



UNIVERSITY  
OF  
JOHANNESBURG

## CHARTER FOR COUNCIL EXECUTIVE COMMITTEE

### 1. NAME

The name of the committee is the Council Executive Committee and hereafter referred to as EXCO.

### 2. STATUS

EXCO is the executive committee of Council, as stipulated in the UJ Statute section 20 and reports to Council.

### 3. MISSION AND GOALS

EXCO assists Council in executing its functions as contemplated in section 11 of the UJ Statute in accordance with the vision, mission, and core values of the University, the principles of corporate governance and within the legal and management framework of the University, focusing on all the strategic goals, approved strategic thrusts and subsequent Key Performance Areas and Key Performance Indicators.

### 4. COMPOSITION

- 4.1 Chairperson of Council who also acts as the Chairperson of EXCO;
- 4.2 Vice-chairperson of Council who also acts as the Vice-chairperson of EXCO;
- 4.3 Chairpersons of Council Committees;
- 4.4 Vice-Chancellor and Principal;
- 4.5 Two Deputy Vice-Chancellors nominated by the MEC and appointed by Council;

#### **Invitees**

- 4.6 The other members of the MEC are invitees (in a non-decision-making or voting capacity);
- 4.7 EXCO may invite persons to attend a meeting of EXCO for a specified purpose related to the relevant agenda;

## **5. FUNCTIONS**

- 5.1 EXCO functions in accordance with the authority delegated to it by Council;
- 5.2 The specific functions of EXCO are as follows:
  - 5.2.1 To take decisions on behalf of Council that, by virtue of their urgency, cannot be delayed;
  - 5.2.2 Deliberates on any matter that, in the opinion of the chairperson (which may be in consultation with the Vice-Chancellor) should serve at EXCO for consideration prior to serving at Council;
  - 5.2.3 Monitors the functionality of Council Committees on behalf of Council, in such manner as it deems fit;
  - 5.2.4 Acts as the Remuneration Committee (REMCO) of Council consisting of:
    - a) The external members of Council;
    - b) The Vice-Chancellor and Principal may be invited to provide clarity on matters but may not be involved in decision-making;
    - c) The Registrar acts as the Secretariat of REMCO;
  - 5.2.5 May establish subcommittees/task teams as it deems fit.

## **6. SCOPE OF AUTHORITY**

Council delegates the scope of authority to EXCO as it deems fit.

## **7. FINANCIAL RESPONSIBILITIES**

EXCO:

- 7.1 Functions within the University's financial management policies and procedures.
- 7.2 Applies the principles of corporate governance with regard to financial management.

## **8. MEETING PROCEDURE AND REPORTING**

- 8.1 EXCO meets at least bi-monthly (meeting dates set in advance and contained in the University's Year Programme);
- 8.2 A minimum of 50% plus one (N=3) of the external council EXCO members must be present at any meeting of EXCO;
- 8.4 Members are required to declare any conflict of interest prior to the commencement of an EXCO meeting;
- 8.5 Members of EXCO diligently execute their duty of care and fiduciary duty during deliberations and decision-making;
- 8.6 Decision-making is primarily based on the principle of consensus and/or sufficient consensus;
- 8.7 If consensus cannot be reached, a principle/motion is put to the vote and it is carried if a simple majority vote of those present at the meeting has been obtained;
- 8.8 The chairperson has, on any matter, a deliberative vote and, in the event of an equality of votes, also a casting vote;
- 8.9 The Chairperson of EXCO may call an extraordinary or emergency meeting in accordance with the Rules;

- 8.10 The Chairperson may invite persons who are not members to attend meetings, provided that they may participate in discussions but may not participate in decision-making;
- 8.11 The University Secretariat provides the secretariat who administers meetings in accordance with the Rules in this regard;
- 8.12 The minutes of each meeting are considered at the next meeting;
- 8.13 Reporting to Council takes place in the form of a report by the Chairperson, minutes of previous meetings, or items included in the agenda of the Council meeting.

**9. LIFESPAN AND DISSOLUTION**

- 9.1 EXCO is instated in accordance with section 20 of the UJ Statute and can therefore only cease to exist if the Council has resigned.
- 9.2 The composition of EXCO is reviewed by Council every three years, based on the outcome of a corporate governance review.

8 December 2006

Approved by Council 17 March 2011 aligned with the UJ Statute

Editorial amendments approved by Council EXCO 19 May 2011

Amendment approved by Council: 3 April 2014 – Function: Council membership was delegated to Council membership Committee.