

CONSTITUTION OF COPENHAGEN INTERNATIONAL SCHOOL

Name, address, etc. of the school

- § 1. The name of the school is Copenhagen International School.
2. The school is located at Levantkaj 4-14, 2150 Nordhavn.
3. The school's CVR number is 53060811.
4. The school was established in the school year 1962/63 and was one of the founding members of the International Baccalaureate. The school has been located in Nordhavn since 2017.
5. The school began its teaching activity in 1963.

School's Purpose and Statement of Values

- § 2. The school's purpose is to operate a school in accordance with the law on independent schools and private primary and lower secondary schools, etc., and the law on private institutions for upper secondary education. In accordance with its purpose and in all its activities, the school must prepare students to live in a society like the Danish one, with freedom and democracy, and to develop and strengthen the students' democratic formation and their knowledge of and respect for fundamental rights and human rights, including gender equality.
2. The school serves the transient international community in Denmark, and other families seeking to obtain an international education. The school will teach its academic disciplines in English. Danish will be included in the curriculum.
3. A graduate may be awarded a High School Diploma, an International Baccalaureate Diploma, or other certification.
4. Copenhagen International School is an international learning community guided by the philosophy and principles of the International Baccalaureate (IB). We value inquiry-based learning, critical and creative thinking, and lifelong growth, with a strong commitment to student centered learning and the wellbeing of every learner. The mission of CIS is to develop the potential of each learner by offering educational excellence in a stimulating environment of cultural diversity and mutual respect. The vision of CIS is to educate champions of a just and sustainable world. CIS advocates five core values within its community: compassion, creativity, growth, inclusion, and integrity. Through reflection and responsible action, we seek to nurture globally engaged citizens who contribute positively to their communities and to the wider world.

School Organization and Operations

- § 3. The school is an independent, self-governing educational institution.
2. The school's operations are funded by public grants and its own income, including tuition fees for students, parental payments for after-school programs and, if applicable, contributions from others in accordance with the law on independent schools and private

primary and lower secondary schools, etc., and the law on private institutions for upper secondary education. The school's funds may only be used for the school's educational activities, and teaching, and any surplus from the school's operations belongs to the school.

3. Contributions to the school do not entitle the contributor to any part of the school's assets or to dividends of any kind.

4. The school's liquid assets must be held in accordance with the provisions of the law on independent schools and private primary and lower secondary schools, etc., and the law on private institutions for upper secondary education, and may not be placed in accounts, etc., that anyone other than the school has control over.

The Board of Governors' Duties, etc.

§ 4. The Board of Governors of Copenhagen International School is constituted to ensure effective governance, strategic oversight, and fiduciary responsibility for the School, in accordance with its mission, values, and constitutional purpose, and to provide strategic stewardship in a global and evolving educational landscape. The Board is responsible for appointing, supporting, and evaluating the Director, and for monitoring progress toward strategic objectives. More specifically, the Board:

1. Is responsible for the overall management of the school.
2. Is responsible for the school's finances and operations, including ensuring that a true and fair annual report is prepared each year in accordance with current regulations. This report must be subjected to a satisfactory audit by an approved auditor chosen by the Board, in line with current regulations.
3. Is responsible for ensuring that the school's Constitution is at all times in accordance with the law. In case of a discrepancy between the law and the wording of the Constitution, the Board must follow the law and bring the Constitution into compliance without undue delay.
4. Hires the school's Director after approval from the Minister for Children and Education, and dismisses the school's Director.
5. Hires and dismisses the school's other staff, although the Board may delegate its right to hire and dismiss the school's other staff to the Director.
6. Decides on the amount of tuition fees and decides on the amount of parental payment for the after-school program.
7. Decides on the purchase and sale of real estate and decides on the mortgaging of real estate.
8. Decides with the approval of the General Assembly on changes to the school's Constitution and decides with the approval of the General Assembly on the school's statement of values.
9. Decides on the closure of the school in cases where the law requires the board to take care of the school's liquidation.
10. Decides on any other matter concerning the school that the board wishes to decide on.
11. Keeps a record of its decisions and notes any conflicts of interest, cf. § 5, in the record and establishes rules of procedure for its activities.

§ 5. The members of the board are subject to the provisions of chapters 2 and 8 of the Public Administration Act concerning disqualification and confidentiality, etc..

2. A board member is disqualified from matters in which he or she or their immediate family has a financial or special personal interest. If a disqualification is found, the record must show that the individual has recused themselves from negotiations and voting.

3. An attendee at a meeting is bound by confidentiality in matters where significant consideration for the interests of individuals or the school makes it necessary to keep information about personal or internal, including financial, circumstances secret.

§ 6. In the exercise of Board duties elected and appointed Board members shall be independent of the organizations, institutions, associations or likewise with which they are associated.

§ 7. The members of the Board are not personally liable for the school's debts.

§ 8. Board members cannot receive an honorarium or similar payment from the school's funds for performing their duties as a board member.

Board Composition, Functioning, Term of Office, etc..

§ 9. The Board consists of 10 members and should, as far as possible, have a balanced composition of women and men. The Board shall comprise a combination of elected and appointed members, as further specified in this Constitution. The overall composition of the Board shall be designed to ensure an appropriate balance of skills, experience, perspectives, and continuity, and to support the long-term sustainability and sound governance of the School.

Members of the Board shall act collectively and individually in the best interests of the School as a whole and shall not serve as representatives of any particular group or constituency. Board members are expected to uphold the highest standards of integrity, confidentiality, and ethical conduct.

2. 2 of the Board's members are elected by and from among the parents of students of the school. The members are elected for a term of 2 years.

3. 1 substitute for the board members mentioned in 2 are elected by and from among the parents of students of the school.

4. The student council appoints a representative of legal age to the Board without voting rights. The term of office is 2 years.

5. 7 members of the Board are appointed by the Board. The members are appointed for a term of 2 years at a time.

§ 10. A school employee cannot be a member of the Board of directors.

2. School employees can only participate in the election of the Board if they are also parents of students at the school.

§ 11. The Board constitutes itself, and the chair and vice-chair are elected by and from among the board members.

2. The Board can make decisions when at least half of the board members are present.

3. Board members make decisions by a simple majority of votes among those present. In the case of a tie, the chair's or, in their absence, the vice-chair's vote is decisive.

§ 12. Board members must be of legal age.

2. A majority of the board members, including the chair, must be registered with a CPR number and with a permanent address in Denmark or belong to the Danish minority in Southern Schleswig.

3. A member of the board of another independent primary school or a school of the same type cannot be a member of the Board.

4. If the school leases property, etc., from others, the following persons cannot be members of the Board unless the lease is of an insignificant nature:

1. Individuals who lease property, etc., to the school.
2. Members of the board of foundations, companies, associations, or other businesses that lease property, etc., to the school, or that control the lessor of property, etc., to the school.
3. Lawyers, accountants, or similar advisors to the individuals specified in no. 1.
4. Lawyers, accountants, or similar advisors to the foundations, companies, associations, or other businesses specified in no. 2.
5. Employees in a management position with the individuals specified in no. 1.
6. Employees in a management position in the foundations, companies, associations, or other businesses specified in no. 2.

§ 13. A board member must immediately resign from the Board if they do not meet the conditions for membership of the Board as stipulated in the law on independent schools and private primary and lower secondary schools, etc., the law on private institutions for upper secondary education, or the Constitution, subject to 2.

2. Notwithstanding the provision in 1, board members elected by and from among the parents, cf. § 9, 2 and 3, do not have to resign from the Board if their children are withdrawn during the term of office against the parents' wishes.

§ 14. An elected board member cannot be removed during their term of office. However, a board member elected by the General Assembly may be removed if this is decided by a simple majority vote at a meeting of the electing body, and if the agenda for the meeting includes an item on voting for the removal of the board member in question.

§ 15. If an elected board member resigns from the Board during their term of office, the substitute will take their place for the remainder of the term. If a substitute cannot step in, a new member must be appointed or elected as soon as possible for the remainder of the term.

The School Director and Other Staff

§ 16. The Director is responsible for the daily management of the school and is accountable to the Board for the school's activities. The principal must have teaching qualifications in one or more subjects within the upper secondary or higher preparatory

course curriculum.

2. The Director hires and dismisses the school's other staff.

3. The Director and the school's other staff are subject to the provisions of chapters 2 and 8 of the Public Administration Act concerning disqualification and confidentiality, etc.

The Parent Body and Parents' Rights

§ 17. The Parent Body consists of the people who have parental authority over students at the primary and lower secondary school.

2. The rights of parents under the Constitution belong to the person or people who have parental authority over the student.

3. The school may consider the person who has the student in their care authorized to act on behalf of the person with parental authority, with the exception of matters concerning the beginning and duration of schooling.

School Association

§ 17 a. The School Association consists of the parents of the Pre-K program of the school. The members of the School Association can participate with voting rights in the General Assembly.

2. The Board can revoke membership of the School Association if the member is in arrears with tuition fees or any other fixed financial payment to the school.

General Assembly

§ 18. The General Assembly consists of the parents of students in the upper secondary school department as well as the members of the Parent Body and the members of the School Association.

2. The General Assembly is authorized to make decisions on the election of elected board members.

3. The General Assembly must be consulted before the Board makes a decision on the approval of the school's statement of values and amendments to the Constitution.

§ 19. The General Assembly will be held annually between March 1st and April 30th and will be convened with three week's notice.

2. The notice for the General Assembly must include an agenda.

3. Proposals that members wish to have discussed at the General Assembly must be received by the Board at least 10 days before the General Assembly. Proposals must be announced to the members at least 5 days in advance of the assembly.

4. An extraordinary General Assembly will be held when 4 of the board members or at least 25% percent of the General Assembly's members request it. It is convened like an ordinary General Assembly, with an agenda.

5. The General Assembly is authorized to make decisions regardless of the number of members present. Decisions are made by a simple majority vote. Changes to the Constitution requires $\frac{2}{3}$ majority.

6. Any member can request a written vote.

7. A record is kept of what is done and decided at the General Assembly. The record is signed by the meeting chair and kept at the school.

Insight into Budgets, Accounts, and Audit Reports for the Parent Body and Staff

§ 20. Members of the Parent Body, students of legal age, and the school's staff have the right, upon request, to review the audit reports and the budgets and accounts approved by the Board. This right does not extend to information that is subject to the Public Administration Act's rules on confidentiality, cf. § 5.

2. The Board may extend the right under 1 to include other individuals as well.

Authority to Sign on Behalf of the School

§ 21. The school is authorized to be signed for by the chair of the Board and the director acting jointly or, when the chair is unavailable, by the vice-chair of the Board and the director acting jointly.

2. The signing authority under 1 cannot be delegated.

Amendment of the School's Constitution

§ 22. The Board together with the General Assembly makes the decision to amend the school's Constitution. The decision requires that $\frac{2}{3}$ of the members present at the General Assembly approve.

2. Constitutional amendments are only valid if they:

1. State the name and address of the board members in easily legible print.
2. Are signed by all board members.
3. Contain information about who is the chair and vice-chair of the Board.
4. Are published on the school's website, stating when the publication took place and when the amendments to the constitution were adopted by the Board and the General Assembly.

3. Even if the General Assembly can be involved in deciding on constitutional amendments, the Board can bring the school's Constitution into compliance with legal requirements, including complying with the Ministry of Children and Education's directives, without involving the General Assembly. The General Assembly must be informed of such bylaw amendments as soon as possible.

School Closure

§ 23. The school must be closed if it ceases to operate as a school in accordance with the law on independent schools and private primary and lower secondary schools, etc., and the law on private institutions for upper secondary education.

2. A decision to dissolve the school can be made only at a General Assembly where at least $\frac{2}{3}$ of the total membership votes for the dissolution. If fewer than $\frac{2}{3}$ of the total number of ballots are cast the dissolution proposal shall be made to a new General Assembly at the earliest 21 days later where it may be approved by $\frac{2}{3}$ of the ballots present.

3. Once a decision to close the school has been made, the Board must:

1. Inform the Parent Body immediately after the decision is made.
2. Inform the municipalities where the students in the primary and lower secondary school department reside.
3. Inform the Agency for Education and Quality under the Ministry of Children and Education. This must be done immediately if the school is under restructuring, files for bankruptcy, or if there is otherwise a risk that the school's operations must be halted.
4. In connection with the school's closure, the Board is responsible for:
 1. Preserving the school's assets.
 2. Ensuring that the financial settlement for the closure is conducted in accordance with current regulations.
 3. Ensuring that the school's net assets are used in accordance with the Constitution, cf. 5.
5. Any surplus funds from the school's closure must, with the approval of the Minister for Children and Education, be used for educational activities that are supported by law.

Thus adopted at the Board meeting on 29 January 2026 and adopted by the General Assembly on 23 April 2026.

Board of Governors:

Kate Harris
Chair

Ramkumar Jeyachandran
Vice Chair

Nick Laul
Board Secretary

Jan Nielsen
Treasurer

Rex Gu
Member

Nathalie Rayes Samad
Member

Jacob Meldgaard
Member

Soledad Taylor
Member

Malte Dammann
Member