

INTER-COMMUNITY SCHOOL ZURICH BY-LAWS

The purpose of these By-Laws is to provide, in English, a summary of the Deed of Foundation of the Inter-Community School; and to set up directives concerning the organisation, administration and activities of the Inter-Community School, as provided for in Clause 12 of the Deed of Foundation of 1st August 1968. Paragraphs preceded by a "D" are directly translated from the Deed of Foundation.

NAME AND LEGAL FORM

- D The official name of the Foundation is "Stiftung für die Inter-Community School". The Inter-Community School is established as a non-profit Foundation under Section 80 et seq. of the Swiss Civil Code and was registered in the Register of Commerce of the Kanton Zürich on May 11th 1970.

PURPOSE

- D 1. The Foundation has as its object the conduct of a non-profit, non-sectarian, politically neutral private school, in conformity with the aims of an International School. The school is established to serve the children of the English-speaking communities in the Zürich area and may accept children of both sexes and of all races, religions and nationalities.
2. The school shall provide an education which promotes learning, culture and international understanding and inculcates ideals of mutual respect and appreciation for people of all nationalities, religions and cultural backgrounds.
3. Its course of instruction is designed to recognize that many of the students come from and will leave for other countries, and to prepare them for further education in other English-speaking schools elsewhere.

BOARD OF TRUSTEES

- D 1. The Foundation shall be managed by a Board of Trustees which shall consist of not less than three members who may be of Swiss or other nationality. At least two members must be domiciled in Switzerland. The Board of Trustees is self-constituting and has the right to co-opt.
2. The election of additional members of the Board, or the filling of vacancies, will normally, but may not necessarily, be made by selection from names of suitable persons as submitted by a Nominating Committee. The Nominating Committee shall be elected annually and serve until the following Annual Meeting of Parents.

It shall consist of five members, three of whom, who need not be Trustees of the Foundation, will be appointed by the Board; the other two members will be elected by vote of those present at the Annual Meeting of Parents. The two persons receiving the largest number of votes will be elected while the person receiving the third largest vote will serve as an alternate member to either of those in the event that he or she is unable to continue to serve until the next Annual Meeting of Parents.

3. The Board of Trustees shall choose from among their members a Chairman and one or more Vice-Chairmen. The Chairman shall preside at all meetings at which he is present. In his absence he shall designate a Vice-Chairman to preside in his place. Should the Chairman fail to make such designation, the other members of the Board present shall choose one of their members to preside.

4. A quorum consists of one-third of the members of the Board at that time, but must be not less than three. An absent member may give a proxy vote to another Board member on any specific item of an agenda. Decisions are effected by majority vote of the members attending and represented by proxy.

5. Meetings of the Board of Trustees shall be held at least three times a year at intervals of not more than 120 days and may be held more frequently if necessary. Meetings of the Board may be called by the Chairman or a Vice-chairman or by any three members of the Board by giving at least 7 days notice in writing to all members of the Board.

6. The Head of School may be invited to attend the Board meetings but shall not vote, and his presence will not be counted to determine a quorum. The Board may invite other persons to attend meetings of the Board in an advisory capacity.

7. The Board may appoint special committees to carry out studies and tasks related to the purposes of the Foundation. Members of such committees need not be members of the Board.

8. The Board of Trustees represents the Foundation to third parties. It determines which persons have the right to bind the Foundation by signature and the manner in which they shall sign. Such persons need not necessarily be members of the Board.

9. The Board of Trustees shall have the widest powers to execute all acts of administration within the limitations imposed by law or the Deed of Foundation.

- D 10. The Board has full powers to make changes in these By-Laws by a simple majority of all members of the Board, provided such changes are not contrary to the intentions of the Deed of Foundation. Notice of the proposed changes must be given to all members of the Board.

11. Minutes shall be taken at meetings of the Board of Trustees summarizing the matters discussed and the decisions taken. The Board may appoint a secretary for this purpose who need not be a member of the Board. Minutes of previous Board meetings must be approved at each subsequent Board Meeting.

HEAD OF SCHOOL

1. A Head of School shall be appointed by the Board of Trustees to carry out the educational and administrative functions of the school.

2. The Head of School shall be the chief executive officer of the school, responsible to the Board who shall determine his salary and terms of appointment. The Head of School is responsible for the day-to-day management of the school.

EXECUTIVE COMMITTEE

1. An Executive Committee of the Board of the Foundation is authorized. This Executive Committee shall consist of the Chairman and at least two other persons to be appointed by the Chairman of the Board and approved by the Board. A majority of the Executive Committee must be members of the Foundation.

2. It will be the duty of the Executive Committee to make itself available to the Head of School to advise and interpret for him the policy of the Board of the Foundation with regard to day-to-day operation of the school and to assist the Head of School with such other advice and counsel as he may from time to time request. The Executive Committee is responsible for conforming its decisions with regard to the operation of the school to the policy set down by the full Board of the Foundation.

AUDITORS

- D The Board of Trustees shall select a firm of auditors to audit the financial records of the Foundation.

FINANCE

The Board of Trustees shall cause financial statements of the Foundation to be drawn up each year made up to 31st July.

TERM OF THE FOUNDATION

- D The term for which the Foundation is to exist shall be perpetual. Dissolution of the Foundation shall not be permissible so long as its objects remain attainable and its property not exhausted. The proceeds of any liquidation shall be devoted to purpose allied to the objects of the Foundation.

ANNUAL MEETING OF PARENTS

1. The Inter-Community School is a Foundation (Stiftung) which, under Swiss Law, must be governed exclusively by a Board of Trustees (Stiftungsrat). However, since the Inter-Community School exists to serve the international English-speaking communities, as stated above, the voice of parents and guardians of students registered in the school is solicited to enable the Board of Trustees to seek their judgement as a guide to the policies of the Board.

2. The Annual Meeting is the means for parents and guardians to express their wishes, to make recommendations to the Board of Trustees, and to address questions to the Board. This meeting shall be convened by the Chairman or a Vice-Chairman of the Board of Trustees, and shall take place normally during the Winter term of the school year.

3. Extraordinary meetings may be called as required by the Board of Trustees and may be requested upon the initiative of a written petition signed by at least one-fifth of all parents and guardians. Such petition shall state the reason for requesting the meeting and shall set forth the proposed agenda.

4. The notice and agenda for all meetings shall be distributed by the Board of Trustees at least 14 days in advance of the meeting.

These By-Laws were approved and passed by the Board of Trustees at a meeting of the Board of Trustees on March 20th 1973 and amended on 27th June 1973.