



ACAMIS Board Meeting Minutes
Friday, March 1, 2024
09.00-12.00
This meeting was held virtually.

In Attendance: 8 of 8 elected Board Members

Board Members: President, Steve Moody (SM); Vice President, Bill Elman; Officer, Jeffry Stubbs (JS); Howard Stribbell (HS); Claire McDermott (CM); Lily Liu (LL); Daniel Legault (DL)

Appointed Board Member: Stephen Dare, Treasurer (SD)

Executive Director: Tom Ulmet (TU)

Operations Manager: Alexa Wang (AW)

WELCOME FROM THE PRESIDENT (SM)

REVIEW PURPOSES of ACAMIS

- broaden the learning opportunities for students of all ACAMIS member schools in a total program of education, especially in sports competitions and arts and culture;
- advance the professional development of staff of member schools;
- facilitate communication and cooperative action among member schools;
- promote understanding and international friendship through the activities of member schools;
- cooperate with other organizations and individuals pursuing similar purposes as ACAMIS.

Review November 17 Board Meeting Minutes

- All the tasks and actions were fulfilled, and no queries raised.

Motion: To approve that the Board meeting minutes of November 17, 2023.

Moved By: HS; **Seconded by:** DL,

Vote: 7 for, 0 against

Board Election Issues

- Ideal Board Membership Criteria and Appointment of Board Members
 - SM inquired re the need on setting Board terms guidelines. Some Board members raised concerns on Heads turnover may be difficult for upcoming new Board members serving a full term, affecting ACAMIS's integrity and the association's intelligence on guiding new members.

- They agreed some flexibility could be set after a 2-3 three-year term is met according to circumstances and suggested forming a taskforce to recommend a few options for the Board's final input.
- **Board Election Procedure**
 - TU suggested BE to partner with one of the current Board members in the Board Election documentation release for continuity purpose, as he may be stepping down after next year. LL agreed to partner with BE to be informed in the proceedings.
 - BE provided a summary of the letter explaining the procedure and seeking nominations to be submitted by April 1st, the slate will be ratified at the AGM on April 27, and any trustees standing for reappointment and/or confronting a conflict of interest will recuse him/herself from the proceedings.
- **AGM Agenda**
 - The agenda item was presented, and no further inquiries was raised.

Finance

- SD reported on the HSBC balance and the investment portfolio, and assured the Board that ACAMIS financial status remains healthy with sufficient fund to run all the projects in this year. James Barnette will meet the Board at the next Board meeting to discuss the investment portfolio and adjustments if needed.

PD Academia Agreements

- TU summarized the relationship with PDAcademia and its workshop. HS suggested the following points should be considered when reviewing the upcoming agreements with PDAcademia:
 - A deeper review into the terms to ensure ACAMIS benefits from the relationship
 - the expenditure within its 30% profit share
 - Other commitment types for PDAcademia to take in addition to the workshops
- JS suggested formalizing the process to invite the membership who are trying to offer workshops or PD events, TU agreed and would revise the wording on the website.

Budget for 2023-24

- SD reported the budget of 2023-24 with a small surplus which was better anticipated, although there are unknowns in terms of the conference revenues but expected to look positive. TU added as we now have 4 conferences coming before the end of this school year and the attendance number of the Spring Leadership Conference is far ahead than the previous years, he felt confident of meeting the normal margin, although the expenses were at least double more than before.
- TU explained the purpose of approving this year's budget at this time was due to some uncertainties at the beginning of the year, the Board approved this school year's preliminary budget at the spring's Board meeting to ensure the operation can proceed in the autumn.

Motion: To approve Budget of 2023-24

Moved By: BE; Seconded by: LL

Vote: 7 for, 0 against

Revision of Membership Requirements

- SM summarized the purpose to clarify and define the character of various school boards per his recent visit at THIS, where the Head is the principal of the affiliated high school in university, whether that would constitute an educational authority.
- DL and BE reviewed the current Standards and agreed not to revise the present requirement, while suggested a guideline on defining a competent educational authority which enables the Board in making decisions about membership, as that could encompass other representation at the other schools. SM agreed to have school provide an explanation re their organization structure, their accountability levels and how they safeguard the values of the institution relative to and make it efficient.
- Further discussions were made to clarify the following re the board structure:
 - the different types of competent authority: fiduciary oversight, strategic, generative, or simply advisory
 - its governance function whether it can provide direction, will/integrity, capacity, and continuity.

Constitution Amendments

- Review PD Membership Category (already board approved)
 - Under Article 4 section A, "International Schools located in China and Mongolia may become full members with voting privileges at one of two levels: Comprehensive Membership or Professional Development (PD) Membership, through written application and fulfillment of membership requirements, and by majority vote of the ACAMIS Board of Directors."
 - The Board removed the PD Membership at an earlier meeting but did not amend the Constitution until the coming AGM.

Motion: To approve amending the Constitution of removing Professional Development (PD) Membership as a membership category

Moved By: JS; Seconded by: BE

Vote: 7 for, 0 against

- Revise Membership Requirement wording to have:
 - Schools located in mainland China must be registered as a School for Children of Foreign Nationals (SCFN); and
 - Agree to comply with ACAMIS ethical standards and practices

Motion: To approve adding two membership criteria to the Constitution to be presented at the AGM for ratification.

Moved By: ??; Seconded by: CM (recording at 2:44:02- please check)

Vote: 7 for, 0 against

Membership Application – Tsinghua International School

- TU will ask the school to provide a document that illustrates their organizational structure, the availability or the presence of a board and ongoing commitment to the values.

DEI Statement

- CM presented a draft DEI statement at the meeting as follows:
“The Association of China and Mongolia International Schools (ACAMIS) actively promotes diversity, equity, and inclusion throughout its programs, events, relationships and member schools. Aligned with the ACAMIS Constitution ACAMIS fosters an inclusive and equitable environment that values and respects the unique backgrounds, perspectives, ethnic and gender differences and contributions of all its members.”
- The statement, in effect, will be presented at the AGM for ratification by the membership and to be updated in the Constitution amendments.

Motion: To approve the new DEI statement and proceed to the AGM for ratification by the membership.

Moved By: LL; Seconded by: BE

Vote: 7 for, 0 against

BUSINESS PORTION

- Confirmation of ACE Appointment
 - TU reported the current three regional ACE representatives and two of them have been in office for some time (Alex Rambaud at XLIS and Caleb Doyel at SWIS) and was searching for an experienced one in the central region and found Anna Yuen at NIS who worked closely with Danny Clarke before he departed and is currently the Director of sports and activities.

Motion: To approve the confirmation of the ACE appointment.

Moved By: DL; Seconded by: JS

Vote: 7 for, 0 against

- HIS Spring Leadership Conference Update
 - JS reported the two confirmed keynotes, Michael McQueen to present on the first day, followed by Rosalind Wiseman on the next day.
 - A record number of proposals were received and they came with an array of various leadership topics, and is currently in the process of reviewing them.
 - The programme will include presentations from student and parent groups, as well as panels from the women’s leadership, heads, HR, and business managers. ACE and AD will also have their time slots.

- TU updated the attendance numbers over 200, and 40 sponsors registered.
- Operations Manager Written Report
- Executive Director Written Report
- Larry Hobdell’s visit to China and Spring Leadership Conference attendance
 - TU shared an update of Larry received a one-time entry F visa and will see how that develops in the next year when he established a track record coming to China. TU will be in company with him for 3 weeks of an orientation including attending 2 conferences, 2 conference planning meetings, and some sporting events.

Adjourned at 12.15

The Summary of Motions Made and Actions Needed follow below:

SUMMARY – Actions Needed

MOTION: To approve the Board meeting minutes of November 17, 2023.

Moved By: LL; **Seconded by:** DL
Vote: 7 for, 0 against

MOTION: To approve Budget of 2023-24

Moved by: BE; **Seconded by:** LL

Vote: 7 for, 0 against

MOTION: To approve amending the Constitution of removing Professional Development (PD) Membership as a membership category

Moved by: BE; **Seconded by:** LL

Vote: 7 for, 0 against

MOTION: To approve adding two membership criteria to the Constitution to be presented at the AGM for ratification.

Moved By: JS; **CM** **Vote:** 7 for, 0 against

MOTION: To approve the new DEI statement and proceed to the AGM for ratification by the membership.

Moved By: LL; **Seconded by:** BE

Vote: 7 for, 0 against

MOTION: To approve the confirmation of the ACE appointment.

Moved By: DL; **Seconded by:** JS

Vote: 7 for, 0 against