ICSA Board of Directors Minutes of Meeting

General Board Meeting
Friday, June 7 2024

Present:
Mr. Michael BREECE; Head of School
Mr. Abdoulaye Kone; Trustee, Treasurer
Ms. Amber McCUE; Trustee, US Embassy representative, Secretary
Dr. Anne LIHAU – N'KANZA; Trustee
Mr. Artur Cima; Trustee
Ms. Brenna WONGUE; Trustee (left at approximately 8:11)
Ms. Carina Sugden; Trustee; Vice Chair
Mr. Henry ROBERTS; Trustee, US Embassy representative
Ms. Joan DARKORTEY; Trustee, Chair (arrived at 5.05pm, left early time not known)
Ms. Kamna Matthew; Trustee

Not in attendance:
N/A

Summary of Decisions Made:

- ✔ Officer roles, committee chairs and makeup, and taskforce decided
- ✔ Head of School review complete, increase decided upon, and bonus set
- ✔ New Delegation of Authority matrix for distributions approved
- ✔ 2024-2025 Board Meeting Calendar approved except for the fall AGM, which still needs to be approved

Summary of Action Items:

- ☐ Secretary to prepare correspondence replies
- ☐ Review tuition discounts for large families early in the year
- ☐ Child Protection Liaison role to be decided at next meeting

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1. Call Meeting to Order
    - The meeting was called to order at 5.02pm by Vice Chair, who led this meeting

2. Approval of Minutes
    - Minutes from the last General Board Meeting were approved virtually (before this meeting)
    - The minutes were provided to ICSA Comms to post on the website, minutes not yet posted due to the content management system undergoing maintenance; however, they were released to the public in line w/ our statutes on May 31 in the Friday Flash.

3. Election of Officers - Vice Chair
    - Goverance committee established new process requiring all applicants interested in running for ExCo complete an interest form by May 31. As per the Statutes: Chapter V; Articles 20-25
    - Discussion around roles, who volunteered for what in the form, and other form insights
    - Used polls (anonymous) to vote for each position; voted one at a time from Chair to Vice Chair, Treasure, then Secretary
        - Vote results:
            - Ms. Joan DARKORTEY; Trustee, Chair
            - Ms. Carina Sugden; Trustee; Vice Chair
            - Mr. Abdoulaye Kone; Trustee, Treasurer
            - Ms. Amber McCUE; Trustee, US Embassy representative, Secretary
    - What committees/taskforces do we need?
        - Governance
            - Ask Governance to evaluate Policy needs (not a separate committee)
            - Governance Committee members set (Carina to Chair, Anne, Brenna, Joan)
        - Finance
            - Ask the Finance Committee to evaluate Advancement Committee (not a separate committee)
            - Finance Committee members set (Kone to Chair, Henry, Kamna, Joan)
        - Facilities Taskforce
            - Artur as Chair of Taskforce, Henry to also join
        - HR Taskforce
            - Head of School supported the establishment of this taskforce
            - Members set: Amber, Anne
    - Liaison Roles: need to be clear on the role of the liaison roles in the year ahead
        - Child Protection Liaison - Anne to confirm what role is, propose, and we'll revisit liaison role at next meeting
        - Finance Assistance Role - To Finance Committee
        - PTO Liaison - Brenna to serve in this role, she and Joan to revisit role definition

4. Change in Authorized Signatures Policy - Head of School
    - Current & Revised Authorized Signatures Policy (3.302)
    - Proposed Disbursement Approval Chart reviewed
    - Review of current disbursement signature policy and newly proposed delegation matrix. It was previously reviewed by the Finance Committee as it was put forth for review, discussion, and vote.
    - Discussion:
        - What's required to change a policy? Statues require community approval, and the Board can change policies.
        - If we move to this, reviews of payments made are needed.

        - Recommendation to further split levels of review.
    - **Motion to approve delegation of authority and policy amendment, with monthly reports to the Board, and a quarterly policy review, policy subject to change per review, seconded - 5 votes yes, motion passed**
    - Motion proposed to approve the delegation of authority as is and with the provision of board monthly oversight per the statutes - Seconded, two votes, motion does not pass

5. Board Calendar for 2024-2025 - Secretary
    - Draft proposed Calendar - Approved
    - Motion to approve calendar without the October AGM date still to be set, seconded, and approved by 7 votes

6. Director Annual Assessment Presentation (Carina & Brenna)
    - Background docs:
        - Presentation of Director Self-Assessment by Michael Breece
        - The process that we followed and the proposed overall assessment
        - Personal assessments of the Directors performance were due before this meeting
    - Summary review from Carina of steps taken to date, as outlined in TORs, and in prior meetings.
    - Draft Performance Evaluation of the Director incorporates feedback from Board, peers, and colleagues, weights assigned to goals/categories as they are not all weighted equally. Overall score from forms completed by the Board members.
    - Head of School presented a self evaluation
    - Board Executive session with discussion around the score and our compensation model.
    - Motion to set final performance score and decision on compensation - **7 yes, 1 abstention, 1 no**
    - Called the Head of School back into the virtual room to share our annual assessment and performance update.

7. PTO Liaison Update (2023-2024 PTO Liaison)
    - In the absence of the PTO Liaison, the Board Chair shared an update: an opportunity for us to propose how we can work together next year. PTO is also working through its leadership structure and operations.
    - Head of School added he is meeting with the new PTO executive on Monday afternoon to strengthen collaboration.

8. Director's Report - Head of School
    - Ask to read the Director's Report in advance; the Head of School highlighted key points during the meeting, no questions asked. Documents:
    - Director's Report (Head of School) Highlights include:
        - Graduation: On May 24, we held our grade 12 graduation at the Sofitel. The graduation served as a culminating event, celebrating the accomplishments of our 33 seniors, marking the end of their journey at the International Community School of Abidjan.
        - Admissions: There is high demand for admissions into ICSA. As of May 30, we have admitted 93 new students with 123 applications still pending, in most cases due to outstanding documents that need to be uploaded by prospective families. The admissions team is working diligently through all applications and waitlist students.

- IB Update: This academic year, exams ran from April 24-May 17. A total of 49 exams were administered at ICSA, which included 29 students writing the exams. Of those students, 21 were DP candidates and 9 were course candidates. Those students wrote exams for 1-4 courses. Results will be released in July.
- MAP Testing: We have just completed MAP testing for the year. In nearly every area, we are above the normative mean. This data is currently being analyzed and incorporated into our planning for next year.
- WAISAL Middle School Basketball: From May 16-18, ICSA hosted the WAISAL Middle School Basketball tournament for boys and girls. Approximately 140 players representing six schools including schools from Ghana, Senegal and Nigeria competed. I'm pleased to report that ICSA earned first place in the both the boys' and girls' divisions. Congratulations to our student athletes, as well as their coaches! I'd like to thank our Athletics Director, Mr. Gilles Peyron for all of his efforts in organizing the tournament.
- WAISAL Annual Overview: We are thrilled with both the overall participation by ICSA students in WAISAL activities, as well as the performance of our teams. During the 2023-2024 school year 229 middle school and 213 high school students registered for WAISAL Activities, with 194 students participating in competitions/conventions (please note that some students are counted more than one time as they participated in more than one sport). 127 Panthers from ICSA traveled abroad to participate in the WAISAL competition/conventions. ICSA was the only WAISAL school to attend all the WAISAL competitions/conventions, demonstrating their commitment to international events.
- Swimming Tanzania: The ICSA swim team was invited by the International School of Tanganyika to compete alongside 12 other teams. Our boys and girls team showed a lot of heart and our girls earned 2nd place. Congrats to all the swimmers! Thank you to Coach Bruno and Narcisse for their commitment to the team, as well as the chaperones, Steph, Carine, and Shewit who supported the team.
- Drama Program: Congratulations to the Panther Players, our Drama team who recently performed A Night at the Oscars, a theater production that consists of a collection of scenes from classic films. Strategic Priorities is to Empower Learners to Thrive. As a school, we seek to provide learning experiences that equip students to succeed in their individual pursuits. Our Drama program, which has been introduced this academic year, is a testament to our commitment to offer students a variety of learning opportunities. Thanks to Ms. Wyngaard, our drama teacher, who has done an amazing job in writing, producing, and directing. I'd like to congratulate all of the actors and actresses, as well as the stage crew and media team.
- Music Concerts: As the school year comes to an end, our music classes across the Lower School and Upper School performed for the ICSA community. Congratulations to the Lower School concert music team on a wonderful performance that took place the morning of May 31, as well as the team that organized the Upper School concert on the evening of the 31st. Amazing job by all of the students! Thank you to the music department, including Mr. Tchuate, Mr. Kouadio, and Mr. Ake for all of their efforts. Thank you also to the facilities team, as well as the tech team who ensured organized sound, lights, and the live stream.

- Outstanding Matters Updates

9. Committee Reports (Committee/Taskforce Chairs)
    - Finance Committee by Head of School

        - Updated Delegation of Authority, no other matters to update on in the last month
    - Governance Committee update by Committee Chair
        - AISA Governance Training for Boards & Heads of School in September, Governance Committee will send a separate email on this to assess interest. Priority to new Board members and those who have not attended before.
        - Post-election reports shared for review/reference only:
            - Board Chair
            - Nominating Committee
    - Facilities Taskforce by Head of School
        - Processing permits now, construction to start soon, campus to be closed during summer break while construction is in progress

10. Correspondence - Secretary
    - Family discount/extended financial aid - update
    - Family w/ refund request - update
    - Review of replies previously sent (after May Board meeting)
    - Agreement that our prior decision stands, replies to be drafted and shared with the Board, then sent
    - Strong suggestion to review the tuition policy changes early in the school year as discussed in the last meeting

11. Date of Next Board Meetings | Sept 18

12. Adjournment
    - Meeting adjourned at 8.39pm

Meeting Annexes *hyperlinked in blue throughout the minutes above*

Board Secretary

Amber McCue
board@icsabidjan.org

INTERNATIONAL COMMUNITY SCHOOL OF ABIDJAN

Back

Treasurer

Poll ended | 1 question | 8 of 8 (100%) participated

1. Treasurer (Single choice) *
8/8 (100%) answered

Carina	(0/8) 0%
Kone	(8/8) 100%

Back

Secretary

Poll ended | 1 question | 9 of 9 (100%) participated

1. Secretary (Single choice) *
9/9 (100%) answered

Amber	(7/9) 78%
Brenna	(2/9) 22%

Back

Vice Chair

Poll ended | 1 question | 9 of 9 (100%) participated

1. Vice Chair (Single choice)
9/9 (100%) answered

Carina	(5/9) 56%
Kamna	(1/9) 11%
Kone	(3/9) 33%

Back

Chair

Poll ended | 1 question | 9 of 9 (100%) participated

1. 2023-2024 Chair (Single choice) *
9/9 (100%) answered

Amber	(3/9) 33%
Joan	(4/9) 44%
Kone	(2/9) 22%