

(Legislative Supplement No. 27)

LEGAL NOTICE NO. 86

THE UNIVERSITIES ACT

(Cap. 210B)

CHARTER FOR STRATHMORE UNIVERSITY

IN EXERCISE of the powers conferred by section 14 of the Universities Act, the Minister for Higher Education, Science and Technology certifies that the Charter set out in the Schedule has been granted to Strathmore University under the provisions of the Act.

SCHEDULE

THE UNIVERSITIES ACT

(Cap. 210B)

THE STRATHMORE UNIVERSITY CHARTER

WHEREAS Strathmore Educational Trust, Nairobi, the proprietors of Strathmore University, situated in the Republic of Kenya, in collaboration with Kianda Foundation Educational Trust, Nairobi wishes to establish an institution in the name of Strathmore University;

And whereas the said Strathmore University has applied to the Commission for Higher Education, for the grant of a Charter to provide for the establishment, control, governance, and administration of the University and for connected purposes, in the manner prescribed by the Universities Act:

And whereas the Commission for Higher Education has visited and inspected the said institution, and is satisfied that the objects of Strathmore University are consistent with the advancement of university education in Kenya;

And whereas the Commission for Higher Education is also satisfied that Strathmore University has complied with the provisions of the Act, and the Universities Rules, 1989;

And whereas the Commission for Higher Education has submitted a draft Charter, the text whereof is annexed hereto, to the Minister for Education on the said institution, and the Minister is satisfied that Strathmore University be granted the Charter;

And whereas the Minister for Education has submitted the Charter to me with recommendations thereon;

And whereas I am satisfied that the granting of the Charter will be of benefit to the advancement of university education in Kenya;

Now wherefore, by these presents, be it known that in exercise of the power conferred upon me by section 12 of the Universities Act, I, Mwai Kibaki, President and Commander-in-Chief of the Armed Forces of the Republic of Kenya, grant the Charter annexed hereto to Strathmore University.

CHARTER FOR STRATHMORE UNIVERSITY

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A CHARTER TO ESTABLISH STRATHMORE UNIVERSITY

PART I—PRELIMINARY

1. This Charter may be cited as the Strathmore University Charter, 2008. Short Title.
2. In this Charter- Interpretation.
 - “academic council” means the Academic Council of Strathmore University under section 16 of this Charter;
 - “academic staff” means employees of the University under section 28 (2) of this Charter;
 - “administrative staff” means employees of the University under section 28(3) of this Charter;
 - “alumni” means the organization established under section 30 of this Charter;
 - “chancellor” means the Chancellor of the University appointed under section 10 of this Charter;
 - “college” means an academic unit made up of faculties, schools or institutes, and includes a constituent college;
 - “commission” means the Commission for Higher Education under the Act;
 - “constituent campus” means an extension campus established by Strathmore University;
 - “constituent college” means a semi-autonomous academic unit of the University, established under section 6(a) of this Charter;
 - “dean” means a person appointed to head a faculty, school or institute of the University;
 - “faculty” means an academic sub-division of the University established under this Charter;
 - “graduate” means a person upon whom a degree or other award has been conferred by the University;
 - “institute” means an institute established by the University;
 - “Kianda Foundation” means the Kianda Foundation Educational Trust;

“lecturer” means a member of the University teaching staff and includes a counsellor or a researcher;

“management board” means the management board of the University established under section 15 of this Charter;

“school” means a school established by the University;

“statutes” means the Statutes made by the University Council under the Charter;

“student” means a person registered by the University for the purpose of obtaining a qualification of the University and includes person who is determined by the Academic Council to be a student;

“trustees” means the Board of Trustees of Strathmore Educational Trust established under the Trustee(Perpetual Succession) Act, *Cap.* 164;

“university” means Strathmore University established under section 3 of this Charter;

“university council” means the governing body of the University established under section 13 of this Charter;

“vice-chancellor” means the Vice-Chancellor of the University appointed under section 20 of this Charter;

PART II—ESTABLISHMENT, FUNCTIONS AND POWERS OF THE UNIVERSITY

Establishment and
Incorporation of
Strathmore
University.

3. (1) There is established Strathmore University.

(2) The University is a body corporate which:

- (a) is to have a seal;
- (b) may sue and be sued;
- (c) has the functions and powers set out in this charter.

(3) The University is the successor of Strathmore College and Kianda College, and subject to this Charter, all rights, duties, obligations, assets and liabilities of Strathmore College and Kianda College existing at the commencement of this Charter are transferred to and vest in the University.

Mission and
Philosophy.

4. (1) The mission of Strathmore University is the advancement of education through teaching, scholarship and service to society by *inter alia* providing an all-round quality education in an atmosphere of freedom and responsibility; creating a culture of continuous improvement; fostering high moral standards; and developing a spirit of service and respect for others.

(2) The University shall operate as a non-profit organization.

(3) The educational philosophy of the University is as follows:

- (a) A university must strive to serve society through the provision of quality academic and professional training, as well as human and moral training.

- (b) A university should provide the most suitable means to improve the moral, social and economic conditions of the person and of society as a whole.
- (c) There are two orders of knowledge, faith and reason, and these orders of knowledge complement one another and can develop without opposing each other.
- (d) Modern development trends are fully dependent on emerging technologies and universities have a role to play in such trends.

5. (1) The objects of the establishment of the University is to provide an all-round **quality** education to qualified students of all backgrounds and to **achieve** excellence in research and academics.

Objects and functions of the University.

(2) The functions of the University are-

- (a) to **develop and offer** courses of instruction beyond secondary school level, and in furtherance of that function-
 - (i) to **devise and implement academic programmes**;
 - (ii) to conduct student attachments and internships;
 - (iii) to promote research and innovation; and
 - (iv) to provide ancillary services;
- (b) to **determine the qualifications** and eligibility of persons from the Republic of Kenya and elsewhere for certificate, diploma, undergraduate and graduate studies at the University;
- (c) to **determine** who may teach, what may be taught and how it may be taught in the University under the educational philosophy and objects of the University;
- (d) to conduct examinations for and to grant and confer degrees, diplomas, certificates and other awards of the University;
- (e) to provide adequate **equipment** and facilities necessary for providing a high quality education, for carrying out research and innovation, and for extracurricular activities;
- (f) to maintain a record of its proceedings and **provide** an archive of all such records;
- (g) to establish academic partnerships and linkages with other universities, research institutions and industry

6. The University may do all things necessary or convenient to be done in connection with the performances of its functions, and in particular may-

Powers of the University.

- (a) **establish** colleges, constituent colleges or constituent campuses to offer training and courses of instruction consistent with its mission and objects;

- (b) confer honorary degrees or academic distinction awards upon person or persons who—
 - (i) have rendered distinguished services in the advancement of knowledge; or
 - (ii) are themselves worthy of such awards.
- (h) revoke or withdraw a certificate, diploma, degree or an award already conferred, granted or awarded to a person;
 - (i) enter into contracts;
 - (j) acquire, hold and dispose of real or personal property;
 - (k) erect buildings and structures and carry out works;
 - (l) appoint agents; and
 - (m) engage persons to perform services for the University.

Graduation ceremony.

7. A graduation ceremony at which a degree, diploma, certificate or an award is conferred, granted or awarded is to be officiated by the Chancellor or, in his absence, the Pro-Chancellor or his designated appointee.

The Seal

8. (1) The seal of the University is to be kept by the University Secretary in a custody as the University Council may direct and is to be used upon the order and direction of the University Council, or the Vice-Chancellor.

(2) The seal of the University is to be authenticated by the signature of the Chairman of the University Council or the Vice-Chancellor or the University Secretary, and countersigned by one other University Officer as prescribed by the Statutes.

(3) When affixed to any document and duly authenticated, the seal is to be judicially and officially noticed, and any necessary order or authorization of the University Council or the Vice-Chancellor under this section is presumed to be duly given, unless the contrary is proved.

PART III—MEMBERSHIP AND GOVERNANCE OF THE UNIVERSITY

Members.

9. The members of the University are—

- (1) the Chancellor;
- (2) the Members of the University Council;
- (3) the Vice-Chancellor;
- (4) the Deputy Vice-Chancellors;
- (5) the University Secretary;
- (6) the Principals of Colleges;
- (7) the Deans of Faculties/Schools/Institutes;
- (8) the Students;
- (9) the Staff of the University;
- (10) the Dean of Students;
- (11) the University Librarian;
- (12) the University Chaplain;

(13) the Registrars; and

(14) any other members of staff of the University, the Alumni, or other person or body formally admitted into association by the University.

10. (1) The Prelate of *Opus Dei* is the Chancellor and honorary head of the University. The Chancellor.

(2) The Chancellor may exercise his functions and powers as prescribed by this Charter through the Regional Vicar of *Opus Dei* in Kenya, who is in this capacity the designated Pro-Chancellor.

(3) The Chancellor may in the name of the University, in person or through the Pro-Chancellor or his designated appointee, confer, grant or award degrees, diplomas, certificates or awards of the University.

(4) The Chancellor has the power to do the acts and things as are or may be necessary to attain the object of the University or the exercise of its powers set out in this Charter.

(5) The Chancellor is to exercise the powers and perform the functions as may be set out in the Statutes.

11. The governance of the University is vested in the following bodies mandated to perform the functions and exercise powers conferred under the Charter- Governance.

- (a) Board of Trustees;
- (b) University Council;
- (c) Management Board;
- (d) Academic Council;
- (e) Faculty Boards; and
- (f) Board of Graduate Studies

12. The Board of Trustees is vested with—

- (a) the function of safeguarding the foundational object of the University; and
- (b) the powers to appoint or remove from office, members of the University Council.

The Board of Trustees.

13. (1) There is established a University Council to consist of-

- (a) a Chairperson appointed by the Council from among its members;
- (b) a Vice-Chairperson to be appointed by the Council from among its members;
- (c) the Vice-Chancellor, as the Secretary to the Council;
- (d) two members of the Board of Trustees;
- (e) two persons nominated by Kianda Foundation;

University Council.

- (f) two senior academicians, who are not employees of the University, with experience in higher education appointed by the Board of Trustees;
- (g) two persons from the public and the private sector appointed by the Board of Trustees;
- (h) deputy vice-chancellors (*ex officio*); and
- (i) the University Secretary (*ex officio*).

(2) The term of office of the members of the Council other than *ex officio* may be provided for by the Council under the Statutes.

(3) A member of the Council is eligible for re-appointment upon expiry of his term.

(4) Despite sub-section (2), the office of a member of the University Council shall become vacant:

- (a) if not being an *ex officio* member, he resigns his office in writing addressed to the Vice-Chancellor;
- (b) if the Board of Trustees is satisfied that the member is, by reason of physical or mental infirmity or otherwise, unable to discharge his duties as required; and
- (c) upon his death.

(5) Where the office of a member of the University Council becomes vacant under subsection (4), the Vice-Chancellor is to notify the vacancy to the Board of Trustees.

(6) The procedure, conduct and regulation of the affairs of the University Council is vested in the University Council.

Functions of the
University Council.

14. (1) The functions of the University Council are—

- (a) to promote the objects of the University;
- (b) to formulate, after consultation with the Management Board, rules and regulations for proper governance of the University;
- (c) to develop the University and ensure that the quality and integrity of academic programmes and professional courses of the University are maintained;
- (d) to approve the establishment of constituent Campuses and Colleges, Faculties, Schools, Institutes, Departments, Divisions and Centres, to offer training, research and courses of instruction consistent with the mission and object of the University;
- (e) to approve the annual budget of the University;
- (f) to authorise the use of income and expenditure of funds outside the approved annual budget;
- (g) to approve, upon the recommendations of the Management Board, terms and conditions of service for employees of the University;

- (h) to authorize the purchase, lease or hire or acquisition and holding of any land, buildings, easements or inheritances of any tenure and any other freehold or leasehold property, and construction or provision of any buildings, works, stores, plant and things which may from time to time be deemed requisite for any of the purposes of the University;
 - (i) to approve, upon recommendation by the Management Board, major maintenance works, repairs and alterations of any buildings, works, stores, plant and things, which may from time to time be deemed requisite for any of the purposes of the University;
 - (j) to receive and accept, on behalf of the University, donations, endorsements, and gifts of money, land, inheritances, stocks, shares, securities and any other asset whatsoever.
 - (k) to borrow or raise money, after consultation with Management Board, for the purposes of the University, with or without security.
 - (l) to undertake, execute and perform, any trusts or conditions affecting any freehold or leasehold property of any description acquired by the University.
 - (m) to authorize the payment or application of monies or assets of the University for the purposes which may promote the objects of the University, or the payment or transfer of such money or assets to some other person.
 - (n) to perform any other function as may be prescribed by the Statutes.
- (2) The University Council has powers to appoint or remove from office members of-
- (a) the University Management Board;
 - (b) Academic Council; and
 - (c) any committee or body established under its direct authority.
- (3) The University Council may, by statutes, establish committees for the efficient discharge of the functions of the University.

15. (1) The University is to have a Management Board appointed by the University Council under section 14(2)(a).

Management Board.

(2) The Board is to consist of the following-

- (a) the Vice-Chancellor as the Chairperson; and
- (b) a number of other members determined under the Statutes.

(3) The functions of the Board are-

- (a) to propose rules and regulations to the University Council for the administration of the University; and
 - (b) to manage and administer the daily operations of the affairs of the University.
16. (1) The University is to have Academic Council appointed by the University Council under section 14(2)(b)
- (2) The Council is to consist of-
- (a) the Vice-Chancellor as chairperson; and
 - (b) a number of other members as determined under the Statutes.
- (3) The functions of the Academic Council are-
- (a) to satisfy itself concerning the academic standards and content of any course of study about a degree, diploma or certificate or an award of the University and report its findings to the University Council through the Management Board;
 - (b) to propose to the University Council, through the Management Board, regulations regarding the eligibility of persons for admission to a course of study in the University;
 - (c) to propose to the University Council, through the Management Board, regulations regarding the standards of proficiency to be attained in each examination for a degree, diploma or certificate or an award of the University;
 - (d) to decide which persons have attained such standards of proficiency and are therefore fit to be granted a degree, diploma or certificate or an award of the University;
 - (e) to oversee the implementation of all University regulations related to teaching, examinations or research;
 - (f) to oversee the quality and character of all academic programmes and continuously review of academic policy and performance;
 - (g) to revise or discontinue existing academic programmes as well as to examine and approve proposals for new academic programmes;
 - (h) to approve the academic calendar and all teaching and examination schedules of the University;
 - (i) to supervise, monitor and co-ordinate the use of all the physical facilities and equipment meant for academic usage, and the learning and teaching resources of the University;
 - (j) to make recommendations to the University Council through the Management Board concerning categorisation of academic units into Colleges, Faculties, Schools, Institutes, Departments, Divisions and Centres of the University, or discontinuation or merging of such units;

- (k) to oversee the application of all rules and regulations governing the welfare, conduct and discipline of students;
 - (l) to make regulations governing such other matters as are within its powers under this Charter or the Statutes; and
 - (m) to perform acts as are or may be deemed connected to the exercise of all or part of its functions.
- (4) The Academic Council is to have powers to constitute standing and *ad hoc* committees from time to time as specified in the Statutes, and determine their Terms of Reference, subject to approval by the Management Board.

17. (1) The University is to have a Faculty Board for each faculty, school or institute, responsible for academic matters. Faculty Board.

(2) A Faculty Board is to consist of the following-

- (a) dean of the faculty, school or institute, as Chairperson; and
- (b) a number of members of academic staff as may be prescribed by the Statutes.

(3) A Faculty Board is to constitute itself into a Faculty Board of Examiners whenever so required and is to meet to discuss and process examination results.

(4) Members of Academic staff who have taught and examined students in a faculty, school or institute are considered qualified for the membership to the Board.

(6) A Faculty Board is to have powers to establish Departmental or Centre Boards.

(7) Terms of reference for Faculty and associated Boards is prescribed by the Statutes.

18. (1) There is established a School of Graduate Studies. School of Graduate Studies.

(2) The School is to have powers to constitute a Board of Graduate Studies whose membership, functions and procedures are prescribed by the Statutes.

PART IV—ADMINISTRATION OF THE UNIVERSITY

19. (1) The University is to have principal and senior officers with authority, in the name of the University, to perform the functions conferred or imposed on the University under this Charter. Officers of the University.

(2) The principal officers are-

- (a) the Vice-Chancellor;
- (b) the Deputy Vice-Chancellors;
- (c) the University Secretary; and
- (d) principals of constituent Colleges.

(3) The senior officers are-

- (a) deans of faculties, schools and institutes;
- (b) the University librarian;

- (c) the Dean of students;
 (d) registrars; and
 (e) officers of equivalent grade.
- Vice-Chancellor. 20. (1) There is a Vice-Chancellor appointed by the University Council.
- (2) The Vice-Chancellor is:
- (a) to have the overall responsibility for the direction, organisation, development, administration and programmes of the University;
- (b) the chairperson of the Management Board and Academic Council; and
- (c) responsible to the University Council for the general conduct and discipline of the students and staff of the University.
- (3) The Vice-Chancellor is appointed upon the terms and conditions of service prescribed by the Statutes.
- The Deputy Vice-Chancellors. 21. (1) The University Council is to appoint a Deputy Vice-Chancellor or Deputy Vice-Chancellors to assist the Vice-Chancellor in matters pertaining to the academic and administrative functions of the University.
- (2) The Deputy Vice-Chancellor or Deputy Vice-Chancellors is or are appointed upon the terms and conditions of service prescribed by the Statutes; and
- (3) The Deputy Vice-Chancellor or Deputy Vice-Chancellors is or are answerable to the Vice-Chancellor.
- University Secretary. 22. (1) There is a University Secretary appointed by the University Council.
- (2) The Secretary is responsible for all the administrative and financial operations of the University and the secretary to the Management Board.
- (3) The Secretary is appointed upon the terms and conditions of service prescribed by the Statutes, and is answerable to the Vice-Chancellor.
- Principals of Colleges. 23. (1) There are Principals of Colleges appointed by the University Council, as may be required.
- (2) The duties, responsibilities and terms of office of the Principals of Colleges are prescribed by the Statutes.
- (3) Principals of Colleges are answerable to the Vice-Chancellor.
- Deans of Faculties, Schools or Institutes. 24. (1) There are Deans appointed by the University Council in consultation with the Management Board.
- (2) The duties, responsibilities and terms of office of the Deans are prescribed by the Statutes.

25. (1) There is a University Librarian appointed by the University Council in consultation with the Management Board. University Librarian.
- (2) The duties and responsibilities of the University Librarian are prescribed by the Statutes.
26. (1) There is a Dean of Students appointed by the University Council in consultation with the Management Board. Dean of Students.
- (2) The duties and responsibilities of the Dean are prescribed by the Statutes.
27. (1) There are Registrars appointed by the University Council in consultation with the Management Board. Registrars.
- (2) The duties and responsibilities of the Registrars are prescribed by the Statutes.
28. (1) The University is to have academic and administrative staff. Staff of the University.
- (2) The academic staff is to consist of—
- (a) the Deputy Vice-Chancellor or Deputy Vice-Chancellors responsible for academic affairs and research;
- (b) the University Librarian; and
- (c) members of staff engaged in teaching or research work.
- (4) The Administrative staff is to consist of—
- (a) the Deputy vice-Chancellor or Deputy Vice-Chancellors;
- (b) the University Secretary;
- (c) the Registrars;
- (d) the Dean of students; and
- (e) members of staff, not engaged in teaching or research work, determined by the University Council.
- (4) Members of University staff are subject to the authority of the University Council through the Management Board and the Vice-Chancellor.
29. (1) There is a Students' Council to represent the student community and act as the main forum through which students may express their views. Students' Council.
- (2) The Council is to operate under the general direction of the Academic Council, as may be prescribed by the Statutes.
30. (1) There is an Alumni Association of the University. Alumni Association.
- (2) The Alumni is to consist of graduates of—
- (a) Strathmore University,
- (b) former Kianda College;

- (c) **Strathmore College;**
 (d) other institutions, as the Statutes may prescribe.

Performance of
 Duties during the
 incapacity of the
 Vice-Chancellor
 and other Senior
 Officers.

31. (1) In the event of the incapacity or absence of the Vice-Chancellor, the functions of the Vice-Chancellor are to be performed by-

- (a) a Deputy Vice-Chancellor; or
 (b) the University Secretary,

as the Statutes may prescribe.

(2) In the event of the incapacity or absence of any principal or Senior Officer, the Management Board may appoint a suitable person to perform the duties of the incapacitated or absent Officer.

(3) For the purposes of this section-

- (i) "absence" means absence from Kenya; and
 (ii) "incapacity" means the inability for any reason to perform the functions of the office held.

PART VI—FINANCIAL PROVISIONS

Financial Year and
 Budget.

32. (1) The Financial Year of the University is the period of twelve (12) months commencing and ending as prescribed by the Statutes.

(2) In the event of any change in the Financial Year, and for the purposes of the transition from the old Financial Year to the new Financial Year, because of this change, the transitional period, whether more or less than twelve (12) months, is regarded as a Financial Year for the purposes of this Charter

(3) The Vice-Chancellor is to submit a proposed Budget to the University Council two months before the start of the Financial Year.

(4) The Vice-Chancellor shall submit Quarterly Financial Reports to the University Council within the Financial Year.

Accounts and
 Audit.

33. (1) The Management Board shall cause all proper books and records of account of the income, expenditure and assets of the University to be kept.

(2) A firm of External Auditors appointed by the University Council is to audit the accounts of the University.

(3) The Management Board shall submit the accounts of the University to the Auditors within a period specified by the Statutes from the end of every Financial Year.

(4) Within a period specified by the Statutes, the External Auditors shall report on the examination and audit of the accounts of the University to the University Council.

Funds and
 Resources.

34. Funds and Resources of the University may be derived from-
 (f) tuition and other fees;

- (2) donations and grants;
- (3) endowments;
- (4) gifts and trusts;
- (5) income from auxiliary activities such as consultancy; and
- (6) other sources as the University may from time to time identify.

PART VI - MISCELLANEOUS PROVISIONS

35. (1) The affairs of the University are to be managed and regulated under Statutes and Regulations made. Statutes

(2) Statutes may from time to time be enacted, amended or revoked by a resolution passed by two-thirds majority of all the members present and entitled to vote at a University Council meeting specifically convened for that purpose, unless the enactment, amendment or revocation is *ultra vires* the provisions of the Charter.

36.(1) Despite the provisions of any other written law, no public officer performing the functions relating to the registration of companies or business names is to accept for the registration any name that includes the word "STRATHMORE" together with the word "University" or "College". Protection of Name.

(2) A person shall not use the name of the University as established by this Charter for the purposes of-

- (a) advertisement;
- (b) publication;
- (c) business;
- (d) trade; or
- (e) profession,

without the consent of the University Council.

37. Subject to the provisions of this Charter, if on the winding up or the dissolution of the University, there shall remain, after the satisfaction of all its debts and liabilities, any funds, assets and property, are to be transferred to the Board of Trustees of Strathmore Educational Trust. Dissolution of the University.

Given under my hand and the Public Seal of Kenya on the 23rd day of April, 2008

MWAI KIBAKI,
President.

Dated the 23rd April, 2008.

SALLY J. KOSGEY,
*Minister for Higher Education,
Science and Technology.*