



# **Governing Constitution of Bushwillow School Trust and Committee**

Final for Year end 2018

# 1. Definitions

In this constitution, unless context indicates otherwise, the following terms relate in each case to the accompanying definitions:

- i. "The Trust" or "Trust" means the Bushwillow School Trust.
- ii. "The Committee" or "Committee" means the Bushwillow School Committee.
- iii. "Committee member" means any serving member of the Bushwillow Committee whether a Trustee or not.
- iv. "This Constitution" means The Governing Constitution of Bushwillow School Trust and Committee signed into effect by the Trustees.
- v. "School Constitution and Policies" means the Bushwillow School Constitution and Policy Documents signed into effect by the Trustees
- vi. "The School" means Bushwillow School and is a collective name for Bushwillow Pre-Primary, Bushwillow Primary and Bushwillow High School.

## 2. Management Structure

- i. The Bushwillow Trust is made up of the signatories of the most current Trust deed that is registered with the Master of the High Court of the Republic of South Africa, in accordance with the Trust Property Control Act 57 of 1988. A minimum of 5 Trustees are required.
- ii. The Bushwillow Committee is made up of Bushwillow Trustees who are elected to the Committee and non-Trustees who are nominated and elected to the Committee in accordance with Section 5 of this constitution.
- iii. All members of the Trust and Committee must read this constitution, understand it's meaning and fully commit to operating within the accordance of this constitution upon acceptance of their position and responsibilities as a Trustee or Committee member.
- iv. All actions, decisions, meetings, conversations, correspondence or business done by the Committee is done so on behalf of the Trust.

## 3. Responsibilities of the Bushwillow Trust

- i. The primary function of the Bushwillow Trust is to ensure that Bushwillow School is managed in such a way as to ensure the fulfilment of the School Vision, School Philosophy and School Objectives as laid out in the Bushwillow School Constitution, this includes overseeing the proper functioning of the Bushwillow Committee and ensuring that the Committee's decisions and actions are in line with the this constitution and the constitution and policies of Bushwillow School.
- ii. The Trust is entirely responsible for managing the school's finances and assets, unless all or part of this responsibility is delegated to the Committee and agreed upon by all Trustees and reflected in the minutes of the relevant meeting where this agreement was made.
- iii. The Trust in consultation with Teachers, Assistant Teachers, the parents and students must formulate and adopt official School Policy for the various aspects that concern running a school in accordance with the Constitution of South Africa, The Constitution of Bushwillow School, and particularly in furtherance of the School Philosophy, School Vision and School Objectives. These Policy Documents must always be available for the perusal of anyone concerned, and should be reviewed and updated as and when it may be needed. Any updates to policy documents must be made publicly available as soon as possible. The Trust will meet at least annually to assess, review and make alterations to these documents.
- iv. The Trust, in consultation with Teachers, Assistant Teachers, the parents and students, must formulate and adopt a code of conduct for the staff and students of Bushwillow School that is in line with the School Philosophy, Vision and Objectives, and the Bushwillow School Constitution and Policies. The Trust will meet at least annually to assess, review and make alterations to

the code of conduct. Any updates to the Code of Conduct must be made available as soon as possible.

- v. It is the responsibility of the Trust to suspend or expel any student who is in continuous transgression of the Code of Conduct, or who poses an immediate risk to other students whether physical, psychological, emotional or for any other reason. Cases of a nature serious enough to warrant suspension or expulsion must be brought to the attention of other Trustees as soon as possible and must be prioritised and dealt with in as urgent a manner as possible.
- vi. It is the responsibility of the Trust to also deal with parents who are in transgression of, or who put their children in transgression of the School Constitution, School Policies and School Code of Conduct. These cases must be dealt with by explaining the reasoning of the specifics of the School Constitution, Code of Conduct and the School Policies. If the parent and/or child refuse to accept the Constitution, Code of Conduct and Policies of Bushwillow School, the Trust will determine applicable steps and may, at their discretion, suspend or expel the child/ren from the school.

## **4. Responsibilities of the Bushwillow Committee**

- i. The primary function of the Committee is the day-to-day management of the school, in accordance with the provisions of, and for the purpose of realising the objectives of the school as laid out in this constitution, and under the guidance of the Bushwillow Trust.
- ii. The Committee is responsible for managing finances appointed to them by the Trust for the day-to-day running of the school.
- iii. The Committee is responsible for managing any assets appointed to them to manage by the Trust.
- iv. The Committee may never make alterations to this Constitution, the School Constitution, the School Code of Conduct or the School Policies.
- v. The Committee must act on behalf of the Trust in the thorough and honest execution of its duties.
- vi. The Committee may not meet with any debtor including with parents regarding payment of school fees and may not make payment arrangements with any debtor unless expressly requested to do so by the Trust. This request must be noted in the minutes of the relevant meeting where it was made.
- vii. Committee members may not open any accounts of any nature using the name of the school in any way, unless expressly requested to do so by the Trust. This request must be noted in the minutes of the relevant meeting where it was made.

## **5. Membership of the Committee**

- i. Membership of the Bushwillow Committee is open to anyone within the Bushwillow Community who is interested and willing to help the Bushwillow Committee to achieve it's aim and is willing to abide by these rules.
- ii. The Bushwillow Trust has the power to refuse a position on the Committee to anyone, where it is considered that it would be detrimental to the school or Committee.
- iii. The Bushwillow Trust and/or Bushwillow Committee members will each have one vote at meetings.
- iv. Any Committee member may resign their position on the Committee by giving notice to the Committee Secretary in writing.
- v. The Trust may at any time suspend or terminate the membership of any Committee member if they hold the opinion that the member's conduct, interests or associations may be in conflict with the interest of the School or the Committee.

## **6. Membership of the Bushwillow Trust**

- i. The Membership of a Trustee of the Bushwillow Trust is governed by this Constitution and the Trust Property Control Act 57 of 1988
- ii. The Trustees are the signatories of the Trust Deed lodged with the Master of the High Court.
- iii. A Trustee may be removed from the Trust when they are in breach of any part of this Constitution, or if they act in a manner that is in conflict with the interests of the Trust, Committee or school and the proper functioning of these entities.
- iv. The offending Trustee will be requested to resign if the Trust feels it necessary that they be removed from the Trust.
- v. Should the offending Trustee refuse to resign, they may be removed by majority vote of the remaining Trustees.

## **7. Nomination, Voting and Election Procedures, and Term of Service for the Bushwillow Committee**

- i. During the last term of the school year, existing Committee members and Trustees can make known to the Committee (with the permission of the nominee), if they would like to put forward a nominee as a member of the Committee. This will be done at a Committee meeting, using a Committee nominee form.
- ii. Any Trust or Committee member may propose or second a proposal for a potential candidate to be nominated to serve on the Committee.
- iii. With consideration to proposed and seconded candidates, but not limited to, only Trustees may nominate candidates to be elected to the Committee.
- iv. All serving Committee members and all Trustees whether serving on the Committee or not are entitled to vote for nominees to be elected to the Committee.
- v. Committee members and Trustee votes are equal when electing members to the Committee.
- vi. Electing of candidates to the Committee will be done by secret ballot, and a majority of at least two thirds of Committee members will be required for any candidate to win a seat on the Committee.
- vii. The Trust may overturn the results of any election at their discretion, if and when this action may be required. Such a decision will be made by secret ballot of Trustees only and will require a two-thirds majority.
- viii. When proposing or seconding a candidate, Trustees and Committee members are expected to put the furtherance of the School Vision, Philosophy and Objectives ahead of any personal preference they may have for a candidate.
- ix. When proposing or seconding a candidate, the Trustee or Committee member must state their reasons for the proposal or seconding of the said candidate.
- x. Committee members and Trustees whose candidates are not elected to serve on the Committee are expected to honour the election of those who are elected to the Committee by two-thirds majority, and to treat them with respect and work alongside in a way that is beneficial to the school and avoids conflict among Committee members.
- xi. Once the nominees are elected onto the Committee, the Committee, under the guidance of the Trust will nominate a Committee Chairperson, Treasurer and Secretary. These positions can be made up of either Trustees on the Committee or Committee members. There is no mandate to put into an office a Trustee because they are a Trustee.
- xii. The Trust representation on the Committee will be determined through Trust meeting alone, without Committee presence. Trust members can nominate other Trust members, or Trust members can nominate themselves. There should be no fewer than 2 Trustees on the Bushwillow Committee at any time.
- xiii. The Committee should be nominated, appointed and officiated into it's role during the last term of the school year, in order to take office at the beginning of the following year. There should be an overlap period of at least three school weeks as a method of facilitating a handover of

responsibilities and a familiarisations of duties and systems from out-going Committee members to income Committee members.

## **8. Expectations of Trustees and Committee Members**

Bushwillow Trustees and Committee Members are to fulfil the functions and responsibilities within the following expectations:

- i. To at all times abide by the Expectations as laid out in this paragraph.
- ii. To behave in a manner that is respectful and considerate of diverse points of view, and is in furtherance or the best functioning of the Committee.
- iii. To be honest, objective and able to deal with issues of a confidential nature.
- iv. The Committee and Trustees are to fulfil their duties in an open and transparent way.
- v. To attend and contribute to meetings. This also means devoting the time and effort to preparing for these meetings. Exceptions will be made for work commitments, illness or reasonable needs, but notice should be given in time to reschedule meetings.
- vi. To use their specific skills, knowledge and experience to contribute to sound decision making, always considering the best interest of Bushwillow school ahead of the individual.
- vii. To treat matters within the Bushwillow Trust and Bushwillow Committee as confidential.
- viii. To abide by the decisions taken by majority vote, Trust members and Committee members should not seek to undermine any previous decisions.
- ix. To attend occasional events, functions and meetings on behalf of the School, and behave in such a manner at these events as to further the good name and image of the school.
- x. Committee members are to inform the Chairperson or a Trustee that is not a Committee member of any potential developments that may lead to personal differences or the development of conflict within the Committee.
- xi. To declare any potential conflict of interest, whether it be personal, political or business oriented.

## **9. Liability of Trustees and Committee Members**

Bushwillow Trust and Committee Members are not liable for any debt, damage or loss incurred by the school unless incurred due to negligence, mismanagement, malice or other irresponsible actions.

Bushwillow Trust members are bound by the provisions for liability as laid out in the Bushwillow Deed of Trust.

## **10. Quorum and Voting on Decisions**

- i. A Quorum for any official Bushwillow Trust and/or Committee meeting will be determined as one more than half the total number of Committee members overall.
  - ii. When making decisions the vote of the members present at the meeting are always equal. In the event of an equal split in the vote, the Committee Chairperson will get to cast a deciding vote.
  - iii. The Chairperson has a deciding vote in the event of a split-vote.
  - iv. The Trust can overrule decision made by the Committee, if the decision is considered to be in conflict of the school vision, mission and constitution. The procedure for this will be that once the vote is taken, the concerned Trustee may be a hold on the decision, either in the meeting or thereafter informing the members and chair who were present at the meeting that the matter for decision will be escalated to a Trustee level.
- On behalf of the Committee, the Chairperson will make recommendations to the Trust for their ratification.

- v. In the event of decisions deemed important enough, Trustees that are not present at a Trust meeting may vote remotely via email.

## **11. Procedure and Regulation for Trust and Committee Meetings**

- i. All Trust and Committee meetings will be minuted and these minutes will be circulated to the members after the meeting is adjourned, and in good time to enable reflection and action of the decisions taken and issues discussed.
- ii. The Committee is expected to meet at least fortnightly during the school term, and at least once in the week after school closes for a holiday, and once in the week before school opens again after a holiday. If it is necessary, the Committee will be expected to meet more often.
- iii. The Trust is expected to meet at least once a month.
- iv. The first point of order on the agenda of the first Committee meeting after the election of new members to the Committee will be to read, discuss and ensure that new members have read and fully understand this constitution. This point will be concluded by the signing of acceptance of this constitution as the governing document of the Committee.

## **12. Designated Roles within the Committee**

After election of the Committee, the Committee will meet and appoint amongst themselves the following designations which carry these responsibilities:

### **A. Committee Chairperson**

- i. The Chairperson of the Committee has the strategic role of representing the school philosophy, vision and objectives on the Committee and ensuring that all proceedings and decisions taken are in line with these and also in line with the school constitution.
- ii. The Chairperson is also responsible for ensuring that the Committee functions properly, ie:
  - Plan and run meetings
  - Ensure matters are dealt with in an orderly and efficient manner.
  - Bring impartiality and objectivity to decision making.
  - Address conflict within the Committee, and to escalate it to be dealt with by the Trustees should it be necessary.
  - To work with the other Committee members to plan for the annual recruitment and renewal of Committee members.
- iii. The Chairperson will keep an overview of and co-ordinate the Committee's affairs and ensure responsible management thereof, and ensure specialist expertise is recruited and/or consulted as required.
- iv. The Chairperson will provide support and supervision to the staff, with regards to the administrative and practical aspects of running the school. The Chairperson will also sit on appointment panels and grievance panels as appropriate.
- v. The Chairperson will represent the School when necessary and available, they will communicate the vision, philosophy and objectives of the school when required to do so.
- vi. The Chairperson is responsible for holding other Committee members responsible in their duties, particularly ensuring Committee members holding office fulfil their duties timeously and diligently.
- vii. Ideal qualities and skills in a Chairperson are:
  - Good leadership

- Good communication and interpersonal skills
- Impartiality, fairness and the ability to respect confidence.
- Ability to ensure decisions are taken and followed up.
- Tact and Diplomacy

## **B. Committee Treasurer**

- i. The role of the treasurer is to oversee and maintain an overview of the Committee's financial affairs, ensuring that proper financial records and procedures are maintained.
- ii. The Committee treasurer is to report to the Trust Treasurer on all financial matters concerning the management of Committee finances.
- iii. The Treasurer is to provide financial oversight on
  - Budgets, accounts and finances for the running of the Committee
  - Ensure accounting procedures and controls are maintained
  - Ensure necessary payments are made on time
  - Responsibly manage the budget assigned by the Trust to the Committee
  - Immediately report any mismanagement or misappropriation of funds or suspicion thereof to either the Chairperson or a Trustee
  - Ensure that the Committee stays within their nominated budget.
- iv. The treasurer will present financial reports to the Committee with regard to incoming funds from any source, and outgoing funds for any reason.
- v. The treasurer is also required to report any non-payment to the Trust immediately, but they are not required to take any form of legal debt-collection action, such issues must be escalated to the Trust to deal with.
- vi. Ideal qualities and skills in a treasurer are:
  - Experience of financial control and budgeting
  - A willingness to be contacted on an ad-hoc basis
  - Good communication and interpersonal skills.

## **C. Committee Secretary**

- i. The Committee secretary role is to maintain Committee registers and to ensure forms required to be filled out by Committee members are filled out correctly.
- ii. To ensure that Committee meetings are minuted correctly, and these minutes are shared timeously with other Committee members and Trustees.
- iii. To ensure that publications such as newsletters and their dissemination comply with the Bushwillow School Constitution and School Policies.
- iv. To create when necessary, and maintain records of present Committee members.
- v. Ideal qualities and skills in a secretary:
  - well organised
  - have an understanding of Committee structure and proceedings

## **D. Communications Officer**

- i. The Committee Communications officer is responsible for production of the monthly newsletter, the development of weekly website news items and broadcasting Committee relevant messages on the various communication platforms to the parents.
- ii. These communications should be done in collaboration with the Committee and the Trust.

## **E. Events Manager**

- i. The Committee Events manager is responsible for overseeing the organisational logistics of School events and ensuring that events are organised efficiently and working with the Committee Treasurer to ensure they remain within budget.

## **E. Non-Office Holding Committee Members**

- i. Ideal candidates for non-office holding Committee members are people who are enthusiastic, committed, diligent and could bring value to the Committee in terms of skill and time.

# **13. Designated Roles within the Trust**

- The roles described below will be allocated to Trustees at the beginning of each year.
- The Office holder may resign from their appointed office at any point during their service of the said office, but may not leave the position without a willing replacement, unless they resign for good reason.
- If a Trustee is asked to resign or voted off the Trust, they will lose all responsibilities of office immediately, unless deemed otherwise by the remaining Trustees.

The Bushwillow Trust will appoint amongst themselves the following designations which carry with them the following responsibilities:

## **A. Trust Chairperson**

- i. The Chairperson is responsible for ensuring that the Trust functions properly, ie:
  - Plan and run meetings
  - Ensure matters are dealt with in an orderly and efficient manner.
  - Bring impartiality and objectivity to decision making.
- ii. The Chairperson will keep an overview of and co-ordinate the Trust's affairs and ensure responsible management thereof, and ensure specialist expertise is recruited and/or consulted as required.
- iii. The Chairperson will provide support and supervision to the staff, with regards to the administrative and practical aspects of running the school. The Chairperson will also sit on appointment panels and grievance panels as appropriate.
- iv. The Chairperson will represent the School when necessary and available, they will communicate the vision, philosophy and objectives of the school when required to do so.
- v. The Chairperson is responsible for ensuring Trustees holding office fulfil their duties timeously and diligently.

## **B. Trust Treasurer**

- i. The role of the Trust treasurer is to oversee and maintain an overview of the Trust's financial affairs, ensuring that proper financial records and procedures are maintained.
- ii. The Trust treasurer is to report to the Trust on all financial matters concerning the management of Trust and Committee finances.
- iii. The Trust treasurer is to interface with the school accountant in order to ensure the Trust books are kept in order, and that the necessary Audit, Financial Statements and Tax Returns are up to date and submitted to the relevant authorities within the prescribed time of such an authority.
- iv. The Treasurer is to provide financial oversight on
  - Budgets, accounts and finances for the running of the Trust and Committee

- Ensure accounting procedures and controls are maintained
- Ensure necessary payments are made on time
- Responsibly manage the overall budget
- Immediately report any mismanagement or misappropriation of funds or suspicion thereof to the Trust.
- Ensure that the Trust stays within their nominated budget.
- v. The treasurer will present financial reports to the Trust with regard to incoming funds from any source, and outgoing funds for any reason.
- vi. The treasurer is also required to report any non-payment to the Trust, and working with the Chairman to decide on whether or not to take any form of legal debt-collection action in such cases.

### **C. Trust Secretary**

- i. The Trust secretary's role is to maintain Committee registers and to ensure forms required to be filled out by Trust members are filled out correctly.
- ii. To ensure that Trust meetings are minuted correctly, and these minutes are shared timeously with other Trustees
- iii. To ensure that the minutes recorded by the Committee Secretary for Committee meetings are received and distributed to Trustees timeously.
- iv. To ensure that publications such as newsletters and their dissemination comply with the Bushwillow School Constitution and School Policies.
- v. To create when necessary, and maintain existing, records of past and present Trustees and Committee members.

### **D. Trust Education Facilitator**

- i. The Trust Education Facilitator role is to oversee and ensure that educational and academic issues and needs are met and maintained.
- ii. The Education Officer

## **14. Payment for Committee Members**

- i. Serving on the Bushwillow Committee is done entirely on a voluntary basis and Committee members are not remunerated for their service on the Committee.
- ii. The only time a Committee member is paid for their service on the Committee is when the Trust agrees that it is necessary, and a contract for this remuneration is drawn up. Only the Trust has the power to make such an appointment, and this will be reflected in the minutes of the relevant Trust meeting.

## **15. Regulation and Protocol of Official School Email and Online Accounts**

- i. Each Trustee and Committee member will be assigned an official [bushwillow.co.za](mailto:bushwillow.co.za) email address in their name, unless they hold office.
- ii. Committee members and Trustees holding office positions on the Committee will be assigned an email address with their respective office title, IE: treasurer@bushwillow.co.za, etc.
- iii. Trustees that hold office on the Committee should use their Bushwillow email in their personal name for Trust business and their Committee office email for relevant Committee communication.

- iv. The Bushwillow email address is intended for school purposes and should not be used for personal correspondence or any correspondence outside of school business or school related issues.
- v. The Bushwillow email address may never be used to sign up for any accounts in a personal capacity, whether these accounts are online or any other form whatsoever.
- vi. Emails should not be deleted and the mailbox should be handed back to the school intact when the period of Committee service expires, this is in order to maintain a record of business when handing over Committee positions and should it be required as reference in the future.
- vii. Emails that are sent, received or created on any Bushwillow server are considered Bushwillow Property, if necessary emails may be monitored.
- viii. Committee members should not forward any virus hoaxes, chain letters, or other similar emails from their Bushwillow email account.
- ix. If a Committee member receives any such email as mentioned in point viii or any other inappropriate email, it should be reported to the school IT administrator immediately.
- x. Bushwillow emails should never contain inappropriate language, racism, sexism, homophobia, pornography, or any other harmful or offensive content.
- xi. Committee members should not open any online accounts for the school unless requested to do so in a meeting with Trustees present. This request should be minuted clearly in the meeting.

## **16. Bushwillow Confidentiality and Intellectual Property**

- i. All forms of written work, whether in the form of Administration documentation or accountancy records and books or otherwise, done either by the Committee or Trust remain entirely the property of the Trust.
- ii. No member of the Trust or Committee may withhold any such Trust property from the Trust for any reason at any time, unless it is decided by the Trust that it may be withheld and this decision is recorded in the minutes of the relevant meeting where the decision took place.
- iii. No such records will be shared with any party outside of the Committee or Trust unless permission to do so is granted by the Trust and this decision is recorded in the meetings of the relevant meeting.