



ICS Board Governance Policy Document

Board of Governors
May 2018-Final

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ICS Board Governance Policy Document: **Introduction**

Introduction

These Governance policies provide the framework and guiding principles that define the role and responsibilities of the Board of Governors and Head of School. The policies indicate those principles and parameters that the Board determines are essential to ensure the long-term sustainability of the School.

- 1.1 The Board of Governors, in consultation with the Head of School, is responsible for the definition of the Governance policies which are consistent with the purpose of the School as defined by the Statutes and Bylaws.
- 1.2 The Board of Governors has the authority to modify these Governance policies.
- 1.3 The Governance policies will be reviewed according to the cycle defined in the Board Governance Procedures and Policy Guidelines Manual, or as required, to ensure that they are appropriate and relevant to the current strategic and operating environment.
- 1.4 The Head of School is responsible for ensuring that organizational processes and operational procedures are aligned with and adhere to these policies and is responsible for the development and maintenance of Handbooks and Procedures Manuals which outline the specific guidelines for the processes and practices. The Board of Governors should be informed if a change is being considered which may not be in alignment with these policies.
- 1.5 The Statutes, Bylaws, Board Governance Policy, and Board Governance Procedures and Policy Guidelines must be readily accessible by students, staff, and parents.

This Board of Governors Governance Policy Manual is effective on X and supersedes any and all other Board level policy document(s).

SIGNED:



Alexander Krueger
Board Chair

ICS Board Governance Policy Document: Purpose

Purpose

The School's foundational statements and strategic objectives must be consistent with its purpose as defined in the Statutes and Bylaws in order to ensure the long-term strategic success of the School.

- 2.1 The Board of Governors together with the Head of School is responsible for defining the School's Foundational Statements and strategic objectives.
- 2.2 All School goals and related activities shall be driven by the defined foundational statements and strategic objectives.
- 2.3 Along with the Head of School, the Board of Governors will periodically review and revise as necessary the foundational statements and strategic objectives.
- 2.4 The Head of School will evaluate the School's progress in meeting these objectives and review this progress with the Board of Governors on an annual basis.

ICS Board Governance Policy Document: **Foundational Statements**

Foundational Statements

Identity

The International Community School of Addis Ababa is a premier early childhood through grade 12 school offering a holistic, vigorous and inclusive program. An International Baccalaureate Diploma school, accredited in the United States, ICS serves a diverse, multi-cultural student body on a beautiful, well-equipped campus.

Mission

We nurture the talents, character and intellect of all learners, challenging them to be a positive influence and empowering them to excel in their world.

Our vision for learning at ICS includes:

- engaging learning experiences through inquiry and reflection
- a broad range of local, global and virtual opportunities
- innovative and flexible use of resources

Belief Statements:

We believe that...

- Embracing diversity strengthens our community
- All individuals have inherent worth and dignity
- Acting with integrity is vital to building and maintaining trust
- Curiosity and inquiry inspire learning
- Learning empowers people to create a better world
- Collaboration creates opportunities to achieve common goals
- The sustainability of the natural world is our responsibility

Collective Commitments:

To become a Highly Effective Learning Progressive school are:

- Teachers will embody the ICS Learner Profile traits
- Teachers will ensure that all students learn at high levels
- Teachers will collaboratively and positively contribute to the professional learning community
- Teachers will facilitate the standard-based guaranteed and viable curriculum through an inquiry approach
- Teachers will build professional capacity through ongoing learning and leading

ICS Board Governance Policy Document: **Governance**

Governance

The purpose of the Board of Governors is to ensure that the School delivers on its purpose, foundational statements, strategic goals and maintains the resources and capacity to secure long-term sustainability.

Board

- 3.1. The Board of Governors will regularly monitor performance and progress of the School relative to the defined strategic objectives and adherence to policy.
- 3.2 The Board of Governors will elect a Board Chair who will be the primary liaison for communication between the Board and the Head of School. Other elected Board Officers will include: Vice---Chair, Treasurer and Secretary.
- 3.2 The Board of Governors will act as a collective body. Individual members have no authority to act on behalf of the Board (unless so directed by the Board).
- 3.4 As approved by the Board of Governors, standing committees will be utilized in order to facilitate the work of the Board. The scope and responsibilities of each committee will be set out in the Committee's Terms of Reference as documented in the Board Governance Procedures and Policy Guidelines Manual. The committees will not have the authority to act on behalf of the Board (unless so directed by the Board).
- 3.5 The Board of Governors is committed to maintaining and encouraging membership that is diverse in nationality, gender, skills, experience, affiliations and perspective.
- 3.6 The Board of Governors is committed to continual development and training to improve its effectiveness and will conduct annual assessments of its performance.
- 3.7 The Board of Governors will hear grievances after the proper process has been followed. The board will determine whether school procedures have been upheld and if the decision is aligned with Board policies.
- 3.8 Working with the Head of School the Board of Governors will focus on matters of strategic significance, including legal and financial, to ensure the future sustainability and health of the School.

Head

- 3.9 The Board of Governors will entrust the execution of the strategic objectives, adherence to policy, and the daily operations of the School to the Head of School.
- 3.10 The Board of Governors is committed to recruiting, developing, and retaining the most highly qualified Head of School and providing a competitive compensation package in order to accomplish this objective.
- 3.11 The Board of Governors is responsible for hiring the Head of School and the Head of School is responsible for hiring all other employees of the School.

ICS Board Governance Policy Document: **Governance**

- 3.12 The Board of Governors is committed to the continual professional development of the Head of School and will conduct an annual performance assessment of the Head of School relative to mutually agreed upon goals.
- 3.13 The Head of School will establish an appropriate and effective organizational structure that best supports the School's purpose and foundational statements.
- 3.14 There is a co-operative and effective working relationship between the Board and Head of School so as to establish and sustain high morale, quality relationships, and a positive climate for teaching, learning, and student wellbeing throughout the School.
- 3.15 The Head of School is responsible for ensuring that transparent grievance procedures are in place (and defined in the school operating regulations) to ensure that all School stakeholders (especially students, staff, and parents) have due process to appeal decisions taken by the School.

ICS Board Governance Policy Document: **Finance**

Finance

Sound fiscal practices are fundamental to the long-term health of the School. The School will ensure that such practices are defined and adhered to.

4.1 Fiscal Year

4.1.1 The fiscal year of the School will begin on 1 July and end on 30 June of each year. The budgets and all financial reports, including the audited financial statements will be prepared using this fiscal year calendar.

4.2 Operating and Capital Budgets

4.2.1 The Head of School in consultation with the Finance Committee, is responsible for preparing an annual operating budget which best meets the needs of the School's programs for the upcoming year. The proposed operating budget should be balanced such that budgeted expenditures should not exceed budgeted revenues. The operating budget is funded primarily from tuition and other annual operating fees.

4.2.2 The Head of School in consultation with the Board Finance Committee, is responsible for preparing an annual capital budget which best meets the needs of the capital asset requirements (facility, infrastructure and programs) for the upcoming year. The development of the capital budget should be guided by a long-term Capital Improvement Plan. The capital budget is funded primarily by capital fees.

4.2.3 The proposed operating and capital budgets shall be presented to the Board of Governors in a timeframe that permits adequate Board review. The review process and timeframe are defined in the Board Governance Procedures and Policy Guidelines Manual as well as the Business Office Manual.

4.2.4 The Board of Governors is responsible for approving the annual operating and capital budgets, including tuition and fees.

4.2.5 The Head of School is responsible for providing regular budget reconciliation reports to the Board of Governors.

4.2.6 The Head of School is authorized to transfer funds, as required, within the approved operating and capital budgets but is not authorized to transfer funds between these budgets without prior authorization of the Board of Governors. This includes transfers to/from the Reserve Fund from either budget.

4.2.7 A year-end or final reconciliation of both budgets will be presented by the Head of School to the Board of Governors along with a recommendation for the allocation of surplus/deficit funds. The reconciliation will represent the final year-end position subject to adjustments made during the financial audit. The Board of Governors is responsible for approving the recommended allocation.

ICS Board Governance Policy Document: **Finance**

4.3 Accounting & Audit

4.3.1 The Head of School will ensure that the Business Office follows internationally accepted accounting standards as they apply to non-profit educational institutions, and that the School is in compliance with Ethiopian regulations.

4.3.2 The Board of Governors will approve the appointment of a qualified external auditor/audit firm to examine the School's financial statements. The appointment review process is defined in the Board Governance Procedures and Policy Guidelines Manual as well as the Business Office Manual.

4.3.3 The Head of School is responsible for ensuring that Financial Statements are audited on an annual basis and for taking any action required to address the audit findings. The actions and related progress should be reported to the Board of Governors.

4.3.4 The Board of Governors is responsible for approving the audited Financial Report.

4.3.5 The annual Audit Report will be presented to the Association at the first Annual General Meeting of the Association.

4.4 Reserve Fund

4.4.1 The Board of Governors requires that the School maintain a reserve fund to adequately cover major contingencies and unplanned disruptions to the School's operation. The minimum reserve fund requirement is established by the Board, in consultation with the Head of School and is defined in the Board Governance Procedures and Policy Guidelines Manual.

4.4.2 The reserve fund should be funded by proceeds from the sale of designated assets, surpluses from annual operating and/or capital budgets, and other specified fundraising activities to secure the long-term future of the School. The investment and allocation of the reserve fund requires the approval of the Board of Governors.

4.5 Cash Management & Treasury

4.5.1 Designated banks will serve as official depositories for School funds. The Head of School is responsible for recommending banks which best serve the needs of the School.

4.5.2 The Board of Governors must approve the establishment of depository accounts with banks where such depository accounts did not previously exist.

4.5.3 The Board of Governors is responsible for approving those School employees who the Head of School designates should have signatory responsibility for the School's accounts based on the authorization limits established in the Board Governance Procedures and Policy Guidelines manual.

4.6 Borrowing Authority

4.6.1 The Board of Governors has sole authority to authorize any loans taken out on behalf of the School.

4.7 Taxes

4.7.1 The Head of School shall take all necessary actions to ensure compliance with relevant tax laws and regulations.

ICS Board Governance Policy Document: **Finance**

4.7.2 The Head of School is responsible for developing strategies to minimize the School's tax liability under these prevailing laws and regulations.

4.8 Investments

4.8.1 The objective of the School's investment policy is to protect and ensure the future financial viability of the School. In accordance with this objective, the School should limit any investment which risks a loss of the principal invested.

4.8.2 The Head of School in consultation with the Treasurer/Board Finance Committee, is responsible for developing and overseeing specific investment strategies in support of the School's overall investment objectives and to periodically review and adjust these strategies as appropriate.

4.8.3 The Board of Governors is responsible for approving the School's investment decisions.

4.9 School Fees & Other Income

4.9.1 A single fee structure (including tuition and capital levies) will be established. Exemptions and/or exceptions for specific classes of students will be defined in the Board Governance Procedures and Policy Guidelines Manual.

4.9.2 The Head of School has the authority to levy other student fees (transportation, field trips, books, etc.) as needed.

4.9.3 Extraordinary income from fundraising and/or gifts will be directed to the appropriate budget as recommended by the Head of School and approved by the Board of Governors. Any fundraising activities and the receipt of gifts/donations must be consistent with the School's purpose, foundational statements, and status as a non--- profit educational institution. Terms and conditions of fundraising activities and gift/donations are outlined in the Board Governance Procedures and Policy Guidelines Manual.

4.10 Foreign Currency Conversion

4.10.1 The Head of School is responsible for maintaining a strategy which minimizes the School's foreign exchange exposure.

4.11 Controls

4.11.1 The Head of School is responsible for ensuring that there are strong financial controls which are defined and practiced in order to protect the School's assets.

ICS Board Governance Policy Document: **Assets**

Assets

Assets must be managed to ensure the long-term sustainability of the School and to promote the School's foundational statements.

5.1 Campus and Facilities

5.1.1 The Board of Governors and the Head of School will maintain a strategy to ensure the long-term sustainability of the School's campus.

5.1.2 The Head of School is responsible for developing and maintaining a long-term Capital Improvement Plan for new construction, replacement and/or modification to existing facilities and major equipment which best meets the needs of the School's purpose and programs. The Board of Governors will review and approve the plan.

5.1.3 The primary use of the facilities is to provide a safe, secure, and high-quality environment for the School's students and personnel. The Head of School is responsible for ensuring that all other activities taking place on School property do not interfere with the primary use.

5.1.4 When not in conflict with the primary use, the Head of School may make the School's facilities available for appropriate community-based activities and to external groups for their activities as long as this is consistent with the School's purpose and foundational statements as a non-profit, educational institution.

5.1.5 The Head of School is responsible for the care, custody, and safekeeping of all School property, including regular inspection, maintenance, and cleaning of the facilities.

5.1.6 The Head of School will ensure that environmentally sustainable practices are followed whenever practical.

5.2 Purchase and Disposal of Assets

5.2.1 The disposal and purchase of assets of the School will be conducted in accordance with spending and authorization limits as defined in the Board Governance Procedures and Policy Guidelines Manual and the Business Office Manual.

5.2.2 The purchase and disposal of land and certain fixed assets requires the approval of the Board of Governors. The authority limits for the purchase/disposal of fixed assets is defined in the Board Governance Procedures and Policy Guidelines Manual and the Business Office Manual.

5.3 Purchasing & Supplier Relations

5.3.1 In all cases, the Head of School will ensure that the purchasing and supplier selection process be transparent, free of favoritism and seeking the best quality/cost outcome for the School.

5.3.2 The Head of School is responsible for ensuring that all contractors and suppliers are appropriately vetted using all necessary criteria as defined in the Business Office Manual.

5.3.3 In no case, shall an employee of the School and/or a member of the Board of Governors take gifts with any real value, including free or subsidized products or services, or accept a commission, from any vendor or supplier.

ICS Board Governance Policy Document: **Assets**

5.3.4 Any purchase/procurement for the ongoing provision of service or products and/or any agreement/contract related to specific capital expenditure/project exceeding the amount defined in the Board Governance Procedures and Policy Guidelines Manual must be subject to a bid and quotation process.

ICS Board Governance Policy Document: Risk Management

Risk Management

The School must thoroughly assess and monitor all risks which have the potential to negatively impact the safety, security and health of the School's assets, students and staff and/or to threaten the long-term sustainability of the School.

- 6.1 The Head of School will conduct an annual risk assessment and maintain a risk management program including but not limited to the following issues: child safeguarding, safety management, security, health management, data protection, building and ground safety, and emergency and crisis preparedness. The program should include communication protocols for each risk category. The risk management program and risk assessment will be reviewed with Board on an annual basis.
- 6.2 The Head of School will discuss acute and/or strategic risks with the Board of Governors in a timely manner.
- 6.3 The Head of School is authorized to announce the closing of School if imminent, whether actual or potential, threaten the safety and well-being of students and/or staff. The school closure guidelines and approval authority are defined in the Board Governance Procedures and Policy Guidelines Manual.
- 6.4 The Head of School will ensure that the highest standard of child safeguarding practices is clearly defined, implemented, and monitored.
- 6.5 The Head of School should ensure that all appropriate government/regulatory licenses required for the School to operate are current and shall maintain strong relations with relevant regulatory and government authorities.
- 6.6 The Head of School will maintain adequate insurance to protect the School, its employees and governing bodies with regard to international standards and in the context of Ethiopian regulations.
- 6.7 The Head of School will ensure all personal information is adequately and appropriately safeguarded.

ICS Board Governance Policy Document: **Admissions**

Admissions

The School's admission policies will be designed to preserve the diversity of the student body which is essential to maintaining the School's international, multi-cultural identity and to ensure that all admitted students are able to benefit from and contribute to the educational program and learning environment.

- 7.1 The Board of Governors must approve any decision to grant admissions priority to a specific group of students or to revise or revoke any previously established priority or set of priorities. Current admissions priority is defined in the Board Governance Procedures and Policy Guidelines Manual.
- 7.2 The School is committed to maintaining a diverse, international student body. The definition of and/or revision to the nationality enrollment cap must be approved by the Board of Governors. The nationality enrollment cap is defined in the Board Governance Procedures and Policy Guidelines Manual.
- 7.3 The School is committed to ensuring there is balanced growth and the total student enrollment capacity must be approved by the Board of Governors.
- 7.4 The School will ensure a fair and transparent admissions process.
- 7.5 The School will admit non-native speakers of English who meet all other admission criteria and for whom there are sufficient spaces and resources.
- 7.6 The School will admit students with learning needs who meet all other admissions criteria, and for whom there are sufficient spaces and resources to effectively support their needs and foster academic success.
- 7.7 The Head of School will ensure that the admissions processes, criteria, and timelines are clearly outlined in Admissions Handbook.

ICS Board Governance Policy Document: **Educational Program**

Educational Program

The School will offer an educational program in line with our foundational statements.

- 8.1 The Head of School will ensure that the School adopts and delivers contemporary curriculum through modern pedagogy that is aligned with the School's foundational statements.
- 8.2 The Head of School will ensure that the School has suitable structures, resources, and processes to support the delivery of the educational program.
- 8.3 The Head of School will ensure that the School maintains its accreditation with suitable internationally recognized agencies and meets relevant Ethiopian accreditation standards, if required to do so.
- 8.4 The Head of School will ensure that all learning experiences are safe and appropriate.
- 8.5 The School is committed to maintaining effective student-teacher ratios that enable an optimal learning environment.
- 8.6 The Head of School will ensure that academic honesty is upheld across the School.
- 8.7 The School recognizes that feedback is essential to student learning and the Head of School will ensure that assessment practices which optimize student learning are utilized.
- 8.8 The School believes that learning which takes place outside the classroom – on and off campus – is an essential part of the student experience. The Head of School will ensure such activities are integrated into the educational program for all students.
- 8.9 The Head of School is responsible for defining the School's student support foundational statements and practice and shall regularly evaluate the support needs of enrolled students in relation to the support services and resources available.
- 8.10 The School believes that the partnership between the School and families is a key component to optimal student learning and the Head of School will ensure that there is timely and appropriate communication with the parents about key aspects of the educational program
- 8.11 The Head of School will prepare a School calendar with due regard to legal holidays and which includes a minimum number of student learning days. The proposed calendar will be reviewed by the Board of Governors prior to publication.
- 8.12 The School provides a co-curricular program that allows students to extend themselves beyond the regular curriculum.

ICS Board Governance Policy Document: **Personnel**

Personnel

Hiring, supporting and retaining highly qualified personnel is fundamental to the success of the School and the effective delivery of the School's foundational statements.

- 9.1 The Head of School will ensure that the School provides a recruitment and hiring process that upholds child safeguarding practices and does not discriminate in employment.
- 9.2 The School is committed to attracting and retaining dedicated, highly qualified, professional faculty and staff of diverse talents and backgrounds. The Head of School will ensure that recruitment is done in an open, fair manner according to best practices and in line with the tenets of Ethiopian law.
- 9.3 The Board of Governors and Head of School shall make every effort to ensure that salary and other benefits are competitive in the region and enable the Head of School to attract and retain the necessary personnel to effectively deliver the School's mission and educational program.
- 9.4 The School maintains a strong commitment to professional development.
- 9.5 The Head of School will develop and implement a comprehensive appraisal system to evaluate and support school personnel.
- 9.6 The Head of School will ensure that Personnel Handbook(s) and/or School Procedures Manual(s) are developed, and the practices set forth are followed for all employees.
- 9.7 The Head of School has the authority to dismiss any employee whose behavior (or the behavior of a resident family member) is detrimental to the welfare of the school, staff and/or student body. The Head of School will inform the Board Chair of all such dismissals.
- 9.8 The Head of School will ensure that all employees at ICS uphold the highest professional standards when interacting with students, parents and guardians.

ICS Board Governance Policy Document: **Students**

Students

A safe and supportive environment with clear parameters is essential to ensure the well-being of students and promote optimal student learning.

- 10.1 The School will have suitable structures, resources and processes for emotional support, goal setting, and personal reflection for all students.
- 10.2 The Head of School will ensure that expectations, responsibilities, and privileges for students involved in school sponsored on or off campus activities are clearly communicated, understood, and enforced.
- 10.3 The Head of School will ensure all students' personal information is adequately and appropriately safeguarded.
- 10.4 The Head of School has the authority to dismiss any student whose behavior or whose family and/or legal guardian's behavior is detrimental to the welfare of the school, the students, employees and/or the ICS Community. The Head of School will inform the board.
- 10.5 The Head of School has the authority to unenroll a student if the school is unequipped to adequately serve/support their behavioral needs or learning disabilities. The Head of School will inform the board.
- 10.6 Students are expected to behave in a manner that represents the Mission and Values of the School and serve as a model for other students at the School, in the host country and internationally.
- 10.7 Student behavior is guided by a code of conduct that sets out roles, rights and responsibilities, accountability and consequences and defines expectations of behavior.
- 10.8 The Head of School will ensure that each division publishes a complete Parent/Student Handbook that articulates the conditions, procedures and decisions that form the foundation for a school environment and culture that supports the school's purpose and foundational statements.

ICS Board Governance Policy Document: **Community**

Community

ICS Community members are a vital to the success of the School. Clear expectations are essential to ensure the well-being and support of our students.

- 11.1 The School encourages and facilitates parents to be partners in the education of their children.
- 11.2 The possession, consumption or sale of alcoholic beverages and illegal drugs is prohibited on the School campus and extensions of the campus (e.g. School buses, prom field trips, or any school event). However, at the discretion of the Head of School, alcoholic beverages may be served to adults at social events held on the campus outside the school day.
- 11.3 The School expects parents and guardians to act in a respectful manner to our teachers, employees, students, and visiting guests. This includes respectful behavior at sporting matches and tournaments, schoolwide and division events, social events on and off-campus where our students are involved.
- 11.4 The School expects parents and guardians to uphold and follow all School rules, regulations and procedures that are clearly outlined in the School policies and Student/Parent Handbooks and other clearly stated requirements.
- 11.5 The Head of School will ensure open communication and the opportunity for parents and guardians to meet with teachers and discuss their students' progress through Parent Teacher conferences and by appointments.
- 11.6 The Head of School will clearly communicate the School's Guardianship Policy with all parents.