

CHAPTER 57:01
UNIVERSITY OF BOTSWANA
ARRANGEMENT OF SECTIONS

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Act 15, 2008,
S.I. 76, 2008,
S.I. 84, 2008.

An Act to re-enact the University of Botswana Act with substantial revisions to the governance structures of the University and matters incidental thereto.

[Date of Commencement: 5th September, 2008]

PART I
Preliminary (ss 1-2)

- 1. Short title**

This Act may be cited as the University of Botswana Act.

2. Interpretation

In this Act, unless the context otherwise requires—

"**Council**" means the University Council established under section 9;

"**member**" means a member of the Council;

"**Minister**" means the Minister of Education and Skills Development;

"**Statutes**" means the statutes enacted under section 23;

"**University**" means the University of Botswana established under section 3.

PART II

Establishment of University of Botswana (ss 3-5)

3. Continuance of University

(1) The University of Botswana, established in terms of section 2 of the Act repealed under section 24, shall continue to exist as if established under this Act.

(2) The University shall be a body corporate with perpetual succession and common seal, capable of suing and being sued in its own name and, subject to the provisions of this Act, performing such acts as bodies corporate may by law perform.

4. Functions of University

The functions of the University shall include the following—

- (a) providing higher education and training;
- (b) advancing and disseminating knowledge through teaching;
- (c) undertaking, promoting and facilitating research and scholarly investigations;
- (d) supporting and contributing to the realisation of economic and social development of the nation;
- (e) contributing to the cultural and social life of the community; and
- (f) contributing to the advancement of the intellectual and human resource capacity of the international community.

5. Powers of University

(1) The University shall have the power to do all things necessary or expedient for exercising and discharging its functions subject to this Act.

(2) Without prejudice to subsection (1), the University shall have the power to—

- (a) provide programmes and courses of study, conduct examinations and other methods of assessment, and award degrees and other qualifications;
- (b) establish relationships and collaborate with other persons or bodies, or other institutions of learning, higher education, training or research, within or outside Botswana, upon such terms as may be provided in the Statutes;
- (c) establish or participate in the establishment of trading, research or other co-operations as may be necessary in the discharge of its functions;
- (d) collaborate with business, professional, cultural, social or other interests within and outside Botswana as may be necessary in the discharge of its functions;
- (e) collaborate with alumni and associations of alumni and graduates of the University;
- (f) receive and accept donations on such terms and conditions as shall not be inconsistent with this Act and the functions of the University;
- (g) maintain, manage, administer and invest funds in a manner which shall not be inconsistent with this Act and the functions of the University; and
- (h) acquire and hold movable or immovable property, sell, lease, mortgage or otherwise alienate or dispose of the property, and enter into other transactions.

(3) Where the University has resolved that it is necessary or expedient to acquire a property under subsection (2) (h), the property may be treated as property required for public purposes, and the Acquisition of Property Act shall apply with necessary modifications to allow for the vesting of the property acquired in the University and for the cost to be defrayed by the University.

PART III
Governance of University (ss 6-21)

6. Principal officers and governance bodies

The principal officers and the governance bodies of the University shall be the—

- (a) Chancellor;
- (b) Chairperson of the University Council;
- (c) Vice-Chancellor;
- (d) University Council;
- (e) Senate; and
- (f) Deputy Vice-Chancellors.

7. Principal officers and governance bodies

(1) The Chancellor shall be appointed by the President of Botswana.

(2) The Chancellor shall hold office for five years and shall be eligible for one more term of five years.

(3) The Chancellor shall be the titular head of the University and shall be its ambassador, promoting goodwill and mobilising resources for the University.

(4) The Chancellor shall preside over ceremonial assemblies of the University, confer awards of the University and, perform and exercise other functions and powers as described in this Act and in the Statutes.

(5) In the absence of the Chancellor, the Chairperson of the Council shall act as Chancellor.

8. Chancellor Vice-Chancellor

(1) The Vice-Chancellor shall be appointed by the Minister after consulting the University Council and the Senate.

(2) The Vice-Chancellor shall be the chief executive officer of the University with overall responsibility for academic and administrative leadership as well as chief disciplinary officer of the University, subject to directions of policy that the University may give from time to time.

(3) The Council shall, in consultation with the Senate, appoint Deputy Vice-Chancellors in accordance with the Statutes.

(4) When the post of Vice-Chancellor is vacant, or when the Vice-Chancellor is absent, or for any reason unable to perform the functions of Vice-Chancellor, the Council shall appoint, in accordance with the Statutes, one of the Deputy Vice-Chancellors, or if no Deputy Vice-Chancellor is available, any other suitable member of the University staff, to act as Vice-Chancellor.

(5) The Vice-Chancellor and the Deputy Vice-Chancellors shall together constitute an executive management team to provide executive leadership to the University.

9. Establishment of Council

(1) There shall be established the University Council which shall consist of the following 32 members—

- (a) 12 people appointed by the Minister, five of whom shall be appointed by the Minister at his or her discretion and seven on the recommendation of the Council;
- (b) seven people representative of civil society and the private sector, appointed by the Chancellor on the recommendation of Council in accordance with the procedure and criteria specified in the Statutes;
- (c) two people who are not resident in Botswana appointed by the University Council by reason of their special knowledge and competence in tertiary education;
- (d) one graduate of the University and its antecedents who is not a member of staff of the University elected by the Alumni Association of the University;
- (e) the Vice-Chancellor and Deputy Vice-Chancellors;
- (f) two members of Senate elected by Senate, one of whom shall be a professor and the other a Dean of Faculty;

- (g) one member of the academic staff who is not on Senate, elected by members of academic staff;
- (h) two members of the support staff elected by the support staff, one of whom shall be a senior member of staff;
- (i) one student elected by the student body of the University.

(2) The procedure for election of members under paragraphs (d), (f), (g), (h) and (i) of subsection (1) shall be prescribed in the Statutes.

(3) A member shall be responsible to the Council and not to the entity that appointed or elected the member and shall have a duty to act in good faith, avoid conflict of interest and, to exercise skill and judgment in the interest of the University.

(4) A member shall have collective responsibility for the decisions of the Council.

10. Chairperson of Council

(1) The Minister shall appoint the Chairperson of the Council and, members shall elect the Vice-Chairperson from amongst those members that are not employees or students of the University.

(2) The Chairperson of the Council shall—

- (a) provide leadership to the Council;
- (b) conduct meetings of Council;
- (c) act as the representative and spokesperson of Council; and
- (d) subject to restrictions and directions of the Council, act for and make decisions on behalf of the Council where it is not feasible or practicable to convene a meeting of the Council for that purpose.

(3) The Vice-Chairperson of the Council shall act as Chairperson in the absence of the Chairperson.

11. Functions of Council

(1) The Council shall be the governing body with ultimate responsibility for ensuring the performance of the University in accordance with the powers conferred by this Act.

(2) Without prejudice to subsection (1), the Council shall—

- (a) set the strategic directions of the University by overseeing the development and adoption of the mission and strategic plans of the University;
- (b) approve major policies, capital plans, and the annual planning and budget report;
- (c) monitor and review the overall performance of the University in relation to plans, policies, values, academic standards, financial management and buildings and estates management;
- (d) approve the annual report and annual statement of accounts of the University;
- (e) ensure the strategic leadership of the University;
- (f) enhance the engagement between the University and the community;
- (g) approve the institutional plan of the University; and
- (h) maintain, through Senate, high levels of academic standards.

12. Powers of Council

(1) The Council shall have the power to do or provide for any act or thing which it considers necessary or expedient for the performance or exercise of its powers and functions under this Act.

(2) Without prejudice to subsection (1), the Council shall—

- (a) determine persons who are authorised to sign contracts, cheques and other documents on behalf of the University, and otherwise regulate procedure in relation to transactions entered into by the University;
- (b) provide for the safe custody and proper use of the seal of the University; and
- (c) approve terms and conditions of service for employees of the University.

(3) The Council may, where it deems it necessary or desirable, prohibit the admission of a person as a student of the University.

(4) The Council shall exercise the powers under subsection (3) notwithstanding the disciplinary powers conferred on the Vice-Chancellor by section 8(2).

(5) Without prejudice to the powers conferred on any other person or public officer under any other law, the Council shall have the power, after consultation with the Minister and the Senate, to declare the University closed for purposes of offering some or all academic programmes and courses and, whenever possible, indicate the period during which the University shall remain closed.

(6) Notwithstanding subsection (5), where there is an emergency, the Chairperson shall have the power to act on behalf of the Council and order the University closed.

13. Accounts and annual report

(1) The Council shall cause the accounts of the University to be drawn up, audited and published annually and at such times and in such manner as the Minister may direct.

(2) The Council shall cause, within six months after the end of each academic year, a report of the activities of the University to be drawn up and made available to the public.

(3) The Council shall, within 30 days of receiving a copy of the audited accounts and the report give such copy and report to the Minister.

(4) The Minister shall, within 90 days of receiving the report and a copy of the audited accounts, lay such report and accounts before the National Assembly.

14. Tenure of office for member

(1) The Chairperson and Vice-Chairperson of Council shall hold office for a period of three years and shall be eligible for re-election for one more term.

(2) All appointed or elected members, other than the member elected by the student body of the University, shall hold office for a period not exceeding three years and, shall be eligible for reappointment or re-election for one more term at the end of the first period.

(3) The member elected by the student body shall hold office for a period not exceeding one year and shall be eligible for re-election for one more term.

15. Disqualification, removal and resignation of member

(1) A person shall not be appointed or elected a member or be qualified to continue to hold office, who has—

(a) in terms of a law in force in any country—

- (i) been adjudged or otherwise declared bankrupt and has not been discharged, or
- (ii) made an assignment, arrangement or composition with his or her creditors, which has not been rescinded or set aside;

(b) within a period of 10 years immediately preceding the date of his or her appointment, been convicted—

- (i) of a criminal offence in any country; or
- (ii) of a criminal offence for which he or she has not received a free pardon and notwithstanding that the sentence has been suspended, which, if committed in Botswana, would have been committed, the penalty for which would be at least six months imprisonment without the option of a fine.

(2) The Council may remove a member from office after consultation with the appointing authority if the member—

- (a) is absent without reasonable cause from three consecutive meetings of the Council of which the member has had notice;
- (b) is inefficient;
- (c) has been found to be physically or mentally incapable of performing his or her duties efficiently; or
- (d) contravenes this Act, Statutes, or other instruments stipulating the duties and responsibilities of members, or otherwise misconducts himself or herself to the detriment of the objectives of the Council.

(3) A member may resign from office by giving 30 days notice in writing to the person or

officer designated in the Statutes as the Secretary to the Council.

(4) The office of a member shall become vacant after—

- (a) a period of 30 days from the date the member is convicted of an offence referred to under subsection (1) (b), where the member does not appeal;
- (b) a period of 30 days from the date a ruling against the member is made on an appeal made in respect of a conviction against the member under subsection (1) (b), where the member appeals;
- (c) a period of 30 days has elapsed from the date the member gave notice in writing of his or her intention to resign in accordance with subsection (3);
- (d) a period of 30 days has elapsed from the date the member is given notice in writing by the Council to vacate office; or
- (e) a member is summarily required by the Council to vacate office on the grounds referred to in subsection (2) (d).

(5) Where the office of a member becomes vacant before the expiry of the member's term of office, the Secretary shall initiate the process of appointing or electing a replacement who shall hold office for a full term.

16. Meetings of Council

(1) Subject to this Act and the Statutes, the Council shall regulate its own proceedings.

(2) The Council shall meet at least three times in an academic year.

(3) The Chairperson may, upon giving a written notice of not less than 14 days, and upon a written request of not less than one half of the members, call a meeting.

(4) The Chairperson may, where the urgency of the matter does not permit giving notice as required in paragraph (a), call a special meeting of the Council, giving a shorter notice.

(5) The Chairperson shall preside at any meeting of Council, but in the absence of the Chairperson the Vice-Chairperson shall preside, and in the absence of both the Chairperson and Vice-Chairperson, the members present shall elect one of them, not being an employee or student of the University, to preside at that meeting.

(6) The quorum at any meeting of Council shall be one half of the members.

(7) A decision of the Council on any question shall be taken by the majority of the members present and voting at that meeting, and in the event of an equality of votes, the person presiding shall have a casting vote in addition to that person's deliberative vote.

(8) The Council may invite any person whose presence it considers necessary, to attend and to participate in the deliberations of the Council, but such person shall have no vote.

17. Disclosure of interest

(1) A member who has a direct or an indirect interest in a private capacity in any matter to be considered by the Council or a committee of Council shall, as soon as practicable after the commencement of the meeting, disclose the interest and shall not, unless the Council otherwise directs, take part in any consideration or discussion of, or vote on, any question relating to the matter.

(2) A disclosure of interest made under this section shall be recorded in the minutes of the meeting at which it is made.

(3) Where a member fails to disclose his or her interest in accordance with subsection (1) and a decision by the committee is made which benefits such member directly, such decision shall be null and void.

(4) A member who contravenes the provisions of subsection (1) shall be guilty of an offence and liable to a fine not exceeding P6,000, or to imprisonment for a term not exceeding 12 months, or to both.

18. Confidentiality

(1) Every member and any person co-opted to a committee shall observe and preserve the confidentiality of all matters coming before a committee, and such confidentiality shall subsist even after the termination of his or her term of office or his or her co-option.

(2) A person to whom confidential information is revealed through working with a committee shall not disclose that information to any other person unless he or she is required to do so in terms of any written law or for purposes of any judicial proceedings.

(3) A member or an expert engaged to render services that may include access to confidential information shall not, for a period of two years after leaving office or rendering such expert service, use to their personal advantage information acquired by him or her by virtue of being associated with a committee.

(4) Any person who contravenes the provisions of this section shall be guilty of an offence and liable to a fine not exceeding P6,000, or to imprisonment for a term not exceeding 12 months, or to both, and for a second or subsequent offence to a fine not exceeding P10,000, or to imprisonment for a term not exceeding two years, or to both.

19. Committees of the Council

(1) The Council shall have the following committees whose terms of reference and membership shall be as specified in the Statutes—

- (a) the Executive Committee of Council;
- (b) the Joint Committee of the Council and the Senate;
- (c) the Audit Committee;
- (d) the Finance Committee;
- (e) the Human Resources Committee;
- (f) the Staff Appeals Committee; and
- (g) the Physical Resources Committee.

(2) The Council may from time to time establish other Committees of a special or general nature, consisting of its members or other suitably qualified persons, as it may deem fit.

(3) The Council may delegate any of its functions under this Act to a committee established in terms of subsection (2).

(4) The provisions of sections 17 and 18 shall, with necessary modifications, apply to a member of a committee.

20. Remuneration and allowances

A member may be paid remuneration and allowances, if any, as Government may from time to time determine.

21. Senate

(1) There shall be a Senate which shall have overall responsibility for the—

- (i) academic policies and academic plans,
- (ii) academic development strategy, and
- (iii) research and community service functions of the University.

(2) The Senate shall consist of the Vice-Chancellor and such other members as shall be specified in the Statutes.

(3) The Senate shall—

- (a) have control and direction of teaching, research, assessment, conferment of degrees and granting of other awards of the University;
- (b) be responsible for the integration of academic, financial and physical plans through the annual planning and budget report;
- (c) be responsible for articulating the objectives, goals, mission and strategic direction of the University for approval by the Council;
- (d) be responsive to requests of Council and regularly monitor its own performance; and
- (e) establish committees of the Senate and regulate their membership as it sees fit.

(4) The Senate shall have such other functions and powers as shall from time to time be specified in the Statutes.

PART IV General (ss 22-26)

22. Indemnity

No matter or thing done or omitted to be done by a member or a member of a committee shall, if the matter or thing is done or omitted to be done *bona fide* in the course of operations of the Council or a committee, render a member or a member of a committee personally liable for an action, claim or demand.

23. Statutes

The Council, acting in consultation with the Senate may, from time to time, enact Statutes for the better carrying into effect of this Act.

24. Repeal of Cap. 57:01

The University of Botswana Act, (hereinafter referred to as the repealed Act), is hereby repealed.

25. Savings

(1) All Statutes, rules, ordinances and regulations made under the repealed Act shall, to the extent consistent with this Act, and until otherwise provided for in terms of this Act, continue to apply and have effect.

(2) All principal officers, the Council and the Senate appointed under the repealed Act shall continue to hold and perform the duties and exercise the powers conferred under the repealed Act until they are replaced by officers and governance structures provided for in this Act.

26. Transitional provisions

(1) Upon commencement of this Act, there shall be transferred to and vested in the University, by virtue of this Act and without further assurance, all property, rights, liabilities and obligations that, immediately before the commencement of this Act, were the property, rights, liabilities and obligations of the former University.

(2) The Minister may, by notice published in the *Gazette*, make such transitional arrangements not otherwise provided for in this Act as shall be necessary.