

Recommendations from the Policy Committee

The Board is expected to review the By-Laws every three years. A committee including members of the Board of Trustees and additional community members reviewed the Statute and By-Laws in November and December of 2016 and are recommending a number of amendments. These changes are summarized below:

CHANGE	RATIONALE
1 Move Board Elections and the AGM from September to May.	Currently the board does not officially assume their roles until after the AGM in September of each year – one quarter of the way through the school year. Moving the date to May will allow the Trustees to begin to attend board meetings from the beginning of the school.
2 Add additional responsibilities to the Board Duties and Responsibilities for the officer positions as indicated in the right hand column.	<p>The Board has attended board training and has also reviewed documents from similar schools. This would align the roles and responsibilities of the officers to best practices and also reflect actual current practices.</p> <p><u>Add the following:</u></p> <p>Chair</p> <ul style="list-style-type: none"> • Ensure that incoming members of the Board of Trustees receive appropriate induction to the Board and its operational procedures. • Develop a mutually supportive relationship with the school Director. The Chair consults regularly with the school Director to discuss and as needed, strategize on issues, concerns and priorities. • Together with the Board Vice-Chair, ensure the annual evaluation of the school Director takes place in a timely, professional and fair manner. • Together with the Board Vice-Chair, manage and execute the annual Board self-evaluation. <p>Vice-Chair</p> <ul style="list-style-type: none"> • Together with the Board Chair, ensure the annual evaluation of the school Director takes place in a timely, professional and fair manner. • Together with the Board Chair, manage and execute the annual Board self-evaluation. <p>Treasurer</p> <ul style="list-style-type: none"> • Review and approve the school Director’s expense reimbursements. <p><u>Change the following:</u></p> <p>Treasurer</p> <ul style="list-style-type: none"> • Replace: Monitor the annual school audit and report to the Board the outcome of the audit with <i>Oversee the hiring and performance and ensure the independence of the external auditors.</i> <p>Secretary</p> <ul style="list-style-type: none"> • Delete: Maintain the confidentiality of the minutes of the Board meetings.
3 Include spouses / partners of VIS staff in the conflict of interest clause for Board membership.	This clause currently only references VIS staff as an exclusion from running for the Board. Best practice in Board governance would also extend the conflict of interest clause to spouses/partners of VIS staff.
4 Include the option of appointing a Board member to fill a position that becomes vacant mid-term.	This will improve the ability of the Board to fill positions that become vacant due to unexpected transition. Currently, the Board may only appoint a runner up from the election or leave the position vacant. This would allow the Board to appoint a community member to the Board to operate with a full Board until the next AGM.
5 Eliminate the document “Vientiane International School (VIS) 2007 Statute” and update any references to the “Statutes” in By-Laws and Board Policy	<p>The information in this document is embedded in the By-Laws document and/or the Policy manual. Elimination of this document has no legal, licensing or accrediting implications.</p> <p>The main safeguard to ensure the school is at all times protected lies in the “Articles of Association” document.</p>