

Statutory Instrument 245 of 1994.

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Proclamation 4 of 1994

## PROCLAMATION

by

HIS EXCELLENCY THE HONOURABLE COMRADE  
ROBERT GABRIEL MUGABE, G.C.Z.M., President of  
Zimbabwe and Commander-in-Chief of the Defence Forces  
of Zimbabwe.

WHEREAS, in terms of subsection (1) of section 426 of the  
Mines and Minerals Act [*Chapter 165*], the Minister of Mines has  
made provision for the establishment, equipment, maintenance,  
administration and operation of an institution for the technical  
education and training of persons leading to the award of diplomas,  
certificates and other qualifications relevant to the mining industry;

AND WHEREAS, it is provided by subsection (3) of section  
426 of the said Act that the legal capacity, objects, autonomy and  
administration of an institution referred to in subsection (1) of  
section 426 of the said Act shall be provided for in a Charter  
granted by the President by proclamation in the *Gazette*;

NOW, THEREFORE, under and by virtue of the powers  
vested in the President as afore said, I do hereby grant the Charter,  
set out in the Schedule hereto, providing for the legal capacity,  
objects, autonomy and administration of the Zimbabwe School of  
Mines.

Given under my hand and the public seal of Zimbabwe, at  
Harare, this 11th day of May, in the year of our Lord one thousand  
nine hundred and ninety-four.

R. G. MUGABE,  
President.

By command of the President.

## SCHEDULE

## CHARTER OF THE ZIMBABWE SCHOOL OF MINES

WHEREAS the Minister of Mines (hereinafter referred to as "the Minister") is duly authorized, in terms of section 426 of the Mines and Minerals Act [Chapter 165] and such other powers as are vested in him in his official capacity, to provide for the establishment, equipment, maintenance, administration and operation of the Zimbabwe School of Mines (hereinafter referred to as "the School");

AND WHEREAS the Minister and the mining industry as represented by the Chamber of Mines of Zimbabwe have agreed that the School should be properly administered and operated by the two parties;

NOW, THEREFORE, the following Charter, granted by the President of Zimbabwe by proclamation, shall govern the establishment, administration and operation of the School.

## PART I—LEGAL STATUS AND OBJECTS

1. The School, which shall be a non-profit making organization, shall be a body corporate and shall be capable of suing and being sued in the name of the Zimbabwe School of Mines and, subject to the provisions of this Charter, of performing all acts that a body corporate may by law perform.
2. Subject to the provisions of this Charter, the operation of the School shall at all times be under the general supervision of the Minister and the Chamber of Mines of Zimbabwe and shall be conducted in accordance with the laws of Zimbabwe.
3. The objects of the School shall be—
  - (a) to promote and provide technical education and training leading to the award of—
    - (i) the Zimbabwe National Diploma, under the auspices of the Further Education Examination Board, in courses and subjects relevant to the mining industry;
    - (ii) Government certificates of competency and other diplomas prescribed in terms of the Mining (Management and Safety) Regulations, 1990;

- (iii) such other qualifications or certificates for courses that may be recognized or required from time to time by the mining industry;
- (b) to develop and administer the Distance Learning facility in courses and subjects relevant to the mining industry;
- (c) to provide such premises, equipment and amenities as may be necessary for the purposes of the School and to maintain the same in good order;
- (d) to promote the welfare of the School for the benefit of its present and future students and its staff;
- (e) to do such other things as may be necessary for or incidental or conducive to the attainment of any or all of the aforesaid objects.

## PART II—BOARD OF MANAGEMENT

4. There shall be a Board of Management of the School (hereinafter referred to as "the Board") which shall be responsible for managing and administering the affairs and operation of the School and, generally, for carrying out the objects of the School.
5. (1) The Board shall consist of—
  - (a) fourteen voting members, four of whom shall be *ex officio* members and ten of whom shall be representative members; and
  - (b) three non-voting members.
- (2) The *ex officio* voting members of the Board shall be—
  - (a) the Secretary of Mines, who shall be the Chairman of the Board;
  - (b) the Chief Government Mining Engineer;
  - (c) the Director of Geological Survey; and
  - (d) the Director of Metallurgy.
- (3) The representative voting members of the Board shall be nominated every two years by—
  - (a) the National Council in the Ministry of Higher Education (one member);
  - (b) the Chamber of Mines of Zimbabwe (two members);

- (c) the Mine Manager's Association of Zimbabwe (one member);
  - (d) the Mine Engineer's Association of Zimbabwe (one member);
  - (e) the Mine Surveyor's Association of Zimbabwe (one member);
  - (f) the Institution of Mining and Metallurgy Zimbabwe Section (one member);
  - (g) the Geological Society of Zimbabwe (one member);
  - (h) the Departments of Mining and Metallurgy and Geology at the University of Zimbabwe (one member); and
  - (i) the SADC Mining Co-ordinating Unit (one member);
- and shall be appointed to the Board by the Minister for a term of two years.
- (4) The non-voting members of the Board shall be—
    - (a) the two Deputy Secretaries in the Ministry of Mines; and
    - (b) the Chairman of the Advisory Council of the School.

6. The voting members of the Board shall each have an alternate member, nominated by the body that they respectively represent, and such alternate member shall only act as a member if the member to whom he is alternate is unable to attend to the business of the Board.

7. No member of the Board shall receive any fee, remuneration or reward for the discharge or performance of the functions of his office: provided that a member of the Board shall not be precluded from receiving payment for services which are requested by the Board and actually rendered by him in relation to any matter falling outside the functions of his office.

#### PART III—POWERS OF THE BOARD

8. In the exercise and performance of its functions, the Board shall have the power—

- (a) to control, manage and administer the affairs and operation of the School;

- (b) to provide, equip and maintain the premises, equipment and amenities of the School;
- (c) to receive and accept grants, donations, moneys or any other property granted or donated to the School;
- (d) to borrow money, on such terms and conditions and on such security or guarantee as may be appropriate, for the purposes of capital expenditure for the School;
- (e) to defray such expenses as may be properly incurred in the management, administration and operation of the School;
- (f) to hold and invest the moneys, property and other assets of the School;
- (g) to open and operate accounts with banks, building societies and other financial institutions;
- (h) to appoint a suitable and duly qualified Principal of the School who shall, under the control and direction of the Board, be responsible for the day to day operation of the School;
- (i) to appoint academic, administrative, clerical and such other staff as may be necessary for the purposes of the School;
- (j) to fix the terms and conditions of service of the Principal and staff of the School and to discharge, suspend or otherwise discipline such persons in accordance with such terms and conditions of service;
- (k) to fix the criteria and qualifications for the admission of students to the School and to prescribe rules governing the expulsion, suspension and discipline of students attending the School;
- (l) to determine and prescribe the fees, levies and other charges payable by students for the technical education and training provided at the School;
- (m) to engage and pay for such professional, technical or other services as the Board may deem requisite in the discharge of its functions;
- (n) to appoint committees for such purposes as the Board may consider necessary or desirable and to delegate to any such committee any of its functions or powers;

- (o) to institute and defend legal proceedings for and on behalf of the School and to exercise such powers of attorney as may be necessary for that purpose;
- (p) generally, to do all such things as may be necessary for or incidental to or conducive to attaining or advancing the objects or interests of the School and carrying out the provisions of this Charter.

**PART IV—PROCEEDINGS OF THE BOARD**

9. (1) The Board shall hold at least three ordinary meetings a year to conduct its business: provided that special meetings of the Board may be called at any time by the Chairman acting on his own initiative or upon the written request of not less than five members of the Board.

(2) At any special meeting, only those matters specified in the notice of the meeting may be considered and dealt with.

10. All meetings of the Board shall be called by the Chairman upon not less than seven days' notice: provided that such notice may be waived with the consent of a majority of all the members of the Board in cases of sufficient urgency.

11. Seven voting members of the Board, including not less than three members representing the Ministry of Mines and the mining industry respectively, shall constitute a quorum at any meeting of the Board.

12. In the absence of the Chairman from any meeting of the Board, the members present at the meeting shall elect an acting Chairman to preside at that meeting.

13. The decisions of the Board shall be taken by a simple majority of the members present and voting: provided that—

- (i) every member, including the Chairman, shall only have one vote each;
- (ii) in the event of an equality of votes, the resolution in question shall be deemed not to have been passed;
- (iii) all decisions shall be taken by a show of hands unless a secret ballot is demanded by any member; and

(iv) any decision may be made by a resolution in writing circulated to and signed by all the members and passed by a majority of votes, and any such resolution shall be as valid and effectual as if it had been passed at a duly constituted meeting of the Board.

14. The Principal of the School shall attend every ordinary meeting of the Board and may be invited to attend any special meeting of the Board, but shall not be entitled to vote at such meetings.

15. The Chairman shall cause to be kept full and proper minutes of the proceedings of every meeting of the Board and shall ensure that—

- (a) every resolution passed is duly minuted; and
- (b) a copy of the minutes is submitted to the Minister and the Chamber of Mines of Zimbabwe and every member of the Board within fourteen days of the date of the meeting.

16. Save as otherwise provided in this Charter, the Board may regulate its proceedings as it deems fit.

**PART V—FINANCIAL PROVISIONS**

17. The assets of the School shall consist of—

- (a) annual grants provided by the Minister from moneys appropriated by Parliament for the purpose;
- (b) moneys and property donated to or purchased or otherwise acquired by the School;
- (c) income and other revenues accruing to the School in the form of fees, levies, charges, interest or otherwise; and
- (d) investments representing any of the aforesaid.

18. All moneys received by or accruing to the School shall be deposited or paid into such banking accounts as may be opened by the Board in the name of the School, and such accounts shall be operated in such manner as the Board may decide.

19. The Board shall hold, administer and apply the assets of the School solely for the objects of the School and for the proper exercise and performance of its functions.

20. The liabilities of the School shall be limited to its assets.

21. The School shall indemnify or reimburse, as the case may be, every member of the Board and every employee and agent of the School against or in respect of any claim, loss, injury or expense sustained or incurred in the *bona fide* exercise of any power or performance of any duty in terms of this Charter.

22. (1) The financial year of the School shall run from the 1st of July to the 30th of June in each year.

(2) The Board shall cause to be kept proper books of account relating to the financial affairs of the School.

(3) The Board shall appoint an independent auditor, on such remuneration and for such period as the Board may fix, who shall audit the books of account and financial statements of the School at the end of each financial year.

(4) Unless otherwise directed jointly by the Minister and the Chamber of Mines of Zimbabwe, the Board shall appoint the Comptroller and Auditor-General, or such registered public accountant as may be designated by the Comptroller and Auditor-General and approved by the Board, to carry out the audit required in terms of paragraph (3).

(5) Within three months of the end of each financial year, the auditor shall submit a financial report and audited statement of accounts of the School in respect of that year.

(6) The Board shall submit to the Minister a copy of the auditor's report and statement of accounts within thirty days of having received the same.

PART VI—GENERAL

23. The Board shall cause to be kept and maintained such records and registers as may be necessary or expedient for the proper and efficient operation of the School.

24. The Minister and every member of the Board shall be entitled at all reasonable times to inspect the books of account, records and registers of the School.

25. If the Board is of the view, for cogent reasons, that it is impossible or impracticable to continue the School, the Board may, by the resolution of not less than eleven voting members or seventy-five per centum (75%) of all the voting members of the Board which ever is the greater, recommend to the Minister and the Chamber of Mines of Zimbabwe that the School be wound up and dissolved, and the Minister and the Chamber may jointly decide to wind up and dissolve the School.

26. Upon the dissolution of the School, the assets of the School remaining after satisfaction of all its debts and liabilities shall be disposed of as the Minister may decide: provided that all immovable property and other fixed assets vesting in or provided by the Government of Zimbabwe shall remain the property of the Government.

27. The Board may, by the resolution of not less than eleven voting members or seventy-five per cent (75%) of all the voting members of the Board, whichever is the greater, recommend to the Minister and the Chamber of Mines of Zimbabwe that any provision of this Charter be altered, repealed or added to, and the Minister and the Chamber may jointly decide to so alter, repeal or add to such provision.

28. In the event of any doubt or dispute as to the interpretation of the provisions of this Charter, the Board shall decide and act as it may think proper.

THUS DONE AND EXECUTED at Harare by the undersigned parties, being duly authorized thereunto, on the date first aforementioned.

MINISTER OF MINES

PRESIDENT,  
CHAMBER OF MINES  
OF ZIMBABWE