



UNIVERSITY OF ZULULAND

POLICY AND PROCEDURES

Code of Conduct: Council

POLICY NUMBER	REG P2	POLICY OWNER	REGISTRAR	
APPROVAL DATE	07 June 2013		REVISION DATE	07 June 2017

POLICY STATEMENT

This policy provides guidelines regarding the conduct of members of Council.

UNIVERSITY OF ZULULAND

CODE OF CONDUCT AND RELATED POLICY GUIDELINES FOR MEMBERS OF THE COUNCIL

PREAMBLE

WHEREAS upholding the principles of good and corruption free governance are essential in a public institution such as the University of Zululand; and

WHEREAS the University of Zululand subscribes to such principles as an integral part of its value framework; and

WHEREAS the University expects members of the Council to embrace its value framework; and

WHEREAS the University has, after consultation with the Institutional Forum, developed and adopted this Code of Conduct with the view to guiding members of the Council in conceptualising the essence of the value framework of the University;

THE COUNCIL adopted this Code of Conduct with the expectation that members of the Council will sign and subscribe to the values encapsulated therein.

1. DEFINITIONS

Unless the context indicates otherwise –

“**blood relative**” means a child, a parent, a brother, a sister, a cousin, an uncle, an aunt, a nephew and a niece;

“**business association**” means any business association, formal or informal, which involves a member of the Council or an employee of the University;

“**conflict of interest**” means any situation in which an individual or corporation (private, public) is in a position to exploit a professional or official capacity in some way for their personal or corporate benefit;

“employee” means a person in the employ of the University;

“Executive Management” means the Executive Management as contemplated in the Statute of the University;

“family friend” includes a close friend and means a person with whom a member of the Council or his or her blood relative has a relationship that is of such a nature that disclosing the relationship is justified where the member of the Council acts on behalf of the University;

“gift” means any item, service or benefit with a monetary value and includes (but is not limited to) money, food, a vacation, any form of recreation, accommodation, discount on any goods or service, “kickbacks” or “spotter’s fees”;

“husband or wife” means a spouse in a marriage concluded in accordance with common or indigenous law and includes a partner in a cohabitation or similar relationship;

“interest or involvement” means an interest or involvement as owner, director, shareholder, partner, member, manager, trustee, beneficiary, administrative officer, adviser, consultant, agent, staff member in any enterprise, association or other formal or informal business relationship or venture;

“Senior Members of Staff” means Senior Members of Staff as contemplated in the Statute and the Rules of the University.

“person” includes a company, co-operative, close corporation, trust, partnership, one-person business and any other entity, formal or informal, used to conduct business;

“relative” means a blood relative, a relative by marriage and includes kinship through adoption;

“relative by marriage” means a relative of a spouse;

“University” means the University of Zululand.

2. CONTEXT AND APPLICATION

2.1 This Code applies to members of the Council, committees of the Council and all other persons who exercise functions of the Council in terms of delegated authority.

- 2.2 In accordance with the Higher Education Act, 1997, as amended, the Council of the University governs the University and exercises a general supervisory role in respect of academic and operational matters, institutional policy and strategy.
- 2.3 The aim of this Code is to give effect to the mandate of the Council and to assist the Council, its committees and members, in the execution of their responsibilities through an institutional value framework and sound governance and business practices.
- 2.4 It is expected of members of the Council to subscribe to this Code when they assume their positions on the Council.
- 2.5 The behaviour expected of members of the Council in terms of this Code does not amend or replace the behaviour expected of them by any law (see clause 13 below), but is supplementary thereto.
- 2.6 The Chairperson of the Council and individual members of the Council are jointly and separately authorised by the Council to monitor compliance with this Code.
- 2.7 The Chairperson of the Council, and in his/her absence (or when the Chairperson is implicated) the Deputy Chairperson, and in his/her absence (or when the Deputy Chairperson is also implicated) an *ad hoc* committee appointed by the Council must take any action sanctioned by this Code and applicable legislation against its committees and members contravening the provisions of the Code and/or applicable legislation.

3. GENERAL PRINCIPLES

- 3.1 Members of the Council must always act in good faith and in the best interest of the University.
- 3.2 The behaviour referred to in clause 3.1 above compels members of the Council to:
 - (a) participate in the deliberations of the Council in the best interest of the University;
 - (b) command the knowledge and experience relevant to the objects and governance of the University;
 - (c) declare, before assuming office, any business, commercial or financial activities undertaken for financial gain that may raise a conflict or a possible conflict of interest with the University and should such activities arise after assuming office, declare such as soon as possible as determined in this Code and applicable legislation;
 - (d) refrain from placing themselves under any financial or other obligation to any individual or organisation that might seek to

- influence the performance of any function of the Council or the University;
- (e) prevent situations where a conflict of interest with the University arises and, should a conflict develop, to declare such in accordance with this Code and applicable legislation;
 - (f) inform, before a meeting of the Council or a committee of the Council, and in writing, the Chairperson of the meeting of any direct or indirect financial, personal or other interest in any matter to be discussed at a meeting (of the Council or any of its committees with delegated functions) and which entails or may entail a conflict or possible conflict of interest with the University and to recuse themselves from the meeting (of the Council or committee of Council with delegated functions) during the discussion of the matter and the voting thereon. A committee of the Council with delegated functions may not take a decision on a matter considered by it if any member of the committee has a conflict of interest as contemplated in this Code or any applicable legislation;
 - (g) refrain from soliciting, accepting or receiving any benefit other than benefits they are entitled to in accordance with the remuneration and benefits for members of the Council.
 - (h) avoid any relationship with a student, or group of students, that constitutes an undue or unsolicited interference in the business or operations of the University or results in an unprofessional relationship, of whatever nature, with a student or group of students, or constitutes a contravention of the provisions of any Act.
 - (i) refrain from putting constituency related matters on the agenda of the Council for discussion and decision-making unless internal University protocol and process have been followed.

4. APPOINTMENT AND PROMOTION

- 4.1 Decisions on the appointment and promotion of employees and related matters must be made objectively by the Council, delegated Council committees, the Vice-Chancellor and any other authorised official with due observance of the key performance outputs associated with a particular appointment or promotion.
- 4.2 Members of the Council and Council committees must commit themselves to upholding the principles of good governance and natural justice and to comply with legislative prescripts in all decisions affecting employees, prospective employees and Service Providers.
- 4.3 The chairperson of a Selection Committee and the designated Human Resources Officer must alert members of a Committee to the provisions of applicable legislation, the Statute, the Rules and any other policy guideline

of the University and must monitor the activities of the Committee with the view to ensuring full compliance therewith.

- 4.4 A member of a Selection Committee must recuse him/herself from the Committee if a candidate appearing before the Committee qualifies in accordance with this Code as a husband or wife, blood relative, relative by marriage or family friend.
- 4.5 All documents, information and discussions pertaining to the functioning and decisions of a Selection Committee must be treated as confidential.
- 4.6 It is not permitted for a committee of the Council to appoint or to promote (to such a position) a person qualifying in accordance with this Code as a husband or wife, or a relative to become the subordinate or superior of an employee, save where this relationship is disclosed in writing to the Executive Committee of the Council and the Executive Committee explicitly approves such appointment or promotion.
- 4.7 Where the appointment or promotion contemplated in clause 4.6 above would result in financial reporting between such individuals, no appointment may be made, unless the Audit and Risk Committee of the Council has explicitly approved appropriate measures to reduce the risks associated with such an appointment.
- 4.8 A member of a Selection Committee must disclose, before the start of a session, any business association or other relationship which he or she has with a candidate, after which the chairperson of a Selection Committee must decide whether the member should recuse him/herself or not. The Chairperson will be guided in this decision by the provisions of this Code, the provisions of applicable legislation, general legal principles and practice and principles of good governance.
- 4.9 Members of Selection Committees must before the commencement of a meeting confirm in writing that a candidate does not qualify as a husband or wife, or a relative, or a family friend of the member, as contemplated in this Code, and that the member of the Committee does not have a business association or other relationship with the candidate.
- 4.10 A member of a Selection Committee must withdraw from a committee if he/she is involved in a disciplinary hearing or grievance procedure with a candidate, in whichever capacity, which at the time of the appointment or promotion is still incomplete or unresolved.

5. POLICY ON CONFLICT OF INTEREST

- 5.1 The University may not enter into a business relationship, especially any purchasing contract, with a member of the Council, or his/her immediate family.
- 5.2 Acquisitions from a business or entity, directly or indirectly, in which a member of the Council has a direct or indirect interest, are prohibited, unless full disclosure of the interest takes place to the Chairperson of the Council or the Chairperson of a committee of the Council with delegated authority, as applicable, and the relevant decision-making authority at the University before the acquisition takes place. The Chairperson of the Council or the relevant committee of the Council, will ascertain whether the planned acquisition would impact negatively on the University's subscription to the value framework embedded in this Code and/or undermine principles of good governance and/or constitute a breach of University policy and/or constitute a contravention of statutory provisions, in which case the acquisition will not be allowed.
- 5.3 Members of the Council must act in the best interest of the University when representing the University in consultations and negotiations with current or prospective clients, suppliers, contractors or consultants.
- 5.4 A member of the Council should prevent any situation where his/her personal interest raises, or may raise, a conflict of interest with the University, or where such interest has or may have an impact on the ability of the member of the Council to act objectively and without preference and in the best interest of the University.
- 5.5 When a conflict of interest exists, or develops, a member of the Council must recuse him/herself from the relevant decision-making process and, in the instance of existing relationships, declare such conflict without delay. The University may decide to take appropriate steps to end existing relationships should it be of the opinion that the continuation thereof will constitute a breach of this Code or non-compliance with the provisions of any Act, the Statute, the Rules or policy of the University.

6. COMPLIANCE WITH PROCUREMENT AND RELATED POLICIES

- 6.1 The Procurement Policy of the University as approved by the Council and related constitutional and legislative provisions must be adhered to (see clause 13 below).
- 6.2 Members of the Council are not allowed to participate in or influence the procurement processes of the University.

- 6.3 Members of the Council and employees involved in any relationship, as contemplated in this Code or any legislative provision, with a person or entity with whom the University has entered or contemplates to enter into a contract or business relationship, must declare this interest annually or, as necessary, in between, in the format prescribed by the Council.

7. POLICY RELATING TO GIFTS AND DONATIONS

- 7.1 A gift or donation to the University may be received on behalf of the University by the Chancellor, the Chairperson and Deputy Chairperson of the Council, the Vice-Chancellor and members of the Executive Management. Gifts and donations must be handed over to the University as soon as possible and recorded in the Gifts Register of the University kept in the Office of the Executive Director: Finance.
- 7.2 Where the University receives a gift or donation all the terms and conditions attached to the gift or donation must be declared by the donor and the involved member of the Council.
- 7.3 If acceptance of a gift or donation could be prejudicial to the good name of the University or compromise its value framework or the ability of the University, members of the Council or any of its officials to decide objectively on University matters, it must be refused.
- 7.4 No gift or donation (including a cash donation of any monetary value) may be accepted by a member of the Council in a private capacity from any former, current or prospective supplier, subcontractor, consultant or student of the University unless declared by the member in advance and approved by the Chairperson of the Council. The Chairperson of the Council shall not approve such a gift or donation if the perception may arise that the gift or donation will or might lead to preferential treatment for such supplier, subcontractor, consultant or student.
- 7.5 The provisions of clause 7.4 above are also applicable to a gift or donation from a current or prospective supplier, subcontractor, consultant or student of the University to the husband or wife, or relative, or family friend of an employee or to an entity in which a member of the Council has an interest or involvement.
- 7.6 A gift to a member of the Council must, before final acceptance, be disclosed on the prescribed form and submitted to the Chairperson of the Council for approval.
- 7.7 The Chairperson of the Council must consult the Vice-Chancellor before approving the acceptance of gifts and donations to the University, provided that the acceptance of gifts and donations with terms and

conditions attached to them or which would result in additional workload for employees or require additional support, infrastructure or financial resources must be discussed with the Executive Management, who must support the acceptance.

- 7.8 The receipt of a sponsorship, endowment or donation from any supplier, subcontractor or consultant by a member of the Council on behalf of a third party is, with the necessary changes, governed by the provisions of this Code.

8. IMPROPER INFLUENCE AND BRIBERY

- 8.1 Members of the Council may not bribe or improperly influence, or attempt to influence any person or put undue pressure on any person in a decision-making position regarding University matters.
- 8.2 A member of the Council may not create the impression that he/she has the power to influence procedures and decisions with regard to the appointment or promotion of employees, admission of students, the conferment/awarding of degrees or diplomas, the procurement of services, the concluding of contracts, the awarding of tenders or any other related matter.
- 8.3 Members of the Council may not extort a bribe from an employee or any other person for whatever purpose.
- 8.4 Members of the Council must report to the Chairperson of the Council, without delay, any attempt by a person to bribe, or to improperly influence, or to put undue pressure on him or her.
- 8.5 Members of the Council must report to the Chairperson of the Council any attempt by a person to bribe, or to improperly influence, or to put undue pressure on another member of the Council of which they become aware.

9. DISSEMINATION OF INFORMATION

- 9.1 A member of the Council may not impart or divulge, without the permission of the Chairperson of the Council and the Vice-Chancellor, confidential information such as, but not limited to, business strategies, pending contracts, procurement of services, research results and access-restricted information about students and employees to any person or entity not entitled to such information.
- 9.2 Members of the Council may not use University information for their own personal gain.

- 9.3 It is incumbent on the Vice-Chancellor and the Registrar of the University to inform members of the Council appropriately of the Rules and policies of the University, and on members of the Council to acquaint themselves with the contents thereof. Members of the Council should be requested to indicate in writing whether they subscribe to the Rules and policies.

10. DISPUTE RESOLUTION

- 10.1 Any member of the Council who is dissatisfied with the outcome of any application or request in terms of this Code may submit a presentation to the Council for a revision of the outcome.
- 10.2 Should such a member of the Council still be dissatisfied with the decision of the Council, he or she may request the Chairperson of Council to appoint an independent external person with appropriate experience and knowledge to adjudicate the matter, which adjudication shall be final and binding on all parties.
- 10.3 Disputes between Council members pertaining to Council and University related matters must be adjudicated by an independent external person with appropriate experience and knowledge appointed by the Council after consultation with the disputing members. Should a disputing member still be dissatisfied with the adjudication, he or she may at his or her own cost approach an appropriate forum in accordance with South African law for appropriate relief.

11. BREACH

- 11.1 Breach of applicable provisions of this Code by members of the Council may, after the Council has followed due process:
- lead to a decision of the Council requesting the resignation of such a member;
 - in the instance of a breach of clause 3.2 (c) to (f) suspension from attending a meeting, or disqualification as a member of the Council or a member of a committee of the Council; and/or
 - any other appropriate action by the Council or any individual required by law.
- 11.2 Failure on the part of the Council to take appropriate steps against a member of the Council for the breach or alleged breach of the provisions of the Code shall not be interpreted as an endorsement of such breach or a waiver of rights.
- 11.3 Any practice contrary to the provisions of this Code must upon discovery thereof be terminated immediately.

12. PROCEDURES FOR DECLARATIONS

- 12.1 Each member of the Council, each member of a committee of the Council and each person who exercises functions of the Council in terms of delegated authority, must declare their conflicts of interest as contemplated in this Code and applicable legislation annually, or, as necessary, in between.
- 12.2 The Council shall determine rules and procedures for the regular declaration of interests by its members.

13. STATUTORY PROVISIONS

- 13.1 The provisions of this Code must be read with the provisions of the Constitution, the Higher Education Act, other relevant legislation and the Statute of the University, which have precedence over the Code.

14. DATE OF COMMENCEMENT

This Code will come into effect on the date of approval by the Council. This date of commencement will, however, have no effect on the commencement dates of any legislation, the Statute, the Rules or any other policy guideline.

CONFIRMATION

Member of the Council

I..... wish to confirm that I have read the provisions of this Code and that I, in my capacity as a member of the Council, subscribe to the value framework embedded in this Code.

SIGNATURE

DATE

26 March 2013