for Directorship will continue to remain 3 years
5. Some aspects to be kept in mind while selecting the Board of Directors are that there should be at least 2 Directors with Technical Knowledge (Project Management, Enterprise Development), 1 person with Macro-Economic Scenario and Knowledge and 1 with Financial Management Knowledge.
6. Sitting fees Rs 5,000 per board meeting attended will be given to all board of trustees apart except the CEO and CEO Designate.

D. Social Private Investment Opportunity (SPIO):

1. An offer document shall be prepared and all disclosures required needs to be shared to the potential investors. The document shall withstand scrutiny of SEBI in future. There shall be mention that there could be possible extension of the duration of the campaign period.
2. A separate bank account in a commercial bank can be opened to deal with the financial resources coming in through SPIO.

E. Access Tribal Livelihoods Services (ATLS):

1. ATLS young group is appreciable, they have gelled well as a team and seem to carry the enthusiasm of forming, developing and managing an independent unit to work for Tribal Communities.
2. Based on the plan, ATLS will take forward the agenda of work with Tribal Communities in India especially focused on the eastern region to start with.
3. ALC India is happy to note that ATLS will be very soon registered as separate entity. It is also happy to note that from 1st April 2013 already financial settlements have been planned and separate set of accounts are being maintained.
4. It has been decided that right now ALC India should not take any shareholding to allow space, growth and independent vision to emerge. At an appropriate time based on the interest of key people of ATLS, ALC India shall in future consider the possibility of taking share holdings.
5. Right now ATLS and ALC India will only have brand sharing agreement. They will continue to cooperate and collaborate the way they have done so far to develop new opportunities to serve marginalized, to expand and scale the program plans, share the resources (knowledge, human, financial and other resources) and mutual support.

F. Management Committee:

1. Mr Sunil Kumar Singh, Head proposed AFLS and Dr Surekha Saxena, Head Operations, ALC India will be additionally invited in to the Management Committee of ALC India.
2. All external members in Management Committee who are mainly from AL Group entities will be paid honorarium of Rs.3,000 per member per meeting as sitting fees. Their travel and other incidental costs will be borne by ALC India.