

American University of Nigeria

Bylaws

2016

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BYLAWS OF AMERICAN UNIVERSITY OF NIGERIA

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BYLAWS OF AMERICAN UNIVERSITY OF NIGERIA

PART I

PRELIMINARIES

1. **Short title and commencement:** These Bylaws may be cited as the American University of Nigeria Bylaws 2016 and shall take effect on a date when approval or provisional approval is obtained from the AUN Board of Trustees.
2. **Interpretation:** In this Law, unless the context otherwise requires:

“Board of Trustees” means the supreme authority of the University as established under these Bylaws.

“Campus” means the grounds of a school, campus, or university that may be developed by the University.

“Director of Physical Facilities, Planning and Development” means the most senior officer in charge of the Physical Planning and Development Unit of the University.

“Federal Government” means the Federal Government of Nigeria.

“Faculty Member or Lecturer” means a person holding a part time or full-time appointment as a member of the teaching or research staff of the University.

“Graduate” means a person upon whom a degree (other than an honorary degree) has been conferred by the University.

“Notice” means a written or printed formal announcement, notification, or warning.

“Junior Staff” means a staff member of the University whose salary is equivalent to salary scale six or its equivalent and below in the Federal civil service.

“Professor” means, informally, a university faculty. More formally, “Professor” means a university faculty who ranks above an Associate Professor in accordance with provisions made in that behalf by Statute or regulation.

“Property” means that which is capable of ownership by the University and includes liabilities and obligations.

“Regulations” means a principal rule, or law made by the Board of Trustees or the University’s officers or Senate designed to control or govern behaviour.

“Senate” means a governing, advisory, or disciplinary body of the University composed of school members and dealing with academics and academic programmes in the University.

“School” means academic division or department of the University offering courses in a particular field and recommending candidates for degrees.

“State” means Adamawa State of the Federal Republic of Nigeria, the state in which the American University of Nigeria is established.

“Statute” means a law or rule made by the University under these Bylaws by the Senate and Board of Trustees and in accordance with the provisions of the Bylaws.

“Statutes” means all such Statutes that are in force at any particular time.

“Undergraduate” means a student member of the University who has not yet earned a Bachelor’s degree.

“Postgraduate” means a student member of the University who already has a University degree.

“University” means the American University of Nigeria as established and constituted by this Law.

“Law” means the American University of Nigeria Bylaws, setting out objectives of the University and the structure and roles of different officers and their duties.

PART II

ESTABLISHMENT, POWER AND FUNCTIONS OF THE UNIVERSITY

3. **Establishment of the University:** The American University of Nigeria is hereby established in Yola Town, Adamawa State, Federal Republic of Nigeria, and shall be a body corporate with perpetual succession and a common seal with power to sue and be sued in its corporate name. Previously, American University of Nigeria was known as ABTI-American University of Nigeria. The name was changed to American University of Nigeria with the Corporate Affairs Commission in May 2007. The name change was approved by the National Universities Commission.

4. **Value, Mission and Vision of AUN:**

VALUES: Our values statement defines what we hold in common as members of the AUN community, and informs our vision and mission statements:

VISION OF AUN

The American University of Nigeria seeks to become a great centre of learning and research for Nigeria and West Africa, and a catalyst for development in the entire area. In the words of its Founder, it sees its role as a “Development University.” It will thus be a university honouring the traditional roles of repository and transmitter of culture and knowledge, and become a centre for the creation of new knowledge. But it will also see as its focus the practical role that a great university must play in the life of a great nation.

MISSION STATEMENT

To this end, AUN will foster the creation of leaders committed to sustaining a democracy in which diverse people share in the rights and responsibilities of citizenship, proficient in creating and applying technology to wise purpose, and dedicated to securing a humane and

prosperous world. AUN will become a place where students' dreams become Africa's future. At AUN, lives will be transformed for service and leadership to lead Africa and the world. To realize this vision and fulfil our mission, we will focus on the following:

- (a) Retain and recruit faculty with the highest standards of academic excellence who are devoted to teaching, research and mentoring students to solve societal problems.
- (b) Foster and Build an environment that develops students who are problem solvers, and whose lives are transformed for service and leadership.
- (c) Develop and encourage the effective use of technology to support learning and research by students and faculty.
- (d) Develop the physical environment to support the learning, teaching and research goals of a Development University.
- (e) Accelerate and sustain financial growth to achieve financial stability.
- (f) Help create and sustain a social and political environment supportive of these goals. The strategic goals are focused on achieving the ultimate goal of transforming the American University Of Nigeria into a more creative, purposeful, and effective institution, one that will prove a more rewarding place to teach, work and study, and that will make a larger contribution to Africa's developmental needs.
- (g) We believe that tolerance and understanding among national, ethnic, and religious groups are essential to the success of this or any other nation.
- (h) The University will actively work to instill these values in its students and will itself reflect them in its policies.
- (i) We believe that the university, in all of its activities, shall demonstrate the highest standards of integrity, transparency, and academic honesty.
- (j) We believe that freedom of expression is fundamental to any intellectual community and affirm that all members of the AUN Community will have the freedom to express any opinion without fear of reprisals of any kind.
- (k) We believe that entrepreneurship and technology are essential to the transformation of Nigeria and Africa and affirm that every graduate will internalize the basics of innovation and entrepreneurship and will be technologically literate.
- (l) We aspire to train the next generation of leadership for Africa, incorporating leadership training in the curriculum at AUN.

5. Teaching and examining powers:

a. The University shall be a research, teaching and examining body and shall, subject to the provisions of this Law and the University's Statutes have the following powers:

(1) To provide instructions in such branches of learning as the University may deem fit for members of the University and to make provision for research and for preservation, advancement and dissemination of knowledge in such manner as the University may determine;

(2) To prescribe in its Statutes the condition under which persons may be admitted as students of the University for any particular course of study provided by the University;

(3) To grant, under the conditions laid down in these Bylaws or in the University's Statutes, degrees, diplomas, certificates and other academic distinctions to persons who shall have pursued a course of study approved by the University and who shall also have passed the examination or other tests prescribed by the University;

(4) To grant to persons under conditions laid down in this Law or the University's Statutes, honorary degrees or other academic distinctions;

(5) For what the Board of Trustees and the Principal Officers shall consider to be good cause, to deprive persons of any degree, diploma, certificate or other academic distinctions granted to them by the University;

(6) To accept the length of study and the examination passed by students at other places of study as equivalent to such examinations and periods of study in the University as the Senate may determine, and to withdraw such acceptance at any time;

(7) To enter into agreement for the incorporation of or affiliation with another University or institution for the purpose of taking over its rights, properties and liabilities;

(8) To join with any other university, other institution, public or private body, or authority, or an association to promote any lawful purpose, and to appoint one or more representatives to sit on any such body, for such lawful purposes as may be agreed upon or provided by the law on such terms and conditions as may be prescribed by Statute;

(9) To institute such offices as the University may require and to appoint persons to and remove them from such offices and to prescribe their conditions of service;

(10) To prescribe rules for the discipline of students of the University;

(11) To establish, maintain, administer, govern, and supervise places of residence for officers, staff and students of the University;

(12) To institute and award fellowships, scholarships, prizes and other financial rewards for study and research;

(13) To make provision for research, design, development, testing, advisory and consultancy services and, with these services to enter into such arrangements with other institutions or public and private bodies as may be thought desirable;

(14) To print, reproduce and publish works of research and such other works as may from time to time be thought fit by the University;

(15) To sell or provide for reward or otherwise such books, stationary and other goods and services as may be deemed expedient and consistent with the objectives of the University;

(16) To demand and receive fees and procure contributions to the funds of the University and to raise money in such other manner as the University may deem fit;

(17) To act as trustees or managers of any property, legacy, endowment, bequest, or gift for purposes of education or research or otherwise in furtherance of the work and welfare of the University and to invest any funds representing same in accordance with the provisions of the Statutes;

(18) To borrow or invest money; and

(19) To perform all such other actions or engage in all such other projects, whether or not incidental to the foregoing powers, as may advance the objectives of the University.

6. Constituent bodies and principal officers of the University:

a. The University shall be composed of the following:

- (1) The Founder,
- (2) Board of Trustees,
- (3) President,
- (4) Vice President of Academic Affairs/ Provost,
- (5) Vice President of Finance,
- (6) Vice President for University Relations,
- (7) Vice President of Administration,
- (8) Vice-President for Student Life
- (9) The Senate,
- (10) The Deans of the Schools,
- (11) The University Librarian,

b. The First Schedule to this Law shall have effect with respect to the Officers of the University therein mentioned.

7. Other Powers of the University:

a. For the implementation of its objectives as specified in Section 4 of this Law, the University shall have power:

(1) To establish such campuses, schools, institutes, centers, academic departments, extra-mural departments, and other teaching and research units within the University as may be deemed necessary;

(2) To institute professorships, associate professorships, assistant professorships, and other teaching ranks and to make appointments thereto;

(3) To institute and award fellowships, scholarships, exhibitions, bursaries, medals, prizes, titles, distinctions, awards and other forms of assistance;

(4) To provide for the discipline, conditions of service, and welfare of members of the University;

(5) To hold examinations and grant degrees, diplomas, certificates, and other distinctions to persons who have pursued a course of study approved by the University and have satisfied such other requirements as the University may lay down;

(6) To grant honorary degrees, fellowship or academic titles;

(7) To demand and receive from any student, or any other person attending the University for the purpose of instruction, such fees as the University may determine;

(8) Subject to the provisions of this Law, to acquire, hold, grant, charge, or otherwise deal with or dispose of moveable or immovable property wherever situated;

(9) To accept gifts, legacies and donations, without obligation to accept them for a particular purpose unless the Board of Trustees approves the terms and conditions attached thereto;

(10) To enter into contracts, establish trusts, act as trustee, solely or jointly with any other person, and to employ and act through agents;

(11) To erect, provide, equip and maintain libraries, laboratories, lecture rooms, halls of residence, refectories, sports grounds, and other buildings or grounds necessary, suitable, or convenient for any of the objectives of the University;

(12) To hold public lectures and to undertake printing, publishing and book selling for the purpose of supporting the objectives of the University;

(13) Subject to any limitations or conditions imposed by the Statutes, to invest any money of, or due to the University by way of endowment, whether for general or special purposes, and such other moneys as may not be immediately required for current expenditure, in any investments or securities or in the purchase or improvement of land, with power to vary any such investments, and to deposit any moneys un-invested with any bank on deposit or current account;

(14) To borrow, whether on interest or not and, if need be, upon security of any or all of the property moveable or immovable of the University, such money as the Board of Trustees may in its discretion deem necessary or expedient to borrow, or to guarantee any loan, advances or credit facilities;

(15) To make gift as approved by Board of Trustees for any charitable purpose appropriate;

(16) To arrange for the general welfare of the immediate family of members of staff;

(17) To do anything which is authorized or required by this Law or by Statute to do; and

(18) To make such laws and do such things, whether or not incidental to the foregoing powers, as may advance the objectives of the University.

b. Subject to the provisions of this Law and of the Statutes the powers conferred on the University by subsection (a) of this section shall be exercisable on behalf of the University by the Board of Trustees or by the Senate or in any other manner, which may be authorized by Statute.

c. The power of the University to establish further schools within the University shall be exercisable by Statute and not otherwise.

PART III

ADMINISTRATIVE PROVISIONS

8. **Board of Trustees and Membership:** The Board of Trustees is the Supreme authority of the University and shall be made up of a Chairperson, Vice Chairpersons and other men and women of proven integrity who shall be knowledgeable in their relevant discipline and of good standing. Membership shall comprise of a minimum of ten members and maximum of forty members, with the President of the University as a non-voting member.

a. The Chairperson shall be elected by the full Board for a renewable term of four (4) years. The Chairperson shall be a current Board member in good standing.

b. There is hereby established the position Vice-Chairpersons of the Board. The two Vice-Chairpersons shall be elected by the full Board for a renewable term of four (4) years. The Vice-Chairpersons shall be current Board members in good standing. The most senior vice-chairperson in terms of service shall take precedence among the Vice-Chairpersons.

9. **Powers and Functions of the Board of Trustees:**

a. The Board of Trustees shall exercise general legislative functions and shall have power to appoint the President.

The Board shall have power of general supervision and set policy for the University and shall in addition serve as the University Legal owner and final authority responsible for

efficient and effective use and control of resources and funds. Consequently, the Board of Trustees shall have the responsibility to approve recommendations from the President.

- b. Notwithstanding the above, the Board shall have power to:
- (1) Establish new schools;
 - (2) Make Statutes for governance of the University and regulation for conduct of business of Board of Trustees;
 - (3) Manage the University's investment;
 - (4) Direct expenditure of the funds;
 - (5) Appoint the President of the University;
 - (6) Keep custody of the University documents of existence and shall also keep title deed of fixed assets, landed properties, and similar documents of ownership;
 - (7) Appoint and approve the terms and conditions of appointment and the remuneration of the President, Vice President Academic Affairs, the Vice President of Administration, and the Vice President of Finance and create offices of new vice presidents when the need arises;
 - (8) Upon recommendation of the President, approves tenure and promotion decisions and confers degrees;
 - (9) Consider and approve developmental and fiscal policies and goals of the University;
 - (10) Ensure adequate source of funds to the University through investment, fund raising, endowment, acceptance of donations and so on;
 - (11) Receive, consider, and approve annual budgets/estimate and audited accounts of the University from the President;
 - (12) Establish, organize, and monitor schools, departments, institutes, and research centres and allocation of responsibility to different branches of learning; and
 - (13) Consider any other issues that may come under the purview of the Board.

10. **Tenure of the Board of Trustees:** The tenure of the Board of Trustees shall be for four (4) consecutive years renewable thereafter for an additional term of four (4) years. The Board shall meet at least four (4) times in each calendar year. There shall be at least two (2) meetings of the full Board. There shall be one (1) mandatory meeting and one (1) optional meeting of the Executive Committee in each calendar year. Meeting(s) of the Executive Committee will be held **preceding** meeting(s) of the full Board.

11. **Procedure for reconstituting the Board:** Each year before the end of any trustee's term of office, the Board of Trustees shall recommend a list of candidates for trusteeship. The appointment as new members of the Board will be for a term of 4 years in addition to the members of Board of Trustees whose 4-year terms have not yet ended.

12. **Calling of meetings and quorum of Board of Trustees:** The schedule of regular meetings of the Board of Trustees shall be filed in advance in the office of the Secretary of the Board. Prior written notice of any change in scheduled time or location of a regular meeting shall be published and filed. Special meetings of Board of Trustees shall be called upon written request of at least five members; such request shall specify the business to be considered at the meeting and no business not so specified shall be considered at the meeting. One-quarter of the current membership of the Board shall constitute a quorum for the transaction of all business.

13. **Powers of Board of Trustees to decide meaning of a Statute:**

a. In the event of any doubt or dispute arising at any time as to the meaning of any provision of a Statute, the matter may be referred to the Board of Trustees, who shall take such advice and make such decision thereof as they shall think fit.

b. The decision of the Board of Trustees on any matter referred to them under this section shall be binding upon the authorities, faculty, staff and students of the University, and where any question as to the meaning of any provision of a Statute has been decided by the Board of Trustees under this section, no question as to the meaning of that provision shall be subject to reviews by any court of law in Nigeria. Nothing in this sub section shall affect any power of a court of competent jurisdiction to determine whether any provision of a Statute is wholly or partly void as being *ultra vires* or as being inconsistent with the Constitution of the Federal Republic of Nigeria.

c. Sub-sections (a) and (b) of this section shall apply in relation to any doubt or dispute as to whether any matter is, for the purposes of this Law, an academic or a non-academic issue.

14. **Executive and General Purposes Committee of the Board and functions:**

a. There shall be a committee of the Board of Trustees to be known as Executive and General Purposes Committee, which shall, subject to the directions of the Board, monitor the property and expenditures of the University, review and approve requests for variation within the approved annual budgets, and perform such other functions of the Board of Trustees as the Board may refer to it. The Committee shall also review proposals from prospective contractor/suppliers. In addition, the Committee shall create a general physical planning policy and review the adequacy and use of existing facilities. The Chairperson of Board of Trustees shall be Chairperson of the Executive and General Purpose Committee.

b. The Board of Trustees shall determine the members of the committee acting on the recommendation of Chairperson Board of Trustees.

c. The Executive and General Purpose Committee shall make nominations to the Board for new Trustee Members.

d. Subject to this Law and the Statutes, the Executive and General Purposes Committee of the Board may make rules for the purpose of exercising any of its functions or of regulating its own procedure.

e. The Executive and General Purpose Committee shall meet as and when necessary for the performance of its functions under the Law but shall meet at least two times in each year.

15. **Academic and Student Affairs Committee of the Board and functions:** There is hereby established a committee known as Academic and Student Affairs Committee. The committee shall have the responsibility of approving, monitoring and offering recommendations on academic policies of the University and ensuring that they fulfill the University's academic mission and strategies. The committee shall also monitor academic budgets and personnel policies and procedures to ensure that they complement academic priorities. The Committee shall, in addition, formulate policies relating to students' interests. The membership of the committee shall be determined by the Board of Trustees acting on the recommendation of the Chairperson of the Board.

16. **Investment, Finance and Fundraising Committee of the Board and functions:** There is hereby established an Investment, Finance and Fundraising Committee. The Committee shall set investment policies, manage assets of the University, and review budgets for the University. In addition, the committee shall oversee annual and long-range operating budgets and make recommendations to the Chairperson of the Board as appropriate. The composition of the Committee is to be specified by the Board of Trustees. The major function of the Committee is to raise funds, which will be used for the daily operations of the University as well as to explore other new sources of income.

17. **Appointment and Promotions Committee of the Board and functions: A Vice-Chairperson** of the Board of Trustees shall be the President of the Appointment and Promotions Committee; he or she may, however, delegate his or her duty to a Vice President in the case of junior staff. The Committee shall review all personnel matters on behalf of the Board of Trustees and shall approve the General Terms of Employment of senior academic, administrative, and junior staff of the University. At the discretion of the Board of Trustees the function of the Appointment and Promotions Committee may be carried out by the Executive and General Purpose Committee.

18. **Audit Committee of the Board and functions:**

a. There is hereby established an Audit Committee, which shall ensure that a proper record of University accounts is kept and shall select independent accountants to perform the annual audit of the University Accounts.

b. The Audit Committee shall recommend to the Board of Trustees necessary internal controls to ensure prudence, accuracy, and transparency in the management of funds of the University.

19. **The Senate:** There shall be established a University Senate, which shall include the President who shall preside at its meetings. Other members are:

a. Vice Presidents

- b. Deans of Schools
- c. University Librarian
- d. All faculty at the Assistant Professor level and above who have been at AUN for at least 1 year

20. Functions of the Senate:

a. Subject to the overriding power of the Board of Trustees and the President, the Senate shall have the general functions of organizing and managing the teaching of the University, the admission (where no other enactment provides to the contrary) of students, and the discipline of students, and of promoting research at the University.

b. The Senate shall have the power to create and/or dissolve Committees. The President shall appoint the chairs of any committees formed by the Senate.

c. The Senate shall determine eligibility in awarding degrees and such other qualifications as may be prescribed in connection with examinations.

d. The Senate shall make recommendations to the Board of Trustees with respect to any person who may be awarded an honorary fellowship or honorary degree or the title of professor emeritus.

e. The Senate shall make recommendation for the granting of fellowships, scholarships, prizes, and similar awards in so far as the awards are within the control of the University.

f. Subject to this Law and the Statutes, the Senate may make regulations for the purpose of exercising any function conferred on it either by the foregoing provisions of this section or otherwise, or for the purpose of making provision for any matter for which provision by regulations is authorized by this Law or by Statutes.

g. The Senate shall also consider other matters that may be referred to it by the Board of Trustees.

21. Committees of the Senate:

a. There shall be the following Committees of the Senate:

- (1) Curriculum Development Committee,
- (2) Admissions Committee,
- (3) Academic Affairs Committee,
- (4) Student Affairs Committee
- (5) Faculty Affairs Committee,
- (6) Grievance Committee,
- (7) Administrative Affairs Committee, and
- (8) Any other Committee the Senate may deem appropriate.

b. Subject to a right of appeal to the Board of Trustees from a decision of the Senate under this subsection, the Senate may deprive any person of any degree, diploma or other award of the University which has been conferred upon him if, after due enquiry, he or

she is shown to have been guilty of dishonourable or scandalous conduct in gaining admission into the University or in obtaining that award.

c. The power and functions of the Senate as prescribed in this Law shall be exercised only in respect of matters of general University interest as distinguished from those affecting a single school.

22. **School Council:** There is hereby established a “School Council” for each of the Schools of the University to be presided over by the Dean of the school. The School Council shall report to the Senate.

23. **Function of School Council(s):** There shall be established in respect of each school, a School Council which, subject to provisions of this Statute, and subject to directions of the President or Senate shall:

a. Regulate the teaching and study of, and the conduct of examination connected with, the subject assigned to the school;

b. Deal with any other matter assigned to it by Statute, the President, or by the Senate; and

c. Advise the President or the Senate on any matter referred to it by the President or the Senate.

24. **Membership of School Council(s):** Each School Council shall consist of:

a. The Dean of the School;

b. The persons severally in charge of the School’s departments; and

c. Such of the faculty assigned to the school having the prescribed qualification as the Council may determine.

25. **Office of President and functions:**

a. The President, who shall be appointed by the Board of Trustees of the University, shall, in relation to the University, take precedence before all other members of the University except the Chairperson and members of the Board of Trustees. The President shall notwithstanding this provision take precedence at the commencement ceremony.

b. The President shall be appointed by the Board of Trustees and shall hold office for four years subject to renewal by the Board of Trustees.

c. Subject to the provisions of this Law, the President shall have general functions, in addition to any other functions conferred on him or her by this Law or by the Board of Trustees. The President shall direct the activities of the University, and shall to the exclusion of any other officer of the University be the Chief Executive and Academic Officer of the University. The President shall be *ex officio* a member of the Board of Trustees and of all standing committees thereof. The President shall also serve as the link between the Board of Trustees and the University community and shall have overall responsibility for the

achievement of the goals and objectives of the University. The President shall be responsible to and report directly to the Board of Trustees.

d. As the Chief Executive and Academic Officer, the President of the University shall also be responsible for carrying out and enforcing all policies and regulations adopted by the Board for the operation of the University and is given authority requisite to that end.

e. The President may participate in all discussions in Board meetings, except when the Board requests otherwise, but shall not vote. The President is an *ex officio* member of all committees of the Board, but shall not vote.

f. Other duties of the President shall be as follows:

(1) To attend all meetings of the Board except when the Board requests otherwise;

(2) To submit to the Board from time to time such recommendations and information concerning any phase of University policy or administration as may seem necessary and in the best interests of the University;

(3) Except as otherwise provided in this Law, to appoint those members of the University staff who report to him or her;

(4) To call and preside over meetings of the University Senate;

(5) To oversee the development, implementation and regular updating of the University's Strategic Plan;

(6) To appoint such committees as he or she deems necessary, and define their duties;

(7) To act as the official medium of communication between the Board of Trustees and University officers and staff members;

(8) To submit annually to the Board of Trustees for its approval a list of students recommended for graduation by the faculty of the various schools;

(9) To summarize, coordinate and approve the budget estimates submitted by schools, divisions, and departments, and, in consultation with the Vice Presidents, to prepare a budget adjusted to the revenue and needs of the University;

(10) To preserve and file for the University all records deemed necessary by the Board for the University to conduct business and preserve its history;

(11) To present to the Board for prior approval the annual budget for each fiscal year;

(12) To be the official representative of the Board of Trustees in all matters affecting the University;

(13) To provide leadership in external relations, development and fund-raising;

(14) To prepare such reports as are required by the Board, the State, and the Federal Government; and

(15) To make such organizational changes in University structure as do not affect degree programs or majors, and report these matters to the Board at the Board meeting following implementation of the changes. All actions involving the degree programs and the structure of schools will be brought to the Board for approval.

26. **Appointment of Officers:** The President shall nominate for consideration and approval of the Board of Trustees all principal executive officers of the University including Vice President Academics and Vice President Finance and Vice President Administration or any other Vice President.

27. **Vice President of Academic Affairs/Provost:** There is hereby established for the University the position of Vice President Academics Affairs/ **Provost**. The Vice President Academics Affairs shall be appointed by the Board of Trustees of the University on the recommendation of the President. The Vice President of Academic Affairs shall be in charge of academic activities in the University and shall carry out such functions as specified in his or her letter of appointment and such other duties as may be assigned to the Vice President by the President. The Vice President of Academic Affairs shall work under the general control and supervision of the President and, in the President absence, shall be expected to act for the President. The Vice President Academic Affairs holds office for a term of two years renewable, unless otherwise specified in contract by the Board of Trustees upon recommendation of the President.

28. **Vice President of Administration:** There is hereby established the position of Vice President of Administration. The Vice President of Administration shall be appointed by the Board of Trustees of the University on the recommendation of the President. The Vice President of Administration shall perform such functions as are specified in his or her letter of employment and shall carry out such duties as may be assigned to him or her by the President. The Vice President Administration shall be in charge of general administration and shall work under the general directives and control of the President. The Vice President of Administration holds office for a term of two years renewable by the Board of Trustees upon recommendation of the President.

29. **Vice President of Finance:** There is hereby established the office of the Vice President of Finance. The Vice President of Finance shall be appointed by the Board of Trustees of the University on recommendation of the President. The Vice President of Finance shall perform such functions as are specified in his or her letter of employment and shall carry out such duties as may be assigned to him by the President. The Vice President of Finance shall be responsible for the development and allocation of financial resources, but shall be subject to the general directives and control of the President. The Vice President of Finance holds office for a term of two years renewable by the Board of Trustees upon recommendation of the President.

PART IV

STATUTES OF THE UNIVERSITY

30. Power of the University to make Statutes:

a. Subject to this Law, the University may make Statutes for any of the following purposes:

(1) To make provisions with respect to the composition and constitution of any authority of the University with express approval of the Board of Trustees;

(2) To specify and regulate the powers and duties of any authority of the University and to regulate any other matter connected with the University or any of its authorities;

(3) To determine whether any particular matter is to be treated as an academic or non-academic matter for the purposes of this Law or of any Statute, regulation, or other instrument made there under;

(4) To make provision for any other matter for which provision is authorized by Statute or this Law; and

(5) To regulate the admission of students by the University and their discipline and welfare.

b. Subject to the provisions of this Law, the Interpretation Act shall apply in relation to any Statute made under this section;

c. The Statute contained in the Second Schedule to this Law (University Statute No. 1) shall be deemed to have come into force on the commencement of this Law and shall be deemed to have been made under this section;

d. The power to make Statutes conferred by this section shall not be prejudiced or limited in any way by reason of the inclusion or omission of any matter in or from the Statute contained in the Second Schedule to this Law or any subsequent Statute.

31. Mode of exercising power to make Statutes:

a. The power of the University to make Statutes shall be exercised in accordance with the provision of this section and not otherwise.

b. A proposed Statute shall not become law or come into operation unless it has been approved:

(1) At a meeting of the Senate by the votes of not less than half of the members present and voting, and

(2) At a meeting of the Board of Trustees by the votes of not less than half of the members present and voting.

c. A proposed Statute may originate either in the Senate or in a meeting of the Board of Trustees and may be approved as required by subsection (b) of this section by either one of those bodies before the other.

d. A Statute which (i) makes provision for or alters the composition of constitution of the Senate or (ii) provides for the establishment of a new school or for the amendment or revocation of any Statute where by a school is established shall not come into operation unless approved by the two-thirds of the members of Board of Trustees present and voting at the meeting where the subject is tabled.

e. For the purpose of section 2(2) of the Interpretation Act, a Statute shall be treated as being made on the date on which it is duly approved by the Board of Trustees after having been duly approved by the Senate.

32. **Proof of Statutes:** A Statute may be proved in any court by the production of a copy bearing or having affixed to it a certificate purporting to be signed by the President of the University to the effect that the copy is a true copy of a Statute of the University.

33. **Removal and discipline of academic, administrative and professional staff:**

a. If it appears to the President that any member of the academic, administrative, or professional staff should be removed from his or her office or employment on the grounds of misconduct or of inability to perform the function of his or her office or employment, the President may take such action.

b. The President may in the case of misconduct by a member of staff, which in the opinion of the President is prejudicial to the interest of the University, suspend such member pending final investigation or resolution of such misconduct. For good cause, any member of staff may be suspended from duties, or his or her appointment may be terminated by the President. For the purpose of this subsection, "good cause" means:

(1) Conviction for any offence by a competent court that the President considers to be such as to render the person concerned unfit for the discharge of the functions of his or her office; or

(2) Any physical or mental incapacity that the President, after obtaining medical advice, considers to be such as to render the person concerned unfit to continue to hold his or her office; or

(3) Conduct of a scandalous or otherwise disgraceful nature, which the President considers to be such as to render the person concerned unfit to continue to hold his or her office; or

(4) Conduct, which the President considers is such as to constitute failure or inability of the person concerned to discharge the functions of his or her office or to comply with the terms and conditions of his or her service. The power to discipline the person occupying the office of President and the power to relieve him or her of his or her appointment shall be vested with the Board of Trustees.

c. Notwithstanding the provision of section 33(a) and (b), the President shall in all cases have power to disengage any staff based on the terms of his or her employment. Such disengagement shall be reported to the Board of Trustees.

34. Discipline of students:

a. Subject to the provision of this section, where it appears to the Senate that any student of the University has been guilty of misconduct, the President, without prejudice to any other disciplinary powers conferred by Statute or regulations may direct:

(1) That the student shall not, during such period as may be specified in the direction, participate in such activities of the University or make use of such facilities of the University as may be specified; or

(2) That the activities of the student shall, during such period as may be specified in the direction, be restricted in such manner as may be so specified; or,

(3) That the student be rusticated for such period as may be specified in the direction; or

(4) That the student be expelled from the University.

b. The Senate may delegate its powers under this section to a disciplinary Committee consisting of such members of the University as the Senate may so nominate.

c. Nothing in this section shall be construed as preventing the restriction or termination of a student's activities at the University otherwise than on grounds of misconduct.

d. It is hereby declared that a direction under subsection a (1) of this section may be combined with a direction under subsection a (2) of this section.

PART V

FINANCIAL PROVISIONS

35. Funding and financial provisions

a. Funding: The funding of the University shall be through the following sources:

- (1) Subvention from the Board of Trustees;
- (2) Student fees;
- (3) Donations and endowments;
- (4) Consultancy services;
- (5) Proceeds from investments, and
- (6) Other sources as the Board of Trustees may determine.

b. Financial year: The Board of Trustees shall fix the financial year for the purpose of the University.

c. University accounts:

(1) The Board of Trustees shall cause proper accounts to be kept in respect of financial year and proper records in relation to these accounts, and without prejudice to any other requirement as to accounting or control imposed whether by this Law or any other regulatory law with respect to the finance of any lands, endowment and other properties held by or for the purpose of the University.

(2) The accounts of the University for the preceding financial year including an annual statement thereof shall be prepared in a prescribed form.

d. Income and expenditure estimates:

(1) The estimates of income and expenditure for a financial year shall be presented by the President to the Board of Trustees and may be approved by the Board of Trustees before the beginning of that financial year. Provided that the President may during any financial year make additional proposals and the Board of Trustees may approve supplementary estimates of income and expenditure.

(2) The annual and Supplementary Estimates shall be prepared in the form approved by the Board of Trustees and shall contain such information as the said Board of Trustees may direct.

e. Audit of University accounts:

(1) The Board of Trustees shall cause the accounts of the University to be audited by an External Auditor appointed by the Board of Trustees as soon as possible after the end of each financial year or for any such other period as the Board of Trustees may require.

(2) The appointment and other matters relating to External Auditor, his or her tenure of office and his or her functions, as the case may be, shall be determined by the Board of Trustees.

PART VI

MISCELLANEOUS PROVISIONS

36. **Restriction on disposal of land by University:** Without prejudice to the provisions of the Land Use Act, the University shall not dispose of or charge any land or an interest in any land except with prior written consent, either general or special, of the Board of Trustees, provided that such consent shall not be required in the case of any lease or tenancy at a rent for a term not exceeding three years or any lease or tenancy to a member of the University for residential purposes.

37. **Quorum and procedure of bodies established by the Law:** Except as may be otherwise provided by Statutes or by regulations, the quorum and procedure of any body or persons established by this Law shall be such as may be determined by that body.

38. **Appointment of Committees:**

a. Any body or persons established by this Law shall, without prejudice to the generality of the powers of that body, have powers to appoint committees, which need not consist exclusively of the members of that body, and to authorize a committee established by it to exercise on the body's behalf such of its function as it be determined and to co-opt members, and may direct whether or not co-opted members (if any) shall be entitled to vote in that committee.

b. Any two or more such bodies may arrange for the holding of joint meetings of those bodies for the appointment of a committee or committees consisting of members of those bodies.

c. Except as may be otherwise provided by a Statute or by regulation, the quorum and procedure of a committee established or meeting held in pursuance of this section shall be such as may be determined by the body or bodies which have decided to establish the committee or hold meeting.

d. Nothing in the foregoing provisions of this section shall be construed as:

(1) Enabling statutes to be made otherwise than in accordance with provision to this Law, or

(2) Enabling the Senate to empower any other body to make regulations or to award degrees.

39. **Miscellaneous administrative provisions:**

a. The seal of the University shall be such as may be determined by the Board of Trustees, and the affixing of the seal shall be authenticated by any member of the Board of Trustees, the President, or any other person authorised by the Board of Trustee.

b. Any document purporting to be a document executed under the seal of the University shall be received in evidence and shall, unless the contrary is proved, be deemed to be so executed.

c. Any contract or instrument made or executed by a person not being a body corporate, will not be required to be under seal and may be made or executed on behalf of the University by any person generally or specially authorized to do so by the Board of Trustees.

40. **Validity of Proceedings:** The validity of any proceedings of any body established in pursuance of this Law shall not be affected by any vacancy in the membership of the body or by reason that any person not entitled to do so take part in the proceedings.

41. **Indemnification:** Members of the Board of Trustees and officers of the corporation of the University shall be entitled to indemnification in the defense of any criminal or civil

action or proceeding as provided by law or by such procedures, not inconsistent with law, as the Board may adopt from time to time. Other officers and employees of the University may be so indemnified on such terms and conditions as the Board may approve from time to time

42. **Conflict of Interest:** Any member of such body who has a personal interest in any matter proposed to be considered by that body shall forthwith disclose his or her interest to the body and shall not participate in deliberation or vote on any question relating to the matter.

43. **Serving Notice:** Any notice or other instrument authorized to be served by virtue of this Law may, without prejudice to any other mode of service, be served by email or post.

44. **Transitional and Savings provision:**

a. On the date of the appointment of the Board of Trustees of the University all properties held immediately before the commencement of this Law for and on behalf of the University shall by virtue of this sub section and without further assurance vest in the University and be held by the Board of Trustees for the purpose of the University.

b. Without prejudice to the generality of sub-section (a) of this section:

(1) The reference in the said sub-section (a) to properties held by the University shall include a reference to the right to receive and give a good discharge for any grants or contributions, which may have been voted or promised to the University;

(2) All debts and liabilities of the University outstanding immediately before the commencement of this Law shall on commencement date become debts or liabilities of the University.

(3) All Agreements, Contracts, Deeds and other Instruments to which the University was a party immediately before the appointed day shall, so far as possible and subject to any necessary modifications, have effect from the commencement of this Law.

45. **AMENDMENT:** This By-Law may be amended by majority votes of the members of the Board of Trustees upon prior notice of four weeks containing the intended amendment”

PART VII

SCHEDULES

FIRST SCHEDULE: PRINCIPAL OFFICERS OF THE UNIVERSITY

I. THE PRESIDENT

A. The President shall be appointed or be removed by the Board of Trustees.

- B. The tenure of the President shall be for four years and renewable thereafter.
- C. Subject to this paragraph, the President shall hold office on such terms as to emoluments and otherwise as may be specified in his or her instrument of appointment. The person to be appointed President must be a distinguished scholar with outstanding academic and administrative experience. The person must possess a doctorate degree, have been a Professor for not less than 10 years, and possess an unimpeachable moral standing.

II. THE VICE PRESIDENTS

- A. The Board of Trustees of the University upon recommendation by the President shall have the power to appoint the Vice President of Academic Affairs/Provost, Vice President of Finance, the Vice President of Administration, and any other Vice Presidents as the Board of Trustees shall determine.
- B. The tenure of office of Vice Presidents shall be two years renewable thereafter.
- C. The Vice Presidents shall assist the President in the day-to-day administration of the University and perform such other duties as will be directed by the President. In the absence of President, the Vice President of Academic Affairs will act on his or her behalf. The respective duties of the Vice Presidents shall be as contained in the Law and the instruments of appointment. They shall perform other duties assigned to them by the President.

III. THE DEANS OF THE SCHOOLS

- A. There shall be a Dean of School who shall be appointed by the President at his or her pleasure. The Dean shall be the Chief Academic Officer of his or her School.

IV. THE VICE PRESIDENT OF FINANCE

- A. There shall be a Vice President of Finance of the University who shall be responsible to the President for the day-to-day administration and control of the financial affairs of the University.
- B. The Vice President of Finance shall hold office according to the terms of his or her instrument of appointment.
- C. Other functions of the Vice President of Finance include:
 - (1) Making payments on all goods and services procured by the University;
 - (2) Preparing financial statements to guide decision-making;
 - (3) Preparing short- and long-term investment plans;
 - (4) Preparing budget operating plans;
 - (5) Receiving, entering and lodging all fees, donations, grants, and so forth, on behalf of the University; and
 - (6) Perform any other function that may be assigned by the President.

V. THE UNIVERSITY LIBRARIAN

- A. There shall be a University Librarian who shall be responsible for the administration of the University library and the management of all the library services in the University and its schools, departments, centers and institutes, and other teaching or research units. The University Librarian shall work through the office of the Vice President Academics Affairs/Provost.
- B. The University Librarian shall hold office according to the terms of his or her instrument appointment.

VI. EMOLUMENTS OF THE OFFICES

- A. The officers aforesaid shall hold office on such terms as to the emolument of their offices and otherwise as may be specified.

VII. RESIGNATION

- A. Any officer mentioned in the foregoing provisions of this schedule may resign his or her office, in the case of the President and Vice Presidents, by written notice to the Board of Trustees and in any other case, by written notice to the President, who shall immediately notify the Board of trustees.

SECOND SCHEDULE:
STATUTE NO. 1 – ARRANGMENT OF ARTICLES

ARTICLE

- I. The Founder
- II. Board of Trustees
- III. Committees of Board of Trustees
- IV. The Senate
- V. Committee of Deans
- VI. Organization of Schools and Branches thereof
- V. School Councils
- VII. Dean of School
- VIII. Creation of academic posts
- IX. Appointment of academic staff
- X. Appointment of administrative and professional staff
- XI. Interpretation
- XII. Short title

I. THE FOUNDER

- A. The Founder of the American University of Nigeria shall remain Alhaji Atiku Abubakar and no other after him.
- B. The Founder shall exercise the function of the Visitor of the university and shall exercise such function that may be bestowed on a Visitor by any Law or enactment.

II. THE BOARD OF TRUSTEES

- A. The Board of Trustees shall consist of no fewer than ten members and must include a Chairperson and Vice-Chairpersons of the Board.
- B. The President shall be a non-voting member of the Board of Trustees.
- C. The quorum of the Board of Trustees shall be one-quarter of all members at least one of whom shall be the Chairperson.
- D. If the Chairperson is not present at a meeting of the Board of Trustees and has given notice to that effect then notwithstanding paragraph I. (A) and (C) above, any of the Vice-Chairpersons will represent the Chairperson and act on his or her behalf.
- E. Where the Board of Trustees desires to obtain advice with respect to any particular matter, it may co-opt not more than two persons for that purpose, and the persons co-opted may take part in the deliberations of the Board at that meeting but shall not be entitled to vote.

III. COMMITTEES OF THE BOARD OF TRUSTEES

- A. In addition to the committees named in the Law, the Board of Trustees, upon recommendation of the Chairperson, shall have power to set up other committees as it deems fit, and subject to any directions given by the Board of Trustees, the committees may regulate their own procedures.

IV. THE SENATE

- A. The Senate shall consist of:
- (1) The President and Vice Presidents;
 - (2) The Deans of Schools;
 - (3) The University Librarian; and
 - (4) All faculty above the assistant level who have been at AUN for at least 1 year.
- B. The President, when he or she is present, and in his or her absence, the Vice President of Academic Affairs/Provost, shall be the Chairperson at all meetings of the Senate.
- C. The quorum of the Senate shall be one-third of the Senate's membership (or the nearest whole number less than one-third); and subject to paragraph (B) of this article, the Senate may regulate its own procedures.
- (1) Any elected member shall hold office for the period of two years, which may be renewed thereafter.
 - (2) If so requested in writing by any five (5) members of the Senate, the President or, in his or her absence, any of the Vice Presidents shall convene a meeting of the Senate to be held not later than the tenth day following that on which the request was received.

V. ORGANIZATION OF SCHOOLS AND BRANCHES THEREOF

- A. Each School shall be divided into such number of departments as may be prescribed by Senate.

VI. SCHOOL COUNCILS

- A. There shall be established in respect of each school a School Council, which, subject to provisions of this Statute, and subject to directions of the President or Senate shall:
- (1) Regulate the teaching and study of; and the conduct of examination connected with, the subject assigned to the school;
 - (2) Deal with any other matter assigned to it by Statute, the President, or by the Senate;
 - (3) Advise the President or the Senate on any matter referred to it by the President or the Senate.
- B. Each School Council shall consist of:

- (1) The Dean of the School;
 - (2) The persons severally in charge of the School's departments; and
 - (3) Such of the faculty assigned to the school having the prescribed qualification as the Council may determine.
- C. The quorum of the Council shall be eight members or one-third whichever is less of the members of the School. Subject to the provision of this Statute and to any provision made by regulations in that behalf, the Council may regulate its own procedure.

VI. THE DEAN OF SCHOOL

- A. The Dean of a School shall be appointed by the President and shall hold office for a term of two years, which may be renewed thereafter.
- B. The Dean shall be the Chairperson at all meetings of the School Council when he is present; and he or she shall be a Member of all committees and other Committees appointed by the School.
- C. The Dean shall exercise general superintendence over the academic and administrative affairs of the School. It shall be the function of the Dean to present to Convocation for conferment of degrees persons who have qualified for the degrees of the University at examination held in the department of learning for which responsibility is allocated to that School.
- D. The Dean of a school may be removed from office at the pleasure of the President.
- E. In this article, "good cause" has the same meaning as section 34b of the Law.

VII. CREATION OF ACADEMIC POSTS

- A. Recommendations for the creation of academic posts other than those mentioned in article VII of this Statute shall be made by the Senate to the President.

VIII. APPOINTMENT OF ACADEMIC STAFF

- A. Subject to the Law and the Statutes, the filling of vacancies in academic posts (including newly created ones) shall be as prescribed from time to time by Statutes.

IX. APPOINTMENT OF ADMINISTRATIVE AND PROFESSIONAL STAFF

- A. The administrative and professional staff of the university, other than Vice Presidents, shall be appointed by the President.

X. INTERPRETATION

- A. In this Statute, the expression "the Law" means the American University of Nigeria Bylaws, and any expression defined in the Law has the same meaning in this Statute.

XI. SHORT TITLE

- A. This Statute may be cited as the American University of Nigeria Statute No. 1.