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Natya Bharati Reorganization Board & Functional Units - Roles & Responsibilities

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NATYA BHARATI

Table of Contents

| | |
|--|-----------|
| 1. REORGANIZATION OF NATYA BHARATI..... | 3 |
| 1.1 RATIONALE FOR REORGANIZING NAYA BHARATI (NB)..... | 3 |
| 1.2 PROPOSED REORGANIZATION OF NB BOARD..... | 3 |
| 1.3 TERMS | 7 |
| 2. UNIT 1 – GOVERNANCE AND OVERSIGHT | 8 |
| 2.1 STRUCTURE..... | 8 |
| 2.2 RESPONSIBILITIES | 8 |
| 2.3 FUNCTIONAL GUIDELINES..... | 9 |
| 3. UNIT 2 – PROGRAMS | 10 |
| 3.1 STRUCTURE FORMAT | 10 |
| 3.2 RESPONSIBILITIES | 10 |
| 4. UNIT 3 – FISCAL | 12 |
| 4.1 STRUCTURE FORMAT | 12 |
| 4.2 RESPONSIBILITIES | 12 |
| 4.3 FUNCTIONAL GUIDELINES..... | 13 |
| 5. UNIT 4 – OUTREACH AND PUBLIC RELATIONS (PR)..... | 14 |
| 5.1 STRUCTURE..... | 14 |
| 5.2 RESPONSIBILITIES | 14 |
| 5.3 FUNCTIONAL GUIDELINES..... | 14 |
| 6. UNIT 5 – ADMINISTRATION | 15 |
| 6.1 STRUCTURE..... | 15 |
| 6.2 RESPONSIBILITIES | 15 |
| 6.3 FUNCTIONAL GUIDELINES..... | 15 |
| 6.4 CONTENT FLOW AND MANAGEMENT BETWEEN UNITS | 16 |
| 7. ADVISORY PANEL..... | 17 |
| 7.1 STRUCTURE..... | 17 |
| 7.2 RESPONSIBILITIES | 17 |

Table of Figures

| | |
|---|----|
| FIGURE 1 - NATYA BHARATI'S RESTRUCTURED BOARD | 4 |
| FIGURE 2 - CONTENT MANAGEMENT..... | 16 |

List of Tables

| | |
|--|----|
| TABLE 1 - TERMS BY UNITS..... | 7 |
| TABLE 2 - REMAINING TASKS & TIMELINE TO COMPLETE | 19 |

1. Reorganization of Natya Bharati

1.1 Rationale for Reorganizing Naya Bharati (NB)

The current organizational structure is hierarchical in nature and does not include sufficient clarity regarding ownership of the main categories of functions required to maintain and grow the theater group and execute actions to further its mission. While the role of the President as the overarching leader responsible for organization's mission is assumed, as is the role of the Treasurer, several core administrative functions related to running the organization such as the development and maintenance of the website, including updating content, documentation of artifacts, communication and public relations, production of digital and print content, researching and obtaining play scripts etc., as well as project-specific support have traditionally been taken up or led by any member on the committee who has the interest, skills and commitment to the task. Over the years, attempts to assign specific roles to the three Vice-presidents have not been very successful. Most committees did not have evenly engaged members, resulting in a small number of members shouldering all the responsibilities. Further, given the hierarchical nature, it became incumbent on the President to continue presenting plays at least twice a year with less than ideal support and without full engagement from all the members on the Executive Committee.

In addition, the fiscal and governing oversight functions of the Board of Trustees (BoT) remained somewhat undefined, and in spite of the BoT's attempt to organize itself, it lacked the authority to steer the organization, with the exception of ensuring the change of guard every three years through a nomination of a slate presented by an eligible member of the organization.

1.2 Proposed Reorganization of NB Board

The proposed reorganization is an attempt to define the key functional areas necessary in the current atmosphere to be a successful community theater group, and establishing dedicated functional units with a unit lead and additional members to support their respective functions, as shown in [Figure 1 - Natya Bharati's Restructured Board](#). This changes the organization from a hierarchical structure to a flat structure. The Governance unit serves as an oversight unit and its unit lead serves as the Chairperson of the Board.

While the functional units are distinct in the roles and responsibilities, the entire Board is envisioned to work in unison towards the common mission and goals of the organization. As an example, while the Program unit will be responsible for collecting, reviewing and shortlisting playscripts, all Board members get to vote on the play selection. All Board meetings will include participation by members from all units.

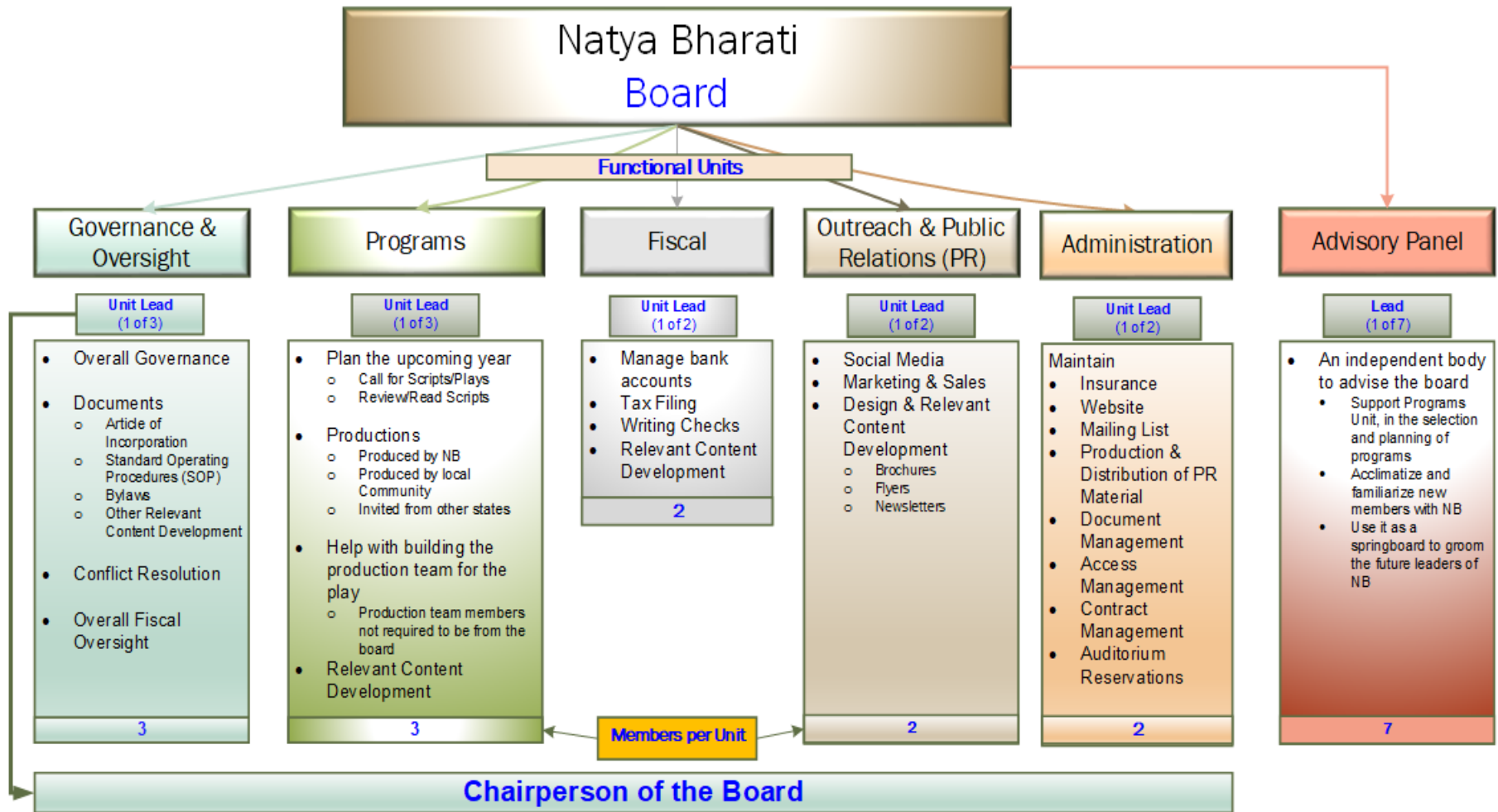


Figure 1 - Natya Bharati's Restructured Board

Natya Bharati, Inc. board will be organized into 5 functional units as depicted in [Figure 1 - Natya Bharati's Restructured Board](#), which will be governed by a Board of thirteen (13) members. Of these, ten (10) members will serve in units dedicated to executive functions of the organization, including Programs, Finance (Fiscal), Outreach & Public Relations, and Administration. The remaining three members will serve in the Governance and Oversight unit.

One member in each unit will serve as the lead. The lead of the Governance and Oversight unit will also serve as the Chairperson of the overarching Board.

The initial Board will be established by the current Board of Trustees. Members will be nominated for staggered terms of one to three years for a maximum of three years. Members may be renewed to serve within the same unit or another unit for one additional term. A member may therefore serve for a maximum of six years.

The first six months will constitute an interim period and will not count towards the full term of membership. Full terms will begin January 2024.

For the first interim and full-term Board, eligibility to serve in any functional unit (with the exception of the Governance and Oversight unit), will include, but not be limited to, prior membership on any of the Executive or Advisory Committees or the Board of Trustees in good standing, as well as alignment in interest, expertise and experience in the relevant areas. To serve in the Governance and Oversight unit, a member must have served on any of the other functional units for at least one term or 2 years.

Successive members of the Board (with the exception of the Governance and Oversight unit) will be invited through nominations by any member, and can include new members with relevant experience and expertise from the community.

To ensure commitment to the organization's mission and activities, we propose a non-refundable fee of [\\$100/year](#) for any member serving on the Natya Bharati Board.

Natya Bharati will not institute a membership program for the general community, thus enabling all theater enthusiasts to participate in any NB production without being a member. Instead, a community of supporters of the organization, called "**Patrons of Natya Bharati**" will be established. Eligibility criteria and related factors to be a part of the "Patrons of Natya Bharati" circle will be developed by the full Board, once established; however, one of the roles will be to aid in supporting NB's financial goals.

All thirteen members of the Board will be eligible to nominate new members to the Board and to vote, if the nomination is not unanimously concurred upon. All thirteen members will also be eligible to vote on the Program/Project/Event selection.

Decisions on the day-to-day executive functions of the organization such as event/project execution, budget, administration, outreach and public relations will be managed and coordinated across the four executive functional units.

The Governance and Oversight unit will be responsible for the overall financial health of the organization and have oversight of an annual budget with projected expenditure and income, as well as transfer of seed funds to an operational account, which will be managed by the fiscal unit. This unit along with the Administrative, Program and Outreach and Public Relations units will review the budget reports submitted by the Fiscal Unit following each event. Events will be expected to be self-sustaining at the very least, and aim at being revenue-generating.

The full Board will meet on a quarterly basis in person or virtually. Additional meetings may be requested and convened upon request by any Board member with justification, as needed.

Lack of participation and engagement in the Board's proceedings, meetings and activities of the organization, conflict of interest with other organization, unlawful activities, organizational disruption or non-payment of annual dues may result in replacing a member based on a majority vote.

Bylaws regarding ownership of projects/plays, supporting shows beyond the initial performances, including travel out of town, and guidelines for standard operating procedures will be developed by the Governance and Oversight unit, in consultation with the full Board membership. Standard operating procedures for each of the Executive Functional units will be developed by the respective unit and concurred upon by the full Board.

In addition, the Board will establish an Advisory Panel of up to 7 members with annual terms renewable for up to 2 additional terms. Members of the Advisory Panel will not be expected to pay the \$100 fee.

1.3 Terms

Terms will vary between 2 to maximum 3 years in order to maintain continuity and facilitate skills transfer.

| Units | # of Members | Term Years by Members | |
|-----------------------------|--------------|---|--------|
| | | # of Members | Years |
| Governance and Oversight | 3 | 2 1 | 2 3 |
| Programs | 4 | 2 2 | 2 3 |
| Administrative | 2 | 1 1 | 2 3 |
| Finance | 2 | 1 1 | 2 3 |
| Outreach & Public Relations | 2 | 1 1 | 2 3 |
| Advisory Panel | 7 | Annual terms renewable for up to 2 additional terms | |

Table 1 - Terms by Units

2. Unit 1 – Governance and Oversight

2.1 Structure

The Governance and Oversight unit will be made up of three Board members. The members must have served in any of the other functional units for at least one term of 2 years. The initial Governance and Oversight unit will consist of 3 members from the current Natya Bharati Board with staggering terms of 2 or 3 years to ensure continuity in function.

One of the three members will be selected to serve as the lead of the unit as well as the Chairperson of the overarching Board.

Members in the Governance and Oversight unit will not vote on the day-to-day executive functions, except when invited to break a tie.

However, members in the Governance and Oversight unit will lead and vote on selection of new Board members as current members complete their term and rotate off. They will also participate in discussions and decisions on selection of plays/projects/events and will vote, if/when such decisions are called for a vote. Decisions will be made by a majority vote.

2.2 Responsibilities

The primary responsibility of the Governance and Oversight unit is to serve as the oversight unit and ensure successful execution of all other functional units of the Board.

1. Ensuring that all activities/events are consistent with Natya Bharati's mission and uphold its values
2. Maintaining the policy documents of Natya Bharati, including the Articles of Incorporation and the Bylaws
3. Developing new policies as needed and updating the Bylaws
4. Provide fiscal oversight, including determining long-term strategies for the organization's financial health
5. Approving an annual operations budget for the other executive units of the Board
6. Holding signatory authority for organization as well as for financial transactions, the latter along with the unit lead for Finance
7. Ensuring that standard operating procedures are established, maintained and updated for all units of the Board
8. Resolving any conflicts that may arise within or between other functional units; breaking a tie in extenuating circumstances as needed and/or may engage external facilitators as needed
9. Receiving and reviewing updates /reports from all other functional units on an annual basis
10. Advising the executive units as needed to be successful in their domains

11. Establishing and maintaining cordial relations with other theater and performing arts organizations in the local and national community to collaborate and raise Natya Bharati's profile and presence in the field of theater arts
12. Staying abreast of new opportunities/venues for Natya Bharati to showcase its productions.
13. Ensuring that each unit develops standard operating procedures during the interim period in 2023, maintains and follows them, as well as updates them as needed.
14. The Chair will be cognizant of and involved with all financial legal tax matters.
15. Monitoring and starting the process of replacing a member (from any unit) based on a majority vote for lack of participation and engagement in the Board's proceedings, meetings and activities of the organization, conflict of interest with other organization, unlawful activities, organizational disruption or non-payment of annual dues of \$100 by January 31st of every year.
16. Maintain timely selection of new members and manage any untimely resignations.
17. Note: Selection of new members for the Governance and Oversight unit will occur as follows: Current Governance and Oversight members will nominate new members, who will be confirmed by the full Board unanimously or by majority vote.

2.3 Functional Guidelines

1. The Governance and Oversight unit should stay abreast of Natya Bharati's mission, policies and procedures
 - a. Identify changes needed and update them as needed
2. Members in the Governance and Oversight unit should strive for unanimous decisions, but if needed operate by majority
3. This unit should ensure that selection of new Board members is a fair and equitable process based on merit, skills and expertise of the nominees and diversity of representation
4. The unit should review the local and national landscape of theater arts and identify opportunities for Natya Bharati
5. Members of this unit should work cooperatively with the other units to ensure success and growth of the organization

3. Unit 2 – Programs

3.1 Structure Format

The Programming Unit will be made up of 3-4 Board members. The members must have prior experience in theater productions.

One of the selected members will be chosen by the Governance and Oversight Unit to serve as lead of the Programming unit for a 3 years term.

In case of any organizational dispute or issue within the Program unit, the Governance and Oversight Unit will resolve the conflict.

3.2 Responsibilities

The primary responsibility of this unit is to plan for the programs, including:

1. Inviting individuals and groups for scripts, productions, and all production-related activities
2. Organizing play readings regularly
3. Reviewing and selecting scripts submitted by individuals or groups
4. Making recommendations for the entire Board's approval
5. Ensuring year-long theater activities are planned as much in advance as possible
6. Communicating regularly to the entire Board of the upcoming productions and activities
7. The Programming Unit members will also participate and vote on all items that the Board considers for its operation except for governance and oversight-related activities.
8. Functional Guidelines
9. The Programming Unit should set a forward-looking schedule of programs at least 6-12 months in advance. For example, in the Fall of every year, the program for the following year should be planned, with flexibility for additions and substitutions, if needed.
10. The Unit lead must schedule regular meetings, as needed, but no less than once a quarter, with the Unit members to plan for reading, selecting, and executing scheduled programs
11. It is the Programming Unit's responsibility to invite, schedule and select individuals and groups from varied sections of the Indian Community to present plays and the script for Natya Bharati production without any discrimination or nepotism.
12. Selection of the scripts and production must be made purely based on its merit and organizational goals.
13. All activities must be agreed upon by the majority votes within the Unit. The Unit Head should work to get a unanimous agreement on the selection of the projects and planned activities.

14. In case of a tie vote on any Programming related issue, the unit lead will have the right to make the final decision before taking any programming recommendation to the full Board.
15. Every project must be presented to the full Board with an estimated budget for final approval.
16. The Programming Unit must establish the production ownership before taking it for the full Board's approval. Production Ownership is established based on the producer of a play. If Natya Bharati is taking the full financial and legal responsibility of a play production then NB is considered the Sole Owner. Similarly, if another organization or an individual is taking partial or full responsibility then the ownership will also be considered Shared or Third-Party Ownership.
17. All board members are allowed to participate in productions in any capacity they prefer; however, a board member who submits a project for consideration cannot vote or participate in project selection due to conflict of interest.

4. Unit 3 – Fiscal

4.1 Structure Format

The Fiscal Unit will be made up of 2 Board members. The members must have prior Financial, Taxation, or Organizational financial oversight experience, preferably in a non-profit organization.

One of the selected members will be chosen to serve as the lead for the functional unit by the Governance and Oversight Unit, for a 3-year term. The Unit lead will have the check signing authority for all Natya Bharati bank accounts along with the lead of the Governance and Oversight Unit. The 2nd member of the unit will have check signing authority for the Operational account of the organization. The Unit members must be in good standing with financial institutions and able to sign and manage Bank accounts without any conflict of interest.

The Fiscal Unit membership will follow the overarching Board membership guidelines. In case of any organizational dispute or issue, the Governance and Oversight Unit will resolve the conflict.

4.2 Responsibilities

The primary responsibility of this unit is to manage the financial health of the organization, including but not limited to:

1. The Fiscal Unit must act as financial Managers of an organization with a strict focus on money management. Manage day-to-day bank activities and all funds of Natya Bharati
2. Make investment and expense management recommendations for the entire Board's approval
3. It is the Fiscal Unit's responsibility to file all necessary paperwork for taxes and ensure an uninterrupted functioning and availability of organizational funds.
4. Stay abreast of the tax law changes and filing requirements
5. Be the **primary** point of contact for the Bank(s) and Federal and State Taxation agencies
6. Present overall financial report twice a year to the entire Board and any unexpected changes, as needed.
7. Make necessary changes in the addresses and legal paperwork on behalf of the Board
8. Ensure perpetual non-profit status is maintained at the Federal and State level as needed.

9. The Fiscal Unit members will also participate and vote for all items that Board considers for its operation with the exception of governance and oversight - related activities.

4.3 Functional Guidelines

1. In consultation with the Governance and Oversight Unit, the Fiscal Unit must maintain two separate accounts, namely, Investment and Operational accounts, to manage Natya Bharati's financial operations. The Investment account must be a long-term interest earning account and the Operational account can be a simple checking account to manage project operations up to a year.
2. The **Chair** of the Governance Unit and the Lead of the Fiscal Unit will have the check signing authority for both accounts and the second member of the Fiscal Unit will have check signing authority only for the operational account.
3. Fiscal Unit must communicate to the full Board, a project report within 30-days after the end of a project either via email or in-person.
4. The Fiscal Unit must share bank account statements, actual revenue, and expenses at least quarterly with the Governance and semi-annually with the entire Board.
5. Review annual planned activities from a fiscal point of view and provide their feedback to the full Board, as needed.
6. With Natya Bharati being a non-profit organization, the Fiscal Unit is responsible for providing complete transparency of the financial activities of the organization.
7. All activities must be agreed upon by both members of the Fiscal Unit. In case of a disagreement on any financial management-related issue, the Governance and Oversight Unit lead/ Chair of the Board will have the right to make the final decision before taking any recommendation to the full Board.
8. A Fiscal Unit member must never mix personal accounts with organizational accounts.

5. Unit 4 – Outreach and Public Relations (PR)

5.1 Structure

The Outreach & PR unit will be made up of **three** members. The members must be able to manage contents on social media to fulfil this unit's tasks. with the members will have staggering terms of 2 or 3 years to ensure continuity in function.

One of the three members will be selected by the Governance and Oversight unit to serve as the unit lead.

Members in the Outreach and PR unit will vote on the executive functions, any program-wide decisions to be made, and programs/plays to be selected.

Members in this unit will also vote on selection of new Board members as current members complete their term and rotate off.

5.2 Responsibilities

Members of this unit are responsible for the planning of engagement within the wider community. They will work with other theater communities, and various other community organizations to build and maintain relationships between Natya Bharati and the community.

Some of these tasks will be, and not limited to, engaging communities through social media and personal contacts and connecting them with Natya Bharati.

1. Be the front-runner in connecting Natya Bharati with the community
2. Develop publicity material for each production working with Program unit and production team
3. Update Social Media pages
4. Produce newsletters
5. Develop brochures and flyers with support of production team and Program unit
6. Develop Newsletter twice a year stating the progress of Natya Bharati and future plans

5.3 Functional Guidelines

1. The Outreach unit should stay abreast of Natya Bharati's mission, policies and procedures like all other units
2. Identify any changes needed in plans or procedures and implement them accordingly

6. Unit 5 – Administration

6.1 Structure

The Administration unit will be made up of three Board members. The members must have the technical background and skills needed to fulfill this unit's tasks. The initial Administration unit will consist of 2 members with staggering terms of 2 or 3 years to ensure continuity in function. One of the three members will be selected to serve as the unit lead.

Members in the Administration unit will vote on the executive functions, any program-wide decisions to be made, and programs/plays to be selected.

Members in the Administration unit will also vote on selection of new Board members as current members complete their term and rotate off.

6.2 Responsibilities

The primary responsibility of the Administration unit is to manage and maintain Natya Bharati's artifacts such as the Insurance, website, mailing list, and all documentation.

1. Review Insurance document from "Travelers" for terms and conditions yearly, adjust as required, and assure that it is renewed and active.
2. Acquire insurance certificates for auditoriums as needed
3. Reserve auditoriums ahead of the year and keep looking for various options
4. Attempt to arrange a cost-effective contract with any auditorium for presence in booking
5. Maintain website and access control
6. Manage access control for Social Media accounts of Natya Bharati
7. Maintain and manage the mailing list and access control
8. Maintain and manage Listserv in Vertical Response with access control
9. Gather and maintain all email contents, newsletters, and relevant documents from other units
10. Publish emails and other documents as necessary based on the type
11. File documents for future usage and reference
12. Facilitate submission of grants to MD State and Montgomery County

6.3 Functional Guidelines

1. The Administration unit should stay abreast of Natya Bharati's mission, policies and procedures like all other units
2. Members in the Administration unit should strive for unanimous decisions, but if needed operate by majority
3. Members of this unit should work cooperatively to facilitate and support the tasks of other units and achieve best results making it a cordial and pleasant environment for all Natya Bharati's participants.

6.4 Content Flow and Management between Units

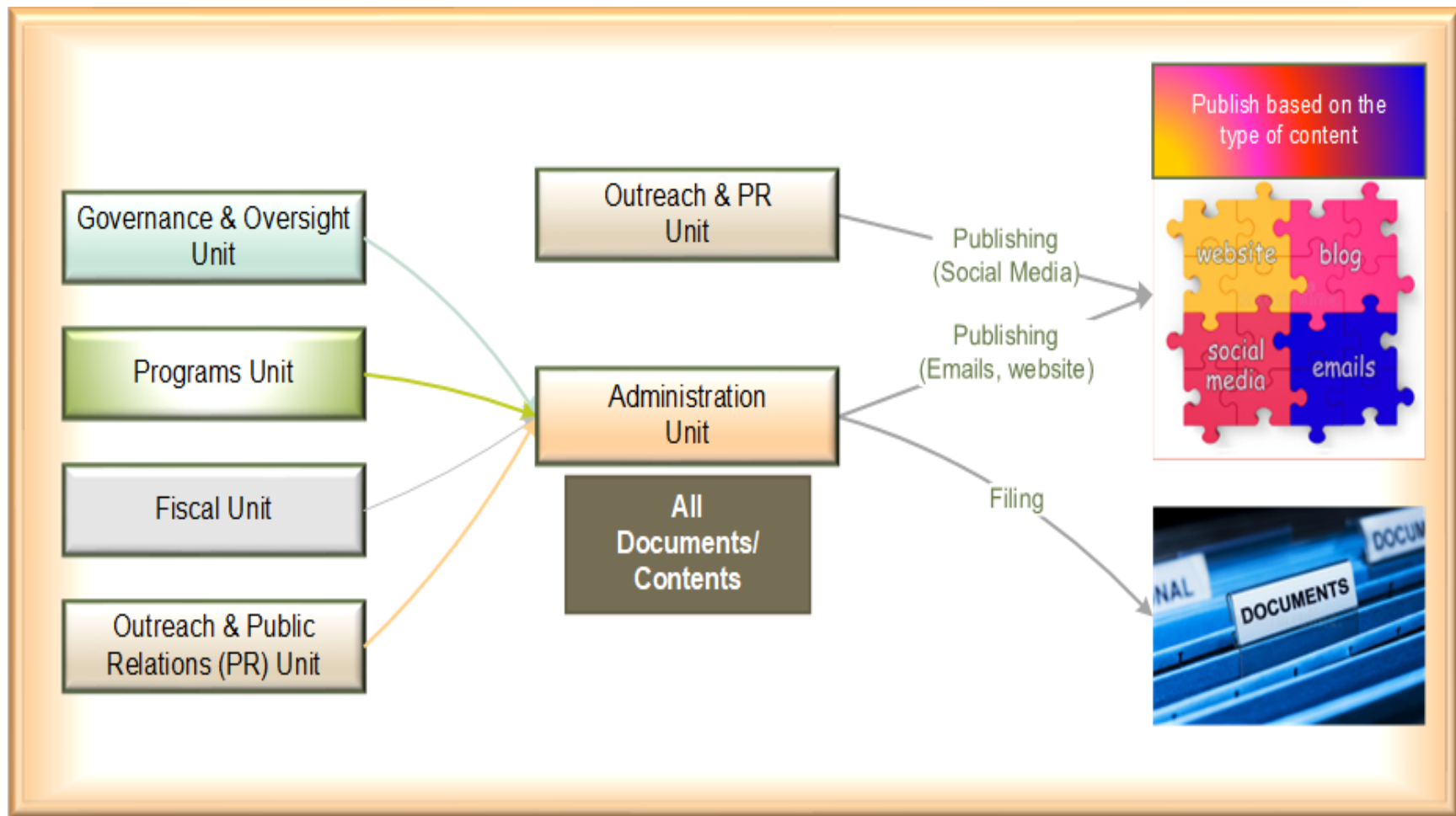


Figure 2 - Content Management

7. Advisory Panel

The purpose of the proposed Advisory Panel is multifold

1. An independent body to advise the Board, primarily the Programs Unit, in the selection and planning of programs
2. Assist the Board in other areas of operation as needed based on the member's expertise
3. Acclimatize and familiarize new members with Natya Bharati Natya Bharati operations, with the potential for future board membership.
4. Utilize the knowledge and expertise of seasoned members, and past committee members of Natya Bharati, who are not part of the Board.
5. Use it as a springboard to groom the future leaders of Natya Bharati. There will be no yearly fee to join the Advisory Board.

7.1 Structure

1. The Advisory Panel will consist of up to 7 members made up of any combination of new and experienced members who possess an interest in supporting NB's mission and have the willingness and time as requested to assist the Board in its various operations.
2. The Advisory Panel members may or may not have previous theater experience but must have an interest in theater-related activities
3. The term of each member is a minimum of one year and renewable for 2 additional terms.
4. Advisory Panel has no voting rights but can express their opinion as requested.
5. The Board will select the Advisory Panel members using the same methodology as Board member selection process.
6. Advisory panel members may opt to work with any unit of their choice, with the exception of the Governance and Oversight unit.

7.2 Responsibilities

1. The Advisory Panel may be asked to participate in Programs Unit related activities such as script evaluation, and selection process, assist in making arrangements for Natya Bharati productions, show day activities, Outreach, Ticket Sales, or operational guidance in other functional areas as needed.
2. Assist Natya Bharati in spreading its good name and goodwill in the community

Timeline of Remaining Work

| Date | Task | Notes |
|---|---|---|
| June 13, 2023 | <ol style="list-style-type: none"> Discuss List of names for each unit (Member list) Review the replies to EC questions and assess any changes to the document (Updated document) | Attended by: Suma Muralidhar Manoj Tiwari Adarsh Gupta |
| Member List Review | | |
| June 14, 2023 | Send (Member list) to Vijay Deshpande and Manju Gupta | Receive responses by June 17, 2023 |
| June 20, 2023 | Send vetted (Member list) by BOT to EC | Receive responses by June 24, 2023 |
| June 26, 2023 | Discuss any issues received from EC on (Member list) and finalize the list | Attended by all BOT and EC (Zoom) |
| Document Review | | |
| June 14, 2023 | Send the (Updated document) to BOT & EC | Receive response by June 23, 2023 |
| June 28, 2023 | Review responses on (Updated document) from BOT and EC and incorporate any changes & Send the (Updated document) to the membership | Suma & Manoj & Adarsh Receive response by July 10, 2023 |
| Finalize the Document, Member List, and Get Commitment from Selected Members | | |
| July 15, 2023 | Finalize all updates to the document <ul style="list-style-type: none"> These document updates are based on any comments received from Membership. Send the document back to the membership | Attended by: Vijay Deshpande Manju Gupta Suma Muralidhar Manoj Tiwari Adarsh Gupta |
| July 8, 2023 | Start calling people to get commitment | Suma Muralidhar, Manoj Tiwari, Adarsh Gupta |

| Date | Task | Notes |
|---|---|---|
| July 10, 2023 | Re-evaluate member list and select more members to call in case of lack of acceptance. Call and Get commitment. | Review with Manju Gupta and Vijay Deshpande ji |
| New Organization Setup | | |
| July 17, 2023 thru July 24, 2023 | Orientation of New Board Members | Attended by BOT |
| July 24, 2022 Thru July 30, 2023 | <ol style="list-style-type: none"> 1. Develop Article of Incorporation 2. Get it signed 3. File with State of MD | Manoj Tiwari Supported by Suma Muralidhar Adarsh Gupta |
| New Organization in effect on August 1, 2023 | | |

Table 2 - Remaining Tasks & Timeline to Complete