



Verdala
INTERNATIONAL SCHOOL

Meeting of the Board of Directors

24th October 2022 - 17:00PM

Via Google Meet

OPEN SESSION

Present:

<i>Ben Brown - BBR</i>	<i>Parent Director</i>
<i>Paolo Catalfamo - PCA</i>	<i>Parent Director</i>
<i>Dr. Monika Wohlfeld- MWO</i>	<i>Parent Director (non-voting)</i>
<i>Totty Aris – HOS</i>	<i>Head of School (non-voting)</i>
<i>Ivan Camilleri - FC</i>	<i>Financial Controller (non-voting)</i>
<i>Richard Price - RPR</i>	<i>Staff Director</i>
<i>Daniel Shrewsbury - DSH</i>	<i>Staff Director</i>
<i>Anthony Sammut- ASA</i>	<i>Board Director, Maltese Government Rep</i>
<i>Tim Cassel -TCA</i>	<i>Board Director, US Embassy Representative</i>

<i>Apologies: Nick Borg- NBO</i>	<i>Parent Director</i>
<i>David Nyheim - BCH</i>	<i>The Chair</i>

Guest: Latosha Parker-Jackson - High School Principal

Observers: John Christmas, Jonathan Chilton, Claire Cuthbert

I

Note to observers: Session cannot be recorded by observers for GDPR reasons, the Zoom call will be recorded for minute-taking purposes and then deleted once minutes are confirmed. Board members who have a conflict of interest should flag it now.

In the Board Chair's absence, the Deputy Chair, Ben Brown ran the meeting.

1. Approval of Open Minutes, 19th June 2022

Open Minutes Approved by e-vote - **approved**

2. Matters Arising – Action points

1. Governance to propose Co-option of Board Directors additional guidance in the Board Handbook- **To be discussed in the Governance Committee report**

2. Governance to take Part 2 Statutes amendments to the lawyer and propose final Part version to the Board at the next meeting. **An Agenda item**
3. Eco Committee to develop EcoPromise to be used as guidance for the Newbuild and future Facilities works. **This has not been completed as the Eco Committee wishes to garner input from the student body. HOS noted that this ties in with the strategic plan which emphasises a move to engaging more student voice.**

3. Information Items

1. Head of School Report

HoS highlighted points on the Head of School Report **Appx. 1**

2. Good news to report

DSH - Field trips have started again after a 3 year absence
New Staff have settled in well.

RPR- highlighted that Michael Neumann (ES Assistant Principal) presented at the IB Conference in the Hague on his research and the work VIS has been doing on diversity with a lot of positive feedback. It was a credit to the school and it was an opportunity to show other schools that we are engaging with this important topic.

4. Decision Items

1. Statutes Part 2 Statutes Document

After last month's Board meeting amendments were made and sent back to the statute lawyer. The Part 2 Review document (Appx 2) is ready to be taken to the community.

BBR asked whether each section would be voted on . The HoS told the Board that we will run two online info sessions towards the end of November to explain each amendment to the community. Following that we will do a check-in with the community to see if they are ok with each of the changes, they will vote on each bundle.

Motion: Proposal to approve the Part Two Statute Review Document (Appx. 2) to go to the community for explanation and final vote in the AGM 2023

Proposed: ASA

Seconded: BBR

Vote: Unanimous

2. Finance Policy 2.18 (Force Majeur Ammendment)

FCO explained that in the Finance Policy all VIS fees are non refundable . However it is evident that there should be some leeway due to a force majeure faced by a parent as experienced during the pandemic. FCO proposes that in such cases the parent or guardian can make a plea to the Board of Directors to get a full or partial refund of the fees or deposits paid . The Board will then decide whether this is a force majeure and will then give instructions to the HoS to either issue a full or partial refund. HoS showed the Board the amended content on the current Finance Policy

Motion: To approve the force majeure amendment *“In the case that the parents/guardians are facing a force majeure situation beyond their control, they may ask the Board Of Directors for a part or full refund of the fees paid. The board decision will be final without prejudice “* to be added to the 2.18 of the Finance Policy

Proposed: TCA

Seconded: DSH

Vote: Unanimous

Action: HoS noted that we need to clarify the date and wording of fee deadlines on 2.11 of the Finance Policy.

5. Discussion Items

1. IG/DP results presentation (Appx. 3)

LaTosha Parker Jackson, High School Principal joined the meeting to present the IG/DP results. The HS Principal reminded the Board that the IGCSE will be phased out, with the last cohort of IG students taking their exams in June 2024, after that the MYP E-assessment will replace the Grade 10 examinations. As there were not further questions, the Board Chair thanked the HS Principal and HS teachers for their efforts.

2. Update on VPSO

RPR reported that the VPSO have met, lots of parents seem keen to help, however traction has slowed after the initial meeting. With the Winter festival planned for the 2nd December, RPR will send a reminder this week regarding the short amount of time to plan it.

HoS hopes that after the mid term break momentum will build and plans set in place for the winter festival as it is in the School Calendar and the community is looking forward to this first large scale event.

6. Consent Agenda

None

7. Information Items

7.1 Update on Board away-day

Due to the Board Chair being absent this update will be moved to the November meeting BBR thanked Amanda Holmes for her brilliant work on leading the Board away day with a follow up day to be held in due course.

7.2 Committee Reports

- **Executive Committee**

Nothing to report

- **Governance Committee**

1. Working on the Part 2 of the Statute Review Document.

2. MWO is working on clarifying procedures on co opting as well as the responsibilities of the co opted members. MWO is reviewing the Board handbook and the NDA to align.. MWO also noted that on the website there are only elected Board members listed and for transparency purposes she thinks that all Board members should be listed, elected, appointed and co opted.

- **Finance Committee**

Revision of Budget

1. Slight increase of income due to a record number of students.

We are still awaiting information on the garage rental before making a decision

Request from IT to increase IT Infrastructure budget from 60k to 80k

Request from IT to increase the day to day consumables budget from 20k to 40k

Replacement of the van

DSH talked about his thoughts on IT to increase the IT Infrastructure budget from 60k to 80k. He pointed out that from the facilities perspective we will need in the future much more IT capability with the new build and the logistics around that. He said that putting this in place now with thoughts on how it will function will be money well spent rather than doing everything once the build is ready. HoS schooled explained the rationale behind this and that the Director of IT will be presenting his 3-5 year plan in the next Board meeting.

BBR talked about the options for replacing the van . Either to lease a van or to buy a second hand van . He said the bottom line was either a 13k lease or 8k purchase . The finance committee was split and there was no decision made. DSH asked the Board to consider a less eco-impactful vehicle either a hybrid or a second hand vehicle.

BBR asked the FCO to look into more environmentally friendly options and the cost of leasing or renting a hybrid vehicle. A Board decision will be made via email once he information has been shared

- **Facilities Task Force**

- HoS -**

- Substation work is ongoing and trenching into ES will be done over the Nov holiday period. There may be one day of disruption on 7th Nov with buses in the carpark.

- DSH -**

- Facilities has been discussing general maintenance needs. A request has been put in for the sports field to be resurfaced, however while the building works happen this would not be a good use of money, it will be prioritised once it is complete (2025). ES playground needs some attention, a suggestion was made for this to be a possible long-term project for VPSO once they are up and running.

- DSH met with LC and discussed a list of non-negotiables to draw up regarding the new build so that we keep our focus on this area. Main thoughts are solar power, rainwater capture, SMART lighting/heating/cooling, insulation. The Eco Charter will also help guide these decisions.

- **GDPR**

- Nothing to report

- **HR Task force**

- Nothing to report

8. Other Matters

Nothing to report

Action points:

- 1.To clarify the date and wording of fee deadlines on 2.11 of the Finance Policy
2. FCO to look into more environmentally friendly options and the cost of leasing or renting a hybrid vehicle. FCO to share his findings with the Board
3. Website to be updated with Board photos.

Meeting end: 18:10