



## CODE OF CONDUCT FOR BUSE MEMBERS OF COUNCIL

TITLE	<b>CODE OF CONDUCT FOR BUSE MEMBERS OF COUNCIL</b>
POLICY NO.	BUSE/07/22
COMPLIED BY	REGISTRAR
APPROVED AND ADOPTED BY	COUNCIL
REVIEWED BY COUNCIL	17 DECEMBER 2024

### 1. PREAMBLE

The University is committed to complying with its values of professionalism, accountability, transparency, diversity and social and environmental responsibility and the ethical intent reflected in the principles of corporate citizenship as enunciated in the Public Entities Corporate Governance Act [Chapter 25:22]. The University strives to live the highest ethical values and shall make every effort to fight corruption and will put in place measures to ensure the realization of these endeavors. The University further strives to be an exemplar of a corruption-free society.

The intention with this Code of Conduct is to demonstrate this commitment and to *inter alia* comply with the Public Entities Corporate Governance Act [Chapter 25:22] and the Bindura University of Science Education Act [Chapter 25:22]. The Public Entities Corporate Governance Act was introduced by the government to ensure good governance at public institutions with specific reference to the declaration of interests by both Council members and staff members.

## 2. THE COUNCIL

2.1 The Council governs the University and must ensure effective institutional governance.

2.2 The Council is constituted and mandated by the Bindura University of Science Act [Chapter 25:22].

2.3 Subject to Senate's academic authority, the Council has responsibility for running the affairs of the University.

2.4 The Council also determines the nature and scope of the University's social responsibilities, protects the institutional autonomy of the University, upholds the academic freedom of its members and deliberates on the nature and role of the University.

## 3. CODE OF CONDUCT

### 3.1 A member of Council

3.1.1 Is a person who reflects specialized knowledge and experience relevant to the core business and/or the governance of the University.

3.1.2 Is appointed by the Minister of Higher Education and Tertiary, Science and Technology Development (thereafter referred as the Ministry), elected by the constituency concerned, or duly appointed by Council (as recommended by the Council Executive Committee of Council) in accordance with the Bindura University of Science Education Act (Chapter 25:22).

3.1.3 Acquaints her/himself with the mission, vision, values and strategic thrusts of the University, as well as the relevant governance structures, charters, mandate of the Council and the Council Committees (and delegation of authority if applicable).

3.1.4 Declares in writing (on the annual declaration form provided by the Registrar) before he/she assumes office, any business, fiduciary roles (including but not limited to memberships, directorships of companies, trusteeships), commercial or financial activities undertaken for financial gain that may raise a conflict or a possible conflict of interest with the University, for uptake in the annual *Council Register of Interests*.

- 3.1.5 Declares in writing (on the annual declaration form provided by the Registrar) any financial interest and fiduciary roles of the members of her/his immediate family, life partner or close friend).
- 3.1.6 Declares in writing (on the annual declaration form provided by the Registrar) any family relationship with a registered student at the University and/or permanent full time or fixed-term contract employee.
- 3.1.7 Must inform the Chairperson of a meeting, before commencement of the meeting, of a conflict or possible conflict of interest of a member of the Council or Council Committee, of which such person may be aware.
- 3.1.8 Shall not place her/himself under any financial or other obligation to any individual or organization that might seek to influence the performance or any function of the Council and:
- i. must not have a conflict of interest with the University;
  - ii. declares in writing (on the agenda-based declaration form provided by the University Secretariat) a direct or indirect financial, personal or other interest in any matter reflected on the agenda of a particular meeting;
  - iii. is obliged to recuse her/himself from the meeting during deliberation and decision-making related to the agenda item.
- 3.1.9 Participates in the deliberations of the Council in the best interest of the University, with due regard to the principles of public accountability.
- 3.1.10 Submits an apology if he/she cannot attend a meeting, to the University Secretariat, preferably at least 72 hours before commencement of the meeting concerned (emergencies excluded).
- 3.1.11 Shall not use the position, or privileges of the position, or information acquired as a result of the position or privileges, to improperly benefit another person(s).

- 3.1.12 Strives to live the highest ethical values and be an exemplar of a corruption-free society.
- 3.1.13 Updates her/his qualifications and skills on the form circulated by the Registrar (at the first meeting of the academic year) for uptake in the annual *Council Register of Qualifications and Skills* and reflected in the BUSE Annual Report.
- 3.1.14 Performs her/his duties and responsibilities in good faith, with due regard to at least the following:
- i) Duty of care and skill;
  - ii) Fiduciary duty;
  - iii) Duty to act within powers of authority.

#### **4. STATEMENTS BY COUNCIL MEMBERS AND SOCIAL MEDIA**

- 4.1 This section of the Code is intended to assist Council members in making informed and appropriate decisions regarding the use of social media platforms such as blogs, wikis, social networking websites, podcasts, forms, message boards or comments on web articles such as Twitter, Facebook, Facebook Messenger, WhatsApp, YouTube, Instagram and LinkedIn, and includes multi-media and business-oriented social networking websites and all other internet usages. The absence of explicit reference to specific social media does not limit the extent of the application of this Code.
- 4.2 Council acknowledges that social media is a powerful communication tool that has a significant impact on institutional and professional reputations. Given that it may blur the line between personal and institutional voice, Council deems it necessary and appropriate to provide a guideline on how best to enhance and protect institutional and personal reputation when participating on social media platforms.
- 4.3 Council trusts and reasonably expects Council members to exercise personal responsibility whenever they use social media platforms, which includes not violating the provisions of this Code or the trust of those with whom they are engaging.
- 4.4 Council members are responsible for ensuring that their online activities do not interfere with the reputation of BUSE or their ability to fulfill their obligations to Council.

- 4.5 Since reputations are built on trust, Council members are urged to disclose their identity and affiliation to Council whenever discussing Council or BUSE related topics via social media channels, whilst safeguarding their rights of freedom of expression.
- 4.6 Council members should be aware of their relationship to Council in all social media statements, communications and disclosures.
- 4.7 In the interest of transparency and honesty, Council members are encouraged to use their real names in social media communications, and in cases where they have disclosed their relationship to Council and BUSE, the use of pseudonyms and aliases is discouraged.
- 4.8 If a Council member comments on, or shares an opinion regarding Council BUSE matters on social media platforms, this shall be accompanied by a disclaimer acknowledging their relationship to Council and stating that they speak, opine or comment in their personal capacity; and are not authorized to speak on behalf of Council and do not do so; and that their personal opinion does not necessarily reflect the opinion of the Council.
- 4.9 Council members should respect every individual's right to express their opinions, whether those opinions are complimentary or critical of Council and BUSE.
- 4.10 Council members are encouraged to represent the core values of Council whenever they make social media disclosures about Council and BUSE related topics.
- 4.11 Council members should strive to add value to online conversations by advancing the dialogue in a constructive, meaningful way.
- 4.12 Hate speech, harassment, threats, intimidation, ethnic slurs, personal insults, obscenity, sexist, racial or religious intolerance and any other form of behavior that is prohibited in the BUSE workplace is also prohibited on social media platforms.
- 4.13 Council members who choose to make social media comments and disclosures about topics relevant to Council are reminded that their comments and disclosures are neither private nor temporary. Social media disclosures live online indefinitely, and members should be

aware that they are visible to a broad audience and are susceptible to being read out of context.

## 5. GOVERNANCE AT MEETINGS

- 5.1 The Chairperson concerned, in consultation with the Registrar, ensures that meetings of Council and Council Committees are constituted (with due regard to the quorum requirements) in accordance with the legal and governance framework and the BUSE Act concerned.
- 5.2 The Chairperson concerned, in consultation with the Registrar, ensures compliance with governance requirements and that the meeting is quorate.
- 5.3 The Chairperson of Council and the Chairpersons of Council Committees ensure compliance with the governance requirements related to meetings (refer to the charter).
- 5.4 A Council Committee with *delegated functions* shall not take a decision on a matter considered by it if any member of this committee has declared a conflict of interest unless that member is recused and the Committee concerned remains quorate. If the Committee is inquorate, the matter is referred to the next Executive Committee of Council, or to the next Council meeting, for consideration.
- 5.5 When applicable, and in accordance with the principles of good governance and corporate citizenship, the Chairperson or Registrar shall require members to sign a statement of confidentiality.
- 5.6 A report on decisions taken via electronic round-robin electronic circulation, shall be presented at the next meeting of the Council or Council Committee concerned for ratification.
- 5.7 The Registrar reflects the attendance report (accumulated) in the agenda of each Council and Council Committee meeting.

5.8 The Chairperson of Council is responsible for addressing poor performance of Council as a collective and of individual members of Council when applicable.

5.9 An annual performance review of Council and each Council Committee is conducted in accordance with the BUSE Performance Review System and instruments for all governance structures.

5.10 The performance review results served at the first meetings of each Council Committee and at Council for deliberation and action taken when applicable, and are reflected in the BUSE Compliance Report accordingly.

## **6. PERFORMANCE REVIEW FOR INDIVIDUAL MEMBERS OF COUNCIL**

6.1 Individual performance reviews of members of Council are conducted as follows:

- i) A self-evaluation performed by the individual member of Council at the last Council meeting of the year;
- ii) The results of the self-evaluations are considered by the members of Council Executive Committee (EXCO) at its next meeting in accordance with the principles of performance management consistency justification;
- iii) In the case of members of EXCO, the self-evaluation results are considered by the Chairperson of Council and the individual EXCO member concerned;
- iv) In the case of the Chairperson of Council, the self-evaluation results are considered at a consistency meeting with the Vice-Chairperson of Council and two other external members of the EXCO.

6.2 Consideration of a second or further term of office of a member of Council is in accordance with the criteria determined and approved by the parent Ministry.

6.3 Termination of membership is managed in accordance with Section 14 of the Bindura University of Science Education Act (Chapter 25:22).

## **7. CONTRAVENTION OF THE CODE**

Where a contravention of the Code has been established by due process (to be determined by Council upon receipt of a written complaint), Council may issue a sanction in the form of a written, a suspension from attending Council or Committee meetings, or make a

recommendation to the relevant institution governance structure and that the Council member concerned be disqualified as a member of Council or a member of a Committee of Council.



**Bindura University of Science Education**

**COUNCIL MEMBERS**

**DECLARATION OF GENERAL INTEREST(S) AND POSITION(S) OF TRUST**

I, \_\_\_\_\_

Identity Number \_\_\_\_\_

And/or

Employee Number \_\_\_\_\_

Hereby affirm that:

I do not personally, nor does any immediate family member<sup>1</sup>, have any interest in any activity of the University.

I and/or my immediate family member/s have interest in activity/activities of the University, as indicated below:

**1. Personal Interest**

Name of Company/Enterprise/Institution	Registration Number (if applicable)	Date of Appointment/Commitment	Capacity/Nature of interest/commitment	Personal/Family Member



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<sup>1</sup> “Immediate family member” is defined as a spouse, parents, parents-in-law, siblings, in-laws, any natural, adopted or stepchildren and “spouse” includes any male or female person with whom the member of council is cohabitating as habitual partners.

<sup>2</sup> Includes any interest that may or could have a direct or indirect commercial or personal influence in respect of a member’s responsibilities as a member of council.

**2. Position of Trust**

Name of Company/Enterprise/Institution	Name of Position of Trust

**3. Other Interests**

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**4. Declaration**

I, the undersigned Member of Council, hereby undertake to:

- a) Participate in the deliberations of Council in the interest of the University.
- b) Not place myself under any financial or other obligation to any individual or organization that might seek to influence the performance of any function of Council.
- c) Not use in any way any information which I may have access to, to unfairly advance my own interests or that of other organizations, persons of my family.
- d) Not allow my involvement in the declared interests, to in any way whatsoever, directly or indirectly, prejudice the activities of the university.
- e) Comply with the University’s Code of Conduct related to members of Council.

**APPROVED:**

**17 DECEMBER 2024**