

**BUSITEMA
UNIVERSITY**
Pursuing Excellence

COUNCIL CHARTER
2018



**BUSITEMA
UNIVERSITY**
Pursuing Excellence

COUNCIL CHARTER

2018

| *hulim us* |

CONTENTS

Introduction	1
Vision	2
Mission	2
Core Values	2
 PART I	 3
1.0 Citation	3
1.1 Definitions	3
 PART II	 4
2.0. PURPOSE OF THE CHARTER	4
2.1 OBJECTIVES OF THE CHARTER	4
The objectives of the Charter are:	4
2.2 STATUTORY ORGANS OF THE UNIVERSITY	4
2.3 COMPOSITION OF THE UNIVERSITY COUNCIL.....	4
2.4 FUNCTIONS OF THE UNIVERSITY COUNCIL.....	5
2.5 POWERS, RIGHTS AND DUTIES OF THE UNIVERSITY COUNCIL	7
2.6 RIGHTS AND DUTIES OF THE MEMBERS OF THE UNIVERSITY COUNCIL	7
2.7 DUTIES OF THE CHAIRPERSON OF COUNCIL.....	8
2.8 THE VICE CHAIRPERSON	8
2.9 THE VICE CHANCELLOR	9
2.10 DEPUTY VICE CHANCELLORS.....	9
2.11 THE UNIVERSITY SECRETARY	10
2.12 TENURE	10
2.13 CESSATION OF MEMBERSHIP	10
2.14 REMOVAL FROM OFFICE	11

| *hishin us* |

2.15	ELECTIONS OF CHAIRPERSON AND VICE CHAIRPERSON	11
2.16	REQUIREMENTS FOR ELIGIBILITY FOR POSITION OF CHAIRPERSON AND VICE CHAIRPERSON TO COUNCIL.....	12
2.17	PROCEDURE FOR ELECTIONS	12
PART III		14
3.0	COUNCIL COMMITTEES	14
3.1	APPOINTMENTS BOARD	14
3.1.1	TERMS OF REFERENCE FOR THE APPOINTMENTS BOARD	15
3.2	FINANCE, PLANNING AND INVESTMENT COMMITTEE.....	16
3.2.1	TERMS OF REFERENCE OF THE FINANCE PLANNING AND INVESTMENT COMMITTEE	16
3.3.	AUDIT COMMITTEE.....	18
3.3.1.	TERMS OF REFERENCE OF THE AUDIT COMMITTEE	19
3.4	STUDENTS AFFAIRS AND DISCIPLINARY COMMITTEE	19
3.4.1	TERMS OF REFERENCE FOR THE STUDENTS AFFAIRS AND DISCIPLINARY COMMITTEE	20
3.5	QUALITY ASSURANCE, GENDER AND ICT COMMITTEE	21
3.5.1	TERMS OF REFERENCE FOR THE QUALITY ASSURANCE, GENDER AND ICT COMMITTEE	22
PART IV		23
4.0	COUNCIL MEETINGS, QUORUM AND PROCEDURE	23
4.1	COUNCIL MEETINGS.....	23

4.2	QUORUM	23
4.3	CONVENING OF MEETINGS	24
4.4	NOTICES AND AGENDA OF MEETINGS	24
4.5	PRESIDING AT MEETINGS	25
4.6	PROCEDURE AT MEETINGS	25
4.7	ATTENDANCE.....	26
4.8	COUNCIL COMMITTEES	27

PART V.....	28
5.0 CODE OF CONDUCT	28
5.1 CONFLICT OF INTEREST	29
5.2 EMOLUMENTS.....	29
5.3 EVALUATIONS AND ASSESSMENT.....	29
5.4 REVIEW OF CHARTER.....	30

BUSITEMA UNIVERSITY

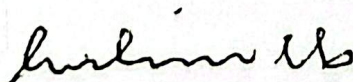
COUNCIL CHARTER

Introduction

Busitema University is a multi-campus Public University and body corporate located in Eastern Uganda that was established by Statutory Instrument No. 22 enacted by the Parliament of Uganda on the 10th day of May 2007 under Section 22 (1) and (2) of the Universities and Other Tertiary institutions Act 2001 as Amended. Her campuses are Busitema, Nagongera, Namasagali, Arapai, Pallisa, Mbale and Kaliro. The University's niche is practical sciences, relevant technology, productive education and innovation for sustainable development.

Section 38 (1) of the Act creates the University Council which under Section 40 (1) is the supreme organ of the University responsible for the overall administration of the University and ensuring the due implementation of the objects and functions of the University. The objects and functions of the University are contained in the Act and Statutory Instrument No. 22 of 2007. The functions and powers of the University Council are provided for under S. 40 and 41 of the Universities and Other Tertiary Institutions Act 2001 as Amended.

Busitema University Council is a body corporate committed towards upholding the principles of corporate governance. This Council Charter sets out broad principles to guide and regulate the operations of Council and its Committees. Corporate governance and good governance for Universities require that all the corporate governance structures are held accountable to the stakeholders to ensure that the activities of the University are consistent with the provisions of the Universities and other Tertiary Institutions Act 2001 as Amended being the umbrella law and all relevant



legislation.

Vision

A centre of academic and professional excellence in science, technology and innovation

Mission

To provide high standard training, engage in quality research and outreach for socio- economic transformation and sustainable development.

Core Values

Excellence, innovativeness, Professionalism, Internationalization, Team work and Respect for Diversity

Date of Approval by Council:.....

Date of Commencement:.....

PART I

1.0 Citation

This Charter may be cited as the Busitema University Council Charter.

1.1 Definitions

In this charter unless the context otherwise requires-

"Act" means the Universities and Other Tertiary Institutions Act 2001 as Amended; "Charter" means Busitema University Council Charter; "Chairperson" means a member of Council or Council Committee presiding over a meeting.

"Council" means Busitema University Council;

"Council Committee" means a Committee established by resolution of Council;

"Ex-Officio" means persons who attend a University Council or Council Committee meeting by virtue of their job, position or rank;

"In-Attendance" means persons who attend Council or Council Committee meetings to provide information or technical advice that may be required;

"Member" means a person duly elected and or appointed as a member of Council or Council Committee;

"Minister" means the Minister of Education and Sports;

"Secretary to Council" means the University Secretary of Busitema University as provided for under Section 33 of the Act;

"University" means Busitema University;

"Vice Chancellor" means the Vice Chancellor of Busitema University as provided for under Section 31 of the Act;

"Senate" is the Senate of the Busitema University;

"Student" person fully registered and undertaking studies leading to the awards of the University;

hulim 15

PART II

2.0. PURPOSE OF THE CHARTER

The purpose of this Charter is to provide Council and Council Committees with guidance on how to regulate its procedure.

2.1 OBJECTIVES OF THE CHARTER

The objectives of the Charter are:

- a) To elucidate the functions of the University Council as spelt out in section 40 of the Universities and Other Tertiary Institutions Act 2001 (as Amended)
- b) To reaffirm the composition of the University Council as spelt out in section 38 (1) of the Universities and Other Tertiary Institutions Act 2001 (as Amended)
- c) To define the University Council Committees and spell out their Terms of Reference (ToR) and composition
- d) To specify regulation of the business of the University Council and its Committees

2.2 STATUTORY ORGANS OF THE UNIVERSITY

The Statutory organs of the University are;

- i) The University Council provided for under Section 38(1) of the Act is the supreme organ of the University.
- ii) The Senate provided for under Section 44(1) of the Act is the Academic organ of the University.

2.3 COMPOSITION OF THE UNIVERSITY COUNCIL

The University Council shall be comprised of the following members as provided under Section 38(1), of the Act as follows;

- i) Chairperson
- ii) Vice chairperson
- iii) Vice Chancellor
- iv) Deputy Vice Chancellor



- v) A representative of a sector relevant to the University depending on its objectives and mission, appointed by the relevant body in that sector.
- vi) One member of the District Council elected by the District Council in whose jurisdiction the Public University is situated
- vii) A member of the convocation elected by the convocation
- viii) Two members of the University senate elected by the Senate
- ix) Two members of the Academic staff elected by the Academic Staff Association of the University.
- x) Senior member of the Administrative staff elected by the senior administrative staff.
- xi) A member of the National Union of Education Institutions; support staff elected by the branch in that University.
- xii) Two students of the University one of whom shall be a female appointed by the Students Union.
- xiii) Three members appointed by the Minister from the Public.
- xiv) Three members appointed by the University Council from the public from different sectors including farmers, industry, commerce and other professions.
- xv) A representative of the Ministry responsible for Finance
- xvi) A representative of the Ministry responsible for Higher Education
- xvii) Two representatives of the constituent colleges, schools and institutes elected by the chairpersons of the governing councils from among themselves
- xviii) Two representatives of persons with disabilities, one elected by the members of staff who are persons with disabilities and another by National Organizations of persons with disabilities.

2.4 FUNCTIONS OF THE UNIVERSITY COUNCIL

Under Section 40(1) of the Act, the University Council is the supreme organ of the University responsible for the overall administration of the University, ensuring the due implementation

_____ | *hulim us* | _____ 5

of the objects and functions of the University. Without prejudice to the generality of Section 40(1) the Act provides that Council shall.

- i) Be responsible for the direction of the administrative, financial, and academic affairs of the University
- ii) Formulate the general policy of the Public University
- iii) Give general guidelines to the administration and academic staff of the university on matters relating to the operations of the University.
- iv) Manage and utilize funds, assets and property movable and immovable in accordance with the Act and in such manner and purposes for promotion of the best interests of the University.
- v) Within a period of three months before the end of each financial year, make and submit to the Minister for approval, estimates of income and expenditure of the public university for the next ensuing year.
- vi) Keep or cause to be kept books of all income and expenditure and proper records in relation to them.
- vii) Ensure that within three months from the end of each financial year, a statement of accounts is prepared and submitted to the Auditor General for auditing.
- viii) Within one month from receipt of the audited accounts from the Auditor General, deliver copies to National Council and the Minister who shall deliver copies to Cabinet and Parliament.
- ix) Within three months after the end of each calendar year, send to the Minister a report on the University activities for that year and the extent to which the objectives of the University are met and the Minister shall lay the report before Cabinet and Parliament.
- x) Make statutes consistent with the Act for the better carrying out of its functions
- xi) Do any other thing and take all necessary decisions conducive to the fulfillment of the objects and functions of the University.

2.5 POWERS, RIGHTS AND DUTIES OF THE UNIVERSITY COUNCIL

The University Council shall in relation to its functions have power to:-

- i) Represent the University in all legal suits by and against the University
- ii) Receive gifts donations, grants or other moneys and make disbursements as may be required on behalf of the University
- iii) Fix scales of fees and boarding charges
- iv) Make statutes under the Act.
- v) Establish faculties, boards and courses of study and approve proposals for creation or establishments of Constituent Colleges.
- vi) Provide for the welfare and discipline of students
- vii) Approve the university budget proposals and final accounts submitted by Management.
- viii) Approve appointment of Deans and Deputy Deans of faculties
- ix) Approve the recommendation for appointment, promotion and removal of all officers and staff of the University
- x) Approve the recommendation to dismiss a student from the University

2.6 RIGHTS AND DUTIES OF THE MEMBERS OF THE UNIVERSITY COUNCIL

Members of the University Council shall have the right and duty to:

- i) Attend and actively participate at all Council meetings.
- ii) Serve on any Council Committee on which they may be appointed to
- iii) Keep themselves informed on matters affecting higher education sector and governance of the University.
- iv) Vote on issues put for voting before the Council.
- v) Represent the interests of their constituencies to the University Council and provide feedback.
- vi) Uphold and maintain the Council code of conduct

_____ | *hulim us* | _____ 7

- vii) Duty to act with care and skill when conducting Council business
- viii) Duty to act loyally and in good faith.
- ix) Be fully prepared for meetings.

2.7 DUTIES OF THE CHAIRPERSON OF COUNCIL

The Chairperson shall in addition to his or her duties as a member of Council perform the following duties;

- i) In consultation with the Vice Chancellor keep the Chancellor fully informed about the general conduct of the affairs of the University and shall furnish the Chancellor with such information as he or she may require on any particular matter relating to the affairs of the University.
- ii) The Chairperson may at any time call a meeting of the University Council and shall call a meeting if requested in writing by at least one third of all the members of the University Council
- (iii) The Chairperson shall have a casting vote in addition to his or her deliberative vote but at any meeting where the Chairperson is being elected or where an annual budget is being approved the decision shall be determined by a majority of two thirds of the members present and voting.
- iv) Be an ex-officio member of every Committee of Council
- v) Be the Chairperson of a Council Committee where there is no specific chairperson appointed for a Committee.
- vi) Preside over meetings of Council.
- vii) Ensuring that Council members receive accurate and timely information
- viii) Taking decisions as delegated by Council
- ix) Ensuring an appropriate separation of governance and management functions
- x) Keep track of members' contributions and involve all members in decision making.
- xi) Controlling the meeting without dominating the debate

- xii) Allocating requisite amount of time to each item and ensuring that any deviations from the order of the agenda are explained at the start.
- xiii) Directing the meeting in such a way that stimulates open debate on each of the issues on the agenda
- xiv) Summarizing the key issues agreed upon on each item discussed for the Secretariat to capture.
- xv) Take decisions on behalf of Council in emergency situations.
- xvi) Perform any other duty assigned to him or her by Council.

2.8 THE VICE CHAIRPERSON

The Vice Chairperson shall deputize the Chairperson and discharge functions of the University Council in his or her absence.

2.9 THE VICE CHANCELLOR

The Vice Chancellor shall in addition to his or her duties as specified in Section 31 of the Act perform the following duties;

- i) In consultation with the Chairperson to Council keep the Chancellor fully informed about the general conduct of the affairs of the University and shall furnish the Chancellor with such information as he or she may require on any particular matter relating to the affairs of the University.
- ii) Present a report to the Council and Council Committees on issues and activities in the University at every Council meeting
- iii) Respond on behalf of the University Management to issues that need clarification by Council and Council Committees
- iv) Perform any other duty assigned to him or her by Council.

2.10 DEPUTY VICE CHANCELLORS

Deputy Vice Chancellors shall in addition to the duties specified in Section 32 deputize the Vice Chancellor.

_____ | *hulim ib* | _____ 9

2.11 THE UNIVERSITY SECRETARY

The University Secretary shall in addition to his or her duties as specified under Section 33 perform the following duties;

- i) be the Secretary to Council and its Committees
- ii) monitor the tenure of the University Council
- iii) implement the Council Charter.
- iv) coordinate preparation and dispatch of Council and Council Committee agenda and relevant documents
- v) ensure that statutory and regulatory requirements are complied with.
- vi) advise Council and Council Committees on procedural matters
- vii) provide technical and administrative support to Council during Council meetings and events.
- viii) ensure timely implementation of all Council and Council Committee decisions
- ix) perform any other duty assigned to him or her by the Council.

2.12 TENURE

Subject to the provisions in Section 38 (3) (4) of the Act;

- i) All elected and appointed members other than the representatives of students shall hold office for four years and shall be eligible for a re-election.
- ii) The Students representatives on the University Council shall hold office for one year and shall be eligible for a re-election as long as they are students of the University.

2.13 CESSATION OF MEMBERSHIP

The office of a member of Council shall become vacant under the following conditions;

- i) Upon death
- ii) Upon ceasing to be a representative of the particular office or body by virtue of which that person became a member of the University Council.

- iii) Upon resignation of a member; or
- iv) Upon being adjudged bankrupt or of unsound mind.
- v) Upon an external member of Council becoming a salaried employee of the University.
- vi) Upon a conviction and sentence of a criminal offence or (Penal Code)
- vii) Upon being recalled by two thirds of the representatives that elected a member
- viii) Missing three consecutive meetings without notification or justifiable reason.

2.14 REMOVAL FROM OFFICE

The Chairperson, Vice Chairperson, Chairperson of a Committee and any Member of Council may be removed from holding office upon a motion signed by two thirds of the members of Council clearly stating the grounds for removal of a member being presented to the Council, on condition that the person holding such position shall be accorded fifteen days' notice within which to lodge their defense.

2.15 ELECTIONS OF CHAIRPERSON AND VICE CHAIRPERSON

Chairperson and Vice Chairperson shall be elected from among the members of the Council who are not members of staff or students of the University, persons employed by the Public Service, a member of Parliament or the District Council. This is in accordance with Section 39(1) (2) of the Act. That the chairperson and vice chairperson shall hold office for a period of four years and shall be eligible for a re appointment for one more term

hulim us

2.16 REQUIREMENTS FOR ELIGIBILITY FOR POSITION OF CHAIRPERSON AND VICE CHAIRPERSON TO COUNCIL

The following shall be the requirement to merit a person's eligibility as Chairperson and Vice Chairperson;

- i) Be a member of the University Council
- ii) Recognized qualifications in any relevant professional field
- iii) Managerial experience in a Government or private institution.
- iv) Be thirty five (35) years and above but for avoidance of doubt, all members of Council shall not be above Seventy five (75) years of age.
- v) Not a member of staff or student of the University, persons employed by the Public Service or a member of the District Council or Parliament.
- vi) Be a citizen of Uganda
- vii) Not been convicted for a criminal offence.
- viii) Should not have been adjudged bankrupt.

2.17 PROCEDURE FOR ELECTIONS

Save for the members appointed by the respective Ministries, elected by the respective constituencies, members by virtue of their positions, election of the Chairperson and Deputy Chairperson and members of Council representing the Public shall follow the following procedure;

- i) Council shall constitute an electoral Commission consisting of two persons who shall not be members of Council.
- ii) The University Secretary shall be the returning officer
- iii) The electoral commission shall through a systematic and transparent process, call for nominations of names to a particular post.
- iv) All nominations shall have to be seconded.
- v) Voting of positions to Council shall be by secret ballot by members present and eligible to vote.

- vi) The electoral commission shall provide a list of names of Council members eligible to vote and to contest for a given position.
- vii) Voting by proxy shall not be allowed.
- viii) The electoral commission shall at the end of the voting exercise tally the results and declare the successful candidates.
- ix) The electoral commission shall be dissolved immediately after the declaration of results.
- x) Council shall decide the composition of its Electoral Commission at all times.
- xi) Where the Chairperson is being elected or where an annual budget is being approved, the decision shall be determined by majority of two thirds of the members.

_____ | *huel*

PART III

3.0 COUNCIL COMMITTEES

- i) The University Management shall propose a composition of Council Committees for consideration of Council.
- ii) The Proposal by Management shall contain the name of the member, the Committee to which he or she is proposed to become a member and their Curriculum Vitae.
- iii) Members of Management may be in-attendance at Council Committee meetings
- iv) The Quorum for all Council Committees shall be as follows:-
 - a) Finance, Planning and Investment Committee (7 members 3 of whom shall be External members)
 - b) Appointments Board (7 members 3 of whom shall be External members)
 - c) Student Affairs and Disciplinary Committee (7 members 3 of whom shall be External members)
 - d) Audit Committee (3 members whom shall be External members)
 - e) Quality Assurance, Gender and ICT Committee (7 members 3 of whom shall be External members)
- v) All reports from the Committees to the Council shall be signed by the Chairpersons of the respective Committee
- vi) Subject to the provisions of section 43 of the Act, the Council shall have the following Committees.

3.1 APPOINTMENTS BOARD

The Appointments Board is a Council Board provided for under Section 50 (1) & (2) of the Act. The Appointments Board shall consist of nine members as follows:-

- i) A member of Council representing Government.
- ii) Two members of Council appointed from the Public.
- iii) The Vice Chancellor.

Signature

- iv) A member of Council representing the Ministry of Education and Sports.
- v) A co-opted member from the Ministry of Public Service.
- vi) A member of Council representing the Academic Staff.
- vii) A member of Council representing Administrative Staff.
- viii) A member of Council representing Persons with Disabilities.

In Attendance Senior Legal Officer Secretariat

- i) University Secretary
- ii) Director Human Resource shall be the Desk Officer

3.1.1 TERMS OF REFERENCE FOR THE APPOINTMENTS BOARD

The Appointments Board shall

- i) Be responsible to the University Council for the Appointment, Confirmation, promotion, removal from service and discipline of all officers and staff of the academic and administrative service of the University as may be determined by the University Council.
- ii) Recommend to the University Council the appointment of administrative staff at M3 and above in accordance with the approved Human Resource Policies.
- iii) Advise the Council on any necessary amendments to the Human Resource policies.
- iv) Work with other Committees of Council University organ in matters related to the execution of its functions.
- v) Submit quarterly activity reports to the Council.
- vi) Initiate and advise the Council on policies regarding staff development, Welfare and Retirement benefits;
- vii) Advise Council on matters of the Retirement Benefit(s) schemes;
- viii) Submit to Council bi-annual progress reports and future plans on matters pertaining to Staff Development, Welfare and Retirement Benefits;
- (ix) Perform such other function as Council may assign.

_____ | *Arshad Ali* | _____ 15

3.2 FINANCE, PLANNING AND INVESTMENT COMMITTEE

The Finance, Planning and Investment Committee shall be comprised of;

- i) A member of Council representing Government
- ii) A member of Council representing the Public
- iii) The Vice Chancellor
- iv) Deputy Vice Chancellors
- v) A member of Council representing the Ministry of Education and Sports
- vi) A member of Council representing the Ministry of Finance Planning and Economic Development
- vii) A member of Council representing support staff
- viii) A member of Council representing academic staff
- ix) A member of Council representing Local Government
- (x) A co-opted member from the Uganda Investment Authority
- (xi) A co-opted member from the Private sector
- xii) Two representatives of the Students Guild

In Attendance Estates Manager Secretariat

- i) University Secretary
- ii) University Bursar shall be the Desk Officer
- iii) Director Planning and Development

3.2.1 TERMS OF REFERENCE OF THE FINANCE PLANNING AND INVESTMENT COMMITTEE

The Finance, Planning and Investment Committee shall;

- i) Within a period of four months before the end of each financial year, receive and consider all proposed estimates of income and expenditure of the University for the ensuing year as presented by Management and recommend to Council for approval.
- ii) Ensure that all resources are allocated in a manner that supports the University Strategic Plan.
- iii) Receive and consider Managements budget performance

- reports, on a quarterly basis and make appropriate recommendations to the University Council.
- iv) Ensure that the University keeps proper books of Account
 - v) Oversee all expenditures of the University under approved annual estimates.
 - vi) Receive and consider all Managements requests for authorization of expenditure outside the annual approved estimates and make appropriate recommendations to Council.
 - vii) Consider the proposed fees and rates by Management and recommend to Council for approval
 - viii) Receive and consider proposals for opening and closing of University Accounts in the different financial institutions and make recommendations for approval by Council.
 - ix) Review strategic initiatives of financial or administrative nature as presented by Management including initiative to borrow and submit to Council for approval.
 - x) Receive and consider the final statement of accounts of the University and submit to Council for approval.
 - xi) Receive and consider the draft strategic plan of the University and recommend to Council for approval.
 - xii) Receive and consider the annual operational plan of the University.
 - xiii) Annually monitor and evaluate the implementation of the University's strategic plan against agreed performance indicators.
 - xiv) Ensure the formulation of the capital development plan for the University.
 - xv) Ensure that a comprehensive updated inventory of all University property is kept.
 - xvi) To keep the University Council informed about the performance of all commercial units in the University
 - (xvii) Advise Council on strategic and financial implications of proposals from Management for;
 - a) The establishment, organization and control of different



- units of the University
- b) Measures or programmes proposed by Senate for development
 - c) Offers of assistance, financial or otherwise from outside the University and allocation of responsibility for the different units and branches of learning.
-
- (xviii) Consider proposals for acquisition, investments or disinvestments of all equity investments including associated companies to the University for approval of the University Council.
 - (xix) Consider all proposals of new academic and administrative posts on the staff establishment and review the existing establishment and make recommendations to Council.
 - (xx) Review staff terms and conditions of service and make appropriate recommendations to the University Council.
 - (xxi) Perform such other function assigned to it by the University Council.

3.3. AUDIT COMMITTEE

The Audit Committee shall comprise of five members appointed by Council who are financially literate, independent, and aware of the interests of the stakeholders, and familiar with operations of the University. At least one member shall be a qualified Accountant.

Audit Committee members should individually and collectively be morally upright and possess knowledge, skills, integrity and be familiar with legal issues relevant to the environment in which the University operates.

The members shall comprise;

- i) A member from the private sector
- ii) A member from the Institute of Internal Auditors
- iii) A member from the Public



- iv) A qualified Accountant
- v) A curriculum expert in a University setting

Ex-Officio

- (i) Vice Chancellor

In-attendance

- i) Accounting Officer
- ii) University Bursar

Secretariat

- i) Chief Internal Auditor
- ii) University Secretary

3.3.1. TERMS OF REFERENCE OF THE AUDIT COMMITTEE

The Audit Committee shall;

- i) Review the University's financial statements and any other related information required by the Governments Ministries, the Accountant General and Auditor General.
- ii) Review the efficiency and effectiveness of the internal controls and verifying whether the University Management has implemented internal control recommendations made by the internal and external auditors.
- iii) Review the internal audit functions adherence to international standards for professional practice of internal auditing
- iv) Review the adequacy and effectiveness of the internal audits activities, charter, plans and structure and ensure that no unjustified restrictions are placed on the internal auditors.
- v) Receive and consider the internal audit reports and make appropriate recommendations.
- vi) Regularly review the University's compliance with Academic standards, rules and guidelines as set by the University for proper administration of academic affairs.
- vii) Review arrangements by the University for monitoring

_____ | *hulim us* | _____ 19

compliance with laws, regulations, standards and policies governing operations of the University.

- viii) Provide quarterly reports to the University Council about Committee activities and findings.
- ix) Perform such other functions assigned to it by the University Council

3.4 STUDENTS AFFAIRS AND DISCIPLINARY COMMITTEE

The student's affairs and disciplinary committee shall be comprised of;

- i) Two members of Council representing Government
- ii) The Vice Chancellor
- iii) The Deputy Vice Chancellors
- iv) A member of Council representing the Ministry of Education and Sports.
- v) Two members of Council representing Senate
- vi) Two members of Council representing the Academic Staff
- vii) A member of Council representing the Administrative Staff
- viii) Two representatives of the Students Guild one male and one female
- ix) Any other person Council shall deem fit to serve on the Committee In Attendance
 - i) Students Chaplain and Imam
 - ii) Senior Legal Officer
 - iii) Counselor
 - iv) Warden of the relevant campus

Secretariat

- i) University Secretary
- ii) Dean of Students shall be the Desk Officer

3.4.1 TERMS OF REFERENCE FOR THE STUDENTS AFFAIRS AND DISCIPLINARY COMMITTEE

The Students Affairs and Disciplinary Committee shall;

- i) Ensure that policies relating to the welfare of students are formulated and recommended to Council for approval.
- ii) Review students constitution, rules and regulations and make recommendations to Council for approval of proposed amendments.
- iii) Consider student disciplinary cases recommended to it by the University Management, and recommend to Council a decision to dismiss a student from the University.
- iv) Receive and consider the guild budget and recommend to the Finance, Planning and Investment Committee of Council.
- v) Receive and consider proposals relating to the monitoring and evaluation of the management of students affairs and discipline in the halls of residence and make recommendations to Council
- vi) To advise Council on the establishment, organization and control of halls of residence in consultation with appropriate Council Committees and University organs.
- vii) To advise on the organization and running of sports and games and other kinds of entertainment at the University.
- viii) Perform such other functions as assigned to it by the University Council.

3.5 QUALITY ASSURANCE, GENDER AND ICT COMMITTEE

The Quality Assurance, Gender and ICT Committee shall comprise of;

- i) A member of Council representing Government
- ii) Two members of Council representing the Public
- iii) The Vice Chancellor
- iv) Deputy Vice Chancellors
- v) A member of Council representing the Ministry of Finance, Planning and Economic Development.

_____ | *Arshad Ali* | _____ 21

- vi) A member of Council representing the Students Guild
- vii) A member of Council representing Senate
- viii) A member of Council representing academic staff
- ix) A member of Council representing the support staff
- x) A member of staff representing Local Government.

In Attendance

- i) Director ICT
- ii) Director, Gender Mainstreaming
- iii) Senior Legal Officer

Secretariat

- i) University Secretary
- ii) Director Quality Assurance shall be the Desk Officer

3.5.1 TERMS OF REFERENCE FOR THE QUALITY ASSURANCE, GENDER AND ICT COMMITTEE

The Quality Assurance, Gender and ICT Committee shall;

- i) Consider, review, guide policy formulation and implementation on quality assurance, gender and ICT and make recommendations to Council for approval.
- ii) Establish standards, review policies, monitor and evaluate quality assurance, gender and ICT and make recommendations to Council.
- iii) Consider all reports related to quality assurance, gender and ICT and make recommendations to Council.
- iv) Ensure that Management attends to specific quality assurance, gender and ICT

Recommendations

- v) Perform such other functions assigned to the Committee by Council

PART IV

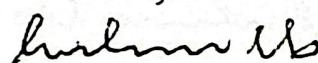
4.0 COUNCIL MEETINGS, QUORUM AND PROCEDURE

4.1 COUNCIL MEETINGS

- (a) Section 42(1) of the Act provides that a University Council shall meet at times and at places that it may determine for the transaction of its business but not less than three times in each calendar year.
- (b) Subject to the above provision there shall be an almanac of Council meetings availed to members of Council at the beginning of each calendar year.
- (c) Persons other than the duly elected or appointed members of Council may attend Council meetings on invitation.
- (d) Council may hold the following types of meetings.
 - i) Regular or ordinary meetings
 - ii) Special meetings
 - iii) Emergency or extra ordinary meetings.

4.2 QUORUM

- i) Half of the members of the University Council, at least five of whom shall not be employees or students of the University shall constitute a quorum at any meeting of the University Council.
- ii) Whenever a Council meeting is convened and if after one hour of the appointed time of the meeting, quorum is not realized the Chairperson shall adjourn the meeting to another date.
- iii) The adjournment of a Council or Council Committee meeting shall not affect the emoluments due to the members who would have been invited and present to attend



iv) The validity of the proceedings, act or decision of a University Council shall not be affected by any vacancy in the membership of the University Council or by a defect in the appointment of any member or by reason that any person not entitled to do so took part in the proceedings.

v) Any matter for decision matter for decision by the University Council shall be determined by a majority of the members of the University Council present and voting, and in the case of an equality of votes, the person presiding at the meeting shall have a casting vote in addition to his or her deliberative vote but at any meeting where the chairperson is being elected or where an annual budget is being approved the decision shall be determined by a majority of two thirds of the members.

4.3 CONVENING OF MEETINGS

a) Meetings of Council shall be called by notice clearly stating the date, time and venue issued by the University Secretary and delivered to members physical and electronic addresses.

b) Without prejudice to Section 4.3 (a), the Chairperson may at any time call a meeting of the University Council and if requested in writing by at least one third of all the members of the University Council

4.4 NOTICES AND AGENDA OF MEETINGS

a) The notices and agenda of all ordinary and special Council meetings shall be issued two (2) weeks in advance of the meeting and all Council documents and reports relating to the agenda shall be distributed not later than one week to the meeting to accord each member and persons whose attendance to the meeting is required ample opportunity to study them.

- b) The notices, agenda and documents of emergency meetings shall be issued three days before the meeting.

4.5 PRESIDING AT MEETINGS

- a) The Chairperson of Council and Council Committee shall preside over all meetings of Council Committee but shall declare his or her interest in an issue tabled on the agenda and shall, therefore, not chair deliberation on that pertinent agenda item.
- b) Whenever the office of Chairperson is vacant or the Chairperson is absent for any cause, the Vice-Chairperson shall discharge the duties and functions of the Chairperson and in the absence of both the Chairperson and Vice Chairperson such other member elected by the Council, not being an employee or student of the University, Public Service employee or member of the District or Parliament, shall discharge the duties and functions of the Chairperson.

4.6 PROCEDURE AT MEETINGS

- a) Section 42(7) provides that subject to the provisions of the act, a University Council may regulate its own procedure and the procedure of any of its Committees.
- b) Without prejudice to Section 4.5(a) above, the following procedure shall guide all Council and Council Committee meetings;
- c) At the beginning of each Council meeting, members shall discuss and adopt the agenda.
- d) At the time of consideration of the agenda, all Council members shall be granted opportunity to declare any real or potential conflict of interest on any item on the agenda and such declaration shall be recorded in the minutes.
- e) A member of Council with a declared interest shall

_____ | *hulim us* | _____ 25

automatically be disqualified from the deliberations on the subject matter of agenda item.

- f) Where the declaration of Conflict affects the Chairperson, the Vice Chairperson shall chair the meeting at the point of conflict.
- g) At every Council meeting where meetings of a preceding meeting are reviewed, they shall be approved by a simple majority and signed by the presiding Chairperson and University Secretary.
- h) All proceedings of Council shall be well documented and recorded in a minute book.
- i) Decision of meetings shall be communicated to the responsibility centre or office by the University Secretary within seven days from the date of the meeting.
- j) Mobile telephones shall either be switched off or put in silent mode during all Council meetings.
- k) During a meeting the Chairperson may accept the following points in that order;
 - i. Point of order (when a member contravenes the charter)
 - ii. Point of information (when a member is giving information)
 - iii. Seeking information (when a member is seeking information)
 - iv. Point of guidance where a member seeks to guide a meeting to its course or pending technical guidance.
 - v. Point of privilege where a member is privy to information.
- l) While all Council members shall acquiesce to the concept of collective responsibility, any dissenting member reserves the right to request for the recording of his or her dissent on the matter before the council or committee.

4.7 ATTENDANCE

- a) Every member attending the meeting shall sign their name in the attendance register.
- b) No member shall sign the attendance register on behalf of



another.

- c) Membership to Council shall be personal unless otherwise formally delegated by a duly authorized person or office.
- d) A member who misses more than three consecutive Council meetings shall have his or her membership rescinded under section 3 of this charter.
- e) All Ex-officio and members in attendance shall attend meetings on invitation of the University Secretary

4.8 COUNCIL COMMITTEES

- a) The quorum for all Council Committee meetings shall be seven (7) members three of whom shall neither be staff nor students of the University.
- b) Without prejudice to the generality of Section 4.8(i) above, the quorum of the Audit Committee shall be three (3) members
- c) The procedure of meetings of the University Council shall apply to the Committee meetings.

Handwritten signature

PART V

5.0 CODE OF CONDUCT

- a) All members of Council shall adhere to and uphold the principles of good corporate governance and ethical standards regarding the disclosure and management of potential or actual conflict of interest.
- b) Without prejudice to the generality of section 5(a) a member of Council shall perform his or her roles with dedication, diligence, integrity and justice
- c) Maintain a high standard of personal conduct and integrity both in private and public life.
- d) Act in the best interest of Busitema University even in the face of competing obligations.
- e) To act and preserve his or her independence at meetings.
- f) Act with transparency and impartiality.
- g) Subscribe to and uphold Busitema University core values.
- h) Observe confidentiality of sensitive information that may be brought to their attention in their service as members of Council. Subscribe to and uphold Busitema University core values.
- i) Members shall personally take necessary precautions to secure confidentiality of such information and not divulge it under any circumstances unless under compulsion of the law or authorized by the University secretary.
- j) Members shall maintain the confidentiality of such deliberations and shall safe guard such records, material and information from improper access.
- k) Uphold the oath of office and secrecy which shall be administered upon induction of every new Council.

5.1 CONFLICT OF INTEREST

- a) Each council member undertakes to disclose to Council fully and immediately it comes to his or her attention, any actual or potential, direct or indirect conflict of interest.
- b) A member who has any interest in matter in which the University is concerned shall declare his or her interest as soon as possible and no later than any meeting at which the matter is to be considered.
- c) Where a conflict of interest arises, a member will excuse him or herself from the relevant discussions and will not exercise his or her right to vote in respect of such matters.
- d) Each member undertakes to eliminate the possibility of conflict of interest with the university by restricting his or her involvement in other business likely to lead to a conflict of interest.

5.2 EMOLUMENTS

Members of Council and those in attendance shall be paid such allowances as the Council may determine.

5.3 EVALUATIONS AND ASSESSMENT

- a) The evaluation process should include ascertainment of Council performance, revision of priorities and new goals for subsequent evaluations.
- b) Council shall undertake to conduct midterm self-evaluation at end of second year and terminal evaluation during the 3rd quarter of its last term of office, to measure progress towards stated goals, objectives and functions.
- c) Council evaluation shall take the form of group performance for council as whole.
- d) Council may outsource an external consultant to facilitate the evaluation to measure council success as governing body.

_____ | *hulim us* | _____ 29

- e) The evaluation criteria shall be against parameters set and approved by Council.
- f) Each Council member shall complete a self-evaluation instrument independently.
- g) The report of the consultant will be presented and discussed at Council with the view of improving on weak areas.
- h) Council committees may schedule annual assessments based on the targets they set.

5.4 REVIEW OF CHARTER

This Charter may be reviewed by Council whenever deemed necessary.

Busitema University
Office of the University Secretary
P.O. Box 236, Tororo / 226, Busia - Uganda
Gen: +256 414 448842
Dir: +256 454 448864
Fax: +256 454 436517
Email: ar@acadreg.busitema.ac.ug
arbusitema@hotmail.com
Website: www.busitema.ac.ug