

The American School of Kinshasa

POLICY MANUAL



April 6, 2021
KINSHASA, DRC

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SECTION 1 GOVERNING FRAMEWORK

1.1 GUIDING FRAMEWORK

- 1.1.1 This section is the foundation of TASOK and the guide for all policies and regulations throughout the school. The school shall operate under the guidance of the Constitution, the Memorandum of Understanding (MOU), and the Mission and Belief Statements.
- 1.1.2 The American School of Kinshasa (TASOK) is a community run, non-political, secular, not-for-profit, educational institution that promotes education in the English language in Kinshasa, Democratic Republic of Congo. The school is established under the Constitution of The American School Association of Kinshasa.
- 1.1.3 TASOK will maintain its status as a School affiliated with the United States of America under the (MOU) between the Government of the United States of America and the Government of the Democratic Republic of Congo.
- 1.1.4 TASOK has clearly defined Mission and Belief statements that are published annually on the website, and in student and teacher handbooks. The present Mission and Belief statements and the TASOK Learner Profile as published in this manual are:

At TASOK we believe in: *Excellence, Integrity and Inclusivity*

Our Mission for Excellence: The American School of Kinshasa provides dynamic and individualized educational challenges and opportunities that promote diversity and empower each of its students to develop into independent global community leaders.

TASOK Learner Profile (based on the International Baccalaureate Learner Profile www.ibo.org) TASOK learners strive to be: *Inquirers, Knowledgeable, Thinkers, Communicators, Principled, Open-Minded, Caring, Risk-Takers, Balanced, Reflective.*

- 1.1.5 The School's Mission shall be the product of the input of all members of the Association and student input as guided by the international best practice and accreditation bodies.

1.2 LEGAL PRESENCE, OWNERSHIP, AND TAX STATUS

- 1.2.1 TASOK is legally present in Kinshasa, Democratic Republic of Congo under the Memorandum of Understanding (MOU) between the Embassy of the United States of America in the DRC and the Foreign Ministry in the Government of the Democratic Republic of Congo. The MOU is on file in the administrative office of the school for further

reference with the original filed at the US Embassy in Kinshasa and with the State Department in Washington D.C.

- 1.2.2 The American School Association of Kinshasa owns the buildings, plant, and equipment of The American School of Kinshasa, which under its Constitution and the MOU is an educational nonprofit organization.
- 1.2.3 The school grounds fall under the US Government negotiated lease with the Government of the Democratic Republic of Congo.
- 1.2.4 Abiding by the MOU, the administration will submit taxes for locally hired employees. Overseas hired staff and the school itself are not subject to Democratic Republic of Congo taxes. See the MOU in the administration office for further explanation.

1.3 DISSOLUTION OF THE AMERICAN SCHOOL OF KINSHASA

- 1.3.1 The American School of Kinshasa may be dissolved at any time by an affirmative vote of two-thirds of the members present at a General Meeting of the Association at which a quorum is present. At this General Meeting, a vote will be made to appoint liquidators, determine their powers, and decide on the disposal of the remaining assets of the school after the liabilities have been settled.
- 1.3.2 If dissolution is ordered by a court of law, the liquidator(s) appointed by the court must convene a General Meeting of the Association to announce the steps to be taken to determine procedures for orderly handling of the dissolution of the school and the Association.

1.4 TASOK FOUNDATION

- 1.4.1 The School Board has established the TASOK Foundation. The Foundation is incorporated as a not-for-profit corporation under the laws of the State of Delaware and is recognized as a charity under Section 501 (c)(3) of the United States Internal Revenue Code of 1986, as amended. The purpose of the TASOK Foundation is to provide a legal standing for financial transactions in the United States to secure our banking and investment practices.

SECTION 2 BOARD OPERATIONS AND REGULATIONS

2.1 SCHOOL BOARD LEGAL STATUS

- 2.1.1 *Legal Authority Delegated to the Board*

- 2.1.101 The business of the Association shall be governed by the School Board who may exercise all such powers as is appropriate and in compliance with the Constitution of the Association, the Memorandum of Understanding and the laws of the Democratic Republic of the Congo.
- 2.1.2 *Duties of the Board*
- 2.1.201 The primary purpose of the School Board is to govern the school by setting, monitoring and funding strategic goals to ensure continuous development of the school in line with its Mission and Beliefs.
- 2.1.202 The School Board should be aware, to the fullest extent possible, of all matters that pertain to the philosophy, strategic management plan, Mission and Beliefs of the School and to assure that decisions of the School Board conform to TASOK's stated objectives.
- 2.1.203 The Board does not involve itself in the actual operation of the school, which is the purview of the Director. The specific duties of the Board are as follows:
1. To establish policies that guide the operations of the school.
 2. To appoint, monitor, and evaluate the Director.
 3. To determine with, and on the advice of, the Director, the educational programs of the school.
 4. To track school performance as part of the annual evaluation process.
 5. To ensure the financial stability and the future financial security of the school.
- 2.1.204 The voting Board Members shall have the following duties:
- A. The President shall, in addition to the duties outlined in the Constitution:
1. Preside over all meetings of Members and the School Board.
 2. Serve as leader of the School Board.
 3. Confer regularly with the Director, other Board Members and the Association.
 4. Determine meeting agenda items and identify issues requiring the Board's attention.
 5. Preside over elections of the chairpersons and members of the Board committees, except as may otherwise be provided in this Policy Manual or in resolutions adopted by the Board.
 6. Be familiar with the Constitution, Memorandum of Understanding and this Policy Manual of the School.
 7. Actively promote and encourage leadership opportunities among Board members, including the identification of potential future Board presidents.

8. Lead in organizing Board retreats and special workshops as deemed appropriate by the Board.
 9. Ensure that there is a process for the annual review of Board effectiveness through development of an evaluation and maintenance instruments.
 10. In the event of a vacancy of the Treasurer, the President will assume duties and responsibilities of the Treasurer until a new Treasurer is appointed.
- B. The Vice President shall perform such duties as are outlined in the Constitution and in the absence or indisposition of the President shall act for him/her.
 - C. The Treasurer shall perform such duties as are outlined in the Constitution and this Policy Manual. These include chairing the Finance Committee, routinely presenting a financial report to the Board and Association, liaising with the Director and Finance Manager, overseeing School financial audits, and ensuring the preparation and signing of Finance Committee reports.
 - D. The Secretary shall perform such duties as are outlined in the Constitution and this Policy Manual. These include ensuring Board decisions are adequately recorded and maintained, ensuring minutes of Board meetings are accurately prepared and available, sitting on the Election Committee and/or assisting in the coordination of Association and Board elections, and participating on the Trustee Committee.
 - E. The Missionary Community Representative, U.S. Government Community Representative, and Member at Large shall perform such duties as are outlined in the Constitution and the Policy Manual. They each shall coordinate, communicate and liaise with their respective communities as appropriate to ensure members of those communities are kept informed and able to voice their interests and views on Board decisions.

2.1.205 A Board Member position description is located at Appendix

2.1.3 *Compensation*

2.1.301 No Board member shall receive remuneration or compensation for serving on the Board or fulfilling his/her obligations as a member of any Board committees.

2.1.302 The School will not employ any voting Board Member in any capacity for financial compensation, direct or indirect, during the term of his/her service on the Board.

2.1.303 Any Association member is eligible to serve as an elected member of the Board, except as specified in the Constitution. An employee of the School or a spouse of such employee shall not be eligible for election to the School Board.

2.1.304 The Director and non-voting ex-officio members may be employees or family members of employees.

2.2 ELECTION OF BOARD MEMBERS

2.2.1 Method of Election of Board Members

2.2.101 For elections of candidates for the Board, the Board must issue a list of candidates at least twenty-one (21) days prior to the scheduled election and can publish to the Association membership the candidates' individual submissions regarding qualifications for, and interest in, a Board seat.

2.2.102 A candidate must indicate a willingness to serve before being placed on a ballot or elected to the Board. If there are not sufficient candidates for vacant seats on the Board, additional nominations may be made from the floor.

2.2.103 All votes must follow the procedures as outlined in the written notice distributed to Association Members at least two (2) weeks prior to the scheduled Association General Meeting.

2.2.104 Votes may be cast in person or electronically as outlined in the written notice distributed to Association Members at least two (2) weeks prior to the scheduled Association General Meeting. Votes will be tallied at the meeting by persons selected by sitting Board members. The candidates receiving the largest number of votes will be deemed elected to the Board.

2.2.105 In the case of a tie in a Board election, a runoff shall be held immediately between the candidates who obtained the same number of votes in order to decide the winner(s) of the contested Board seat(s).

2.2.106 During the course of an election for Board members and/or the Association members' voting on a resolution, the Board Secretary shall record which members have lodged votes on a registrar of general members in good standing.

2.2.2 Election Committee Membership

2.2.201 In sufficient time prior to the Association General Meeting, the Trustee Committee of the Board shall seek volunteers from the Parent Teacher Committee to serve on the Election Committee. The Election

Committee should try to consist of two board members who are not standing for election, preferably the Secretary of the School Board and one member from the Trustee Committee; the PTC President or designee; and preferably one parent volunteer from the Elementary School division and one parent volunteer from the Secondary School divisions totaling five members in all. The Director shall assist the Election Committee as necessary and appropriate.

- 2.2.202 The duties of the Election Committee will be to conduct elections, provide oversight to the election process, to account for the proper filing and counting of votes, to validate the results of the election, and to ensure the transparency, fairness, and integrity of all elections. The Election Committee will assist the Board in all matters related to the successful accomplishment of the annual election of the School Board.

2.2.3 *Election Ballots*

- 2.2.301 Ballots for election of the School Board must be cast as outlined in the written notice distributed to Association Members at least two (2) weeks prior to the scheduled Association General Meeting. This Association General Meeting will take place during the second semester and be in accordance with the following:

1. Definition of a valid ballot. In order for a ballot to be valid and for the votes cast to be counted, the voter must sign the voter roll for in-person paper voting, or electronic verification for all digital votes, prior to access to a ballot. The ballot must clearly identify at least one mark for a candidate position open for election.
2. Disqualification of ballots. A ballot will be disqualified and not counted in the election results for any of the following reasons: illegible, markings for candidates are unclear, or intention of the voter is in doubt, or failure to authenticate electronically.
3. Counting of ballots. At the Association General Meeting the Election Committee will validate and count the ballots cast. The judgment of the Election Committee as to validity of ballots, final count of ballots and election results will be final.
4. Reporting of election results. At the Association General Meeting the Election Committee will report to the community by declaring the winning candidates.
5. The Election Committee will file a written report to the School Board within one week of the ballot counting. The Election Committee's written report will be reviewed by the School Board at the next Board meeting. The written report will include the final tally of votes cast, the election results, the number of ballots disqualified if any, and the reasons for disqualification of ballots. The report will also present to the Board any recommendations to be considered for the next election.

2.2.4 *Schedule for Candidate Submission, Meeting with Parents at Association General Meeting*

2.2.401 The Election Committee shall establish and publish to the community a schedule for the Board Election. The schedule shall include: filing date for candidates, formal opportunity for candidates to introduce themselves to the Parent Association at the Association General Meeting held in the second semester, and the date and time of the Association General Meeting.

2.3 AUTHORITY OF THE BOARD

2.3.1 *Vested Authority of the Board*

2.3.101 The School Board is vested with the authority and responsibility for supervising The American School of Kinshasa by the Association.

2.3.102 The School Board shall have the right to exercise such powers and perform such acts as may be lawfully exercised or performed by TASOK.

2.3.103 The actions for the Board as a body, agreed in Board meetings with a quorum of members, shall be binding.

2.3.104 The Board must have at least four (4) voting members present at a meeting to constitute a quorum.

2.3.105 The opinions, convictions, and actions of the individual members of the Board have weight only as they contribute to the discussions and considerations shaping official decisions of the Board.

2.3.106 Members of the TASOK School Board recognize that its authority rests with the Board as a whole, not with individual Board members.

2.3.107 No individual Board member has any control over the school operation or its personnel. Board members will refer their questions, suggestions, and constructive criticism to the Director for appropriate consideration and action.

2.3.2 *Responsibilities of the Board*

2.3.201 The major responsibilities of the School Board include:

1. Upholding and sustaining the School's Mission and Beliefs and providing a lead in strategic thinking;
2. Developing policies that provide direction for the operation of the School and delegating appropriate authority to the Director for

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| | <p>their implementation and administration in preparing and conducting a regular review of TASOK's policies to ensure that they are consistent with the School's mission and strategic direction;</p> <ol style="list-style-type: none"> 3. Ensuring that TASOK has adequate financial support and that it has appropriate facilities to meet the educational needs of students; 4. Selecting and evaluating the Director; and 5. Assessing the overall performance of the School. |
| 2.3.202 | Board members are expected to demonstrate their commitment to the Board by regular and punctual attendance at all Board meetings as well as active participation on at least one committee of the Board. |
| 2.3.203 | Board members, at all times will strive to abide by the Board's Code of Conduct. |
| 2.3.3 | <i>Board Members' Code of Conduct</i> |
| 2.3.301 | The Board shall adopt and maintain a Code of Ethics and Conduct for all Board Members (see Appendix). |
| 2.3.302 | <p>The Board will:</p> <ol style="list-style-type: none"> 1. Focus on strategic-level decisions. 2. Support the managerial autonomy of the Director and his/her administrative team. 3. Strive for consensus – but don't be afraid to vote. 4. Make Board decisions that reflect the best interests of the whole school community and support the TASOK Mission and Beliefs. 5. Respect the confidentiality of sensitive Board information. 6. Publicly support Board decisions once confirmed by majority vote (whether you agree with them or not). 7. Support the Board President in running effective meetings. 8. Be aware that their role as a Board member is distinct from their role as a parent. 9. Deal with community input following the written process passed by written Board vote. 10. Maintain and model high ethical standards and uphold the laws of the DRC. 11. Be positive in public communications about the school. 12. Treat other Board members, the Director, and all stakeholders with respect and consideration. |
| 2.3.4 | <i>Conflict of Interest of Board Members</i> |
| 2.3.401 | In the exercise of their responsibility, all Board Members must avoid real or apparent conflicts of interest. |

- 2.3.402 All voting members of the Board must sign and submit annually a Conflict of Interest form to the Board President and the Secretary for filing, with a copy to the Director.
- 2.3.403 The Conflict of Interest form will be reviewed and updated annually by the Trustee Committee to ensure that the form has clear definitions and explanations of Conflict of Interest (see Appendix)
- 2.3.404 Any Board member that becomes aware of a conflict, must disclose this conflict to the Board President and Secretary and immediately recuse oneself from participating in the Board's discussion of, or decision on the affected issue.
- 2.3.405 Sanctions, including removal from the Board, may be applied to a Board member who does not identify a conflict of interest, or who does not recuse him/herself during deliberations about an issue when a conflict exists.
- 2.3.5 *Attorney/Legal Retainer*
- 2.3.501 The Board will employ an attorney or law firm locally as necessary to conduct school affairs. She/he shall advise the Board and the Director on all matters concerning the school's operation and host country law and regulations.

2.4 BOARD ORIENTATION

2.4.1 New Member Orientation

- 2.4.101 Orientation of newly elected Board Members shall take place before the Board Retreat and shall be conducted by the Trustee Committee and the Director. New Board Members shall be given an orientation packet of Board materials that include:
1. The Board Policy Manual, which includes the School Constitution;
 2. A list of Board Member addresses, telephone numbers and email addresses;
 3. Minutes of the previous year's meetings;
 4. Materials on good governance, including the NAIS International Trustee Handbook;
 5. Materials related to the TASOK 5 year Strategic Plan and Master Plan; and
 6. Other relevant documents.

2.4.2 *Continuing Board Member Orientation*

2.4.201 The Board shall schedule an annual Board retreat whose aim is to help Board Members develop the skills and attitudes essential for good governance.

2.4.202 The Trustee Committee will actively seek to provide training, mentoring, and support of Board Members efforts and opportunities to encourage and recognize their efforts.

2.5 BOARD MEETINGS

2.5.1 *Regular Board Meetings*

2.5.101 The School Board shall meet as soon as practicable after the first day of September.

2.5.102 Regular open meetings of the Board shall be held once monthly and at such time and place as the School Board may prescribe by resolution. The Board shall establish at the first meeting of the school year and make available an annual calendar of board meetings.

2.5.103 The Director, non-voting ex-officio members, and such other member/s of the Leadership Team, or other person invited by the Board, shall attend the regular open meetings of the School Board.

2.5.104 Special Board meetings may be held at any time upon the call of the President, or upon the call of the Secretary, pursuant to the written request of four (4) or more Board Members, at such date, time, place, and for such purpose/s indicated in the notice. For any official Board action to be taken, a quorum of four (4) voting Board Members must attend the special Board meeting.

2.5.2 *Association General Meetings*

2.5.201 As required by the Constitution, the School Board, in consultation with the Director, will hold two (2) Association General Meetings (AGM) annually.

2.5.202 The Board may, at its discretion, organize other Extraordinary Association General Board Meetings that must be publicized at least two (2) weeks in advance through the School communication channels.

2.5.203 Additional AGMs may be held in accordance with procedures outlined in the constitution.

2.5.3 *Executive Sessions*

2.5.301 Executive (closed) sessions of the Board may be held for the discussion of sensitive matters such as personnel issues and/or situations involving individual Association members of students.

2.5.302 An executive session may only be attended by the voting Board members, the Director, the US Ambassador's Representative, and any persons whom the Board has requested to appear to aid Board members to understand and engage in a meaningful discussion of the issues at hand.

2.5.303 All information related to students, staff, or parents, discussed in Executive Session shall remain strictly confidential, unless a specific dissemination has been agreed upon in the meeting.

2.5.304 The Board Secretary and Director shall keep documentation of decisions made during an executive session.

2.5.4 *Notice of Meetings. Quorum and Voting Requirements*

2.5.401 The Board will adhere to the guidelines of notice(s) of meeting, quorum and voting requirement as duly prescribed in the Constitution.

2.5.402 Notice of any meeting may be waived in writing by a majority of the Board Members for regular or special Board or Executive meetings.

2.5.403 The Board cannot negate any Constitutional requirements for AGM notices.

2.5.5 *Agenda*

2.5.501 The Board President, together with the Director and in consultation with the Secretary, shall prepare the agenda for every Board meeting.

2.5.502 Individual Board Members should inform the President or Director of items they wish to include in the agenda.

2.5.503 The Board Secretary together with the Director shall ensure that copies of the agenda and supporting materials will either be distributed at least (3) days in advance of every regular and open Board meeting, or at least one (1) day in advance of every special Board meeting.

2.5.504 All Board meeting materials shall be distributed in electronic copy. Unless otherwise agreed by the Board and Director, printing is the responsibility of each Board member.

- 2.5.505 Board action will not be taken on any item/s for which appropriate information/supporting materials was not included in the Board meeting materials.
- 2.5.6 *Minutes of Board Meetings*
- 2.5.601 Minutes of all meetings of the School Board shall be kept and carefully preserved as a record of all acts and resolutions in a secured online format with access only available to Board Members, along with hard copies kept by the Board Secretary, Director, and a copy kept in the School Office.
- 2.5.602 The Board Secretary and Director must maintain an accurate, thorough file of all approved Board Minutes, both open and executive sessions.
- 2.5.603 In June of each school year, the Secretary shall provide a copy of the minutes to the TASOK Registrar for the permanent Board records file for that school year.
- 2.5.604 The Secretary and the Director are responsible for the recording and preparation of the minutes of Board meetings. The actual minute taking may be delegated by majority Board vote to a paid minute taker. The draft of the minutes of Board meetings should be available for review by the members of the Board present during the meeting five (5) business days after the conduct of said meeting.
- 2.5.605 Minutes of all Board meetings shall be kept on file at TASOK for reading only by Members of the Association.
- 2.5.7 *Voting by Electronic Mail by the School Board*
- 2.5.701 The Board President may call a vote by email when he or she determines that the best interests of the school are served by seeking a decision of the Board before the next Board meeting.
- 2.5.702 The Board President together with the Director will send the resolution to be considered and, except in emergency circumstances, Board members shall have 2 working days to raise points of discussion followed by one working day to vote.
- 2.5.703 The resolution will be deemed to have been decided when a majority of Board members have responded by email.
- 2.5.704 The same voting requirements as defined in the Constitution apply to email voting.

- 2.5.705 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.
- 2.5.706 These procedures may also be applied to resolutions that would be considered in an executive session by the Board.
- 2.5.8 *Community Attendance at Board Meetings*
- 2.5.801 The Board conducts its meetings in open session. Association members are encouraged to attend Board meetings and express their concerns or questions to the Board at the appropriate time stated in the agenda.
- 2.5.802 Participation must be orderly and no person or group has the right to obstruct the deliberations of the Board. Issues raised by community members may become an item on the agenda of the following meeting and will normally not be added to the Agenda of the current meeting.

2.6 BOARD COMMITTEES

- 2.6.1 The Board will ensure sufficient participation and functioning of three standing committees: 1) Finance; 2) Strategic Planning; and 3) Trustees.
- 2.6.2 *Standing Committees*
- 2.6.201 All Board committees shall operate within the following parameters:
1. Members of the committees shall be determined by the Board, and the Board may select members or non-members of the Association to serve on such committees without remuneration;
 2. Non-members of the association may serve as non-voting members and provide advisory services on committees;
 3. Non-members will normally be requested to serve for no longer than one academic year. If longer service is requested the individual should be presented as a Contributing Member of the Association in accordance with the parameters of the Constitution.
 4. The Chairperson of each committee must be a Board member, except for ad hoc committees that may have a chair that is either appointed by the Board, or elected by a majority of the subject committee members, as designated by the Board at time of constitution;
 5. The objectives and parameters of ad hoc Committees shall be prescribed by a majority-recorded vote of the Board;

6. Each committee shall present electronic minutes of all its meetings to the Board;

2.6.202 The Standing Committees shall be:

Finance Committee

- a. Purpose: The Committee exercises general oversight over school finances, recommends draft annual budgets for Board approval, and develops and refines the rolling, five-year financial plan that enables the achievement of the five-year rolling strategic plan.
- b. Decision-making parameters: Committee decisions are normally submitted as recommendations to the Board for consideration and final decision.
- c. Tasks:
 - i. Recommend financial policies for approval of the Board;
 - ii. Provide guidelines for development of a five-year rolling financial plan;
 - iii. Refine and recommend adoption of five-year rolling financial plan;
 - iv. Review budget proposals prepared by the Director before their presentation to the Board;
 - v. Review financial operations monthly;
 - vi. Research options for diversifying the school's revenue base; and
 - vii. The Finance manager researches audit firms and presents the Finance Committee with 3 options. The Finance committee reviews and identifies one firm for Board approval by majority vote.
- d. Membership:
 - i. 2 or 3 Board Members (including Treasurer as chair);
 - ii. Director
 - iii. Finance Manager;
 - iv. Any Association or invited non-association member who may bring special skills/knowledge that are invited by the Board

Strategic Planning Committee

- a. Purpose: The Committee develops and maintains a rolling five-year strategic plan in connection with the five-year financial plan to achieve TASOK's mission and long-term objectives and provide sufficient input to the Finance Committee to inform the five-year financial plan that will enable the achievement of the five-year rolling strategic plan.
- b. Decision-making parameters: Committee decisions are normally submitted as recommendations to the Board for consideration and final decision.
- c. Tasks:

- i. Create, monitor, and annually update a rolling five-year strategic plan;
- ii. Provide information on required inputs to inform five-year rolling financial plan;
- iii. Communicate progress on the TASOK Mission and rolling five-year strategic plan; and
- iv. Implement recommendations for diversifying the school's revenue base.
- d. Membership:
 - i. 2 or 3 board members (Chair appointed by the Board);
 - ii. Director;
 - iii. Any Association members who may bring special skills/knowledge.

Trustee Committee

- a. Purpose: Ensures board continuity by cultivating and developing a strong pool of candidates that can stand for selection each year and that good governance practices are followed by the Board.
- b. Decision-making parameters: Committee decisions are normally submitted as recommendations to the Board for consideration and final decision.
- c. Tasks:
 - i. Periodically review the tool and process for Board evaluation;
 - ii. Facilitate Board self-evaluation;
 - iii. Develop and implement a process for identifying potential Board candidates to ensure Board continuity, to fulfill strategic priorities and to ensure diversity;
 - iv. Plan and organize orientation of new Board members;
 - v. Identify the Board's needs for education and training and design vehicles to meet those needs;
 - vi. Ensure mechanisms are in place to prevent conflicts of interest;
 - vii. Ensure policies and procedures are in place to promote good governance practices; and
 - viii. Provide guidance to the Board in sanctioning non-compliant Board members.
- d. Membership:
 - i. 1 or 2 Board members (including Secretary; Chair to be appointed by the Board)
 - ii. Director
 - iii. 1 or 2 Community members, TASOK Alumni, or Contributing Members of TASOK who may bring special skills/knowledge.

2.6.3 Board Ad Hoc Committees

2.6.301 In any given year the Board may create ad hoc committees to perform specific tasks or to fulfill goals. The Board shall appoint and dissolve such committees as necessary.

2.6.302 Such committees will normally exist for a predetermined period of time, but will follow the same guidelines as standing committees.

2.7 BOARD GOALS AND EVALUATION

2.7.1 Board Goals

2.7.101 At the beginning of the school year the Board shall set its short-term goals and objectives for the academic year and review the strategic plan.

2.7.102 These goals and status of the Strategic Management Plan shall be reported at the Association General Meeting in first semester.

2.7.103 At the AGM in second semester, the President shall report on progress made by the Board in achieving its short-term goals and objectives, and the longer term goals and objectives outlined in the rolling five-year Strategic and Financial Plans.

2.7.2 Board Self-Evaluation

2.7.201 The Board shall conduct an annual self-evaluation before the end of the school year, using an evaluation tool that has been recommended by the Trustee Committee and decided upon during the first semester.

2.8 BOARD POLICIES

2.8.1 Development of Board Policies

2.8.101 The policies of the School Board shall be prepared in such a way as to clearly outline the limits within which the operational organization, headed by the Director, may operate without Board approval.

2.8.102 Policy directives should be broad enough so as not to restrict the functioning of the operational organization in general and routine matters, but should not unduly relinquish the Board's authority.

2.8.103 Policy proposals, whether new policies or amendments to existing policy, shall be submitted to the President.

2.8.104 The President shall determine whether to refer the proposal to the Director or to any relevant Board committee for review.

- 2.8.105 The President will determine when it is appropriate for the new or revised policy to be brought forward for discussion at a Board meeting.
- 2.8.2 *Adoption of Board Policies*
- 2.8.201 Policies may be approved, rescinded, amended or revised by a majority vote of Board members present at a regular or special Board meeting at which a quorum is present.
- 2.8.202 Policies take effect upon their approval or on the date set for implementation.
- 2.8.203 Approval of each policy shall be noted in the minutes of the meeting.
- 2.8.204 Adoption of new, revised or amended policy/ies requires a two (2)-step process:
1. Presentation in writing and first reading of the proposed policy.
2. Second reading at a subsequent meeting and action for adoption.
- 2.8.205 Upon agreement of at least five (5) voting Board Members, the two-step process may be waived.
- 2.8.3 *Dissemination of the Policy Manual*
- 2.8.301 Each member of the School Board shall receive a copy of the Board Policy Manual, its corresponding appendices, and any additions, revisions or amendments thereto.
- 2.8.302 The Board Members shall return any non-public and/or non-electronic Board materials, including documents relating to the Board Policy Manual, to the School at the end of their respective terms.
- 2.8.303 The Board Secretary together with the Director shall be responsible for compiling, updating and distributing Board Policy Manuals and any additions, revisions, amendments thereto to Board members, the Director and other members of the Administration as necessary.
- 2.8.304 The Director and other administrators/supervisors, in turn, are responsible for informing the faculty, staff, and students of existing policies, guidelines and procedures.
- 2.8.305 An updated copy of the Board Policy Manual shall be available in each school library and on the school website.
- 2.8.4 *Policy Implementation*

- 2.8.401 The Director has the responsibility for carrying out policies that are established by the School Board.
- 2.8.402 As necessary and/or provided in this Policy Manual, the Director shall establish administrative guidelines and procedures to implement the Board policy in a School Operating Regulations manual.
- 2.8.403 The Director will provide copies to members of the Board for approval prior to the effective date of said guidelines/procedures.
- 2.8.404 Policies developed by the School Board, and administrative guidelines and procedures developed by the Director to implement the policy/ies must be designed to achieve an effective and efficient school system.
- 2.8.405 Administrators and supervisors, faculty and staff, as well as students, and parents, must abide by all such policies and implementing guidelines/procedures.
- 2.8.5 *Policy Voids and Authorization to Act*
- 2.8.501 In cases where the Director faces decisions that are not guided by policy, and where a policy would have been useful, the Director will have the authority to make the necessary decisions or take the necessary action, and will propose to the Board a policy to fill that gap at the next Board Meeting and will inform the Board President.
- 2.9 BOARD OVERSIGHT OF GENERAL SCHOOL MANAGEMENT**
- 2.9.1 *School Year Calendar*
- 2.9.101 The Director shall prepare a calendar including teaching days, legal holidays and holidays approved by the School Board and any other special designated periods.
- 2.9.102 The Board shall adopt the school calendar for the ensuing year no later than January of each year.
- 2.9.103 The school calendar shall fall within the minimum and maximum number of teacher workdays as stipulated in contracts with the understanding that sufficient time is available to ensure delivery of the full curricular program.
- 2.9.104 For faculty, total number of workdays shall be inclusive of teacher pre-school and in-service days, parent conference days, and student examinations and marking.
- 2.9.105 The calendar shall include a December/January recess and a March or April recess and consider official DRC and American national holidays.

The School year calendar must provide a sufficient number of instructional days to support the delivery of the curriculum, and contains no fewer than 175 days and no more than 180 days.

2.9.2 *Emergency Plans and School Closing*

2.9.201 The Board President and the Director will ensure effective communication in all emergency situations.

2.9.202 The Board President together with the Director is responsible for keeping other Board Members fully informed in a timely fashion.

2.9.203 The Director shall prepare appropriate emergency plans and thoroughly instruct students, teachers and other employees in expected behavior and responsibilities during drills or actual emergencies.

2.9.204 Emergency plans and drill plans shall be properly disseminated to all students, teachers, volunteers, and other employees.

2.9.204 The Director is empowered to close the School for one (1) or more days, delay the opening time of School, dismiss School early, hold students in School past dismissal time, or declare a – minimum day if adverse weather conditions or emergency safety considerations make it necessary.

2.9.205 In an extreme emergency or a *force majeure* situation, the School Board in consultation with the Director may close the School for whatever period is deemed necessary if the safety and security of students, faculty or staff are in jeopardy.

2.9.206 Any event that impedes the performance of normal school operations due to causes that are outside the control of the School, such as natural disasters or political unrest, that could not be evaded through the exercise of due care shall be considered a *force majeure*.

2.9.207 Board action in such circumstances shall first take into consideration the recommendation of the Director. Said recommendation will be guided through due diligence in consulting with a combination of the following:

1. Any advisory from the United States Embassy that has – ordered (not permitting or encouraging) the departure of all USG dependents and non-essential personnel from the DRC.
2. Any advisory from the U.S. Embassy that amounts to the existence of such an emergency or situation.
3. Information from other embassy and international organizations or agency sources.
4. Information from security and military organizations.

5. Information from government officials.

- 2.9.208 During an extended *force majeure* situation, the School Board retains the option to continue the School's operation on a limited basis with qualified staff members who volunteer to remain in the local community.
- 2.9.209 The School Board will make every attempt to declare whether the *force majeure* closing is temporary or permanent.
- 2.9.3 *Board Continuity in the Event of a Force Majeure or Evacuation from DRC*
- 2.9.301 A board member as part of the organization they work for is forced on ordered departure from the country due to an emergency situation. However, the school remains open and other board members remain in the country. In both situations below, a new board member would be appointed as per the board policy manual and constitution guidelines.
- 2.9.301.1 Temporary Departure – The board member is on temporary ordered leave, during that time they would conduct themselves through electronic means (through email and conference call capabilities during board meetings). During a temporary leave their child may be enrolled in an alternate school, at this time they would remain a board member until the status of the temporary departure becomes permanent. If the temporary departure remains for an extended period of time with no clear indication of when the ordered departure may expire, the board may vote to remove the member from the board following the procedures in the Board Policy Manual.
- 2.9.301.2 Permanent Departure – The board member is on ordered departure leave, and it is determined that they will not return to their post. In this scenario the board member would resign their position or the procedures outlined in the Board Policy Manual in the event that a board member's child is no longer enrolled at the school and therefore they are no longer an association member would be followed.
- 2.9.302 The school closes, with ordered departure for all faculty, board members also leave the country due to ordered departure or a decision to leave the country due to an emergency situation.
- 2.9.302.1 Temporary Departure – Board business and communication with the Director will operate via email and conference call until the temporary departure is ended and school operations continue. In this case it could be a blended situation with scenario one if not all board members return to their post.
- 2.9.302.2 Permanent Departure – In the event that the school remains closed and board members are determined to not be returning to the DRC

then TASOK Constitution and Board Policy would be followed along with the contractual obligations for the Director.

2.9.4 *Security of Students, Faculty and Staff, and Protection of School Property*

2.9.401 The School shall take the necessary measures to ensure the personal safety and security of its students, faculty and staff.

2.9.402 The Director shall advise the School Board on all security details.

2.9.403 The Director shall at all times maintain appropriate regulations regarding the maintenance and security of school property.

2.9.404 The Director shall recommend appropriate levels of insurance coverage to the Finance Committee for approval.

2.9.5 *Use of School Facilities*

2.9.501 The School endeavors to provide a safe, secure and supportive educational environment with high quality, purpose-built facilities to meet the holistic development needs of its students and the school community. As such, School facilities are primarily for the support of the instructional program, activities and athletic programs of the School and to such School-related organizations as the TASOK Parent-Teacher Committee, the School-sponsored Programs, and School Employee Groups.

2.9.502 The primary purpose of the school facilities and assets is educational. The instructional program and the activities and athletic programs shall have priority of use of facilities.

2.9.503 The primary users are TASOK students and their teachers as they engage in day-to-day learning activities that support the full curriculum. Use of School facilities by other School-related groups may be curtailed or denied at the discretion of the Director if such use encroaches on the School's programs.

2.9.504 Whenever possible, and without in any way affecting the instructional program, activities and athletic programs of the School, school grounds and facilities may be used for authorized community activities in accordance with guidelines to be developed by the Director. School facilities can be utilized by others in the broader community in accordance with the ideals and principles of TASOK subject to availability and maintenance requirements.

2.9.505 Guidelines may include appropriate fees for use.

2.10 BOARD – DIRECTOR RELATIONSHIP

2.10.1 *Director's Recruitment and Selection*

2.10.101 The School Board is responsible for the recruitment and selection of the Director.

2.10.102 The School Board shall determine the qualifications of the Director.

2.10.103 The School Board shall create and maintain the Position Description for the Director. Current Position Description is located in the Appendix.

2.10.104 All employment decisions related to the Director, including term of office, compensation and other benefits, monetary and non-monetary, contract renewal/extension and termination, shall be at the sole discretion of the School Board as guided by the best practice standards for international schools.

2.10.2 *Monitoring Director Performance*

2.10.201 The Director's job performance shall be assessed annually using the evaluation tool created by the Trustee Committee including TASOK's goals and objectives and operational performance within the boundaries established in the policies of the School Board.

2.10.202 The School Board will conduct an annual evaluation of the Director, preferably before the end of every school year.

2.10.203 The Board shall prepare a written, confidential evaluation document. The Director and the School Board shall review the evaluation documentation annually in an executive session.

2.10.3 *Director's Continuing Professional Development*

2.10.301 The School Board encourages the continuing professional education of the Director.

2.10.302 The Director may attend appropriate professional conferences, workshops or professional development opportunities, subject to prior Board approval.

2.11 DISPUTES

2.11.1 *Appeals to and Appearance Before the Board/Conflict Resolution*

2.11.101 School Board delegates to the Director responsibility for resolving conflicts that may occur within the School.

- 2.11.102 Only when all remedies within the hierarchy of the School have been exhausted should the Director bring such a conflict to the Board for resolution.
- 2.11.103 Conflicts involving the Director may be brought to the Board President or Vice President who may, in turn, refer the conflict for resolution by the Board.
- 2.11.2 *Procedures*
- 2.11.201 This policy and procedures shall serve as a guideline in handling complaints from Association Members on the subject matter of the conduct of another Member.
- 2.11.202 Procedures for handling operational grievances will be clearly documented in the School Operating Regulations developed by the Director.
- 2.12.203 School grievance procedures will be implemented in a timely and transparent manner.
- 2.11.204 Complaints or suggestions about school matters coming to Board members from any source shall first be referred to the Director for his/her information and appropriate follow-up.
- 2.11.205 A Board Member who is the recipient of complaints/suggestions from individuals or groups should respond in a manner that is respectful to the correspondent while maintaining appropriate objectivity.
- 2.11.206 A Board Member should listen attentively, refrain from assurances of personal support/resolution, and direct the correspondent to the appropriate member of the Administration.
- 2.11.207 If the Board Member believes the matter should be brought to the attention of the Director/Board for consideration, request the individual to adhere to identified procedures.
- 2.11.208 The Board encourages all grievances to be discussed and resolved at the level closest to the alleged problem.
- 2.11.209 Requests for the Board to hear grievances should only be made after all other School channels have been exhausted.
- 2.11.3 *Receipt of Complaints*

- 2.11.301 The Board requires that the Director regulate procedures for dealing with grievances from faculty, parents, and/or students in an equitable and transparent manner.
- 2.11.302 The Director is responsible for seeing that proper action is taken for each complaint received concerning the School.
- 2.11.4 *Board Engagement*
- 2.11.401 The Board will only consider grievances dealing with the Board's scope of responsibility as described in Section 1 and 2 of this Manual or in exceptional cases where there is reasonable doubt as to whether or not:
1. The Director has complied with Board policies or fulfilled her/his operational responsibilities as defined in the School Operating Regulations; or
 2. There has been a breach of the School Constitution or Board Operating Regulations for decision-making.
- 2.11.5 *Board Grievance Procedures*
- 2.11.501 Requests must be made in writing (email or letter is acceptable) to the President of the Board with:
1. A clear and concise statement of the nature of the complaint;
 2. A clear and concise statement of measures taken to resolve the issue prior to bringing the grievance to the Board;
 3. The basis for bringing the complaint to the Board;
 4. The remedy being sought, and
 5. Name of complainant and date of submission.
- 2.11.502 The Board President must acknowledge receipt of the written grievance within five (5) working days of receiving the grievance.
- 2.11.503 The Board President must decide within seven (7) working days if the grievance falls within section 2.11.4 and should be reviewed by the Board.
- A. If the Board should hear the complaint, the issue should be included for discussion at the next scheduled Board meeting, unless the Board President decides that it would be in the School's best interest to consider the grievance at an earlier extraordinary Board meeting.
 1. The Board President may decide to seek expert advice on the merits of the case.
 2. The Board President will ensure that Board members are provided with the necessary briefing materials on the nature of the grievance to be considered.
 - B. If the Board President decides that the grievance should not be considered by the Board, the reasons for that decision should be

documented and given to the complainant, the Director, and the other members of the Board.

- 2.11.504 The Board will consider all grievances referred to them by the Board President in a closed session and will inform the parties about the reason for the decision.
1. Board members shall maintain strict confidentiality over details of grievance matters referred to them.
 2. The focus of discussions by the Board should be limited to whether the School Constitution, the School Policy Manual, and/or the School Operating Regulations were followed.
 3. The Board does not consider or decide on the merits of operational decisions.
 4. The complainant will have an opportunity to make a brief presentation to the Board regarding the nature of the complaint.
 5. The complainant may bring a colleague, a fellow parent, or fellow student for support when presenting the case to the Board.
 6. The Director will have the opportunity to make a brief response to the grievance.
 7. The Board will make a final decision on grievances within a reasonable time depending on the circumstances and needs of the School. Should the Board decide additional time is required the reasons for such delays should be conveyed in writing to the complainant.
 8. The Board may seek assistance of the General Counsel of the School before making a final determination on the submitted grievance.
- 2.11.504 The Board President shall notify the complainant in writing of the Board decision.
- 2.11.6 *Resolution of the Complaint*
- 2.11.601 The Board is the final arbiter within the School and the decision made by the Board is final.
- 2.11.602 Formal records shall be kept of all communications and decisions relating to all grievance matters and these shall be circulated to all Board members without delay.
- 2.11.603 All decisions and information related to the grievance fall under confidentiality and Board Members and individuals must keep proceedings and decisions in strict confidentiality.

2.12 REMOVAL OF A BOARD MEMBER

2.12.1 *Removal of a Board Member by the Association*

2.12.101 Prior to the expiration of the terms of their office, elected Board members may be removed from the Board by a two-thirds vote of Association members at a General or Extraordinary Meeting.

2.12.102 The Association members, by a two-thirds vote, may also petition the US Ambassador to remove an appointed member or the Ambassador may remove an appointee at his/her discretion. However, the decision to remove an appointed member is at the discretion of the Ambassador.

2.12.2 *Removal of a Board Member by the Board*

2.12.201 Prior to the expiration of the terms of their office, elected Board members may be removed from the Board by an affirmative vote of a majority plus one of voting board members.

2.12.202 The option to remove a Board Member by the Board should only be used in cases of serious infractions of board policy, conflicts of interest, malfeasance, extremely disruptive behavior, breaching of confidentiality, or other issue that can damage the reputation of the school or undermine the authority of the Board.

2.12.203 In the event of an issue mentioned in 2.12.202, the Board Member should first be counseled and be requested to resign before the formal removal process is initiated by the Board President, or if the member in question is the President, by the Board Vice President.

SECTION 3 GOVERNANCE, PERSONNEL, & STRATEGIC PLANNING

3.1 LINES OF RESPONSIBILITY

3.1.1 *School Governance and Administration*

- 3.1.1.101 The School Board is elected by the Association.
- 3.1.1.102 The School Board is vested with the authority and responsibility for supervising and operating The American School of Kinshasa by the Association.
- 3.1.1.103 The School Board establishes the policies governing the School.
- 3.1.1.104 The Board adheres to international school governance best practices as defined in the International Trustees Handbook and endorsed by respected international and US organizations, including the Association of International School Heads (AISH), the Association for the Advancement of International Education (AAIE), and our accrediting agency, the Middle States Association of Colleges and Schools (MSA).
- 3.1.1.105 The Director recommends policies to the Board and implements the Board's policy decisions.
- 3.1.1.106 The Director is responsible for maintaining the School Operating Regulations and ensures the implementation of said regulations.
- 3.1.1.107 The Director submits an organizational diagram for annual approval to the Board.
- 3.1.1.108 The Director reports directly to the School Board.
- 3.1.1.109 All TASOK employees are managed under the oversight of the Director as delineated in the School Organizational Chart which establishes clear reporting relationships and responsibilities.
- 3.1.1.110 Staff members resolve disputes within the hierarchy outlined in the organizational diagram, escalating to the next highest level as required.

3.2 DELEGATION OF AUTHORITY

3.2.1 *Board Delegation to Director*

3.2.1.101 The Board delegates to the Director, with the assistance of staff, the task of writing and disseminating the rules and regulations governing the School.

3.2.2 *Director Absence*

3.2.2.101 In the event of a scheduled absence of the Director, he or she will designate a Principal or other delegate to act on his/her behalf.

3.2.2.102 Exceptions:

1. In the event that the scheduled absence of the Director coincides with the scheduled absence of the Principal, the Director will designate an individual to act on his/her behalf, and inform the Board and staff of this delegation of authority.
2. Should the Principal depart during an unscheduled absence of the Director, the Board will delegate authority.

3.3 PERSONNEL

3.3.1 *Equal Opportunity*

3.3.1.101 The School recruits, develops and retains well-qualified and talented professionals and staff to fulfill the School's Mission and Beliefs and to promote the Learner Profile with an aim for diversity of background and gender balance.

3.3.1.102 TASOK provides equal employment opportunities and does not discriminate on the basis of age, race, sex, religion, sexual orientation, or national origin in its human resource management.

3.3.1.103 The Board and Director maintain and promote non-discrimination in all aspects of recruitment and employment of individuals.

3.3.2 *Responsibility of Personnel Decisions*

3.3.2.101 The recruitment, hiring and supervision of the Director is the responsibility of the Board as a whole.

3.3.2.102 New or additional positions will require the Board's approval based on the recommendation of the Director.

3.3.2.103 All decisions about the recruitment, hiring, re-assignment, supervision and contract-renewal/termination, and evaluation of individual employees are the responsibility of the Director.

3.3.3 *Compensation*

- 3.3.3.101 Compensation packages at TASOK will be designed to ensure that the school can attract and retain appropriately qualified and talented staff in all positions, suitable to fulfilling the TASOK Mission and Beliefs, to support the Learner Profile, and to accomplish its Strategic Plan.
- 3.3.3.102 Dependents of local and foreign hired faculty and eligible senior administration of TASOK will be provided tuition waivers for up to 2 school age children per single employee, and up to 3 school age children where both parents have a contract with TASOK.
- 3.3.3.103 TASOK foreign hired employees and authorized accompanying dependents will be entitled to round trip economic tickets every summer to their home of record if the employee is returning for another year of employment at TASOK. Single teachers are eligible for up to 2 authorized dependent flights, and up to 3 flights when both parents have a contract with TASOK.
- 3.3.3.104 TASOK pays for medical insurance for up to 2 employee's children (legal custody or adopted) who are included as authorized dependents on TASOK contract, and up to 3 children if both parents have a contract with TASOK.
- 3.3.3.105 Compensation benefit limits in Policy sections 3.3.102, 3.3.103, and 3.3.104 are at the discretion of the Director to ensure recruitment and retention of qualified and talented staff as aligned with Policy section 3.3.3.101.
- 3.3.4 *Personnel Records*
- 3.3.4.101 The school will have systems for maintaining and up-dating personnel records in a safe and secure location, to ensure that records are accurate and easily accessible by administrators, and that payroll data is up-to-date.
- 3.3.4.102 The contents of any employee's personnel file are to remain strictly confidential, on a need-to-know basis.
- 3.3.4.103 Prior to hiring and as otherwise recommended by international best practice, the School will perform reference checks and criminal clearances aligned with child protection guidelines for all employees.
- 3.4 SCHOOL POLICY AND REGULATIONS**
- 3.4.1 *School Policy*
- 3.4.1.101 Through the TASOK Policy Manual the Board develops and adopts: (i) policies for the School, (ii) policies and procedures for its own

operations and activities, and (iii) ensures that these are applied consistently to provide clarity to TASOK operations.

3.4.1.102 School policies are directives adopted by the Board on the purpose, direction, or limitation which flow from the Constitution and serve as parameters within which the School operates that enable the School to achieve its Mission.

3.4.1.103 School policies guide the School administration and other stakeholders as to the Board's official intent or position on a given issue.

3.4.1.104 The operation of any section or sections of the TASOK Policy Manual may be temporarily suspended by an affirmative vote of majority of Board members so long as the suspension does not contradict the Constitution.

3.4.1.105 School policies must be provided in writing in the TASOK Policy Manual.

3.4.2 *School Operating Regulations*

3.4.2.101 The Director ensures that written School Operating Regulations (SOR) detailing how School policies are implemented are current.

3.4.2.102 The Board ensures that the TASOK Policy Manual remains current.

3.4.2.103 The TASOK Constitution, the Policy Manual, and School Operating Regulations must be readily accessible by students, staff, and parents.

3.5 **SCHOOL POLICIES**

3.5.1 *Use of Technology*

3.5.1.101 All use of technology by students, administrators, faculty, staff members, and parents must be in support of and consistent with the purposes of the school and must be in compliance with the school's Acceptable Use Policy.

3.5.1.102 All use of technology must have proper authorization and must adhere to the Acceptable Use Policy developed by the IT Director and approved by the Director for inclusion in the School Operating Regulations.

3.5.2 *Student Information and Social Media*

3.5.2.101 TASOK utilizes a number of online platforms for communicating information to members of the community and to the outside world.

These include the TASOK website, official social media platforms and teacher blogs.

- 3.5.2.102 To ensure the safety and security of student information, guidelines will be established for members of the TASOK community to follow when sharing media (pictures and videos) online that have images of students, reference to students and/or student work. This will include exclusion of full student names and a method for seeking permission by parents to share student images and work on TASOK approved online platforms.

3.5.3 *Alcohol, Tobacco/Cigarette and Drug-Free School*

- 3.5.3.101 The Board mandates that the School facilities and grounds shall be free of alcohol, tobacco and illegal drugs. The possession, consumption or sale of alcoholic beverages and illegal drugs is prohibited on the School campus. This policy applies to all activities including those sponsored by the community and/or organizations that may use School facilities or grounds.

- 3.5.3.102 The School maintains a smoking-free environment. However, campus residents may smoke in the privacy of their residences.

- 3.5.3.103 For special activities intended for adults only, at the discretion of the Director, alcoholic beverages may be served to adults at social events held on the campus outside the School day, such as the Annual Gala and various alumni events.

3.5.4 *Student Dress Code*

- 3.5.4.101 A Dress Code is set according to the School Operating Regulations.

3.5.5 *Child Protection, Bullying, and Harassment*

- 3.5.5.101 The Board expects all staff employed at TASOK to act in the best interest of the child and adhere to the TASOK Child Protection Policy (see Appendix).

- 3.5.5.102 The Board expects students to conduct themselves in a manner in keeping with their levels of development, maturity, and demonstrated capabilities with a proper regard for the rights and welfare of other students, school staff, and contractors.

- 3.5.5.103 The Director and Principals shall prepare a student code of conduct and include it in the handbook that ensure that students, teachers and other employees understand expected behavior and responsibilities.

3.5.6 *Privacy Policy*

3.5.6.101 The Board is responsible for ensuring that the School protects the privacy of confidential records and documents in accordance with DRC law and jurisprudence.

3.5.7 *Environment*

3.5.7.101 The School wherever possible, reduces the negative impact of its facilities and activities on the environment, and actively promotes the culture of environmental responsibility.

3.5.8 *School Vehicles*

3.5.8.101 The Director ensures that the School Operating Regulations specify vehicle use by employees.

3.5.8.102 All school owned vehicles will be maintained and inspected for safety on a regular basis.

3.5.9 *Food Service Program*

3.5.9.101 The School will provide a food service program for students and staff commensurate with facilities available on campus.

3.5.9.102 The Food Service program falls under the Director and shall be included in the School Operating Regulations.

3.5.10 *Campus Residences*

3.5.10.101 The Board and the Director ensure that the campus residences are maintained and adhere to health and safety standards.

3.5.10.102 Campus residences fall outside the parameters of section 3.5.2 on alcohol and tobacco policies. The consumption of alcohol and tobacco within campus residences is allowed by adults and legal age guests within their residences.

3.6 STRATEGIC PLANNING AND OVERSIGHT

3.6.1 *Strategic Plan*

3.6.1.101 The Board and Director ensure that there is a five-year Strategic Plan with goals and objectives that are linked to the achievement of the Mission and Beliefs of the School.

- 3.6.1.102 The Strategic Plan must include a monitoring framework and the Board will conduct an annual review of the Strategic Plan to ensure that it remains relevant, assess progress towards meeting the objectives, determine any adjustments required, and provide updates to maintain a five-year strategic planning cycle.
- 3.6.1.103 The Strategic Plan guides the Director in the development of detailed annual action plans for Board approval, which outlines actions to be undertaken to further the goals and objectives identified in the Strategic Plan.
- 3.6.2 *Strategic Plan Oversight*
- 3.6.2.101 The Board and the Director will work with faculty, staff, parents, and students as appropriate and relevant to implement the annual action plans and to inform decisions about the development and annual update of the Strategic Plan.
- 3.6.2.102 The Strategic Plan, annual action plan and targets will be presented by the Board during the AGM and the implementation of annual targets and objectives will form part of the Director and Board's annual evaluation process.

SECTION 4 BUSINESS AND FINANCE

4.1 BOARD OVERSIGHT

- 4.1.1 The Board through oversight ensures that the School maintains a strong financial position to establish financial stability and the means for future growth while also mitigating financial risks.
- 4.1.2 The Board shall appoint a Finance Committee. The Treasurer shall serve as the Chair.
- 4.1.3 The Director, in cooperation with the Finance Manager, shall be responsible for implementation of the Board-approved annual budget including oversight of all day to day financial operations.
- 4.1.4 The Board ensures by oversight that the school accounts are annually audited by an internationally recognized auditing firm and that the auditor is changed every three (3) years. The Board will receive and approve by vote the annual auditor's report.
- 4.1.5 Through oversight, the Board monitors the processes of the TASOK Foundation. The Board Treasurer is responsible for monthly written reports on TASOK School and TASOK Foundation finances. The Board Treasurer presents a financial report to the TASOK Association at the two (2) regular Association General Meetings (AGM).
- 4.1.6 Through oversight the Board makes certain that the School, namely the Director and the Finance Manager, prepare written School Operating Regulations on procurement and other financial decisions and issues, with appropriate checks and balances, in line with international best practices. All Board members will be familiar with School Operating Regulations and endorse them as a body by vote.
- 4.1.7 Board approval is needed for all financial decisions above thresholds established in writing by the Board and included in the School Operating Regulations compiled by the Director and Finance Manager.
- 4.1.8 The Director and the Finance Manager are authorized to make expenditures and commitments on behalf of the school, in accordance with the approved budget. The Director and the Finance Manager are

also authorized to expend funds and make commitments approved by special Board action but not included in the Budget.

4.1.9 The Treasurer will be required to sign all disbursement requests whether purchase, reimbursement, payroll, and fund transfer equal to or over \$10,000 for local and international transactions. In the absence of the Treasurer, the Board President shall fulfill this function.

4.1.10 The Board instructs the Director and Finance Manager, that they must submit any financial decision or information to the Board that they deem necessary in the best interests of the School and in the interest of transparency.

4.2 BOARD FINANCIAL PLANNING

4.2.1 The Board shall approve a multi-year financial plan, which includes the next year budget including projected enrollment, tuition and fees, staffing requirements, salaries and benefits, capital expenditures and reserves;

1. This multi-year plan and the annual budget will be reviewed regularly by the Finance Committee and with appropriate updates to the Board.

2. Variations to the budget for the upcoming year must be reported to the Board at the September Board Meeting of that year by the Director and authorized by vote of the Board as soon as practicable.

3. The staff will be informed of any changes in salaries and benefits as soon as possible.

4. Parents/Guardians and companies will be informed of tuition rates for subsequent year in a timely manner.

4.2.2 Format of the annual budget will comply with requirements demanded by GRASP, the annual educational grant from the US State Department Office of Overseas Schools.

4.2.3 The Board shall determine the types and amounts of reserves to be established and distributed at the end of each year, in compliance with the multi-year plan.

4.2.4 Any change in the currency deemed appropriate for TASOK tuitions and fees must be formally approved by vote of the Board.

4.3 AUTHORIZED SIGNATORIES

4.3.1 Bank accounts withdrawals may be authorized any two (2) by the following TASOK School Board members and administrators:

- 1) The President
- 2) The Treasurer
- 3) The Director

4) The Finance Manager

4.3.2 Two signatures of authorized persons shall be necessary for all funds drawn on bank accounts and cash disbursements for amounts equal to and above USD \$10,000. One signature should be the Treasurer, in absence of the Treasurer, the President should be one of the signatures.

4.3.3 Only one signature of an authorized person shall be necessary for deposits.

4.4 ADVANCEMENT

4.4.1 Fund raising, grant applications and other methods of advancement to diversify TASOK's revenue base are a Board-led, School-managed effort. All major advancement efforts or campaigns require Board approval by vote before any implementation begins. This includes the acceptance of donations exceeding \$10,000, but does not include small fund raising efforts by student clubs and sports teams. All other initiatives, including Parent-Teacher Committee efforts, must be approved by the Board. The implementation of the effort is primarily the responsibility of School personnel under the oversight of the Director.

4.4.2 The School may generate additional revenue through fundraising programs in order to advance the School's Mission and Beliefs.

4.4.3 The Board reserves the right to decline or return a donation or to revoke "naming rights" from a donor if association with that donor would damage the reputation of the School.

4.4.4 Donations/Gifts to third parties including but not limited to other schools, charities etc. exceeding \$1,000 shall be authorized by the Board. The Board reserves the right to decline or reject a request for donation if association with the beneficiary might damage the reputation of the School.

4.4.5 The Board directs that all advertising, solicitation, fundraising & donation efforts must be in compliance with the School's Mission and Beliefs.

4.4.6 All fundraising efforts that will be conducted for the School or for school-related purposes require the approval of the Director or the Board prior to the activity.

4.4.7 With respect to fundraising the Board's approval is required for:
1. Sponsorships or donations above thresholds specified in the Policy Manual,

- 2. Sponsorship or donations likely to impact on the image and reputation of the School,
 - 3. Naming rights associated with donations or sponsorships.
- 4.4.8 *Endorsement of Outside Businesses and Products*
- 4.4.8.101 TASOK does not promote businesses, products, or services in its official written or verbal communications.
- 4.4.8.102 The School may, so long as the products or services offered are consistent with the TASOK mission and beliefs:
- 1. Announce events held by local businesses or organizations that are of interest to or may benefit the TASOK community;
 - 2. Display the logo or signage of a business or organization that makes a donation to the school or sponsors a school event; and
 - 3. Include paid advertisements in School publications.
- 4.4.9 *Gift Acceptance*
- 4.4.9.101 TASOK may accept gifts to support the School when the purpose of such gifts is consistent with the School's mission and beliefs.
- 4.4.9.102 The Board and Director are responsible for maintaining the Schools integrity, independence, and academic freedom and will not accept gifts that are overly restrictive in purpose, that conflict with stated goals, or that might create a perception not in keeping with the TASOK mission.
- 4.4.10 *Naming*
- 4.4.10.101 TASOK may name physical and/or academic entities to recognize philanthropic support or to honor eminent persons or personal contributions to the School.
- 4.4.10.102 Buildings, entities, or programs so named must be congruent with the mission and beliefs of TASOK.
- 4.4.10.103 Each naming opportunity must be approved by the School Board.
- 4.4.11 *Parent Teacher Committee (PTC) Fundraising and Advancement*
- 4.4.11.101 The TASOK Parent Teacher Committee (PTC) is a volunteer service organization that supports the school community through social and educational activities
- 4.4.11.102 Fundraising activities organized by the PTC are implemented in conjunction with the Board and the Director.

- 4.4.11.103 The Board can approve an annual Advancement plan, which includes PTC fundraising events that support the PTC budget. These major events, up to three per year, are intended to be of a scale sufficient to support the PTC school year budget.
- 4.4.12 *Student Fundraising*
- 4.4.12.101 Fundraising events or activities, sales, or promotions beyond classroom activities must be approved by the appropriate school Principal and communicated to the Director before moving forward, and should be kept to a minimum as to not disrupt or interfere with student learning.
- 4.4.12.102 All student fundraising activities that are of school-wide scope and reach beyond class projects or that involve the solicitation of sponsorships or corporate donations must be approved by the Board and the Director in collaboration with appropriate division Principal.
- 4.5 *Liability Insurance*
- 4.5.1 The School will provide insurance coverage for Fidelity Guarantee and Directors Officers Liability for specific Board officers and employees who have decision making authority on behalf of the School and who handle substantial amounts of cash.
- 4.5.2 The Director will propose for Board approval the relevant officers and employees that fall under this policy.

SECTION 5 EDUCATION

5.1 CONSTITUTIONAL FOUNDATION FOR STUDENT EDUCATION AT TASOK

- 5.1.1 According to the Constitution of The American School Association of Kinshasa, it is the object of the school to “provide primary and secondary instruction in the English language and to offer a curriculum approximating that of a representative American Public School, in such a manner as to enable its students to enter or re-enter school in the United States without disadvantage.” The Constitution also charges the school to foster an approach to education, which will enable its students to take full advantage of the opportunities arising from the school’s location while offering members of all cultures represented in the school the highest quality standards of international and American education.

5.2 STUDENTS

- 5.2.1 Student’s interests and needs are prioritized and the rights of individual students and the student community are recognized and promoted.
- 5.2.2 Students are expected to behave in a manner that represents the Mission and Beliefs of the School and students should serve as models for others at TASOK, in the host country, and internationally.
- 5.2.3 Student behavior is guided by a student code of conduct that sets out roles, rights and responsibilities, accountability and consequences and defines expectations for behavior.

5.3 STUDENT LEARNING ENVIRONMENT

- 5.3.1 The Director shall maintain a school climate conducive to learning and characterized by support and encouragement of high achievement.
- 5.3.2 The Director shall ensure that there is minimal interruption to the instructional time provided for students during school days.
- 5.3.3 The Director shall ensure that the behavior, actions and attitude of administrators, faculty, and staff offer maximum support of the academic performance and social development of students.

5.4 ADMISSIONS POLICY

- 5.4.1 The total enrollment of the School and class size limits are approved by a majority vote of the Board.
- 5.4.2 The School does not discriminate on the basis of race, sex, religion, political or other opinion, in its admission practices.

- 5.4.3 The School admits, according to available resources, students whose learning needs can be effectively supported by current resources of the School.
- 5.4.4 The School reserves the right to retain or advance a student grade level on the recommendation of faculty and with written approval of the Director.
- 5.4.5 The admissions process, including screening and testing, will be the responsibility through oversight of the Director. The admissions process will be published and made known to the Board and to the public.
- 5.4.6 The School gives admissions priority to students based on prioritization as follows:
1. Dependents of direct hire employees of the official US Mission in Kinshasa
 2. Dependents of local and foreign hired faculty of TASOK as per policy section 3.3.3.102
 3. Dependents of TASOK alumni and of siblings already enrolled
 4. All other qualified candidates

5.5 CURRICULUM AND INSTRUCTION

- 5.5.1 The curriculum is aligned with the School's Mission and Belief Statements.
- 5.5.2 The curriculum must be designed to achieve the School Mission. Consideration should be given to ensuring it provides an engaging, challenging academic program, which is coherently articulated and published for all grades with appropriate assessments and benchmarks attached. Curriculum and instruction should also be designed to prepare successful students for transition into tertiary education both in the United States and in other nations throughout the world.
- 5.5.3 The school provides a co-curricular program of arts, athletics, service, and student government that encourages students to extend themselves beyond the academic curriculum.
- 5.5.4 Expectations for student behavior and student performance are clearly articulated in annual handbook publications by each division of the school: elementary, middle, and high school. These publications are made easily accessible to the entire community.
- 5.5.5 Curriculum is continually examined and revised as needed to reflect advances in learning theories, methodologies and technologies. The

Director reports regularly to the Board to inform them of such revisions. All TASOK curriculum is written with a standardized template and recorded in a manner easily accessible to faculty, administration, and other relevant parties. Curriculum is continuous year to year and filed electronically.

- 5.5.6 The school provides a transparent, effective assessment policy and reporting system to parents to keep them informed at regular and appropriate intervals of their children's progress in learning at TASOK through the curriculum and instruction provided by the school.
- 5.5.7 The School maintains an effective system of external assessments in all three school divisions (elementary, middle, and high school) in order to measure TASOK student performance in relation to student performance in other accredited international schools. Results are shared with the parents and reported to the Board through the Director.
- 5.5.8 Graduation requirements for high school are widely published and carefully enforced. The Director is responsible through oversight for appropriate graduation requirements.
- 5.5.9 The School offers English as an Additional Language (EAL) program for students needing support in English acquisition as they enter TASOK. English language screening is specifically incorporated into the admissions process. Student entrance and exit from EAL is controlled through an external testing system administered by EAL faculty and overseen by the Director.
- 5.5.10 The School provides a full college and university counseling program for students.
- 5.5.11 The School is committed to being an IB World School at all levels with the necessary allocation of resources to implement the programs.

5.6 STUDENT RECORDS

- 5.6.1 The School shall employ an official registrar charged with creating and accurately maintaining all student records. The registrar will be supervised directly by the Director.
- 5.6.2 The Director is responsible for decisions regarding the format and the methods of storage for student records. The Director must keep the Board informed of all such decisions. Implementation is the responsibility of the Registrar.

- 5.6.3 TASOK will maintain and store complete student records for a maximum of 7 years. Student high school transcripts will be stored permanently.
- 5.6.4 All students departing permanently from TASOK are entitled to an official school leaving packet compiled and delivered by the Registrar.

5.7 STUDENT SAFETY AND PROTECTION

- 5.7.1 TASOK shall publish policies and procedures for issues such as Sexual Harassment, Bullying, Child Protection, and Alcohol, Drugs, and Tobacco (See Appendix).

SECTION 6 EXTERNAL RELATIONS

6.1 HOST GOVERNMENT RELATIONS

- 6.1.1 *TASOK Relationship to the Democratic Republic of Congo Government*
 - 6.1.101 TASOK will maintain positive relations with the Democratic Republic of Congo government.
 - 6.1.102 The School Board will try to maintain and develop the excellent relations that have existed since the creation of the school between TASOK and the Democratic Republic of Congo Government and its agencies.
 - 6.1.103 The Government of the Democratic Republic of Congo exercises no direct control over the educational policy and curriculum of TAOSK.
 - 6.1.104 It is the policy of the Board to foster positive relationships with educational authorities in the Democratic Republic of Congo in order to ensure that the students of TASOK will benefit as much as possible from the educational and cultural resources of the community they live in.
 - 6.1.105 Insofar as TASOK is subject to them, the requirements of Democratic Republic of Congo laws – especially with regard to the employment of locally hired personnel – will be observed, and employees will be reminded that they are responsible for respecting the laws and customs of our host country.
- 6.1.2 *Host Government Engagement*
 - 6.1.201 No school personnel shall conduct official school business with local government officials unless specifically authorized to do so by the Director.

6.1.202 Representational duties and other cordialities are conducted by the Director as official head of TASOK.

6.1.203 The Director may delegate specific representational tasks to TASOK staff or Board members as appropriate.

6.2 U.S. OFFICE OF OVERSEAS SCHOOLS

6.2.101 TASOK will maintain positive relations with the Office of Overseas Schools (A/OS) of the U.S. State Department.

6.2.102 The Director is authorized by the Board to apply for assistance directly from the A/OS in the form of grant, consultants or other services.

6.3 ACCREDITATION

6.3.101 TASOK views formal accreditation by external agencies as a means of assuring that the school meets US and international quality standards.

6.3.102 TASOK seeks on-going accreditation by appropriate and rigorous accrediting institutions, including without limitation the Middle States Association of Schools and Colleges (MSA) in the U.S., The Council of International Schools (CIS), and the International Baccalaureate Organization (IBO) to offer an official IB curriculum leading to the awarding in the IB Diploma by the IBO to TASOK students who qualify.

6.3.103 The Board also recognizes that the goal of the school is continuous improvement. Therefore, the Board will regularly review and assess the appropriateness of the agencies by which it is accredited.

6.3.104 TASOK will maintain positive and proactive relations with its accreditation agencies, primarily through the Director

6.4 OTHER ORGANIZATIONS AND ASSOCIATIONS

6.4.101 TASOK will remain a member in good standing of the Association of International Schools in Africa (AISA) and strive to provide a leadership role in the organization.

6.4.102 TASOK may become a formal member of other educational associations and organizations as deemed appropriate and beneficial by the Director.

6.5 SCHOOL TO SCHOOL PARTNERSHIPS

- 6.5.101 The Director is authorized to establish and maintain school-to-school partnerships with international and/or local schools for the purpose of mutual advantage.

6.6 SCHOOL-COMMUNITY RELATIONS

6.6.1 School-Community Relations Goals

- 6.6.101 The School Board shall conduct itself in a manner that is transparent and straightforward and shall seek to develop positive relations with the parents and the general community.
- 6.6.102 Active parent and community participation in TASOK affairs is encouraged to sustain the high level of excellence that students of the School deserve.
- 6.6.103 The School Board shall promote and practice honest, respectful and open communication between the School and the wider community.
- 6.6.104 TASOK is one of the cohesive factors in the lives of families in an international community and the School considers it an important priority to keep the TASOK community informed about its services, accomplishments, needs, and goals.
- 6.6.105 In pursuing this informational goal, the Board endorses active, open communication from the School to parents and the TASOK community at large and will seek to contribute to the community as well, making use of community talent and resources in the School's governance and programs.
- 6.6.106 The school and its students should contribute as much as is feasible to the community through special programs and exchanges.

6.6.2 School-Community Media

- 6.6.201 TASOK maintains a web site and publishes a variety of digital and printed documents that offer information to community members and the general public about the School.
- 6.6.202 The Board President, and the Director, and/or the Director's designated appointee are the only persons authorized to speak or to release information on behalf of the School to the public and the media.
- 6.6.203 The Board mandates that neither faculty nor staff shall grant any interview or provide any material to the news media regarding the School, its students or programs without the written consent of the Director.

- 6.6.204 The Board mandates that parents and students consult with the Director before responding to inquiries from the media concerning the School.
- 6.6.3 *Release of Information*
- 6.6.301 Information distributed by any TASOK group to the general public should be accurate and properly reflective of the School.
- 6.6.302 Prior release, information should be vetted and approved by the Director or an appropriate representative of the TASOK administration, as designated.
- 6.6.4 *Use of School Logo*
- 6.6.401 The use of the TASOK logo, by itself or in conjunction with logos of other organizations should be:
1. In accordance with specifications established by the school,
 2. Consistent with the mission and beliefs of TASOK,
 3. Authorized by the Director or designee.
- 6.6.5 *Spokesperson for the School*
- 6.6.501 The School Board President, the Director and/or the Director's designated appointee are the only persons authorized to speak or to release information on behalf of TASOK to the public and the media.
- 6.6.6 *Parental Involvement in Decision Making*
- 6.6.601 The School Board encourages and promotes parental involvement in advisory committees and similar groups.
- 6.6.602 The Board encourages parents with special interests, training, experience, or skills to contribute these talents to the School. The Board may ask these parents to serve as intellectual resources or advisors.
- 6.6.603 The School Board carefully weighs all parental inputs, which are evaluated with respect to TASOK's Mission Statement sound educational policy, and concern for the entire TASOK community.
- 6.6.7 *Community Involvement in Decision Making*
- 6.6.701 Community members who are especially qualified because of training, experience, or personal characteristics shall be encouraged to take an active part in school affairs.

- 6.6.702 Such persons, when not connected to the school as Board Members or employees, may be invited to advise and assist, individually or in groups.
- 6.6.703 Community members may serve on Board committees. The Board, in consultation with the Director, may invite community assistance in specific areas.
- 6.6.704 The Board and staff shall give substantial weight to the advice it receives from individuals and community groups interested in the School, especially those individuals and groups invited or created to advise them regarding selected problems.
- 6.6.705 The Board or administration will respond to such feedback in a timely fashion. However, the Board and administration shall use their own best judgment in arriving at decisions.
- 6.6.8 *Community Resources*
- 6.6.801 The School encourages interaction with the international community in Kinshasa.
- 6.6.802 TASOK seeks to establish well-defined partnerships with Congolese institutions, social service organizations, and the corporate community.
- 6.6.803 Faculty and administrators are encouraged to make use of community resources to enhance learning opportunities that are consistent with the mission and beliefs of the School.
- 6.6.804 Within the same parameters the School encourages faculty and staff to support community activities.
- 6.6.805 At the discretion of the Director, school facilities and other resources may be made available to support such community activities.
- 6.6.9 *Community Activities Involving Staff*
- 6.6.901 School personnel are encouraged to participate in community activities so long as those responsibilities do not interfere with their regular school duties.
- 6.6.902 School personnel have the right to participate in political activities appropriate to their nationality and/or individual beliefs so long as they ensure the School is not associated with any personal political activity.

1. A Board Member understands and supports TASOK's Beliefs and Mission Statement.
2. A Board Member is familiar with and is guided by the Constitution of the School, the Board Policy Manual, and this Code of Conduct.
3. A Board Member commits to regular and punctual attendance at meetings of members of the School Board and to carry out the responsibilities of Officer or Committee Chairperson/Member, as required.
4. A Board Member does not act as representative of a particular constituency, pressure group or nationality, but represents and promotes, to the greatest extent possible the best interests of each member of the School's multinational student body. Notwithstanding this, the Missionary Community and US Government Community Representative Members shall communicate and coordinate with their respective communities as necessary and appropriate.
5. A Board Member participates in the democratic process of decision making within the Board – taking the time to become familiar with the facts surrounding issues for discussion – and accepts and supports Board decisions resulting from that process. A Board Member who concludes that he/she cannot comfortably support a Board decision reached through democratic process will choose the option of resigning rather than creating confusion and apprehension in the community by publicly disowning the Board while remaining a member of that body.
6. A Board Member works to promote harmonious relations within the Board by exhibiting courtesy, honesty and reasonableness in all Board discussions, and to preserve the dignity of the Board by airing and resolving differences in the appropriate venue – Board matters within Board meetings and personal differences privately with the colleague concerned.
7. A Board Member exercises discretion and respects the confidentiality of those Board discussions and decisions, which, by their nature, are obviously intended to remain solely within the purview of the Board.
8. A Board Member respects the prescribed limitation of his/her authority. A Board Member does not attempt to issue directives to the Head of School (a function of the Board as a body), or to Administrators (a function of the Head of School).
9. A Board Member who is the recipient of complaints/suggestions from individuals or groups responds in a manner that is respectful to the correspondent while maintaining appropriate objectivity. A Board Member should listen attentively, refrain from assurances of personal support/resolution, and direct the correspondent to the appropriate member

of the Administration, or indicate that the matter will be brought to the attention of the Head of School/Board for consideration, as merited.

10. A Board Member, as a governor of an institution dedicated to the education of young persons, makes every effort to model the highest moral and ethical standards in all aspects of personal and professional life.

Appendix 2 Board Conflict of Interest Statement

TASOK Board of Directors Declaration of Conflict of Interest Statement

The Board of Trustees (the Board) administers an approved Conflict of Interest Policy for all members of the governing board. In accordance with **2.3.4 Conflict of Interest of Board Members** from the Board Policy Manual, all board members are required to sign a conflict of interest declaration form annually. The policy also requires notification to be given if any board member finds him/herself in a conflict of interest situation during a term of service.

The Board manages the business and affairs of TASOK and Board members are fiduciaries who must hold a position of trust and exercise a duty of care, including a general obligation to avoid conflicts of interest. Board members have the duty of guiding TASOK's affairs in such a manner as to achieve the objectives of the institution. Board members have a fiduciary duty to act honestly, in good faith and in the best interests of TASOK, and to be loyal to the institution. A Board member must disclose the entire truth and avoid fraudulent transactions or misleading representation. Board members must pursue the best interests of TASOK. This means that a board member may not pursue any improper purpose while acting on behalf of TASOK. The duty of loyalty and the avoidance of conflicts of interest mean that a board member must give loyalty to the institution and must not subordinate the interests of the institution to his or her personal interests. Even when conflicts do not exist, board members should understand that board decisions may affect the business or affairs of a Board member. The impact is generally financial, but even social or political gain may violate the fiduciary duty. Board members must avoid direct or indirect benefits to relatives, friends, and associates.

A Board member must purposefully avoid conflicts of interest. A conflict of interest exists when a Board member has a personal interest of any kind which has the potential to be inconsistent in any degree with the best interests of the institution. When a Board member's personal interests, whether real or perceived, could supersede or conflict with his or her dedication to the best interests of the institution, a conflict of interest arises. The test of a conflict of interest is not just whether a personal interest actually influences a Board member, but whether circumstances lend themselves to such a possibility. Board members must recognize that the appearance of a conflict of interest, even when in fact it may not exist, can be damaging to the institution and must be avoided. A board member shall not engage in a business transaction or arrangement in which the member, family, or institution may profit from his or her official position or authority from membership on the Board, or benefit financially from confidential information which the member has obtained or may obtain by reason of such position or authority.

Each Board member must examine his or her own activities and those of his or her immediate family to ensure that no condition exists which creates a potential conflict of interest or a potentially embarrassing situation with respect to transactions between the Board member and the institution. Board members shall sign and complete the attached Conflict of Interest Statement. A Board member shall not solicit or be a party, directly or indirectly, to any financial, employment, or contractual opportunity between the institution and: a. Himself, herself; or a family member b. Any firm (meaning co-partnership or other unincorporated association) of which he, she, or any family member is a partner, member, employee or agent; c. Any

not for profit organization of which he or she or member(s) of his or her immediate family is an officer, director, employee or agent; d. Any profit corporation in which he or she is an officer, director, employee, agent or a stockholder owning more than one percent (1%) or the total outstanding stock of any class, if the stock is not listed on a stock exchange, or stock with a present total value in excess of \$25,000 if the stock is listed on a stock exchange; e. Any trust of which he or she is a grantor, beneficiary or trustee.

In the event of an issue be presented to the board that could present a conflict of interest for an individual Board Member, the affected board member shall recuse himself or herself from the discussion and not participate in any way on behalf of the Board in discussion, negotiation, or decisions related to the issue.

CONFLICT OF INTEREST STATEMENT

I have read and understand this Conflict of Interest and Disclosure Statement. There are no present or future potential conflicts of interests other than those listed below. I have and will continue to observe the Conflict of Interest and Disclosure Policy carefully.

CONFLICT OF INTEREST DISCLOSURE(S)

I have read and understand this Conflict of Interest and Disclosure Statement. I have the following items to declare that may present a potential present or future conflict of interest and will recuse myself from any involvement with Board matters pertaining to the following:

Appendix 2.2 Board Member Position Description

QUALIFICATIONS:

1. Parent of a child currently attending the School (elected) or skilled/knowledgeable in an area of particular value to the board (appointed)
2. An indicated commitment to the beliefs, mission, history, values, traditions and culture of the school.
3. Ability to read and listen, analyze and understand, draw conclusions from, and contribute to reasoned consensus decision-making regarding policy issues.
4. Ability to express oneself succinctly and clearly in verbal and written communication.
5. Ability to clearly delineate the difference between “policy” (the prerogative of the Board) and implementing “regulations” (the responsibility of the Director)
6. Commitment to participate in orientation and board professional development activities.
7. Commitment to prepare for and attend board and committee meetings and other board activities as needed.
8. [Preferred] Prior experience as a board member or other policy-level team.

REPORTS TO: TASOK Association Members through regular communication and two Association General meetings per year. The President of the Board through his/her role as defined by policy.

SUPERVISES: The TASOK Director, through collective Board action with procedures established by policy.

POSITION GOAL: Represent the TASOK Association Members in developing, maintaining, and ensuring implementation of policies that ensure the near-term and long-term health of the school, providing fiduciary and strategic leadership as a governing body.

PERFORMANCE RESPONSIBILITIES:

1. **Mission and Beliefs:** Affirm, revise if necessary, and constantly articulate the school's Mission and Beliefs ensuring that policies and practice aligns with those guiding statements.
2. **Policy Oversight:** Contribute thought and discussion to the review and establishment of policies that govern the operation of the school while recognizing that the implementation of policies is delegated to the Director. Contribute to monitoring the results of policy implementation, focusing on "ends" rather than "means," and make adjustments to policy as necessary in concert with the Director.
3. **Director:** Recruit, appoint, support, nurture, evaluate and if necessary, terminate the employment of the TASOK director.
4. **Strategic Thinking, Goal Setting and Monitoring Results:** In collaboration with the Director, determine strategic priorities and approve the school's Strategic Plan, updating it periodically. Monitor the results and adjust strategies as necessary.
5. **Fiduciary Oversight:** Exercise fiduciary control of the school's assets, ensuring a balance of revenues and expenses that meets the needs of the TASOK Association Members while fulfilling the school's mission, both in the near-term annual budget and in ensuring a secure future for the school. Ensure appropriate risk management policies and procedures for safety and security, legal and financial compliance and liability, and crisis response are in place. Maintain master financial and facilities plans that guide decision-making.
6. **Board Operations:** Implement policies and protocols that promote effective board operations, e.g. board orientation and development, board succession, agenda and meeting protocols, norms of conduct, use of committees, etc. Accept and support board decisions once made. Be fully informed by preparing thoroughly for meetings, attending and participating fully in board and designated committee meetings, and keeping abreast of school matters

as appropriate. Conduct oneself as a Board member according to policies and norms established for the Board.

7. **Ethics:** Guard against conflict of interest, personal or business related. Maintain confidentiality of board deliberations and matters. Serve the interests of the School rather than those of a particular child or constituency. Perform all board duties with integrity.

TERM OF OFFICE: Two years with option to stand for reelection for an unlimited number of additional terms.

TIME COMMITMENT: Approximately 4-6 hours per month for meetings and background reading (additional hours for officers).

PERFORMANCE EVALUATION: Individual Board member and collective Board self-appraisal of performance measured against Board operations policy, agreed-upon norms, and established principles of good practice as well as the achievement of annual Board goals .

Appendix 3 Director Position Description

Title: Director

Reports to: TASOK School Board

Evaluation Period: mid-year and annual evaluations

Core Purpose: The Director is hired and evaluated by the Board to serve as CEO of the school, providing professional leadership in the day-to-day management of TASOK in order to achieve the highest educational standards and realize the beliefs and mission of the school.

Essential Duties and Responsibilities:

Leadership

- Articulate and advocate the beliefs and mission of TASOK for students, families, staff, and community and serve as the school's educational leader.
- Be inspirational, visible, and accessible to members of the school community and beyond.
- Serve as the school's instruction leader fostering best practice regarding U.S. and international academic standards.
- Attend all Board meetings as ex-officio Board member and prepare and present reports as requested by the Board.

Management

- Develop measurable and transparent objectives, procedures, and tools to ensure the school's strategic plan is achieved.
- Responsible for the oversight of the School Operating Regulations and annual Action Plans to achieve TASOK Strategic Plan.
- Hire, supervise, mentor, and evaluate all faculty and staff.

- Oversee admission of students, including lottery procedures.
- Ensure that all accreditation and licensing requirements are met.
- Oversee all aspects of physical plant, facility management, and development.
- Demonstrate effective supervision, tact, and judgment to handle security and safety issues.

Communication

- Maintain regular and open dialogue with the Board of Trustees and serves as chief communicator between the Board and the staff.
- Foster relationships and communication with Staff, Board, school community, the U.S. Embassy, and alumni.
- Serve as TASOK's official representative promoting and representing the school at school and community events.
- Demonstrate cultural competence in being an ambassador for TASOK to our host country.

Finance and Fund Development

- Prepare and present the annual operating budget to the Board in collaboration with Board Treasurer and Business Manager.
- Administer the operating budget and be accountable to the Board for effective business management.
- Oversee financial reporting to the Board and preparation for financial audits.
- Implement best practices in fund development in collaboration with the Board.

Professional Staff Development

- Oversee the design and implementation of staff professional development programs.
- Support the teaching staff, providing opportunities for professional development in current best practices in teaching and learning.
- Oversee peer-to-peer, mentoring, and coaching programs for teacher and staff professional development.
- Create systems for staff to propose, plan, and develop staff development programs in accordance with the mission and curriculum of the school.

Compliance and Accountability

- Conduct written evaluations of staff.
- Oversee student evaluation and assessment.
- Evaluate school operations.
- Oversee ongoing program evaluation, including learning standards and curriculum development.
- Ensure that the school is in compliance with all applicable government laws and regulations.

Appendix 4 Sexual Harassment

TASOK believes that sexual harassment is antithetical to School values, leads to an unsatisfactory work environment and has absolutely no place on the campus.

Sexual harassment consists of nonconsensual sexual advances, requests for sexual favors, or other verbal or physical conduct of a sexual nature on or off campus, when: (1) submission to such conduct is made either explicitly or implicitly a condition of an individual's well being; or (2) such conduct has the purpose or effect of unreasonably interfering with an individual's work or academic performance or creating intimidating or hostile academic or work environment.

Sexual harassment may be found in a single episode, as well as in persistent behavior. All TASOK students are protected from sexual harassment, sexual harassment is prohibited. Sexual harassment is a matter of particular concern to TASOK because of our small population of students, faculty, and staff are connected by strong academic, community and residential bonds.

Appendix 5 Bullying

A school that is physically and emotionally safe for all students and promotes good citizenship, increases student attendance and engagement, and supports academic achievement. To protect the rights of all students, TASOK prohibits acts of bullying, harassment, and other forms of aggression and violence. Bullying or harassment, like other forms of aggressive and violent behaviors interferes with both a school's ability to educate its students and a student's ability to learn. All administrators, faculty, staff, parents, and students are expected to refuse to tolerate bullying and harassment and to demonstrate behavior that is respectful and civil. It is especially important for adults to model these behaviors (even when disciplining) in order to provide positive examples for student behavior. Handbooks for each division (elementary, middle, and high school) must include detail defining bullying and harassment and explaining consequences for such behavior.

Appendix 6 Child Protection Policy

Child abuse and neglect are concerns throughout the world. Child abuse and neglect are violations of a child's human rights and are obstacles to the child's education as well as to their physical, emotional, and spiritual development. The American School of Kinshasa endorses the UN Convention on the Rights of the Child, of which our host country, The Democratic Republic of Congo, is a signatory.

Schools fill a special institutional role in society as protectors of children. Schools need to ensure that all children in their care are afforded a safe and secure environment in which to grow and develop, both at school and away. Educators, having the opportunity to observe and interact with children over time, are in a unique position to identify children who are in need of help and protection. As such, educators have a professional and ethical obligation to identify children who are in need of help and protection. As such, educators have a professional and ethical obligation to identify children who are in need of help and protection and to take steps to ensure that the child and family avail themselves of the services needed to remedy any situation that constitutes child abuse or neglect.

All staff employed at The American School of Kinshasa must report incidents of child abuse or neglect whenever the staff member has reasonable cause to believe that a child has suffered or is at significant risk of suffering abuse or neglect. Reporting and follow up of all suspected incidents of child abuse or neglect may be reported to the appropriate employer, to the respective consulate in Kinshasa, to the appropriate child protection agency in the home country, and/or to local authorities.

The American School of Kinshasa seeks to be a safe haven for students who may be experiencing abuse or neglect in any aspect of their lives. As such, The American School of Kinshasa will distribute this policy annually to all parents and applicants, will communicate this policy to students, will provide training for all staff, and will make every effort to implement hiring practices to ensure the safety of children. In the case of a staff member reported as an alleged offender, The American School of Kinshasa will conduct a full investigation following a carefully designed course of due process, keeping the safety of the child at the highest priority.

For detailed information on the Convention on the Rights of the Child see the following link: http://www.unicef.org/crc/index_30160.html

Appendix 7 Possession, Use, or Distribution of Illegal Drugs, Alcohol, Tobacco

TASOK is committed to maintaining a safe, secure learning environment for all students and staff. The consumption, possession, or distribution of any illegal drug, substance, paraphernalia, or alcohol is explicitly prohibited. This includes the misuse of legal pharmaceutical drugs.

Any Student who violates these expectations will be taken to the Main Office to meet with an administrator and parents will be notified immediately. Consequences will be immediate and a recommendation for expulsion will be made.

This expectation applies to all TASOK school sponsored events including off campus athletic travel, academic trips, and student organization events.

