



INTERNATIONAL COMMUNITY
SCHOOL OF ABIDJAN

Board of Directors

Minutes of Meeting > Friday 5th November 2021

Special Board Meeting held on Friday 5th November 2021 Special meeting held on Zoom

Were present

- Mr. Seamus HENNESSY- Director
- Mrs. Couro KANE- Trustee
- Mr. Vivek SARASWAT - Chair
- Mr. Clyde VACHER - Trustee
- Mr. Bart WILLEMS - Trustee

Were excused

- Mr. Andrew GREENLAW- US Embassy representative/Trustee
- Mr. Christopher NOHR - US Embassy representative/Trustee
- Mr. Joachim LUBIBA - Trustee
- Mrs. Yasmine YESSOUFOU - Trustee

Proposed Agenda

- i. Take the stock of situation after the 28.10.21. incident at ICSA
- ii. Decision on any communication from the Board to the Community
- iii. Acceptance of Mrs. Sireesha KUMAR'S resignation
- iv. AOB

1. Welcome

The Chair opened the meeting at 18:00 and thanked everyone for their presence at this Special Board Meeting.

The Secretary informed members that Mr. Andrew GREENLAW and Mr. Christopher NOHR had excused themselves as they were taken up by an event held at the same time at the US Embassy. Mr. Joachim LUBIBA and Mrs. Yasmine YESSOUFOU had also excused themselves.

2. Points discussed and agreed upon

After reports and feedback from the Director, completed by exchanges from different members, the following points were agreed upon:

- 2.1. The Board requests Management to take statements from all parties involved in the incident that happened on Thursday 28th October 2021. A detailed official report will be submitted to the Board, which will review it through the Governance Committee to be held on Wednesday 17th November 2021.
- 2.2. The Governance Committee will make recommendations to the Board regarding Procedures and Code of Conduct, among others. These will be submitted to the Board at its meeting to be held on Wednesday 24th November 2021. The Board will finally submit any further recommendations to Management following its meetings and interaction.
- 2.3. The Board firmly considers that Management must review and come up with updated Standard Operating Procedures to better outline quality standards and expected practices to prevent such type of events happening in the future, or to be able to handle them in a better way.



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- 2.4. The Board will only consider sending a statement to the Community after having completed all the preliminary process described above. This statement will be vetted by the school lawyer before issue.
- 2.5. The Board wishes to state once again its full support to the school's Senior Leadership Team, which has been committed to addressing the above said incident and which is still handling all the outcome of the incident.
- 2.6. To be in line with good governance practices, the Board thinks it should not be part of any administrative or disciplinary committee which may happen after all reports are taken from all parties IRO the above said incident. The Board believes it is more of a management duty. However, upon request of school management, the Board may delegate members to participate in this committee.
- 2.7. The Director informs the Board of his decision of not publishing a statement/article sent by the Student Council for the ICSA Friday Flash (5th of November issue). After having gone through this document, the Board fully supports the Director's decision and asks him to seriously raise this issue with the Student Council and appropriate channels as the documents contained serious and defamatory declarations.
- 2.8. The Board has decided to postpone the AGM scheduled on Wednesday 24th November to Wednesday 8th December. The AGM will take place as on online event.
The next Board Meeting planned for Wednesday 24th November at school is maintained.

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3. Resignation of Mrs. Sireesha KUMAR

Regarding Mrs. Sireesha KUMAR's request to resign as a Trustee, the Board, after considering her resignation letter and after some interaction between the Chair and Mrs. KUMAR, has accepted her resignation. The Chair will officially inform her of this acceptance.

The Board, basing itself on Rules of the association, and to replace the resigned Trustee, has asked the Chair to contact potential replacements from the list of next best candidates in the 2021 and 2020 ICSA Board Elections. All appropriate documentation will be sent to the Chair by past members of Nominating Committees.

The Chair will inform the Governance Committee of his findings at the Committee's next meeting and the Committee will make recommendations to the Board at its next meeting.

4. AOB

The Chair of the Finance Committee reminds the Director to submit all required financial data on time, to enable Finance Committee members to have working documents and meet as per the agreed date.

The Director will investigate the matter and come with a new process to enable early compilation, treatment, and submission of financial information.

All points on the Agenda having been handled, the Chair concluded the meeting at 19:05.

Clyde VACHER
Secretary to the Board