

# ASSOCIATION OF AFRICAN UNIVERSITIES

Meeting of the Executive Committee of the Governing Board

*18-19 April, 2017*

*MJ Grant Hotel, East Legon, Accra-Ghana*

## BYELAWS

### Byelaw 1

#### REQUIREMENTS FOR MEMBERSHIP

1. To be eligible for membership under clause 1 of article V of the Constitution of the Association of African Universities, a university or institution of higher education:
  - a) shall have university status, and at least award a Bachelor's Degree or its equivalent,
  - b) shall have produced at least one batch of graduates at the level of a Bachelor's Degree or its equivalent, and
  - c) shall satisfy the Governing Board that it has a complement of staff, students and facilities, including a working library, adequate for the conduct of university- level work.
2. (a) A university or institution of higher education that desires to be admitted to membership of the Association shall submit an application to the Governing Board at least one month before the next General Conference is convened,
  - (b) The application shall state that the applicant intends to adhere to the aims and objectives of the Association of African Universities [AAU] and that the applicant meets the requirements in this Byelaw,
  - (c) The Governing Board may admit a new member by a simple majority vote, subject to ratification at the next General Conference, by a simple majority of members present and voting.
3. The following specific information concerning the applicant university or institution of higher education shall accompany the application for membership:
  - a) the name and location;
  - b) the general background information;
  - c) the officers of administration;
  - d) the Governing Body, its constitution and functions;
  - e) the requirements for admission;
  - f) the names of colleges, faculties, institutes, departments, schools and affiliated schools;
  - g) the requirement for degrees and diplomas;
  - h) degrees and diplomas awarded;
  - i) the numbers of academic staff and their distribution;
  - j) the library or libraries and their holdings;

- k) the student enrolment, numbers and nationalities;
- l) the fees and other charges;
- m) the principal sources of financing;
- n) the student service facilities;
- o) the co-operation with other universities; and
- p) the special features or characteristics, if any.

4. An institution whose application is approved by the Governing Board, is duly recognised as a member upon the payment of the first annual Membership Subscription fee.
5. A new applicant will be issued with a Certificate of Membership under the seal of the AAU effective from the date of receipt for the year of first annual subscription.

## **Byelaw 2**

### **EXCEPTIONAL ADMISSIONS TO MEMBERSHIP**

- (1) Associate Members have the same rights, privileges and duties of members, except that an Associate Member may not vote or be a member of the Governing Board.
- (2) If and when an Associate Member fulfils the requirements for regular membership, it may be admitted to Full Membership by the Governing Board, subject to ratification by the next General Conference, by a simple majority of members present and voting, if the Association has received advice in writing of the attainment of the status from the Associate Member, through the Secretariat.
- (3) A subsidiary of a parent university which is already a member of AAU has to satisfy the basic admission criteria before becoming a member.

## **Byelaw 3**

### **DECENTRALISATION**

1. The countries in the regions in Africa referred to in Article III of the Constitution are set out in the Annex to these Byelaws.
2. The Governing Board shall work with regional organisations of members to promote the best interest of the Association.
3. The Governing Board shall encourage the formation of regional organisations of members but the form, functions and other matters concerned with these regional bodies shall be determined by the members of the regional bodies and the Association shall not incur any financial obligations for the regional body except as specifically agreed.

#### **Byelaw 4**

#### **RESIGNATION**

1. A member of the Association may resign at any time by giving written notice to the Governing Board.
2. The resignation shall take effect from the date of receipt of the notice or at the later date specified in the notice.
3. Unless otherwise specified, the acceptance of resignation shall not be necessary to make it effective.

#### **Byelaw 5**

#### **VOTE FOR SUSPENSION AND EXPULSION OF MEMBERS**

1. Suspension of the rights of members of the Association under clause 4 of article VI of the Constitution shall be by the Governing Board by a simple majority of members present and voting subject to ratification by the General Conference.
2. Failure on the part of a member to fulfil its obligations in respect of subscription payments shall not impose on the Governing Board a compulsory duty to suspend the member nor shall the failure result in automatic loss or suspension of the membership of the defaulting member in the Association.
3. The Governing Board may by a two-thirds majority vote of members of the Board present and voting expel a member from the Association under clause 4 of article VI of the Constitution for persistent failure to fulfil its obligations, particularly with respect to the payment of subscriptions and the expulsion shall be subject to ratification by the General Conference.

#### **Byelaw 6**

#### **ANNUAL CONTRIBUTIONS**

- (1) The scale of annual contribution and subscription to the budget of the Association by a member shall be formulated in such a way that no member or Associate Member shall make a fixed annual contribution of less than two thousand US dollars (US\$2,000).
- (2) The scale of contribution and subscription shall be based on the number of fulltime or full-time equivalent degree candidates duly registered in the institution. Except that Associate members admitted under *Article V(5) of the Constitution* shall be assessed at the rate fixed for Associate members.

(3) The following rates of annual subscription shall be levied and may be changed by the Governing Board:

- a) Universities or institutions of higher education with over 2,000 students US\$3,000
- b) Universities or institutions of higher education with less than 2,000 students US\$2,500
- c) Associate members US\$2,000

#### **Byelaw 7**

#### **NOMINATION OF PRESIDENT, VICE-PRESIDENTS AND GOVERNING BOARD MEMBERS**

1. Six months before a General Conference, the Secretary-General shall call for nominations from members of the Association for the positions of President, Vice-Presidents and members of the Governing Board.
2. Each nomination for the position of President or Vice-President shall be seconded by at least five members of the Association, and that of a member of the Governing Board by at least two members.

#### **Byelaw 8**

#### **ELECTION OF PRESIDENT, VICE-PRESIDENTS AND GOVERNING BOARD MEMBERS**

- (1) An Elections Committee of five (5) members, other than Associate members and observers, shall be constituted by the Governing Board on a recommendation from the President before the start of the General Conference.
- (2) The Elections Committee shall vet the nominations and, in consultation with the regional caucuses, propose candidates for the election of the President, the VicePresidents and the members of the Governing Board.
- (3) In proposing candidates for the election, the Elections Committee shall take into account regional representation, gender balance and continuity in the membership of the Governing Board.
- (4) In all cases for the election, voting, when necessary, shall be by secret ballot.
- (5) Once a person has been elected onto the Governing Board, that person continues to be a member of the Board even if the person ceases to be the head of the institution of membership, so long as the person remains a member of that institution.

#### **Byelaw 9**

#### **VACANCIES ON GOVERNING BOARD**

Where a member of the Governing Board dies, resigns or where a vacancy occurs for any other reason, the Governing Board shall replace that member with an alternate member from the region of the member at its next ordinary or extra-ordinary session.

## **Byelaw 10**

### **DUTIES OF COMMITTEES**

- (1) In constituting Committees or Working Groups under clause 4 (c) of article XII of the Constitution, the Governing Board shall specify the terms of reference of each Committee or Working Group.
- (2) The Committees or Working Groups constituted by the Governing Board shall submit a full and complete account of their activities at each ordinary session of the Governing Board and more often if requested to do so by the President.

## **Byelaw 11**

### **DUTIES OF THE SECRETARY-GENERAL**

- (1) The Secretary-General shall direct and oversee the general administrative operations of the Secretariat as set out in Article XIII of the Constitution and is directly responsible to the Governing Board.
- (2) The Secretary-General shall have custody of the Official Seal of the Association which shall be affixed to all official agreements and other documents executed on behalf of the Association.

## **Byelaw 12**

### **GOVERNING BOARD MEETINGS**

- (1) Ordinary sessions of the Governing Board shall generally be held at the end of May or beginning of June each year.
- (2) In exceptional circumstances, where a quorum of two-thirds of the members cannot be physically present, a member willing to join Board meetings through other forms such as ICT-mediated technologies, shall be considered and counted as a participant.
- (3) The President shall communicate the particulars of an extraordinary meeting and shall at the same time enquire if a member has any objections to the meeting, even if the President cannot attend personally.
- (4) If two-thirds of the members indicate their assent within the stipulated time, the President shall assume consent and proceed with the meeting.
- (5) The invitation issued by the President inviting members to an extraordinary session of the Governing Board, shall state the date, the place and the purpose of the meeting.

### **Byelaw 13**

#### **PRESIDENT**

The President shall preside at meetings of the Governing Board and the General Conference when present and, in general, shall perform the duties incidental to the Office of the President as well as other duties that may be assigned to the President by the Governing Board or the General Conference.

### **Byelaw 14**

#### **VICE-PRESIDENT**

In the absence of the President or in the event that the President is unable or refuses to act, the First Vice-President, and in the latter's absence one of the other VicePresidents, shall perform the duties of the President and shall have the same powers and be subject to the same restrictions.

### **Byelaw 15**

#### **SECRETARY-GENERAL**

- (1) The Secretary-General of the Association shall be the Secretary of the Governing Board and the Chief Executive Officer of the Association.
- (2) The Secretary-General shall:
  - (a) keep and preserve the minutes of meetings of the Governing Board;
  - (b) ensure that notices are given in accordance with this byelaw and the Constitution of the Association;
  - (c) be the custodian of the records of the Association;
  - (d) keep a record of the post office address of each member; and
  - (e) in general, perform the duties incidental to the office of the Secretary-General as well as the duties assigned to the Secretary-General by the Governing Board.

### **Byelaw 16**

#### **STATUS**

- (1) The Association of African Universities shall not conduct its affairs or be operated for profit, and no part of the net earnings of the Association shall inure to the benefit of a founder, director, officer or other individual connected with the organisation, but this shall not prevent the payment of reasonable compensation for services rendered to or for the Association to effect any of its purposes.
- (2) The Association shall not participate in or intervene in any political campaign including the publishing or distribution of statements on behalf of or in opposition to a candidate for public

office, and the Association shall not directly carry on propaganda or otherwise attempt to influence legislation.

**Byelaw 17**

**AMENDMENTS**

- (1) Amendments to these Byelaws, which are complementary to the Constitution of the Association but do not alter it, may be adopted by a two-thirds majority vote of the Governing Board at any ordinary or extraordinary session and shall come into force immediately.
- (2) The amendments shall be submitted to the next General Conference for ratification in accordance with Article XV(2a) of the Constitution
- (3) These Byelaws may also be amended by two-thirds majority vote of the Members of the Association present and voting at a meeting of the General Conference, if the total number of votes cast in favour of the amendment is equal to at least a simple majority of the entire membership of the Association.

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**BYELAWS OF THE  
ASSOCIATION OF AFRICAN UNIVERSITIES**

**AFRICAN COUNTRIES BY REGION**

<b>CENTRAL</b>	<b>SOUTHERN</b>
Angola	Botswana
Burundi	Comoros
Cameroon	Lesotho
Central African Republic	Madagascar
Chad	Malawi
Congo Brazzaville	Mauritius
Democratic Republic of Congo	Mozambique
Equatorial Guinea	Namibia
Gabon	Reunion Island
Rwanda	Saint Helena Island
	South Africa
	Swaziland
	Zambia
	Zimbabwe
<b>EASTERN</b>	<b>WESTERN</b>
Djibouti	Benin
Eritrea	Burkina Faso
Ethiopia	Cape Verde
Kenya	Côte d'Ivoire
Seychelles Islands	The Gambia
Sudan	Ghana
South Sudan	Guinea
Tanzania	Guinea Bissau
Uganda	Liberia
Somalia	Mali
	Niger
	Nigeria
<b>NORTHERN</b>	Sao Tome and Principe Islands
Algeria	Senegal
Egypt	Sierra Leone
Libya	Togo
Mauritania	Western Sahara
Morocco	
Tunisia	