Twenty First Century Institutes
Governance Structure
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1. Establishment

The University of the Witwatersrand, Johannesburg ("the University") has established a number of multidisciplinary research institutes ("the Institute") that are collectively known as the '21st Century Institutes'. Arrangements for their governance, management, relationship with the University's Faculties and membership are described in this document.

2. Strategic Purposes of the Institute

The strategic purposes of the Institute are described, firstly, in the Wits 2022 Strategic Framework. Here it is stated that the University's "institutes will have contributed in at least doubling its research output among others by way of in-depth, cross-disciplinary and multi-disciplinary engagement in the emergence of new disciplines and fields of knowledge. These institutes will have world-class research facilities and host a number of distinguished, leading scholars who routinely interact with others globally."

Secondly, the Institutes have also been established to allow the University to pursue its strategic role as an 'anchor' organisation. As an anchor organisation the University is required to contribute to the development of the region, not least through the contribution of excellent research and innovation that has impact. To this end, the University has matched its strengths across the Faculties with the unique opportunities provided by the region, which by their very nature require complex and diverse investigation.

More specific purposes will be defined elsewhere for each of the 21st Century Institutes that will, for example, relate to their specific research foci.

3. Initial Recognition

The initial recognition of the Institute as a research entity within the University will be the responsibility of the University Research Committee (URC). The URC will treat the Institute similarly to all other University research entities. Thus the URC will be responsible for final academic oversight of the Institute's ongoing activities. It will
receive, mainly for noting purposes, five year academic plans and annual reports from the Institute. The URC will also initiate a five-yearly\(^1\) review of the research activities of the Institute in order to assess its standing and quality so as to decide whether or not it should continue for a further five years.

4. Governance

The on-going broader governance of the Institute, once it has been established, including oversight of its financial well-being, funding strategy and sustainability, will be the responsibility of the Vice-Chancellor (VC) who will normally delegate this responsibility to either the Deputy Vice-Chancellor for Research (DVC-R) or the Dean of an appropriate Faculty. The VC or his/her delegated representative will chair an Advisory Board, the role of which is defined below.

4.1. The Function of the Advisory Board

4.1.1. The Advisory Board should advise the VC or his/her designated representative on the governance of the Institute and specifically on ensuring that the Institute is, and is seen to be, a responsible research entity contributing to the good reputation of the University.

To this end the Advisory Board should advise on:

- The appointment of the Institute’s Director (see clause 5.1) and members (see section 6). Appointments will be made by the VC or his/her designated representative using the University’s normal recruitment procedures with representation from the appropriate Faculties and URC,
- Suitable key performance areas and related indicators for the Institute,
- The Institute’s five year strategic plan and make recommendations based on its assessment of the plan,
- The Institute’s annual research, financial and outreach plans and make recommendations based on its assessment of these plans. These plans should include specified deliverables that are compatible with the overall goals of the five year strategic plan,
- Whether the research undertaken by the Institute conforms to the highest ethical standards within the realms of research, human resource and financial practice and make recommendations based on its assessment.

\(^1\) At the end of the fourth year of each cycle, starting from the date of first appointment
4.1.2. The Advisory Board should also provide advice on the ethical leadership for the Institute through the discussion of risk, performance and sustainability in the context of their mutual dependence.

To this end the Advisory Board should advise on:

- The risk profile of the Institute’s five year strategic plan,
- The performance of the Institute annually against the deliverables identified in the annual research, financial and outreach plan and make recommendations based on the assessment,
- The performance of the Institute’s Director,
- The relationship between Institute’s management (see section 7) and the University and its stakeholders,
- The effectiveness of the independent audit of the Institute that contributes to an annual integrated report of research, financial, social and environmental sustainability.

4.1.3. The Advisory Board should delegate certain of its advisory functions to well structured and appointed subcommittees without abdicating its own responsibilities. The Advisory Board should decide who sits on each subcommittee and how they should function and who should chair them. The subcommittees should include, at least the following, but others can be constituted as the requirements dictate, an Audit and Risk Subcommittee: The purpose of which is to advise on the level of assurance given by the Institute that its activities are financially, socially and environmentally sustainable and compliant.

4.1.4. By way of preparation for these functions the Advisory Board should participate in an induction programme that describes the functions of the Institute.

4.1.5. As part of good governance practice the Advisory Board should also perform a regular self-evaluation of the impact of its own advice on the performance of the Institute.

4.2. The Membership of the Advisory Board

4.2.1. The Advisory Board will consist of a minimum of nine (9) and a maximum of fifteen (15) people,
4.2.2. The membership will be constituted by ex-officio members and nominated members; a numerical balance should be retained between these two groups,
4.2.3. Table 1 in the Appendix of this document provides a descriptive list of Advisory Board members,
4.2.4. The term of office will be three (3) years, renewable with the approval of the URC,
4.2.5. Normally no more than one third of the nominated members should be replaced in any one year,

4.2.6. Nominated members of the Advisory Board will be approved by the URC on recommendation from the VC, or his/her designated representative, and Director.

4.3. The Operation of the Advisory Board

The Advisory Board shall meet\(^2\) at least twice a year with at least thirty (30) days notice of the meetings;

4.3.1. The Advisory Board will be chaired by the VC or his/her designated representative,

4.3.2. Extraordinary meetings can be called by the Chairman at the request of at least five members (including him/herself) and giving fourteen (14) days notice,

4.3.3. If a member is unable to attend more than three consecutive meetings, even if they have nominated a representative, the member will be asked to leave the Advisory Board by way of a letter from the Chairman, unless special circumstances apply as recognised by the Chairman,

4.3.4. A quorum of at least 50% of ex-officio Advisory Board members and 50% of the nominated Advisory Board members will be necessary to constitute a meeting of the Advisory Board and so empower it to provide advice,

4.3.5. The Advisory Board shall aim for decisions about the advice it gives based on consensus, after necessary consultation, failing which these decisions shall be agreed upon by a simple majority vote, each member having one vote. The Chairman’s vote will break any voting deadlocks,

4.3.6. The Advisory Board may not change this constitution, but may recommend to the VC to make such amendments so as to improve the efficiency and effectiveness of the Institute,

4.3.7. The proceedings of all meetings of the Advisory Board will be recorded by the secretariat provided by the Institute (see Table 1). Draft minutes will be distributed to the members within one (1) month of the meeting. Corrected minutes will be approved at the next meeting and signed by the Chairman as a true reflection of the proceedings of the meeting.

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\(^2\) Meetings may take place in person, or electronically via telephone- and/or video-conferencing tools.
5. Management

The day to day management of the Institute will be the responsibility of the Director with the assistance and support of the Management Committee under the governance of the VC, or his/her designated representative, as advised upon by the Advisory Board.

5.1. The Director

The Director of the Institute will be appointed by the University, according to the normal procedures and policies of the University, on a five (5) year full time contractual basis. The term can be renewed using further five (5) year periods, or shorter periods as may be consistent with the University’s human resource policies and regulations.

The Director will:

- Lead and manage the Institute on a day to day basis with the support of the Management Committee (see clause 5.2),
- Devise and carry through the five year and annual plans of the Institute,
- Direct appropriate research programmes and projects,
- Undertake community engagement projects,
- Supervise graduate students,
- Actively seek external funding in support of the activities and development of the Institute,
- Control expenditure of the Institution’s resources in accordance with University policy and procedures so as to achieve the goals of the strategic and operational plans,
- Supervise and organise the Institute’s staff members and set the tone for quality and ethical research,
- Represent the Institute on the University’s committees as may be requested or appointed,
- Chair meetings of the Management and the Research Advisory Committees (see clause 5.3),
- Undertake other functions and assume such powers as delegated by the VC, or his/her delegated representative, and as may be recommended by the Advisory Board,
- Produce an annual integrated plan including a research plan, financial plan, social impact plan and environmental impact plan, with clearly defined deliverables in each area, as advised by the Advisory Board,
- Produce an annual integrated report against the plan and its deliverables, as advised by the Advisory Board,
- Nominate members of the Research Advisory Committee as advised by the Advisory Board.

5.2. Management Committee

The role of the Management Committee\(^3\) will be to assist the Director with the day-to-day management of the Institute. The committee should include the Institute’s Research Co-ordinator and may be structured to include:

- A representative of each type of Institute membership (see section 6) except normally for Affiliate Members, Postdoctoral Fellows and graduate students, or
- The heads of the various divisions that make up the Institute, or
- A combination of these.

The Management Committee should normally include between four (4) and six (6) people, but may be larger depending on the size of the Institute. It should normally meet monthly, but the frequency will be determined by the Director.

5.3. Research Advisory Committee

The purpose of the Research Advisory Committee is to provide high level research-related advice to the Director; to assist through networking to recruit academics into the Institute; and to review and comment on the research components of the Institute’s annual report.

Where financially possible the Research Advisory Committee should consist of at least one international scholar and should meet at least once per year.

6. Institute Membership

The formal membership of the Institute will include Members, Associate Members, Affiliate Members and Support Personnel. Postdoctoral Fellows and Graduate Students will be linked to the Institute through their hosts or supervisors (including

\(^3\) The Management Committee replaces the Steering Committee that was used to establish the Institute
co-supervisors) who will be Members, Associate Members or Affiliate Members of the Institute. All Institute members will contribute to the overall purposes of the Institute.

6.1. Members

Members will constitute the core research staff of the Institute. New Members will be employed by the University through the Institute on five (5) year contracts, which can be renewed as many times as necessary, against set performance criteria. The University rank of a Member will be set on appointment by the Staffing and Promotions committee of the Faculty most closely aligned to the discipline of the Member. Should a Member’s contract not be renewed he or she will not automatically be provided with an alternative position in the University.

The role of Members will be to pursue excellence in research and to sustain a high level of research productivity. They will report to the Director.

The benefits of the research outputs of Members will accrue directly to the Institute.

6.2. Associate Members

Associate Members will be employed by a School within the University. However, they will associate with the Institute in order to conduct research relevant to the Institute, often jointly with Institute Members, and to supervise or co-supervise graduate students working within the Institute. This association will need to be agreed to by their Dean and Head of School/Department, to whom they will continue to report.

The benefits of the research outputs of Associate Members will normally accrue to the Schools in which their appointment resides, unless an alternative sharing agreement is reached where time spent at, or funding provided by, the Institute may be taken into consideration.

6.3. Affiliate Members

Affiliate Members will be those who are employed by external organisations, that is, by other universities, local and international NGOs, private enterprise and the government sector, but who, for the purposes of specific research programmes,
work with the Institute. Their work may include the research and supervision of graduate students. All intellectual property created as a result of this work belongs to the University unless agreed to differently. Affiliate Members are not normally represented on the Management Committee, although the Director may decide otherwise.

The benefits of the research outputs of Affiliate Members, where the research is directly attributable to time spent at or funding provided by the Institute will accrue to the Institute.

6.4. Support Personnel

Support Personnel will be employed by the University, through the Institute, according to the normal human resource policies and procedures to perform support functions and are responsible to the Director. Their purpose is to support and facilitate the Institute's work.

6.5. Postdoctoral Fellows

Postdoctoral Fellows may be contracted to the Institute or to a School depending on where they spend most of their research time. The benefits of the research outputs of Postdoctoral Fellows will accrue to the entity to which the Fellow is contracted or where most of the research is done.

6.6. Graduate Students

Graduate students will be registered in a School and Faculty but will also be recognised as a formal Graduate Student member of the Institute. They may only be associated with the Institute through their hosts or supervisors. The benefits of the input and output subsidies arising from graduating students will accrue to the School in which they are registered unless an alternative sharing agreement is reached, where time spent at, or funding provided by, the Institute may be taken into consideration.
7. Relationship with Faculties

The day-to-day interface between the Institute and the Faculties should be co-operative and mutually supportive. The basis of this relationship should be that the precursor of excellent multi-disciplinary research is an excellent disciplinary foundation. In cases where formal conflict resolution might become necessary, the normal procedures applied by the University will be used.

The details of the working relationship between the Institute and the related Faculties are the subject of a living document that is located in the Appendix.

8. Development of the Institute

The Institute will develop through three phases: incubation, growth, and maturity. A defined “termination” phase and procedures will also be put in place for institutes that may fail. These phases are not characterised by defined time periods rather by the activities of the Institute. A detailed hand-over plan will be developed for the move from the Incubation to the Growth and Maturity phases. This constitution applies to all of the phases. The movement from phase to phase will be determined by the VC or his/her designated representative and as advised by the Advisory Board, where it exists. The developmental stages should be characterised by some or all of the following key indicators:

8.1. **Incubation phase**: Early stages of establishment; no permanently appointed Director; no significant amount of research is undertaken in the Institute\(^4\); no permanent address or location; embryonic in nature;

8.2. **Growth phase**: Formally approved by URC; Director appointed through formal processes; research output growing from a small base; where appropriate moving into dedicated premises (new or otherwise);

8.3. **Mature phase**: Significant contribution of research output to the University’s overall output; characterised by a sustainable set of activities and resources; close to or at critical mass;

\(^{4}\) The research will probably be taking place in Schools across the University
In addition, where this applies:

8.4. **Termination phase**: Beyond the point of sustainability in terms of research or finances or impact on the community; wind up and remediation plans.

9. **Appendix**

**Table 1**: Advisory Board Membership

<table>
<thead>
<tr>
<th>Type of member</th>
<th>Position</th>
<th>Comment</th>
</tr>
</thead>
<tbody>
<tr>
<td><em>Ex-officio members of the Advisory Board</em></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Vice Chancellor (VC) or his/her designated representative</td>
<td>Chairman</td>
<td></td>
</tr>
<tr>
<td>URC representative</td>
<td>DVC (R) where the VC retains Chair,</td>
<td></td>
</tr>
<tr>
<td></td>
<td>A nominated member of URC if the DVC (R) is delegated as Chair by the VC</td>
<td></td>
</tr>
<tr>
<td></td>
<td>A nominated member of URC if a Dean is delegated as Chair by the VC</td>
<td></td>
</tr>
<tr>
<td>Deans</td>
<td>Up to three Deans from involved Faculties</td>
<td></td>
</tr>
<tr>
<td>Schools</td>
<td>Up to three members from associated Schools</td>
<td></td>
</tr>
<tr>
<td>Finance</td>
<td>The CFO or representative</td>
<td></td>
</tr>
<tr>
<td><strong>Maximum number of ex-officio members</strong></td>
<td>9</td>
<td></td>
</tr>
<tr>
<td><em>Nominated members of the Advisory Board</em></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Those representing research fields appropriate to the Institute</td>
<td>A maximum of six (6)</td>
<td></td>
</tr>
<tr>
<td>Those representing funders and or industries or other organisations appropriate to the field of the Institute</td>
<td>A maximum of four (4)</td>
<td></td>
</tr>
<tr>
<td><strong>Maximum number of nominated members</strong></td>
<td>10</td>
<td></td>
</tr>
<tr>
<td><strong>In attendance</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Institute staff</td>
<td>Director</td>
<td></td>
</tr>
<tr>
<td>Institute staff</td>
<td>Institute’s Research Co-ordinator Manager</td>
<td></td>
</tr>
<tr>
<td>Institute staff</td>
<td>Secretariat</td>
<td></td>
</tr>
<tr>
<td>University Research Office</td>
<td>Nominee of the DVC (R)</td>
<td></td>
</tr>
</tbody>
</table>