



<b>POLICY NUMBER</b>	IIE031	
<b>POLICY NAME</b>	Governance Policy	
<b>LEGEND</b>	<p>Previously known as the:</p> <ol style="list-style-type: none"> <li>1. Committee Structure and Delegations</li> <li>2. Policy and Academic Governance System</li> <li>3. Institutional Governance and Policy Development Policy, 23 November 2021</li> </ol> <p>Renamed on 11 September 2024<sup>1</sup></p> <ol style="list-style-type: none"> <li>4. Governance Policy</li> </ol>	
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<sup>1</sup> S66: 2024-09-11 Item 8.2.13

<sup>2</sup> Post S47: 2018-03-2-Item 7.2.1 and S48, 2018-07-05, Item – Editorial changes, the addition of the Education Faculty and amendments based on changes to the Research and Postgraduate Studies Policy (IIE007)

<sup>3</sup> S52: 2019-07-11 Item 7.3

<sup>4</sup> S66: 2024-09-11 Item 8.2.13: The IIE031 Institutional Governance and Policy Development Policy (v28) has been restructured in its totality.

	<b>04 December 2025<sup>5</sup></b>	<b>With immediate effect</b>
<b>DATE FOR NEXT REVIEW</b>	<b>2026</b>	
<b>RELATED POLICIES</b>	<b>All IIE Policies</b>	
<b>POLICY ANNEXURES</b>	<p><b>Annexure A:</b> <b>The IIE Tertiary Academic Operating Model</b></p> <p><b>Annexure B:</b> <b>IIE Governance Committee Structure</b></p> <p><b>Annexure C:</b> <b>Governance Committee Remits</b></p> <p><b>Annexure C1:</b> <b>Senate Nomination Form: Staff Representatives</b></p> <p><b>Annexure C2:</b> <b>Senate Nomination Form: Student Representatives</b></p> <p><b>Annexure C3:</b> <b>Observer Attendance Request Form</b></p> <p><b>Annexure C4:</b> <b>Governance Committee Schedule</b></p> <p><b>Annexure C5:</b> <b>Governance Committee: Agenda Preparation and Guidelines</b></p> <p><b>Annexure C6:</b> <b>Governance Committee Ethics Charter</b></p> <p><b>Annexure D:</b> <b>IIE Risk Management Framework</b></p> <p><b>Annexure E:</b> <b>IIE Policy Management Framework</b></p>	
<b>RELATED PROCEDURES</b>	<b>None</b>	

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<sup>5</sup> S70: 2025-04-12 Ite, 10.2.5.1: The IIE031 Governance Policy (Version 29) has been comprehensively updated to reflect the current Tertiary Academic Operating Model (TAOM) and align with governance standards and guidelines outlined in the CHE's Quality Assurance Framework (QAF). Key enhancements include:

- An expanded Glossary and Roles section
- Clearer and more explicit Guiding Principles

Integration of the Strategic, Risk and Policy Management Frameworks

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## GLOSSARY AND ROLES

Academic Centre of Excellence (ACE)	<p>The IIE team responsible for:</p> <ul style="list-style-type: none"> <li>• Quality review of the student learning journey (IQAF)</li> <li>• Design and periodically review of qualifications and associated curricula</li> <li>• Customisation and integration of technology and processes that enhance teaching and learning</li> <li>• Ensuring regulatory compliance</li> <li>• Industry-leading development programmes for academics (Sirius)</li> <li>• Publishing of multiple accredited academic journals and hosting national and international conferences..</li> </ul>
Accountability	The obligation of all individuals, committees, and governance structures to report, explain, and take responsibility for decisions, actions, and performance outcomes in accordance with institutional and statutory requirements.
Audit and Risk Committee (ARCom)	Constituted as a statutory committee of the ADvTECH Board in terms of section 94(7) of the Companies Act. ARCom is responsible for oversight of internal controls, risk management, compliance, and financial integrity. All members are elected by the shareholders at the Annual General Meeting (AGM) and all are independent <sup>6</sup> non-executive members.
ADvTECH	The public listed company on the Johannesburg Stock Exchange (JSE) <sup>7</sup> that controls its two major divisions, namely ADvTECH Resourcing (Pty) Ltd and The IIE (Pty) Ltd.
Autonomy	The right and responsibility of the Higher Education Institution to manage its own affairs and make academic and operational decisions within the framework of national legislation and regulatory oversight by DHET and CHE
BAC	British Accreditation Council
Board	The ADvTECH Board that oversees the management and governance control structure, which directs the organisation in its entirety.
Brands or “IIE Brands”	Emeris (former brands, IIE Varsity College, MSA, HSM and Vega unified under new brand, Emeris, with Vega a School of Emeris), and Rosebank College are the higher education brands of The IIE.

<sup>6</sup> Means they are not involved in the day-to-day management of the organisation, has no material interest, financial or otherwise in the company that could affect their judgement.

<sup>7</sup> JSE- A regulated financial marketplace. A platform for companies to raise capital by listing their shares and for investors to trade in those shares in a transparent and secure way.

Business Continuity	The capacity of a Higher Education Institution to maintain or quickly resume critical functions in the event of a disruption, supported by a Business Continuity Plan (BCP).
Conflict of Interest	Situation where personal interest could influence objective decision-making.
Chair's Action	An urgent decision made by the Chairperson between meetings and ratified later in terms of section 6.7.3 of the IIE 031 Policy.
CHE	Council on Higher Education
Compliance	Adherence to all applicable laws, regulations, policies, and standards set by internal and external regulatory authorities, including DHET, CHE, and SAQA.
DHA	Department of Home Affairs
DHET	Department of Higher Education and Training
Director or "IIE Director" (Also referred to as The IIE Head)	The ADvTECH Group Executive member responsible for the Academic Centre of Excellence and The IIE's academic functioning and status as a private provider of education.
Directors of The IIE	Normally, the Group CEO, Group Chief Financial Officer, Director of The IIE and Managing Director of the Schools division or as appointed by The ADvTECH Board, all charged with <b>fiduciary</b> duties of The IIE.
Executive Management	The senior leadership team of The IIE responsible for overall strategic and operational direction of The IIE. This would typically be the Director of The IIE and the ACE senior management team together with the brand MDs and their senior management team. Executive management oversees institutional planning, policy implementation, resource allocation, risk management and compliance and implementing Senate decisions.
Fiduciary duties	Refer to the legal and ethical responsibilities of, for example, Directors of The IIE, Members of Senate and its committees, and Senior Executives, conferred upon them by virtue of their office/position – to exercise their powers and perform their functions with integrity, diligence, good faith and loyalty to advance the vision and mission and sustainability of The Institution.
Functions	Include powers and duties and vice versa.
Group/ ADvTECH Group	Refers to ADvTECH Limited and all its subsidiaries (Schools, Tertiary, Resourcing) and brands, across its geographical footprint (SA and other African markets.)
Institutional Governance	Refers to the framework of values, principles, structure and processes through which the Institute is managed and held accountable for fulfilling its mission and strategic objectives in a manner that upholds academic integrity, institutional autonomy, transparency, ethical leadership, regulatory compliance, inclusivity, accountability and responsible management of its resources.

Institutional Student Council (ISC)	The elected body of which members participate in the Institute's governance processes.
Internal Quality Assurance	The integrated institutional system of people, policies, processes and practices used to manage and strengthen the quality of its delivery of the core academic (teaching & learning, research), governance and associated functions, as determined by its vision, mission and strategic goals.
Institutional Quality Management System (IQMS)	The Institute's integrated self-management system of policies, processes, practices, people and structures that assure, monitor, develop and enhance the quality core academic functions (teaching & learning, research and community engagement and support services, in alignment with its mission and strategic goals, using evidence-based data, so that the students succeed, research is credible, and the institution contributes effectively to society.
Integrity	Adherence to ethical values such as honesty, fairness, and transparency in all institutional operations.
Management	The broader leadership group, including Deans and Deputy Deans of Faculty/ School, Directors <sup>8</sup> , Deputy Registrar and Managers responsible for executing approved strategies and managing daily operations.
Material Matters	Those issues that could influence the decisions of an investor or stakeholder or have an impact on the group's financial performance, operations or reputation. These matters could also substantially impact The IIE and ADvTECH's ability to execute their strategic priorities, create and/or preserve stakeholder value in the short (one to two years), medium (three to five years) and long term (more than five years).
MANCO	The management committee of the Tertiary Division of AdvTech
Mission	The Higher Education Institution's formal statement of purpose, defining its core functions and responsibilities within the higher education system.
Performance Indicators (KPIs)	A measurable value used to assess the effectiveness of institutional activities in achieving strategic objectives.
Private Higher Education Institution (PHEI)	Means any institution registered or conditionally registered as a private higher education institution in terms of Chapter 7 of the Act.
Quality Assurance	The process of evaluating and providing evidence of the extent to which institutions fulfil their goals.

<sup>8</sup> This is an Emeris senior management designation and not the same as the Director of The IIE

Quality Assurance Indicators	Specific, measurable signs or benchmarks (quantitative or qualitative measures used to evaluate the extent to which an institution's goals/ activities meet established standards of quality, effectiveness and continuous improvement.
Quality Enhancement	Focuses on improving practices, outcomes, and the overall student experience.
Quorum	Minimum membership required for valid decisions of governance committees.
Registrar	Custodian of governance, policy administration, records and statutory compliance of the Institute. In this regard, the Registrar works closely with the Head of Governance and Compliance at ACE, who is responsible for overseeing these functions and ensuring an extra layer of quality assurance.
Round Robin/ Round Robin Resolution	A decision-making method used when no committee meeting is scheduled. Members are consulted electronically, and once a quorum and voting requirements are met, the decision is formally recorded as if made in a meeting and ratified later.
SACE	South African Council for Educators
SAICA	South African Institute for Chartered Accountants
Secretariat	The administrative and governance support function housed within, or overseen by, the Office of the Registrar. It is responsible for ensuring the effective operation of the Institute's governance structures by providing professional coordination, logistical support, record-keeping, and compliance oversight to Senate, and its subcommittees.
Senate	The overarching and highest academic decision-making governance structure of The IIE
Strategic Plan	A formal document setting out the Institute's long-term goals, key priorities, and measurable performance indicators/Quality Assurance Indicators approved by Senate.
Stakeholder Engagement	Active consultation and participation of internal and external stakeholders—such as staff, students, alumni, parents, industry, and the public—in institutional planning and decision-making.
Student	Means a person registered to study at a registered site of The Independent Institute of Education.
Sustainability	The capacity of the Institute to operate efficiently, ethically, and responsibly over time, ensuring continued delivery of its mission and value to stakeholders.
The Independent Institute of Education or "The IIE" or "The Institute" or "Registered Provider"	The Independent Institute of Education (Pty) Ltd is a private higher education institution registered with the Department of Higher Education and Training in terms of the Higher Education Act, 1997 (reg. no. 2007/HE07/002). Company registration number 1987/004754/07.
Transformation, Social and Ethics Committee (TSEC)	A statutory committee of the Board. Established in terms of section 72(4) of the Companies Act.

Transparency	The open and honest communication of decisions, processes, and results, ensuring access to accurate information by stakeholders.
Written Notice	Means any notice in writing and includes any notice sent as contemplated by the Electronic Communications and Transactions Act (Act No. 25 of 2002), or any act that amends or replaces it.

## 1. INTRODUCTION

- (1) The Independent Institute of Education (Pty) Ltd (The IIE) operates within a complex higher education environment characterised by evolving social, economic, technological, and regulatory contexts. As such, effective governance serves not only to ensure compliance with the Higher Education Act (No. 101 of 1997 as amended) (The Act), and related legislation<sup>9</sup> but also to advance the principles of academic freedom, institutional autonomy, transformation, and continuous quality improvement as articulated in the CHE's Quality Assurance Framework (QAF) (2023).
- (2) Effective governance is fundamental to the success, sustainability, and integrity of The IIE. It ensures that the institutional purpose, strategic direction, and quality outcomes are defined, implemented, and monitored within the legal framework of the Act, the CHE's QAF, King IV Principles of Corporate Governance and other relevant national frameworks.
- (3) Governance at The IIE is collaborative and consultative. Committees exercise decision-making and oversight responsibilities, informed by deliberative engagements across various institutional platforms.
- (4) Any personal information collected under this Policy should be handled in accordance with:
  - a) The IIE Personal Information, Intellectual Property and Cybersecurity Policy (IIE032) read with:
    - i. ADvTECH Group policies and procedures relating to the processing of personal information, cybersecurity, and intellectual property,
    - ii. the Protection of Personal Information Act, 2013 (POPIA) and other Data Protection Legislation,
    - iii. the Constitution of the Republic of South Africa, 1996
  - b) The processing of personal information should particularly be consistent with POPIA's conditions for lawful processing of personal information. These include purpose specification, processing limitation, ensuring quality of information, accountability, limitations on further processing, correction of information, and retention of records.
  - c) As such, identifying personal information will only be recorded in agendas and supporting documentation where doing so is critical for the decision or process or the record.

## 2. PURPOSE

- (1) This Governance Policy establishes the framework, principles, structures and processes through which The IIE is directed, controlled and held accountable.

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The Independent Institute of Education (Pty) Ltd is registered with the Department of Higher Education and Training as a private higher education institution under the Higher Education Act, 1997 (reg. no. 2007/HE07/002). Company registration number: 1987/004754/07.

- (2) The governance framework is designed to uphold the integrity and reputation of the institution, safeguard the interests of students, and to ensure adherence to its academic quality mandate.
- (3) It covers systematic distribution of authority, responsibility and decision making between the ADvTECH Board, the Tertiary Management Committee (MANCO), Senate and its subcommittees, executive management, management, students, faculties and administrative units and stakeholders.
- (4) It extends to strategic planning, risk management, internal quality assurance, compliance and reporting processes and a policy framework that contribute to effective governance, institutional excellence and sustainability.

### 3. SCOPE

- (1) This policy applies to all governance structures, executive management, academic and administrative departments, and institutional stakeholders, including students, staff, alumni, and external partners.

## 4. THE INDEPENDENT INSTITUTE OF EDUCATION

To fully understand how governance is operationalised, it is essential to examine The IIE's legal status, organisational composition, and its relationship within the broader ADvTECH Group. This context provides the basis for the distribution of authority, accountability, and quality assurance mechanisms.

### 4.1 The IIE – Legal Status, Structure, and Authority

- (1) The Independent Institute of Education (Pty) Ltd (The Institute/ The IIE) is established in terms of section 53 of the Higher Education Act (Act 101 of 1997 - the Act) as a Private Higher Education Institution (PHEI).
- (2) The IIE (Pty) Ltd is a juristic person. It exists and functions in terms of the Constitution of the Republic of South Africa, the Act, the Regulations for Private Higher Education Institutions, The IIE Policies and its Governance structure.
- (3) The Institution comprises of its Directors, Managing Directors, Senate and its subcommittees, the Academic Centre of Excellence (ACE), two distinct brands (Emeris and Rosebank College) with their Schools (where applicable), Brand Head

Offices and sites of delivery - academic and research staff<sup>10</sup>, support staff<sup>11</sup> , service staff<sup>12</sup> , students and such other groupings and offices as operationally required.

- (4) The Academic Centre of Excellence . is located at ADvTECH House, Building 3, Block 7, Inanda Greens, 54 Wierda Road West, Wierda Valley; Sandton, 2196.
- (5) The IIE conducts its academic activities on all its registered sites of delivery across the various provinces as published on its DHET Certificate of Registration.
- (6) The IIE may also confer its higher education qualifications in its name.

## 4.2 The IIE in the Context of ADvTECH Ltd and ADvTECH Group

- (1) The IIE (Pty) Ltd is a wholly owned subsidiary of ADvTECH Limited, a publicly listed company on the Johannesburg Stock Exchange (JSE) that serves as the holding company for all its subsidiaries/divisions.
- (2) ADvTECH Ltd comprises three divisions/subsidiaries: **Schools, Tertiary (The IIE), and Resourcing.**
- (3) The holding company (ADvTECH Ltd) is the business entity/parent company that owns controlling interests (shares, assets or voting rights) in its subsidiaries (the companies they own). The ADvTECH Group (Group) is made up of ADvTECH Limited and all its subsidiaries and brands, across its geographical footprint (SA and other African markets).
- (4) To ensure sound governance and strategic oversight, the ADvTECH Group Board, consisting of a Board of Directors<sup>13</sup>, operates through a set of specialised committees<sup>14</sup>, namely, the Audit and Risk, Investment, Nominations, Remuneration and the Transformation, Social and Ethics Committee. Each committee is tasked with specific responsibilities that support the Group's long-term sustainability, regulatory compliance, and operational excellence – see Table 1. The unitary board structure directs the organisation (Group) in its entirety in terms of strategy, governance controls and the implementation and execution of the approved strategy.

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<sup>10</sup> Means any member of staff who spends 50% or more of their official time on duty at The Institution.

<sup>11</sup> Members of staff who, either directly or indirectly, support The Institution's academic/ instructional activities, e.g., staff members who perform functions such as academic support services, student support services and institutional support services, such as human resource management, financial management, and administration.

<sup>12</sup> These are members of staff who perform auxiliary services, such as operation and maintenance, garden services, custodial services and security services.

Definitions 4-6 as per DHET Regulations for the Registration of Private Higher Education Institutions, 2016. A Guide for the Completing The Annual Report (APX-03)

<sup>13</sup> The Board of Directors consists of executive (full- time employees of the organisation, responsible for executing the company's strategy. They are the Group CEO, the Group Commercial Director/Chief Financial Officer, and non-executive members (independent).

<sup>14</sup> The ARCom and the TSEC are statutory committees of the ADvTECH Board, established in terms of the Companies Act.

**Table 1: ADvTECH Group Governance Subcommittees- Purpose and Relevance to The IIE**

Item	Committee	Purpose	Relevance to The IIE
a)	<b>Remuneration (RemCom)</b>	Ensures fair, transparent and performance-driven remuneration, promoting transformation.	Influences pay structures for IIE employees.
b)	<b>Audit &amp; Risk (ARCom)</b>	Oversees risk management and appoints auditors.	Appoints external auditors also audit The IIE's DHET/HEQCIS data. IIE key risks are included in the Group Risk Register.
c)	<b>Investment Committee</b>	Manages investment strategy and financial decisions.	Approves IIE acquisitions and infrastructure projects.
d)	<b>Nominations (NomCom)</b>	Ensures appropriate Board composition and appointments.	Potential to appoint educational experts impacting IIE strategy.
e)	<b>Transformation, Social &amp; Ethics (TSEC)</b>	Oversees ethics, stakeholder engagement, and transformation.	Evaluates and guides IIE's transformation progress.

(5) The Group CEO, who has executive oversight of the implementation and execution of the approved Group Strategy, has delegated this to the leadership operating committees of the divisions.

(6) The IIE's Tertiary Operating Committee, also referred to as MANCO, consists of the:

- a) Brand MDs\*
- b) Group CEO (serves on the ADvTECH Board)
- c) Chief Information Officer\*
- d) Chief Finance Officer (serves on the ADvTECH Board)
- e) Group Commercial Director (serves on the ADvTECH Board)
- f) Group People & Culture Executive
- g) IIE Directo\*
- h) Group Properties Executive\*

\*These members may attend Board meetings, to respond to areas within their expertise and as required.

(7) The Independent Institute of Education , as part of the ADvTECH Group, benefits from a range of integrated support services that enhance its operational efficiency, academic delivery, and strategic alignment. These support areas—ranging from policy frameworks to IT infrastructure and employee development—are designed to ensure consistency across the Group and to reinforce The IIE's commitment to quality and transformation. Table 2 below outlines the key support functions provided by the Group and their direct impact on The IIE.

**Table 2: Key Support Functions provided by the Group- Direct Impact on The IIE**

Item	Support Area	Description	Impact on The IIE
a)	<b>ADvTech Group Policies</b>	Comprehensive HR and operational policies including leave, conduct, training, privacy, and performance. For more information, visit <a href="https://advtechonline.sharepoint.com/sites/Intranet/SitePages/ADvTECH%20Policies.aspx">https://advtechonline.sharepoint.com/sites/Intranet/SitePages/ADvTECH%20Policies.aspx</a>	All IIE employees are governed by these policies.
b)	<b>Governance Committees</b>	Oversight through Board committees.	Direct influence on strategic and operational decisions.
c)	<b>Employee Development</b>	Leadership, coaching, and succession planning programmes.	IIE staff benefit from these initiatives.
d)	<b>IT Systems</b>	Group-wide systems supporting operations.	Used by the IIE for academic and administrative functions.
e)	<b>ESG Strategy</b>	Focus on ethics, sustainability, and social responsibility.	IIE's community engagement aligns with Group ESG goals.

## 4.3 IIE Aligned - ADvTECH Strategy & Values

- (1) The ADvTECH Group's strategic framework is designed to drive sustainable growth, **academic excellence, and operational efficiency** across its divisions. This is guided by their values, namely, ethics, people-centeredness, high quality, sustainability, caring and responsible leadership and respect, diversity and inclusion.
- (2) Its Ambition is to:
  - a) lead in every market segment in which they operate.
  - b) become the employer of choice in the education and resourcing sector.

This ambition will be achieved by:

- i) focusing on areas of greatest opportunity and
- ii) leveraging its strong brands, academic centre of excellence and functional expertise.
- (3) To translate these strategic ambitions and values into tangible academic outcomes, The IIE relies on strong leadership and a robust academic governance structure. This is where the role of the IIE Director and the Academic Centre of Excellence (ACE) becomes pivotal. Together, they ensure that the Group's commitment to quality, innovation, and sustainability is embedded within every aspect of the tertiary division's operations, from curriculum design to accreditation and scholarly advancement.

## 4.4 The IIE Director and Academic Centre of Excellence

- (1) The IIE Director is the Group Executive responsible for the academic leadership of The IIE. This role provides academic leadership and governance oversight of The IIE and ensures that ACE maximises Academic Advantage for the tertiary division, by:
  - a) Ensuring national and international accreditation, academic governance, and a structured approach to quality assurance.
  - b) Optimising curriculum design.
  - c) Creating and integrating educational technology systems to improve teaching practices.
  - d) Providing institutional research that supports decision-making, planning, policy formation, and goal setting.
  - e) Elevating the standing of the tertiary division through scholarly and quality enhancement initiatives.
  - f) Creating and optimising academic support systems.

(2) **The Academic Centre of Excellence** in collaboration with the Brands' National/ Head offices, is responsible for the functions<sup>15</sup> defined in the Higher Education Act and ensuring and assuring that these are carried out equitably through the sites of delivery as necessary.

#### 4.4.1 Brand Units (National/ Head Offices and Sites of Delivery)

- (1) Brand units are responsible for:
  - a) Driving a competitive, unique value proposition
  - b) Delivering customer value
  - c) Delivering brand innovations
  - d) Driving accountability, autonomy and efficient decision making at customer level
  - e) Driving operational flexibility
  - f) Owning the Teaching and Learning, Research and Community Engagement imperatives.
  - g) Cultivating an ecosystem where COP are leveraged to ensure sites of delivery receive the same support.
- (2) The national teams ensure that there is equity across sites within a brand in relation to the implementation of policy and the delivery of teaching and learning.
- (3) They assist with coordinating and quality-assuring the work of sites.

#### 4.4.2 Sites of Delivery

- (1) At the sites of delivery, the focus is on the student.
- (2) The sites of delivery ensure conducive learning environments for the student and that they have access to academic support, information centres, information technologies, administrative support, wellness support and student life.
- (3) Policy implementation happens across the Institution.

### 4.5 The IIE Tertiary Academic Operating Model

- (1) The Independent Institute of Education (The IIE) stands as South Africa's leading private higher education provider, distinguished by its commitment to academic excellence, innovation, and transformative learning. At the heart of its success lies a

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<sup>15</sup> (a) the registering of students for higher education; (b) the taking of responsibility for the provision and delivery of the curricula; (c) the assessment of students regarding their learning programmes; and (d) the conferring of qualifications, in the name of the higher education institution concerned.

robust and integrated operating model that ensures consistent quality, strategic agility, and institutional integrity across a diverse network of campuses and brands.

- (2) The IIE Academic Operating Model is designed to unify academic governance, standardise delivery, ensure accountability and safeguard the credibility of qualifications offered under the IIE banner. It enables the seamless coordination of over 130 accredited programmes across its brands, Emeris and Rosebank College, while maintaining a singular academic vision and quality assurance framework.
- (3) This model not only supports scale and efficiency but also reinforces The IIE's mission to produce graduates who are socially conscious, professionally prepared, and equipped to lead change in their communities and industries. Through centralised oversight, brand alignment, and a values-driven approach, The IIE Tertiary Operating Model exemplifies how private higher education can be both expansive and deeply principled. The IIE's Tertiary Operating Model is depicted in Annexure A, attached to this Policy.

## **5. GOVERNANCE GUIDING PRINCIPLES AND THEIR APPLICATIONS**

- (1) Having established The IIE's legal status, structural composition, and its integration within the ADvTECH Group, it is important to articulate the principles that underpin its governance practices. These guiding principles provide the ethical and operational foundation for decision-making, leadership, and quality assurance across all levels of the institution. They ensure that The IIE's governance framework is not only compliant with regulatory requirements but also aligned with national and international best practices in higher education.
- (2) Good governance is more than just a compliance exercise. It is the embodiment of ethical leadership, accountability, and oversight that ensures that The IIE fulfils its academic mandate with integrity.
- (3) The governance principles set out to articulate the values, standards and behaviours that guide decision making across all levels of the Institute.
- (4) They translate the abstract ideals of responsibility, transparency and fairness into tangible practices that shape institutional culture, protect academic integrity and advance continuous quality improvement.
- (5) In alignment with the CHE's QAF and the King IV Report on Corporate Governance, these principles affirm that governance must:
  - a) Support institutional autonomy while upholding public accountability.
  - b) Embed Internal Quality Assurance (IQA) as a core governance function.
  - c) Foster ethical, inclusive and participatory leadership; and

d) Integrate risk management, sustainability, and performance within strategic planning.

(6) Each principle in Table 3 below is paired with examples of application statements describing how it is operationalised within the Institution's governance ecosystem. Together, they form the moral and procedural compass of the Institution, ensuring that every policy, committee, and decision contributes to excellence, integrity, and sustainable institutional success.

**Table 3: Governance Guiding Principles and Applications**

Item	Principle	Description	Application
1)	<b>Ethical and Responsible Leadership</b>	Leadership is exercised with integrity, competence, accountability, inclusivity, fairness and responsibility for the well-being and sustainability of the Institution.	<ul style="list-style-type: none"> <li>a)Senate, MANCO, Executive Management and Management model ethical conduct, and fairness in decision-making.</li> <li>b)Senate upholds academic ethics in teaching and learning and research.</li> <li>c)Conflicts of interest are declared and managed.</li> <li>d)The Governance Committee Ethics Charter reinforces ethical accountability and is signed annually by committee members.</li> <li>e)Whistle-blowing mechanisms, e.g., an Ethics Hotline, are in place.</li> <li>f) Annual Performance Evaluations of executives.</li> <li>g)Self-evaluations of Senate and its committees, annually.</li> </ul>
2)	<b>Accountability and Transparency</b>	Governance structures and office bearers are answerable for decisions and use of institutional resources.	<ul style="list-style-type: none"> <li>a)All key decisions are minuted and reportable/ accessible on governance portals.</li> <li>b)Senate, through the Office of the Registrar, submits annual reports to the DHET and the CHE<sup>16</sup> as required.</li> <li>c)Financial performance information is disclosed to stakeholders through the ADvTECH Integrated Annual Report.</li> <li>d)Transparent recruitment..</li> <li>e)Executive and senior management performance management is in place.</li> <li>f) Staff communication and bulletins summarise decisions.</li> </ul>
3)	<b>Institutional Autonomy and Stakeholder Accountability</b>	The Institute exercises its autonomy responsibly within the legislative frameworks while remaining	<ul style="list-style-type: none"> <li>a) Autonomy is protected through sound governance and academic freedom.</li> <li>b)Accountability is demonstrated through regulatory compliance and transparent reporting.</li> </ul>

<sup>16</sup> The HEQCIS – Higher Education Quality Information System Reports are submitted biannually to the CHE.

Item	Principle	Description	Application
		accountable to its stakeholders.	c) Constructive debates are cornerstones of academic freedom.
4)	<b>Academic Quality, IQA &amp; Continuous Improvement</b>	<p>Continuous improvement of academic programmes, research and student support underpins institutional credibility.</p> <p>Ongoing enhancement through reflection and feedback.</p>	a) The Governance and Quality Assurance Unit oversees internal quality assurance (IQA) processes, periodic self-evaluation reports (SERs) and improvement plans are submitted to Senate and the CHE. b) Senate approves the QA Framework/ AQM system. c) External moderation and benchmarking are in place. d) Student Success Indicators are monitored. e) Annual self-evaluation, external reviews, internal and external audits drive improvement and refinement of structures, policies, procedures and performance targets. f) A culture of evidence-based decision-making and adaptive learning is cultivated.
5)	<b>Compliance and Risk Awareness</b>	<p>Compliance is integral to proactive risk management and ethical governance.</p> <p>Adherence to legislative and regulatory frameworks.</p>	a) The Head of Governance and Compliance maintains Compliance and Risk Registers. Risks are identified, monitored and mitigated and are integral to all departments and projects. b) The ADvTECH Audit and Risk Committee, supported by the Internal Audit Team, monitors adherence to laws, policies, and CHE standards. Corrective actions are recorded and tracked. c) Compliance and Risk Registers and Heatmaps are submitted to Senate and reviewed at least twice a year. d) Business Continuity / Crisis response plans (e.g., protests, ICT failures, pandemics) are in place and tested.
6)	<b>Efficiency, Effectiveness &amp; Sustainability</b>	Resources are managed to ensure operational effectiveness and long-term sustainability.	a) Strategic and Performance Plans align budget allocations with institutional priorities. b) Performance plans align budgets with institutional strategy. c) Efficiency indicators are monitored through governance reports, biannually. d) The ADvTECH Chief Financial Officer and Audit Committee review quarterly financials. e) Cost-efficient audits are conducted annually. f) HR strategies are aligned with academic and operational effectiveness. Succession planning for Key roles is in place.

Item	Principle	Description	Application
			<ul style="list-style-type: none"> <li>g) The ADvTECH Board approves all major financial and infrastructure investments – supported by its Investment Sub-committee.</li> <li>h) Sustainable and future-led technologies are adopted.</li> <li>i) Investments that enhance academic quality and digital transformation are prioritised.</li> <li>j) Infrastructure supports teaching and learning, research and administration.</li> <li>k) Sustainability and environmentally responsible practices are incorporated into infrastructure, and resource use decisions.</li> </ul>
7)	<b>Stakeholder Engagement</b>	Inclusive participation in governance processes - reflecting the voices of alumni, staff, students, and external partners.	<ul style="list-style-type: none"> <li>a) Representation of students, alumni and staff on Senate and other governance committees/ structures and processes.</li> <li>b) Alignment with the CHE's Good Practice Guide (2023) on Student Engagement.</li> <li>c) Employer input into curriculum design.</li> <li>d) Student participation consultation embedded in policy, committee structures and processes.</li> <li>e) Stakeholder feedback incorporated into planning.</li> </ul>
8)	<b>Transformation and Inclusivity</b>	Institutional Governance reflects diversity, equity, and inclusivity and social justice in representation and decision-making.	<ul style="list-style-type: none"> <li>a) Recruitment, curriculum, and student representation reflect inclusivity.</li> <li>b) Transformation goals are embedded in the Institute's Strategic Plan.</li> <li>c) Policies must reflect transformation objectives (race, gender, disability, socio-economic inclusion).</li> </ul>
9)	<b>Outcomes – Driven Performance</b>	Institutional Governance focuses on measurable results aligned with institutional goals.	<ul style="list-style-type: none"> <li>a) The Institute's Strategic Plan details its strategic Key Performance Indicators (KPIs).</li> <li>b) Bi-annual Senate Performance reporting.</li> <li>c) HR strategies are aligned with academic and operational success.</li> <li>d) Data-driven approaches link resource allocation with performance outcomes.</li> <li>e) Annual self-evaluation and external reviews drive improvement.</li> <li>f) Performance management frameworks tie leadership and management accountability to measurable outcomes.</li> <li>g) All faculties, departments and administrative units must demonstrate alignment with institutional strategic goals.</li> </ul>

Item	Principle	Description	Application
			h) Tools such as dashboards, performance dashboards and self-evaluation reports are used to monitor progress

- (7) Collectively, these governance principles create a coherent system that integrates ethics, accountability, quality, and performance into every facet of The Institute's leadership and decision-making.
- (8) They ensure that the Institute not only complies with external regulations but also cultivates an internal culture of quality and continuous improvement.
- (9) By embedding Internal Quality Assurance (IQA) and risk management within strategic planning and governance structures, the Institute strengthens its institutional resilience, transparency, and responsiveness to change.
- (10) These principles provide the moral compass and operational discipline that enable Senate, its committees, and the Executive Management to fulfil their fiduciary, academic, and social responsibilities with integrity — ensuring that institutional governance remains both strategically effective and ethically grounded in advancing the public good.

## 6. THE IIE GOVERNANCE STRUCTURE AND MEETINGS

### 6.1 Overview

- (1) The successful implementation of these governance principles depends on a **clearly defined governance structure** that establishes decision-making authority, accountability, and effective oversight at every level of the institution.
- (2) This structure provides the organisational backbone through which ADvTECH Board, MANCO, **Senate, Executive Management, and committees** discharge their statutory and delegated responsibilities. By delineating roles, reporting lines, and institutional relationships, the governance structure ensures that strategic decisions are taken with due diligence, informed judgment, and transparency — thereby translating the Institute's principles into practice.

### 6.2 Senate as Anchor Governance Structure

- (1) Senate is the custodian of academic governance and oversees academic quality, teaching and learning, research, community engagement and programme integrity. It is responsible for the Institute's Strategy, oversight, compliance, accountability and approves policies, strategic plans, audit reports and risk frameworks.

(2) It serves as the anchor governance structure of The IIE (see Annexure B- IIE Governance Structure) and is supported by the following subcommittees:

- a) Teaching and Learning (T&L) Committee, with distance education as a standing agenda item.
- b) Research and Postgraduate Studies (RPGS) Committee, which includes the Research Ethics and the Higher Degrees subcommittees.
- c) Academic Planning and Development (APDC) Committee.
- d) Faculty Boards (FB):
  - i. Commerce,
  - ii. Humanities and Social Sciences,<sup>17</sup>
  - iii. Finance and Accounting,
  - iv. Information and Communications Technology,
  - v. Education,
  - vi. Law, and
  - vii. Engineering, Science and Health.
- e) Student Performance Review Committees (SPRC).
- f) Quality Forum.
- g) Campus Disciplinary Committees.
- h) Student Disciplinary Appeals Committee (DAC).
- i) Institutional Student Council (ISC).
- j) Institutional Student Faculty Academic Forums (FAF).

(3) The committees operate under Senate-approved remits (See Annexure C) that outline the composition, function, powers, accountability and decision-making authority.

(4) Senate may delegate the details of reporting of any of its standing or subcommittees to any other standing or subcommittee to ensure that debates and issues are channelled through the most effective processes.

(5) Committees that report to Senate will be scheduled to enable such reporting at the soonest possible Senate meeting. Each committee will participate in the formulation of recommendations and policy positions bearing upon the committee's areas of responsibility.

(6) Each committee is responsible for the review and continuous evaluation (quality assurance) of the affairs within the areas of the committee's control and concern.

(7) Committees will have *ex officio* members who may co-opt additional members or observers as needed from time to time. Additional observers may attend with the permission of the Chairperson.

(8) Institutional forums established by Senate are standing committees of Senate. They have an advisory function and do not have decision-making powers. They play a critical role in promoting good governance practices and fostering a culture of collaboration and inclusivity among stakeholders. They do not necessarily have to follow the formal meeting procedures as indicated in Section 6.7.

(9) The Executive Management of The IIE is accountable for the operationalisation of all Senate decisions, risk management, compliance and stakeholder engagements.

<sup>17</sup> S58: 2021-11-23` Item 8.2.2

## 6.3 The Role of the Head of Governance and Compliance and The Institutional Registrar

- (1) The Head of Governance and Compliance and the Registrar collaborate to ensure institutional integrity and regulatory alignment. Together, they create a seamless system that supports decision-making, maintains accountability, and ensures alignment with national and international standards.
- (2) The Head of Governance and Compliance provides strategic oversight and leadership in governance, regulatory compliance, internal and external audits, and drives compliance frameworks.
- (3) The Registrar operationalises these through accurate record-keeping, procedural governance, and regulatory reporting. The Registrar is the Secretary of Senate and other governance committees and constitutes the Committee Secretariat and must ensure procedural integrity and compliance.
- (4) The Registrar may delegate to any other relevant person in the office of the Registrar (e.g., Deputy Registrar) and may designate any other person outside the office of the Registrar to assist the Registrar with the roles, duties and tasks as Secretary of Senate and other governance committees.

## 6.4 Membership- IIE Governance Committees

- (1) “Members” are appointed based on their capability and capacity (personal or positional) to contribute to the work of the committee concerned and to ensure fair and equitable representation of key stakeholders in deliberation and decision-making.
- (2) “*Ex officio*” members are appointed because of their positions and cease to be members when these positions<sup>18</sup> are no longer held.
- (3) “Elected members” are members elected by their peers (or a subset of their peers).
- (4) “Nominated members” are nominated by the relevant managers/designated positions. These are members with a specific skill set or to ensure sufficient consultation and representation of a stakeholder group (Refer to Annexures C1-C2). All members have voting and speaking rights at meetings.<sup>19</sup>
- (5) “Observers” are individuals who attend meetings by invitation of the Chairperson.

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<sup>18</sup> The job titles of these positions may vary between CAT and the brands.

<sup>19</sup> S51: 2019-07-11 Item 7.3.

- (6) Observers have no voting rights at a meeting <sup>20</sup>but once admitted as an observer are free to participate in deliberations.
- (7) In the case of new entities being incorporated into The IIE as part of the registered provider, the office bearers, and committee members of said institution will be invited to participate in governance structures as observers at the discretion of the Registrar until such a time as integration is complete after which membership or observer status depends on the role the person has taken in the integrated structure.<sup>21</sup>

#### **6.4.1 Terms of Office**

- (1) All *ex officio* members will cease to be members when they no longer hold the office.
- (2) The term of office for student members is determined by the Institutional Council, provided that membership automatically lapses when a student ceases to be a registered student.
- (3) The terms of office for other members will be two years.
- (4) IIE Brands and faculties and other divisional entities are encouraged to stagger the rotation of members to ensure continuity for the IIE brand concerned.

### **6.5 Governance Committee Meetings Format and Schedule**

- (1) The governance committees meet for ordinary meetings as provided for in **Annexure C4**.
- (2) The Registrar, in consultation with the Chairperson, may convene extraordinary meetings of Senate and its sub-committees, if required to deal with specific matters.
- (3) Meetings may be in-person or virtual.
- (4) Provision must be made at all in-person meetings for the virtual participation of those unable to be present in person.

### **6.6 Agenda Compilation**

- (1) The Committee Secretary in the OoR compiles the agenda in collaboration with the relevant chairperson/stakeholders.
- (2) Guidelines on the compilation of the governance committee agendas are detailed in **Annexure C5**.

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<sup>20</sup> S58: 2021-11-23` Item 8.2.2

<sup>21</sup> S51: 2019-07-11 Item 7.3

## 6.7 Governance Committee Meetings Procedures

### 6.7.1 General

- (1) Unless specifically stated otherwise, these procedures will apply to Senate and all committees and structures of Senate.
- (2) A quorum of the meeting will consist of one-third of the members, where the third is calculated with reference to the currently filled positions, and where a fractional number represents one-third, the number is rounded up to the next whole number.
- (3) Provision will be made for representatives to attend meetings in person or using appropriate technology.
- (4) Meetings that are not quorate (where applicable) will proceed and the resolutions and decisions of that meeting will be put out for ratification by electronic ballot. Should at least three members in receipt of such a ballot so request, the matter will be referred to the next ordinary meeting. Other matters will be deemed to have been approved and will be noted at the next ordinary meeting.
- (5) A written notice must be issued by the Registrar to each member of the relevant committee not less than seven working days before an ordinary meeting. This notice must include the date, time, and venue/format of such a meeting and the agenda which must contain all the formal proposals and/or documents for discussion.
- (6) Unless approved by the Chairperson as a matter of urgency, no substantive matter will be entertained without a report detailing the background and purpose of such submissions, including appropriate recommendations where warranted.
- (7) A written notice of not less than 24 hours must be given in respect of an extraordinary meeting of the <sup>22</sup>Committee to deal with specific matters.
- (8) Wherever possible, a discussion should proceed to the point of consensus, but where the Chairperson deems this unattainable and rules that a vote should be taken, all matters will be decided by a simple majority of votes [50%+1] of those members present.
- (9) The Chairperson will have a deliberative vote on any matter and, in the event of an equality of votes, also a casting vote.
- (10) The Registrar must ensure that the minutes of the Senate and its committees include all motions/proposals, decisions, recommendations and attendance registers.
- (11) The Registrar must ensure that the minutes of the Senate and its committees are circulated to the members of Senate and committee members within ten working days of the meeting being held.

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<sup>22</sup> S58: 2021-11-237` Item 8.2.2

- (12) All communication to the Senate or any of its committees must be addressed to the Chairperson of Senate or the relevant committee<sup>23</sup>.
- (13) The person listed in this document as the Chair of that committee will <sup>24</sup>normally chair the meetings. Alternate chairs are also listed.
- (14) Governance meetings regulated by this Policy will not be scheduled on any of the religious holidays that are not used for student assessment<sup>25</sup>.
- (15) Meetings may be recorded for minute-taking purposes only. Once the minutes have been approved, the recording will be deleted<sup>26</sup>.
- (16) Where applicable, the agenda of the committee meetings will provide for the declaration of any conflict of interest pertaining to the items on the agenda.

### **6.7.2 Round Robin**

- (1) Where a decision is required on a matter and no meeting of the committee concerned is scheduled at a time that supports the decision-making timeframe needed, the Registrar, in consultation with the Chair of the committee, or, if the Registrar is the Chair in consultation with the Director, may authorise that approval be sought, using the round-robin method of circulation. It is a requirement for Faculty Board items to be sent for approval to the relevant Dean of Faculty, depending on the nature of the item, before they are sent via round-robin.
- (2) The documentation must be circulated by e-mail and members are required to exercise their vote (approve, not approve, discuss) and are given five working days to indicate such a vote.
- (3) If a quorum does not vote on a matter, it is not approved and is either circulated again or held over until the next formal meeting.
- (4) If a simple majority of members' votes cast approve a document, it is approved.
- (5) Where a member or members ask for a matter to be discussed, or where the input provided during the round-robin process results in material and/or substantive and/or substantial changes to the initial document, the Chair and/or owner/originator of the document will consult with the person concerned and in consultation with the Registrar determine if the matter should:
  - a) Stand over to the next meeting for a full discussion in the meeting.

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<sup>23</sup> S58: 2021-11-23` Item 8.2.2

<sup>24</sup> S58: 2021-11-23` Item 8.2.2

<sup>25</sup> S58: 2021-11-23` Item 8.2.2

<sup>26</sup> S58: 2021-11-23` Item 8.2.2

- b) Be circulated again with additional information arising from the consultation for a decision by members.
- c) Be approved or not approved (as determined by the voters) with the discussion point only being noted for the purposes of the minutes.

(6) If the item is not approved (again, measured as a simple majority of votes cast), it will be referred for consideration to the next ordinary meeting, or a special meeting, of the committee concerned<sup>27</sup> or, the papers will be withdrawn by the proposer and may then be submitted again to the next relevant ordinary meeting, with attention having been given to any reasons given for not approving.

(7) Any decision reached following the round-robin process will be communicated to the members of the committee and the senior operational managers at each Brand for dissemination to the campuses as necessary.

### **6.7.3 Chair's Action and Rulings**

- (1) Where it is not practical to wait five working days for an outcome on a decision, the Chair of a committee may reach a decision, after consultation with the Registrar, Director and at least one other member of the committee. This decision is then recorded as a Chair's Action and communicated to members of the committee within one working day of the decision being made and placed on the agenda of the next ordinary meeting for ratification. Members of the committee objecting to the Chair's Action may do so in writing within one working day of it being circulated, failing which the Action will be treated as supported.
- (2) If an objection is received, the Chair will consult with the person objecting to ascertain whether the objection is sufficiently substantive to warrant delaying the decision by referring it to the next meeting. The decision of the Chair is binding. If the Registrar is the chair of the committee concerned, the Director will conduct the consultation.
- (3) Any decision reached following the chair's action process will be communicated to the members of the committee and the senior operational managers at each Brand for dissemination to the campuses as necessary.
- (4) The ruling of the Chairperson on any point of order or procedure is binding, subject to clarification, unless immediately challenged by a member, in which event such ruling must be submitted without discussion for decision by the meeting, which decision is final.

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<sup>27</sup> S58: 2021-11-23` Item 8.2.2

## 6.8 Orientation and Monitoring

- (1) The Secretariat, in collaboration with the Head of Governance and Compliance, provides induction packs, tracks attendance, and implements performance assessments for governance effectiveness.

# 7. STRATEGIC PLANNING FRAMEWORK

## 7.1 Introduction

- (1) The governance structure and meeting protocols provide the institutional framework through which strategic oversight, academic integrity, and operational accountability are maintained. These structures not only support effective decision-making but also ensure that institutional priorities are aligned with broader strategic goals. This alignment is formalised through The IIE's Strategic Planning Framework, which translates governance principles into measurable objectives and performance indicators, will guide The Institute's long-term direction and performance through structured planning, risk management, and continuous quality improvement.
- (2) The framework is further strengthened by its integration with the ADvTECH Group's strategic vision and values, ensuring coherence between institutional planning and group-wide ambitions for excellence, sustainability, and innovation.
- (3) The core components of the **Strategic Planning Framework** are:
  - a) **The Institutional Strategic Plan (ISP)** - defines the long-term strategic direction and transformation agenda, typically over a five-year period, and is approved and monitored by Senate.
  - b) **The Institutional Performance Plan (IPP)** - operationalises the ISP into annual and medium-term objectives, with performance indicators and assigned accountabilities.
  - c) **The Institutional Risk Register<sup>28</sup>** - identifies, evaluates, and mitigates risks that may impact achievement of the ISP and IPP objectives.
  - d) **Quality Improvement Plans (QIPs)**, translate IQA and audit findings into specific improvement actions, monitored by Senate.

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<sup>28</sup> Details of the Institutional Risk Register are unpacked in the Institutional Risk Management Framework and Policy.

(4) The **Strategic Planning Cycle** is managed through the Head of Governance and Compliance department in collaboration with The IIE Director and ACE and Brand Leadership teams, ensuring alignment with CHE, DHET, and institutional reporting requirements.

## 7.2 Implementation and Operational Alignment

(1) Implementation of the Strategic Plan is the responsibility of **Executive Management**, supported by Deans, Deputy Deans and relevant Managers.

(2) Key processes include:

- a) **Operational Planning:** Translating strategic objectives into departmental and faculty-level targets.
- b) **Resource Allocation:** Aligning financial and human resources with strategic priorities.
- c) **Performance Management:** Monitoring institutional and individual performance through defined KPIs.
- d) **Risk and Quality Integration:** Embedding risk assessment and IQA metrics in all operational plans.
- e) **Stakeholder Engagement:** Ensuring that students, staff, and external partners contribute to implementation and feedback loops.

(3) The **Executive Management Committee** monitors progress quarterly and submits consolidated reports to **Senate**, highlighting performance trends, risk status, and improvement actions.

## 7.3 Monitoring and Evaluation

(1) Monitoring and evaluation (M&E) ensure that performance is assessed objectively and regularly.

(2) The process integrates data from quality assurance, risk management, and institutional research units to provide a holistic view of performance.

(3) Key M&E Mechanisms include, but are not limited to:

- a) **Quarterly Performance Reviews:** Executives present progress against IPP targets to Senate committees.
- b) **Risk and Compliance Dashboards:** Reviewed by the Audit & Risk Committee to identify emerging risks.

- c) **Quality Assurance Reports:** Senate reviews teaching, learning, research, and student success metrics.
- d) **Internal Audits and Evaluations:** Provide independent assurance on governance and operational effectiveness.
- e) **Senate Annual Report:** Consolidates governance, performance, and compliance results for external submission to DHET and CHE or as required by the regulators.

## 7.4 Reporting and Accountability

- a) Transparent reporting is a hallmark of good governance. Reports are structured to ensure accountability, evidence-based decision-making, and continuous quality improvement.

Reporting Instrument	Prepared By	Submitted To	Purpose / Frequency
i) Institutional Performance Report	Executive Management	Senate	Annual performance against ISP and IPP.
ii) Risk Register and Heatmap	Head of Governance and Compliance	Audit & Risk Committee / Senate	Quarterly review of institutional risks.
iii) Quality Assurance Report	Executive QA and Governance	Senate	Annual academic quality and improvement outcomes.
iv) Financial Statements	CFO	Audit & Risk Committee / ADvTECH Board/ MANCO	Annual financial performance and sustainability.
v) Compliance and Regulatory Report	Head of Governance and Compliance/Registrar's Office	Senate	Annual CHE, DHET, SAQA, and statutory compliance status.
vi) Senate Annual Report	Director IIE and ACE leadership team	DHET, CHE/ as required	Consolidated institutional performance and accountability report.

## 8. RISK MANAGEMENT FRAMEWORK<sup>29</sup>

- (1) A robust risk management and compliance culture underpins effective strategic planning.
- (2) The achievement of The Institute's goals depends on early identification, evaluation, and mitigation of risks that could affect institutional performance, quality or sustainability. Consequently, the outcomes of the strategic planning and performance cycle directly inform the Institute's Risk Management Framework
- (3) The Institute's approach to risk management and compliance is intrinsically connected to its quality assurance and continuous improvement processes. Insights arising from risk assessments, compliance audits and incident reports provide the evidence base for quality enhancement initiatives across teaching and learning, research and governance. In this way the Risk Management Framework not only safeguards institutional integrity but also proactively drives a culture of accountability and improvement.
- (4) Findings and trends identified through risk and compliance monitoring systematically feed into the Institute's Quality Assurance Framework, ensuring that governance, performance and quality remain mutually reinforcing pillars of institutional excellence.

### 8.1 Integration of Quality, Risk, and Performance

- (1) The Institute's governance cycle integrates **quality assurance, risk management, and strategic performance** into a unified reporting and improvement framework.
- (2) This integration ensures that risks are identified proactively, quality assurance findings inform strategy, and institutional performance is measured holistically.
  - a) **Integration Model:**
    1. **Plan** – Develop Strategic and Performance Plans.
    2. **Do** – Implement operational and academic activities.
    3. **Check** – Monitor performance, quality indicators, and risk exposure.
    4. **Act** – Apply improvement measures and adjust plans.

This cycle promotes **continuous improvement**, a key principle of both the CHE Quality Assurance Framework and King IV governance philosophy.

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<sup>29</sup> Detailed in a separate document – Annexure D.

## 8.2 Continuous Improvement and Feedback

- (1) Continuous improvement is institutionalised through regular reflection, review, and stakeholder input.
- (2) Findings from internal audits, self-evaluation reports (SERs), and stakeholder surveys are used to refine governance processes, improve efficiency, and enhance institutional performance.
- (3) Executive Management and Senate ensure that lessons learned from the governance cycle inform future strategy, policy revisions, and leadership development initiatives.

## 9. GOVERNANCE- ETHICS CONDUCT FRAMEWORK

- (1) The IIE, as part of ADvTECH, adheres to ethical governance principles aligned with King IV and CHE guidelines. All employees and committee members must uphold:
  - a) **Integrity:** Transparent, unbiased decisions.
  - b) **Accountability:** Document and communicate decisions.
  - c) **Fairness:** Apply policies consistently.
  - d) **Confidentiality:** Protect sensitive information.
  - e) **Respect:** Professional and courteous conduct.
  - f) **Public Good:** Decisions serve society and sustainability
- (2) **Key Requirements:**
  - a) **ADvTECH Policies:** Apply to all employees ([link](#)).
  - b) **Annual Conflict of Interest Declaration:** Completed by the end of March.
  - c) **Committee Members:**
    - i) Disclose personal or financial interests and recuse if necessary.
    - ii) Report suspected conflicts to the Chairperson. Members with a declared conflict may participate in discussions only if approved by the Chairperson and must recuse themselves from related decisions
    - iii) Sign the Governance Committee Ethics Charter (refer to **Annexure C6**).
- (3) Declarations are recorded in the **Conflict-of-Interest Register** maintained by the Registrar's Office.

(4) **Ethics Hotline**

- a) Confidential reporting of misconduct or fraud can be reported at <https://www.iie.ac.za/contact/iie-ethics-hotline>. This is managed by ADvTECH Internal Audit and anonymised summaries are reported to Senate.

## 10. IIE POLICY MANAGEMENT FRAMEWORK

- (1) All institutional policies are governed by The IIE's **Policy Management Framework (Annexure E)**, which establishes the standards and processes for policy development, approval, implementation, and review.
- (2) This Governance Policy must be read in conjunction with this Policy Management Framework, which provides the operational mechanisms ensuring consistency, accountability, and compliance across all governance structures.

## **ANNEXURE A: IIE TERTIARY ACADEMIC OPERATING MODEL**

## **ANNEXURE B: IIE GOVERNANCE COMMITTEE STRUCTURE**

## **ANNEXURE C: GOVERNANCE COMMITTEE REMITS**

## **ANNEXURE C1: SENATE NOMINATION FORM: STAFF REPRESENTATIVES**

## **ANNEXURE C2: SENATE NOMINATION FORM: STUDENT REPRESENTATIVES**

## **ANNEXURE C3: OBSERVER ATTENDANCE REQUEST FORM**

## **ANNEXURE C4: GOVERNANCE COMMITTEE MEETINGS SCHEDULE**

## **ANNEXURE C5: GOVERNANCE COMMITTEE: AGENDA PREPARATION AND GUIDELINES**

## **ANNEXURE C6: GOVERNANCE COMMITTEE ETHICS CHARTER**

## **ANNEXURE D: IIE RISK MANAGEMENT FRAMEWORK**

## **ANNEXURE E: IIE POLICY MANAGEMENT FRAMEWORK**