



## Raffles University Constitution

Approved by Senate on 02Oct06 – ver2.0

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**KvB Institute of Technology**  
A MEMBER OF THE ASSOCIATION OF UNIVERSITIES  
OF ASIA AND THE PACIFIC

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# The University Constitution

## PART I

### PRELIMINARY

#### Citation

1. This Constitution may be cited as the Constitution of Raffles University.

#### Interpretation

2. In this Constitution, unless the context otherwise requires:

“Academic Advisory Council” means the Academic Advisory Council of Raffles University;

“Board of Directors” means the Board of Directors of Raffles Education Corporation Limited.

“Board of Governors” or “Board” means the Raffles University Board of Governors;

“Chancellor” means the Chancellor of Raffles University;

“Convocation” means a ceremony held in accordance with Section 60;

“Faculty” means academic staff of the University or those commissioned to deliver its courses;

“officer” means any officer appointed under Part II and includes the Chancellor, Pro-Chancellors and the President.

“President” means the President of Raffles University;

“Vice President” means the Vice President of Raffles University;

“Pro-Chancellor” means the Pro-Chancellor of Raffles University;

“regulation” means any regulation made by any authority or officer or other body of Raffles University in accordance with the provisions of this Constitution or of any statute;

“School” means a department, school or other body established under Part III;

“Senate” means the Senate of Raffles University;

“statute” means statute of Raffles University;

“University” means Raffles University;

“University Crest” means the coat of arms or crest which may be used by the University;

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Words importing the masculine gender only shall include the feminine gender.

Words importing the singular number only shall include the plural number; and vice versa.

Words importing persons shall include corporations.

Expressions referring to writing shall, unless the contrary intention appears, be construed as including references to printing, lithography, photography and other modes of representing or reproducing words in the visible form.

## PART II

### OFFICERS OF THE UNIVERSITY

#### Chancellor

3. There shall be a Chancellor of the University appointed by the Board of Governors. This appointment will be for a minimum period of three years.
4. The Chancellor shall be the Head of the University and shall preside when present at Convocations of the University and such other occasions as may from time to time be agreed.
5. The Chancellor shall have the authority to confer degrees and to grant diplomas and certificates at any Convocation and such other powers and perform such other duties as may be conferred or imposed upon him by this Constitution or any statute or regulation.

#### Pro-Chancellors

6. The Chancellor may appoint such persons to be Pro-Chancellors as he may consider proper.
7. If for any reason the Chancellor is unable to exercise any of his functions under this Constitution or any statute or regulation, he may authorize any of the Pro-Chancellors to exercise those functions on his behalf.
8. Every Pro-Chancellor shall hold office at the pleasure of the Chancellor.

#### Chairman of the Board

9. There shall be a Chairman of the Board appointed by the Board from its members. The Chairman shall preside at meetings of the Board. Should the Chairman be unable to be present he will nominate another member of the Board to chair the meeting.

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## **President and Vice Presidents**

10. There shall be a President who shall be appointed by the Board of Governors after consultation with the Senate and the Academic Advisory Council.
11. There shall be Vice President/s appointed by the President
12. The terms of office and other conditions of service of the President shall be determined by the Board of Governors and shall be embodied in a contract under the seal of the University.
13. The President shall:
  - a. Be the principal executive and academic officer of the University;
  - b. Be responsible to the Board of Governors for the conduct, coordination and quality of the University's programmes and for their future development;
  - c. Have the authority to perform all acts that are necessary to make effective the policies, procedures and actions of the Board of Governors;
  - d. Shall be the ex-officio chairman of the Senate;
  - e. Shall hold the academic rank of Professor;
  - f. Shall be a member of every School and may at his discretion, call a meeting of any School.
  - g. Shall be responsible for developing strategic plans, annual budgets, tabling reports concerning financial and marketing performance and presenting proposals for new programmes and initiatives for approval by the Board of Governors.
14. If for any substantial period, the President is unable, by reason of illness, leave of absence or any other cause, to exercise any of the functions of his office, the Vice President nominated by the President (or the Board of Governors if the President is unable to so nominate) shall exercise the functions of the President.

## **Officers**

15. The University may by statute, appoint any person as an officer of the University.
16. Officers appointed shall have powers and duties as may be prescribed by statute.

## PART III

### THE BOARD OF GOVERNORS, SENATE, SCHOOLS AND DEPARTMENTS

#### The Board of Governors

17. The governing body of Raffles University is the Board of Governors, the membership of which represents a spectrum of expertise in the fields of education, design, business and public service.
18. The Board of Governors shall consist of up to twelve persons comprising:
  - a. At least two members appointed by the Board of Directors;
  - b. At least four members who are independent and who are neither enrolled as a student or employed by the University or employed by Raffles Education Corporation Limited or are directors of Raffles Education Corporation Limited.
  - c. The Chancellor
  - d. The President
19. Appointments to the Board of Governors shall be made on the recommendation of the Chairman and with the agreement of the Board of Governors and will be for a term of up to three (3) years and renewable thereafter.
20. No person who is an officer, Faculty member, or full-time employee of the University shall be eligible for election as Chairman or Deputy Chairman of the Board.
21. The President shall attend the Board of Governors meeting as a member.
22. If any appointed member of the Board of Governors:
  - a. Dies;
  - b. Resigns his office in writing;
  - c. Becomes a mentally disordered person within the meaning of the Mental Disorders and Treatment Act (Cap. 178);
  - d. Is adjudged a bankrupt;
  - e. Has been convicted of an offence punishable by imprisonment for a term of not less than 2 years; or
  - f. Fails to attend 3 consecutive meetings of the Board of Governors without leave of the Board;

His seat shall become vacant and shall be filled by the appointment of a member in his place. The new appointee shall hold office for the residue of his predecessor's term of office.

23. The University may appoint a Board member to act by himself or for his firm in any professional capacity (except as auditor) and he or his firm shall be entitled to remuneration for professional services as if he were not a Board member.

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24. Board members may be paid such remuneration as may from time to time be determined by Raffles Education Corporation in a General Meeting. Board members shall also be reimbursed for all travelling and other expenses properly incurred by them in attending and returning from meetings of the Board of Governors or any of its committees or otherwise in connection with the affairs of the University.
25. The University shall indemnify members of the Board for their actions executed in good faith through the maintenance of adequate levels of insurance cover. These will provide safeguards, exemptions and protections for members of the Board for matters or actions or omissions executed in good faith (equivalent to those that would be available were the member a director under the *Companies Act*).

### **Powers of the Board of Governors**

26. The main responsibility of the Board of Governors is to establish the strategic direction, to ensure its financial stability and to establish, review and implement policies to govern and bring to fruition the vision of the University.
27. The Board of Governors may by resolution:
  - a. Establish any committees as it thinks fit to assist and advise the Board in the execution of its functions and the exercise of its powers, including regulating and control over the finances of the University;
  - b. Accept grants, gifts, property and moneys in aid of the finances of the University on such conditions as it may determine on behalf of the University.
28. The Board of Governors maintains responsibility for the strategic direction of the University. The Board operates independently from the ownership of the organisation in order to ensure academic and financial integrity. The Board of Governors is advised by the Academic Advisory Council and the Senate.
29. The Board of Governors delegates the management of academic quality control and assurance to the Senate. The minutes of the Senate and its committees are submitted to the following Board of Governors meeting. The Chair of the Senate is responsible for tabling reports concerning academic quality and performance.
30. The Board of Governors delegates the management of the University to the President who is advised by the Senate.

### **Meetings of the Board of Governors**

31. The Board of Governors shall meet at such time and place as it may determine. At any meeting of the Board, six members of the Board shall form a quorum.
32. Every question before the Board of Governors shall be decided by the majority of the votes of the members present at the meeting entitled to vote on that question.

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33. The person chairing any meeting of the Board shall have a deliberative vote, and in the case of an equality of votes, shall have a casting vote.
34. The Board of Governors shall cause minutes to be made:
  - a. Of all appointments of officers;
  - b. Of the names of members of the Board of Governors present at all meetings of the Board;
  - c. Of all proceedings at all meetings of the Board.
35. Minutes of meeting are to be signed by the Chairman of the meeting at which the proceedings were held or by the Chairman of the next succeeding meeting.
36. A Board member may contract with and be interested in any contract or proposed contract with the University and shall not be liable to account for any profit made by reason of such a contract, provided that the nature of the interest of the Board member in any such contract is declared at a meeting of the Board. No member shall vote as a member of the Board of Governors in respect of any contract or arrangement in which he is interested in, although he shall still be counted in the quorum present.
37. All members of the Board of Governors are expected to always act in the best interests of the University. If a Board member is alleged to be not acting in the best interests of the University, an extraordinary meeting may be convened and the alleged offense debated with substantiating evidence provided unless there is need for civil or criminal action. An extraordinary meeting has the power of removing a member of the Board of Governors from office.
38. An extraordinary meeting may also be convened at any time by the Chair of Board of Governors, the Deputy Chairman, the President or by the number of ordinary members which constitutes a quorum to decide on other matters.

### **Responsibilities of the Board of Governors**

39. The responsibilities of the Board of Governors shall include, but are not limited to:
  - a. Ensuring that the processes of the Board of Governors are carried out in accordance with this constitution;
  - b. Establishing and monitoring the strategic direction of the University;
  - c. Ensuring the health, safety and well-being of all employees and students of the University;
  - d. Approving the rolling strategic plan, annual budget and business plan of the University to ensure financial stability;
  - e. Reviewing the quarterly financial reports, marketing reports and statistics on enrolment and course completions;
  - f. Approving the appointment of the external auditor;
  - g. Appointment of an Executive Committee of the Board of Governors that would exercise the authority of the Board in the interval between Board meetings and such other powers delegated to them by the board;
  - h. Appointment of an Audit committee and a Remuneration committee that consists of at least three members (excluding the chair) of the Board of Governors;

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- i. Considering the reports from the Academic Advisory Council and the Senate.
- j. Establishing policy and procedural principles consistent with legal requirements and community expectations;
- k. Approving and monitoring systems of control, accountability and auditing;
- l. Overseeing and reviewing the management of the University and its performance as a higher education provider;
- m. Overseeing and monitoring the management of risk at the University;
- n. Overseeing and monitoring academic activities of the University;
- o. Approving the Annual Report of the University before public release;
- p. Establishing adequate procedures for continuous improvement through monitoring of academic standards, educational outcomes and compliance with local regulations and conditions where the University operates.

## The Senate

40. There shall be a Senate of the University which shall consist of:
- a. The President who shall be the chairman;
  - b. Appointed members of the University Faculty; and
  - c. Such other persons as may be prescribed by statute.
41. The Senate shall be the academic body of the University and, subject to the provisions of this Constitution, the statutes and regulations, shall have the control and general direction of instruction, research and examination, and the power to award degree, diplomas and certificates. The Senate shall provide opportunity for its members to discuss and express views upon any matter it considers being of interest to the Faculty and to make recommendations and pass resolutions with respect thereto. It shall have the power to submit recommendations to the President and the Board of Governors.
42. The Senate may from time to time, appoint standing or special committees and delegate any of its powers and duties to any such committee or person.
43. The Senate shall meet at least twice per year. Given the geographically dispersed nature of the University, it is envisaged that the business of Senate will be discharged through a mixture of traditional formal meetings in one location, and discussion electronically and by correspondence.

## Schools and Departments

44. The University shall be divided into such number and names of Schools, Departments and units as the Board of Governors, upon recommendation of the President, may determine from time to time.
45. The President shall, after consultation with the Faculty of the relevant School or Department, appoint Deans of Schools and Chairs of Departments within Schools.
46. The President shall, as he deems fits, appoint Directors and other officers of non-academic Departments.

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47. Faculty appointments and promotions shall be made, upon the recommendation of the Vice-President with responsibility for the respective School, supported by the President.
48. The President may, upon the recommendation of a Vice-President, suspend or remove, for just cause, any officer or faculty of a School according to the policies and procedures of the University. For the purposes of this provision, just cause shall include, but is not limited to:
- a. Failure or refusal without adequate justification to perform fundamental academic obligations;
  - b. Flagrant disregard of policies, procedures, statutes or regulations of the University or School to which he belongs;
  - c. Customs of scholarly communities as to render the member unfit to continue as a member of the Faculty;
  - d. Inability to perform duties.
  - e. Allegations or conviction for criminal offences punishable by imprisonment for a term of not less than 2 years.
49. It is the policy of the University to maintain and encourage freedom of inquiry, discourse, teaching, research and publication. However, the University expects its Faculty to exercise their freedom responsibly, within the bounds of ethics and law and bearing in mind the good name of the University.

## PART IV

### STATUTES AND REGULATIONS

#### General

50. When any statute or regulation is made, amended or revoked, every statute or regulation shall within one month after it is made be published.
51. Statutes or regulations of the University are in force on the date of publication and shall be reviewed and published at least once annually.
52. In the event of inconsistencies between this Constitution and any statutes, this Constitution shall prevail.
53. In the event of any inconsistencies between any statutes and any regulations, the statute shall prevail.

#### Statutes of the University

54. Subject to the provisions of this Constitution, the Board of Governors may from time to time, make such statute of the university as may be necessary or expedient for the administration and execution of the functions of the University.

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55. Statutes may be established to prescribe, provide for or make amendment to the following matters including, but not limited to:
- a. The powers and duties of officers of the University;
  - b. The manner of appointment, dismissal and conditions of service of officers and faculty of the University;
  - c. The fees to be charged for courses of study, examinations, use of library and other facilities and any other fees to be levied;
  - d. The establishment and regulation of provident fund schemes for the benefit of employees;
  - e. Any matters which by this Constitution are required.

### **Regulations of the University**

56. The Board of Governors and the Senate may each make regulations for or with respect to its own procedures.
57. The Senate may create regulations for or with respect to:
- a. The procedures of the School or any other committee subject to the jurisdiction of the Senate.
  - b. Prescribing courses of study or syllabuses for examinations.

## **PART V**

### **FINANCIAL PROVISIONS**

#### **Financial Year**

58. The financial year of the University shall begin on 1 July each year and end on 30 June the succeeding year.

#### **Acceptance and Accountability for Gifts**

59. Records shall be kept of all grants, gifts, property and monies donated to the University including the names of donors and any special conditions on which any donations may have been given.
60. All property, moneys or funds donated for any specific purpose shall be applied in accordance with the purpose for which they may have been donated and shall be separately accounted for.

**PART VI**  
**GENERAL**

**Convocations**

61. Convocations for the conferment of degrees or presentation of graduates may be held annually, or as often as the Chancellor may direct, on such a date as may be approved by the Chancellor.
62. In the absence of the Chancellor, or of a Pro-Chancellor authorised by the Chancellor, the President or his nominee shall preside at a Convocation.

**Students' Union**

63. There shall be a students' association to be named the Raffles University Students' Union which shall be constituted by statute. The constitution, membership, functions and other matters relating to the Raffles University Students' Union and its constituent bodies shall be prescribed by statute.
64. The Board of Governors may impose and collect fees from the students or any class of students such fees as it may determine for the benefit of the Raffles University Students' Union and its constituent bodies; and the fees may be applied as the Board of Governors sees fit.

