

**Minutes of the Regular Meeting of the Board of Directors of  
Austin International School  
January 8, 2014  
6:30 pm; Adelphi Campus**

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**Board Members Present:** Barksdale English, Bertrand Hazard, Sophie Cano, Liz Wiley, Dina Sherzer (arrived after start of meeting, at 6:53 pm).

**Absent:** Sujiro Seam, Sylvie Christophe, Remi Taillefer, Bertrand Hazard

**Quorum:** Yes.

**Visitors:** Kate McArthy; Stacey McDougal; Francois Waelbroeck, Stacey McDougal; Philippe Montrillet

**Resources:** HOS, Christophe Bonnet; Kyle Carroll (arriving around 7pm for development report later in the meeting)

**Proceedings – Public Session**

Notice having been given in advance of the meeting, the meeting was called to order by the Chair, Barksdale English, at 6:44 pm.

It was noted that Bertrand is voting the proxy of Ricardo Sanchez.

- Liz Wiley requested that a vote on the December 2013 minutes be deferred to allow for clarifications to be made and the minutes re-circulated. The vote was thus deferred.
- Sophie Cano moved to approve the November 2013 minutes. With a second to the motion made, the motion was put to a vote. The carried with no dissents or abstentions among the present voting members. Bertrand voted the proxy of Ricardo. (Dina Sherzer not voting due to later arrival at 6:53 pm).

**1. Status of loan with Banque Transatlantique**

- a. Liz moves to authorize Christophe to negotiate with the bank and secure the loan of \$1 million. With a second to the motion made, the motion was put to a vote, with Bertrand voting the proxy of Ricardo, and the motion carried with no dissents and no abstentions among those present voting. (Dina Sherzer not voting due to later arrival at 6:53 pm).
- b. Christophe will update the Board on status of the negotiations or mechanics of obtaining the funds.

**2. HOS report to Board (attached)**

- a. Noted that terms agreed upon by construction firm and the process is underway.

- b. Request made for parents to see the plans. Agree; Christophe will obtain extra copies to display around campus.
- c. Logistics of lack of facilities during the summer addressed.
- Ricardo Sanchez calls in at approximately 7:15 pm.
  - d. Discussion addressing Board questions about recruitment, value of in-person interviews, status of recruitment, and sources for recruiting in Spain and Central and South America.
  - e. Update on status of search for Academic Dean. Questions posed to Christophe on the process. Board encourages a smart decision and enough input into the selection process so Christophe makes the best decision for the school.
  - f. NAIS update: Barksdale completed work on Board section.
  - g. State of the School report to be postponed.

### 3. Development Report

- a. Kyle Carroll presents status of fundraising via AIS Development Plan and Mid-Year Update, 2013-14.
- b. Annual Fund at 79% participation – due in part to earlier start; Board donations up 108%.
- c. Board inquiry and discussion on Kyle's effort to reach outside of AIS parent community and her priorities going forward.
- **ACTION ITEM:** Liz Wiley undertakes to obtain the correct documents from the Secretary of State office for AIS to complete application to participate in Amplify Austin.

The proceedings pause for a short break at 8:25 pm.

Dina Sherzer leaves at the break.

The Board resumes its proceedings at 8:35 pm.

### 4. Strategic Plan Update (Barksdale English)

The Chair recognizes the advances made in the past year(s) and that focus may turn to the following:

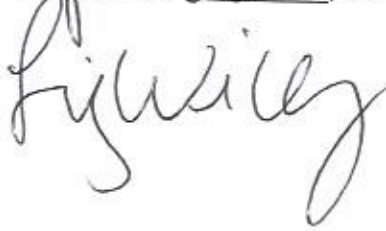
- a. Board Development Program: Discussion of need for strength in governance to survive changes of board members, staff changes, and HOS changes.
- b. Discussion of Advisory Board and nature of structure to be addressed.
- c. Discussion of what NAIS notes as Best Practices: board self-evaluation; affirming annually Articles of Incorporation; Mission Statement; Conflict of Interest; review insurance policies
- d. Action Item: At next retreat, the Board will address these affirmations.

This concluded the public portion of the meeting – at 9:07 pm.

The closed session would thereafter ensue, addressing: revenue; tuition; scholarship program/bourse; Governance Committee report

Approved on Feb 26, 2014

Signed:

A handwritten signature in cursive script, appearing to read "L. H. Wiley", written over the "Signed:" label.