

Date: 20 November 2015

TERMS OF REFERENCE

HUMAN CAPITAL AND EMPLOYMENT EQUITY COMMITTEE

1 Purpose of the Human Capital and Employment Equity Committee (HCEE)

The Human Capital and Employment Equity Committee are responsible for the governance of all aspects related to human capital at the NWU, and includes governance oversight of the issue of employment equity.

2 Responsibilities of the HCEE

- 2.1 The Human Capital and Employment Equity Committee will ensure that adequate Human Capital policies and strategies are in place;
- 2.2 The mandate of the Committee will include all relevant aspects of human capital and employment equity;
- 2.3 The Committee will monitor the implementation of policies in accordance with criteria and measures as approved by Council;
- 2.4 The Committee will receive and evaluate reports from management on specified issues, including compliance with statutory requirements; and
- 2.5 The chairperson of the Human Capital and Employment Equity Committee will assist the Executive Committee of Council with the remuneration and evaluation of the Vice-Chancellor.

3 Authority

The Human Capital and Employment Equity is a Council committee as paragraph 6(4) of the NWU Statute.

4 Membership

4.1 Composition

One external Member of Council who acts as Chairperson.

Two other external members of Council

Two internal members of Council

Vice-Chancellor

Institutional Registrar who is the Ex officio secretary.

Executive Director: Human Capital Development who is in attendance to elucidate on Human Capital matters.

Secretariat who is a member in attendance.

4.2 Appointment and administration of members

- 4.2.1 Term of office – HCEE members are nominated for a period that coincides with their membership on the NWU Council.
- 4.2.2 Council nominates Council members (3 external and 2 internal) to serve on the HCEE, upon recommendation of the Council EXCO.
- 4.2.3 Members are appointed after nomination by official letter from the office of the Institutional Registrar, after the nomination has been confirmed at an ordinary meeting of Council.

4.2.4 Upon appointment, members will be contacted by the Secretariat for the general administrative purposes. Members will also receive a meeting schedule, and other relevant documentation.

4.3 Appointment of Chairperson and deputy Chairperson

A Chairperson is appointed by Council. The committee does not have a standing deputy chairperson. Should the Chairperson not be able to chair a meeting, he will request one of the external Council members on the committee to chair.

4.4 Observers, visitors and members in attendance

4.4.1 Only members of HCEE may attend HCEE meetings, provided that the Vice-Chancellor or Chairperson of HCEE may invite persons to attend a meeting or meetings of the HCEE as observers.

4.4.2 No substitutes for HCEE members are allowed.

4.4.3 The Committee will retain its balance by having three external and two internal members;

4.4.4 Members of Council could in liaison with the chairperson of the Committee deliver inputs in a participatory manner;

4.4.5 The membership of the Committee will be kept as small as possible;

4.4.6 A maximum of two external experts could be co-opted as non-voting members to the Committee.

4.4.7 The expert advice of a Human Capital Consultant could be sought on an ad-hoc basis.

4.5 Voting rights of members

All members have voting rights. Observers, visitors and members in attendance do not have voting rights.

4.6 Expiry and termination of membership

Membership of the HCEE expires with membership on Council.

Any member may elect to terminate his membership of the HCEE at any stage during his term as Council member by providing the Chairperson of the HCEE and the secretary of the HCEE with a written notification of termination of membership. Terminating membership of the HCEE does not automatically terminate membership of Council.

Upon expiry or termination of membership, the process as described in 4.2.2 above follows.

4.7 Secretariat

Secretariat services are provided by Corporate and Information Governance Services.

5 Meeting arrangements

The following meeting arrangements apply:

Frequency	The HCEE meets at least once every semester at a place and time determined by the HCEE.
Extraordinary meetings	The Chairperson may at any time convene an extraordinary meeting of the HCEE stating the purpose of the meeting. No matters other than those stated in the notice of an extraordinary meeting are dealt with at such a meeting, unless all the members present consent thereto.
Quorum	The quorum of the meeting will be half (50%) plus one of all the members, excluding vacant positions. If, for any meeting, there is no quorum, the meeting is adjourned to a date not more than 7 days later, at which meeting the members present constitute a quorum.
Notice of the meeting	At least 14 days before the meeting date, the Secretariat electronically notifies of the time and place where the meeting is to be held. The minutes of the previous meeting will be enclosed and members are requested to provide the Secretariat with any inputs on the minutes at least 48

	hours prior to the meeting. Should no response be received by this time it will be assumed that the member agrees with the record.
Agenda	At least 7 days prior to the meeting, the Secretariat provides the complete agenda pack electronically to all members. A hard copy agenda is also couriered/delivered to the preferred address of HCEE members.
Attendance register	An attendance register will be circulated by the Secretariat at the beginning of each meeting. Every HCEE member present must sign the attendance register. The attendance register is proof of attendance for purposes of minuting and payment of honorariums.
Minutes	An ordinary meeting, after being constituted and opened, commences with confirming of the minutes of the previous meeting(s). Any objection to the minutes is raised and disposed of before the minutes are confirmed. The minutes may be regarded as read if a copy of the draft minutes was provided to members prior to the meeting. Minutes will be a true reflection of the HCEE meeting, and will contain all views expressed under the heading “noted”. Decisions made by HCEE will be reflected under the heading “resolved”.
Decision-making process	Matters are decided by means of general consensus. The Chairperson might however decide when a decision should be taken by means of a voting procedure.
Conflict of Interest	A member may not take part in the discussion of or vote on any matter in which the member has a direct financial or other interest, unless the members first discloses the nature and extent of the interest and obtains the leave of the meeting to take part in the discussion or to vote. All Council members must indicate any conflict of interest at the agenda point allocated therefor and must also indicate a conflict of interest on the attendance register by indicating the agenda item where the conflict arises in writing next to his/her name.
Disrespectful / Disorderly conduct	Anyone attending a meeting who, after having been requested to refrain from disrespectful or disorderly conduct, continues to disobey a ruling from the Chairperson, must be requested to leave the meeting.
Apology	An apology will be noted when a member electronically submits it to the Secretariat and/or the Chairperson, at least one day prior to the meeting. Members absent from the meeting without above mentioned apology are noted as “absent”. The views of a member who is unable to attend a meeting may be submitted in writing but may not count as a vote of such member.
Recording of meeting	HCEE meetings are recorded. The audio file is saved for archival/historical purposes, but does not constitute a record of the meeting after the minutes have been signed.
Round Robin Process	The Chairperson may electronically submit urgent matters in between scheduled meetings. The Secretariat will assist in this process. At least two thirds of the members have to electronically confirm their involvement in the process by giving feedback, approval or non-approval. When a majority of members reaches agreement, it is taken as a resolution. Such resolution is equivalent to a resolution of the committee and must be recorded in the minutes of the next meeting.
Resources and Budget	A centralised budget regarding the matters of this committee is managed within the Department Corporate and Information Governance Services. The travel and accommodation costs of external HCEE members will be paid according to the approved “Guidelines for Travel and Accommodation of Council members.”

	Honorariums are paid twice a year.
Records management	All records of HCEE meetings are kept by the Secretariat in accordance with the Records Management Policy of the NWU. EXCO records are archived in the Archives of the NWU in hard copy. Soft copies of all HCEE records are kept on the access controlled network drive of the Department Corporate and Information Governance Services. The file reference for HCEE records are 1.3.4.
Access to records of the NWU Council	HCEE members have automatic access to all records of the HCEE. All other interested parties must complete a request form in terms of the Promotion of Access to Information Act, which will be assessed in terms of the prescriptions contained in the Act. HCEE records are regarded as confidential.
Voting	All matters are decided by majority of votes cast. The Chairperson or the meeting may decide that voting must be by secret ballot, provided that voting for persons must always be by secret ballot. (Para 9(16) of the NWU Statute). The Chairperson has an ordinary vote, but must in addition exercise a casting vote in the event of an equality of votes on any matter. The number of votes in favour of or against any proposal is not recorded in the minutes, unless the meeting so decides. (Para 9(4) of the NWU Statute). At the request of a member the chairperson may direct that the vote of such member be recorded (Para 9(5) of the NWU Statute). The views of a member who is unable to attend a meeting may be submitted in writing but may not count as a vote of such member. (Para 9(19) of the NWU Statute.)

6 Reporting and standing agenda items

6.1 Reporting

HCEE reports to Council twice a year in June and November.

6.2 Standing agenda items and reports

The agenda will include the following standing items:

6.2.1 Human Capital Reports

6.2.2 Employment Equity reports

6.2.3 Report from the Institutional Bargaining Forum

7 Approval and review

The following document guides the operations of this committee:

Document	Status	Authority	Date
NWU Statute (Chapter 2 - paragraphs 3 to 10)	Approved	Government	8 August 2005
Guidelines for the transport and accommodation of Council members	In process – referred back by the Council meeting of 18 September 2015	Council	18 September 2015
Code of Conduct for Council members	Approved	Council	19 June 2014

File reference: 1.3.13.1