REVISION HISTORY

REV	Description of Change	Author	Effective Date
1.0	Committee Formulation	Manasi Das	12-Mar-15

REFERENCE DOCUMENTS

Document Number	Document Title

1. PURPOSE:

The purpose of forming a committee is to enhance the capability of the company in order to achieve the organizational goals more effectively. The formation of a committee is to be done for smooth functioning of the specific assignment. The committee has the prerogative to decide its functioning vis-a vis, who will serve, who will chair it, and the time frame to accomplish its mission.

The Management will review the committee from time to time and its performance based on the committee's assessment of the Company's needs and applicable best practices.

2. SCOPE:

This policy is applicable to the HQ, SBU and any other business units existing or that may come up in future including the residence offices of CSM Technologies.

3. COMPOSITION:

3.1   The constituent of a committee may be warranted by the management in case the management feels the need of it for any specific assignment that needs special attention and can be accomplished by a group of specialized personnel.

3.2   The requirement of a committee may also be accepted from any employee in the Senior Management position.

3.3   The members of the Committee should be chosen by the Management and the concerned Heads of the HoD/ICC/PDU.

3.4   Inclusion/exclusion of the eligible members is the sole discretion of the management and the concerned Heads of the HoD/ICC/PDU.

3.5   A typical Committee should be composed of a core of Five to Ten members including the convener. The ideal constituent of the committee is:

3.5.1   Chairperson

3.5.2   Asst. Chairperson

3.5.3   Convener

3.5.4   Committee Members (3 to 6 members)

4. PROCESS OF OPERATION:

4.1   The initiation of the request for forming a new committee can come from any of the Heads (ICC/PDU/Dept)/Senior Management level to fulfill a specific requirement or to accomplish strategic organisational goal.

4.2 The request must come from the Requester with the following details to the Management for approval:

    4.2.1 Purpose of the Committee

    4.2.2 Objective of forming the Committee

    4.2.3 Duration of the Committee

    4.2.4 High level expectations from the Committee

    4.2.5 Suggested Name of the Committee

    4.2.6 Suggested team for the Committee

4.3 Once approved, the Chairperson of the committee shall prepare a document describing the Committee objective, target, roles and responsibilities of the team. A group e-mail ID would also be subsequently created.

4.4 Committee members shall be communicated through the email on their involvement and roles in the Committee.

4.5 In case of inclusion/exclusion of any team member, the Convener shall communicate the same to the concerned person with the approval of the Chairperson through email with proper reason sighted to the respective team member keeping the committee team in CC.

4.6 Based on the goal of the Committee, periodic review of the committee shall be conducted by any/all of the Independent advisors on a monthly basis. However, depending on the objective of the committee, the reviews may be postponed or cancelled. The review outcome shall be communicated to the management.

4.7 The Committee members' activities shall be continually reviewed based on involvement and resourcefulness.

4.8 **Rule of closure of the committee:** Function of the Committee may get closed when the goal or objective of the Committe is accepted/considered to be met and the services governed by the committee cease to exist provided:

    4.8.1 Decision must be taken agreeing to the closure of the function of the committee.

    4.8.2 MoM must be issued stating the decision as well as the reason for the closure.

    4.8.3 Formal mail should be circulated to all the stakeholders informing them about the decision of the closure.

4.9 **Rule of suspension/Dissolve of the committee:** Committee may be suspended/dissolved in the event of the mentioned reasons:

4.9.1 For any reason the management wants the committee to cease functioning on the specific project/assignment

4.9.2 If all the members are otherwise occupied and are unable to spare time for the functioning of the Committee.

4.9.3 The majority of the members are not available for voting or taking a decision.

4.9.4 The project/assignment is closed temporarily/permanently.

4.9.5 It is felt that the necessity of a committee for the project/assignment is no more/not required.

Note: In all of the above cases The Chairperson or Convener shall call a meeting and inform the committee about the suspension/dissolution of the committee with the reason and if any time frame attached.

4.10 **Rule of final report submission of the committee:**

4.10.1 The Convener of the Committee shall circulate the report amongst the Committee members for review with a specific timeline for feedback.

4.10.2 After the review, the Convener shall forward the report to the Chairperson for final approval.

4.10.3 On final approval, The Chairperson shall submit the report to the Management or the stakeholders.

5. COMMITTEE DUTIES AND RESPONSIBILITIES:

5.1 The Committee will adhere to the guideline of managing the committee.

5.2 The Committee shall define the frequency of Meeting, Recording Minutes and documents, Reporting strategy to the Management/Authority for each of the assignment/project.

5.3 Based on the requirement, the committee will inquire, review, take action, monitor or recommend the activities.

5.4 The Committee shall do a basic analysis on the requirement of a committee for each of the assignment/project.

5.5 The finding of the study/analysis shall be submitted to the Management as a report with the recommendations if any on the subject matter.

5.6 The Committee is responsible for the vetting of all works done by the team.

5.7 The Committee will sit to monitor and review the activities / processes / functions / goals and desired output.

5.8 Based on the goal of the Committee, periodic review of the committee should be conducted by the management.

5.9 At the end of the project/assignment, share the recommendations to the management and/or concerned authority.

6. RESPONSIBILITIES OF COMMITTEE MEMBERS:

6.1 The primary responsibility of Committee members is to act honestly and in good faith and to exercise their business judgment in what they reasonably believe to be the best interests of the objective of the committee.

6.1.1 **Preparation for Meetings:** Committee members are expected to diligently prepare for each meeting, including review of all materials circulated in advance of each meeting and should arrive prepared to discuss the issues presented. Committee members are encouraged to contact the Chair of the Committee or the Convener to ask questions and discuss agenda items prior to meetings.

6.1.2 **Attendance at Meetings:** Committee members are expected to maintain a high attendance record at meetings of the Committee.

6.1.3 **Participation in Meetings:** Committee members are expected to be active and effective participant in the deliberations of the Committee by participating fully in the discussions.

7. ACCESS TO MANAGEMENT AND INDEPENDENT ADVISORS:

7.1 Independent advisors to the Committee are:

7.1.1 The CEO

7.1.2 The Program Managers

7.2 The Committee can request any or all of the Independent advisors to attend a meeting or part of it while the committee is on it.

7.3 All communication needs to be addressed keeping all independent advisors on board.

8. COMMUNICATION:

8.1   All communications shall be through e-mails only.

8.2   A group ID should be created consisting of all members of the Committee and the concerned authorities (like the CRM/Program Manager/CEO)

8.3   Kwantify meeting scheduler shall be exclusively used for meetings and other collaborative efforts.The MoMs of such meetings with activity targets shall be uploaded against the meeting at the earliest on completion of the meeting.

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