



**CONSTITUTION  
OF THE  
INTERNATIONAL SCHOOL NADI**

## **PART 1            PRELIMINARY**

### **1.        New Deed of Trust**

This constitution has been established pursuant to the original Deed of Trust dated 23 November 1995 and amended by a new Deed of Trust dated 1 June 2005 in respect of the International School Nadi.

### **2.        Variance**

In the event of any variance between the constitution and the Deed of Trust the Deed of Trust shall prevail.

### **3.        Name**

The name of the School shall be the “International School Nadi”

### **4.        Location**

The location of the school shall be Solovi Road in Nadi or such place as the Board of Trustees may from time to time determine.

## **PART 2            SCHOOL BOARD**

### **5.        Membership and Establishment**

- 5.1        The School Board will consist of eight (8) elected members. The normal tenure for School Board members will be two years.
- 5.2        The School Board will include the Principal, the Bursar and two staff members, one representing the ECH and PYP staff, one representing the High School staff. These will serve as non-voting members.
- 5.3        The School Board shall include the Trustees who are able to participate in all School Board meetings as non-voting members.
- 5.4        If a member resigns at any time or if a vacancy occurs through the death of a member, the Board will appoint a replacement who will serve the remainder of the member’s term.
- 5.5        Except as contained in Article 5.6, elections to select four (4) Board members to serve on the School Board for the subsequent two (2) years will be held each year at the Annual General Meeting in accordance with Article 19.1 and Article 20. Any member of the School Board who has served a two year term must stand down but may stand for re-election. After the election at the AGM, the full School Board will elect a Chair and a Secretary who will serve until the next AGM. The appointment of the Chair must be ratified by the Board of Trustees.

**6. Operation**

- 6.1 The School Board will ordinarily meet once a month during school term on the giving of three days prior notice of the meeting by the Secretary.
- 6.2 School Board Meetings may also be called at any time by the Secretary at the request of four members of the School Board. The Secretary shall give at least three days prior notice in respect of these meetings.
- 6.3 Notice of all meetings of the School Board will be sent to the Trustees.
- 6.4 The quorum for School Board meetings shall be two-thirds of the voting members.
- 6.5 The School Board shall have power to make rules and regulations for the well being of the School.
- 6.6 The Secretary shall keep a "Minute Book" and shall record in it all decisions made by the School Board. Such minutes should be read at the beginning of the next meetings, confirmed and signed by the Chairperson. A certified copy shall be made available to the Board of Trustees on request.
- 6.7 The School Board shall present to Annual General Meeting an Annual Business Plan & Budget for the year in accordance with Article 14.

**7. Powers**

- 7.1 The powers and duties of the School Board will include without limitation:
  - a) To make recommendations to the Board of Trustees on the appointment of a Principal who shall be responsible for the day to day management of the school and the implementation of the educational instruction.
  - b) To make recommendations to the Boards of Trustees on the appointment of a Bursar, on the recommendation of the Principal, who shall be responsible for the financial management of the schools affairs.
  - c) Responsibility for the payment: of the teachers and staff salaries and other expenses of the School.
  - d) Control of the ground, building, equipment and funds: and
  - e) The power to initiate and manage policies and oversee the running of the School.

8. **Sub Committees**

8.1 The School Board will have the power to create sub committees to be responsible for various areas of the school administration and policy including, without limitation,

a) A Finance committee to oversee the budget and budgetary processes of the school

b) A Facilities committee to oversee the maintenance and repairs of the plant, grounds and equipment and to oversee capital improvements

**PART 3 SCHOOL MANAGEMENT**

9. **Principal**

9.1 The Principal shall report to the Chairman and the School Board and abide with any requests that are endorsed by the School Board.

10. **Bursar**

10.1 The Bursar shall report to the Principal and also take instructions from the Treasurer appointed by the Trustees. The Bursar will abide with any requests that are given by the Principal and the Treasurer and in the event of any conflict in respect of instructions given, the instructions from the Treasurer shall take precedence.

11. **Staff**

11.1 The Principal shall be responsible for the appointment and termination of staff and teachers, provided any appointment made shall be in accordance with the approved Annual Business Plan and Budget and any termination shall be carried out in accordance with the School Disciplinary Policy created pursuant to Article 13.

12. **IB Compliance**

12.1 The Principal shall oversee the educational teaching role of the school in compliance with the standards required of the International Baccalaureate program and will do all things necessary to ensure that the school is accredited or maintains its accreditation with the program.

13. **Policies**

13.1 The Sub-committees established in accordance with Article 8 will be for the establishment of policies including, without limitation:

a) Education

b) Educational development & staff training:

c) Discipline

d) Control of the grounds, building, equipment; and

e) Fundraising

14. **Annual Business Plan & Budget**

14.1 The Principal shall be responsible in consultation with the Treasurer, for the preparation and implementation of the Annual Business Plan & Budget which shall be presented to the School Board for approval within thirty days of the end of the school year. In the event the School Board is not able to approve the Annual Business Plan & Budget by the end of the school year, the Annual Business Plan & Budget for the previous year shall be taken as the approved plan until such time as the School Board approves the new plan. The Annual Business Plan & Budget shall include (but not limited to)

- a) **Forecasts:** the full year profit & loss and cash flow forecast including full revenue and expenses projections on a month by month basis.
- b) **Last Year Actual-v-Budget :** an analysis of last year's Annual Budget against actual;
- c) **Fees:** the proposed school fees for the coming year,
- d) **Student Enrollments:** the forecast enrolment of students for the year.
- e) **Staff:** the forecast number of staff and administration staff that will be engaged during the year.
- f) **Professional Development:** a detailed outline of all proposed professional development courses for staff during the year including detailed costing.
- g) **Capital Works:** A schedule of proposed capital works.
- h) **Bad Debts:** any bad debts.
- i) **Repair and Maintenance:** any repairs and maintenance carried out on the School.

15. **Regular Reports**

15.1 The Principal will present a monthly report at School Board Meetings. This shall include (but not limited to):

- a) **Update on Enrolments:** An update of current enrolments and likely future enrolments over coming months.
- b) **Financial Report:** a monthly financial report which highlights actual income and expenditure and the forecast enrolments of students for the year.
- c) **Other issues:** any other key issues, that are relevant to the School Board.

**PART 4 FINANCIAL MATTERS**

16. **Accounts**

16.1 **True and fair accounts:** The Bursar shall ensure that true and fair accounts of all moneys received and expended are kept.

16.2 **Audit:** The School Board shall as soon as practicable after the end of every financial year of the Board of Trustees, cause the accounts for that financial year to be audited by an accountant appointed for that purpose and the accounts shall be presented to the Annual General Meeting in accordance with Article 21.1.

16.3 **Cheques:** The cheques in respect of any bank account of the Trust shall be signed by at least two of the following people on the provision that one person shall be from the Management team and one person from the Financial team in accordance with the following table:

<b>Management Team</b>	<b>Financial Team</b>
1. Principal	1. Bursar
2. Chairman School Board	2. Treasurer

17. **Borrowing**

17.1 Restriction: The School Board or the Principal are not allowed to enter into financial arrangement that constitutes lending or borrowing in excess of F\$5,000 without written prior approval of the Board of Trustees.

18. **Approved Funding**

18.1 Compliance: The School Board and the Principal will ensure that they are in full compliance with any financial obligations that have been entered into in the name of the School. In the event that any obligation or re-payment condition is not met, the School Board and the Principal must immediately notify the Board of Trustees a detailed disclosure of the non compliance.

**PART 5 ANNUAL GENERAL MEETING**

19. **Format**

19.1 The Annual General Meeting of the School Board will be held within two months of the completion of the previous years' audit. The following persons will be given at least 14 days prior notice of the holding of the AGM:

- i. The Trustees
- ii. The parents or care givers of adult years with children registered or enrolled at the school
- iii. The Principal and the staff who are currently employed at the school
- iv. Other members of the school community not exceeding two in number and nominated by the Principal

19.2 The Quorum of the AGM will be a total of thirty persons who are qualified to be in attendance in accordance with Article 19.1. If a quorum is not established a second meeting will be convened in seven days time and whoever attends that meeting shall be considered to have satisfied the quorum requirements.

- 19.3 This meeting will be called to order once a quorum has been established. A Chairman will be appointed by simple majority of persons qualified to be in attendance in accordance with Article 19.1.
- 19.4 Resolutions will be required to be nominated and seconded by persons who are qualified to be in attendance in accordance with Article 19.1 with the exceptions of the Trustees. Voting on Resolutions will be by way of show of hands with a simple majority.
- 19.5 The AGM will have power to make recommendations to the Trustees on amendments to the Constitution, the change of which will be decided by the Board of Trustees.
- 19.6 The Principal shall deliver a report to the AGM on the year ahead and the report shall provide a summary of the Annual Business Plan and Budget and shall include (but not limited to)
- a) Current Forecasts
  - b) Last Year Actuals-v-Budget
  - c) Students Enrolments
  - d) Staff
  - e) Professional Development
  - f) Capital Works
  - g) Repairs and Maintenance Program and
  - h) Current & Proposed Marketing Initiatives

20. **Election of School Board**

- 20.1 The AGM will vote to appoint new members sufficient to ensure there are eight elected members of the School Board in a secret ballot. Nominations must be seconded and may be received during the AGM. Nominations must indicate whether the nominee is standing for a two year term or a one year term. A Returning Officer will be appointed who will count the votes and determine who has been elected. The number of votes cast for each candidate will remain confidential. The Returning Officer may not vote. In the event of a tie, names will be drawn out of a hat.

21. **Other matters for the AGM**

- 21.1 The AGM will also vote on resolutions in respect of the approval and adoption of the Audited Accounts for the previous year.
- 21.2 The AGM will also be given an update of the proposed fundraising activities for the year.

**PART 6 OTHER MATTERS**

22. **Special General Meetings**

- 22.1 Special General Meetings may be called by the secretary at any time at the request of at least 20 persons qualified to attend an AGM in accordance with Article 19.1 not counting the attendance of the Trustees. A special General Meeting may also be called by the Board of Trustees. The

quorum at school meetings shall be the same as an AGM in accordance with Article 19.2. Seven days notice will be given for all such meetings and any notice of a Special General Meeting must include the matters to be raised for consideration and any resolutions to be moved.

23. **Indemnity**

23.1 The Trustees indemnify at all times all actions taken in the name of the International School Nadi, provided such acts do not constitute a fraud against the School or the members.