



CHIANG MAI MONTESSORI INTERNATIONAL SCHOOL CMMIS GOVERNANCE HANDBOOK



Updated 9 Sep 2024



**CHIANG MAI MONTESSORI
INTERNATIONAL SCHOOL
CMMIS GOVERNANCE
HANDBOOK**





SCHOOL MISSION:

Chiang Mai Montessori International School will respect each child's unique potential, value diversity and the power of the learning community. Our role is to help each child come into confident possession of his innate talents, improve the skills needed for success in school, and establish values that will allow him or her to act with thoughtfulness and humanity throughout life.

SCHOOL VISION:

A thriving, internationally recognised 'AMI-traditioned' Montessori place of learning and teacher training centre, promoting Thai language, customs and values and helping to preserve the Lanna culture, knowledge and heritage for future generations.

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PURPOSE

Governance refers to the processes by which decisions are made and implemented at CMMIS. Generally good governance is recognised to have the following characteristics:

1. It is participatory: it encourages participation from members across a variety of backgrounds and encompassing varying areas of expertise.
2. It is consensus oriented: board meetings thrive on discussions. As such, the Boardroom should function as a space conducive to lively debate
3. It is accountable: there should be checks and balances; they are held accountable to anyone affected by their decisions. This includes shareholders, stakeholders, vendors, employees and the larger public;
4. It is transparent: good governance means that an organisation is transparent about its process and that it ensures its records are available to shareholders, stakeholders and any other relevant parties
5. It demonstrates equity and inclusiveness: each Board member should feel capable and supported, with an equal seat at the table and equal respect given to their opinions. They should feel empowered to share their experiences, opinions and philosophies, particularly if these differ from their peers, as they can help enhance discussions and steer Boards in new directions.
6. It has good leadership
7. It is effective and efficient: good governance means that processes and institutions produce results that meet the needs of society while making the best use of resources at their disposal
8. It has a strategic vision: to help realise this vision, the Board should plan strategically, define the company's mission and values and foster a conducive workplace environment.

High standards of corporate governance are important for instilling and maintaining public trust in CMMIS which means that stakeholders can rely on it to fulfill its obligations with integrity, transparency and accountability. Failure to meet these standards could be damaging to the reputation of CMMIS, and could call into question the School's image and profile in the community.

While the primary responsibility for the behaviour and performance of CMMIS lies with its Board, all staff need to observe and adhere to good corporate governance practices as set out in this Handbook.

The Handbook will be reviewed and updated from time to time to assist the School to identify and introduce relevant new practices. It is not intended to be a document put in a drawer but is a "live" document that requires regular review and update.





SECTION A: THE SCHOOL

A.1 Introduction and Background

CMMIS is an independent, family based school established in 2010 to offer Montessori education to children from all communities and backgrounds with English as the main language of instruction.

Currently there is:

- ◆ one class for children aged between 18 months and 3 years old (Toddler Community),
- ◆ 2 classes for children aged between 3 and 6 years old (Children's House) and,
- ◆ 2 Elementary classes, one is the lower elementary for children aged between 6-9 years old and the other is the upper elementary for children aged between 9-12 years old.

A.2 Mission, Vision and Learning Objectives

School Philosophy

The CMMIS motto is Freedom to grow, Time to Explore! and this message applies to each and every one of us, not only to the children. Dr. Maria Montessori provided us with a wonderful starting point to work with children at their level and to treat ourselves as learners at the same time. Within this message is what we see as our greater purpose - we're not just teachers or parents - we're all students on our own paths of learning.

Mission

Chiang Mai Montessori International School will respect each child's unique potential, value diversity and the power of the learning community. Our role is to help each child come into confident possession of his innate talents, improve the skills needed for success in school, and establish values that will allow him or her to act with thoughtfulness and humanity throughout life.

Vision

A thriving, internationally recognised 'AMI-traditioned' Montessori place of learning and teacher training centre, promoting Thai language, customs and values and helping to preserve the Lanna culture, knowledge and heritage for future generations.

Global competencies (Schoolwide Learning Outcomes)

"Global Competencies" (or "Schoolwide Learning Outcomes") are cross-curricular learning objectives which are pertinent to all classes taught at the school. In planning lessons and activities, teachers should consider not only the curricular objectives of the course, but also these more globally-oriented objectives.

In every class, our students will be:

Compassionate Global Citizens

- ◆ open minded, respectful and empathetic to the needs, values, and views of others
- ◆ willing to solve problems, serve the community and uplift the lives of others
- ◆ respect and strive to understand people of different cultures and abilities





Mindful Critical Thinkers, able to

- ◆ evaluate information, analyse arguments and find rational decisions
- ◆ connect ideas meaningfully and construct substantial knowledge
- ◆ evaluate, analyse and apply the acquired knowledge
- ◆ advocate substantial knowledge
- ◆ connect ideas meaningfully

Morally, Socially Emotionally Responsible

- ◆ Motivated and independent life-long learners
- ◆ Value high moral integrity and honesty
- ◆ Have a positive mindset and resilient spirit

Innovators

- ◆ Ask intelligent questions and pursue new ideas.
- ◆ Are creative thinkers
- ◆ Are resourceful problem- solvers
- ◆ Show curiosity

Sensitive Advocates

- ◆ Have strong interpersonal and intercultural skills
- ◆ Collaborate well in teams and handle challenges effectively
- ◆ Champion the needs of marginalised people

Spirit

The school logo encapsulates our 'school spirit'; the sense of identity and community that we share at CMMIS.

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SECTION B: GOVERNANCE STRUCTURE

B.1 Organisation Structure

Introduction

As is the case in all schools, the growth of CMMIS over the past few years has seen an increase in staff, both academic and non-academic. The natural consequence of this is the need for a clear organisational structure which defines the hierarchy of the school's governance and management. This structure identifies each job, its function and where staff members report within the organisation.

This structure is developed to establish how an organisation operates and assists it to obtain its goals thereby allowing for future growth. The structure is illustrated using an organisational chart. The organisational chart is displayed at the campus and in relevant handbooks.

Objectives

The school's organisational structure is such that it is both clear and transparent to all stakeholders; there should be a better distribution of work; the allowance for future growth; and it can be easily reorganised to allow for expansion. Moreover it is linked to clear job descriptions and a better distribution of work within the staff.

Academic and Operations Organisation Chart

The school's size means that both the academic and operational aspects of the school can be shown in a single Organisation Chart. The chart will be reviewed regularly and amended if necessary.

Executive Board

C.1 Overview and Terms of Reference for Board Members

1. Introduction

Both The Executive Board's operations and membership are in accordance with Thailand's laws on private schools which state that executive boards of formal schools have the authority to manage formal schools by determining the number and qualification of the executive board members to correspond with the size and type of the formal school.

The rules and procedures for selection of board members, election of the board chairman, term of office, and retirement from office shall be as specified in the School charter.

2. Objectives

It is a key policy of CMMIS that the Board will commit to high standards of corporate governance and maximise its efforts to fulfill its obligations to ensure optimum results and to develop a high quality education model that will be broadly recognised in the community.





3. Membership

Membership is stated in Article 3 of the Board's Constitution: The Board will at all times have not less than 6 members of which those listed under 5., 6. and 7. will be on a three academic year term that may be renewable.

1. Licensee (must be a Thai national according to the Private Schools Act);
2. Manager (must be a Thai national according to the Private Schools Act);
3. Director of School (must be a Thai national according to the Private Schools Act);
4. Campus Head;
5. Representative of the teachers;
6. Representative of students' parents who has their child in school for a minimum of one academic year;
7. Qualified persons in accordance with the Private Schools Act.;

Teachers and parents are invited to elect their representatives, and board members propose possible qualified persons to the chairman who decides who to invite onto the Board. Those filling casual vacancies on the Board shall be appointed by the existing Board members during its meetings.

Note: The School Licensee is the Board Chairman and the Head of School is the secretary to the Board. However, the Licensee may ask that The Chairman of the Board of Governors be elected by the members. Likewise, a secretary may be nominated by the Licensee.

The Head of School shall be a member of the Board but in a non-voting capacity and is only precluded from attending any 'closed door' sessions from time to time.

New board members are offered a briefing or orientation about the school's history and trends, the expected role of the board, the guidelines for conduct of the board members, and policies which are consistent with the school's mission and vision.

4. Board Responsibilities

Article 2.8 of the Board's Constitution states:

The Board will act in accordance with the Private Schools Act. Thus its responsibilities are:

1. Oversee all financial matters, including:
 - ◆ the approval to loans which have a total value of 25% of the current school property,
 - ◆ the approval of the profit allocation obtained from the school's annual operations (as provided by Thai law section 45),
 - ◆ the approval of tuition fees and other fees of the "Formal School."
2. Approve the annual report, annual financial statements and appointment of an auditor, who should conduct the audit within 120 days of the end of the accounting period (in accordance with the criteria and methods prescribed by OPEC, Thai Law section 47),
3. Develop and review the School's policies, procedures and educational strategic development plans (of a Formal School);
4. Set the general direction of the School and empower the School's management to carry them out;
5. To be involved in the regular review and refinement of the School's vision, mission and schoolwide learner outcomes;
6. Ensure the quality assurance system in the School;





7. Follow up, monitor and evaluate the Director's performance.
- Follow up, monitor and evaluate the Head of School's performance;
9. Set targets and aims each year and evaluate itself during the last meeting of the school year;
10. Appoint any subcommittees to perform operational tasks assigned by the Board;
11. Serve as the final arbiter of complaints from all stakeholders after other avenues have been exhausted.

In carrying out its responsibilities the Board will adhere to the following **Guiding Principles:**

- A. Be motivated primarily by an earnest desire to serve the school and the children it educates;
- B. Maintain a student focus (for all students collectively in all decision making) thereby having a shared accountability for student learning in a global environment;
- C. Be responsible to the school rather than any individual group or agenda;
- D. Establish, in partnership with the school's Head, priorities and policies for the school which are consistent with the school's Mission and Vision;
- E. Honour majority decisions once made.

The Board members are ultimately collectively responsible for all business and affairs of CMMIS. It can delegate their functions but this does not absolve them from their responsibilities or from

applying the necessary levels of skill, care and diligence. The Board sets the general direction for the School, along with the annual budget, and empowers the Head of School and the team to operate the School within the guidelines and budgets agreed by the Board.

Board members should not act individually. Board members should support and, where appropriate, offer suggestions to the Head of School for areas which can help school operations.

The terms of reference of the Board include the following:

- i. Oversee all financial matters in relation to the successful operation of the School and the financial health thereof.
- ii. To develop and review the School's policies and practices on corporate governance and make recommendations for improvements.
- iii. To review and monitor the School's policies, practices and procedures.
- iv. To review and monitor the code of conduct and related handbooks applicable to staff together with other staff and parent pronouncements and/or publications.

The roles of Board members including their Guidelines for Conduct are set out separately in Section C.2 of this Handbook.





5. Operation

The Board is the ultimate overseeing body of CMMIS and operates through Board meetings. To discharge its roles, the Board:

- ◆ Formulates broad strategies and makes policies to comply with regulatory requirements and to achieve the school's mission and objectives;
- ◆ Oversees the management team and ensures accountability;
- ◆ Delegates authority to the Head of School while ensuring overall control and approving parameters within which the Head of School operates;
- ◆ Helps promote the image of CMMIS and builds community relations;
- ◆ Actively supports the funding requirements and fundraising efforts of CMMIS;
- ◆ Ensures balanced, accurate and timely assessments of the school's financial position and results of operations.
- ◆ Reports appropriately to external stakeholders.

6. Board Committees

The Board has the power to set up Board Committees if it is thought necessary to do so. A member of the Board will be selected to be on a committee but, in any event, not more than 2 Committees. The Board members identified for Committee responsibility may act as chairman thereof and shall decide if additional members of the Committee are needed and, if so, how many and who.

7. Proceedings

Proceedings of meetings of the Board are stipulated as follows:

- i. The Board will meet as and when required by or with the consent of the Chairman or otherwise the Board may choose to resolve matters and dispatch business by way of circulation of written resolutions to be signed by all Board Members (Governors) in lieu of physical meetings.
- ii. Notwithstanding the foregoing, physical Board meetings should be convened:
 - a. where a matter to be considered by the Board involves material issues and any conflicts of interest ; and
 - b. in any event, at least three times a year, each of such meetings being referred to as "regular meetings," to review the overall operations and financial performance of CMMIS, including budgets and financial results and to deal with any matters requiring Board overview or approval.
- iii. As a general rule, Board Members (Governors) will be given not less than 14 days' prior notice of regular Board meetings and, in respect of other meetings, not less than 5 days' prior notice. The Board Members (Governors) may consent to short notice where they are in agreement.
- iv. Except in emergencies, an agenda and accompanying board papers should be sent to all Board Members (Governors) at least 3 days before the date of Board meetings.





v. The quorum necessary for the transaction of the business of the Board may be fixed by the Board but, in any event, should not be less than 2.

vi. Questions arising at any meeting shall be determined by a majority of votes. In case of any equality of votes, the Chairman of the meeting shall have a casting vote.

vii. Board Members (Governors) may participate in any physical Board meeting by means of a conference telephone or other communication equipment through which vocal (with or without visual) expressions of all persons participating in the meeting can communicate with each other simultaneously and instantaneously and, for the purpose of counting the quorum, such participation constitutes presence at the physical meeting as if they were present in person.

viii. Minutes of Board meetings will be kept by a duly authorised secretary of the meeting.

ix. Minutes will be drafted and such draft circulated to Board Members (Governors) for their comments and the final version thereof will be sent to the Board Members, for their records, within a reasonable time after the Board meeting is held.

x. The Board shall have the powers to create committees to which it may delegate any of its powers, authorities and discretions. All acts done by any such committee in conformity with any regulations which may be imposed by the Board and in fulfillment of the purposes for which it was appointed, shall have the force and effect as if done by the Board.

Where committees of the Board are established to deal with specific matters, terms of reference should be clearly prescribed to enable such committees to discharge their functions properly.

Each of the committees of the Board should report back to the Board on all decisions and/or recommendations

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C.2 Roles of Board Members and Guidance for Conduct

1. Principal Roles of Board Members

The roles of the Board members primarily are to:

- ◆ determine all school policy and strategy by adopting a clear statement of the school's mission, vision, and strategic goals, establishing policies and plans consistent with this statement,
- ◆ recognise that their primary work and focus are thus long-range and strategic, undertake formal strategic planning on a periodic basis, set annual goals related to the plan,
- ◆ work collaboratively to engage with the management in cultivating and maintaining good relations with all school constituents and the broader community,
- ◆ exercise trusteeship in terms of acceptance of the school's financial stability and its financial future financial responsibility,
- ◆ assume responsibility for the preservation of capital assets and overseeing operating budgets,
- ◆ evaluate the school director, head of school and the board itself.

Thus, as stated in article C.1. clause 4 above, the Board members are ultimately collectively responsible for all business and affairs of CMMIS. It can delegate their functions but this does not absolve them from their responsibilities or from applying the necessary levels of skill, care and diligence. The Board **sets the general direction for the School,**

In fulfilling its ethical responsibilities to make decisions in the operation and promotion of CMMIS and recognising that decisions must ultimately be made by the Board as a whole, the Board has determined principles and rules of conduct as set out below.

2. Guidelines for Conduct

These principles or rules are not intended to inhibit the free expression of opinions and/or participation in CMMIS activities in any way. Instead, such guidelines are intended to address issues of governance and ensure Board and Committee members understand and maintain proper relationships between each other, administrative staff and the public.

- ◆ Board and Committee members should understand and demonstrate a commitment to the schools missions, mandates, policies, strategic goals/vision and principles.
- ◆ Board and Committee members should be knowledgeable about the school's missions and goals, including its commitment to children's education.
- ◆ The Board sets policies and focuses on long range and strategic issues. Individual Board Members should understand and respect the division of responsibilities between Board/Committees and staff/management i.e. not become involved directly in specific (and day-to-day) management, personnel or other such issues, viz, to avoid micromanaging.
- ◆ Individual Board Members will from time to time work together with the Head of School and various administrative staff on events or overview activities. In the course of such involvement, Board Members should support the administrative team and take care not to unilaterally criticise, reprimand or otherwise influence individuals.
- ◆ Board Members should take care to separate the interests of CMMIS from other activities they may be involved in directly or indirectly, particularly those of a political and personal nature.





- ◆ Board Members must make decisions together and take joint responsibility for them and it is important that they accept and support the Board and/or Committees decisions. Once a decision has been made, the Board and Committees should speak with one voice.
- ◆ Board Members have the responsibility to support CMMIS and its leadership and to demonstrate that support within the community.
- ◆ Board Members must keep all Board deliberations confidential.
- ◆ Board Members must avoid conflicts of interest, whether personal or business related, and, at all times, comply with the separately presented CMMIS policies on conduct, ethics and related matters.
- ◆ Authority is vested in the Board as a whole. Board Members who learn of any issues of importance to CMMIS have an obligation to bring them to the Board Chairman, and refrain from responding to important situations individually.
- ◆ Each Board Member has a fiduciary responsibility to CMMIS for sound financial management and to broadly understand and monitor its financial affairs.

C.3 The Board and Evaluation

A 'strategic board' constantly reflects on whether its strategic plan and actions are in line with the mission, vision and values of the school. This is dependent on having regular evaluations of progress and behaviour.

Evaluation procedures will cover the range and balance of activities in which the board is involved.

The Board will:

- ◆ Evaluate itself
- ◆ Invite administration to evaluate the Board
- ◆ Evaluate the Chair
- ◆ Incorporate the findings into the governance section of the annual review of the strategic plan

The evaluation process will have criteria which are measured against a clear and detailed statement of expectations.

After the conclusion of the evaluation process, The Board will discuss the strengths and weaknesses identified in the review and thus these will be incorporated into annual board training. This approach enables The Board to establish criteria and indicators for improvement.

The evaluation is of performance quality and is NOT being judgemental of people. It is measured against clear agreed goals not a member's own perceptions. It will be based on what is best for the school.





D. OPERATIONAL MANAGEMENT RESPONSIBILITIES AND POWERS

School Management Team

The School Management Team shall comprise the Licensee, Director, Head of School, and Registrar.

The Team shall meet regularly throughout each academic year to discuss, introduce, and/or amend where necessary, operational practices, admissions policies and procedures, policies, handbooks, schoolwide events, and communications.

The leadership team provides a valuable way for all levels of management to share information and benefit from group discussions.

D.3 Head of School: Roles and Responsibilities

1. Objectives

The Head of School is an employee of the Board who is hired to maintain high educational standards for the students enrolled in the School. There will be clearly defined roles and responsibilities for the Head.

2. Head of School's Roles

The roles of the Head of School as an employee of the Board include, but are not limited to, the following:

- i. Approve the Hiring, evaluation, and dismissal of teaching and non-teaching staff.
- ii. Approve compassionate and leave without pay absences
- iii. Approve purchases of educational resources and materials needed for the operations of the school within the budget set by the Board.
- iv. Oversee staff professional learning and training.
- v. Monitor and establish policies, routines and procedures to ensure the high quality education of all students enrolled
- vi. Ensure the safety and security of the students, staff, parents and guests on campus
- vii. Communicate the educational programmes, policies and procedures to the parents and other stakeholders
- viii. Oversee all aspects of school accreditation
- ix. Network with other Heads in the Chiang Mai Circle of International Schools.

3. Head of School's Responsibilities

The Head of School is responsible for the day-to-day operations of the School. Under the general direction and budget set by the Board, the Head of School establishes policies and procedures for the efficient and effective operations of the School. The Head of School will communicate directly with the staff, students and parents of the School. The ultimate responsibility of the Head of School is to ensure that the students receive a high quality educational experience in a safe environment. To fulfill this mandate, the Head of School may request assistance from the Board





D.4. School Director : Roles and Responsibilities

Under Thai Law the Director must be a qualified Thai national who will oversee the school's general and facilities administration and its operational planning and budgeting; to develop relationships with communities; and to undertake any other related or assigned work.

Work performed

The roles of the Director include, but are not limited to, the following:

- ◆ Oversee all contracts and school regulations.
- ◆ Liaise with the Thai Education Department / Ministry of Education.
- ◆ Oversee all matters related to Visas / Work permits / Special Admin requests.
- ◆ Submit the annual Self Assessment Report (SAR) to the relevant Thai education authorities.
- ◆ Provide reports on Quality Assurance in Education to the Thai Education Department / Ministry of Education.
- ◆ Oversee Strategic Planning (School Development) and related Action Plans.
- ◆ Attend all School Board Meetings and submit related paperwork and a report to the Government (1 per term).
- ◆ Oversee the Personnel department (MOE - documentation preparation for teachers).
- ◆ Management of the budget and the property.
- ◆ Personnel management planning: recruitment, appointments, retirements, enhancing efficiency in work performance, personnel discipline and its maintenance taking any necessary disciplinary action to deal with Appeals and Complaints.
- ◆ Prepare standards and workloads for teachers and education personnel. Oversee performance appraisal according to the standards of teachers and educational personnel.
- ◆ Promote and support staff, teachers, and personnel in school to develop continuously.
- ◆ Collaborate with communities and localities in mobilising resources for education and providing academic services to the community.
- ◆ Organise a control system within the school.
- ◆ Organise a system to take care of and help students.
- ◆ Represent the school in general affairs.
- ◆ Perform other related or assigned tasks.



APPENDIX

1. Chiang Mai Montessori International School Executive Board CONSTITUTION

ARTICLE 1 NAME AND ADDRESS

1. The name of this board shall be the Executive Board, hereafter referred to as the “EB”, of Chiang Mai
2. Montessori International School Thailand, hereafter referred to as “the school”.
3. The address of the EB shall be Executive Board c/o CMMIS, 229/1 Moo.6, Ban Roychan, T. Nong Kwai, A. Hang Dong, Chiang Mai 50230

ARTICLE 2 OBJECTIVES

1. Ensure the long-term stability and success of the school.
2. Issu Rules and Regulations of the school.
3. Ensure the quality assurance system in the school.
4. Follow up, monitor and evaluate the Director’s performance.
5. Followup, monitor and evaluate the Head of School’s performance.
6. Approve changes to tuition fees and other fees of the school.
7. Serve as the final arbiter of complaints from all stakeholders after other avenues have been exhausted.
8. Perform any other acts specified by the law (including the Private School Act 2011) as powers and duties of the EB.
9. . Initiate, or reinforce, board actions that will advance the standards and goals set in the school’s statement of philosophy.
10. Establish priorities and policies to provide leadership and overall direction for the school.
11. Determine the overall policy as regards to academic planning and to plan for the school’s future.
12. Communicate to all stakeholders the Board’s priorities and policies.
13. Improve the school’s connections with parents and with the wider educational community.
14. Evaluate the school’s effectiveness in achieving its Mission.
15. Evaluate the effectiveness of the Board judged by the targets that it has set itself.
16. Regularly review and refine the school’s Mission and Vision and ensure that all policies and actions are directly connected to it.
17. Be effective leaders of the accreditation action plan.

ARTICLE 3 BOARD MEMBERSHIP

The board will at all times have not less than 6 members of which those listed under 4., 5. and 6. will be on a three year term that may be renewable.

1. Licensee
2. Manager
3. Director of School
4. Representative of the teachers
5. Representative of student parents
6. Qualified persons





ARTICLE 4 **DUTIES OF THE BOARD**

1. A. Promote the objectives of the EB.
- B. Conduct regular meetings
- C. Develop policies for the school and monitor and evaluate the implementation thereof.
- D. Give advice on the budget and its allocation and the securing of funds.
- E. Evaluate programmes and adjudicate disputes within the school.
- F. Adopt strategic and other plans.
- G. Promote community relations.
- H. Evaluate the performance of the foreign Head and the Director.
- I. Ensure that the educational programme reflects the mission and philosophy of the school.
- J. Periodically evaluate the school curriculum.
- K. Receive periodic reports assessing the performance and achievement of students.
- L. Review the admissions policy.
- M. Set targets and aims each year and evaluate itself during the last meeting of the school year

2. GUIDING PRINCIPLES

- A. Be motivated primarily by an earnest desire to serve the school and the children it educates;
- B. Maintain a student focus (for all students collectively in all decision-making);
- C. Be responsible to the school rather than any individual group or agenda;
- D. Establish, in partnership with the school's Head, priorities and policies for the school which are consistent with the school's Mission and Vision;
- E. Honour majority decisions once made;

3. CODE OF CONDUCT

Board members agree to abide by the following:

- A. Respect the confidentiality of privileged information which comes before the Board and not discuss confidential matters of the Board outside meetings of the Board or Board committees;
- B. Respect the authority of the Head of the school to implement the policies of the Board;
- C. At all times publicly support and strengthen the leadership of the Head of School, while also monitoring and privately evaluating with the Head that leadership;
- D. Consider all viewpoints and listen to the opinions of other Board members and other parties before making final decisions;
- E. Communicate honestly and share with other Board members information relating to matters with which the Board is or should be concerned;
- F. Treat other Board members with respect and consideration;
- G. Avoid any conflict of interest;
- H. Avoid raising individual concerns or matters unless Board policy implications are involved;
- I. Endeavor to attend all Board meetings.





ARTICLE 5 PROCEDURES OF BOARD MEETINGS

1. The Board shall meet not less than three times during the school year. Dates for the next meeting are set at the end of each meeting.
2. If at least 3 members deem a meeting necessary before the set date they may call a meeting within one week through the established channels.
3. A quorum will be filled when at least four voting board members attend. Motions are carried or denied by a simple majority vote of the membership present. Robert's Rules of Order will be applicable unless stated otherwise in the Bylaws. Minutes will be taken at each board meeting. A draft of the minutes will be published within a week of the meeting for the board members to review. Revisions will be read and voted upon at the next board meeting.
4. The Board may decide to establish subcommittees for specific tasks which report back to the Board.

ARTICLE 6 CONSTITUTION

1. Articles of organization
The articles of organization comprise its Constitution.
2. Amendments
The Constitution may be amended at a Board Meeting called for this purpose, by two-thirds vote of the members present and voting. The text of the proposed amendment shall be furnished to the members at least two weeks prior to the meeting at which it is to be considered.

2. Criteria for a candidate for Board Membership

Key questions to ask with regard to any new board member.

Demonstrates consistently an active interest or involvement in the school?

What are the main attributes he/she can bring to the board?

What are the person's greatest strengths?

Any previous experience?

What is his/her style of communication?

Is his/her style complementary to those of other board members/

A Team player?

Can leave any personal agendas outside the boardroom door?

Responsive to the views of others?

Able to retain strict confidentiality of all discussions?

Unafraid to debate contentious issues?





3. Executive Board Code of Conduct

- ◆ Board members agree to abide by the following:
- ◆ Support the school’s commitment to its policies and procedures of child protection;
- ◆ Respect the confidentiality of privileged information which comes before the Board and not discuss confidential matters of the Board outside meetings of the Board or Board committees;
- ◆ Respect the authority of the school’s Management to implement the policies of the Board;
- ◆ At all times publicly support and strengthen the leadership of the school’s Management, while also monitoring and privately evaluating with it that leadership;
- ◆ Consider all viewpoints and listen to the opinions of other Board members and other parties before making final decisions;
- ◆ Communicate honestly and share with other Board members information relating to matters with which the Board is or should be concerned;
- ◆ Treat other Board members with respect and consideration;
- ◆ Avoid any conflict of interest;
- ◆ Avoid raising individual concerns or matters unless Board policy implications are involved.
- ◆ Endeavour to attend all Board meetings.

4. The Board and Evaluation

5 is a high score; 1 is a low score

We organise the work of the board to enable us to act strategically and not operationally

5		4		3		2		1	
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We regularly review progress against agreed indicators

5		4		3		2		1	
---	--	---	--	---	--	---	--	---	--

We understand the difference between the head of school’s role and that of a board member

5		4		3		2		1	
---	--	---	--	---	--	---	--	---	--

We have a planned programme for policy review

5		4		3		2		1	
---	--	---	--	---	--	---	--	---	--





We participate in regular board training

5		4		3		2		1	
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Our board orientation programme meets the needs of new members

5		4		3		2		1	
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Board meetings are timely and effective

5		4		3		2		1	
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We always consider alternative scenarios when making decisions

5		4		3		2		1	
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Minutes are circulated to stakeholders

5		4		3		2		1	
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We participate in an annual evaluation process with published results

5		4		3		2		1	
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Evaluation results are used to improve the board's performance

5		4		3		2		1	
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We set annual goals for the board

5		4		3		2		1	
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We regularly update our strategic plan

5		4		3		2		1	
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We seek to prevent personal bias affecting our decisions

5		4		3		2		1	
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Contact Information

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