

EXTRACT FROM RULES OF COUNCIL

Governance and Ethics Committee of Council (GEC)

- (a) The Governance and Ethics Committee of the Council consists of:
- i. one member of the Council, elected by the Council as the chairperson of the Committee;
 - ii. at least three members elected by the Council on account of their knowledge and experience in governance and ethics practices; and
 - iii. the Vice-Chancellor.
- (b) The Governance and Ethics Committee has final decision-making powers in respect of matters pertaining to the induction of newly appointed Council members and makes recommendations to the Council on:
- i. the Rules of the Council, including the Code of Conduct for members of the Council;
 - ii. the establishment of the committees of the Council;
 - iii. the dissolution of the committees of the Council after consultation with such committees;
 - iv. the training of members of the Council, if required;
 - v. the annual setting and assessment of the achievement of the performance objectives of the Council
 - vi. the annual self-assessment of the Council and the annual assessment of the achievement of the set performance objectives of the Council
- (c) The Governance and Ethics Committee makes recommendations to Council on matters of an ethical and social nature, in general, inclusive of:
- i. Any corporate governance and ethics policies, practices, processes and guidelines;
 - ii. Ongoing developments and best practices in corporate governance and ethical issues affecting the University;
 - iii. Oversight and reporting on:
 - Organisational ethics;
 - Responsible corporate citizenship;
 - Sustainable development; and
 - Stakeholder relationships.
- (c) The Governance and Ethics Committee:
- i. recommends Council's Performance Objectives to the Executive Committee each year;
 - ii. may advise the Council on any governance and ethics matter which it deems expedient for the efficient and effective performance of the Council;
 - iii. must, at the request of the Council, advise the Council on any matter within the mandate of the Governance and Ethics Committee; and
 - iv. performs such other functions as the Council may determine.