



Bishop Mackenzie
International Schools

BMIS Board Meeting

27th October 2015 in the Library at 6.30pm

OPEN SESSION

Agenda

1. Approval of Minutes and Matters Arising from Board Meeting on 29th September 2015
2. Board Decisions, Strategic Aims and Priorities
 - a. Building development: Land Purchase update
 - b. Calendar 2016-17
 - c. Board Retreat – Dates and agreed purpose
3. Informational Reports
 - a. Director's Report
 - b. Head of Secondary's Report
 - c. Head of Primary's Report
 - d. Business Manager's Report
4. Finance Committee Report

Director's Report

27th October 2015

Strategic Issues and Board Decisions

Land Purchase Update

The agent acting on behalf of the landowner has submitted a *sale agreement for the parcels of land, which stipulates conversion of the land registration from agricultural to residential with a new 99-year lease. In accordance with the original offer, a 20% deposit has been prepared, but we are attempting to convert this agreement to place the funds in an escrow account. Regardless of the deposit/escrow arrangement, we are waiting for the required documentation from the City Assembly and the Ministry of Lands to provide the required licences before completing the transaction.*

Calendar

Last year there was a great deal of debate about the school calendar for 2015-16 and this was eventually presented along with proposed calendars for 2016-17 and 2017-18. Two versions of the 2016-17 calendar are attached for your reference and, ultimately, approval. The first version is that which was presented last year, and the alternative version allows for two long-weekends in the first term, and takes advantage of the Public Holiday on 15/16 January to extend the Christmas break (particularly important for southern hemisphere families).

Board Retreat

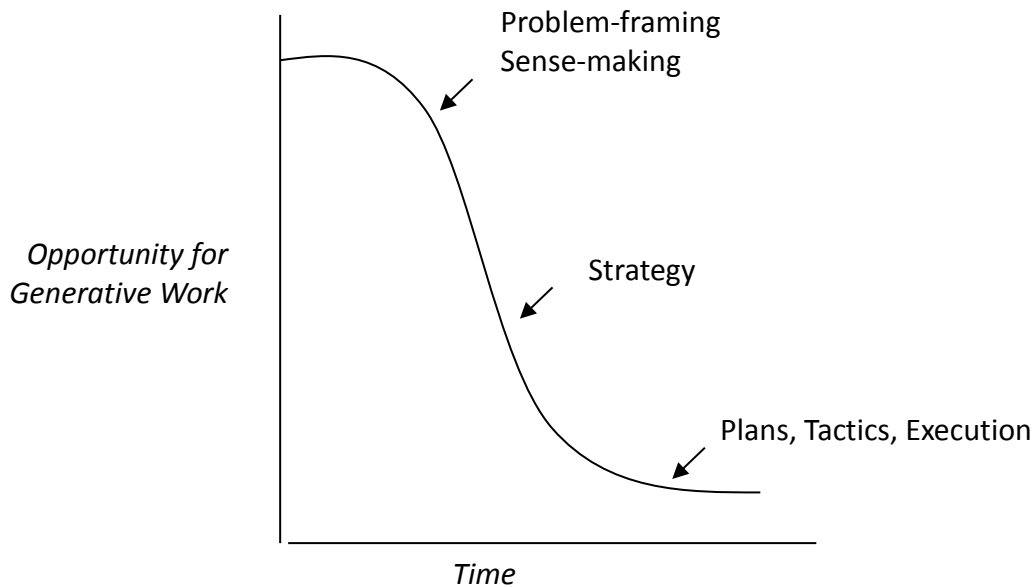
We should be planning a Board Retreat. The idea behind the retreat is to clear the decks of the day-to-day business and allow the board members more thinking space, in order to reflect on the progress made, board effectiveness and to set strategic priorities moving forwards.

In the past few years, the Board Retreat has shaped the work of the board, and as a result the strategic initiatives. There has been vigorous debate about defining the school – what kind of school do we want BMIS to be like, and the issue of Tax Payer v Non Tax Payer fee levels. The Board Retreats have been core in revising the school's Mission Statement and, more recently, the Vision and Strategic Development Plan. Through the guidance of John Ritter, we have also reflected on the board's function and set essential agreements to guide this, and future boards.

At the last Board Meeting in September, some information was shared about emerging models of "Governance as Leadership," where the concept of "generative thinking" was introduced. Dr Richard Chait and Dr William Ryan are arguably the leading authors in this field, having worked with non-profit organisations (hospitals, museums etc., as well as schools). To define the concept in a few sentences is no easy task, and so I would encourage you to read some short documents cited below to give you an overview.

The traditional role of governance is that of fiduciary oversight. This is in part due to the legal obligations of trustees, and is an easy model for board members to adopt. While "fiduciary" is typically viewed as the financial oversight, it actually covers a wider spectrum of legal obligations to protect the school's assets. Questions tend to be framed around "What's wrong?" with a view to solving problems. Boards tend to also understand the strategic nature of their work, to set the direction of the school to protect the current and future generations of children. In the strategic mode, board members may be asking, "What's the plan?" and provide foresight into the economic landscape ahead.

The "generative" mode of governance, where the term "governance as leadership" plays a central role, describes the partnership between the board and head of school to provide *insight* to the issues, by asking, "What's the question?" and to really drill down to understand the frame of reference. This insight is important *before* the school sets off on setting a strategic plan that can be checked off in an oversight mode, but by which time the opportunity for change may have been lost.



The opportunity to influence generative work declines as issues are framed and converted into plans, strategies, and problems (based on the work of Richard Chait and William Ryan)

Richard Chait, William Ryan and Barbara Taylor: Governance as Leadership
<http://headsuned.com/wp-content/uploads/2015/04/3050-Governance-as-Leadership.pdf>

Cathy Trower: Flipping the Boardroom
<http://agb.org/trusteeship/2015/marchapril/flipping-the-boardroom-for-trustee-engagement-why-and-how>

To be clear, this model of governance is not intended to blur the line between the Board's role of setting strategy and policy, and the school's operational function. However it is a different mode of thinking that can lead to more effective boards, and in turn a more effective school.

One of the challenges we face here at BMIS, and we are not alone in this challenge, is the rate of turnover of board members. Non-profit international schools in particular are often characterised by a steady churning of the parent members, and in turn the composition of the board. It should be pointed out that traditionally, international schools were established by parents that followed a model such as the one adopted at BMIS, but the recent exponential growth in the international schools has come largely by proprietary for-profit schools.

The challenge for us here is to better induct new board members while maintain the strategic directions that have been set, to retain the essential fiduciary oversight while asking the insightful questions at the right times. As one board trainer said "before you can dance, you have to learn to crawl and walk," but how can we get the board dancing to the same tune when the partners keep changing?

Suggested agenda for the Board Retreat:

- A. Exploring modes of governance
- B. As a board, how have we done? How do you know? Evaluation tools?
- C. Board targets
- D. Director targets

Informational Report

Report of Fraud

It is with great regret that I have to report that the accountant, George, has recently made fraudulent transactions, and has since been arrested and detained, and consequently his employment has been terminated.

On Friday 9th October I was asked by National Bank to confirm a transfer from one of the school accounts for around MK3.6 million which alerted us to the problem. On further investigation it was determined that George had initiated and authorized the transfer into a third party account.

For background, we regularly transact online to pay the monthly payroll using Standard Bank. SB has a three-step authorisation; that is Ulemu (Accounts) raises the transfer by uploading the spreadsheet of payments, which is then checked and authorised by Willy, against the paper copies. Only after Willy has confirmed this set of data does it come through to me for final approval, again referring to the paper copies. A couple of months ago, National Bank installed their online banking onto the accounts machines, for checking statements and reconciliation of accounts. George obviously found a way around the National Bank online system to somehow authorize transfers, and to sidestep the multiple authorization stages required.

George confessed to having initiated the transfer (the CCTV camera in accounts helps too!). He further admitted to having made three other transfers recently, which he put in writing.

28/08/2015, K 3 209 415.07 was transferred to the account of V. Harazi.

28/09/2015, K 250 000.00 was transferred to the account of Tiyamika Ka

01/10/2015, K 3 350 700.00 was transferred to the account of V. Harazi

08/10/2015, K 3 614 000.00 was transferred to the account of H. Kamanga

The total of the transfers is K 10 424 115.07 with the last K 3 614 000.00 remaining frozen by National Bank in the account of H. Kamanga. Now we have the police reports, we are appealing to the bank to reverse the last transaction.

George was arrested and remanded in custody, and appeared before the court on Wednesday 14th October. He was advised that his action constituted gross misconduct and has been summarily terminated from employment.

Secondary School Report

MYP News

On Wednesday October 21st we held a workshop on Assessing in the MYP. This workshop was attended by over 40 parents, which is a significant increase in participation compared to previous MYP evenings. A new online signup link was used for parents to confirm attendance, which was useful for planning purposes. Presentations from Kathryn Lewis and our Heads of Departments were received well and we received positive and useful feedback from parents.

Year 11 students will soon be getting access to specimen papers in preparation for the new eAssessments. This will give students and teachers the opportunity to become familiar with the software and format of the assessments, which are to take place in May. The Personal Projects products were submitted on Monday 26th October. These will be on display in the Exhibition to be held March 8th. The students have produced some exceptional pieces of work demonstrating strong understanding of MYP concepts and skills.

ISA Testing

All students in years 7, 8, 9, and 10 (apart from one EAL student, who was exempt) sat the ISA tests on the 5th and 6th October. Two students' papers will not be included in the analysis by ISA as there were issues with the validity of their work. Both of these students are SEN students.

Professional Development

Since the beginning of this academic year we have had four teachers completing online IB workshops. Three more teachers are completing a workshop this month, with six more signed up for training in the coming months. Faustine Dussigne, our EAL teacher, completed the ESL in the mainstream training in London over the October break. She is now qualified to run these workshops for our primary and secondary teachers.

Year Level Camps

Years 8 and 10 are on year level camps this week, in Dedza and Nkhotakota respectively. Year 7 will be in Kuti and Year 11 in Cape Maclear from the 9th to the 11th of November. Planned links with LWC will be looked at to enhance the service activities in these sorts of camps next year.

University Planning and PSAT.

Our College Counselor, Teri Green held workshops for secondary students on the 8th of October. An evening presentation was made by Diane McCoy, the Admissions Counselor from Columbia University, following a number of sessions with students during the school day. A representative from Nottingham Trent University in the UK will be visiting on the 23rd of November with workshops on UCAS applications.

PSAT testing will take place on Wednesday 28th October for Year 11 and Year 12 students. This is a vital test for any student who may be applying for university outside of the UK.

Primary School Report

Wildlife Centre Visit

Mr Bishop, Mr Williams and I recently met Kate Moore at the Wildlife Centre. We discussed a lot of links which could be developed between the Wildlife Trust and BMIS to enhance learning and develop action components in many of our Units of Inquiry. A few teachers from the Primary and the Secondary school have expressed an interest in developing the link and a meeting is being planned to further develop ideas. A great deal of educational material has been put together by the Wildlife Trust and this could be put directly into lesson planning where appropriate. Conservation, government initiatives and video production are just some of the exciting areas to be explored.

Visiting Author

This year our Visiting Author was Adam Bushnell. He organized workshops and presentations for students from reception to Year 11. Mr. Bushnell explored some specific topics with the year 5 students relating to their current Unit of Inquiry. The work of an author and the craft of story writing were explored by older students.

ISA Testing

In the Primary School, students in Years 5 and 6 completed the tests. Special conditions were provided for children receiving educational support for specific learning difficulties. The tests are designed to find out how students are progressing in three key areas- Mathematical Literacy, Reading Comprehension, Writing Narrative and Writing Argument. Results will be available in December and a full report on the results will be available to the Board early in 2016.

PD Day- Wednesday 7th October

Our professional workshops for the day were organized and delivered by Mrs. Francesconi our PYP Coordinator. We explored the subject of Assessment and were involved in discussions, hands-on activities and reflective time. Some teachers later participated in a First Aid workshop organized through the American Embassy.

Parent Workshops- Thursday 10th October

The focus was on giving parents an overview of Maths teaching at BMIS and an overview of Language teaching. We also wanted parents to ask general questions about the PYP and as the evening progressed many questions were posted, discussed and answered.

Action in the PYP

A major part of each Unit of Inquiry is 'Action.' This is not always something that comes at the end of a unit. It can be present for the class or an individual at any time during the unit or even when a unit has finished. We have discussed 'Action' during our staff meetings recently to open up the topic and to give people a better understanding of what 'Action' can look like.

International Day-focused planning

International Day will take place on Thursday 5th November. A planning committee has been meeting regularly, since the start of term to make sure everyone understands the focus for the day and to work out the logistics to make a whole school event like this, run smoothly. Our theme this year is, "Culture Through Global Perspectives"

Administrative Report

Finance

2014/2015 External audit

- The clearance meeting with the auditors that was slated for the 22nd of October 2015 did not take place because certain final informational figures could not be provided to them following the dismissal of the Accountant from employment. These are being re-worked again.

Invoicing and debtors:

Total invoiced for October; K 442 940 564.11

Amount paid as of 22/10/2015; K 384 368 152.03

Amount outstanding as of 22/10/2015; K 58 572 412.08 (13.22%)

(Exchange rate used; K 561 = \$ 1, Invoicing; 01/10/2015, Due date; 26/10/2015, Reminders; 09/10/2015 & 16/10/2015 and Exclusions; 02/11/2015.

Liquidity:

(Bank balances as of 23/10/2015)

- Malawi Kwacha accounts (STD, Nedbank & NatBank); K 153 930 624.46 K 8 782 248.16 & K -68 128 507.33 **[Total = K 94 584 365.29]**
- US Dollar accounts (STD, Nedbank & NatBank); \$ 1 161 143.81, \$ 221 942.10 & \$ 336 378.45 **[Total = \$ 1 719 464.36].**
- Euro account (STD bank); **€ 578 714.00**
- Pound Sterling account (STD bank & Nedbank); £ 41 262.89 & £ 822.01 **[Total = £ 42 084.90]**
- School is looking at the possibility of investing some of its Dollar reserves into a fixed account which would earning higher interest than is the case now. Standard bank has since offered 0.75%/annum which is 0.25% higher than what is earned through a current account of the same.

Tuck-shop / Cafeteria Operations

For the period between 17/08/2015 to 22/10/2015;

- Sales; K 8 542 910.00
- Cost of goods sold; K 8 079 573.03
- Gross profit; K 463 336.97 (5.42%)
- Administrative expenses; K 1 557 694.00 (utility bills and transport costs are estimated while salaries are actual)
- Net loss; - K 1 094 357.03 (-12.8%).
- Product mix is not of high value. Administrative expenses include salaries for October as well.

Human Resources

- The former Accountant to the School (Mr George Chitunga) committed some financial fraud by electronically transferring about K 10.4 m into his associates' accounts which they would later share. More details are in the Director's report.
- Still, there has been no movement so far regarding the case of the former Accountant (Mr William Mwale) who sued Trustees of BMIS for unfair dismissal following his being relieved from employment in June 2014.

.Security

- A storage container caught fire on 23/10/2015 while certain parts were being welded on. Pieces of furniture therein were destroyed but there was no loss of life or any injuries that occurred.