

QUALITY MANAGEMENT SYSTEM

TR-003A-CCT
Terms of Reference
for the
Executive Committee of Council

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TR-003A-CCT

EXECUTIVE COMMITTEE OF COUNCIL TOR

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1. LEGISLATIVE FRAMEWORK AND BEST PRACTICES

Key principles contained in the following legislation and best practices were applied to develop this Terms of Reference;

- a) The South African Constitution Act No. 108 of 1996;
- b) Continuing Education and Training Colleges Act No. 16 of 2006, as amended;
- c) Public Finance Management Act, 1999 (Act No 1 of 1999, as amended by Act 29 of 1999)(PFMA);
- d) National Treasury Regulations of March 2005;
- e) The Companies Act No. 71 of 2008;
- f) King Report on Corporate Governance for South Africa 2002 (“King III”); and
- g) Protocol on Corporate Governance for the Public Sector 2002 (“The Protocol”).

2. PURPOSE

- 2.1 The College statute requires Council to establish an Executive Committee. The purpose of this Terms of Reference is to establish the terms of reference of the Executive Committee of Council.
- 2.2 The primary purpose of the Executive Committee of Council is to:
 - a) Advise Council;

- b) Handle urgent matters during the recess of Council;
- c) Handle matters as delegated by Council; and
- d) Address other matters as necessary.

3. DEFINITIONS, ACRONYMS AND ABBREVIATIONS

For the purpose of this Terms of Reference, unless the context indicates otherwise, the following definitions, acronyms and abbreviations are set out for the terms indicated:

- 3.1 **“Accounting Officer”**- is the Principal of the College.
- 3.2 **“Act”** – is the CET Colleges Act No. 16 of 2006, as amended.
- 3.3 **“DAF”**- is the Delegation of Authority Framework.
- 3.4 **“Days”** - shall be construed as calendar days unless qualified by the word "business", in which instance a "business day" will be any day other than a Saturday, Sunday or public holiday as gazetted by the government of the Republic of South Africa from time to time.
- 3.5 **“Department”; “DHET”** – is the Department of Higher Education and Training.
- 3.6 **“College”** – the College of Cape Town
- 3.7 **“Council”**- is the Council of the College established in terms of the Act.
- 3.8 **“Exco”** – is the Executive Committee of the Council of the College of Cape Town.
- 3.9 **“Management”** – are collectively the College Principal and Vice principals.
- 3.10 **“PFMA”** – is the Public Finance and Management Act.
- 3.11 **“TVET”** – is Technical, Vocational, Education and Training.
- 3.12 **“VCET”** – Vocational and Continuing Education and Training.

4. REPORTING LINES

The Exco will report to the College Council.

5. COMPOSITION

- 5.1 The chairperson of Council, who serves as the chairperson of the Executive Committee of Council;
- 5.2 The vice chairperson of Council, who serves as vice chairperson of the Executive Committee of Council;
- 5.3 The principal; and
- 5.4 The chairs of the committees of Council;
- 5.5 The term of office of the Exco shall coincide with the Council term for elected members; and
- 5.6 Members of the Exco shall be notified in writing of their appointment by the chairperson of the Council, and their terms of reference shall be included in their letters of appointment.

6. SECRETARY OF THE EXECUTIVE COMMITTEE

- 6.1 The principal with the assistance of his/her personal assistant will fulfill the secretariat function of the Executive Committee of Council.
- 6.2 The Secretary of the Exco should be subjected to adequate secretarial training to enable him/her to discharge his/her duties effectively.

7. MEETING PROCEDURES

- 7.1 The Exco shall meet as often as it needs to but should have a minimum of 4 meetings a year and a maximum of 7 meetings. The additional 3 meetings should have the prior approval of the Council.
- 7.2 The Exco shall report on its meetings at the next meeting of the Council.
- 7.3 In the absence of the chairperson and vice chairperson of the Exco, the committee may appoint any external member of the Council as chairperson for the duration of the meeting.
- 7.4 A quorum of 50%+1 of members is necessary for the Exco meeting to be properly constituted and proceed provided that at least two external members of the Council are present.
- 7.5 An Exco member who is absent from three (3) consecutive meetings without an apology shall be deemed to have resigned from the Exco.
- 7.6 Members shall be advised of the meeting date at least 14 days prior to the meeting.
- 7.7 An agenda and meeting pack for the Exco shall be circulated to all members at least seven (7) business days before the meeting. Minutes of the previous meetings shall be included with the Exco pack.
- 7.8 All Exco recommendations shall be presented to the Council for approval.
- 7.9 Members of management may be excused from any meetings where their presence might discourage open discussion amongst the Exco members or unduly influence decisions that are not within the College's prerogative.

8. FUNCTIONS

The Executive Committee of Council has the following specific powers:

- 8.1 To advise Council on matters of policy;
- 8.2 To consider and make recommendations to Council on the reports of all Council committees;
- 8.3 To handle urgent matters that cannot be postponed on behalf of Council, provided that details of matters so handled and the grounds on which they were dealt with on an urgent basis are submitted at the subsequent meeting of Council;
- 8.4 To, in cases where Council authorises a general or specific power to the Executive Committee of Council to handle matters on behalf of Council, exercise such power and report thereon at the subsequent meeting of Council by way of report with a view to giving notice to Council. The secretariat of Council records any decision regarding such delegation of powers and each such delegation is reviewed biennially by Council; and
- 8.5 To address any other matter, as necessary.

9. RESOURCES

The College should avail resources, as necessary, for the Exco to fulfill its mandate without prejudice and within the confines of the College statute.

10. CHANGE OF MANDATE

The Exco may not change the terms of this Terms of Reference nor act *ultra vires* to the mandate it is given, without the prior approval of the College Council.

11. REMUNERATION

Exco members will be remunerated in accordance with approved College policies as approved by Council.

12. ADOPTION OF THE TERMS OF REFERENCE

This Terms of Reference is effective from the date on which it is adopted by the Council.

13. AVAILABILITY OF THE TERMS OF REFERENCE

A copy of this Terms of Reference should be made available on the College website.

14. ANNUAL REVIEW OF TERMS OF REFERENCE

This Terms of Reference will be subject to an annual review by College management to ensure its relevance.

15. DISSOLUTION OF THE EXECUTIVE COMMITTEE

Council has the right to dissolve the Executive Committee at any time deemed fit by Council.