



Verdala
INTERNATIONAL SCHOOL

Meeting of the Board of Directors

25 April 2022 17:10 PM

via Zoom

OPEN SESSION

Present:

David Nyheim	The Chair
Ben Brown - BBR	Parent Director
Nick Borg - NBO	Parent Director
Paolo Catalfamo - PCA	Parent Director
Totty Aris – HOS	Head of School (non-voting)
Ivan Camilleri – FCO	Financial Controller (non-voting)
Richard Price- RPR	Staff Director
Daniel Shrewsbury - DSH	Staff Director
Aaron Kadkhodai - AKA	Board Director, US Embassy Representative

Apologies:

Anthony Sammut - ASA	Board Director, Maltese Government Rep
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Guests:

David Miles - DMI	Director of IT Integration
Laura Keurhorst - LKE	Parent

Note to observers: Session cannot be recorded by observers for GDPR reasons; the Zoom call will be recorded for minute-taking and then deleted once minutes are confirmed. Observers can only observe, questions and comments are reserved for Board members only.

1. Appointment of the VIS Board Chair

BBR announced that David Nyheim has been reappointed as the Board Chair for the next Board cycle 2022-23. (Vote took place in the previous Closed Session.)

2. Approval of Open Minutes 14 March 2022

Open Minutes Approved by e-vote - unanimous

3. Matters Arising – Action points

1. SP Action Plan Spreadsheet shared with the BOD - **completed and shared with the Board**

4. Decision Items

4.1 Nomination and approval of Committee and Task Force Chairs for 2022-2023

AKA nominated as the Governance Committee Chair

BBR nominated as the Finance Committee Chair

Proposed - PCA

Seconded - NBO

Vote - Unanimous

DSH nominated as Facilities Task Force Chair

Proposed - BBR

Seconded - NBO

Vote - Unanimous

The Board Chair proposed BBR be appointed Deputy Chair on the Executive Committee.

Proposed - NBO

Seconded - DSH

Vote - Unanimous

4.2 Remit for each Committee and Task Force for 2022-2023

The Chair would like to encourage the Committees to carry out substantive work at Committee level and then bring recommendations to the Board for decision making, The Chair said in the past it was the Board who gave tasks to the Committees. He would like to see the Committees suggesting issues to the Board.

HoS proposed that each Committee reviews the goals outlined in the 22-23 part of the VIS Strategic Plan. She also proposed each committee use the first meeting of the next cycle to remind themselves of their essential agreements and purpose and align this to the aforesaid strategic plan expectations.

The Chair agreed with HOS and said that the Board needs to define its 2022-23 goals over the next month. The Committees can propose explicit goals at the next meeting. The Chair stated that the Executive Committee will define the Board Goals based on the Strategic Plan for the next year.

Motion: Executive Committee and Committees to identify Board Goals for next Board cycle for next meeting.

Proposed - PCA

Seconded - AKA

Vote - Unanimous

BBR suggests that a separate task force is set up to work on the alternative funding goal as this is a major part of the Financial Strategic Plan. PCA offered to lead this Task Force.

Motion: Proposal of a Task Force for Ethical Fundraising with PCA as Chair.

Proposed - BBR

Seconded - NBO

Vote- Unanimous

4.3 Proposal for a new Parent Teacher Organisation (PTO) (Appx. 1)

LKE joined the meeting.

LKE shared a summary paper (Appx. 1) with the Board. As part of the Strategic plan the Board is committed to looking at options to revitalize the VIS PTO (previously known as the Boosters). In the past month she led two parent teacher focus meetings on the way forward for the PTO. Those meetings gave a good insight into community feelings about this forum and the way forward.

There is a lack of volunteers after the Boosters dissolved during COVID, there is some interest in revitalizing the PTO but key players are yet to be determined.

LKE told the Board the paper covers an initial minimalist PTO but with a wider remit than its predecessor covering the traditional VIS events fundraising role and with a more formal role within the schools Governance Structures.

LKE set out four proposed objectives as part of this detailed document (Appx.1)

1. To support the Governance of the School
2. To enhance relations and foster links across the School Community
3. To raise funds for School activities and resources through various events
4. To act as parent representational body

From discussions with parents, it was evident that the parents are interested in the events part of the PTO only. LKE told the Board that there will be some hand holding needed by the Board to guide the parents through this two-pronged approach.

Going forward the PTO will not be a separate entity it will sit within the School's Governance structure. Initially the proposal is for an extraordinary subcommittee of the Board to act as a PTO steering committee with a Board Parent Director as the temporary Chair. The minimum resource of a Chair, 6 parent representatives, 2 from each sector of the school and 6 staff representatives, 2 from

each sector or the school. Secretarial duties to be rotated and finance matters can be dealt with the finance team. Maybe an events coordinator can be incorporated to ensure the events are supported and volunteers collated.

Tasks for the new PTO subcommittee will be:

- a PTO handbook
- annual events calendar
- a fundraising and community communications plan.

LKE proposed an 18-month review to assess whether this PTO model is viable and a discussion around an inclusive term for the PTO that might reflect the statute amendments that now include all staff as part of the voting community (rather than “teacher” organization).

LKE asked the Board whether they agree with the proposal set out in Appx. 1 to establish a minimalist PTO under the auspices of the Board in the first instance and what does the Board want to call it.

The Chair asked for questions from the Board.

The Board asked what the term “minimalist” meant in terms of the PTO. LKE answered that it meant the smallest amount of people needed to run it. The Board asked whether the Chair of the PTO would be a Board member. LKE explained that it would have to be an existing Board member ideally a Parent Director to steer this as it was originally a Parent led organisation. The Board noted that the parents seem only interested in the event planning and not the Governance side of the PTO. LKE agreed but we have committed to try to develop this and after 18 months we can reassess, but ultimately it’s having the people to step up and willing to work that will make it happen.

HoS noted that VIS used to be a very small school when whole school events were possible, but now organizing an event for 1000 people is a huge task and challenging in terms of space and people, she suggested that we focus on smaller events for the various sections of the school.

Motion: Approval of the proposal presented by LKE of the 2022 PTO- The Way Forward (Appx. 1)

Proposed - PCA

Seconded - BBR

Vote - Unanimous

Motion for two co- chairs - NBO as Parent Director and RPR as Staff Director to steer the new 2022 PTO Model.

Proposed -AKA

Seconded -DSH

Vote -Unanimous

The Chair asked whether LKE would support NBO and RPR in this process and to help get it started in a capacity that she feels comfortable with. LKE agreed and The Chair thanked LKE for her hard work on this project.

LKE left the meeting

5. Discussion Items

Strategic Plan (a) Action Plan (b) Board Goals (Year 1)

The HoS had shared the Action Plan spreadsheet with the Board before the meeting. The Spreadsheet is the plan for the next five years and it will be reviewed as we go along with biannual reports to the Board. The Board goals will be developed and will be on the next meeting's agenda.

As per 4.1 The Chair suggests the Executive Committee have further conversations with the Committee Chairs to formulate a target list for the next meeting. The next step will be to get Board goals approved which then goes to the Committees for them to formulate their goals.

6. Consent Agenda

HR Policy Amendments

Two days Wedding Leave was approved during the Closed session and will be added to the HR policy.

7. Information Items

Statute Review – Next Steps (Appx. 2 – Time-line)

HoS informed the Board that the timeline needs to be approved by the Board. However, she recommends that the Governance Committee meet with LKE before she leaves the island so that they are very clear on the what the amendments are going to be as we move into the final part 2 of the Statutes Review.

The Chair suggested someone to join the Governance Committee to help with the changes in the statutes next year. The Chair will contact the parent directly.

Motion: Approval of Time-line and Action Plan for Part 2 of Statutes Review.

Proposed- AKA

Seconded - PCA

Vote - Unanimous

7.2 IT integration presentation

DMI joined the meeting.

DMI presented an update on the 2021-22 work taking place with the IT department and our IT Integration implementation.

An external audit highlighted areas to work on regarding basic documentation

- We have two new team members
 - Data Systems Manager, reports directly to Dir. IT, now in role
 - IT Administrator, starts 2nd May
- There are a range of security concerns that are being addressed by:
 - Reviewing account configuration and login processes for devices
 - Implementing Work Profiles and two-factor authentication for staff accounts
 - Improving password management
 - Ensuring we have proper off-site backups in place
 - Exploring options for encryption of sensitive content
 - User education for students and staff
- Working on various projects
 - Developing relationships with external partners to increase access to expertise
 - Consolidation of documentation and procedures to bring in line with expected standards, including relevant ISOs
 - Implementing device endpoint management
 - Clarifying budgetary needs both short and long term
 - Upgrading our systems
 - SchoolsBuddy, which will be used to manage transport, ASAs, payments, medical details, parent conferences, and more
 - eProcurement
 - Exploring a move from Zoom to Google Meet
 - Identifying training opportunities in line with staff needs
 - Tech integration
 - iPads in the ECC, with a focus on digital portfolios as a means to show evidence of learning
 - Exploring integration of tech teaching into other subject areas, no longer standalone
 - Ensuring IT is a core consideration in the new build(s)
 - Strategic plan now includes Tech integration as a strand, as well as there being a link into each of the other strands.
 - Ensuring a good handover is possible with the new Director of IT Integration who will start in August 2023

The Chair thanked DMI for this concise audit and presentation. The Board asked the floor for any questions they may have. BBR asked for a separate meeting with DMI to discuss ways to improve our financial systems.

DMI left the meeting.

8. Committee Reports

8.1 Executive Committee

Nothing to report – no meeting

8.2 Governance Committee

Nothing to report- no meeting

8.3 Finance Committee

BBR (Finance Chair) presented an update:

1. APS term deposit is nearing its conclusion which is cumbersome as we have to process the change in Board membership and accompanying documentation.
2. Registration income – There is lower turnover of students leaving VIS therefore the FCO recommended a review in budget to reflect this. That takes into consideration 450k (Euro) registrations versus the previous 565k. This will affect expenditure. Discussions will take place with the LT to review the budget and a further review will take place in June and August.
3. New accounts processes. Finance Committee has put forward questions for the FCO to address.
4. Discussion around the requirements that the Finance Committee would like to see in terms of facilities new build. They have requested a two monthly report to understand and monitor any cost implications on the project.

8.4 Facilities Task Force

Substation

1. The construction phase was delayed further as we encountered a complication with the electrical engineer, that and team members on leave has moved the date of completion to end of April.
2. On completion of this phase of construction, Enemalta will visit the site again to certify the works - 1st week of May.
3. The trenching stage will take place following this. Enemalta, Contractor and Pembroke council will come together with the project manager to plan the time-line for works.

New Build

Hoarding is up and the site is prepared. Very little disruption to the start and end of day for students. All of ES pick up has been moved to the back of ES which has allowed for all 18 vans to be accommodated within the school pick up zone.

Contractors and costings are being finalized as per the 3 quotes approach. Actual construction work behind the hoarding will not start until after the school breaks for the summer holidays.

Summer Works – Ongoing Maintenance

Full list has been compiled by the Principals and Head of Maintenance as per the risk assessment walkthroughs, section requirements and ongoing maintenance projects into a listing with time frame, order of importance and quotes/budget.

8.5 GDPR

Nothing to report – no meeting

8.6 HR Task force

Nothing to report – no meeting

9. Head of School Report (Appx. 3)

The Chair asked the floor if there were any questions on the report. No questions were raised.

10. Action points:

1. The Exco Committee during the next month will liaise with the Committee Chairs to define the Board Goals for 22-23, based on the Strategic Plan for the next year.
2. The Chair to contact a recommended parent to join the Governance Committee.

Meeting end - 18:31