



American
International
School of Zagreb

AISZ Board
Procedures & Policies Manual
Updated January 2020

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Vision Statement & Mission Statement, Learning Principles

Last updated: January 2020

Vision Statement

Experiencing the Future, Today.

Mission Statement

**We develop skills and character for futures rich with
promise.**

Learning Principles:

We subscribe to the *Common Ground Collaborative* principles:

1. *We can all learn and have a right to do so.*
2. *Learning is a personal and social, as well as an emotional and cognitive activity.*
3. *Learning environments have a significant impact on our learning.*
4. *Transfer of learning happens best in rich and relevant contexts.*
5. *Common learning cultures need to construct common meaning through a common learning language.*

As part of this growing professional network we feel it is necessary to define learning first and as such believe *learning is a process that leads to a sustained and demonstrable consolidation or extension of conceptual understanding, competencies, and character.*(CGC)

Charter
American International School of Zagreb
Zagreb, Croatia

Article I Name of the Organization

The name of the school shall be the American International School of Zagreb.

Article II Purpose and Legal Status of the Organization

The purpose of the American International School of Zagreb shall be to provide a full-time educational program with instruction in the English language. The school shall be international in character and shall be based on American educational philosophy and methods. The school shall be a non-profit, private day school serving the needs of the children of the Zagreb community who would benefit from such an institution.

The American International School of Zagreb operates under the legal status of the Bi-Lateral Agreement between the governments of the United States of American and the Republic of Croatia, signed in 2001 in Zagreb, Croatia.

Article III Location of the School

The school shall be located within the environs of the city of Zagreb, Croatia.

Article IV Governance

The governance of the school shall be exercised by a School Board. The School Board shall establish such policies and procedures as needed to enable the school to function effectively and efficiently.

Article V The School Board

The School Board shall have full authority and responsibility for all matters connected with the governance of the American International School of Zagreb. The Director shall be responsible for the efficient operation of the school. In implementing its governing function, the School Board shall establish such policies and bylaws as may be required for the proper and efficient operation of the school.

Article VI Finances

Fees shall be set from time to time by the School Board, in consultation with the Director. The School shall set fees at a level consistent with sound business management, sufficient to cover the expenses of the school and to allow for emergency contingencies.

Article VII Curriculum

Standard American educational curricula shall be used, with such adaptations as necessary to meet the needs of the multi-national background of the student body.

Article VIII Dissolution

In the event of the school being abolished and after all obligations are satisfied, the remaining assets shall be distributed or made available by the School Board to appropriate non-profit organizations.

Article IX Amendment of the Charter

This charter may only be amended by action of the School Board and that action must be carried by a two-thirds majority of the full School Board.

By-Laws
American International School of Zagreb
Zagreb, Croatia

Section I

School Board Governance

The School Board of the American International School of Zagreb (the “Board”) shall oversee the governance of the American International School of Zagreb (“AISZ” or the “School”). The Board shall establish policies and procedures as needed to enable the School to function effectively and efficiently. The Board shall have full authority and responsibility for all matters connected with the governance of AISZ. The Director shall be responsible for the efficient operation of the School.

Section II

Legal Authority of the Board

Members of the Board have authority only when acting as a part of the Board legally in session. The Board shall not be bound in any way by any action taken or statement made by any individual Board member, except when such action is taken or statement is made during a Board meeting or as otherwise specifically empowered by the Board.

Section III

Board Responsibilities

The Board shall be responsible for:

1. Ensuring the long-term stability and success of AISZ;
2. The fiscal policy of AISZ;
3. Establishing and communicating priorities and policies to provide leadership and overall direction for AISZ;
4. The hiring and evaluating of the Director;
5. Serving as an advocate of AISZ and its mission;
6. Monitoring the implementation of AISZ policies;
7. Evaluating AISZ's effectiveness in achieving its mission;
8. Evaluating the effectiveness of the Board itself.

Section IV

Board Membership and Elections

- A) Board Members. The Board shall:
- 1) Consist of seven (7) voting members;
 - 2) Be composed of elected and appointed members, of whom three (3) shall be appointed by the US Ambassador, two (2) shall be elected by AISZ parents in an election administered by members of the Parent Teacher Association (PTA) and two (2) shall be appointed by the Board.
- B) Terms of Members Appointed by the US Ambassador.
- 1) The US Ambassador shall appoint members to the Board for a minimum period of 12 months.
 - 2) In the event that an appointee cannot complete the term of his/her appointment, the US Ambassador will expeditiously appoint a replacement.
- C) Terms of Elected Members. The term of each elected Board member shall:
- 1) Be two (2) years, with renewability subject to re-election up to six years;
 - 2) Begin at the conclusion of the June Board meeting following his/her election; in addition, these new members will be invited to attend the June meeting as nonvoting participants;
 - 3) Expire at the conclusion of the June Board meeting two years after his/her election;
 - 4) In the event of a vacancy created by an elected member leaving prior to the completion of his/her term or when a member is not elected, the vacancy shall be filled by appointment by the Board until the next spring election following the procedure outlined in sub-section D below. If the departing elected member had more than one year remaining in his/her term, the new member will be elected for a one-year term so that the two elected Board members shall continue to rotate on opposite years.
- D) Terms of Members Appointed by the Board
- 1) Any Board member may propose a candidate for appointment to the Board.
 - 2) Election of appointed Board members shall be by secret ballot and made by simple majority of Board members (a) at the June meeting, with respect to appointed positions the term of which expires at the conclusion of the June meeting, provided there are candidates for the post, (b) at the first meeting after the post becomes available, or (c) if necessary, after a candidate for such post is proposed.
 - 3) The term of each appointed Board member shall be two (2) years from the date of appointment.
 - 4) Appointed members may be reappointed for an additional two terms, subject to paragraph two (2) above, for a total of no more than six years.
 - 5) In the event of an appointed member leaving prior to the completion of his/her term, the vacancy shall be filled by appointment as specified above.

- E) Eligibility for Board membership. To be eligible for Board membership, Board members must meet the following criteria:
- 1) Elected members must be AISZ parents and have at least one (1) child enrolled in the School.
 - 2) Appointed members need not have children enrolled in the School.
 - 3) No Board member shall be an employee or a direct family member of an employee of the School.
 - 4) Board members must be in good financial standing with the school.
 - 5) Board members may not be recipients of financial aid.
- F) Ex officio Board Member. The Director shall be an ex officio member of the Board.
- G) Removal of Elected and Board Appointed Members: The Board may, by a simple majority vote of those present, remove an elected or Board appointed member for (a) not attending three (3) consecutive regularly scheduled meetings or any five (5) regularly scheduled meetings within a twelve-month period, (b) gross negligence, or (c) repeated inappropriate conduct.

Section V

Board Elections

- A) Spring Elections. Elections will be held each May for elected seats.
- B) Notice of Elections. Four weeks before the Board elections, the PTA shall notify the School community of Board vacancies. Applications for Board membership shall be distributed to all interested AISZ parents.
- C) Eligible Voters. Eligible voters must be members AISZ parents. Voting privileges may be denied in cases of parents who have not fulfilled their financial obligations to the School.
- D) Application for Elections – Distribution of Election Materials. Completed applications shall be submitted to the elections officer (as designated by the PTA) in person or through the School office at least two weeks prior to the election date. A designated due date for the filing of applications by prospective candidates shall be posted with the election announcement and on the application form. The elections officer shall then provide all members of the School community with a list of the names of the candidates and a biographical statement from each candidate.
- E) Elections by Ballot. Elections shall be by electronic ballot following the PTA election procedures with the oversight of at least one (1) appointed Board member.

- F) Run-off Elections. In the case of a tie vote for a vacancy, a run-off election shall be held following the PTA procedures for a run-off election.

Section VI

Selection of Board Officers

- A) Board Officers. There shall be three Board officers: Chair, Treasurer and Secretary.
- B) Appointment of Chair. The US Ambassador shall appoint the school Board Chair.
- C) Appointment of Treasurer and Secretary. The Treasurer and Secretary shall be appointed by a majority all members of the Board at the September Board meeting. The term of office shall be one year and shall be renewable.
- D) Acting Chair. In the absence of the Chair at a Board meeting, the Secretary shall open the meeting and an Acting Chair will then be selected by a majority of present members.
- E) Absence of the Treasurer or Secretary. The Chair will appoint a replacement for the Treasurer or Secretary for the period of the Officer's absence.

Section VII

Duties of the Board Officers

- A) Duties of the Chair. The Chair shall:
- 1) Preside over all meetings of the Board, enforce the rules governing meetings, and provide for the efficient conduct of business;
 - 2) Appoint special taskforces with the suggestions of the other Board members;
 - 3) Ensure that elections for and within the Board are conducted on a timely and proper basis;
- B) Duties of the Treasurer. The Treasurer shall:
- 1) Chair the Board's Finance Committee;
 - 2) Make sure an accurate and full account of all finances of the School is kept in accordance with applicable accepted accounting practices;
 - 3) Give monthly reports to the Board, in consultation with the Business Manager, as to the School's financial situation;
 - 4) Work with the Director in the preparation of the Annual Operating Budget;
 - 5) Monitor the annual School audit and report to the Board the outcome of the audit;

C) Duties of the Secretary. The Secretary shall:

- 1) Be responsible for the accurate recording and dissemination of the minutes of Board meetings during executive sessions;
- 2) Maintain the confidentiality of the minutes of the board executive sessions.
- 3) Draft and disseminate the formal correspondence of the Board as directed by the Board;
- 4) Shall ensure that the Board's historical records are maintained in a shared file accessible by Board, Director and the Director's administrative officer appointee.

Section VIII

Duties of Board Members

Each member of the Board shall:

- 1) Attend all scheduled meetings of the Board and be prepared for each meeting to address the agenda issues before the Board;
- 2) Serve as required on Board committee(s) and substitute as a committee chair when required;
- 3) Maintain the confidentiality of (a) information discussed in Working or Executive Sessions of the Board, (b) privileged information which comes before the Board or any committee of the Board, and (c) information discussed on Board committees;
- 4) Avoid any conflict of interest, disclose any potential conflicts of interest and refrain from voting on matters that involve conflicts of interest.

Section IX

Board Committees

- A) Committees of the Board. There shall be two (2) standing Board Committees: Finance and Facilities, and Governance. The Board may create other committees and terminate such committees as needed at its discretion.
- B) Committee Members. Each committee shall be composed of at least one Board member who shall act as chair. In addition, the Board may, at its discretion, co-opt additional members to committees to provide specific expertise or assist the committees in their work. A simple majority of committee members shall constitute a quorum. One member of each committee shall be designated secretary and will keep meeting minutes for official record. Alternatively, the Director's assistant may take notes at the committee's request.
- C) Committee Chairs. Each committee chair shall:
- 1) Exercise supervision over the activities of the committee which he/she chairs;

- 2) Call meetings of the committee and, if present, preside at all such meetings of the committee;
 - 3) Present committee reports to the Board.
- D) Board Taskforces. The Board Chairperson may establish taskforces to deal with specific, timebound issues or issues that require specialist expertise. There must be at least one Board member on a taskforce, but the Board member does not have to be the taskforce chairperson.

Section X

Board Meetings

- A) School-year Meetings. The Board will meet once per month while School is in session from September - June. Notwithstanding the foregoing, the Chair may, at his/her discretion, cancel any scheduled meeting with at least ten (10) days prior notice to the members of the Board; notice of the cancelled Board meeting shall also be communicated to the School community.
- B) Special Board Meetings. Special Board meetings may be called by the Chair at any time as the need arises or when requested by a majority of Board members.
- C) Board Sessions. Board meetings will consist of a Working session which is closed to the public. On occasion, such as to discuss Director performance matters, the board may meet in Executive session with only board members present.
- D) Minutes of the Meetings. All Board minutes will be transcribed by a recorder who is not a member of the Board. These minutes will be circulated to all Board members within one week of the meetings and edited via email. The minutes shall be approved by the Board at the next Board meeting. The approved minutes will be available to all School community members. The Board Secretary will ensure that minutes of any Executive session are properly taken and those minutes can be reviewed by Board members. Executive session minutes are not made available to the community except as determined by the Board. No confidential personnel data shall be shared without Board authorization (see Section VII.C.).
- E) Quorum; Participation by Phone, etc. Four (4) members of the Board shall constitute a quorum necessary for the Board to be in session. Except as otherwise provided in these By-laws, the Board shall act by simple majority of those present. In extraordinary circumstances, as determined by the Chair or, in his/her absence, the Acting Chair, members can participate in Board meetings by phone, video conference or other verifiable form and a member participating by such means shall be included in deciding whether or not quorum has been reached.

- F) Conducting Board Business Via Email. The Board reserves the option of conducting formal business via email. This process will be reserved for editing and approval of meeting minutes and on issues where the timing of a decision is critical and the Board is not able to hold a special or extraordinary meeting. The Director will be included in all email correspondence.
- G) Rules for Meetings. The Board shall, from time-to-time, adopt such rules for the conduct of its meetings as it shall deem appropriate.

Section XI

Amendment of the By-laws

- A) Amendment of By-laws. Any part of the By-laws may be amended by a two-thirds majority of the full Board. Amendments approved by the Board will be posted on the website and communicated to the School community following the Board meeting at which the By-Laws were amended.
- B) Effective Date of Amendments. Unless specifically stated otherwise, revised By-laws shall take effect immediately upon adoption.
- C) Amendment Changing Status of Board Member. If the acceptance of amended By-laws causes a change in status of any Board member (i.e., change in eligibility or end of term), the member shall continue in his/her position until the next election or appointment.

Policy Statement

INTRODUCTION

The American International School of Zagreb (AISZ) School Board develops and periodically reviews policies with the aim of ensuring that programs and activities are consistent with the school's mission and vision. The Board, as outlined in this Policy Statement sets the broad parameters that direct the actions of administration and school staff. To this end:

- Policy at the AISZ is defined as the setting of direction for the school in a way that orients actions by the administration, staff and Board. Policy should be broad enough to indicate the line of action that needs to be taken but narrow enough to give the administration clear guidance.
- The Board and administration have adopted an approach of “ends and means,” where the ends are the concern of the Board and the means are the concern of the administration.

GUIDING PRINCIPLES

A. Decisions and actions taken by Board and administration are directed by the following guiding principles:

- **Our Mission Statement:** We develop skills and character for futures rich with promise.
- **Our Vision Statement:** Experiencing the Future, Today.

B. All members of the School Board shall:

- Be motivated primarily by an earnest desire to serve AISZ and the children it educates;
- Maintain a student focus in all decision-making;
- Be accountable for the financial well-being of AISZ;
- Be responsible to AISZ rather than any individual group or agenda;
- Establish, in partnership with the Director, priorities and policies for AISZ, which are consistent with the Mission;
- Recognize that legal authority rests with the Board, not any individual member;
- Honor majority decisions once made.

ROLES OF THE BOARD

The AISZ Board has primary responsibility for:

- Undertaking and monitoring on-going strategic planning;
- Establishing and communicating priorities and policies to provide the strategic direction of AISZ;
- Maintaining fiduciary oversight by ensuring the long-term stability and success of AISZ;
- Selecting and evaluating the Director;
- Ensuring legal compliance;
- Setting broad policy;
- Serving as an advocate of AISZ and its mission;
- Monitoring the implementation of AISZ policies;
- Evaluating AISZ's effectiveness in achieving its mission; and
- Evaluating the effectiveness of the Board itself.

BOARD MEMBER CODE OF CONDUCT

Members of the Board agree to abide by the following Code of Conduct and must annually sign the Board Member Code of Conduct at their first Board meeting of the school year:

- 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 Director of AISZ to implement the policies of the Board;
- 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;
- Endeavor to attend all Board meetings;
- Strive to make all decisions by consensus and support all decisions recognizing that the Board is one unit;
- Facilitate efficient Board actions and deliberations by devoting due time, thought and study to the duties and responsibilities to the position; and
- Understand and act in accordance with the roles and guiding principles of the Board.

STRATEGIC POLICIES

A. The Director will recruit and retain international and local staff members who consistently support, promote and apply the mission of AISZ. To this end:

- AISZ will maintain standards for effective faculty and support staff and a process for evaluating performance.
- AISZ will maintain and continuously review an organizational staffing plan, which best promotes high achievement for all students.
- AISZ will maintain an effective professional development program.
AISZ does not discriminate on the basis of age, gender, national origin, race, religion, political affiliation, or sexual orientation in employment practices.
- The Board will approve any changes to the salary and benefits offered by the School.

B. AISZ will provide an educational program, consistent with American principles, which promotes high achievement for all AISZ students. To this end:

- All AISZ programs, including curriculum, are consistent with the mission, vision and strategic direction of the school.
- AISZ will maintain at all times a challenging, engaging and coherent written curriculum

and monitoring system, which addresses the needs of all AISZ learners.

- AISZ will accept children without discrimination on the basis of gender, national origin, race, religion, political affiliation, or sexual orientation.
- In order to maintain an international balance in the School, there will be no more than 30% of any one nationality in the student body.
- AISZ will admit students based on its evaluation of the potential of the applicant to benefit from the educational services available at AISZ and the School's capacity to meet the educational needs of the applicant.
- AISZ will maintain accredited status with the Middle States Association of Colleges and Schools.
- The school year will consist of between 176-180 student contact days.
- Optimal class size limits are set by the Director in consultation with the Board.
- AISZ students are viewed as individuals and as such benefit from, to the extent possible, differentiated programming to maximize their potential.
- Teachers encourage open, honest and culturally respectful discussions and exploration of ideas in the classroom so as to develop in students a love of knowledge and desire to search for truth balanced by a tolerance of each individual's sensibilities and values.
- AISZ maintains an international perspective consistent with the geographic diversity of its student body and faculty. This includes fostering an attitude of pride in and respect for one's own country while developing an open-minded understanding of the cultures of others.

C. The School establishes and maintains a safe and secure environment that promotes the good health of staff and students. To this end:

- The school's program deliberately encourages students' physical, social and emotional growth in addition to intellectual growth.
- AISZ maintains a smoke-free, drug-free and alcohol-free environment for students on campus and at all school events held off campus.
- The school maintains a secure environment and carefully weighs the reductions in privacy that may be associated with providing this security.
- The school prohibits carrying, bringing, using or possessing a dangerous weapon in any part of school building, on school grounds, in any school vehicle or at any school-sponsored activity by any individual without explicit authorization by the Director.

D. AISZ encourages the development of sound and productive relationships between and amongst all members of the school community. To this end:

- Members of the school community attempt to handle complaints and grievances with the appropriate authority at the level closest to the problem.
- The Director is the final arbiter within the school in the resolution of formal grievances and complaints unless the grievance is filed against the Director, at which time the Board grievance procedure will be followed.

- E. AISZ will implement and periodically review the strategic plan and goals. To this end:
- The Board will undertake and monitor on-going strategic planning.
 - The Board will develop plans to achieve the School's strategic goals.
 - The Board will evaluate the school's effectiveness in achieving the School's mission.
- F. AISZ will establish and maintain a marketing and development policy consistent with the mission. To this end:
- The Board and School will effectively communicate the diversity, value and academic standards of the school.
 - The Board will establish a fund-generating program to provide for the security and prosperity of the school, for purposes including financial aid, facilities enhancement and future growth.
 - The School will maintain an up-to-date marketing plan.
 - AISZ will actively work toward attracting students to the School.
- G. AISZ maintains financial planning and resource allocation procedures that ensure that the school and programs are sustained by secure financial management. As part of the policy:
- The Board adopts an annual budget and sets fees for the next fiscal year no later than March. Revisions to the budget and fees are considered periodically.
 - The Board communicates a written summary of the adopted budget to the members of the AISZ Community.
 - The school may provide financial assistance to eligible families. Both new and current students may apply. This assistance shall not exceed 50% of the total billable School fees. The sum of all financial assistance provided by the School shall be set by the Board each year, upon the recommendation of the Finance Committee, not to exceed 12% of the operating budget less depreciation. Board members are not eligible for financial assistance (see Bylaws IV.E.4 and 5).
 - The school maintains a special account designated as the Operating Reserve Fund, which is reviewed annually, for purposes of covering twenty-five percent of the school's annual operating expenses in the event of an emergency.
 - The school maintains a Capital Reserve Fund, for purposes including, but not limited to: financing major construction work, servicing principal and interest payments of the loan in case of a sudden short-fall in the school's operating income, and the application of bridge financing for capital expenditure purposes. For the term of any loan obligation, the goal is to reach and maintain a minimum of 50% of annual debt service requirement (principal and interest).
 - The Board decides on the solicitation of funds in the name of the school.
 - The Board periodically reviews school financial procedures, which are documented in the Business Office Procedures Manual.
 - An independent firm on an annual basis audits all books and records of the school.

- Monthly financial reports are produced and reviewed by the Board and administration.

GOVERNANCE PROCESS POLICIES

- A. Each member of the Board will participate in Board development programs in accordance with the Board's adopted practices, as they may be updated from time to time.
- B. Each new Board member shall receive a copy of (school) Charter, Bi-Lateral Agreement, By-laws and Policy and Procedures Manual promptly upon being elected or appointed to the Board.
- C. The Board will maintain an up-to-date Board calendar.
- D. The Board will follow such procedures as it may adopt from time to time regarding the setting of agendas for its meetings.
- E. The Board will follow such procedures as it may adopt from time to time regarding evaluation of its work twice annually (January and June).
- F. The Board acts in accordance with its responsibilities to the members of the AISZ Community and the U.S. Embassy in Croatia. Specifically:
 - The school and Board conduct operations in accordance with the AISZ Charter, By-Laws and Bi-Lateral Agreement between the governments of the Republic of Croatia and the United States.
 - The school and Board conduct affairs acknowledging a special relationship with the U.S. Embassy in Croatia.

POLICIES REGARDING THE BOARD & DIRECTOR RELATIONSHIP

- A. The Board believes that the establishment of policy, as defined in the Introduction to this section, is the function of a School Board and that the execution of policy should be the function of the Director and school staff.
- B. The Board is responsible for hiring, establishing terms of appointment and termination of contract of the Director.
- C. The Board will maintain a co-operative and effective working relationship with the Director.
- D. The Board will develop and maintain a clear, written description of the duties and responsibilities of the Director.
- E. The Board will maintain a written procedure on the evaluation of the Director and evaluate the Director on an annual basis; the Board will work with the Director to set his/her goals for each School year no later than the November Board meeting, conduct a mid-year assessment in January and prepare a written evaluation report in May.
- F. Delegation by the Board of its executive powers to the Director provides freedom for the Director to manage the school within the scope of Board policy and allows the Board to devote its time and effort to strategic planning, policy-making and appraisal functions.
- G. The Board holds the Director responsible for the administration of its policies, the execution of Board decisions, all operational functions of the school program, and for keeping the Board informed about school operations and issues.

- ✓ The Director prepares for Board review and approval an outline of professional positions and the principle duties assigned to each position.
 - ✓ The Director periodically and as necessary recommends the creation of new positions or elimination of existing position, which are approved by the Board.
 - ✓ The Director is responsible for recruiting personnel with the authority delegated by the Board and reports all new hires to the Board.
 - ✓ The Director may from time to time suspend AISZ employee contracts and insofar as possible, inform the Board in advance.
 - ✓ Termination of contracts is the responsibility of the Director, who will inform the Board of actions taken.
- H. The Board encourages the Director to take an active and creative role in the initiation of new processes and procedures to achieve the mission/vision and educational goals of AISZ.

REVISING BOARD POLICY STATEMENTS

The Board establishes, documents and follows procedures for revising policies included in the AISZ Board Policy and Procedures Manual. Revisions to this Policy Manual will require a vote of 5 of 7 Board members.

INFORMATION PROVIDED TO BOARD MEMBERS

Most recent Strategic Plan

Most recent accreditation report

The AISZ Board Policy and Procedures Manual which includes the School Charter and By-laws

The most recent audit of the school

The most recent annual financial report of the school

Bilateral Agreement

Board Essential Agreement (for signature)