

Role of Board, Board Committees, Brother President and CEO

Board of Governors

The Board of Governors is responsible to the Brother Visitor of the Lasallian East-Asia District (LEAD) and the De La Salle Brothers. The Board of Governors of SJI International consisting of up to fifteen members. These 15 members include: 3 members appointed by the Brother Visitor of the Lasallian East Asia District (LEAD)(one of whom represents the Brother Visitor); simple majority of the Board of Governors shall be members of the SJI and SJI International alumni, or alumni of affiliated Catholic schools; and the Brother President and CEO who are ex-officio members of the Board.

Apart from the Brother President and the three other Brother Visitor appointments, all members of the Board are nominated by a Nominating Committee and endorsed by the Board, and are subject to the approval of the Brother Visitor. The Brother Visitor also appoints the Chair of the Board. The Board then appoints a Deputy Chair of the Board. Board Members are appointed for a 3 year term and can be re-appointed for a second term. For stability and continuity, up to 5 members may serve beyond two 3 year terms.

The responsibilities of the SJI International Board of Governors include, but are not limited to, the following:

- Set the Board's work plan and agenda for the year and for each meeting;
- Determine Board training and development needs;
- Attend to discipline in Board attendance, following Bylaws and other self-imposed rules;
- Become experts in governance;
- Meet with and gather wisdom from the ownership;
- Establish the limits of the school management's authority to budget, administer finances and compensation, establish programs, and otherwise manage the organization;
- Establish the results, recipients, and acceptable costs of those results that justify the organization's existence;
- Examine data and determine whether the CEO and/or Brother President have used a reasonable interpretation of board-stated criteria

Board Committees

Board committees are established to serve as extensions of the Board, and assist the Board in overseeing and managing the respective functional areas to ensure compliance with the relevant rules, regulations and policies, as well as to facilitate the smooth operations of the School. The Board may delegate any of its powers to committees. These Committees are made up of both Board Members and additional members who bring required expertise to the various committees. The Board appoints a Chair of each such committees, who must be a member of the Board.

The following Committees are currently set up:

- 1) Finance Committee
- 2) Human Resource Committee
- 3) IPC Funds Committee
- 4) Scholarship Committee
- 5) Development Committee
- 6) Audit Committee
- 7) Nominating Committee
- 8) Fundraising Committee

1) Finance Committee

The Terms of Reference of the Finance Committee are:

- a. To review the overall financial structure of the school; building/capital funds, school operating accounts, procedures for procurement and approval of expenditure.
- b. To receive the annual operating budget and capital expenditure budget, the quarterly financial statements from the school, review and make its evaluation and recommendations to the Board of Governors.
- c. To propose avenues for the school to meet any projected or actual shortfalls in the various respective budgets to the BoG and facilitate the implementation of such approved financial schemes.
- d. To manage the investment of the school funds.

2) Human Resource Committee

The Terms of Reference of the Human Resource Committee are:

- a. To establish and review the HR policies and processes with regard to Staff recruitment, performance management, rewards and benefits, and training and development.
- b. To consider and evaluate any proposals for Staff promotions with recommendations to the Board.
- c. To consider and decide on staff succession planning with recommendations to the

Board.

3) IPC Funds Committee

The Terms of Reference of the IPC Funds Committee are:

- a) To manage the IPC funds entrusted to our care, in line with the guides on internal control for Charities.
- b) To report to the relevant authorities (IRAS, MOE, Charity Council etc.) and donors on the proper management of the IPC funds in accordance with the laws and regulations.
- c) To carry out any other functions that supports the above roles.

4) Scholarship Committee

The Terms of Reference of the Scholarship Committee are:

- a) To establish policies and strategies relating to scholarship for promising students in line with the vision and mission of SJI International.
- b) To garner funding support for the scholarship schemes and raise the necessary funds.
- c) To manage the award of the SJII Scholarships based on the approved policies and strategies.
- d) To carry out any other functions that support the above roles.

5) Development Committee

The Terms of Reference of the Development Committee are:

- a) To overseeing the long term planning and development of the SJII campus and its major infrastructural facilities.
- b) To considering and endorsing annual budget proposals put up by the School Management for building projects.
- c) To approving guidelines for the planning and implementation of building works by the School Management. (A building work is one that involves building, electrical or mechanical works. The guidelines would concern the process for the approval and execution of such works)
- d) To monitoring the progress of building works based on progress reports by the School Management.
- e) To appointing project teams for building projects as deemed necessary by the Committee

6) Audit Committee

The Terms of Reference of the Audit Committee are:

- a) To oversee Financial Reporting
- b) To oversee Internal Control
- c) To oversee Internal Audit Processes
- d) To oversee External Audit Process

7) Nominating Committee

The Terms of Reference of the Nominating Committee are:

- a) To identify new BoG/Board Committee members by presenting individuals who qualify for service. When making recommendations, committee members look at professional attributes, competency and personal traits. Recommendations may be made via meetings, conference calls, e-mail, mail or fax
- b) To provide induction programme for the new BoG/Board Committee members
- c) To review BoG/Board Committee members' renewal
- d) To coordinate with the Company Secretary with regard to the official appointment and renewal of BoG membership.

8) Fundraising Committee

The Terms of Reference of the Fundraising Committee are:

- a) To develop the approach, strategies and schedule for fundraising
- b) To set the target for the amount of funds to be raised
- c) To implement, monitor, and evaluate the effectiveness and progress of the fundraising

Brother President

The Brother President is the Supervisor of the school (as defined under Section 28 of the Education Act). The Brother President shall advise the Board and Management in the executive interpretation of the School ethos and to ensure that the implementation of school policies is consistent with the Catholic and Lasallian ethos.

Chief Executive Officer (CEO)

The CEO shall be appointed by the Board. The CEO has the following responsibilities:

- To Chair the Executive Leadership Team, made up of the Brother President, Principals of both the High School and Elementary School, Chief Operating Officer and Director of Advancement, Communication and Admissions. This group is responsible for the implementation of Board policies and the daily operations of the School.
- To prepare the annual report and a set of audited statements of accounts to the Board and the Brother Visitor, as well as to reporting authorities, as required.
- To submit the proposed annual budget of the School to the Board.
- Subject to such directions as may be given by the Board, the CEO shall administer such funds as the Board shall approve for the purposes of the School and its operations. The CEO shall delegate to the Principal the responsibility for administering the portion of the funds approved by the Board for the operation of the school.