

2.80 BOARD MEMBER PROTOCOL

2.81 BOARD MEMBER CONFLICTS OF INTEREST

To avoid conflicts of interest:

- 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 Director'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;
- Individual Board members shall not influence the hiring of school personnel.
- The 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 Chair will have the final decision to determine whether or not an actual or appearance of a conflict of interest exists;
- A Board member may not take part in any policy decision or discussion that involves in any way the immediate family of the Board member;
- A Board member is required to inform the Board of any business association they have with the School;
- Board members are required to inform the Board of any other association or situation that may be perceived as a conflict of interest.

If there is a conflict of interest, a Board member can be asked by the Board to:

- a) Refrain from participating in discussions and voting on issues related to the organization, business or individual with whom the member has association;
- b) Leave Board meetings during discussions and voting on issues related to the organization, business or individual with whom the member has association, or;
- c) Resign from the Board because of the association.

Amended by the Board, 16 March, 2011

2.82 SCHOOL BOARD MEMBER ETHICS

A Board's code of ethics ultimately determines the level of integrity of the Board. Therefore, the Board takes its code of ethics seriously. Major infractions of this code of ethics can result in the removal of a Board member as described in policy 2.83.

According to this code of ethics, each individual Board member:

- Should keep in mind that the Board is a policy making body; administration is delegated to the Director;
- Respects all confidential information received and refrains from disclosing opinions expressed in confidence by other board members, including especially privileged information about personnel and the School's plans with respect to finances, property, and purchases;
- Is not authorized to speak for the Board unless authority is explicitly granted by the Board;
- Shall refrain from making negatively evaluative or critical comments except to the Director or Board;
- Shall support decisions of the Board regardless of personal opinions;
- Should ask questions, seek information, and participate in discussions that allow them to make an informed decision;
- Should never seek to impose a personal agenda on the Director or Board;
- Should refer matters concerning application of policy first to the Director for investigation before submitting them to the Board for discussion;

- Must guard against any conflict of interest, whether personal or related to business;
- Should disclose anything, which could be construed as a conflict of interest;
- Should actively support the Director and Board and demonstrate that support within the school community;
- Should bring Board issues to the attention of the Director or Board Chair rather than deal with them on an individual basis;
- Should request permission to place a concern on a meeting agenda so that it can be dealt with openly, honestly, and democratically by the entire Board;
- Should deal with other Board members in a respectful manner;
- Must abide by the policies as outlined in the policy manual;
- Must work within the legal framework of the school and host country.

Amended by the Board November, 2006

2.83 REMOVAL OF BOARD MEMBERS

The Board reserves the right to remove a member of the Board, whether appointed or elected, when there is just cause. Just cause will be interpreted as any action or association of a Board member, which places the integrity, and well being of the school, the faculty, the students, the Board, or individual Board members at risk.

Just cause for removal of a Board member includes, but is not limited to, the following;

- a) An undeclared conflict of interest;
- b) Gross breach of Board ethics;
- c) Failure to attend meetings on a regular basis; i.e. if a Board member has unexplained absences for three meetings they should consider resigning, or four unexplained absences during one academic year, said member's term should automatically be ended, unless the Board chooses to make an exception due to extenuating circumstances.
- d) Unexplained failure to meet the responsibilities of individual Board members described in policy 2.42 and ascertained through Board Self- Evaluation.

Amended by the Board March, 25, 2009