

GOVERNANCE POLICY

Introduced:	December 2015
Review 1:	December 2018
Review 2:	December 2021
Review 3:	December 2023
Review 4:	September 2024
Next Review	September 2026

Introduction:

Strong governance is vital for ensuring our school adheres to a clear strategic vision, maintains high standards in teaching and learning, and makes decisions that align with the best interests of our community. It provides essential oversight and accountability for operations, finances, and the performance of both the school and its leadership team. This policy outlines the fundamental requirements for establishing an effective governance structure and processes tailored to our school.

Purpose

- Ensure that our school maintains an effective governance structure, guided by the governing board.
- Outline the requirements for the membership, terms of reference, and ethical conduct of our governing and corporate boards.
- Define our expectations regarding the management and documentation of governance meetings.

Structure

- **Governing Board**

Members:

- School Owner (Ex officio)
- School Principal (Ex officio)
- Community Member
- Inclusion Champion
- Parent Representative

Dunes International School

Plot no 19; Shabiya 9; Mussafah; Abu Dhabi; P.O Box 5121

Tel.: 0097125527527

school code : 90201 | Affiliation number : 6630051



مدرسة ديونز الدولية

هاتف: ٠٩٧١٢٥٥٢٧٥٢٧

رقم القطعة: ٩، شعبية ٩، مصرف، أبوظبي، ص.ب: ٥١٢١

كود مدرسة: ٧٢٦٨٩ | رقم الانتساب: ٦٦٣٠٠٥١

Role and Responsibilities: The Governing Board serves as the highest decision-making authority within the school governance structure. Its primary responsibilities include:

- Setting the strategic vision and direction of the school
- Approving school policies, budgets, and development plans
- Ensuring regulatory compliance and performance oversight
- Finalizing decisions through a formal voting process

Authority:

All members of the Governing Board have voting rights. They are empowered to deliberate on key matters and finalize decisions in the best interest of the school's growth and sustainability.

- **School Governing Body**

Members:

- School Leadership Team
- Teachers
- Students
- Parent Representative
- Alumni Students and Staff

Role and Responsibilities: The School Governing Body functions as a consultative and advisory group. It brings together a broad range of perspectives to support the school's continuous improvement. Its responsibilities include:

- Reviewing proposals and initiatives presented by the Governing Board or school leadership
- Providing constructive feedback and suggestions for effective implementation
- Recommending areas for improvement based on firsthand experience and stakeholder input
- Promoting engagement and inclusivity across the school community

Authority:

While the School Governing Body does not have voting rights, it plays a crucial role in shaping well-informed decisions. Its collaborative input ensures that the voices of all key stakeholders—including staff, students, and parents—are considered.



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Policy

1. Governance

1.1 Governance Rules:

1. Our school will develop specific Governance Rules in alignment with this policy and the applicable laws and regulations of the UAE. These Governance Rules will be published on our school website and will include, at a minimum, the following details:
 - a. A clear outline of our governance structure, including any relevant corporate governance details.
 - b. The specific terms of reference and membership details for our governing board.
 - c. The scheme of delegation that specifies responsibilities assigned to committees or individuals.
 - d. The terms of reference and membership criteria for any established committees.
 - e. The procedures for appointing members to both the governing board and its committees.
 - f. The specific criteria for selecting board members, tailored to our school's needs.
 - g. The competencies and skill sets required from board members to effectively contribute to our school's governance.

2. Governing Board

2.1 Overview: school will appoint a governing board, serving as the senior authority and governing body, in accordance with ADEK's requirements.

2.2 Size of the Governing Board: The governing board will consist of a minimum of 5 voting members and 1 non-voting member, with a maximum of 15 members, including the Chair, to align with the size and needs of our school.

2.3 Members of the Governing Board:

1. **Voting Members:** The governing board shall comprise the following voting members:
 - a. Ex-Officio Members: The owner of the school or their representative shall be an ex-officio member, either as the Chair or as a general voting member.
 - b. Parent Representative: The governing board shall include at least one parent representative, elected by the parents of the school. Parent members are expected to represent the interests of the parent body, and not their own personal interests or the specific interests of their child(ren).

- c. **Teacher Representative:** The governing board shall include at least one teacher representative, elected by the teaching staff of the school.
Teacher members are expected to represent the interests of the teaching body, and not to defend their own personal interests.
Independent Members: The governing board shall include at least 1 external independent member, appointed by the board and ideally an individual with significant experience and expertise in the education sector.
- The governing board is also encouraged to appoint an external independent member who is a representative of local business, to support the school in achieving its objectives.
- d. **Chair:** The Chair shall be appointed from the voting members of the board and undertake the responsibilities (see Section 2.11 Terms of Reference). The mechanism for their appointment shall be defined in the school's Governance Rules.
- 2. Principal:** The governing board shall include the Principal as a non-voting member. The Principal shall attend the meetings of the governing board to provide advice, respond to questions, and deliver reports regarding the school's operations and performance.
- a. If the Principal is unable to attend a meeting, the Vice Principal shall attend it in their place.
- b. The Principal or Vice Principal shall not attend any meeting of the governing board where the board is discussing the performance or remuneration of the Principal or at any other time when the Chair deems the Principal's presence to be inappropriate.
- 3. Student Representative:** Schools are authorized to include student representatives as members of the governing board. Such representatives shall be Cycle 3 students, have a demonstrated history of leadership, and be elected by the student body to represent them.
- a. Schools are authorized to award voting rights to student representatives). Such decisions shall be made by the governing board, subject to the owner's approval.
- b. Where student representatives) are non-voting members, their presence and participation in board meetings shall be at the discretion of the Chair.
- 2.4 Each member of the governing board shall adhere to the governing board's collective responsibilities, as set out in the Terms of Reference below (see Section 2.11 Terms of Reference). No member shall bear personal liability for any decision taken unless the decision is found to have lacked integrity (e.g., arising from a conflict of interest).

2.5 Appointment of Members: : Our school shall ensure that:

1. The procedures for appointing or electing members to the governing board are clear and transparent.
 2. When appointing members to the governing board, the continuity and institutional knowledge of the board are preserved.
 3. Members of the governing board possess a good conduct certificate and are familiar with the UAE national identity and cultural values.
 4. Members have the appropriate and relevant skills, qualifications, experience, and expertise to fulfill their roles, and the board (as a whole) has an appropriate balance of skills and experience.
- a. The Governance Rules shall require board members to have a relevant skills and competencies: the ability and willingness to learn, communication skills, critical thinking, creative thinking, and a collaborative mindset.
- b. Relevant areas of expertise outside of education include law, financial management, social services/ student wellbeing and protection, human resources, marketing, project design, construction, etc.

2.6 Tenure of Members: Our school shall ensure that:

1. The service term of a member of the governing board is limited to a maximum of 3 years. School is authorized to appoint a member or members for an additional term or terms via the selection process, in accordance with the school's Governance Rules.
2. The owner is exempt from the restriction on service term length.
3. If a member does not complete their term (e.g., due to resignation or dismissal), a replacement member shall be appointed for the remainder of the service term, subject to the selection process.

2.7 Quorum: Any meeting of the governing board shall require at least two-thirds of the board members to be present in order to achieve quorum.

2.8 Frequency: The governing board at our school shall meet a minimum of once every three months, as requested by the Chair or the Owner of the school.

2.8 Open and Closed Meetings: The governing board shall allow meetings to be classified as either open or closed, at the discretion of the Chair, as defined below:

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1. **Open Meeting:** Relevant stakeholders, such as parents and teachers, are authorized to observe the meeting.
2. In the case of open meetings, the school shall share the agenda and expectations with the attendees.
3. **Closed Meeting:** Only voting board members, the Principal, and individuals specifically invited by the Chair are authorized to attend the meeting.
4. **Closed Executive Meeting:** Only voting board members are authorized to attend this meeting.

2.10 Voting and Decision-Making: The following principles shall be outlined in the Governance Rules:

1. Decisions made by the governing board shall be reached by consensus after thorough discussion. If a vote is necessary, decisions will be based on the majority of those present and voting at the meeting, provided that quorum is achieved.
2. Only the voting members of the governing board are authorized to cast a vote. The Principal and any non-voting members, including other staff, shall not have voting rights unless a student representative is explicitly granted that right.
3. In the event of an equal number of votes, the Chair shall exercise the casting vote

2.11 Terms of Reference: The terms of reference of the governing board shall include the following provisions:

1. Responsibilities in relation to ADEK:

- a. Ensure that the school operates effectively in compliance with ADEK's regulations, policies, and other requirements.
- b. Respond to any directives issued by ADEK that necessitate action from the school or the governing body, such as those related to inspection outcomes and compliance issues.

2. Responsibilities in relation to the school:

- a. Define the mission and vision of the school, ensuring that it provides high-quality education that leads to expected educational outcomes and meets the interests of stakeholders and regulators.
- b. Approve the school's strategic, developmental, and operational plans.



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- c. Review and approve new school policies and amendments to existing policies, ensuring that all policies are regularly reviewed and updated to align with ADEK requirements.
- d. Serve as the primary financial authority, ensuring proper accounting practices are maintained, approving the annual budget and financial statements, and bearing overall responsibility for the school's assets.
- e. Delegate authority to the Principal for executing strategic and operational plans, policies, and budgets approved by the governing board.
- f. Act as the primary legal authority for the school, ensuring that systems are in place to meet all legal and contractual obligations, including those arising from contracts and other commitments made in the school's name.
- g. Serve as the employing authority for all staff at the school, responsible for benchmarking and reviewing remuneration models, benefits, and conditions of employment.
- h. Ensure compliance with all applicable federal and local laws, regulations, and policies related to schools.
- i. Govern risk, information, and technology in a manner that supports the school in achieving its strategic objectives, in alignment with the ADEK Digital Policy.
- j. Ensure that the school's buildings and facilities are constructed in accordance with the ADEK Buildings and Facilities Policy and relevant laws and regulations of Abu Dhabi and the UAE.
- k. Investigate formal complaints against the school and take appropriate action in accordance with the school's Complaints Policy.
- l. Promote ethical values and practice in the school's plans and activities, in line with the UAE national identity and cultural values.
- m. Actively engage in key school events.
- n. Ensure the appointment of board members with specific responsibilities (e.g., safeguarding, inclusion), as per the requirements in other policies and as per ADEK's requirements.
- o. Nurture partnerships between the school and the wider community.

3. Responsibilities in relation to the principal

- a. Appoint and review the performance of the Principal, in line with the ADEK Employment Policy, and where required, dismiss the Principal after obtaining ADEK's approval.
- b. Hold the Principal accountable for the effective implementation of board-approved plans and policies, in line with the school's mission, vision, values, and approved budget.

- c. Ensure that the Principal maintains an up-to-date master copy of all policies and procedures, in line with the ADEK Records Policy.

4. Responsibilities in relation to the governing board:

- a. Monitor and evaluate its own performance and effectiveness as school governing body of the school.
- b. Carry out its proceedings and duties in an ethical manner.

5. Responsibilities of the Chair: Facilitate the efficient and effective functioning of the governing board by:

- a. Moderating discussions, ensuring that different perspectives are considered, and resolving conflicts.
- b. Fostering a culture conducive to good governance, including a constructive working relationship between the Principal and other board members.

2.12 Ethical Requirements:

1. The school communicates the following ethical requirements to its board members:

- a. Board members are obliged to follow the ADEK Professional Code of Ethics, ADEK Values and Ethics Policy, ADEK Cultural Consideration Policy, ADEK Governance Policy, and Code of Conduct for Education Professionals in General Education (MoE, 2022) and associated school policies in performing their roles.
- b. Board members are required to declare any personal interest that might be reasonably deemed to compromise impartiality, conflict with their duty as a member, and/or result in private benefit.
- c. Prospective or existing board members are not authorized to give any financial or other gifts to existing board members. Members are not authorized to accept such gifts on behalf of themselves or the school to secure or maintain the membership of an individual on the governing board.
- d. Board members are required to keep the content of governing board discussions strictly confidential other than that disclosed by the school (see Section 6. Records). This requirement applies even after the end of a member's service term, provided disclosure is not legally required.



2. The school will ensure that any suspected breach of the above ethical requirements is formally investigated. If a breach is confirmed, the member in question will be removed from the governing board.

2.13 Board Effectiveness Self-Evaluation: The governing board shall conduct an annual review of its own effectiveness, by developing an internal self-evaluation framework, which includes feedback from the Principal (and other stakeholders as appropriate).

2.14 Remuneration of Governing Board Members: Governing board members shall serve in an honorary capacity and without remuneration, except for board-approved school-related expenses.

2.15 Board Offices: The governing board shall not have a permanent office based at the school and shall not disrupt the regular operation of the school by visiting it daily.

3. The Principal and Vice-Principal

3.1 Roles: The Principal has the highest authority in the school and is accountable to the governing board or corporate board and committees (as applicable). The Vice Principal is the Principal's deputy and stand-in during leave of absence and representative who supports the Principal's leadership role.

1. The Principal shall not be the school owner or one of its owners, directly, indirectly, or the owner's representative. The Principal shall not be a first- or second-degree relative to the school owner or one of its owners.
2. In line with the ADEK Staff Eligibility Policy, the Principal and Vice-Principal shall adhere to educational leadership standards and requirements.
3. Depending on the size and organization, schools may have more than 1 Vice Principal.
4. The school will establish a succession plan that outlines the delegation of the Principal's responsibilities to the Vice Principal. This plan is essential for ensuring the continuity of operations during any leadership gaps. It will also detail the distribution of tasks to mitigate the risk of disruption should succession be activated, in alignment with the ADEK Employment Policy.



3.2 Responsibilities towards the Governing Board: The Principal shall:

1. Prepare and submit documentation related to the school's governance (e.g., organizational structure, policies.) to the governing board for approval.
2. Keep the governing board informed and up to date about any directives and communication from ADEK.
3. Disclose any potential personal conflict of interest to the governing board in a timely manner and recuse themselves from situations giving rise to a perceived conflict of interest.

3.3 Responsibilities toward Schools: The Principal shall:

1. Be accountable for all aspects of the day-to-day operation of the school.
2. Lead the evaluation of the school's performance to identify priorities for continuous improvement and raising the standards of education, in line with the ADEK Quality Assurance Policy.
3. Provide instructional leadership and management and monitor teaching and learning.
4. Set and manage the school budget.
5. Follow up on the maintenance of school buildings, resources, and facilities.
6. Convey any directives and communication from ADEK to relevant members of the school community by acting as a mediator.

3.4 Responsibilities towards ADEK: The Principal shall:

1. Have the authority to establish rules, procedures, and educational standards at the school in a manner that is consistent with ADEK's requirements.
2. Notify ADEK of any legal violation or any non-compliance identified by the governing board with the potential for serious impact within 24 hours of identification of such violation or non-compliance.
3. Act as the primary contact person for the school and as a communication channel between the school and ADEK. The principal is authorized to nominate a member of staff to manage this communication and ensure that logistical matters are dealt with in a timely and appropriate manner.
4. Respond in a timely manner to any request from ADEK.

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4. Committees

4.1 Formation of Committees:

1. The governing board shall have the following mandatory committees as per the Organizing Regulations of Private Schools in the Emirate of Abu Dhabi:

- School Complaints Committee, in line with the ADEK Compliance Policy.
- School Development Committee, in line with the ADEK Quality Assurance Policy.
- Behavioral Management Committee, in line with the ADEK Student Behavior Policy.
- School Health and Safety Committee, in line with the ADEK Health and Safety Policy.
- School National Identity Committee, composed of a minimum of 3 UAE National parents, dedicated to promoting UAE national identity and culture in schools.
- Any other committee required by ADEK school policies (e.g., Wellbeing Committee, etc.)

2. The governing board is authorized to create additional committees to support the board's activities and assist it in its functions as required, including but not limited to committees to support the following areas:

- Financial affairs.
- Health and safety.
- Student protection.
- School curricula and resources.
- School buildings and facilities.
- Human resources.

3. The governing board shall determine the membership and terms of reference of these committees.

5. Records

6.1 Minutes: Schools shall ensure that all minutes of the meetings of the governing board are recorded and made available to ADEK on request. Schools shall publish any relevant decisions made by the governing board that affect relevant stakeholders.



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References

- Federal Decree Law No. (3) of 2016 Concerning Child Rights
- Federal Decree Law No. (31) of 2021 Promulgating the Crimes and Penalties Law
- MoE Code of Conduct for Education Professionals in General Education
- Organising Regulations of Private Schools in the Emirate of Abu Dhabi
- The National Council for Voluntary Organizations, n.d. Delegating Decisions to Committees and Employees.
- United Nations Educational, Scientific and Cultural Organization (UNESCO). (n.d.). Concept of governance.

Amendments:

Review 1	No Changes
Review 2	No Changes
Review 3	No Changes
Review 4	Amendment on the basis of ADEK Governance policy 2024-2025

Principal

Mr. Paramjit Ahluwalia



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