

NOOLAHAM FOUNDATION

GOVERNANCE BOARD MEETING MINUTES

Date: 07 September 2025

Time: 5:30 p.m. Sri Lanka Time

Meeting: Governance Board Meeting

1. Attendance

The following members were present:

1. Rathina Iyer Pathmanabhan Iyer
2. Meera Bharathy
3. Shaseevan Ganeshananthan
4. Sanjayan Selvamanickam
5. Mark Balmforth
6. Rajan Bala
7. Mohamed Saakir Ibrahim
8. Ransuthamalar Nanthakumar

2. Agenda

1. Previous Month Meeting Minutes
2. Annual Plan Monitoring
3. Resource mobilization
4. Operational Tracking Sheet Dependency Analysis
5. AOB

3. Confirmation of Previous Meeting Minutes

The Governance Board referred to the minutes of the previous GB meeting held on **09 March 2025**.

The previous meeting minutes were tabled for reference and discussion.

4. Organisational Performance Review

The Board reviewed the sector-wise performance against the annual benchmark, based on achievements during the first eight months.

Sector	Achievement
1. Organisation Management and Operations	81%
2. Programmes and Projects	115%
3. Digital Processing and Preservation	105%
4. Digital Library and Archive	83%
5. Multimedia Production and Documentation	34%
6. Technology Infrastructure and Development	51%
7. Finance, Human Resources and Administration	62%
8. Advocacy, Communication and Public Relations	27%

The sector performance information was presented for review. Detailed discussion on the performance figures were recorded in the source material.

5. Fundraising and Financial Position

The Board reviewed the annual funds received and burn rate as of August 2025.

Funding Source	Burn Rate
Friends of Noolaham – UK	17.26%
Friends of Noolaham – Canada	45.79%
Friends of Noolaham – Australia	26.13%
Friends of Noolaham – Norway	25.00%
Friends of Noolaham – USA	42.22%
Friends of Noolaham – Singapore	11.44%
Overall	27.97%

The following outstanding balances were also noted:

Project / Activity	Remaining Balance (LKR)
Vasikasalai 2020	(211,559)
Kilinochchi District – Regional Documentation 2020	(227,126)
Regional Documentation – Trincomalee	(258,743)
Documentation of Panchankam	(217,087)

6. Governance and Board Matters

6.1 Communication of Decisions

It was noted that, where decisions are made after some Governance Board members leave a meeting, the decisions should subsequently be communicated to all GB members and formally finalized as the definitive resolutions.

Action ID: 3240

6.2 Annual General Meeting and Board Composition

The Board discussed the need to arrange the Annual General Meeting (AGM) and review the composition of the legal/director board.

The proposal included reviewing the existing director arrangements and addressing the position of directors in accordance with the applicable governance requirements.

Resolution / Action ID: 3241

6.3 Membership and Contribution Criteria

The Board discussed participation criteria relating to continued contributions:

- Individuals who have maintained contributions for **three years** may participate in the AGM.
- Individuals who have maintained contributions for **five years** may be eligible for consideration for the legal board.

The applicable constitutional and legal requirements are to be taken into account when formalizing these criteria.

6.4 Annual Review of Directors and Company Secretary

It was proposed that each chapter and the Governance Board review its directors annually and appoint/designate a Company Secretary as required.

Resolution / Action ID: 3242

6.5 Registration of the USA Chapter

The Board discussed the registration of the USA Chapter and agreed that the process should proceed with the support of **Rajan Bala**.

Action ID: 1480

7. Process and Project Mentorship

The Board discussed the importance of ensuring appropriate mentor participation in process and project meetings.

It was agreed that:

- Process and project meetings should be conducted with the respective mentors.
- If an assigned mentor is unable to participate consistently, an alternative mentor should be identified and appointed for the relevant process or project.

Action ID: 3243

8. Projects and Programmes

The following projects and activities were noted for follow-up:

8.1 Current / Proposed Projects

- Documentation of folk songs of Eastern Sri Lanka.
- Documentation of Dutch Church records.
- Transcription and documentation relating to the Ceylon Slave Registries.
- Submission of the EAP 1551 report to the British Library.
- Establishment of an endowment fund.

8.2 Ceylon Slave Registries Project

The Board discussed the need to obtain the relevant Ceylon Slave Registries project documents.

It was proposed that **Natkeeran** be contacted to obtain the required documentation.

Action ID: 2639

The Board also noted the difficulty in identifying funding for the proposed William Dickby uploading activity.

8.3 EAP 1551 Report

The relevant report is to be prepared and submitted to the **British Library**.

8.4 Endowment Fund

The Board discussed the establishment of an endowment fund and the need to develop an appropriate structure and implementation mechanism.

Action ID: 1821

9. Registration and Legal Matters

9.1 NGO Secretariat Registration

The Board discussed the possibility of local registration under the NGO Secretariat.

A concern was raised regarding the implications of such registration, including the possibility of increased government monitoring of Noolaham Foundation's activities.

The matter requires further consideration before a final decision is made.

10. Governance Presentation and Academic Network

It was proposed that a presentation be prepared and a list of PhD students and scholars associated with relevant activities be compiled.

Action ID: 3217

11. Human Resources and Staff Welfare

The Board discussed several matters relating to staff welfare and human resources.

11.1 Staff Salary Review

The Board discussed the proposed staff salary increment for 2025.

It was further proposed that the basic salary of all employees be increased to **Rs. 27,000**, subject to the relevant financial and administrative considerations.

Action ID: 3140

11.2 Staff Benefits and Welfare Framework

The development of a structured framework for staff benefits, including gratuity and medical benefits, was identified as an area requiring further work and formal documentation.

11.3 Infrastructure and Security

The Board discussed the need to improve security infrastructure at relevant Noolaham locations.

It was proposed that arrangements be made for the installation of cameras at locations where required.

Action ID: 2990

The locations and technical requirements should be assessed before implementation.

12. Summary of Key Action Items

Action ID	Action / Resolution	Responsible Person / Group
3240	Communicate decisions made after members leave the meeting and finalize them as definitive resolutions	CEO
3241	Arrange AGM and review legal/director board composition	CEO/GB
3242	Review directors annually and arrange Company Secretary appointment	GB / Chapters
1480	Proceed with USA Chapter registration with support from Rajan Bala	CEO/ USA Chapter
3243	Conduct process/project meetings with respective mentors and identify alternatives where required	CEO / Project teams
2639	Obtain Ceylon Slave Registries project documents through Natkeeran	Relevant project team
3217	Prepare presentation and compile list of PhD students and scholars	CEO/Relevant team

2990	Arrange installation of cameras at required locations	CEO / Relevant team
3140	Consider proposed basic salary increase to Rs. 27,000	CEO/ Administration
1821	Develop arrangements for establishment of an endowment fund	Governance Board / CEO

13. Closing

The matters recorded above were noted for further action by the respective responsible persons, teams, mentors, chapters, and Governance Board members.

The Secretariat will maintain the action-item register and provide updates on the progress of outstanding matters at subsequent Governance Board meetings.

The meeting concluded at: 7.18P.M. (Sri Lankan Time)

