



# **Board of Directors Handbook**



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# AISC Governance “Primer”

## I. Governance Background

AISC was formed as an Association of Persons in India under the auspices of the Ministry of External Affairs (MEA) in 1995. It was later registered as a non-profit educational trust under the Indian income tax act and enjoys certain Indian tax exemptions. As such, we are considered one of the “American Embassy Schools” along with AES New Delhi and the American School of Bombay. The MEA does not oversee the American Embassy Schools, however, they have stipulated our Indian citizen admissions policy (see MEA Documents enclosed).

In April 1995, AISC opened its doors for the first time to eight students at the Russian Cultural Center with the support of parents, the Office of Overseas Schools, and the U. S. Consul General. By August 1995, enrollment had increased to eighteen students in kindergarten through eighth grade. In January 1996 the preschool was added. In July 1997, a second campus was acquired on Murray's Gate Road and the educational program was expanded to include high school. In July of 2003, the school left its campuses in Alwarpet and moved to its current purpose-built 13-acre campus in Taramani. In 2006, the school was authorized by the International Baccalaureate Organization to offer the IB Diploma Program. Today, the American International School Chennai offers an educational program based on American/international curricula and a progressive, balanced liberal arts emphasis on the development of the whole child. Providing learning experiences across the five realms of learning – academics, arts, athletics, play, and service – is vital to our approach.

We are currently structured as a nine-member Board of Directors (Board) with 3 appointed by the U.S. Consul General (USCG), 2 nominated by Board and appointed by the U.S. Consul General, and 4 elected by the Association. AISC is an Association of all fee-paying parents who vote for elected Board members. The USCG appoints 1 member as the US government representative who does not have to be a parent in the School while the other 2 USCG appointees are required to be parents. The Chair is appointed by the Consul General and must be an American citizen. Other officers of the Board – Vice Chair, Treasurer, and Secretary are elected by the Board members.

The U.S. Ambassador to India, through the U.S. Consul General – Chennai or the acting U.S. Consul General, reserves the right to veto any Board decision or action taken by the Board. Any veto must be done within one week of the Board decision and shall be made in writing to the Board with an explanation for his/her decision. At any meeting of the Board in which the U.S. Government representative believes such a veto may be forthcoming, he/she may request the Board to defer execution of any such decision for up to two weeks.

The U.S. Ambassador to India, through the U.S. Consul General – Chennai, reserves the right to dissolve the Board of Directors. In the event of such dissolution, a new Board shall be put in place with the same composition and in accordance with the Charter and By-Laws of Association.

The Board's committee structure blends “fixed” and “dynamic” models. Fixed are permanent committees and dynamic are timely and perhaps temporary.

The following committees are fixed:

- Finance (Chaired by the Treasurer and composed of other Board members assigned by the Chair)
- Governance (Preferably chaired by the Chairperson, composed of other Board members assigned by the Chair, and assures, among other things, the appropriate execution of Board elections)

In general, the governance approach of the Board at AISC is to utilize small groups – committees – for operating efficiency – which require reporting back to the Board for necessary decisions.

Annually, the Board will review committee requirements and delegate committee tasks accordingly. The Board meets periodically throughout the year. Following the election of new members there is a multi-day retreat in May or August to engage new members, plan the Board's work, and align goals with those of the Head of School. In August, the Board reviews its "code of conduct" and expectations for members relating to meeting and communication procedures and subject matter boundaries with the Head of School and new members of the Board.

## **II. Commitment to High Performance**

1. Knowledge of the Mission  
High performing AISC Board members are mission-driven and fluent in the core values, and strategies of the school.
2. Committee Progress  
High performing AISC Board members monitor committee progress and evaluate key performance areas of the school.
3. Attendance  
High performing AISC Board members have 100% attendance at all Board meetings and Board functions and are active participants in these sessions.
4. Collaborative Practice  
High performing AISC Board members ask each other questions before making assumptions about each other's intentions or efforts and they give each other candid feedback about performance.
5. Generative Focus  
Our discussions as a team are primarily (>66%) dynamic and forward looking, they have sufficient candor, and issue-focused conflict to ensure that we have sufficiently evaluated all stakeholder perspectives on an issue.

## **III. Sound Management and School Planning Principles**

The Board of Directors and Head of School are both responsible for the exercise of sound management practices. These practices include, but are not limited to, the following:

- A. Attract the best staff; motivate them; develop them; retain them.
- B. Build, review, update and protect curriculum excellence.
- C. Exercise prudent financial controls and seek to guarantee long term financial stability for the school.
- D. Foster open communications with all of the School's constituencies.

- E. Stay in close contact with the School's surrounding environment; anticipate change; plan strategically.

The Board of Directors recognizes that guidelines for operation must exist in order for the School to discipline itself to accomplish its mission. "Parameters" serve as boundaries to keep the School from making erroneous and/or extraneous decisions or plans. The Board shall use the following planning making principles:

- A. We shall accept no new program or service unless:
  - 1. It is consistent with the School's Futures Plan.
  - 2. Benefits clearly justify costs.
  - 3. It includes provisions for staff development and program evaluation; and
  - 4. It has sufficient funds for effective implementation.
- B. We shall retain no program or service unless:
  - 1. Benefits continue to justify costs.
  - 2. It continues to make an optimal contribution to achieving the mission.
- C. We shall always insist on a high standard of performance by all staff members.
- D. We shall not tolerate any behavior that diminishes the dignity or self-worth of any individual or group.
- E. We shall maintain a Board-approved Futures Plan at all times and demonstrate commitment to its implementation.

## IV. Governance Practices

Board members need to see themselves as partners with the Head of School. The relationship between the Head of School and the Board Chairperson is a vital one and all members should support the requirement that the Chair maintain close ties of communication with the Head of School.

An annual calendar of all meetings, committee and otherwise, should be assembled in the spring of each year. Board members are challenged to align their professional calendars with the Board calendar, but every effort needs to be given to abide by the schedule of meetings for Board members.

In 2011-2012, the Board initiated a Council of Advisors (CoA) process to involve community members with the work of the Board on committees. An application process and selection process, is communicated and implemented in August of each school year so that CoA members can attend the first committee meetings of the year.

The time requirements of a Board position are significant. Board members, appointed and elected, need to be educated on the requirements of the responsibilities and time required.

The Consul General of the United States has traditionally selected consulate officers or spouses of consulate officers as the "appointed members" of the Board. The Consul General is not required to do this, but it has been historical practice. The Consul General has selected Board Chairs from the consulate team and from outside the consulate team. The choice of Board Chairs should be done in close consultation with the current Chair and the Head of School.

The Board of Directors has adopted the practice of a multi-day spring retreat in May at which new Board members are oriented, all current and new Board members meet, and the future Board of

Directors meet to plan for the following school year and beyond. These retreats have been both internally and externally facilitated and the specific agendas are developed by the Board Chairperson, the Head of School, and inputs from Board members.

When a Board member joins the Board after the spring retreat, it is the responsibility of the Governance Committee Chair to assure that appropriate information and training is provided so that the new member is oriented to understand the workings of and relationships that exist on the Board of Directors.

The purpose of new Board member orientations is to facilitate and enhance the confidence of new Board members to be equal and active participants on the Board of Directors.

## **V. Code of Conduct and Operational Understandings**

The Board has a Code of Conduct first engaged in 2011. The Code of Conduct provides expectations and guidelines on the following areas:

- Strategic instead of tactical thinking.
- Supporting the autonomy of the Head of School.
- Consensus decision-making.
- Decisions based on what's best for the community.
- Confidentiality.
- Public support for the School and Board decisions.
- Supporting the Chair in his/her role of running effective meetings.
- Managing community input.
- Ethics and integrity.
- Positive public communications regarding the School.

## **VI. Role of the Board of Directors**

Ultimately, the Board of Directors is responsible to safeguard the School and the Charter of the Association. The Charter describes the purpose of the School as follows:

- A. Offer an outstanding American educational program, based upon achievement standards promulgated by North American professional educational associations, with emphasis upon meeting the related needs of an international constituency including:
  1. The children of U.S. government employees and children of private U.S. citizens.
  2. The children of other nationalities.
- B. Provide the students with knowledge of and an appreciation for the many cultures of the world.
- C. Provide the students with knowledge, understanding and appreciation of the people, history and culture of India.
- D. Serve as a demonstration center of U.S. educational methods and practices for local and third country nationals in India, and thereby to increase mutual understanding and cooperation between the people of the U.S. and the people of other nationalities.

The Power and Duties of the Board are described in Section VIII of the By-Laws in page 24.



## VII. Board Roles & Committees

### **Roles**

In order to ensure as much continuity and clarity on the Board of Directors as possible, the following practices regarding roles are used:

1. The Chairperson serves as the Governance Committee Chair.
2. The Vice Chair will serve as a committee Chair or serve on each committee as an at-large member. This will be determined by agreement between the Chair and Vice Chair.
3. The United States Government Representative serves as the Secretary.
4. The Treasurer serves as the Finance Committee Chair.

### **Committees**

The Executive Committee, composed of the Officers of the Board and the Head of School, oversees the planning of annual committee goals and charging of committees, Board succession planning, support and evaluation of the Head of School, risk management and other items that the Chairperson feels are of necessary or vital importance.

The Board of Directors shall establish committees when it is deemed necessary to carry forth specific annual goals and objectives, or for counsel and assistance in the performance of its duties. These committees may have an ongoing role while others may be established for a specific purpose. The latter are also known as “ad hoc committees” or “task forces”. With the exception of the Finance Committee, there shall be no “standing committees”. At the start of each school year, the Board shall determine its goals, its work objectives, and the committees required to implement its agenda.

The following applies to all Board Committees:

- A. **Committee Authority:** No committee established by the Board shall have policy-making authority. Committee responsibility, unless specifically authorized otherwise by the Board, shall be limited to providing information and recommendations to the Board.
- B. **Committee Composition:** The committee chairperson shall be a member of the Association and shall be appointed by the Board Chairperson in consultation with the Board and the Head of School. The only exception is the chair of the Finance Committee who must be a member of the Board and the Board Treasurer. Committee members may be selected by the Board. All committees must have at least one Board member as a member of the committee. Where appropriate, committees should also include a diverse group of parents and faculty. The Board Chairperson and Head of School shall serve as an ex-officio member of all committees.
- C. **Conflict of Interest:** Unless there is obvious conflict of interest (e.g. salary or performance review), the Head of School shall also serve as an ex-officio member of all committees. With the exception of the Head of School and the Chief Business Officer, no member of the School staff shall serve on any Board committee that has the express purpose of reviewing salary or benefits. Written input from School staff, however, is always welcomed during such reviews.
- D. **Committee Reporting:** Each committee chairperson is responsible for developing a statement of purpose and objectives for his/her committee, and providing written progress reports in advance of regular Board meetings. Committee chairs shall present a final written report at the May Board Meeting which summarizes the activities and accomplishments for the year as well as recommended follow up actions.



- E. Committee Direction: Each committee shall be clearly guided as to:
  - 1. Its goals and objectives.
  - 2. The limits of its authority and responsibilities.
  - 3. The limits and procedures concerning access to School facilities, personnel and records.
  - 4. The resources available.
  - 5. School policies and procedures applicable to its assigned responsibility.
- F. Committee Duration: All committees, based on their defined objectives, shall have a clearly defined goal and timetable to accomplish its mission. Upon completion of its stated objectives, and with approval of the Board, the committee shall be dissolved. The Board also has authority to dissolve any committee at any time.
- G. Committee Confidentiality: Committee members are expected to maintain confidentiality, and to recognize that their access to School activities and records is granted by the Board solely for the purpose of advising the Board. The publicizing of committee findings, recommendations, or any related information is at the sole discretion and approval of the Board, and does not lie with the committee.

## **VIII. Board Policy Development**

The Charter and By-Laws of the Association authorize the Board of Directors to establish policy for the effective operation of the Board, administration and School. It is the Board's intention that its policies serve as sources of information and guidance for all people who are interested in, or connected with, the School.

The policies of the Board are framed, and are meant to be interpreted, in terms of the laws and regulations of the government of India and authority defined by the Charter of the Association. The policies are also framed, and are meant to be interpreted, in terms of those educational objectives, procedures, theory and practices that are broadly accepted by leaders and authorities in the field of education.

Changes in needs, conditions, purposes, and objectives shall require revisions, deletions, and additions to the policies of present and future. The Board welcomes suggestions for ongoing policy development.

### **A. Policy Proposals / Preliminary Development of Draft Proposals**

Proposals regarding school policies and operations may originate from any of a number of sources: a parent, an interested member of the community, the Head of School, a member of the faculty and staff, a Board member, a student, a professional consultant, etc.

Policy proposals shall be submitted in writing to the Head of School or the Board Chairperson. The Head of School shall examine proposals for new or revised policies, and shall consult, as appropriate, the professional staff, Policy Committee, legal counsel and/or other interested or knowledgeable sources. A preliminary draft shall be prepared by the administration, and shall be presented first to the Policy Committee and then to the Board for its consideration.

Actions on such proposals, whatever their source, is taken finally by the Board of Directors.

## B. Policy Adoption and Dissemination

Policies may be approved, rescinded, amended or revised by a majority vote of Board members present and voting at a scheduled regular or special Board meeting. Policies are effective upon their approval or date set for implementation.

Approval of each policy shall be noted in the minutes of the meeting with copies to be distributed for inclusion in the Board Policy Manual.

## C. Board Policy Manual

All policies, adopted by the Board, shall be collected in the Board Policy Manual, which shall be codified and indexed to show policies currently in force.

In order to ensure a consistent and coherent review and updating of the Board Policy Manual, policies will be reviewed systematically on a periodic basis. Regardless of the regular policy revision and addition process that takes place each year, all policies shall be intentionally reviewed according to the following schedule:

Sections	2015-2016	2016-2017	2017-2018
1,2,3	√	X	X
4,5,6	X	√	X
7,8,9	X	X	√

New review cycle approved by the Governance Committee in May 2018

Sections	2018-2019	2019-2020	2020-2021	2021-2022	2022-2023	2023-2024
1,4,7	√	X	X	√	X	X
2,5,8	X	√	X	X	√	X
3,6,9	X	X	√	X	X	√

This schedule will not interfere with the Board's consistent attention to necessary policy revision work that is purview of the Head of School and Governance Committee.

## IX. Audit and Review Cycle

The school conducts the following audits and reviews as part of the control processes on a time bound basis and the reports are shared with the respective committees and the Board.

Description	Frequency	2014-15	2015-16	2016-17	2017-18	2018-19	2019-20
Statutory Audit	Yearly – Based on Indian Fiscal Year (1 <sup>st</sup> April - 31 <sup>st</sup> March)	√	√	√	√	√	√
Internal Audit	Quarterly – Based on School operating year (1 <sup>st</sup> July – 30 <sup>th</sup> June)	√	√	√	√	√	√
Legal Audit	Every 5 years	√	X	X	X	X	√
Security Audit & Review	Every 2 years - On Transition of US Government RSO	√	X	√	X	√	X
Compliance and Regulatory Review	In transition year of statutory auditors	NA					
Risk Management Review	Yearly – Via RMP at Board and Board committee levels	√	√	√	√	√	√
Special Fiscal Review	Every 2 years	X	√	X	√	X	√

## X. Head of School Transition

The hiring of a new Head of School is among the most important aspects of the Board's work. When planning for this transition, the Board should pay particular attention to the following to optimize the process:

1. Form a hiring committee with a designated Search Committee Head.
2. Establish systems and plans for the committee to communicate with the Board and the community on the progress of the search.
3. Maintain conditions of respect among Board members.
4. Agreeing to disagree but support the group's decision.
5. Conveying impressions of stability and continuity.
6. Confidentiality.

# **AISC's Commitments: Mission, Values, Vision, Internationalism, Strategies and Strategic Delimiters**

## **Mission**

Together we inspire a love of learning, empowering all students with the courage, confidence, creativity and compassion to make their unique contribution in a diverse and dynamic world.

## **Core Values**

Responsibility | Excellence | Integrity | Respect | Diversity

We believe that...

1. Each person has equal intrinsic value, worthy of dignity and respect.
2. We are responsible for our choices and their effect on ourselves, others and the environment.
3. Being open to new ideas and challenging experiences enriches our lives.
4. Mutual respect, trust and caring foster healthy interpersonal relationships.
5. Embracing our diversity makes us a stronger community.
6. In an interconnected world, our positive contributions to the community and the environment are essential.
7. Individuals thrive in a nurturing environment that provides for their physical and emotional safety.

## **Vision for an AISC Learner**

At AISC, successful learners are...

### **Leaders**

We show courage by taking action and inspiring others to serve and contribute positively to our interconnected world. Leaders develop a vision, plan appropriately, and work collaboratively to achieve results.

### **Collaborators**

We develop a deeper understanding by listening carefully to others' perspectives and confidently articulating personal viewpoints in the pursuit of common goals.

### **Innovators**

We approach uncertainty with confidence, designing novel solutions in the face of challenges or change. Innovators are creative, resourceful, open-minded and resilient, seeking new perspectives through inquiry, trial, error and feedback.

### **Explorers**

We investigate new interests with curiosity, inquiring with purpose, and seeking deeper understanding and fulfillment through their independent pursuits.

### **Thinkers**

We use critical and creative thinking skills to analyse and take responsible action on complex problems. We exercise initiative in making reasoned, ethical, data-informed decisions.

### **Ethical**

We show responsibility for our choices and consider their effects on ourselves, others, and the environment. We act on our principles and ideals because we value the dignity of others.

### **Versatile**

We adapt to changing circumstances, balancing our commitments and showing courage as we take on new challenges. We seek new opportunities for learning, growth, and renewal.

### **Empathetic**

We appreciate our own cultures and personal histories while respecting the values and traditions of others, believing each person has equal intrinsic value. We are sensitive to the needs of others and show compassion by making positive contributions to our local and global communities and the environment.

### **Resilient**

We demonstrate on-going commitment to our endeavors by learning from our successes and failures in the positive pursuit of our objectives, goals, aspirations, and dreams. We practice patience and persistence in all situations, especially when they are challenging or uncomfortable.

### **Reflective**

We pause to think about our goals, learning, and growth in order to develop and sustain our creativity and lifelong learning. We review and examine our own ideas and experiences in relation to the world and consider our interdependence and impact on others.

## **Internationalism at AISC**

*At AISC, we define internationalism as:*

- Possessing a strong sense of one's own cultural identity;
- Respecting and valuing the differences of others;
- Learning about local, national, and global issues;
- Showing empathy for others and care for the world around us.

*Therefore, as an international school, we are committed to:*

- Incorporating other perspectives;
- Seeking common learning experiences with all peoples;
- Finding enriching connections between cultures;
- Using exposure to language, history, and the arts to access diverse cultures;
- Working well with all;
- Contributing through service;
- Reflecting about our thoughts and actions.

## **Strategies**

### **Learning**

We will align expected outcomes, assessment, teaching, learning and reflection on practice in order to support our mission and student learning objectives.

**Talent**

The school will hire, develop and retain staff members who embody the school mission and core values.

**Commitment**

We will actively communicate, support, and contribute to our core values, mission and student learning objectives so that our community lives the shared vision.

**Resources**

We will strategically use all possible resources\* to create a learning community aligned with our core values and mission.

*\*money, infrastructure, technology, corporate partners, consulate partners, connection to local communities, (film, music, theatre, auroville) staff, parent expertise and time of students.*

**Strategic Delimiters**

We will not...

- Engage in new programs or practices without allocating the time, money and resources necessary for success.
- Implement any new programs or practices that do not support our mission, vision or values.

# Charter of the American International School - Chennai Association

## ARTICLE I: Name of the Association

The Association shall be known as the American International School - Chennai Association, hereinafter referred to as the Association.

The school and the concerned educational facilities shall be known as the American International School - Chennai, hereinafter referred to as the School. The School is located in the city of Chennai in the country of India. The Association is located at the School.

## ARTICLE II: Administration

The Association is hereby formed pursuant to the American Ambassador's responsibility, on behalf of the United States of America, for the administration of the School; said responsibility being recognized in a bilateral undertaking dated July 11, 1995 between the Government of the United States of America and the Government of India.

## ARTICLE III: Purpose

It shall be the purpose of the Association to provide a center with facilities and staff to:

- A. Offer the best possible U.S. education program, curriculum and instruction, based on achievement standards similar to those in the better public schools in the U.S., for:
  1. the children of the U.S. Government employees and children of private U.S. citizens.
  2. the children of other nationalities.
- B. Provide the students with knowledge of and an appreciation for the many cultures of the world.
- C. Provide the students with knowledge, understanding and appreciation of the people, history and culture of India.
- D. Serve as a demonstration center of U.S. educational methods and practices for local and third country nationals in India, and thereby to increase mutual understanding and cooperation between the people of the U.S. and the people of other nationalities.

## ARTICLE IV: Membership of the Association

Membership of the Association shall be composed of tuition-paying parents or legal guardians of children who are registered for attendance at the School and such other members as may be provided for by the By-Laws. Each parent or legal guardian is considered a member. The term "tuition-paying" shall be construed to include those parents for whom their child(ren)'s tuition is paid by any employer, organization or individual other than the School. Membership shall cease when the parent or guardian no longer has a child registered at the school.

Only those parents who have paid their School fees for the current school year, as of the time of voting, shall be eligible to vote on matters of the Association. Each eligible Association member shall only have one vote on Association business, regardless of the number of children they have enrolled at the School.



The U.S. Consul General - Chennai may designate a U.S. citizen employee of the U.S. Government to represent the U.S. Consul General as a member of the Association. This individual shall be eligible to vote on all Association matters while serving in this capacity and shall normally serve as the U.S. Government representative on the Board of Directors.

## **ARTICLE V: Governing Body – Board of Directors**

Under the responsibility of the American Ambassador the Association is hereby vested with the power and authority to establish a Board of Directors to govern the affairs of the Association and the School.

- A. The Association shall be governed by said Board of Directors, the membership of which shall be formed in the manner set forth in Section II of the By-Laws of the Association.
- B. All executive power of the Association is vested in the Association's Board of Directors, except as the Board shall delegate such power. The Board shall at all times act in a manner consistent with its Charter and By-Laws, shall approve all programs, budgets and other matters of significance to School administration, and shall furnish an appropriate report to the Association's membership at its two general meetings each year.
- C. The terms, rules and authority of the School's Board shall be set forth in the By-Laws.
- D. The U.S. Ambassador to India, through the U.S. Consul General – Chennai or the acting U.S. Consul General, reserves the right to veto any Board decision or action taken by the Board. Any veto must be done within one week of the Board decision and shall be made in writing to the Board with an explanation for his/her decision. At any meeting of the Board in which the U.S. Government representative believes such a veto may be forthcoming, he/she may request the Board to defer execution of any such decision for up to two weeks.
- E. The U.S. Ambassador to India, through the U.S. Consul General – Chennai, reserves the right to dissolve the Board of Directors. In the event of such dissolution, a new Board shall be put in place with the same composition and in accordance with the Charter and By-Laws of Association.

## **ARTICLE VI: Perpetuity**

It is the intention of the Association that the School continue in perpetuity as set forth herein.

## **ARTICLE VII: Non Profit Character**

The aims of the Association shall be exclusively educational, charitable, scientific and literary. It shall be non-profit, with no part of its earnings to benefit any private shareholders, individuals or enterprises, no part of its activities devoted to carrying out propaganda, or otherwise attempting to influence local customs or legislation; nor shall it participate in, or interfere in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. It shall, through education, disseminate learning and further cultural and international understanding, and it shall have no political or religious aims.

## **ARTICLE VIII: Meeting of the Members**

- A. There shall be two general meetings of the members of the Association, one in September and a second in April on such dates as determined by the Board. These semi-annual meetings shall be held for the purposes of providing a comprehensive discussion of the School's financial, operating, curriculum and educational status, electing members to the Board (April), and presentation of the annual report of the Board to the membership (September).
- B. Special meetings of the members, for purposes as defined in Board Policy, shall be held at such times as the Board shall direct, or called by the Board at the request of 25% of the total membership. Any requests for special meetings must first be presented and discussed at a regular Board meeting. It shall be the objective of both the Board and Association member(s) to try and resolve the matter at hand without the need to call a special meeting. If, however, following such discussion, the matter is not resolved to the Association member(s) satisfaction, they may proceed with requesting a special meeting as described above. Petitions for special meetings from the membership shall contain the desired agenda.
- C. Written notice of all meetings of members, and the agenda, shall be mailed to all members at the last address on file with the Board Secretary at least fourteen days in advance of the date of such a meeting. After its distribution, no modifications or additions may be made to the published agenda.
- D. A quorum for the conduct of business at any meeting of the Association, shall, except as here-in-below stated, be fifteen (15) eligible Association members. If after 30 minutes a quorum is found not be present at a duly called meeting, the presiding officer shall adjourn the meeting to a date and time at least five but not more than 14 days thereafter, and shall mail notice of the adjourned meeting to all members at least three days prior thereto. If, at such adjourned meeting, a quorum is not present after 30 minutes, the eligible Association members present shall constitute a quorum. In case of such adjournment, the deadline for receipt of ballots shall be automatically extended until the new meeting date and time.

## **ARTICLE IX: Voting by Membership**

- A. Each eligible member, as defined in Article IV of this Charter, shall be entitled to only one vote in all matters of the Association. There shall be no voting by proxy.
- B. The membership shall, at its general meeting in April of each year, elect for the next academic year membership of the Board as identified in Section II (A) of the By-Laws of the Association. Voting shall be for candidates who have been nominated in accordance with the By-Laws, which shall encourage the nomination of candidates of diversified talents and backgrounds and shall be reasonably representative of the Association's membership.
- C. In all matters dealing with amendments to the Charter or By-Laws of the Association, election of members to the Board of Directors, removal of Board members, or any other matter considered as "critical" by the Board, voting shall be conducted by ballots, or electronic ballots, which shall be mailed, traditionally or electronically, to the full membership along with the Association meeting notice and agenda. Ballots, including electronic ballots, received until the

designated meeting time shall be counted. Other pertinent details as to what constitutes approval or passage of the matter being considered shall be as provided for in these Articles of Association or in the By-Laws.

- D. All other Association matters shall be decided by a majority vote of those eligible Association members present at any scheduled meeting of the Association. Voting may be by voice, show of hands, or written ballot at the direction of the Chairman of the meeting, or, at the request of a member present, carried by a majority vote. In the case of voting by written ballot, the Chairman of the meeting shall appoint a committee to collect and count votes.
- E. The Chairman of the meeting shall appoint a committee to collect and count votes.

## **ARTICLE X: Property and Finances**

The Association may use the following means to accomplish its goals:

- A. Collect funds and control their investment and expenditure for the stated purposes of the organization.
- B. Purchase, take on lease, exchange, hire or otherwise acquire any interest in lands, buildings, easements, privileges, concessions or moveable and immovable property of any kind or tenure, necessary or convenient for carrying out the object of the Association and to construct, provide maintain, repair, and alter any buildings, works, stores, plants and things which may from time to time be deemed requisite for any purposes of the Association, and also to sell, lease, mortgage, dispose of, turn or account, or otherwise deal with the whole or any part of the property and rights of the Association.
- C. Receive and accept donations, endowments and gifts of money, land, buildings, stocks, funds, shares, securities and any other property of any organization, whether incorporated or not, carrying on work similar to any work being carried on by the Association and provided these donations, etc. do not carry provisions contrary to these Articles of Association and its By-Laws.
- D. Grant, maintain, continue and pay such wages, salaries gratuities, contributions toward provident funds or other sum in recognition of services.
- E. Devote all or part of the income and any or all of the principal of any property, real or personal, to the furtherance and support of projects which are exclusively educational.
- F. No part of the net earnings of the Association shall inure to the benefit of any individual or member except as reasonable compensation for services actually rendered to the Association.

## **ARTICLE XI: By-Laws**

Subject to approval from the U.S. Consul General – Chennai, the Association shall approve, and from time to time amend, the By-Laws of the Association consistent with this Charter as appear to be necessary for the proper and efficient operation of the Association.

## **ARTICLE XII: Amendments to the Charter and Dissolution**

A. Amendments to this Charter shall require the following procedure:

1. Written notice of the proposed amendment to the membership at least 14 days in advance of a special meeting;
2. Approval by a two-thirds vote of all eligible Association members with voting conducted in accordance with Section IX of this Charter; and
3. Approval by the U.S. Ambassador to India, through the U.S. Consul General - Chennai, of the proposed amendment.

B. Dissolution of the Association may also be effected in accordance with the procedures set forth immediately above. In addition, the U.S. Ambassador through the U.S. Consul General - Chennai, reserves the right, to be exercised after consultation with the Board, to dissolve the Association by a formal document to that effect, if in his/her judgment in the best interest of the United States Government, or if applicable law or policy so requires. In the event of termination and dissolution, the surplus and the assets will be given to a charitable organization with similar objectives and no part of the same will go to the members of the School.”

By revocable agreement as of even date, the Association (through the Board of Directors) is further empowered to implement any and all of the foregoing.

APPROVED:

U.S. Ambassador to India

Date: 8 May, 2012

# **By-Laws of the American International School - Chennai Association**

## **SECTION I: Scope and Purposes of the American International School - Chennai Association**

In accordance with Article XI of the Charter of the Association, the American International School - Chennai Association hereby establishes the following By-Laws for the regulation of Association activities and business. These By-Laws are in furtherance of the purposes and objectives stated in the Charter of the Association and are to be read as complementary to the Charter.

## **SECTION II: Board of Directors**

- A. The Board of Directors shall be comprised of nine members as follows:
  - 1. Four (4) elected members – elected by the members of the Association
  - 2. Two (2) appointed members – appointed by the U.S. Ambassador to India or the U.S. Consul General – Chennai
  - 3. One (1) Government Representative – appointed by the U.S. Ambassador to India or the U.S. Consul General – Chennai.
  - 4. Two appointed “at large” community members nominated by the Board of Directors and appointed by the U.S. Ambassador to India or the U.S. Consul General – Chennai. One member must be a U.S. passport holder.
- B. All of the above Board members shall be members of the Association and eligible to vote on Association matters as defined in Article IV of the Charter of the Association. The U.S. Government representative and the two “at large” community members are considered to be members of the Association by virtue of his/her appointment.
- C. No Board member shall be employed by the School or receive compensation for services performed at the School. Only one family member may serve on the Board at one time.
- D. No salary or other compensation shall be paid for services as a member of the Board, except reimbursement may be made for reasonable expenses incurred in connection with such service.
- E. Elected members shall be elected by members of the Association in accordance with Association voting procedures as defined in Article IX of the Charter of the Association and Sections IV and V of these By-Laws.
- F. The U.S. Consul General – Chennai shall select, from the elected and appointed Board members, a U.S. citizen to serve as Board Chairperson.
- G. The Board shall, each year, at its first meeting, elect from its own, a Vice Chairperson, a Treasurer and a Secretary to serve, along with the Board Chairperson, as Officers. Their responsibilities shall be as defined in Section IX of these By-Laws. All Officers shall hold office for a term of twelve (12) months or until their successors shall be elected. All Officers shall be eligible for re-election.

- H. All Board members once elected or appointed to the Board shall serve as full voting members.
- I. A majority of the full voting membership of the Board shall constitute a quorum for the purpose of conducting business and the vote of a majority of the full voting membership of the Board shall be required for the passage of any motion or resolution. In the event of a tie vote of such quorum the Board Chairperson may cast an additional vote to break such tie, in addition to the vote to which he/she is entitled as a Board member.
- J. The chief executive officer of the School (the Head of School), or any individual duly acting in said capacity, shall serve ex-officio as a non-voting Board member.
- K. The Board may establish such standing or special committees as it believes appropriate to carry out its goals and objectives. Such committees may include, in addition to selected Board members, members of the Association as well as individuals from the local community.
- L. In accordance with the Charter of the Association, the U.S. Ambassador to India, through the U.S. Consul General – Chennai, reserves the right to veto any Board decision with reason and to dissolve the Board of Directors.

### **SECTION III: Term of Office for Board Members**

- A. The term of all Board members shall be two years beginning on July 1 and ending on June 30.
- B. To facilitate continuity of the Board from one year to the next, the Board members' terms shall start in alternating years. That is, two of the elected, one of the appointed, and one of the "at large" community members shall start their terms in one year and the terms of the other five members shall begin in the following year.
- C. "At-large" community Board Members shall be eligible for re-appointment but may not serve more than six consecutive years, excluding terms of less than one year.
- D. All other Board members shall be eligible for re-election or re-appointment but may not serve more than four consecutive years, excluding terms of less than one year.

### **SECTION IV: Nomination of Elected Members**

- A. In January of each year, the Board shall constitute an Election Committee which shall be responsible for overseeing the process of nominating candidates and electing members to the Board. The committee shall operate from January through the end of April (and completion of the election proceedings) each year.
- B. The Election Committee shall consist of five members: one elected Board member, the U.S. Government Representative and three Association members. The Board shall send a letter to all Association members in early January inviting interested members to submit their names to the Board for consideration. The Board shall select the three Association members with the objective to obtain a reasonably representative mix of the Association Body. None on the committee members shall be candidates in the upcoming election.

- C. The committee, at its first meeting, shall select a Chairperson from its own. In addition, the committee shall develop an election calendar outlining the steps and dates for the conduct of the candidate nomination and election process. This calendar shall be shared with the Board.
- D. In February, and at least two months prior to the scheduled election date, the Election Committee shall send a letter to all Association members encouraging interested individuals to consider becoming a member of the Board and describing the procedure for candidates to submit their nomination form.
- E. The Election Committee itself shall also seek candidates to stand for election, with their goal to ensure there are at least as many candidates as there are open positions. In seeking candidates, the committee should understand the needs of the Board in terms of specific skills or qualifications, take appropriate steps to solicit nominees from all Association members and endeavour to nominate candidates of diversified backgrounds and talents, to the end that the Board elected shall be reasonably representative of the composition of the Association.
- F. All candidates for election to the Board shall be eligible members of the Association as defined in Article IV of the Charter of the Association.
- G. Candidates shall be nominated by five members of the Association and must submit their signed and completed candidate nomination form to the Election Committee at least three weeks prior to scheduled Association meeting and by the date requested.
- H. Following receipt of all nominations and before meeting notification letters are sent to the Association, the Election Committee shall compile a list of all candidates, along with their candidate nomination forms, and present the list to the U.S. Consul General – Chennai for his/her approval. The U.S. Consul General – Chennai has the right to remove any candidate from the list.
- I. Written notice of the election shall be mailed to Association members at least two weeks prior to the April general meeting or any scheduled meeting of the Association, in accordance with Article VIII of the Charter of the Association. Included in the mailing shall be the meeting agenda, the approved list of candidates, in alphabetical order, along with their candidate profile forms, voting ballots and voting procedures.
- J. The Election Committee shall not disclose the names of the candidates that were sought by the committee nor those removed from the list at the request of the U.S. Consul General.

## **SECTION V: Election of Board Members**

- A. The election shall be under the direction of the Election Committee described above and in accordance with Article IX of the Charter of the Association. The specific election procedures, including ballot formats, the voting schedule and placement of ballot boxes shall be documented in Board policy and regulations.
- B. The Election Committee shall make all reasonable efforts to ensure the Association members have a chance to meet the candidates and have an opportunity to vote. A “meet the candidates” event shall be scheduled at least one week prior to the elections at a convenient time and location.



- C. Voting shall take place on at least two successive days, and the ballot boxes shall be open a minimum of eight (8) hours each day. Absentee ballots, or electronic ballots, shall be accepted for a period of one week prior to the start of the election.
- D. Election of Board members shall take place at the April general meeting of the members of the Association or at any scheduled meeting of the Association and shall be by written or electronic ballot. All ballots received up until the election closing time, as communicated by the Election Committee, shall be counted.
- E. Each eligible Association member shall cast one ballot indicating a selection of candidates equal to the number of vacancies to be filled. Ballots indicating a selection of candidates less or more than the number of vacancies to be filled shall be declared void. There shall be no voting by proxy.
- F. The Election Committee shall be responsible for counting the votes. The candidates receiving the largest number of votes shall be deemed elected. Once the votes have been tallied, the Board Secretary shall, at the meeting, announce the names of the newly elected Board members. The number of votes received by each candidate shall be kept confidential.
- G. In the case of a tie vote for the last vacancy, a runoff election shall be held immediately. Association members in attendance at the meeting, and eligible to vote, shall vote by secret ballot for one of the candidates tied for the final position. The Election Committee shall collect and count the votes and announce the results of the runoff.
- H. The provisions set forth in Sections IV and V of these By-Laws affect only those Board members who are elected by the members of the Association.

## **SECTION VI: Vacancies on the Board**

Vacancies occurring on the Board during the year of either elected or appointed members, shall be filled as follows:

- A. If a vacancy of an elected Board member occurs, and if there is more than one year remaining on the term of the departing member, the Association shall elect another candidate to serve for the balance of the term. This election shall occur at either one of the semi-annual general meetings or a special meeting of the Association as determined by the Board. Such elections shall take place in accordance with Board member election procedures as defined in the Charter and By-Laws of the Association. All policies and regulations associated with the election of said Board member shall be in effect, except that the individual shall only serve until the completion of the prior Board member's term.
- B. If there is less than one year remaining on the term, the Board may fill the vacancy, either by selecting a replacement or allowing the Association to elect a candidate as described above; however, should the vacancy occur near the end of the term, the remaining Board members are not bound to appoint a replacement. Consideration of potential candidates for membership on the Board may be conducted in Executive Session.

- C. If a vacancy of any appointed member occurs, the U.S. Ambassador to India or the U.S. Consul General-Chennai shall appoint another individual from the Association to fill the remaining term of the departing member.
- D. Each candidate or appointee shall meet the specific requirements as outlined in the Charter and By-Laws of the Association.

## **SECTION VII: Board Member Removal**

The members of the Association may remove any elected Board member or request the removal of any appointed member at any special meeting of the members or at one of the semi-annual general meetings. Petitions for, and Association voting on, Board member removal shall be made in accordance with Article IX of the Charter of the Association and as further detailed in Board policy. Voting on such removal or request for removal by the members of the Association shall be done by ballot and shall require a majority vote of all eligible members.

## **SECTION VIII: Powers and Duties of the Board of Directors**

- A. The Board shall exercise full control and direction of the business and affairs of the Association and of the School. It shall have all the powers and perform all the acts which the Association and the School may legally exercise and perform and which are legally required to be exercised and performed.
- B. Individual Board members have no authority to act except in meetings of the assembled Board, or by specific designation by the Board.
- C. The Board shall appoint a Head of School who shall be responsible for the overall administration of the School.
- D. The Board is empowered to fix the compensation for administrators, teachers and other employees deemed necessary.
- E. The Board shall make such policies as it considers necessary and shall provide the Head of School and Association members with written copies of these policies which shall be binding until formally amended by the Board.
- F. The Board is authorized to set the tuition fees for the School.
- G. The Board shall meet formally at least four times during the academic year and on the call of the Board Chairperson, more frequently as events warrant. Such regular meetings of the Board shall be open to all members of the Association, School personnel, students and other persons invited by the Board. In addition, the Board may invite from time to time to attend specific Board meetings, others whose presence at such Board meetings the Board believes would be in furtherance of the Board's objectives and purposes.
- H. The Board shall hold Executive sessions of the Board on a regular basis so as meet their responsibilities as the governing Body of the school and for subjects that may be sensitive as determined by the Chairperson or the majority of the Board.
- I. The Board shall hold two general meetings of the members of the Association during the months of September and April, on such dates as may be fixed by the Board. These meetings

shall be held for the purposes of providing a comprehensive briefing on the School's financial, operating, curriculum and educational status, electing members to the Board (April) and presentation of the annual report of the Board (September) to the membership. Other business may be conducted or additional topics presented, as determined by the Board.

- J. The Board shall hold special meetings of the members of the Association in accordance with Article VIII (B) of the Charter of the Association.
- K. The Board shall conduct all meetings of the Board and of the Association in accordance with the Charter of the Association, these By-Laws and applicable Board policy. This shall include, but not be limited to, meeting notification, meeting attendees, business to be conducted, definition of what constitutes a quorum and voting procedures. All questions of parliamentary law not specifically provided for in the Charter of the Association, By-Laws, or Board Policies shall be decided upon the principles laid down in "Robert's Rules of Order."
- L. The Board shall be responsible for the Association's finances and shall have an annual external audit made of the accounts of the Association to be presented at the September general meeting.

## **SECTION IX: Duties of the Officers**

- A. Chairperson: It shall be the duty of the Chairperson to preside at all meetings of the Board and of the Association, to appoint committees of the Board and of the Association, and to have the Secretary call all meetings of the Board and of the Association in accordance with the Charter and these By-Laws. In the absence of the Head of School, the Chairperson is authorized to sign all contracts and other instruments binding to the Association.
- B. Vice Chairperson: It shall be the duty of the Vice Chairperson to perform the duties of the Chairperson whenever the latter shall be absent or incapacitated, and the acts so performed shall be as valid and binding upon the Association as if performed by the Chairperson in person. The Vice Chairperson shall also ensure the Board operates in accordance with the Charter of the Association, these By-Laws and applicable Board policy.
- C. Treasurer: It shall be the duty of the Treasurer to serve as Chairperson of the Board's Finance Committee, to assist the Head of School in preparation of the annual budget as required, to review the monthly School financial statements and annual audit report, and to provide recommendations to ensure the satisfactory management of the School's financial resources.
- D. Secretary: It shall be the duty of the Secretary to have minutes kept of all proceedings of the Board and the Association, and to enter same in his/her book of Record, to notify members of the Board and the Association of all meetings, and to conduct the official correspondence of the Board and of the Association.
- E. Executive Committee: It shall be the duty of the Executive Committee to oversee the planning of annual committee goals and charging of committees, Board and Head of School succession planning, support and evaluation of the Head of School, risk management, and other items that the Chairperson feels are of necessary or vital importance. It shall be composed of the Officers of the Board of Directors, the United States Government Representative, and the Head of School.

## SECTION X: Amendment of the By-Laws

Subject to approval from the U.S. Consul General – Chennai, these By-Laws may be amended only upon a majority vote of the eligible Association members, provided that:

- A. notice in writing, and/or by email of such proposed amendment shall have been given to the members by the Secretary when notifying them of the date of such meeting;
  1. such notice shall have been given to the members of the Association at least two (2) weeks prior to the date of the meeting;
  2. voting shall be done by ballot, or electronic ballot, in accordance with the Charter of the Association and all ballots, including electronic ballots, received until the designated meeting time shall be counted;
  3. and further, no change shall be made in the By-Laws which may be in conflict with the Charter of the Association.

These By-Laws shall take effect as of the date of the U.S. Consul General – Chennai's approval, set forth below.

APPROVED:

Date: 24 May, 2016

Phillip A. Min  
U.S. Consul General – Chennai

## Legal Status Development Timeline

- Ministry of Human Resources Development issued a Memorandum to setup an American International School in Madras on 16<sup>th</sup> June, 1995.
- The School was founded in July 1995 to provide an international education to children of expatriates living in Chennai. The American Embassy in India and the US Ambassador were given a No Objection Certificate/MOU from Ministry of External Affairs (MEA), India to start a school in erstwhile Madras on the same terms and conditions as the American School of Bombay on July 11, 1995. The MOU specified school staff of American nationality to be entitled to exemptions from Income tax as provided under section 10 (6) (v) of the Indian Income Tax Act of 1961 and under Article 22 of the Convention between India and USA for the avoidance of double taxation and the prevention of fiscal evasion in respect of taxes on income for a period not exceeding 2 years.
- The constitution of the School from 1995 - 2006 was as an unincorporated Association of persons. All fee paying parents were the members of the Association. From 1995-1998, the school as per blanket Indian Income tax laws was exempt from taxation. From April, 1999 the school got tax free status on yearly renewable basis through March 31, 2004.
- AISC became an approved Educational Institution exempt from Indian Income Tax under Section 10 (23 C (vi)) and continues to be a tax exempt educational institution with effect from April 1, 2004.
- Registered as a Trust with the Indian Income Tax Office with effect from October 31, 2007 and continues to be an educational charitable trust.
- AISC status is permanent subject to compliance with the terms and conditions in the approvals from the Indian Income Tax office.

## Ministry of Human Resources Development Document

NO. F.5-2/95-Sch-1  
Government of India  
Ministry of Human Resource Development  
(Department of Education)

New Delhi, the 16th June, 1995.

### OFFICE MEMORANDUM

Subject : Setting up of an American International School in  
Madras.

The undersigned is directed to refer to Ministry  
on the subject mentioned above and to say that this  
Ministry has no objection from educational angle to the  
setting up of an American International School at Madras on  
the same terms and conditions approved by the Govt. of  
India for setting up of the American Consulate School at  
Bombay. This is further subject to the terms and  
conditions as may be prescribed by the Government of India  
from time to time.

(K.R. Chandrasekaran)  
Asstt Educational Adviser

Min of External Affairs,  
(Mrs K. Komar, Director &  
Deputy Chief of Protocol (2),  
South Block,  
New Delhi.



## Ministry of External Affairs Documents

No. 011/45/14/5/95

Date - 11, July, 1995.

The Ministry of External Affairs presents its compliments to the Embassy of the United States of America and with reference to the latter's note no. 1126 of February 11, 1995 for establishing an American International School in Madras, has the honour to say that the Government of India has no objection to the establishment of an American International School in Madras on the same terms and conditions as were approved by the Government of India for setting up of an American School in Bombay.

The school staff of American nationality recruited in the United States of America will be entitled to such exemptions from income tax as are provided under Section 10(6)(v) of the Income Tax Act of 1961 and under Article 22 of the Convention between India and the U.S.A. for the avoidance of double taxation and the prevention of fiscal evasion in respect of taxes on income, for a period not exceeding 2 years from the date he or she first visits India for this purpose. The number of staff members proposed to be recruited for the American School in Madras may kindly be intimated to this Ministry to enable it to take a decision with regard to the staff strength.

The Ministry of External Affairs avails itself of this opportunity to renew to the Embassy of the United States of America the assurances of its highest consideration.

Embassy of the United States  
of America,  
Chanakyaपुर,  
New Delhi 110011.





## Continued...



No. 1312 / JS (AMS) / 01

विदेश मंत्रालय, नई दिल्ली  
MINISTRY OF EXTERNAL AFFAIRS  
NEW DELHI

August 7, 2001

The Ministry of External Affairs presents its compliments to the Embassy of the United States of America in New Delhi and has the honour to draw its attention to the matter of admission of children of Indian nationals to the American Embassy School (AES) in Delhi and Mumbai.

2. It may be recalled that the AES functions in accordance with the Letter of Understanding addressed by the then Foreign Secretary in June 1973 to the then CDA of the U.S. Embassy in New Delhi. According to that Letter, "Admission to the School will be primarily restricted to children of American nationality, whether of official or non-official status. Children of other persons entitled to diplomatic, consular or official privileges may continue to be admitted to the school". There was no provision for admission of Indian students in the school.

3. The logic behind the policy was that the AES enjoys certain privileges such as the fact that the property of the school, both movable and immovable is administered by or for the Ambassador of the United States of America in India, or his representative; and the teachers are treated as members of the staff of the Ambassador and as such, are entitled to exemptions from income tax under section 10(6) (v) of the Income Tax Act of 1961.

4. However, from 1989 onwards, admission of Indian nationals under exceptional circumstances commenced, on the basis of a 'no objection' certificate issued by the Ministry of External Affairs. The Ministry applied the following guidelines while considering requests for NOC:

- (a) the parents of the student are likely to stay in India for a period of 2 to 3 years and that the student should have come from an American/international system of education and has to return to the American/international system of education; and
- (b) the student is in a critical stage of education and studying in the AES is important for the student's education.

## Continued...

5. The Ministry proposes that henceforth, the AES undertake the responsibility of admission of children of Indian nationals based on the aforementioned criteria, on a self-governing basis. Further, it is proposed that at the end of the academic year, the AES provides the Ministry with a tabular statement containing a list of all such admissions made during the academic year, indicating in summary form the circumstances in which admission was granted.

6. The Embassy of the United States of America, if in agreement with the proposal outlined in paragraph 5 above, may send a confirmatory letter in this regard. This Note and the response of the U.S. Embassy in New Delhi shall constitute partial amendment of the Letter of Understanding of 1973 between the two countries on this matter.

7. The Ministry of External Affairs avails itself of this opportunity to renew to the Embassy of the United States of America, assurances of the highest consideration.

Embassy of the United States of America  
Chanakya Puri  
NEW DELHI





## Continued...

MT - Free copy

### TERMS AND CONDITIONS FOR OPENING AND RUNNING OF AMERICAN SCHOOL IN BOMBAY

1. The name of the school shall be 'American School, Bombay'. The object of the school will be to enable American children to study under the American system of education. The admission to the school will be primarily open to the children of American national whether of official or non-official status. Children of other persons entitled to diplomatic, consular or official privileges may be admitted to such school. The School shall not carry on the rolls students of Indian nationality. Whenever the number of students in School is increased this Ministry would be informed accordingly.
2. The establishment of any further branch/branches of the School will require the prior approval of the Government of India.
3. Purchase of immovable property or taking up such properties on lease for the school anywhere in India will require prior approval of the Government of India.
- \* 4. The School shall not form part of the Consulate and its activities shall be confined to the field of school education only.
5. The details of the number of non-Indian teachers in the school should be furnished to this Ministry and any proposal to increase the number of teacher should be done only with the prior permission of this Ministry.
6. School staff members of the nationality of the country who are recruited in and outside India defined as including professional school personnel, such as, school administrators, teachers, counselling and health staff, whose appointment has been notified to and accepted by the Government of India will be treated as the members of the staff of the American School. The salaries of such persons will be subjected to Indian Income-Tax under Section 9(1)(ii) of the Income Tax Act of 1961, as amended from time to time.
7. The above staff including the teachers shall not be entitled any privileges and immunities. Similarly, the School premises will be entitled to such privileges and immunities as are normally intended to premises of the foreign diplomatic missions.
- \* 8. The school shall come under the supervision of the Ministry of Human Resource Development of the Government of India and Annual Report about the number of students with their nationality and the number of teachers etc. shall be furnished to that Ministry as well as to Ministry of External Affairs.
9. The Government of India shall not bear any expenditure on running and maintenance of the school.

.....

## Registration Letter



PROCEEDINGS OF THE DIRECTOR OF INCOMETAX (EXEMPTIONS),  
III FLOOR, ANNEXE BLDG.121, MAHATMA GANDHI SALAI, CH-34.

Present: SHRI SRI RAM SINGH, I.R.S.,  
Director of Income tax (Exemptions)

\*\*\*\*\*

DIT (E) No.2(458)07-08

Date: 31/10/2007.

Sub: Grant of registration u/s. 12AA of the Income tax Act 1961 - in the case of

**THE AMERICAN INTERNATIONAL SCHOOL, 100 FEET ROAD, TARAMANI,  
CHENNAI 113.**

Ref: Application in Form 10A filed on 30/5/2007.

\*\*\*\*

1. The above **TRUST** was constituted by **TRUST DEED** dated 11/7/1995.
2. The above **TRUST** filed an application seeking Registration u/s.12AA of the Income tax Act, 1961. This is **NOT WITHIN** stipulated time.
3. Since the reasons for the delay in filing the application are not considered satisfactory, the "TRUSTSOCIETY" is registered u/s.12AA with effect from 1.4.2006 **"W.E.F. DATE"** only.
4. On going through the object of the **TRUST** and its proposed activities as enumerated in the **TRUST DEED**. I am satisfied about the genuineness of the **TRUST** as on date.
5. The application has been entered at 441/07-08 maintained in this office. The above **TRUST** is accordingly registered u/s.12AA of the Income Tax Act, 1961.
6. Let it be clarified that the Registration so given to the **Trust** is not absolute. Subsequently, if it is found that the activity of the **Trust/Institution** are not genuine or are not being carried out in accordance with the object of the **Trust/Institution**, the Registration so granted shall be cancelled as provided u/s.12AA(3) of the Income Tax Act..
7. **Granting of Registration u/s.12AA** does not confer any automatic exemption of your income. The Trust should conform to the parameters laid down in Section 11 to claim exemptions to its income on year to year basis before the Assessing Officer. **The TRUST is advised to follow scrupulously the advisory note enclosed.**

sd/-



(SRI RAM SINGH)  
DIRECTOR OF INCOMETAX,  
(EXEMPTIONS), CHENNAI-34.

Copy to

1. The Assessee.
2. The Adml. Director of Income tax (Exemptions), Chennai.
3. The ADIT(E) IV, Chennai.

// **CERTIFIED TRUE COPY** //

(R. SURYANARAYANAN)  
Income Tax Officer (Hqrs.)  
(EXEMPTIONS), Chennai

## Conflict of Interest Policy

### Board member conflict of interest

Board members shall be free of conflict of interest as follows:

- A. **Board Membership:** No School employee, or individual who receives financial remuneration for services rendered at the School, shall serve as a member of the Board. If a Board member becomes employed by the School and receives monetary compensation for services performed, such member shall resign his/her membership on the Board.
- B. **Purchase of Goods and/or Services:** The Board prohibits the purchase of goods or services from a company in which a Board member has any financial interest. Exceptions to this rule shall require the Head of School's recommendation and an affirmative vote from a majority of Board members, with the concerned Board member(s) abstaining from voting and the discussion of the matter.
- C. **Personnel Employment:** Individual Board members shall not influence the employment decisions involving School personnel.
- D. **Other Issues of Potential Conflict:** A Board member is expected to excuse him/herself on the voting on any issue where there might be a personal conflict of self-interest. The Board Chairperson shall have the final decision to determine whether or not an actual or appearance of a conflict of interest exists.



# 12 Principles of Governance That Power Effective Boards

(Source: Board Source)

## Principle 1: Constructive Partnership

Exceptional Boards govern in constructive partnership with the chief executive, recognizing that the effectiveness of the Board and chief executive are interdependent.

## Principle 2: Mission Driven

Exceptional Boards shape and uphold the mission, articulate a compelling vision, and ensure the congruence between decisions and core values.

## Principle 3: Strategic Thinking

Exceptional Boards allocate time to what matters most and continuously engage in strategic thinking to hone the organization's direction. This thinking is not periodic; rather it is part of the ongoing work of the Board.

## Principle 4: Culture of Inquiry

Exceptional Boards institutionalize a culture of inquiry, mutual respect, and constructive debate that leads to sound and shared decision-making. Board members will seek more information, question assumptions, and challenge conclusions while drawing upon multiple sources and perspectives.

## Principle 5: Independent-Mindedness

Exceptional Boards are independent-minded. When making decisions, Board members put the interests of the organization above all else. They apply rigorous conflict of interest procedures and avoid undue influence based on loyalty, seniority, position or reputation.

## Principle 6: Ethos Of Transparency

Exceptional Boards promote an ethos of transparency by ensuring that donors, stakeholders, and interested members of the public have access to appropriate and accurate information regarding finances, operations, and results.

## Principle 7: Compliance With Integrity

Exceptional Boards promote strong ethical values and disciplined compliance by establishing appropriate mechanisms for active oversight.

## **Principle 8: Sustaining Resources**

Exceptional Boards link bold visions and ambitious plans to financial support, expertise, and networks of influence. A budget tied to the strategic plan, a solid infrastructure including focus on human resources, technology, and facilities, and active engagement in fundraising will help contribute to success.

## **Principle 9: Results-Oriented**

Exceptional Boards are results-oriented. They measure the organization's advancement towards mission and evaluate the performance of major programs and services.

## **Principle 10: Intentional Board Practices**

Exceptional Boards intentionally structure themselves to fulfil essential governance duties and to support organizational priorities. Evaluation of Board size and structure, committees and task forces and the use of consent agendas are all intentional considerations.

## **Principle 11: Continuous Learning**

Exceptional Boards embrace the qualities of a continuous learning organization, evaluating their own performance and assessing the value they add to the organization. This learning is about the organization and industry and includes Board orientation and self-assessment and extends beyond the Boardroom.

## **Principle 12: Revitalization**

Exceptional Boards energize themselves through planned turnover, thoughtful recruitment, and inclusiveness. They understand the importance of fresh perspectives and the risk of closed groups. They review Board composition, term limits, and diversity and implement recruitment strategies as a result.



## AISC Board of Directors Code of Conduct

As a member of this Board of Trustees, I recognize that its authority rest with the Board as a whole, not with individual Board members, and I promise to:

- Respect the confidentiality of privileged information, which comes before the Board and will not discuss confidential matters of the Board outside Board meetings or Board committee meetings;
- Avoid any conflict of interest and be open about potential conflicts of interest;
- Attend all regular Board meetings and special Board events insofar as possible, including Board Open Forums, Retreats and Board Orientation;
- Work on committees as needed;
- Put in the time needed to accomplish the goals of the Board;
- Be on time for meetings, come prepared and informed concerning the issues to be considered at those meetings, and stay on task;
- Focus on strategic-level decisions;
- Support the managerial autonomy of the HOS and his/her administrative team;
- Strive for consensus – but not be afraid to vote;
- Make Board decisions that reflect the best interests of the whole School community and support the School's mission;
- Publicly support Board decisions (whether I agree with them or not) speak with one voice;
- Support the Board Chair in running effective meetings;
- Be aware that my role as a Board member is distinct from my role as a parent;
- Deal with community input following the agreed process;
- Maintain and model high ethical standards;
- Be positive in public communications about the School;
- Avoid raising individual concerns or matters unless they have implications that concern the Board;
- Treat other Board members, the HOS, and all stakeholders with respect and consideration.

# Board of Directors Evaluation Instrument

## Board Self – Evaluation Questionnaire

*Circle the response that best reflects your opinion. The rating scale for each statement is:  
(1) Strongly Disagree; (2) Disagree; (3) Maybe or Not Sure; (4) Agree; (5) Strongly Agree.*

### I. Board Relationship with Head of School

1. There is a clear understanding of where the Board's role ends and the Head of School's begins.
2. There is good two-way communication between the Board and the Head of School.
3. The Board trusts the judgment of the Head of School.
4. The Board views its Head of School as its administrative leader and expects its leader to supervise day-to-day operation of the total School corporation.
5. The Board has developed formal criteria and a process for evaluating the Head of School, and does so on an annual basis and in a confidential manner.
6. The Board establishes written policies for the guidelines of the Head of School and staff in the operation of the School.
7. The Board encourages the Head of School's professional growth and ensures that he/she is able to take advantage of professional development opportunities.
8. The Board provides feedback and shows its appreciation to the Head of School on a regular basis.
9. At least once a year, the Board asks the Head of School to articulate his/her vision for the School's future and offer strategies to realize that vision.
10. The Head of School periodically advises the Board of availability of outside funds, programs, grants, community resources, research programs, and special construction funds.

### II. Board Relationship with Association

1. The Board ensures that the organization's accomplishments and challenges are communicated to the Association.
2. The Board has ensured that the Association has received reports on how our School has used its financial and human resources.
3. The Board has formed ad hoc committees/task forces that include staff and community representatives as well as Board members.
4. The Board solicits input from all segments of the Association in establishing goals.
5. Board members seek the respect and support of the community, but render decisions based on available facts and independent judgment and refuse to surrender that judgment to other individuals or special interest groups.

6. The Board encourages the Association to attend Board meetings.
7. The Board shows an awareness of the impact its decisions will have on the Association/community.
8. The Board is responsive to the Associations needs, and addresses issues expeditiously.

### **III. Board Meetings**

1. Board members strive to attend all regularly scheduled Board meetings and to become informed about the items to be considered at those meetings.
2. The Board allows adequate time for Association participation at the Board meetings.
3. The Board meeting's agenda clearly reflects our strategic plan or priorities, and is well-planned so that we are able to get through all necessary Board business.
4. Board members are aware of what is expected of them.
5. Sufficient time and opportunity exists for Board members to review the agenda before a Board meeting.
6. The Board confines its meetings to a reasonable length of time.
7. The Board solicits participation by each Board member, and we do a good job encouraging and dealing with different points of view.
8. The Board members support majority decision of the Board even when individual views may differ from the majority decision.
9. The Board treats confidential information as such for protection of the individual member and the Board.
10. The Board has a plan for education and further Board development.
11. The Board has discussions about the effectiveness of its performance.

### **IV. Planning, Policies & Goals**

1. The Board has developed and/or adopted a vision for the School.
2. The School Board has a three to five-year strategic plan or a set of clear long-range goals and priorities.
3. The Board has insured that the School also has a one-year operational or business plan.
4. The Board has taken responsibility for recruiting new Board members.
5. The Board has planned and led the orientation process for new Board members.
6. The Board evaluates its progress in achieving its goals and objectives on a semi-annual basis.
7. The School shares its goals and vision with the Association.
8. The School Board actively seeks the contributions of faculty, students, and Association members (where applicable) before drawing up new policies, goals, vision.

9. The Board is comprised of members who display the willingness to devote the necessary time to become as effective as possible.
10. The Board establishes and maintains a systemic plan for feedback on policies to determine effectiveness, their worth, and whether they need to be amended, modified, or cancelled.
11. The Board seeks outside assistance from consultants or other community leaders when considering its work.
12. The Board devotes more time to putting out fires than it devotes to preparing for the future.

## **V. Finance**

1. The School Board understands the budget.
2. The Board establishes policies to properly manage the finances of the School.
3. The Board stays aware of its debt limitations and sets priorities based on total financial needs of the School.
4. The Board keeps the Association informed about the financial status of the School.
5. The Board considers long term capital investment and/or spending plans.

## **VI. Performance of Individual Board Members/Board Chair**

1. I am aware of what is expected of me as a Board member.
2. I read the minutes, reports and other materials in advance of our Board meetings.
3. I am familiar with what is in the School's By-Laws and governing policies.
4. I am a good listener at Board meetings, I follow through on things I have said I would do, and I maintain the confidentiality of all Board decisions.
5. I stay informed about issues relevant to our School and bring information to the attention of the Board.

# Introduction to Robert's Rules of Order

## Summary

1. What is Parliamentary Procedure?
2. Why is Parliamentary Procedure important?
3. Example of the Order of Business.
4. Motions
5. Types of Motions.
6. How are Motions presented?
7. Voting on a Motion.

## What is Parliamentary Procedure?

It is a set of rules for conduct at meetings that allows everyone to be heard and to make decisions without confusion.

## Why is Parliamentary Procedure important?

Because it's a time tested method of conducting business at meetings and public gatherings. It can be adapted to fit the needs of any organization. Today, Robert's Rules of Order newly revised version is the basic handbook of operation for most clubs, organizations and other groups. So it's important that everyone know these basic rules.

## Example of the Order of Business

Organizations using parliamentary procedure usually follow a fixed order of business. Below is a typical example

1. Call to order.
2. Roll call of members present.
3. Reading of minutes of last meeting.
4. Officer reports.
5. Committee reports.
6. Special orders – Important business previously designated for consideration at this meeting.
7. Unfinished business.
8. New Business.
9. Announcements.
10. Adjournment.

## Motions

The method used by members to express themselves is in the form of moving motions. A motion is a proposal that the entire membership take action or a stand on an issue.

Individual members can:

1. Call to order.
2. Second motions.
3. Debate motions.
4. Vote on motions.

## Types of Motions

\* There are four Basic Types of Motions.

1. **Main Motions:** The purpose of a main motion is to introduce items to the membership for their consideration. They cannot be made when any other motion is on the floor, and yield to
2. privileged, subsidiary, and incidental motions.
3. **Subsidiary Motions:** Their purpose is to change or affect how a main motion is handled, and is voted on before a main motion.
4. **Privileged Motions:** Their purpose is to bring up items that are urgent about special or important matter unrelated to pending business.
5. **Incidental Motions:** Their purpose is to provide a means of questioning procedure concerning other motions and must be considered before the other motion.

## How are Motions presented?

1. Obtaining the Floor
  - A. Wait until the last speaker has finished.
  - B. Rise and address the Chair by saying, "Mr. Chairman, or Mr. President."
  - C. Wait until the Chair recognizes you.
2. Make your motion
  - A. Speak in a clear and concise manner.
  - B. Always state a motion affirmatively. Say, "I move that we..." rather than, "I move that we do not..."
  - C. Avoid personalities and stay on your subject.
3. Wait for someone to second your motion.
4. Another member will second your motion or the Chair will call for a second.
5. If there is not second to your motion, it is lost.
6. The Chair states your motion.
  - A. The Chair will say, "It has been moved and seconded that we...". Thus placing your motion before the membership for consideration and action.
  - B. The membership then either debates your motion or may move directly to a vote.
  - C. Once your motion is presented to the membership by the Chair, it becomes "assembly property", and cannot be changed by you without the consent of the members.
7. Expanding on your motion.
  - A. The time for you to speak in favor of your motion is at this point in time, rather than at the time you present it.
  - B. The mover is always allowed to speak first.
  - C. All comments and debate must be directed to the Chair.
  - D. Keep to the time limit for speaking that has been established.
  - E. The mover may speak again only after other speakers are finished, unless called upon by the Chair.
8. Putting the Question to the Membership.

- A. The Chair asked, “Are you ready to vote on the question?”
- B. If there is not more discussion, a vote is taken.
- C. On a motion to move, the previous question may be adapted.

## Voting on a Motion

The method of vote on any motion depends on the situation and the bylaws of policy of your organization. There are five methods used to vote by most organizations. They are:

1. **By Voice** – The Chair asks those in favor to say, “aye”, those opposed to say, “no”. Any member may move for an exact count.
2. **By Roll Call** – Each member answers “yes” or “no” as his name is called. This method is used when a record of each person’s vote is required.
3. **By General Consent** – When a motion is not likely to be opposed, the Chair says, “If there is no objection....”. The membership shows agreement by their silence, however, if one member says, “I object”, the item must be put to a vote.
4. **By Division** – This is a slight variation of a voice vote. It does not require a count unless the Chair so desires. Members raise their hands or stand.
5. **By Ballot** – Members write their vote on a slip of paper. This method is used when secrecy is desired.

There are two other motions that are commonly used that relate to voting.

1. **Motion to Table** – This motion is often used in the attempt to “kill” a motion. The option is always present, however, to “take from the table” for consideration by the membership.
2. **Motion to Postpone Indefinitely** – Often used as a means of parliamentary strategy and allows opponents of motion to test their strength without an actual vote being taken. Also, debate is once again open on the main motion.

### Remember:

Parliamentary Procedure is the best way to get things done at your meetings. But, it will only work if you use it properly.

1. Allow motions that are in order.
2. Have members obtain the floor properly.
3. Speak clearly and concisely.
4. Obey the rules of debate.

**Most importantly, BE COURTEOUS.**

## The Rules

**\*Point of Privilege:** Pertains to noise, personal comfort, etc. – may interrupt only if necessary.

**\*Parliamentary Inquiry:** Inquire as to the correct motion – to accomplish a desired result, or raise a point of order.

**\*Point of Information:** Generally applies to information desired from the speaker: “I should like to ask (the speaker) a question.”



**\*Order of the Day (Agenda):** A call to adhere to the agenda (a deviation from the agenda requires Suspending the Rules).

**\*Point of Order:** Infraction of the rules, or improper decorum in speaking. Must be raised immediately after the error is made.

**\*Main Motion:** Brings new business (the next item on the agenda) before the assembly.

**\*Divide the Question:** Divides a motion into two or more separate motions (must be able to stand on their own).

**\*Consider by Paragraph:** Adoption of paper is held until all paragraphs are debated and amended and entire paper is satisfactory; after all paragraphs are considered, the entire paper is then open to amendment, and paragraphs may be further amended. Any Preamble cannot be considered until the debate on the Body of the paper has ceased.

**\*Amend:** Inserting or striking out words or paragraphs, or substituting whole paragraphs or resolutions.

**\*Withdraw/Modify Motion:** Applies only after question is stated; mover can accept an amendment without obtaining the floor.

**\*Commit/Refer/Recommit to Committee:** State the committee to receive the question or resolution; if no committee exists, include size of committee desired and method of selecting the members (election or appointment).

**\*Extend Debate:** Applies only to the immediately pending question; extends until a certain time or for a certain period of time.

**\*Limit Debate:** Closing debate at a certain time, or limiting to a certain period of time.

**\*Object to Consideration:** Objection must be stated before discussion or another motion is stated.

**\*Lay on the Table:** Temporarily suspends further consideration/action on pending question; may be made after motion to close debate has carried or is pending.

**\*Take from the Table:** Resumes consideration of item previously "laid on the table" – state the motion to take from the table.

**\*Reconsider:** Can be made only by one on the prevailing side who has changed position or view.

**\*Postpone Indefinitely:** Kills the question/resolution for this session – exception: the motion to reconsider can be made this session.

**\*Previous Question:** Closes debate if successful – may be moved to "Close Debate" if preferred.

**\*Informal Consideration:** Move that the assembly go into "Committee of the Whole" – informal debate as if in committee; this committee may limit number or length of speeches or close debate by other means by a 2/3 vote. All votes, however, are formal.

**\*Appeal Decision of the Chair:** Appeal for the assembly to decide – must be made before other business is resumed; NOT debatable if relates to decorum, violation of rules or order of business.

**\*Suspend the Rules:** Allows a violation of the assembly's own rules (except Constitution); the object of the suspension must be specified.

## Head of School Evaluation Instrument

**The Head of School must perform in at least seven central areas:**

1. Performs as leader/mentor/facilitator.
2. Performs as educational leader of the School.
3. Serves as chief executive officer of the School.
4. Oversees staff personnel management.
5. Oversees facilities management.
6. Oversees financial management.
7. Directs community relations activities.

The evaluation instrument includes several dimensions of effective practice for each of the seven areas.

Rating Scale:

- 1 – Strongly Disagree
- 2 - Disagree
- 3 - Agree
- 4 – Strongly Agree

N/A – Indicates insufficient knowledge and/or that this dimension is not applicable to you.

Comments are useful as positive and constructive feedback.

***Please Use the Above Rating Scale on All Tasks***

### Task 1: Performs as Leader/Mentor/Facilitator

Dimensions		Rating				
I.1	Fosters big-picture thinking and achievement.	1	2	3	4	N/A
I.2	Seeks out areas for improvement and leads change.	1	2	3	4	N/A
I.3	Listens well to opposing viewpoints and acts on constructive criticism.	1	2	3	4	N/A
I.4	Deals effectively with negative criticism.	1	2	3	4	N/A
I.5	Encourages team effort and ability to delegate when needed	1	2	3	4	N/A
I.6	Leads by example.	1	2	3	4	N/A
I.7	Values group interaction and problem-solving rather than knowing all the answers.	1	2	3	4	N/A

1.8	Develops power by entrusting and sharing.	1	2	3	4	N/A
1.9	Has a clarity of expression that reflects honesty and integrity in all communications and relationships.	1	2	3	4	N/A
1.10	Demonstrates commitment.	1	2	3	4	N/A

**Comments:****Task 2: Performs as Education Leader**

Dimensions		Rating				
2.1	Evaluates assistants and develops an annual performance plan.	1	2	3	4	N/A
2.2	Keeps abreast of current knowledge of development in curriculum and instruction management.	1	2	3	4	N/A
2.3	Expects and genuinely supports the continuous growth of self and others.	1	2	3	4	N/A
2.4	Demonstrates commitment and communicates vision/mission to School personnel.	1	2	3	4	N/A
2.5	Strives toward excellence by listening, researching, and planning in support of the School's mission.	1	2	3	4	N/A
2.6	Explores implications and acts based on logic and rationale.	1	2	3	4	N/A
2.7	Respects confidentiality.	1	2	3	4	N/A
2.8	Modifies views when better information becomes available.	1	2	3	4	N/A
2.9	Anticipates how people will react to decisions and proposals. (people skills)	1	2	3	4	N/A
2.10	Leads and directs the School's strategic planning process.	1	2	3	4	N/A
2.11	Is able to make "hard" decisions for the good of the School.	1	2	3	4	N/A
2.12	Is dependable and predictable in word and action.	1	2	3	4	N/A
2.13	Anticipates, analyzes and discusses emerging educational/School issues with the Board on a regular basis.	1	2	3	4	N/A
2.14	Provides leadership in the achievement of strategic plan objectives by or prior to established completion dates.	1	2	3	4	N/A

**Comments:****Task 3: Serves As the Chief Executive Officer of the School Board**

Dimensions		Rating
3.1	Assists and recommends action to the Board on an annual basis to evaluate the School's progress on established priorities.	1 2 3 4 N/A
3.2	Reports to the School Board about the status of School programs, administrative rules and regulations.	1 2 3 4 N/A
3.3	Acts as liaison between the School Board and School personnel.	1 2 3 4 N/A
3.4	Defines areas of responsibility, delegation of authority and work relationships for administrative personnel.	1 2 3 4 N/A
3.5	Makes timely decisions and accepts responsibility.	1 2 3 4 N/A
3.6	Consults with people; seeks and considers opinions of others and assumes responsibility.	1 2 3 4 N/A
3.7	Presents oral and written communications that are objective, descriptive, clear and direct.	1 2 3 4 N/A
3.8	Is a person I trust.	1 2 3 4 N/A

**Comments:****Task 4: Staff Personnel Management**

Dimensions		Rating
4.1	Has a recruitment plan and effectively recruits personnel.	1 2 3 4 N/A
4.2	Oversees the planning and evaluation of the staff evaluation and development programs.	1 2 3 4 N/A
4.3	Maintains close communication with staff.	1 2 3 4 N/A
4.4	Promotes morale and unites people toward a common goal.	1 2 3 4 N/A
4.6	Involves personnel in planning and problem-solving.	1 2 3 4 N/A
4.7	Keeps School staff informed as to the status of contractual agreements.	1 2 3 4 N/A

**Comments:**

## Task 5: Facilities Management

Dimensions		Rating
5.1	Prepares long and short-term plans for facilities and sites.	1 2 3 4 N/A
5.2	Ensures proper maintenance and monitors any construction, renovation or demolition of School property.	1 2 3 4 N/A
5.3	Utilizes all resources within the School to upgrade equipment, computer and other technology, library and student-use resources.	1 2 3 4 N/A

**Comments:**

## Task 6: Financial Management

Dimensions		Rating
6.1	Prepares budget with input from administration, staff and Board.	1 2 3 4 N/A
6.2	Allocates funds, excluding fixed costs (salary, maintenance, depreciation, etc.) appropriately.	1 2 3 4 N/A
6.3	Ensures that expenditures are within limits approved by the School Board.	1 2 3 4 N/A
6.4	Monitors compliance with policies, laws and strategic plan.	1 2 3 4 N/A
6.5	Reports to the School Board on the financial condition of the School in clear and simple terms.	1 2 3 4 N/A
6.6	Is effective in obtaining necessary resources.	1 2 3 4 N/A

**Comments:**

## Task 7: Directs Community Relations Activities

Dimensions		Rating				
7.1	Communicates educational programs and needs to the School community.	1	2	3	4	N/A
7.2	Maintains effective contact with parents.	1	2	3	4	N/A
7.3	Maintains effective contact with the news media.	1	2	3	4	N/A
7.4	Participates in community affairs.	1	2	3	4	N/A
7.5	Demonstrates the ability to treat people with respect while listening to diverse views.	1	2	3	4	N/A
7.6	Evaluates School community satisfaction of AISC's programs and facilities on a bi-annual basis.	1	2	3	4	N/A

**Comments:**

# Statutory Auditor Policies

## Financial Audit

The Board of Directors shall commission an annual financial audit performed on all School accounts following the close of each fiscal year. The Board shall appoint an independent auditor to conduct this audit which must show all moneys collected, disbursed and retained, together with receipts verifying moneys collected and vouchers for money disbursed.

In addition to the above, the duties of the Board-appointed auditor shall be to:

- A. Examine the balance sheet of the School as of the close of its fiscal year and the related statements of transactions in the various funds for the fiscal year then ended;
- B. Conduct this examination in accordance with generally accepted auditing standards and to include such tests of the accounting records and other auditing procedures as are necessary in the circumstances;
- C. Render an opinion on the financial statements prepared as of the close of the fiscal year;
- D. Make recommendations to the Board concerning its accounting records, procedures and related activities as may appear necessary or desirable; and,
- E. Perform such other related services as may be requested by the Board.

The audit shall be completed by a qualified independent accounting firm, registered in India. The audit firm should provide an opinion on the internal controls of all operations with special emphasis on any area specifically requested. The audit and review shall be performed under generally accepted American Institute of Certified Public Accountants standards or comparable international accounting standards.

Normally no single accounting firm shall perform the School's audit for more than three successive years. Letters of Proposal shall be solicited from several qualified accounting establishments based upon an approved list provided by the Board Finance Committee and the Head of School. The initial engagement may be renewed up to an additional two years with the approval of the Board of Directors.

No later than the January meeting, the Head of School shall recommend to the Board an accounting firm to be used for the current year's audit. No later than the March meeting, the Board should accept the firm's proposed audit plan.

The approved auditors shall begin their work as soon as possible following the close of the fiscal year and complete the audit by the end of June. Both the draft and final audit reports and accompanying management letter shall be reviewed by the Board Finance Committee prior to being submitted to the Board for approval. Any recommendations included in the audit, shall have a School management response appended.



The statutory and internal audit coverage, proceedings and report cycle is as below:

**Statutory Audit**

Month	April				May				Jun				July				August				September				October				November				December				January				February				March			
Week	1	2	3	4	1	2	3	4	1	2	3	4	1	2	3	4	1	2	3	4	1	2	3	4	1	2	3	4	1	2	3	4	1	2	3	4	1	2	3	4	1	2	3	4	1	2	3	4
Audit Coverage																																																
Audit Proceedings																																																
Audit Report																																																

**Internal Audit**

Month	April				May				Jun				July				August				September				October				November				December				January				February				March			
Week	1	2	3	4	1	2	3	4	1	2	3	4	1	2	3	4	1	2	3	4	1	2	3	4	1	2	3	4	1	2	3	4	1	2	3	4	1	2	3	4	1	2	3	4	1	2	3	4
Audit Coverage																																																
Audit Proceedings																																																
Audit Report																																																

**Legend**

1st Quarter (Interim Audit)  
2nd Quarter Audit  
3rd Quarter Audit  
4th Quarter Audit





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