

# ASSOCIATION OF INTERNATIONAL SCHOOLS IN AFRICA

## POLICIES OF THE BOARD OF DIRECTORS



## Contents

|                                                                  |    |
|------------------------------------------------------------------|----|
| SECTION I: MISSION, PHILOSOPHY, OBJECTIVES, AND ACTIVITIES ..... | 7  |
| 1000.01    Mission .....                                         | 7  |
| 1000.02    Members Believe .....                                 | 7  |
| 1000.03    Objectives.....                                       | 7  |
| 1000.04    Activities.....                                       | 7  |
| SECTION II: BOARD OF DIRECTORS .....                             | 8  |
| SUB-SECTION 2000: The Board and the Association .....            | 9  |
| 2000.00    Legal Authority .....                                 | 9  |
| 2000.01    Responsibilities .....                                | 9  |
| 2000.02    Association General Meeting .....                     | 9  |
| 2000.03    Special Meetings .....                                | 9  |
| 2000.04    Notification .....                                    | 9  |
| 2000.05    Agenda of Association General Meetings .....          | 9  |
| 2000.06    Minutes .....                                         | 9  |
| 2000.07    Voting .....                                          | 9  |
| 2000.08    Voting Member .....                                   | 10 |
| 2000.09    Voting Ballots .....                                  | 10 |
| 2000.10    Proxy Votes .....                                     | 10 |
| 2000.12    Board of Directors Reports .....                      | 10 |
| 2000.13    Parliamentary Authority .....                         | 10 |
| SUB-SECTION 2001: The Board .....                                | 10 |
| 2001.00    Policies .....                                        | 10 |
| 2001.01    Membership.....                                       | 10 |
| 2001.02    Qualifications .....                                  | 10 |
| 2001.03    Term of Office .....                                  | 11 |
| 2001.04    Re-election .....                                     | 11 |
| 2001.05    Compensation .....                                    | 11 |
| 2001.06    Special Committees.....                               | 11 |
| 2001.07    Scholarships and Awards Committee .....               | 11 |
| 2001.08    Governance and Continuity Committee .....             | 14 |
| 2001.09    Membership Committee.....                             | 15 |
| 2001.10    AISA Finance Committee.....                           | 16 |
| 2001.11    Annual Audit .....                                    | 17 |

|                   |                                                                      |    |
|-------------------|----------------------------------------------------------------------|----|
| 2001.12           | Non-Discrimination .....                                             | 17 |
| SUB-SECTION 2002: | Board of Directors' Meetings .....                                   | 17 |
| 2002.00           | Board of Directors' Meetings .....                                   | 17 |
| 2002.01           | Special Meetings .....                                               | 17 |
| 2002.02           | Order of Business .....                                              | 17 |
| 2002.03           | Executive Session .....                                              | 18 |
| 2002.04           | Authority .....                                                      | 18 |
| 2002.05           | Quorum .....                                                         | 18 |
| 2002.06           | Proxy .....                                                          | 18 |
| 2002.07           | Minutes .....                                                        | 18 |
| 2002.08           | Voting .....                                                         | 18 |
| 2002.09           | Authority Limitation .....                                           | 18 |
| 2002.10           | Voting by Electronic Mail .....                                      | 18 |
| SUB-SECTION 2003: | Officers of the Board of Directors .....                             | 19 |
| 2003.00           | Officers of the Board of Directors .....                             | 19 |
| 2003.01           | Duties of the Officers .....                                         | 19 |
| SUB-SECTION 2004: | Executive Director .....                                             | 20 |
| 2004.00           | Appointment .....                                                    | 20 |
| 2004.01           | Executive Director's Relationship with the Board .....               | 20 |
| 2004.02           | Publications .....                                                   | 20 |
| SUB-SECTION 2005: | Appeals and Complaints .....                                         | 20 |
| 2005.00           | Executive Director .....                                             | 20 |
| 2005.01           | Complaints .....                                                     | 21 |
| 2005.02           | Complaints against Employees .....                                   | 21 |
| SECTION III:      | Personnel .....                                                      | 21 |
| SUB-SECTION 3000: | Executive Director .....                                             | 21 |
| 3000.00           | Employment Status .....                                              | 21 |
| 3000.02           | Reports to .....                                                     | 22 |
| 3000.03           | Contract .....                                                       | 23 |
| 3000.04           | Benefits .....                                                       | 23 |
| 3000.05           | Performance Evaluation .....                                         | 23 |
| 3000.06           | The Process for Completing the Executive Director's Evaluation ..... | 23 |
| SUB-SECTION 3001: | Other Administrative Employees .....                                 | 23 |
| 3001.00           | Employment Status .....                                              | 23 |

|                                                              |                                                                                                                    |    |
|--------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----|
| 3001.01                                                      | Job Responsibilities .....                                                                                         | 24 |
| 3001.02                                                      | Reports To .....                                                                                                   | 24 |
| 3001.03                                                      | Memorandum of Understanding .....                                                                                  | 24 |
| 3001.04                                                      | Salary .....                                                                                                       | 24 |
| 3001.05                                                      | Benefits .....                                                                                                     | 24 |
| 3001.06                                                      | Performance Evaluation.....                                                                                        | 24 |
| SECTION IV: Finance.....                                     |                                                                                                                    | 24 |
| 4000.00                                                      | Purpose.....                                                                                                       | 24 |
| 4000.01                                                      | Financial Year .....                                                                                               | 25 |
| 4002.00                                                      | Budget Development .....                                                                                           | 25 |
| 4003.00                                                      | Operating Expenditures and Fixed Assets Procurement for Approved Budget .....                                      | 25 |
| 4003.01                                                      | Financial Authority and Limits of Operating Expenditures and Fixed Assets in the Approved Budget .....             | 26 |
| 4003.02                                                      | Financial Authority and Limits of Operating Expenditures and Fixed Assets not included in the Approved Budget..... | 26 |
| 4004.00                                                      | Fixed Asset Depreciation.....                                                                                      | 26 |
| 4004.01                                                      | Disposal and Write-Off of Fixed Assets .....                                                                       | 27 |
| 4004.02                                                      | Financial Authority for Disposal and Write-Off of Fixed Assets .....                                               | 27 |
| SUB-SECTION 4005.00 AISA Reserve Fund Policy .....           |                                                                                                                    | 27 |
| 4005.10                                                      | Emergent Needs, Emergency Disruption or Dissolution of the Association .....                                       | 27 |
| 4005.11                                                      | Emergency Reserve Fund Requirements and Use.....                                                                   | 27 |
| 4005.12                                                      | Contingency Reserve Fund Requirements and Use .....                                                                | 28 |
| SUB-SECTION 4006.00 AISA Investment Policy.....              |                                                                                                                    | 28 |
| 4006.10                                                      | Investment Purpose and Objectives .....                                                                            | 28 |
| 4006.11                                                      | Definition and Management of Investment Assets.....                                                                | 28 |
| 4006.12                                                      | Emergency Reserve and Long-Term Funds .....                                                                        | 28 |
| 4006.13                                                      | Contingency Reserve and Short-Term Funds .....                                                                     | 29 |
| 4006.14                                                      | Investment Parameters for the Emergency Reserve Fund .....                                                         | 29 |
| 4006.15                                                      | Investment Parameters for the Contingency Reserve Fund .....                                                       | 29 |
| 4006.16                                                      | Reporting of Results and Review of Allocations for Long-Term Funds .....                                           | 30 |
| 4006.17                                                      | Reporting of Results and Review of Allocations for Short-Term Funds .....                                          | 30 |
| SUB-SECTION 4007 Other Funds Managed by the AISA Board ..... |                                                                                                                    | 30 |
| 4007.10                                                      | The AISA/Margaret Sanders Scholarship Fund.....                                                                    | 30 |
| 4007.11                                                      | AISA/Margaret Sanders Scholarship Fund Requirements and Use.....                                                   | 30 |

|                                              |                                                                                                        |    |
|----------------------------------------------|--------------------------------------------------------------------------------------------------------|----|
| 4007.12                                      | Investment Parameters for the AISA/Margaret Sanders Scholarship Fund .....                             | 31 |
| 4007.13                                      | Reporting of Results and Review of Allocations for the AISA/Margaret Sanders<br>Scholarship Fund ..... | 31 |
| 4008.00                                      | Debtors.....                                                                                           | 31 |
| 4009.00                                      | Borrowings .....                                                                                       | 31 |
| 4010.00                                      | Hiring of Staff .....                                                                                  | 32 |
| 4011.00                                      | Fixed Asset Control.....                                                                               | 32 |
| 4012.00                                      | Insurance.....                                                                                         | 32 |
| 4013.00                                      | Audit.....                                                                                             | 32 |
| SECTION V: MEMBERSHIP .....                  |                                                                                                        | 32 |
| 5000.00                                      | Membership Requirements .....                                                                          | 32 |
| 5001.00                                      | Classes of Membership .....                                                                            | 33 |
| 5001.01                                      | Full membership .....                                                                                  | 33 |
| 5001.02                                      | Full membership Accreditation/Authorization .....                                                      | 33 |
| 5001.03                                      | Criteria for Accreditation Agencies to be Endorsed by AISA .....                                       | 33 |
| 5001.04                                      | Process for AISA recognizing an Accrediting Agency. ....                                               | 34 |
| 5001.05                                      | Affiliate Membership .....                                                                             | 35 |
| 5001.06                                      | Associate Membership.....                                                                              | 35 |
| 5001.07                                      | Individual Membership .....                                                                            | 35 |
| 5002.00                                      | Requirements.....                                                                                      | 35 |
| 5003.00                                      | Term of Membership .....                                                                               | 36 |
| 5004.00                                      | Termination.....                                                                                       | 36 |
| SECTION VI: AISA FUNDRAISING POLICIES .....  |                                                                                                        | 37 |
| SUB-SECTION 6000 Gift Acceptance Policy..... |                                                                                                        | 37 |
| 6000.01                                      | Purpose .....                                                                                          | 37 |
| 6000.02                                      | Acceptance Guidelines.....                                                                             | 37 |
| 6000.03                                      | Cash and Securities .....                                                                              | 37 |
| 6000.04                                      | Tangible Personal Property.....                                                                        | 38 |
| 6000.05                                      | Real Estate.....                                                                                       | 38 |
| 6000.06                                      | Other In-Kind Gifts .....                                                                              | 38 |
| 6000.07                                      | Other Properties .....                                                                                 | 38 |
| 6000.08                                      | Deferred Gifts.....                                                                                    | 38 |
| 6000.09                                      | Life Insurance .....                                                                                   | 38 |
| 6000.10                                      | Bequests.....                                                                                          | 39 |

|                                                            |                                                        |    |
|------------------------------------------------------------|--------------------------------------------------------|----|
| 6000.11                                                    | Receipts and Substantiation .....                      | 39 |
| 6001.00                                                    | Ethics Statement .....                                 | 39 |
| 6002.00                                                    | Conflict of Interest .....                             | 39 |
| 6003.00                                                    | Government Compliance Review.....                      | 39 |
| 6004.00                                                    | Strategic Partnerships and Fundraising Committee ..... | 40 |
| SUB-SECTION 6005 GIFT ACCOUNTING AND ACKNOWLEDGEMENT ..... |                                                        | 40 |
| 6005.01                                                    | Gift Accounting .....                                  | 40 |
| 6005.02                                                    | Gift Fee Policy and Disclosure Statements .....        | 41 |
| 6005.03                                                    | Reporting.....                                         | 41 |
| 6005.04                                                    | Pledge and Restricted Fund Agreements.....             | 41 |
| 6005.05                                                    | Recognition .....                                      | 42 |
| 6005.06                                                    | Donor Confidentiality, Privacy and Anonymity.....      | 42 |
| 6005.07                                                    | Naming Rights .....                                    | 42 |
| SUB-SECTION 6006 ENDOWED GIFT FUNDS.....                   |                                                        | 42 |
| 6006.01                                                    | AISA Development Fund .....                            | 42 |
| 6006.02                                                    | Additional Endowment Funds Establishment.....          | 43 |
| 6006.03                                                    | Endowment Funds Spending Policy .....                  | 43 |

## **SECTION I: MISSION, PHILOSOPHY, OBJECTIVES, AND ACTIVITIES**

### **1000.01 Mission**

The Association of International Schools in Africa is a collaborative learning organization dedicated to leading and supporting strategic thinking, professional learning and school effectiveness. (3/15)

### **1000.02 Members Believe**

- i) Being open to differences leads to knowledge and understanding
- ii) All individuals have intrinsic worth
- iii) Nurturing is necessary for growth and change
- iv) Personal fulfillment derives from defining a sense of purpose and making connections through service to others
- v) A sense of belonging enables people and communities to thrive
- vi) All people want to learn, and people learn differently
- vii) When people work together better outcomes are more likely
- viii) The development of international-mindedness and intercultural competence are fundamental to being successful in an interconnected world (5/17)

### **1000.03 Objectives**

The objectives and purposes of the Association shall be exclusively educational and scientific, within the meaning of Section 501(a) (3), (4), and (7) of the United States Internal Revenue Code of 1954, as the same may be amended. In the context of its mission and philosophy, the Association adopts these objectives:

- i) The Association supports the efforts of members schools to enhance the quality of student learning by promoting effective educational practice
- ii) The Association Fosters intercultural and international understanding
- iii) The Association Promotes an appreciation and understanding of Africa
- iv) The Association Supports professional learning within member schools
- v) The Association Collects, analyses, and distributes information to help guide member schools
- vi) The Association Enables close collaboration and networking among its members
- vii) The Association Develops and maintain partnerships with organizations and institutions which complement the Association's values and mission
- viii) The Association engages in all other activities appropriate to the achievement of its educational and charitable objectives. (5/17)

### **1000.04 Activities**

The activities to be undertaken in furtherance of these objectives are limited to those activities consistent with the non-profit character of the Association and in accordance with the Association's status as an educational and charitable organization.

Among the activities to be participated in directly or indirectly by the Association are:

- i) To organize an annual programme professional learning events for Association members including teachers, administrators, and school board members including but not limited

- to the School Heads Retreat (SHR), AISA Leadership Conference (ALC), AISA Educators Conference (AEC) and Associates Exhibition, Professional Learning Institutes (PLI) (5/16)
- ii) To publish and distribute at least two newsletters per year. (5/03)
  - iii) To publish and distribute an annual prospectus. (4/16)
  - iv) To publish and distribute other mailings as needed. (4/93)
  - v) To promote and coordinate the Association's consultant pool program. (4/93)
  - vi) To provide consultant services to school boards and administrators in the areas of board governance, recruitment, program planning, curriculum, and administration. (5/06)
  - vii) To provide assistance to new schools in the region, particularly in their initial planning stage by providing relevant information and materials. (4/93)
  - viii) To provide an Executive Director who will visit member schools and provide on-site technical assistance such as consultant services to administration, school boards, and communities in all aspects of school planning and operation. (5/06)
  - ix) To serve as a liaison between and among the Association's members. (4/93)
  - x) To coordinate and disseminate statistical and other types of surveys. (4/93)
  - xi) To coordinate school-to-school and consultant travel. (4/93)
  - xii) To serve as a clearinghouse for curriculum materials. (4/93)
  - xiii) To initiate and coordinate projects of benefit to member schools and regional associations such as but not limited to projects with the Principal's Training Center, and Service Learning projects. (5/06)
  - xiv) To coordinate member schools' specialist talent as consultants to other Association schools. (4/93)
  - xv) To liaise with Association for the Advancement of International Education (AAIE), other regional associations, Overseas Schools Advisory Council (OSAC), and the Office of Overseas Schools of the U.S. Department of State (A/OS). (4/93)
  - xvi) To respond to a variety of written and verbal requests related to curriculum, employment, and information concerning Association schools and membership. (4/93)
  - xvii) To actively recruit prospective members and encourage them to join the Association. (4/93)
  - xviii) To propose an annual budget which is presented to the Association after being approved by the Association's Board of Directors. (4/93)
  - xix) To regularly contribute news articles and photographs about the Association's activities to various professional publications. (4/93)
  - xx) To provide professional learning services to member schools that includes inter alia staff scholarships, administrator and teacher training opportunities (5/11)
  - xxi) To offer student awards and scholarships (5/11)
  - xxii) To practice good public relations in all its different forms. (4/93)
  - xxiii) To maintain and distribute an up to date membership directory for the Association (5/11)

## **SECTION II: BOARD OF DIRECTORS**

The following policies are in accordance with the Association's mission, philosophy statements, objectives, and activities:



## **SUB-SECTION 2000: The Board and the Association**

### **2000.00 Legal Authority**

All executive powers of the Association shall reside and remain in the duly elected Board of Directors except as delegated by it. The Board of Directors shall develop and implement policies of the Association and approve its program and budget. (4/93)

### **2000.01 Responsibilities**

The Board of Directors is responsible for approving the annual budget, and hiring and supervising the Executive Director. Additionally, the Board is responsible for developing, and annually monitoring and evaluating, a strategic plan. (3/15)

### **2000.02 Association General Meeting**

The Chair of the Board of Directors or the Executive Director shall call an Annual General Meeting of the Association each year. (05/18)

### **2000.03 Special Meetings**

Special or additional Association meetings shall be held when:

- i) The Board of Directors resolves that an Association meeting be convened. (4/93)
- ii) The Board of Directors receives a written petition endorsed by 25 percent of the voting members of the Association. If possible, said meeting will be convened within 120 days of the date such a request is received. (4/93)

### **2000.04 Notification**

Notification of a meeting of the Association will be distributed at least 120 days before the meeting date. (4/93)

### **2000.05 Agenda of Association General Meetings**

Members of the Association may submit items to be included on the agenda of said meetings. The agenda for the Association meeting will be distributed to all members of the Association at the meeting. (4/93)

### **2000.06 Minutes**

Minutes of the Association's meetings shall include those matters regularly moved, seconded, and voted and recommendations of the Board of Directors. The Recording Secretary of the Board shall maintain minutes of all Association meetings. Those records shall be on file in the office of the Executive Director. The minutes will be sent to the Executive Director for distribution to all members of the Board of Directors within 30 days of the last meeting. The minutes will be distributed to all members at the next regular or special meeting of the Association. (4/93)

### **2000.07 Voting**

Decisions of an Association meeting shall be rendered by a simple majority of those voting members present. Voting is done by a show of hands. A request for a written ballot on any question by any member of the Association will be honored. Voting for the election of members to the Board of Directors may be by secret ballot. (4/93)

**2000.08 Voting Member**

A voting member is defined as the head of a full member school. The full member school must be up to date in payment of the annual dues. (4/99)

**2000.09 Voting Ballots**

When a written ballot is required in voting for members of the Board of Directors, a valid ballot must include the same number of votes as there are number of vacant positions on the Board of Directors. No more than one vote may be cast for each candidate. (4/00)

**2000.10 Proxy Votes**

There shall be no voting by proxy. (4/93)

**2000.11 Tied Votes**

In case of a tie, the sitting Board members for the current year who are present at the meeting shall convene to make a decision as to which candidate best meets the needs of the Board. (5/17)

**2000.12 Board of Directors Reports**

At each Annual General Meeting, the Board of Directors shall submit a report on Board actions taken concerning the Association and on the financial records of the Association concerning the last fiscal year. (5/06)

**2000.13 Parliamentary Authority**

All questions of parliamentary law not specifically provided for in the Board of Directors' Administrative Policies, By-Laws, and Articles of Association shall be decided upon by the principles laid down in Robert's Rules of Order. (4/93)

**SUB-SECTION 2001: The Board**

**2001.00 Policies**

The Board of Directors is responsible to set policy. (5/06)

**2001.01 Membership**

The Board of Directors shall be composed of nine voting members. The Executive Director will be a non-voting ex officio member of the Board of Directors and normally will attend all meetings of the Board of Directors. (10/12)

**2001.02 Qualifications**

An elected member of the Board of Directors must be the head of a full member school of the Association as defined in Article VI Section II of the Articles of Association. (6/16)

An appointed member may be from an AISA member or non-member organization but with particular expertise the Board deems supportive of the Mission of the organization. Proposals for the appointed member will be discussed by the Board as a whole, and an appointment requires the unanimous consent of the Board. An appointment may be made at any point during the year. (6/16)

### **2001.03 Term of Office**

Elected members of the Board of Directors shall serve for a term of two years with an option to extend for an additional year. The term will commence on the day of their election at the Annual General Meeting of the Association. The Board shall make the decision annually on any one-year extensions. This decision shall be based on the recommendation of the Governance and Continuity Committee, taking into consideration the best needs of the organization and Board. To increase continuity, no more than one-third of the nine positions (three positions) will normally turn over each year. (6/16)

Appointed members of the Board shall sit for a term of one year after which a review will take place to determine if the term shall be extended for a further year. (6/16)

### **2001.04 Re-election**

There is no limit to the number of times a member of the Board of Directors may be re-elected or re-appointed. (6/16)

### **2001.05 Compensation**

No salaries or other compensation shall be paid for services as a member of the Board of Directors. All costs reasonably incurred by an elected board member for the April/May board meeting shall be reimbursed. All costs reasonably incurred by an appointed board member for all board meetings shall be reimbursed. (6/16)

### **2001.06 Special Committees**

The Chair of the Board of Directors may appoint special committees to expedite the business of the Board. Such committees, after study, shall report their recommendations for action by the Board. Following completion of assignment and report to the Board, special committees shall be dissolved by the Chair of the Board of Directors. (4/93)

### **2001.07 Scholarships and Awards Committee**

#### **Purpose**

The AISA Board Scholarships and Awards Committee will evaluate all student and staff scholarships and awards offered by AISA. The Board may delegate to the Executive Director the decision of all the following awards with the exception of the Margaret Sanders International Scholarship. (03/17)

#### **Margaret Sanders International Scholarship**

All graduating students from AISA Full School Members are eligible to apply for The Margaret Sanders Scholarship for the year 2012-2013. Several scholarships may be awarded throughout the various Educational Regions as recognized by AAIE worldwide. (05/18)

### **Margaret Sanders AISA Scholarship for Girls**

The Margaret Sanders AISA Scholarship for Girls seeks to work with participating AISA Full Member Schools to offer one or more annual scholarships to deserving female students. This is a multiyear scholarship that is intended to defray a range of incidental expenses associated with the recipient girl's successful passage to graduation. The value of any single scholarship will not exceed US\$2000 per annum. (04/13)

### **AISA Award for Excellence**

This annual award seeks to reward outstanding students who exemplify the traits as expressed in the philosophy of the Association of International Schools in Africa. (04/13)

### **AISA Service Award - Outstanding Service Project**

Grand Prize of US\$5,000 and up to three US\$2,500 prizes awarded (6/16)

### **AISA Service Award - Student Service Leader**

Up to five \$1500 awards (6/16)

### **AISA Professional Learning Scholarship**

AISA offers several scholarships each year to cover the registration fees for staff in full-member AISA schools who are attending any of the AISA Professional Learning events scheduled for that year. (5/18)

### **Deliverables**

1. Announce all the above scholarships and awards to the AISA Full Members Schools in a timely manner (04/13)

2. Receive and appraise applications for the above scholarships and award according to the criteria set-out in the AISA guidelines (available on the AISA website) (04/13)
3. Make recommendations to the Board to grant scholarships and awards to those most deserving (04/13)
4. Monitor current board policy with regard to AISA Scholarship and Award evaluation processes and make recommendations to the Board should revisions be required. (04/13)

**Composition** Three AISA Board Members. Supported by the Executive Director. (04/13)

**Decision Making Parameters** Final recommendations of Scholarship and Award recipients to the full Board Only (04/13)

**Key Dates\***  
*(Generic Annual)* **All Scholarships and Awards are processed in March by the AISA management except the Margaret Sanders International Scholarship**  
**(\*Not Policy – Dates noted here for convenience only)**

- |                   |                                                                                                                                                                                                                                                                                    |
|-------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| March 15          | <ul style="list-style-type: none"> <li>• Deadline for applications from schools</li> </ul>                                                                                                                                                                                         |
| March 20          | <ul style="list-style-type: none"> <li>• Applications processed and sent to Scholarships and Awards Committee</li> </ul>                                                                                                                                                           |
| April 16          | <ul style="list-style-type: none"> <li>• Scholarships and Awards Committee prepares written recommendations and send to Executive Director for inclusion in the Board Packet</li> <li>• <i>(Also submit recommendations for any revision of Committee deliverables)</i></li> </ul> |
| April/May Meeting | <ul style="list-style-type: none"> <li>• Winning award recipients are reported to the Board.</li> </ul>                                                                                                                                                                            |
| May 1             | <ul style="list-style-type: none"> <li>• Executive Director informs schools</li> </ul>                                                                                                                                                                                             |
| May 20            | <ul style="list-style-type: none"> <li>• Plaques and Certificates distributed</li> </ul>                                                                                                                                                                                           |

**Key Dates\***  
*(Generic Annual)* **Margaret Sanders International Scholarship**  
**(\*Not Policy – Dates noted here for convenience only)**

- |             |                                                                                            |
|-------------|--------------------------------------------------------------------------------------------|
| September 1 | <ul style="list-style-type: none"> <li>• Deadline for applications from schools</li> </ul> |
|-------------|--------------------------------------------------------------------------------------------|

- |                   |                                                                                                                                                                                         |
|-------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| September 5       | <ul style="list-style-type: none"> <li>• Applications processed and sent to Scholarships and Awards Committee</li> </ul>                                                                |
| September 15      | <ul style="list-style-type: none"> <li>• Scholarships and Awards Committee prepares written recommendations and send to Executive Director for inclusion in the Board Packet</li> </ul> |
| September Meeting | <ul style="list-style-type: none"> <li>• Board decision on recommendations for onward consideration by Margaret Sanders Foundation</li> </ul>                                           |
| November 1        | <ul style="list-style-type: none"> <li>• Executive Director informs schools of results – send nominated application to MS Foundation</li> </ul>                                         |
| Feb (AAIE)        | <ul style="list-style-type: none"> <li>• Results Announced by MS Foundation</li> </ul>                                                                                                  |

**2001.08 Governance and Continuity Committee**

**Purpose** The AISA Board Governance and Continuity Committee will be responsible for all matters pertaining to the nomination, election and orientation processes for incoming board members. (04/13)

- Deliverables**
1. Call for nominations for new board members among AISA Full Members (1<sup>st</sup> week September) in accordance with AISA Board Policy (04/13)
  2. Conduct elections during the AGM) in accordance with AISA Board Policy (05/18)
  3. Implement new board members orientation and mentoring programme (04/13)
  4. Monitor current board policy with regard to nomination, election and orientation processes and make recommendations to the Board should revisions be required (04/13)
  5. Provide the board a timely recommendation for a Board ‘Continuity Profile’ for the following year (04/13)

**Composition** Two Board members (one of whom must be the AISA Board Secretary) + ad hoc mentors as required. Supported by the Executive Director. (04/13)

**Decision Making Parameters** Elections must be ratified by the AGM. Recommendations to the full Board Only (04/13)

**Key Dates\*** (Not Policy – Dates noted here for convenience only)

**(Generic Annual)**

- |                |                                                                                                                                                                                                                           |
|----------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| November Board | <ul style="list-style-type: none"><li>• Submit recommendation for a Board ‘Continuity Profile’ for the following year</li><li>• <i>(Also submit recommendations for any revision of Committee deliverables)</i></li></ul> |
| March 1        | <ul style="list-style-type: none"><li>• Call for nominations for new board members</li></ul>                                                                                                                              |
| April          | <ul style="list-style-type: none"><li>• Review recommendation for ‘Continuity Profile’ and agree orientation and mentors for new members</li></ul>                                                                        |
| May AGM        | <ul style="list-style-type: none"><li>• Conduct elections in accordance with AISA Board Policy</li></ul>                                                                                                                  |
| May onwards    | <ul style="list-style-type: none"><li>• Orient and mentor new Board members</li></ul>                                                                                                                                     |

**2001.09 Membership Committee**

**Purpose** The AISA Board Membership Committee will be responsible for appraising AISA Full School and Affiliate membership applications. (04/13)

*(Associate memberships will be processed by the Executive Director and reported to the Board)*

- Deliverables**
1. Receive Full School and Affiliate membership applications and appraise them according to the membership criteria stipulated in AISA Policy. (04/13)
  2. Make recommendations to the Board to accept/reject new members. (04/13)
  3. Inform applicants of the decision of the Board within 14 days of the decision being made. (04/13)
  4. Monitor current board policy with regard to AISA Membership application processes and make recommendations to the Board should revisions be required. (04/13)

**Composition** Three AISA Board Members. Supported by the Executive Director. (04/13)

**Decision Making Parameters** Final recommendations of AISA Full School membership applications to the full Board (04/13)

|                                              |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
|----------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>2001.10</b>                               | <b>AISA Finance Committee</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| <b>Purpose</b>                               | The AISA Finance Committee will exercise general oversight over the Association’s finances, recommend draft annual budgets for Board approval, develop and refine a rolling, five-year financial plan and ensure continuity of service in the Treasurer’s position. (03/16)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
| <b>Deliverables</b>                          | <ul style="list-style-type: none"> <li>• ensure that financial planning is aligned with AISA strategic targets</li> <li>• review and refine the rolling five-year financial plan prior to each AISA Board meeting (3 times a year)</li> <li>• review the current year's actual vs. budget documentation</li> <li>• support the E.D. in developing and recommend to the Board a balanced operational budget for the upcoming school year</li> <li>• develop and review financial indicators for an AISA dashboard</li> <li>• review finance related entries in the Board orientation manual, financial policies and operations handbook annually</li> <li>• recommend financial policies for approval of the Board</li> <li>• make recommendations regarding AISA investment funds such as the use or transfer of funds or the investment strategy</li> <li>• explore other avenues of financial support to the association and support fundraising efforts by the E.D. if called upon to do so</li> <li>• select an independent external auditor every four years</li> <li>• respond to and approve the annual independent auditors report</li> <li>• recommend and respond to an external forensic audit at least once every five years</li> <li>• other responsibilities as charged by the Board as necessary (03/16)</li> </ul> |
| <b>Composition</b>                           | The Treasurer (Convenor) and two further Board members. Supported by the Executive Director. (03/16)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |
| <b>Decision Making Parameters</b>            | Recommendations to the full Board Only (03/16)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| <b>Key Dates*</b><br><i>(Generic Annual)</i> | <p><b>Annual External Audit - (August)</b></p> <ul style="list-style-type: none"> <li>• <b>By May</b> - Approve auditor selection every 4 years</li> <li>• <b>November</b>- Review Annual Audit</li> <li>• <b>May (FY1)</b> - Present Audit to AGM</li> </ul> <p><b>Annual Budget Preparation Cycle</b></p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |



- **By November** - Present a Draft Annual Budget to the Board (based on Strategic Targets)
- **By May** - Present a Final Annual Budget to the Board for approval.
- **May Retreat** - Identify financial requirements for the Strategic Targets and review and refine the rolling five-year financial plan

**May Retreat** - Present any financial policy review items to the Board for approval.

**(\*Not Policy – Dates noted here for convenience only)**

#### **2001.11 Annual Audit**

An annual audit of financial accounts will be conducted by an external, reputable accounting firm. For the AISA Branch office incorporated in Nairobi Kenya, the audit shall be undertaken by a Kenya-based auditing firm. The Executive Director will ensure compliance with any other audit requirements necessary for the international stakeholders. (05/17)

The Board of Directors shall approve the audited accounts and the appointment of external auditors at one of its Board meetings. The audited accounts shall be presented at the AGM each year. New external auditors will be engaged every 4 years. (05/17)

An audit of systems of internal control shall be conducted during the first year of appointment of a new Executive Director or new Finance Manager, or at any other time deemed necessary by the Board of Directors. The question of whether a special audit shall be conducted shall be on the agenda when the annual audit is approved. (3/15)

#### **2001.12 Non-Discrimination**

The Board of Directors declares that any discrimination on the basis of sex, race, religion, sexual orientation, culture, or national origin shall not be tolerated within the Association. (5/06)

### **SUB-SECTION 2002: Board of Directors' Meetings**

#### **2002.00 Board of Directors' Meetings**

As a minimum, the Board of Directors shall hold two face-to-face meetings per year as follows:

- a) at the annual AISA Conference.(5/18)
- b) at the AISA School Heads Retreat (5/18)

#### **2002.01 Special Meetings**

Special or additional meetings of the Board of Directors shall be called by the Chair or any two members of the Board. The special meeting shall be limited to the specific item for which it was called. These meetings may be conducted online (5/18)

#### **2002.02 Order of Business**

- i) Call to Order
- ii) Minutes of Previous Meeting

- iii) Matters Arising
- iv) Chair's Report
- v) Treasurer's Report
- vi) Executive Director's Report
- vii) Sub-Committee Reports
- viii) New Business
- ix) Date for the Next Meeting
- x) Adjournment. (4/93)

#### **2002.03 Executive Session**

The Board of Directors may meet in executive session for the purpose of receiving reports and deliberating on subjects where the Board of Directors believes confidentiality on those subjects is in the best interests of the Association. (4/93)

#### **2002.04 Authority**

The Board of Directors in usual circumstances may execute its authority only in a duly called quorum meeting. (5/06)

#### **2002.05 Quorum**

Five voting members of the Board shall constitute a quorum for the transaction of business. (10/12)

#### **2002.06 Proxy**

There shall be no voting by proxy. (4/93)

#### **2002.07 Minutes**

Minutes of the Board of Directors' meetings shall include those matters regularly moved, seconded, and voted and recommendations of the Executive Director. The Recording Secretary of the Board shall maintain minutes of all Board meetings. Those records shall be on file in the office of the Executive Director. The minutes will be sent to the Executive Director by the Recording Secretary for distribution to all members of the Board of Directors within 30 days of the last meeting. (4/93)

#### **2002.08 Voting**

Decisions of the Board of Directors shall be made on the basis of a simple majority of those voting Board members present at a quorum meeting. The Chair shall cast the deciding vote in the case of a tie. (4/93)

#### **2002.09 Authority Limitation**

No individual Board member possesses the authority to act except in meetings of the assembled Board or by specific designation by the Board in a regular or special meeting. (4/93)

#### **2002.10 Voting by Electronic Mail**

The Board Chair may call a vote by email when he or she determines that the best interests of the association are served by seeking a decision of the board before the next board meeting. The board Chair will send the resolution to be considered and, except in emergency circumstances, board members shall have 48 hours to raise points of discussion followed by 24 hours to vote. The Chair will clearly state the deadline in the email message containing the resolution. After the 48 hours period of discussion, the Chair will send a second message calling the question and the board members shall

have 24 hours to respond in favour or opposing the motion. The Chair may extend the discussion period or voting period as needed.

The resolution will be deemed to have been passed when a majority of board members have responded by email supporting the resolution at the end of the designated voting period. Whenever Board policy requires the affirmative vote of more than a majority of Board members to approve a resolution, Board members will vote independently (not via a group email thread) to approve a resolution within the scope of such policy via email voting.

At the next board meeting, the board shall review and place in the minutes the results of any resolutions decided by email voting not already recorded in the Board's minutes.

These procedures may also be applied to resolutions that would be considered in executive session by the Board. (10/12)

### **SUB-SECTION 2003: Officers of the Board of Directors**

#### **2003.00 Officers of the Board of Directors**

A Chair and Vice-Chair shall be elected by the Board of Directors for a term of one year. The Recording Secretary and the Treasurer are appointed for a term of one year by the Chair. (4/93)

#### **2003.01 Duties of the Officers**

- (a) The Chair Shall:
  - i) Preside over meetings of the Association and the Board of Directors. (4/93)
  - ii) Appoint the Treasurer and Recording Secretary. (4/93).
  - iii) Appoint vacancies to the Board of Directors, subject to the advice and majority consent of the Board. (4/93)
  - iv) Appoint members to standing and ad hoc committees. (4/93)
  - v) Develop agendas for Board of Directors and Association meetings. (4/93)
  - vi) Cast a decisive vote in case of a tie. (4/93)
  - vii) Coordinate the evaluation of the Executive Director and communicate commendations and recommendations accordingly. (4/00)
- (b) The Vice-Chair shall:
  - i) Assume the duties of the Chair in his/her absence. (4/93)
  - ii) Supervise revisions of the Articles of Association and By-Laws. (4/93)
  - iii) Become the Chair in the event his/her resignation. (4/12)
- (c) The Recording Secretary shall:
  - i) Record and disseminate to the Board of Directors the minutes of the Association and Board meetings. (4/93)
  - ii) Conduct correspondence as required by the Board of Directors. (4/93)
  - iii) Deputize for the Chair, if necessary, in the event of the absence of the Vice-Chair. (4/93)
  - iv) Become the Chair in the event of the resignation of the Chair and the Vice-Chair. (4/12)
- (d) The Treasurer shall:

- i) Develop and monitor the budget of the Association, in collaboration with the Executive Director. (4/93)
- ii) Report to the Board of Directors and the Association on the financial condition of the Association. (4/93)
- iii) Deputize for the Chair, if necessary, in the absence of the Vice-Chair and the Recording Secretary. (4/93)
- iv) Become the Chair in the event of the resignation of the Chair, the Vice-Chair and the Recording Secretary. (4/12)
- v) Make recommendations concerning financial matters to the Board of Directors. (4/93)

## **SUB-SECTION 2004: Executive Director**

### **2004.00 Appointment**

The Board of Directors shall appoint and determine all compensation for the Executive Director of the Association. (4/93)

### **2004.01 Executive Director's Relationship with the Board**

The Executive Director is the chief executive officer of the Board of Directors and is responsible for the organization, operation and administration of the total Association program in accordance with board policies. Therefore, he/she is the normal channel of communication between the Board of Directors and the public. Questions about the Board policy should be directed to the Executive Director who will communicate to the Board of Directors any questions raised concerning policy. The Executive Director shall recommend new or amended policies as deemed necessary and forward these to the Board of Directors for discussion and approval.

Normally, communications directed to the Board of Directors shall be referred to the Executive Director for reply or action. It shall be the policy of the Board of Directors to refer all matters to the Executive Director for his/her recommendation prior to the Board of Directors' decision. Individual Board members should resist the temptation to become directly involved in the day-to-day operation of the Association. (4/01)

### **2004.02 Publications**

It shall be the responsibility of the Executive Director to develop procedures for the development and distribution of all printed material and publicity. (4/93)

## **SUB-SECTION 2005: Appeals and Complaints**

### **2005.00 Executive Director**

Appeals against decisions made by the Executive Director shall be addressed to the Board of Directors. All communications to the Board of Directors should be in writing and should be addressed to:

Chair, Board of Directors  
 Association of International Schools in Africa (AISA)  
 c/o International School of Kenya  
 P.O. Box 14103

Nairobi 00800, Kenya.

It shall be the policy of the Board of Directors that a copy of any such appeal will be sent to the Executive Director. Decisions about Board policy shall be made only by the Board of Directors acting as a whole in a regular or special meeting. (4/93)

#### **2005.01           Complaints**

Any Association member who feels aggrieved on any matter connected with the Association should report the problem to the Executive Director. If the person is then not satisfied, the problem may be referred in writing to the Board of Directors. All such complaints shall be addressed to the Board of Directors as in Section 2005.00 above. It shall be the policy of the Board of Directors that a copy of any such complaint will be sent to the Executive Director. Decisions about Board policy shall be made only by the Board of Directors acting as a whole in a regular or special meeting. (4/93)

#### **2005.02           Complaints against Employees**

No complaint against an employee shall be considered by the Board unless filed in writing, clearly specifying the grounds of complaint, and signed by the complaining party. All such complaints shall be addressed to the Board of Directors as in Section 2005.00 above. A copy of all such complaints will be sent to the Executive Director. All such complaints shall be considered in executive session by the Board of Directors. (4/93)

### **SECTION III: Personnel**

The following policies are in accordance with the Association's mission statement, philosophy, objectives, and activities:

#### **SUB-SECTION 3000: Executive Director**

##### **3000.00           Employment Status**

The Association of International Schools in Africa (AISA) business offices are housed at the International School of Kenya (ISK), Nairobi. The Association employs a full-time Executive Director as its chief executive officer. The Executive Director is employed by the AISA office registered in the State of Delaware (USA). For day to day management of the Association's business the Executive Director is also under contract with the AISA Branch Office registered in the Republic of Kenya. (06/16)

##### **A. Programme:**

- a. Organizes annual regional professional learning events (*inter alia* the AISA School Heads Retreat, AISA Conference, Professional Learning Institutes for Association members. (05/18)  
Produces at least two newsletters per year and an annual membership brochure. (5/03)
- b. Coordinates the Association's Programmes (Governance, Child Protection, Service Learning, Blended Learning, Visiting Author, Consultant Pool. (6/16)
- c. Serves as a consultant to member schools. (5/03)
- d. Provides assistance to new schools in the region by providing relevant information and materials as requested. (5/03)
- e. Visits member schools. (5/03)
- f. Serves as a liaison among Association members. (4/93)
- g. Advises and assists the Board with updating and implementing the strategic plan. (5/03)

- h. Coordinate the staff and student scholarships and awards (5/11)

**B. Administration:**

- a. In conjunction with the Board chair, sets agendas for all Board and Business meetings of the Association. Organizes meetings and ensures that the agenda, appropriate background materials, financial reports, minutes and other relevant materials are received in advance by Board members. (4/01)
- b. Is responsible for the maintenance of updated, accurate records of the organization including approved minutes of Board and Association meetings, an updated policy manual, and clear, updated and accurate financial statements. Ensures that relevant accurate records are available for reference at all Board meetings. (4/01)
- c. Attends all Board and Business meetings of the Association. (4/93)
- d. Communicates regularly with all members. (5/03)
- e. Responds to requests concerning Association membership and related issues (5/03)
- f. Proposes an annual budget in conjunction with the Treasurer for submission to the Board of Directors. (4/93)
- g. Monitors all association funds in accordance with the financial policies of the Association. (See Section IV.) (4/93)
- h. Provides periodic budget reports and makes appropriate budget projections. (4/93)
- i. Ensures the integrity and security of all data held by the Association (5/11)
- j. Develops A/OS Grant Proposals, submits grant requests, monitors the expenditures from grant funds, and completes required grant reports. (4/93)
- k. Works closely with the Regional Education Officer (REO) for Africa, A/OS, as well as with other appropriate U.S. State Department officials. (4/00)
- l. Maintains an up-to-date succession plan for the Executive Director post (05/18)

**C. Public Relations:**

- a. Serves as a spokesperson for and representative of the Association promoting the Association's Mission, Philosophy, and Objectives. (4/93)
- b. Represents the Association on the AAIE Board and attends AAIE Board meetings. (5/06)
- c. Regularly contributes news articles and photographs about the Association and its activities to international educational publications. (5/03)
- d. Maintains relationships with other regional associations. May attend at least one other conference per year representing the Association and serving as a presenter whenever possible. (5/03)
- e. Attends the yearly A/OS-sponsored meeting of Regional Executive Directors. (4/00)
- f. Attends conferences outside of Africa with the approval of the AISA Board. (5/03)

**3000.02 Reports to**

The Executive Director reports to the Board of Directors of the Association. (4/93)

### **3000.03 Contract**

The terms of contract are those as agreed and signed between the Executive Director and the Board of Directors of the Association. (4/93)

### **3000.04 Benefits**

The benefits of the Executive Director are determined by the Board of Directors. (6/16)

### **3000.05 Performance Evaluation**

The Executive Director's performance will be reviewed annually and a written evaluation will be prepared and shared with the Executive Director before May 31. The entire Board of Directors will contribute to a holistic evaluation of the Executive Director's performance. The Chairperson and Vice Chairperson of the Board of Directors will be responsible for finalizing a written evaluation and presenting it to the Executive Director. (6/16)

### **3000.06 The Process for Completing the Executive Director's Evaluation**

- a. The Board of Directors will formally discuss the performance of the Executive Director in executive session, without the Executive Director present, during the May Board meeting. (6/16)
- b. The written evaluation of the Executive Director will be based on a reflective Summary Report on Board approved Executive Director Goals and Targets written by the Executive Director, *and* an Evaluation Survey completed by each member of the Board of Directors.
  - i. Executive Director Goals are approved by policy no later than May of each school year.
  - ii. The Evaluation Survey will be maintained in the Board of Directors Policy Manual. (6/16)
- c. The Executive Director will provide a mid-year update on the approved Executive Director Goals no later than January 15. (6/16)
- d. Board members shall receive the Executive Director Summary Report no later than three calendar weeks prior to the May Board meeting (6/16)
- e. Board members will complete the Evaluation Survey no later than one week prior to the May Board meeting (6/16)
- f. Prior to the May Board meeting executive session meeting, the Board of Directors will have received the Executive Director's Summary Report and the collated results of the Evaluation Survey. (6/16)
- g. A written evaluation of the Executive Director will be presented to the Executive Director by the Board Chairperson and the Deputy Chairperson no later than two calendar weeks following the May Board meeting. (6/16)

## **SUB-SECTION 3001: Other Administrative Employees**

### **3001.00 Employment Status**

The Association may employ other administrative personnel as requested by the Executive Director. All such positions must be approved by the Board of Directors in the normal budget development process. (4/93)

### **3001.01 Job Responsibilities**

The job responsibilities of such administrative employees will be determined by the Executive Director. (5/06)

### **3001.02 Reports To**

The other administrative personnel will report to the Executive Director. (5/06)

### **3001.03 Memorandum of Understanding**

The Executive Director will write an Agreement of Service at the beginning of the employment with the Association of any other administrative personnel outlining the terms of the employment. This will include the job description as well as the salary conditions. For international consultants all taxes, local and otherwise, are the responsibility of the employee and not of the Association. For Kenya based staff the employee's basic salary and allowances are all subject to all applicable statutory deductions, including, without limitation, Pay As You Earn (PAYE), National Hospital Insurance Fund (NHIF) and National Social Security Fund (NSSF) contributions and any amounts that may be due from the employee to AISA. Any changes in these conditions must be preceded by another letter stating the change in conditions. (6/16)

### **3001.04 Salary**

Other administrative personnel will be paid a salary to be determined by the Executive Director in accordance with the approved budget. (5/06)

### **3001.05 Benefits**

Other administrative personnel will be given employment benefits as determined by the Executive Director. (5/06)

### **3001.06 Performance Evaluation**

Other administrative personnel shall be evaluated annually in writing by the Executive Director. This evaluation will be based on the position's job description and on the Administrative Policies of the Association. (5/06)

## **SECTION IV: Finance**

The following policies are in accordance with the Association's mission statement, philosophy, objectives, and activities:

### **4000.00 Purpose**

In order to ensure that financial resources of the Association are utilized efficiently with a view to achieving its overall objectives, there is a need to have a set of approved policies and regulations which are designed to promote financial effectiveness and control. The primary purposes of these policies are:

- i) To facilitate the smooth running of the Association by providing workable procedures for the Executive Director, the administrative staff and Board of Directors to follow. (4/93)
- ii) To prescribe procedures to be followed before financial commitments are made. (4/93)
- iii) To categorize various types of expenditures and to fix financial powers and authority for the Executive Director and the Board of Directors. (4/93)
- iv) To have systems in place whereby the Board of Directors will be able to monitor and provide fiduciary oversight of the financial management of the Association. (3/19)



#### **4000.01 Financial Year**

The financial year of the Association will start on July 1st and end on June 30th. (4/93)

#### **4000.02 Method of Accounting**

The association shall utilize the accrual method of accounting wherein income is recognized when billed and not when actually received, and expenses are recognized and posted into the books of accounts when incurred and not when actually paid. (3/19)

#### **4000.03 Depository**

- i) The Board approves the nature and location of each of AISA's depository accounts. (4/01)
- ii) Any of the following persons shall be signatories to the operation of the Association's bank accounts: Executive Director, Treasurer, Board Chair, and Head of host school. (4/01)
- iii) Establishing and closing of the AISA's bank accounts requires approval of a majority of the Board. (3/19)

#### **4001.00 Budgetary Control**

The Executive Director and the administrative staff, in consultation with the Treasurer, shall prepare annually a budget consisting of the following statements:

- a) Income Budget
- b) Operating Expenditure Budget
- c) Capital Expenditure Budget

(3/19)

#### **4002.00 Budget Development**

- i) In developing the annual budget, the AISA board will seek to maintain reserve funds as outlined in policies 4005.11 (i) and 4005.12 (i). (05/18)
- ii) The budget for the forthcoming financial year will be approved by the Board of Directors during the final meeting of the year. (5/18)
- iii) After the budget is approved by the Board of Directors, it becomes a major management tool for controlling and monitoring all financial transactions of the Association. (4/93)
- iv) The Executive Director and the administrative staff should prepare (a) Income and Expenditure Accounts and (b) Capital Expenditure reports, showing actuals in comparison with budget provisions, for each Board meeting. Cash Flow Statements and Balance Sheets must be available for Board meetings as requested by the Board and/or the Treasurer. All financial statements including Bank Reconciliation statements must be available to the Treasurer. (4/99)
- v) The Executive Director and the administrative staff will prepare monthly bank reconciliation statements. (4/93)
- vi) The Treasurer, in conjunction with the Executive Director, will make a brief financial report at each of the Board meetings on the basis of the most current of the above reports. (4/93)

#### **4003.00 Operating Expenditures and Fixed Assets Procurement for Approved Budget**

- i) The operating and capital expenditures needs for each fiscal year should be prepared by the Executive Director and the Association's administrative staff, in consultation with the Treasurer, and should be included in the annual budget proposal.

- ii) A fixed asset of the Association is defined as any single item with a cost of at least \$250.00 U.S. (or the equivalent). All assets meeting this criteria as indicated in 4004.00 shall be capitalized as fixed assets. (3/19)  
Once the annual budget is approved by the Board of Directors, all operating and capital expenditures over \$2,500 shall require a minimum of three competitive quotations. (3/19)
- iii) The administrative staff should endeavor to procure by tender the materials and supplies either annually or half yearly with a view to gaining price advantages for bulk purchasing. (4/93)
- iv) In the acquisition of any single fixed asset or single operating expenditure item whose value exceeds \$25,000.00 U.S. (or the equivalent) or in cases of major construction/refurbishment projects, International Competitive Bidding (ICB) or Local Competitive Bidding procedures will be used, depending upon the size of the contract. A "Tender Notice" will be published in local/international newspapers and sealed bids will be received in accordance with recognized business procedures. (3/19)

**4003.01 Financial Authority and Limits of Operating Expenditures and Fixed Assets in the Approved Budget**

| <b>Approving Authority</b>       | <b>Monetary Limit in U.S. Dollars or Equivalent per item</b> |
|----------------------------------|--------------------------------------------------------------|
| Executive Director               | \$10,000.00                                                  |
| Executive Director and Treasurer | \$25,000.00                                                  |
| Board of Directors               | Above \$25,000.00                                            |

(3/19)

**4003.02 Financial Authority and Limits of Operating Expenditures and Fixed Assets not included in the Approved Budget**

| <b>Approving Authority</b> | <b>Monetary Limit In U.S. Dollars or Equivalent per item</b> | <b>Remarks</b>                  |
|----------------------------|--------------------------------------------------------------|---------------------------------|
| Executive Director         | \$5,000.00                                                   |                                 |
| Executive Director         | Above \$5,000 and up to \$10,000.00                          | Reported to Board and Treasurer |
| Board of Directors         | Above \$10,000.00                                            |                                 |

(3/19)

**4004.00 Fixed Asset Depreciation**

- i) The operating expenditure budget shall include depreciation as an itemized expense. The amount of depreciation expense taken will be based on the estimated replacement costs of the Association's fixed assets, adjusted as and when necessary and will be used as a source of income in the Capital Budget. (3/19)
- ii) For the purpose of calculating depreciation, useful life will be determined as follows:

| <b>Items</b>                   | <b>Life</b> |
|--------------------------------|-------------|
| Office Equipment and Computers | 3 years     |

|           |          |
|-----------|----------|
| Vehicles  | 4 years  |
| Furniture | 12 years |
| Building  | 25 years |

(3/19)

#### 4004.01 Disposal and Write-Off of Fixed Assets

- i) Fixed Assets of the Association may be disposed of upon the recommendation of the Executive Director and written approval of the Treasurer. (4/93)
- ii) Open tenders shall be invited by advertisement in the newspaper for the disposal of any asset having an estimated market value equivalent to amounts in U.S. Dollars as indicated in 4003.01 above. (3/19)
- iii) Fixed assets shall have a minimum capital value of \$250 per item and depreciated to a minimum value of \$1. (3/19)

#### 4004.02 Financial Authority for Disposal and Write-Off of Fixed Assets

| Financial Limits   | Approving Authority                      | Remarks           |
|--------------------|------------------------------------------|-------------------|
| Up to US\$3,000.00 | Executive Director and Treasurer         | Reported to Board |
| Up to US\$5,000.00 | Executive Director, Treasurer, and Chair | Reported to Board |
| Above US\$5,000.00 | Board of Directors                       |                   |

(5/11)

### SUB-SECTION 4005.00 AISA Reserve Fund Policy

#### 4005.10 Emergent Needs, Emergency Disruption or Dissolution of the Association

- i) AISA shall maintain in reserve sufficient funds for immediate unexpected expenses, emergent needs of the organization, in order to sustain a major disruption to the organization, or to accomplish the dissolution of the organization in the event that the Association is dissolved. (5/18)
- ii) The AISA Board will review the AISA Reserve Fund policy on a three-year cycle starting from 2018. (5/18)
- iii) Use of the reserve funds for such exceptional purposes shall be subject to the Association's regular purchasing and procurement guidelines and approvals. (5/18)
- iv) The AISA Emergency Reserve and Contingency Reserve Funds will be invested within parameters outlined in Policies 4006.14 and 4006.15. (5/18)

#### 4005.11 Emergency Reserve Fund Requirements and Use

The Executive Director shall be able to use the Emergency Reserve Fund for major disruptions or catastrophic conditions such as the dissolution of the organization, with the following conditions:

- i) AISA shall maintain sufficient funds in the Emergency Reserve Fund equivalent to at least 40% of the operating expenses of the Association in the current budget. (5/18)
- ii) The Emergency Reserve Fund may be depleted by an amount not to exceed 40% of its start-of-

year value for major disruptions if so authorized by a two-thirds majority vote of the Board of Directors, providing there is a plan in place to replace those reserve funds.

- iii) For the dissolution of the organization, the full Emergency Reserve Fund may be used if so authorized by a two-thirds majority vote of the Board of Directors. (5/18)
- iv) Should the fund value exceed 40% of the Association's annual operating budget, a majority vote of the Board may reallocate 50% of the overage to other purposes to include operations and emergent needs. (5/18)
- v) Transfers into the Emergency Reserve Fund are made upon recommendation of the Executive Director and require approval by a majority vote of the full Board. Income generated from dividends or interest from investments shall be reinvested in the fund. (5/18)

#### **4005.12 Contingency Reserve Fund Requirements and Use**

The Executive Director shall be able to use the Contingency Reserve Fund for immediate unexpected expenses or emergent needs of the organization, with the following conditions:

- i) AISA shall maintain sufficient funds in the Contingency Reserve Fund equivalent to at least 10% of the operating expenses or a minimum balance of \$100,000 in the Contingency Reserve Fund in short-term investment vehicles to be available for immediate unexpected needs (5/18)
- ii) The Board, in collaboration with the Executive Director, will determine the amount to be spent based on these immediate or emergent needs of AISA. If the emergent needs of the association are resolved, the Board may use the fund for other Association needs, such as repayment of debt or increasing of emergency reserves. Expenditures from this fund may only be authorized by two-thirds majority vote of the full Board. (5/18)
- iii) Income into the Contingency Reserve Fund will be drawn from any surplus in the annual budget upon recommendation of the Executive Director and approval by a majority vote of the full Board. Income generated from dividends or interest from investments shall be reinvested in the fund. (5/18)

### **SUB-SECTION 4006.00 AISA Investment Policy**

#### **4006.10 Investment Purpose and Objectives**

The purposes of AISA's Investment Policy are:

- i) to provide guidance to the Board, the Executive Director and the investment advisor to endeavor to preserve, over time, the principal value of assets so they do not lose ground against inflation while optimizing the long-run total rate of return on investment assets while remaining within an acceptable level of risk as determined by the AISA Board of Directors. (5/18)
- ii) to ensure that the Reserve Funds are maintained at the levels stipulated in policies 4005.11 (i) and 4005.12 (i). (5/18)

#### **4006.11 Definition and Management of Investment Assets**

#### **4006.12 Emergency Reserve and Long-Term Funds**

- i) AISA's Long-Term investments include its Emergency Reserve Fund, and other committed funds as determined by the Board. (5/18)

- ii) The Executive Director is authorized to invest these Funds in reputable investment instruments within the allocation parameters set out in Policy, on the recommendation of an investment advisor and in consultation with the Treasurer. (5/11)
- iii) The Board recognizes its responsibility to manage the organization’s funds putting the best interests of AISA first. With this in mind, the AISA investment portfolio should avoid, to the extent possible, direct investment in companies primarily involved in activities that are contrary to the association’s guiding principles while maintaining adequate diversification. Investment screens will be applied to individual stock issues and not to collective or pooled investments such as mutual funds or exchange traded funds. In some cases, collective or pooled investment vehicles may still be utilized for maintaining the necessary portfolio diversification. (6/16)

**4006.13 Contingency Reserve and Short-Term Funds**

- i) AISA’s Short-Term investments include its Contingency Reserve Fund and other committed funds as determined by the Board. (5/18)
- ii) Budgeted funds received during the current fiscal year will be held in cash management accounts, short-term CD's, or other fixed income investments. (5/17)
- iii) Mutual funds investing in fixed-income securities will normally be used for short-term investments in the Contingency Fund with the aim of preserving principal value, liquidity and earning predictable returns as determined by the market. (5/18)

**4006.14 Investment Parameters for the Emergency Reserve Fund**

To achieve a total annual return of not less than 3% above the combined North American inflation rate and management fees averaged over any three-year period, the asset allocation targets and ranges for the Emergency Reserve Fund shall be (5/18):

|                            | <b>Range</b> | <b>Normal Target</b> |
|----------------------------|--------------|----------------------|
| Cash/Money Market          | 5-30%        | 0-5%                 |
| Fixed-Income               | 20-65%       | 30-50%               |
| Equity Funds               | 20-65%       | 45-65%               |
| Alternative/Non-Classified | 0-15%        | 0-5%                 |

(5/17)

**4006.15 Investment Parameters for the Contingency Reserve Fund**

To achieve a total annual return of not less than the anticipated North American inflation rate, the asset allocation targets and ranges for the Contingency Reserve Fund, a short-term investment fund, shall be:

|                            | <b>Range</b> | <b>Normal Target</b> |
|----------------------------|--------------|----------------------|
| Cash/Money Market          | 0-35%        | 0-15%                |
| Fixed-Income               | 20-100%      | 85%                  |
| Equity Funds               | 0-25%        | 0%                   |
| Alternative/Non-Classified | 0-25%        | 0%                   |

(5/17)

#### **4006.16 Reporting of Results and Review of Allocations for Long-Term Funds**

- i) The Executive Director will report quarterly on performance of the long-term funds to the Board. (5/11)
- ii) The Executive Director will review and adjust allocations for each long-term fund semi-annually to align with annual targets, where those allocations are 5% or more off the target, in consultation with an investment advisor if necessary. (5/17)
- iii) The Executive Director and Treasurer will review targets for each long-term fund annually in consultation with an investment advisor. At the first annual Board meeting of the fiscal year the Executive Director will recommend targets for each long-term fund for the following year, within ranges prescribed by policy. Targets for the following year will be approved by the Board. (5/18)

#### **4006.17 Reporting of Results and Review of Allocations for Short-Term Funds**

- i) The Executive Director will report quarterly on performance of the short-term funds to the Board. (5/17)
- ii) The Executive Director will review and adjust allocations for each short-term fund semi-annually to align with annual targets, where those allocations are 5% or more off the target, in consultation with an investment advisor if necessary. (5/17)
- iii) The Executive Director and Treasurer will review targets for each short-term fund annually in consultation with an investment advisor. At the first annual Board meeting of the fiscal year the Executive Director will recommend targets for the short-term fund for the following year, within ranges prescribed by policy. Targets for the following year will be approved by the Board. (5/18)
- iv) Other than funds held in trust for the U. S. Department of State or required as available cash at the start of a new fiscal year, operational funds remaining at the conclusion of each fiscal year shall normally be transferred into one of AISA's short-term investment funds. (5/18)

### **SUB-SECTION 4007 Other Funds Managed by the AISA Board**

#### **4007.10 The AISA/Margaret Sanders Scholarship Fund**

- i) The purpose of the AISA/Margaret Sanders Scholarship Fund was created by a bequest from the estate of Margaret Sanders to fund scholarships for talented and academically gifted female students in financial need in the AISA region. (5/18)

#### **4007.11 AISA/Margaret Sanders Scholarship Fund Requirements and Use**

- i) The balance in the fund is not allowed to fall below the amount of the original bequest of \$106,000. (5/18)
- ii) The goal is to fund a minimum of two (2) \$2000 scholarships per year (5/18)
- iii) All income generated from dividends, interest or capital gains for the Margaret Sanders Scholarship Fund shall be reinvested in the Fund except for monies required to offset expenses incurred for the implementation of the annual AISA/Margaret Sanders Scholarship. (5/18)

**4007.12 Investment Parameters for the AISA/Margaret Sanders Scholarship Fund**

To achieve a total annual return of not less than 2% above the combined North American inflation rate averaged over any three-year period, the asset allocation targets and ranges for the AISA/Margaret Sanders Scholarship Fund shall be (5/18):

|                            | <b>Range</b> | <b>Normal Target</b> |
|----------------------------|--------------|----------------------|
| Fixed-Income               | 35 - 65%     | 40 - 65%             |
| Equity Funds               | 20 - 50%     | 20 - 30%             |
| Alternative/Non-Classified | 0 - 15%      | 0 - 5%               |
| Cash                       | 0 - 30%      | 0 - 10%              |

(05/18)

**4007.13 Reporting of Results and Review of Allocations for the AISA/Margaret Sanders Scholarship Fund**

- i) The Executive Director will report quarterly on performance of the AISA/Margaret Sanders Scholarship Fund to the Board. (5/18)
- ii) The Executive Director will review and adjust allocations for the Scholarship fund semi-annually to align with annual targets, where those allocations are 5% or more off the target, if necessary, in consultation with an investment advisor. (5/18)
- iii) The Executive Director and Treasurer will review targets for the Scholarship fund annually in consultation with an investment advisor. At the first annual Board meeting of the fiscal year the Executive Director will recommend targets for the Scholarship fund for the following year, within ranges prescribed by policy. Targets for the following year will be approved by the Board. (5/18)

**4008.00 Debtors**

- i) The Executive Director and the Association's administrative staff will make every effort to collect all debts or recover monies owed to the Association by way of fees, loans or advances. (4/93)
- ii) Bad debts will include the write-off of irrecoverable fees or other dues from member schools, individuals, staff debts or other trade claims. All proposals for debt write-off shall contain detailed explanation from the Executive Director as to the justifications for the write-off, steps taken to realize the debts or to receive compensation for the losses, as the case may be, and the measures taken to prevent or minimize the recurrence of such cases. (4/93)
- iii) All Debtors will be reminded 45 days after payment is due. Any unpaid debts may result in cancellation of membership after the due date. Any outstanding debts will be written off with Board approval in the second fiscal year following the non-payment of the debt. (05/18).

**4009.00 Borrowings**

- i) All short-term borrowings within the budget up to a maximum amount of \$10,000 shall be approved by the Board of Directors. Terms of repayment will be determined by the Board of Directors. (4/93)
- ii) Medium or long term borrowings by the Association, with or without offering security, shall be taken only with the prior approval of the Board of Directors. Terms of repayment will be determined by the Board of Directors. (4/93)

#### **4010.00 Hiring of Staff**

- i) The Executive Director will be hired directly by the Board of Directors who will set and periodically review his/her salary and conditions of service. (4/93)
- ii) In all other cases where the position is one already in existence and the terms of appointment already approved by the Board and provided for in the budget, the appointment shall be made by the Executive Director. New permanent positions must be approved by the Board of Directors. (4/93)

#### **4011.00 Fixed Asset Control**

The Executive Director will be responsible for keeping a register of the major fixed assets of the Association and an annual asset count will be made. (05/18)

#### **4012.00 Insurance**

All fixed assets of the Association will be suitably and appropriately insured against replacement value. (4/93)

#### **4013.00 Audit**

- i) There will be an annual external audit of the Association. (4/93)
- ii) An annual audit of financial accounts will be conducted by an external, reputable accounting firm. For the AISA Branch office incorporated in Nairobi Kenya, the audit shall be undertaken by a Kenya- based auditing firm. The Executive Director will ensure compliance with any other audit requirements necessary for the international stakeholders. (05/17)
- iii) The Board of Directors shall approve the audited accounts and the appointment of external auditors at one of its Board meetings. The audited accounts shall be presented at the AGM each year. New external auditors will be engaged every 4 years. (05/17)
- iv) An audit of systems of internal control shall be conducted during the first year of appointment of a new Executive Director or new Finance Manager, or at any other time deemed necessary by the Board of Directors. The question of whether a special audit shall be conducted shall be on the agenda when the annual audit is approved. (3/15)

### **SECTION V: MEMBERSHIP**

The following policies are in accordance with the Association's mission statement, objectives, and activities:

#### **5000.00 Membership Requirements**

Members of the Association will demonstrate an international focus and philosophy as reflected by an appropriate aggregation of the following attributes:

- i) An explicit reference to the promotion of international-mindedness and intercultural competence in its mission (05/18)
- ii) A school offering an international education. (05/18)
- iii) Achievement of accreditation or authorization by an AISA recognized agency outside the host country, or Authorization for at least two IB Programmes for schools that offer elementary and secondary education. Elementary schools offering the PYP would be considered for membership (05/18)



### **5001.00 Classes of Membership**

The Association offers Full and Affiliate Membership to elementary and/or secondary international schools on the continent of Africa who wish to be engaged in the Mission and Objectives of the Association. (10/09)

The Association offers Associate Membership for school-to-school partners, businesses, organizations and who support the mission of the Association. (5/17)

The Association also offers Individual Membership for individuals who support the mission of the Association. (5/17)

### **5001.01 Full membership**

Full membership is offered to elementary and/or secondary international schools and who meet the above membership requirements. Full membership includes the right to vote at all business meetings of the Association, the right of the member's head of school to stand for election to the Board of Directors and includes all other membership privileges due the school as a Member of the Association. Full membership requires accreditation or authorization by a recognized agency outside the host country. Schools not so accredited, or in the process of accreditation, may qualify for Affiliate Membership. The AISA Board will approve all new Full Members (05/18)

### **5001.02 Full membership Accreditation/Authorization**

Currently, AISA recognizes Accreditation/Authorization from the following agencies:

- AdvancED (NCA CASI, NWAC, SACS, CASI )
- Council of International Schools (CIS)
- CfBT Education Trust CfBT Education Trust
- Authorised International Baccalaureate World School (*at least two IB programmes required*)
- Middle States Association of Colleges and Schools (MSA)
- New England Association of Schools and Colleges (NEASC)
- Western Association of Schools and Colleges (WASC)
- Council of British International Schools (COBIS) (*Accredited Member Only – including any school that Penta accredits under the British Schools Overseas standards*)
- Association of Christian Schools International (ACSI)
- Independent Schools Association of Southern Africa (ISASA) (*Accreditation provided by the Independent Quality and Assurance Agency (IQAA). Accreditation must include the optional 'Governance and Management' section to be eligible for Full Member status with AISA*) (06/16)

### **5001.03 Criteria for Accreditation Agencies to be Endorsed by AISA**

1. Agency has well developed accreditation process (04/13)
  - i. Agency has a well-defined and rigorous process for accreditation that emphasizes continual school improvement that includes
    - a. School self-study and reflection on best practice (04/13)
    - b. Defined period of accreditation and (04/13)
    - c. Renewal of accreditation through self-study and site visit by agency visiting team. (04/13)
  - ii. Agency has well defined standards of practice with key indicators for each standard (04/13)
  - iii. Agency standards are congruent with AISA values and strategic plan (04/13)

- iv. Agency trains and supports evaluators to ensure quality control of all accredited schools (04/13)
- 2. Agency publishes list of schools that are accredited by the agency (04/13)
- 3. Agency provides Professional Learning Processes and Opportunities
  - i. Agency trains skilled evaluators (04/13)
  - ii. Agency offers workshops for members to attain skills needed to meet accreditation standards (04/13)
  - iii. Agency is engaged in systemic professional learning programs (04/13)
  - iv. Agency offers sustainable professional learning programs to member schools (04/13)
- 4. Agency serves as a resource to support accredited schools by providing:
  - i. Professional learning programs (04/13)
  - ii. Supporting materials and resources (04/13)
  - iii. On-line community or similar resource to members' schools (04/13)
  - iv. Resource professionals who can consult and advise schools (04/13)
- 5. Governance
  - i. Agency is governed by independent membership Board of Directors (04/13)
  - ii. Agency is not for profit and funded by members (04/13)
  - iii. Agency affiliations are limited to educational partners and are not for profit affiliations (04/13)

**5001.04 Process for AISA recognizing an Accrediting Agency.**

AISA will review a nominated accrediting agency according to the following process.

- 1. AISA Executive Director reviews request from agency or from applicant school. (04/13)
- 2. Executive Director makes a decision to nominate an agency for consideration of the AISA Board. (To be complete within 3 weeks of receipt of application) (04/13)
  - i. Executive Director conducts research about the agency in accordance with approved criteria. This will include contacting the agency and two schools accredited by the agency. (04/13)
  - ii. Executive Director provides written summaries of this research with a recommendation. (04/13)
  - iii. Executive Director refers nomination to Membership Committee and copies referral to Chair. (04/13)
- 3. AISA Membership Committee reviews nomination from Executive Director and makes recommendation to AISA Board. (To be completed within 2 weeks of receipt of written recommendation from Executive Director). (04/13)
  - i. Committee independently reviews nomination of agency with established criteria. (04/13)
  - ii. Committee members contact head of school of three schools accredited by the agency with a specific focus on the accreditation process and standards. (04/13)
  - iii. Committee members take email vote to approve or deny recognition of the accreditation agency. (04/13)
  - iv. Committee forwards to AISA Board chair recommendation with written rationale for committee's decision. (04/13)

4. AISA Board chair reviews Membership Committee recommendation and forwards to full board for final action. (To be completed in 1 week) (04/13)
  - i. Board Chair provides background paper to full board with written recommendation of Membership Committee, written nomination of Executive Director. (04/13)
  - ii. Board chair calls for email vote on approval of denial of recognition of accreditation agency. (04/13)
  - iii. Board Chair communicates result of email vote to full board and Executive Director. (04/13)
5. Executive Director communicates decision of AISA Board to applying agency and school. (04/13)

#### **5001.05 Affiliate Membership**

Affiliate Membership is available to elementary and/or secondary International schools on the continent who meet the above membership requirements but who are currently unaccredited or unauthorized by a recognized agency. Affiliate members' schools must have clearly established their intention to complete their accreditation/authorization within 5 years of the date of membership. This is a non-voting membership and includes all the membership privileges due the school as an Affiliate Member of the Association. The AISA Board will approve all new Affiliate Members (10/12)

#### **5001.06 Associate Membership**

Associate Membership is available to all post-secondary schools, businesses, organizations or individuals who are interested in providing services to other members of the Association or who are interested in the Mission and Objectives of the Association. This is a non-voting membership and includes all other membership privileges due as an Associate Member of the Association. The Executive Director will approve all new Associate Members and report these to the AISA Board (10/12)

#### **5001.07 Individual Membership**

Individual Membership is available to individuals who are interested in the Mission and Objectives of the Association. Applicants must be able to demonstrate the following attributes:

- a. Educators hold an internationally recognised teaching qualification that enables them to teach worldwide, or
- b. Co-professionals hold an internationally recognised qualification in their area of expertise.
- c. Teach an internationally recognised curriculum (eg. IB, American or British curriculum)
- d. Demonstrate a personal experience in an international school setting and a commitment to international-mindedness and intercultural competence

This is a non-voting membership and includes all other membership privileges due as an Individual Member of the Association. The Executive Director will approve all new Individual Members and report these to the AISA Board (05/18)

#### **5002.00 Requirements**

Membership is on an annual basis, subject to payment of a membership fee by June 30<sup>th</sup> of the year prior to the year of membership and whatever other requirements may be imposed by the Board of Directors. (4/93)

Members are expected to abide by the rules and regulations governing the Association membership as published in this document. (5/11)

**5003.00      Term of Membership**

The term of membership shall be annual starting July 1 and ending June 30. (4/99)

**5004.00      Termination**

Membership may be terminated by voluntary resignation, failure to pay annual dues or to meet whatever other conditions of membership may be imposed by the Board of Directors. In cases where membership is terminated involuntarily, members will be given the opportunity to show cause in writing to the Board why their membership should not be terminated. (10/09)

## **SECTION VI: AISA FUNDRAISING POLICIES**

### **SUB-SECTION 6000 Gift Acceptance Policy**

#### **6000.01 Purpose**

This gift acceptance policy is intended to provide guidelines to representatives, member schools and employees of the Association of International Schools in Africa (AISA) who may be involved in the acceptance of philanthropic gifts to AISA, outside advisors who may assist in the gift process, and prospective donors who wish to make philanthropic gifts to AISA. For the purposes of this policy, “gifts” shall include grants, in-kind donations and similar philanthropic support of AISA by individuals and organizations (“donors”). This policy is intended as a guide and allows for flexibility as may be required on a case-by-case basis, as approved by the board of directors and/or Executive Director in accordance with this policy. Please note this policy document only covers philanthropic gifts, not investments or other quid-pro-quo funding arrangements.

#### **6000.02 Acceptance Guidelines**

AISA shall accept only those philanthropic gifts that will enable AISA to further its mission, goals, purposes, and services. AISA reserves the right to decline any gift that

- a) does not further, or is inconsistent with, the mission or goals of AISA,
- b) jeopardizes or compromises AISA’s reputation and future work,
- c) causes AISA to lose its tax-exempt status in the united states or tax-friendly status in Kenya (or any other country where it may become incorporated in the future), or
- d) creates an administrative burden or causes AISA to incur excessive expenses.

#### **6000.03 Cash and Securities**

Any officer of the board, the Executive Director or business manager of AISA, and hired fundraising consultant, shall be authorized to accept on behalf of AISA any unrestricted gift of cash or marketable securities (stocks). The strategic partnerships and fundraising committee will review all unrestricted gifts received and reserves the right to return a gift should that gift be considered in violation of this gift acceptance policy. The recognition of the gift and any expectations for acknowledgements or naming rights will be based on the below referenced policies.

- a) Gifts received for the purpose of the AISA development fund and general endowment shall be utilized based on the below referenced policies on endowments.
- b) Gifts that are accompanied by restrictions, conditions, stipulations, encumbrances, debt, or other factors which warrant careful review prior to acceptance – generally considered restricted gifts - will require the prior approval of the strategic partnerships and fundraising committee.

In the event that a donor wishes to establish and name a permanently or temporarily restricted fund, they shall do so in accordance with the policies and procedures set forth for restricted funds by the board of directors, as follows below. The AISA business office shall designate one or more AISA employees to deposit the gifts funds in the appropriate account and acknowledge them to the donor in a timely manner. Staff will be designated to work with AISA’s financial institution when and if stock gifts are to be received. It is the general practice of AISA to sell securities immediately upon receipt; however, the AISA Executive Director, in consultation with the treasurer of the board may choose to hold the securities. The donor will be advised.

#### **6000.04 Tangible Personal Property**

Gifts of items of tangible personal property valued at under \$10,000 such as furniture, works of art, and office equipment may be accepted by any officer of the board, Executive Director or business manager of AISA. These gifts shall be reported to the strategic partnerships and fundraising committee. Any such gifts over \$10,000 shall be approved by the strategic partnerships and fundraising committee.

#### **6000.05 Real Estate**

Gifts of real estate may be accepted by the Executive Director or designee but only with the prior approval by the board of directors after recommendation from the strategic partnerships and fundraising committee. AISA reserves the right to sell the property and use the proceeds for mission-related operating expenses or to invest those proceeds in endowments. AISA staff will compile documentation as may be needed to assess real estate gifts, which may include, but shall not be limited to, the following:

- a. a completed title examination in the case of real estate;
- b. a qualified appraisal or other available appraisal in the case of real estate, tangible personal property, non marketable securities, or other assets for which no market value is readily ascertainable;
- c. a preliminary environmental review which may be followed by an environmental engineering study if so indicated in the case of real estate;
- d. an estimate of the likely sales price and the time it may take to sell or otherwise dispose of the property if it is not to be retained by AISA for its use in carrying out its charitable purposes,
- e. an estimate of any costs which AISA may incur to maintain the asset prior to its sale, and
- f. any ethical concerns that may arise from the supporting individual or organization.

#### **6000.06 Other In-Kind Gifts**

In-kind gifts through the performance of services or discounted sales to AISA may be accepted by any officer, trustee, director or employee of AISA, after consultation with the Executive Director, if the service or property involved is of the type that would customarily be purchased by AISA in the normal course of its activities.

#### **6000.07 Other Properties**

Gifts of other forms of property, including non marketable securities and partnership interests, require prior approval of the board of directors, upon recommendation of the strategic partnerships and fundraising committee.

#### **6000.08 Deferred Gifts**

Deferred gifts through bequests are encouraged, and do not require prior approval. Gift annuities and other arrangements involving a financial or administrative commitment on the part of AISA require prior approval of the board of directors, upon recommendation of the strategic partnerships and fundraising committee. At this time AISA is not in a position to accept other forms of deferred gifts of which AISA is trustee, such charitable remainder trusts or a charitable lead trusts.

#### **6000.09 Life Insurance**

Gifts of life insurance policies require prior approval by the strategic partnerships and fundraising committee if future premium payments are required to maintain the policy.

#### **6000.10 Bequests**

Donors are able to designate AISA in their will. Donors are encouraged to make unrestricted gifts through their estate, however they may establish in their wills restricted gifts, including endowed funds or providing for the AISA development fund or general endowment, and it is preferred that they consult with AISA prior to stipulating a restricted gift to ensure their gift intentions align with the organization. Bequests that are realized will be accepted by the board of directors, upon recommendation of the strategic partnerships and fundraising committee.

#### **6000.11 Receipts and Substantiation**

AISA personnel shall see that prompt acknowledgements, thank you letters, and other documentation are sent to all donors in such form and containing such information as may be required or suggested from time to time by the tax laws of the country in which the donation is executed. See gift accounting and acknowledgement policy and protocol.

#### **6001.00 Ethics Statement**

As a collaborative not-for-profit organization dedicated to a social and educational mission to benefit teaching and learning at member schools, AISA believes in modeling and upholding an ethical approach to all activities, including its fundraising program. AISA believes that individuals and organizations wishing to donate philanthropic gifts to AISA shall have the full confidence that those gifts will be used appropriately and ethically and that AISA will be accountable and transparent in the dealings with these gifts and supporters. AISA believes that donors shall act ethically and responsibly and give with the expressed purpose of supporting the mission of AISA. AISA reserves the right to reject any philanthropic gift on the basis that the gift compromises the organization's reputation, belief and value system, mission and future work due to ethical concerns. While AISA's activities exist across many different countries and jurisdictions, it is expected that all those engaged in fundraising for AISA – staff, board, consultants – will adhere to the principles and standards of practice embedded in the [international statement on ethical principles of fundraising](#) (association of fundraising professionals, 2017). These include honesty, respect, integrity, empathy and transparency. Those in violation of these principles and practices will be reprimanded and could be terminated in their role or function by the Executive Director or chair of the board.

#### **6002.00 Conflict of Interest**

In accordance with AISA's not-for-profit status, as well as to maintain the reputation and credibility of the organization and to ensure effective, impartial operations and governance, it is essential to recognize and where at all possible to avoid situations in AISA's fundraising program where a conflict of interest among staff or board members may influence, or appear to influence, the organizational decision-making process. Board members and staff will be expected to sign a conflict-of-interest policy to ensure that they nor a family member have or appear to have a financial interest or benefit from AISA's fundraising program.

#### **6003.00 Government Compliance Review**

To ensure satisfactory and up-to-date government compliance, AISA staff will conduct a review periodically, but no less than every two years, of the compliance requirements for philanthropic gift reporting and acceptance in the countries from which gifts are received to AISA. AISA's auditor and/or tax advisor may be enlisted to help with this report. The strategic partnerships and fundraising committee will be briefed upon completion of the report.

## **6004.00 Strategic Partnerships and Fundraising Committee**

1. The purpose of the Strategic Partnership & Fundraising committee will be to build strategic partnerships with individuals, foundations, non-governmental organizations and corporations that will advance the organizational mission, diversify financing streams, and support member schools. A major focus will be on increasing philanthropic funding through gifts and grants that directly benefit the organization and promote special initiatives in schools across Africa. The committee will also ensure the policies and protocols pertaining to fundraising are being met annually and updated as needed. The committee will adopt annual goals, review and accept philanthropic gifts, as necessary and as outlined in this gift acceptance policy, identify and update a list of potential supporters, and report to the entire board about its work, periodically but no less than twice per year. The committee will be the primary board liaison with consultants and other fundraising professionals hired by AISA to assist in the fundraising goals. With close collaboration of the Executive Director, the committee will also develop the framework for and implement the distribution of loans and grants to member schools through the AISA development fund and report to the full board on its activities.
2. The committee will consist of a chair and no less than two additional members representing the board, an external consultant and may include additional members as desired by the chair of the committee and executive committee of the AISA board. Additional members may be outside the board and may be chosen for their expertise in fundraising, their experience as supporters or additional reasons that add value to the work of the committee. The chair and members will be eligible to serve three two year terms. It is expected that members will miss no more than two meetings per year. As per membership on the AISA board, all members of the committee shall sign a conflict of interest policy and recuse themselves of any business where they may have a personal gain or conflict of interest. The Executive Director, including fundraising staff or business officer, will staff the committee. The committee will aim for regular meetings, as determined by the chair, with no less than three meetings per year, two in person and one online. The chair and the Executive Director, in consultation with the chair of the AISA board, will assess the effectiveness of the committee from time-to-time but no less than every three years and shall make recommendations to the full board in the case changes are needed.
3. AISA personnel shall be responsible for providing the committee members with all available relevant documentation regarding any actual or proposed gift requiring their approval, as well as information pertaining to the distribution of funds from the AISA development fund.

## **SUB-SECTION 6005 GIFT ACCOUNTING AND ACKNOWLEDGEMENT**

### **6005.01 Gift Accounting**

All philanthropic gifts to AISA will be accounted for, recognized and thanked in a timely manner, ideally all within one week of the receipt of the gift. AISA staff shall ensure all gifts are deposited in the appropriate account based on the designation and nature of the gift. A monthly reconciliation of all gift funds will be performed to ensure accuracy and mitigate any errors in accounting. An annual audit will address and correct any issues with gift accounting and use. It is recommended that philanthropic gift accounts be designated and coded differently than other revenue accounts. Gifts shall be accounted for based on the accounting system used by AISA, which at this time is the accrual method that establishes that expected revenue shall be counted in full at the time it is documented rather than when the cash comes into the organization.



When a gift is received and deposited into the appropriate account, the donor shall be thanked in an appropriate manner depending on the level of gift. For example, major gifts will be thanked by the Executive Director and a member of the board whereas smaller gifts only thanked by the Executive Director or staff member. AISA staff, in consultation with the strategic partnerships and fundraising committee, will outline and follow a schedule for thanking gifts depending on gift size, gift type or type of donor (ie. Individual or corporate, board member, etc). In the event that the philanthropic gift is tax deductible, AISA staff will generate and send a tax receipt to the donor within a timely manner.

#### **6005.02 Gift Fee Policy and Disclosure Statements**

Should AISA assess a fee on philanthropic gifts received, for the purpose of funding the operation of fundraising and gift stewardship, AISA will disclose the fee in writing to the donors at the time of the gift transaction and will make the matter of a gift fee known on appropriate material related to fundraising. The strategic partnerships and fundraising committee will be responsible for drafting and approving, in collaboration with the Executive Director, any gift fee and language about the fee.

#### **6005.03 Reporting**

A full reporting of all gifts received and the nature and use of the gifts shall be provided to the strategic partnerships and fundraising committee at least bi-annually, unless requested on a more frequent basis. AISA will provide reports to donors/supporters on the use of their gift funds on an annual basis, unless requested on a more frequent basis. Donors who make gifts to support general operations shall be informed on a general basis of the operating activity of the organization. Donors who make gifts to general or pooled endowment funds, such as the AISA development fund, shall be notified annually of the use of the earnings of the fund. Donors who make more specific, targeted gifts that establish named funds shall be made aware of the use of the principal or earnings of the funds, depending on the type of the account established. The Executive Director or designee, in consultation with the strategic partnerships and fundraising committee, will determine on an annual basis how best to document publicly the use of all gift funds. Unless stipulated by tax-laws, AISA need not provide a full accounting of gifts received or use of gift funds publicly. Gift and donor reports shall be filed electronically and archived for easy access in the future.

#### **6005.04 Pledge and Restricted Fund Agreements**

Any philanthropic gift commitment whereby the donor makes a pledge for future gifts may be documented and accounted for when done so in writing, including through email, and, where possible, by using a standard pledge agreement. For unrestricted gifts or gifts to a previously established fund, such as the AISA development fund, a simple pledge agreement or written letter or email will suffice if it outlines the name of the donor(s), purpose of the gift, pledge payment schedule and any funds already received as part of the commitment, and any stipulation on reporting, recognition, publicity and confidentiality. Restricted gifts that establish new fund accounts and have naming rights require additional information such as whether it is suitable to receive future or additional gifts into the newly established fund, the naming of the fund, provisions in the event of a change in circumstances that require AISA to redirect the funds, and information regarding the process by which funds are awarded, if applicable and stipulated by the donor. The strategic partnerships and fundraising committee will establish the minimum gift level threshold for establishing a new named restricted fund. The strategic partnerships and fundraising committee will approve pledge agreement templates.

#### **6005.05 Recognition**

AISA will recognize all donors who do not wish to be anonymous on an annual basis in an annual “honor roll”, in print and/or online. Donors shall be recognized based on the nature of their philanthropic giving and may, at the discretion of the strategic partnerships and fundraising committee, be recognized based on the amount of their giving. Donors may also be recognized at conferences, in publications, and through other publicity, upon consent of the donor.

#### **6005.06 Donor Confidentiality, Privacy and Anonymity**

AISA respects and protects the privacy of donors and will make every effort to ensure confidentiality and anonymity of gifts, at the donor’s request. Donor information provided to AISA will be handled with care and confidentiality and not shared with any third party. AISA may use donor information such as addresses, emails and telephone numbers to contact donors and for the purposes of sending promotional organizational material and donor reports, unless specified otherwise by the donor. AISA will take the necessary steps to ensure that online donations are executed via secure connection and that information shared through online payment methods will be encrypted. AISA staff and board members are not permitted to use donor information for any purpose other than those they are they are performing for the benefit of AISA.

#### **6005.07 Naming Rights**

in recognition of the impact of philanthropic gifts to the mission of the organization, AISA will award naming rights to a certain level of major donors based on a predetermined system for these levels that ensures consistency and accountability. The strategic partnerships and fundraising committee will develop and assess this system and approve all naming rights, at the recommendation of the Executive Director. Although a donor may meet the minimum giving level for a naming opportunity, AISA reserves the right to deny a requested naming opportunity should AISA deem such an association with the name requested causes harm to the organizational mission. In these cases, the Executive Director will work with donors to provide for alternative naming opportunity before seeking approval by the strategic partnerships and fundraising committee. AISA may award naming rights for new funds, programs, conference activities, office space, and other elements of the organization or AISA development fund that allow for naming opportunities.

### **SUB-SECTION 6006 ENDOWED GIFT FUNDS**

#### **6006.01 AISA Development Fund**

1. Established in 2018, the AISA development fund is a pooled investment fund provided with philanthropic gifts and grants. The purpose of the fund is to support the mission of AISA by providing a steady revenue source for AISA operations as well as to allow for AISA to award impact grants and loans to member schools on a competitive basis. The AISA development fund will include three component parts:
  - a) The Operating Capital Endowment is directed at supporting AISA program services and AISA school support services as laid out in AISA’s mission and activities.
  - b) The School Infrastructure Development Fund is directed at providing loans and grants to member schools for building projects. For some schools this means the ability to better manage the basic upkeep of existing facilities that may have fallen into disrepair over time as a result of the inability to access funding. For other schools it will mean much needed

expansion and/or upgrading of existing facilities to support increasing student enrollments and the concurrent need to support additional learning programs such as students with special needs.

- c) The School Improvement Initiatives Fund is directed towards grants and loans to member schools for school improvement initiatives that specifically target those areas in which national infrastructure may be found wanting. These include the development of robust internet connectivity and telecommunications, the installation of backup generators and solar installations where power supplies are frequently problematic, the drilling of boreholes and installation of water capture and storage tanks to ensure adequate water supplies, and security lighting and anti-terrorist protection for school campuses.
2. The AISA development fund will operate as a long-term endowment, providing for a continuous spending stream that grows, ideally, at a rate greater than or equal to inflation used each year based on the spending policy set by the board of directors upon the recommendation of the AISA finance committee, in consultation with the strategic partnerships and fundraising committee, while preserving and growing the real value of the corpus of the principal in perpetuity. The earnings shall be allocated as follows:
    - a) For AISA operating capital to support AISA program services and school services (60%);
    - b) For school improvement, campus infrastructure and capacity building through impact grants and loans to member schools awarded on a competitive basis (40%).
  3. The distribution of earnings is subject to change upon approval of the entire board after recommendation of the strategic partnerships and fundraising committee and the AISA finance committee. Donors and grantees may designate gifts and grants to the AISA development fund in writing but without a separate endowment agreement. However, AISA shall notify all supporters of the AISA development fund that their philanthropic gifts and grants will be permanently restricted into endowment and all or a portion of the earnings shall be used for specific programs as outlined above. It must also be made clear that AISA reserves the right to redirect the funds to a related purpose should the need for the AISA development fund change.
  4. Gifts of all levels may be invested into the AISA development fund with written consent of the donor or grantee; however, AISA will aim to attract philanthropic gifts for the fund greater than \$100,000.

#### **6006.02 Additional Endowment Funds Establishment**

From time to time, individuals and organizations may wish to establish additional endowment funds with unique mission-aligned purposes, such as the Margaret Sanders Scholarship Fund. Additional endowment funds will be established per the gift acceptance policy and will require an endowment agreement that clearly outlines the purpose and nature of the gift signed by the donor and representatives of AISA. The strategic partnerships and fundraising committee will establish the minimum threshold for giving to establish additional endowment funds.

#### **6006.03 Endowment Funds Spending Policy**

The spending policy ensures that assets can be managed in such a way as to support the purpose and goals of the endowment. The primary goal for the investment of the endowment funds shall be to generate a total return that will exceed its annual spendable amount, all expenses associated with

managing the funds and the effects of inflation. The board wishes for all spending for the purposes of the endowment funds to be generally limited to 5% of the average endowment market value over the past 12 quarters. It is the intention that any excess return above and beyond the amount approved for expenditure or distribution, minus fees, will be reinvested in the fund. AISA will invest endowed funds pursuant to the policies of the board of directors (section iv: 4006).