

Guidelines for Governance

Effective 17.9.2022

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1. Governance

Legal Status

1. The Nordic Network of International Schools is a registered non-profit organisation ('ideell förening') based in Gothenburg, Sweden (organisation number 802527-6836).
2. This document meets the requirements of Statutes as stated here: [Ideel Förening Statutes Guidelines](#)

Review of Policies and Documentation

1. Policies and documentation should be reviewed every second year. Points can regularly be reviewed and updated through Board meetings, with a full review every two years.

Changing the Governance

1. A change to the articles of the non profit organisation of the Nordic Network may be changed by a simple majority vote at an appropriately called Board meeting when a quorum is met.

The Board

Composition

1. The Board of Trustees (furthermore known as the Board) is composed of 4 permanent members, Oslo International School (OIS), International School of the Gothenburg Region (ISGR), Stockholm International School (SIS) and Copenhagen International School (CIS), two other member schools elected to the board, with a maximum of 6 member schools. In addition, two non-voting members, a Secretary and a Treasurer, are permanent positions on the Board.
2. Member schools may apply to be a member of The Board for a period of four years, with an option for re-election at the end of every period
3. Applicants are voted on prior to the Annual General Meeting by all member schools in good standing, and appointed at the AGM
4. Each school may nominate up to 2 representatives to serve on The Board, of which one representative has voting rights at any given meeting
5. Representatives must be currently employed at the school they are representing. Representation is decided by the individual member schools
6. If a permanent member school chooses to leave The Board, the current permanent members of The Board may approach any other member school to become a permanent member

Chairperson and Vice Chairperson

1. The Chairperson and Vice Chairperson are elected from the members of The Board for a period of 2 years. Individuals can serve for up to two consecutive periods. The status is reviewed at the first Board meeting of the year

Treasurer and Secretary

1. The Board are required by the governing rules of an Ideel Forening to appoint a Treasurer and Secretary
2. The Treasurer ('Kassör'), must be approved by ISGR representatives as the bank account created for the Nordic Network organisation is registered at ISGR's address, and audited in conjunction with Nordic Network's 'ideel förening' auditing procedures
3. Two Auditors ('Revisorer') are appointed from the Board for a two year period.
4. The Board has the right to award funding for awards or grants to enhance student learning, for example the Founders Grant

Responsibilities of Schools on The Board of Trustees

General Responsibilities

1. Promote the Nordic Network as per the Mission Statement
2. Commit to a minimum of 5 attendees at the conference, in the event that the host school has gone into deficit
3. Host the Educator's Conference on a rotational basis
4. Participate in three meetings a year

Removal of Board Member Schools

1. A Board member school may be removed from The Board by not less than two-thirds vote of all other members at any meeting of the Board of Trustees.
 - a. Possible reasons for removal could be, but not limited to:
 - i. Non payment of fees
 - ii. Missing Board of Trustees meetings
 - iii. Disloyal behaviour of representatives
2. A Board member shall have the right to resign at any time
3. The Board of Trustees shall ensure that the Nordic Network operates in compliance with applicable laws and regulations
4. Fiscal responsibility is a core obligation of The Board of Trustees
5. Board members from Founder member schools shall be appointed for an indefinite period

Conflict of Interest

1. A conflict of interest within the Board is a situation in which a person is in a position to derive personal benefit from actions or decisions made in their official capacity
2. All potential conflicts of interest shall be disclosed to The Board.
3. In the event of a conflict of interest, Board members will then be asked to not take part in discussion or decision making of the said issue. This shall only "be disregarded where the question of impartiality is obviously of no importance."
(Swedish Administration Act 1986)

4. It may neither be practical or possible to be completely free of all contact or knowledge of parties involved in any particular discussion or decision due to the size of our community. Openness and disclosure is therefore of the utmost importance

Duty of loyalty and confidentiality

1. Each Board member shall observe his or her duty of loyalty towards the Nordic Network which includes a duty of confidentiality regarding matters which may damage the Nordic Network or member schools if disclosed

Meetings and preparation of Board matters

1. The Chair in collaboration with the Secretary will send notice, including the proposed agenda for the meetings. Relevant material shall be sent to The Board not later than one week prior to each meeting. If the material is not fully prepared on this date, it is the duty of the Chair to ensure that the relevant material is prepared and sent to The Board as soon as possible prior to The Board meeting
2. The Chair has the right to call an extraordinary meeting if the need should ever arise
3. A quorum shall be declared if we have 4 out of 6 of the representative schools present at a meeting

Participation at the Annual Conference

1. Any school may send representatives to the annual Educators Conference provided the appropriate conference fees have been paid

Finance

Membership fees

1. Membership fees are set by the Board prior to the start of each financial year and announced at the AGM
2. Membership fees reflect the projected costs of operating according to meeting the mission of the Nordic Network

Signatories

1. The Treasurer is appointed to manage the bank account for the organisation
2. The Secretary or The Treasurer may make payments for up to EUR 1000 without pre-approval
3. For payments over EUR 1000 there must be written approval by the Chair or Vice Chair. The receipts shall be collated for review at the next Board meeting

Auditor

1. The Board reserves the right to appoint a third party auditor

Review history

Last reviewed and approved January 27, 2023, Copenhagen.

Secretary: Derek Hall

Treasurer: James Teasdale

Chair: David Osler, Stockholm International School

Vice Chair: Graham Miselbach, International School of the Gothenburg Region

Stephan Fleet, International School of Hellerup

John Town, Oslo International School

Moira Christensen, Copenhagen International School

Tim Veale, Copenhagen International School

Michael Moore Stockholm International School

Evis Qeska, International School of Hellerup

Chris Mockrish, Futuraskolan International Kottla

Jenny Proestos, Futuraskolan International Kottla

Previous reviews/approvals:

1. September 17, 2022, Gdansk, Poland
2. November 2020, Online
3. March 2019