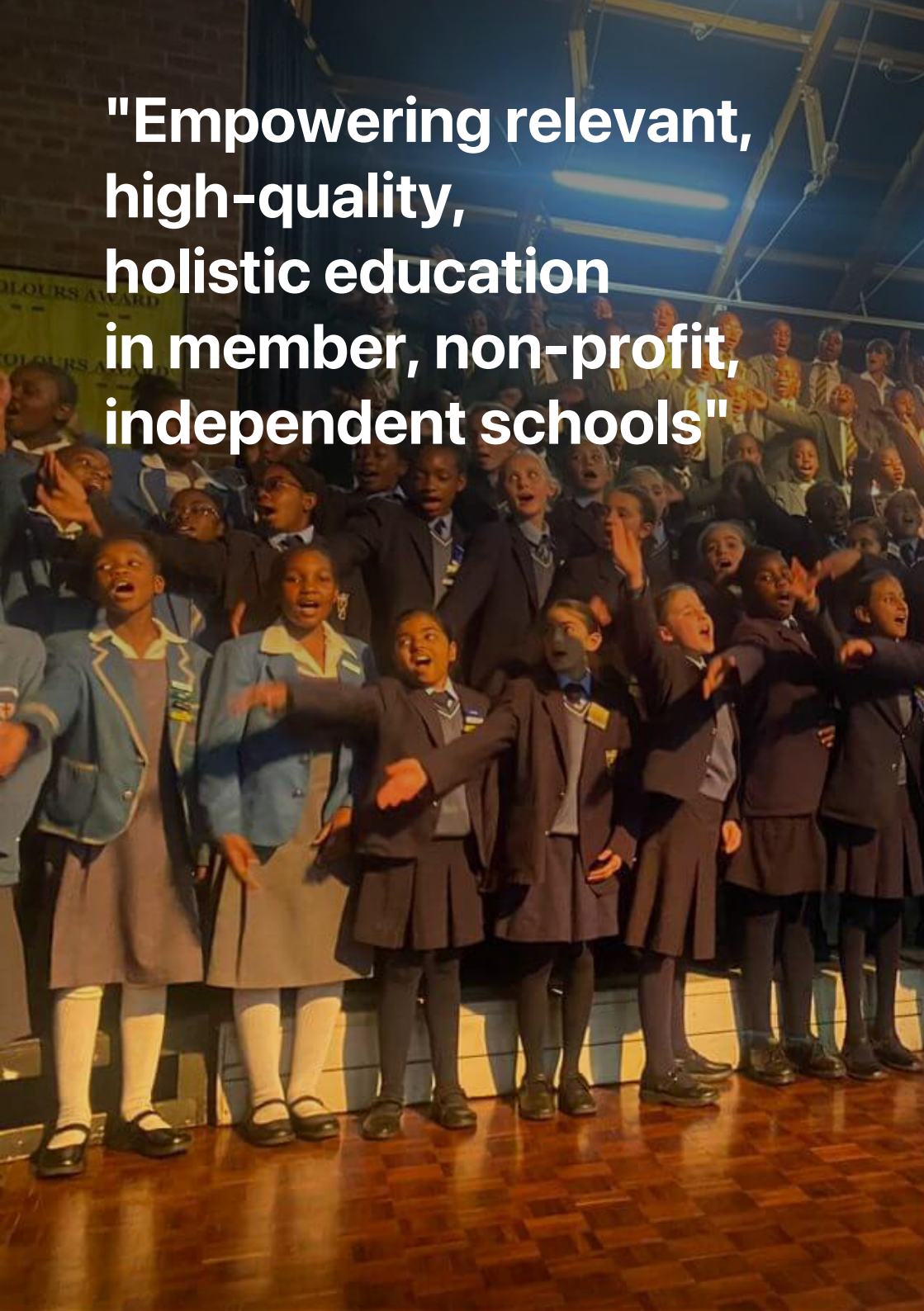




ATS Governance Handbook

The Association of Trust Schools
(ATS), Zimbabwe

**"Empowering relevant,
high-quality,
holistic education
in member, non-profit,
independent schools"**





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Introduction

Your school has chosen to be a member of the Association of Trust Schools [ATS] and has met the criteria for membership.

The criteria must be met every year if the school is to remain a member of ATS.

Alongside the stated criteria, each member school must ensure it knows, meets and fulfils the Vision, Mission and Values of ATS, a major part of which is Ethical Governance.

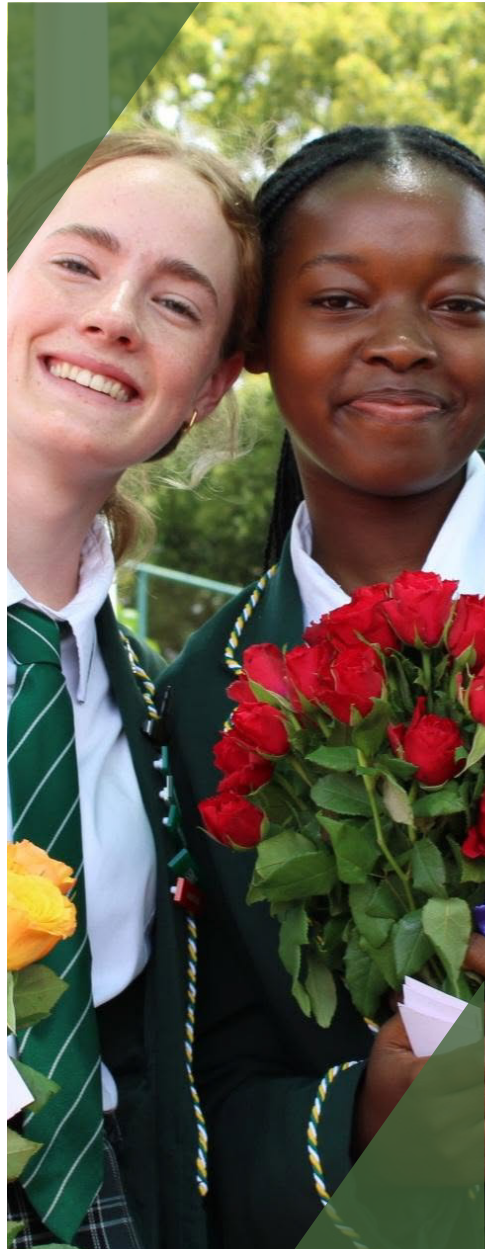
It is vitally important therefore that every Board member is fully aware of their roles and responsibilities not just to the school but also to ATS.

The following pages explain all aspects of ATS and Governance as well as provide background information to ATS.

It is the responsibility of all Board members of all ATS member schools to be fully aware of and totally committed to all that is contained herein.

Particular attention and adherence should be paid to the **10 THINGS A GOVERNOR MUST NEVER DO** and the **10 THINGS A GOVERNOR SHOULD ALWAYS DO**.

Failure to comply is likely to lead to the school's membership of ATS being withdrawn.



ATS Vision, Mission and Values

The Association of Trust Schools (ATS) is made up of Independent Primary and Secondary Trust Schools which are run by a Board of Governors. Currently there are 65 member schools from all around the country. The Association of Trust Schools held its first meeting in 1962 under the name of the Association of Governing Bodies.

Each member school seeks to complement the work done in Government and other non-Government schools and co-operate wherever possible, yet retain its independence. These schools provide choice for parents, with every school being different, yet all are committed to a holistic, balanced education.

They are united by the common Vision, Core Values and Mission of the Association.

Vision

Empowering relevant, high-quality, holistic education in member, non-profit, independent schools.

Mission

To ascertain, promote and review best practice in educational and school governance standards so as to foster and develop excellence within ATS schools.

ATS, in partnership with CHISZ, will achieve this mission by:

- Establishing and adopting membership criteria, standards, policies and Codes of Conduct reflective of best practice for independent non-profit schools;
- Ensuring ethical governance and leadership in the governing bodies of member schools through training, mentorship and support;
- Promoting relevant, high-quality learning programmes for the development of the mind, body and spirit by requiring a sound balance between a well-planned academic curriculum and

- co-curricular sports and activities;
- Defending the Constitutional right of members to establish independent schools and of parents to choose these schools for their children;
- Supporting parents in their role of educating their children;
- Co-operating with government and other stakeholders for the betterment of both private and public education in Zimbabwe;
- Encouraging co-operation and shared experience among members through professional development forums;
- Providing services and support to members in areas of common interest and expertise, and advocating for members where necessary;
- Respecting the right of ATS members to follow their own distinctive missions within these criteria and standards.

ATS will carry out this strategy:

- Through a compliance process to ensure member schools are aligned with the ATS mission and values.
- Through purposeful and broad marketing and promoting of the ATS vision and values and strengthening its brand of education in Zimbabwe.



Core Values

Our CORE VALUES are characterised in our member schools as follows:

Integrity: ATS members exemplify doing the right thing and consciously seek not to engage in any underhand activity with any stakeholder. They do not approach parents or students of another member directly and do not poach pupils or staff from other member schools. They are honest, transparent and able to openly stand up for all decisions. They are champions against cheating and plagiarism.

Accountability: As a self-regulating association, ATS members are genuinely accountable for their standards and actions and those of the institutions under their stewardship. They are champions of ATS Codes of Conduct and policies agreed as best practices and do not seek to circumvent their letter or spirit. They promote and build a culture of accountability amongst themselves, their students, parents and staff.

Ethical Governance: ATS members' governing bodies aspire and adhere to the best practices of school governance, ensuring that these are regularly reinforced and consistent among successive governing bodies. These include strategic oversight, planning and stewardship, non-interference in day-to-day management decisions and operating ethically at all times. They do not seek to undermine other member schools or ATS Codes of Conduct and policies. They are considerate of and fair to Heads, staff, parents and students.

Professionalism: Members ensure that their institutions are run by professionally qualified Heads and staff and in accordance with the best educational practices. Member schools' curricula are modern, updated, open to change and go beyond only the academic elements of education. Our members' faculty staff go above and beyond and are thorough, committed, positive in outlook, engaged and helpful. They are not just focused on academic results, but also on producing well-rounded dynamic student.

Spiritual and Moral Development: Irrespective of the faith, belief system or philosophy of each member, all ATS schools uphold a set of spiritual and moral principles. Our member schools do not simply teach such principles, but operate by them,

handling all situations and decisions with the well-being of the student in mind. ATS member schools ensure that the moral dimension of school life is honoured by all at the school - pupils, staff and parents. They are committed to raising principled, not programmed, children by example as much as by word.

Service: ATS member schools exemplify service by governing body members serving on their Boards for free and by parents freely helping out within school activities and functions. They foster a spirit of service in students through responsibility for the environment, engagement with the community and assisting schools and students less resourced and privileged than themselves.

Holistic Education: Our members practice 'learner-centred', active education with high levels of student and teacher engagement. They foster the development of the whole child (mind, body and spirit) through the inclusion of a wide array of academics sporting, cultural and service activities and opportunities within their schools.

Membership of ATS

On joining ATS, a Board of Governors is required to provide the ATS with a copy of the Board's Constitution and a copy of the certificate of registration with MOPSE. The Board of Governors of a school that is a member of ATS is required to undertake an annual independent audit, the official confirmation of which is to be sent to ATS. If there is any concern over the audit results (based on the ATS Values of integrity, accountability, ethical governance, professionalism, in particular), a further review of the school's financials may be required by ATS.

The Board is also required to submit to ATS the annual Attestation Form and may be subject to an independent appraisal.

All member schools should be willing to undertake a regular inspection / accreditation process to ensure that the criteria for membership of ATS continue to be met.

All member schools must adhere to the regulations determined by MOPSE and to the various policies of ATS

Board of Governors

Expectations of Board of Governors

The worldwide accepted principles of governance must at all times be adhered to. Equally, ATS member schools must meet the standards and criteria of the ATS Vision, Mission and Values, most notably regarding ethical governance and professionalism.

The Board of Governors must have a legal Constitution and strictly abide by it. The Board of Governors are the guardians of the school's Vision, Mission and Values. The Board does not run the school; the Head does not run the school; the Vision runs the school. The Board of Governors is responsible for the **oversight and development** of the school; the Head is responsible for the operations and all aspects of the management of the school.

The Board of Governors appoints the Head; the Head appoints all other staff.

Composition of the Board

The composition of the Board of Governors must be broad (8 to 12 members) and balanced (male and female; non-parents and parents; providing appropriate expertise in finance, law, HR, marketing, building, education).

Responsibilities of the Board

The Board of Governors' responsibilities are five-fold:

- **Vision** - Are we doing what we say we will do in our Vision, Mission, Values?
- **Policy** - Are we clear in how we intend to achieve those goals?
- **Strategy** - Are we adopting the right plans to achieve our Vision, Mission, Values?
- **Finance** - Are we ensuring financial stability in the running of the school?
 - the approval of the budget,
 - the setting of salaries,
 - the setting of fees,
 - the presentation of the proposed fees to the parent body

- **Development** - Are we ensuring the school's future and relevance in 30+ years' time? This does not cover grounds or maintenance.

The Board of Governors is the Responsible Authority for all matters to do with the school. Every school is different and runs their school their way, according to their Trust's Constitution, but while the school is a member of ATS the Board must ensure the school is run within the Vision, Mission, Values, Policies of ATS.

Four Pillars of Governance

The Board of Governors must at all times show the Four Pillars of Governance:

- transparency,
- accountability,
- responsibility,
- fairness.

Communication from the Board

The Board of Governors must ensure regular communication is made with the parent body by:

- Listening to their concerns (through correct channels)
- Speaking to the school's position (at appropriate occasions)

Silence implies (bad) things are being hidden and will only serve to undermine confidence in the school.

Each governor has a duty of good faith, integrity and loyalty. He/she must:

- support the school and Head in the community;
- separate the interests of the school from the specific needs of a particular child or constituency;
- respect the confidentiality of Board deliberations
- "dissent and commit" to collective decisions of the Board.

A Governor must not compromise the position of the Board or Head by acting on his/her own, nor make personal gain from the position of governor.

Board of Governors

Membership of a Board of Governors

SELECTION: due process should be undertaken in the appointment of new Board members. Candidates should submit their CV to the Board with a letter explaining their suitability for the position. Relevant references should be provided. Interviews should ideally be undertaken to consider their suitability.

INDUCTION: any new duly elected member of the Board should undergo an appropriate Induction process, not simply into the school but also into ATS, to ensure that all school and ATS requirements (including Vision, Mission and Values) are known, acknowledged and undertaken. They should sign to indicate their agreement and commitment to the responsibilities, policies and Codes. [A list of such codes and policies can be found at the end of this handbook].

TRAINING: all Board members should be willing to undertake Governance workshops regularly. A full governance workshop should be undertaken whenever there are at least three new Board members or at least every three years

Conflict of Interest

Any Board member must state in advance any potential Conflict of Interest that may interfere with a Board's deliberations and decisions. Where there is a conflict of interest, the Board member must excuse him/herself from having any part in the discussion. Conflict of Interests to note include the following:

- **COMMERCIAL:** Where a Board wishes to put out tenders for any business contract, a Board member who is involved in such a business must excuse him/herself from the meeting.
- **FAMILY:** No Board member should have a member of his/her family on the staff.
- **CHILD:** When a Board member (especially the Chair) is a parent, he/she must excuse him/herself from any matter that may relate to their child

- **BOARDS:** If a Board member is also a member of another school Board, he/she must make the fact clearly known. Where matters that may affect the relationship with the other school are discussed, the Board member must excuse him/herself

Any parent is entitled to view the school accounts on the school premises but may not take away the documents.

Members of the Board of Governors of an ATS school do not receive remuneration for their services on the Board, nor do they receive any benefits (school fee reductions).

Recruitment of the Head

The Board of Governors makes only one appointment, that of the Head.

It is vitally important to avoid any need for an Acting Head as this causes great uncertainty among parents and staff. A school that does not appoint a substantive Head within eight months of the previous Head's departure will lose its membership unless extreme reasons can be provided.

The appointment of a Head is crucial – to that end, a very thorough search must be undertaken with lengthy probing interviews and essential references being gained.

The Board must ensure that they make the right appointment, keeping staff and parents aware of state of proceedings.

The Board must then make it work, by supporting the Head personally and professionally, in the school and in the community, and by providing any necessary training.

The Board must finally make it last, where possible – regular changes of a Head can be very damaging to the school and make it difficult to attract future quality Heads.

Protocol for Meetings

Every Board of Governors should have specific instructions in their Constitution regarding Board meetings for that school – these will include such matters as:

- The number of meetings that must be held
- Time frame of notice to be given
- The requirements for a quorum
- The consequence of Board members missing meetings

Board Meetings

Due notice with an Agenda, relevant reports and any recommendations from sub-committees must be given for all Board meetings in advance. Apologies and absences must be recorded.

If no Minutes are produced for any Board meeting, then there has been no Board meeting. Consequently, no decisions made at such a meeting stand.

If the Head (or the Deputy Head) is not present at the Board meeting (whether the Head is a voting or non-voting member of the Board) then there has been no Board meeting either (unless specific items relating to the Head’s package are being discussed); no decisions made can be deemed relevant or actioned in the Head’s (or Deputy Head’s) absence.

No decisions may be made by the Board (and certainly not by individual members) outside of a formal Board meeting.

Board decisions cannot be made by the Board Chair.

Board decisions cannot be made over social media. Where items have not been decided, due to lack of information, and urgency is required with a further meeting not possible, once the information is circulated further discussion could be had and decision made by e-mail (at the Chair’s discretion) if all members are included and give responses. The discussion and decision would then need to be minuted at the next Board meeting.

All Board decisions must be supported by all Board members, once the decisions have been made.

There is no such thing as a general discussion session of the Board; indeed, any such gathering with such discussion only doubles the workload of Board members. If no decisions are made, even after much discussion, formal or informal, then the Board has still met and the discussions should have been minuted.

Board meetings should be held at the school, as this provides further opportunities for Board members to be on site. They should be held at a time that is conducive to clear decision-making and not be lengthy.

Generally there should not be need for more than one Board meeting a term.

Agenda items must be agreed in advance; there must be no surprises for either Board or Head with last-minute additions.



Sub-committee Meetings

Some Boards will operate with sub-committees, though it is not an essential requirement; too often, instead of minimising the amount of work required of a Board member – sub-committees only serve to double the load.

As the Board’s responsibilities are Vision, Policy, Strategy, Finance and Development, so the only sub-committees should be in those same five areas.

Sub-committee meetings, like full Board meetings, must be given due formal notice, complete with Agenda and relevant Reports in advance, so no time is spent looking at the specific report but only spent on dealing with items highlighted and requested.

Minutes must be taken of all such sub-committee meetings.

Sub-committees do not make any decisions; they bring recommendations to the full Board, (duly presented in advance, to avoid unnecessary and unhelpful repetition) based on the Minutes of any such meeting, with the intended purpose of shortening the length of Board meetings.

Minutes of sub-committee meetings should be circulated to all Board members as they will be involved in the decisions to be made.

The Board Chair should not chair any sub-committees.



Roles of Board of Governors and School SDC

In the Education Amendment Act 2006, Section 7 which is the new section substituted for section 36 of Cap 25:04, it refers: Para 2 says: "The Responsible Authority of any registered school shall cause the School Parents Assembly to establish a School Development Committee."

With reference to Independent Schools:

- The Responsible Authority is recognised as the Board of Governors,
- The School Parents Assembly is the body of all parents in the school
- The School Development Committee is the committee.

In that regard, therefore, the SDC (or whatever it is known as in each school) is answerable to the Board of Governors.

The SDC has a different role to the Board but it should seek the same result as the Board, the well-being of the children in the school, by working closely with the Head.

In simple terms:

- The Board is concerned for the DEVELOPMENT of the school, i.e. major projects (new buildings), while the SDC is concerned for the IMPROVEMENT, i.e. smaller projects (upgrading existing facilities).
- The Board is concerned for the LONG-TERM ("must haves"); the SDC for the SHORT-TERM/PRESENT ("good to have").

The Board of Governors

The most important functions of the governing body are:

- (a) The election, according to the constitution, of its members and particularly of its Chair.
- (b) The appointment of the principal officers, invariably the Head.
- (c) The ultimate responsibility for educational policy.
- (d) The control of finance.

The business and discussions at Governors' meetings must be strictly confidential.



The School Development Council

The SDC exists primarily:

- i. To facilitate and promote communication between the parent body and the school management including the Board of Governors, Headmaster, teachers and staff;
- ii. To undertake specific projects to improve school facilities or promote the welfare of the school;
- iii. To raise money and receive donations and to use, invest or dispose of such monies in such a manner that is in best interests of the school;
- iv. To assist in all manner of co-curricular and special school functions.”

In short, the SDC is very much a support group for the school, seeking to excite and involve the parents in ways to help improve the school and to provide assistance at functions and events.

As such, therefore, their role is

- Fund-raising
- Fun-raising
- Friend-raising
- Future-raising

The SDC in a ATS school is NOT the Responsible Authority; it is NOT a Union representing the parents.

As such, therefore, the role of the SDC is not to debate school issues or deliberate on school policies. If individual parents have issues regarding what happens at the school they are reminded to raise them with the relevant person, as per the policy document on Channels of Communication.

The members of the SDC can play a valuable role as being an ear to the general concerns of the parent body, whereby any such feeling may be aired in an appropriate forum and not spread around in car park talk.

Members of the SDC committee who are approached by members of the parent body should firstly ask the member of the parent body if they have raised the matter with the appropriate person(s). The SDC Committee, however, does not exist as a court to hear complaints or concerns of individual parents.

The Chair of the SDC may sit on the Board of Governors as an ex-officio member, depending on the Constitution of the Board of Governors. The parents may have representation on the Board by parents.

The authority to draw up a SDC Constitution is given to the SDC from the Board.

Members of the SDC of an ATS school do not receive remuneration for their services on the SDC, nor do they receive any benefits (school fee reductions).

To that end, therefore, while the SDC will be given free rein to run the SDC (under policies set by Board), with regard to the fund-raising, it is hoped that there will be common ground and purpose, that the SDC has affirmation from the Board on what is proposed, that the proposed plans fit in with the Head’s and Board’s Strategic Plan etc.

It is absolutely crucial that the Board, the Head and the SDC work closely together, to ensure positive relationships undergird all that goes on in the school.

- The Board, Head and Senior Management have the right to be involved in decision making;
- Parents, staff, pupils and the community have the right to be consulted and
- Most stakeholders have the right to be informed.

The Parent Body

Parents are key stakeholders in any independent school so they must be acknowledged and respected. They need to know who is on the Board of Governors and what the role of the Board is.

Communication and consultation with parents is essential if positive relationships are to be maintained and will assist greatly when important meetings have to be held with parents (such as fees meetings)

Silence suggests the Board is hiding something and if something is being hidden it must be wrong – that does not help the relationship at all.

However, the Board as the Responsible Authority and the guardians of the Vision, Mission and Values should not be swayed by requests or petitions from parents that would not meet the said Vision, Mission and Values.

Support & Accountability

Membership in ATS requires adherence to:

- The Vision, Mission, and Core Values
- Compliance with ethical and professional standards
- Regular evaluations, training, and peer learning

ATS provides:

- Training workshops
- Policy templates
- Mentorship
- Strategic governance facilitation
- Conflict resolution support

Final Word

Governance is not about control it's about servant leadership. It requires wisdom, discipline, integrity, and courage.

Zimbabwe's independent schools are among the most trusted educational institutions in the country. To remain so, governance must be principled, proactive, and professional.

Let the Vision run the school.



10 Things a Governor Shouldn't Do

- Never appoint staff (other than the Head – consult with Head over Finance position)
- Never make executive decisions (only Vision, Policy, Strategy, Finance, Development)
- Never interfere with management of school (Appointments, Appraisals, Discipline etc.)
- Never hold a Board meeting without the Head, an Agenda or recording Minutes
- Never spring surprises (on the Head, staff or parents)
- Never compare (Heads, pupils, staff or schools) or show favouritism
- Never act individually – the Board makes decisions, not individuals
- Never handle school money
- Never take any personal or corporate gain from being on the Board
- Never ignore the parent body

10 Things a Governor Must Always Do

- Always Support the Head and school (make the appointment right and make it work)
- Always Refer to the school Vision, Mission and Values – the Vision runs the school
- Always Declare potential conflicts of interest (Commerce, Child, Boards, Relatives)
- Always Communicate clearly and explain fully (Transparency, Responsibility, Accountability, Fairness)
- Always Refer parents to the right channels – the school deals with the concerns
- Always Set a strong personal example in line with the school Values
- Always Dissent but commit to decisions of the Board while respecting confidentiality
- Always Think of grandchildren, not children, in making decisions
- Always Respect other ATS member schools (adhering to the Code, Charter, Constitution)
- Always Attend official major school functions (Speech Days, Parents Fee Meetings, etc.)

Benefits

Membership of ATS will bring great benefit in a number of different ways to that school.

Benefits to the School

- Support for the Head
- Support for Boards of Governors
- Financial and legal advice
- Shared Staff professional development – workshops, seminars, conferences
- Common Entrance procedure
- Research findings
- Shared insights
- Representation to and involvement with Ministry of Education
- Strength through diversity and numbers
- International recognition and input
- Regular communication
- Conflict resolution

Benefits to the Parents

- High standard of education and professionalism
- Consistency when moving from junior to senior school
- Voice to be heard (ATSP)
- International recognition
- Teaching on parenting
- Conflict resolution

Benefits to the Teachers

- High standard of facilities and resources
- Professional Development
- Promotional opportunities
- Voice to be heard (ATST)
- International recognition
- Enthusiastic parent body

Benefits to the Pupils

- High standard of education
- Broad and holistic programmes
- Significant and consistent competition
- Challenging opportunities
- International recognition







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