WASHINGTON INTERNATIONAL

BOARD COMPOSITION POLICY

The Washington International School Board of Trustees is a fiduciary body, charged with ensuring the long-term success of the School. Pursuant to its Bylaws, the Board elects up to twenty-one Trustees. Trustees serve up to two successive three-year terms, except the Chair, whose term as a Trustee is deemed extended through the end of their term as Chair.

The Board has charged its Governance Committee with, among other responsibilities, nominating Trustee candidates for election by the full Board. The Governance Committee considers the composition of the Board as a whole, including maintaining the breadth of expertise, skills, and experience among the Trustees that are necessary to carry out the Board's duties and support the Strategic Plan. Within the Board, the Governance Committee also seeks to promote diversity that is reflective of the School community and to sustain a mix of current WIS parents, past WIS parents, alumni, and others.

In selecting individual candidates, the Governance Committee considers a number of factors, including the potential candidate's:

- Passion for WIS's mission.
- Appreciation of the challenges facing WIS as an independent school, the need to balance tradeoffs in assessing those challenges, and the importance of strategic planning, financial oversight, and philanthropy in meeting those challenges.
- Willingness to embrace the role of Trustee as a School steward and strategist, not as a School operator.
- Understanding that a Trustee owes fiduciary duties to the School and does not represent any constituency.
- Ability to commit substantial time and specific dates to Board-related activities. Full attendance at Board and assigned committee/task force meetings is expected, and Trustees must dedicate time to prepare for those meetings. A high level of participation at other WIS events is strongly encouraged.
- Potential for eventually taking on a leadership role (e.g., as an officer, as a committee/sub-committee/task force chair, or as an organizer of an event/initiative).
- Volunteerism and involvement in WIS's philanthropic efforts and community activities.
- Possession of skills that will aid the Board in fulfilling its functions.
- Commitment to disclosing any conflicts of interest and maintaining confidentiality.

Once appropriate candidates are identified, screening interviews shall be conducted with each person to evaluate the candidate based on the criteria identified above. Prior to nomination or appointment, each candidate shall be informed of and agree to abide by WIS's values, mission, and all policies.

Please direct any inquiries regarding this process or potential Board membership/committee participation to a member of the Governance Committee or to boardgovcomm@wis.edu.

Effective Date: 4.17.24