

CENTRE FOR ACCOUNTING STUDIES BILL, 2023

A BILL for

An Act to make provision for the establishment of the Centre for Accounting Studies as a higher education public institution providing professional training in accounting, business and related disciplines at college level; for governance structures and functions of the CAS, and for related matters.

ENACTED by the Parliament of Lesotho

PART I - PRELIMINARY

Short title and commencement

1. This Act may be cited as the Centre for Accounting Studies Act, 2023 and shall come into operation on the date of publication in the Gazette.

Interpretation

2. In this Act, unless the context otherwise requires -

“**academic employee**” means an employee of the CAS who is involved in the teaching and learning, research and community services;

“**alumni**” means a person who holds a qualification obtained from the CAS;

“**Bursar**” means the Chief Finance Officer appointed under section 20;

“**the CAS**” means the Centre for Accounting Studies continued into existence under section 3;

“**Chancellor**” means the titular head appointed by the Minister subject to the recommendation of the Council;

“**Council**” means the governing body of the CAS constituted under section 7;

“**employee**” means a person employed by the CAS;

“honorary member” means any other person who may be admitted into membership of the CAS through being awarded such status;

“Minister” means the Minister responsible for education and for training;

“Rector” means the person appointed under section 16;

“Registrar” means the person appointed under section 18;

“Senate” means the principal academic authority of the CAS constituted under section 14;

“statute” means an institutional policy adopted by Council from time to time;

“student” means a person who is registered to receive tuition at the CAS;

“Student Representative Council” means the student body established under section 21; and

“Student Union” means all the CAS students admitted and registered for an academic year.

PART II - GOVERNANCE

Continuation in existence of THE CAS

3. There is continued in existence the Centre for Accounting Studies founded in 1979, which is a body corporate with perpetual succession and a common seal.

Powers of the CAS

4. The CAS shall have the following powers and capabilities -

- (a) acquiring, holding and disposing of movable property;
- (b) doing every other act essential or incidental to the performance or discharge of the functions of the CAS; and
- (c) doing any other such acts and things that a body corporate may, by law, do.

Composition of THE CAS

5. The CAS shall comprise of –
- (i) the Chancellor;
 - (ii) members of the Council;
 - (iii) employees;
 - (iv) students;
 - (v) Alumni; and
 - (vi) honorary members.

Functions of THE CAS

6. (1) The primary function of the CAS shall be to provide accounting and business education.

(2) The ancillary functions of the CAS shall be to -

- (i) provide tuition, instruction or training in other fields that Council may authorise;
- (ii) confer, grant or issue certificates or other awards with respect to professional and academic qualifications;
- (iii) provide facilities for, and conduct, research;
- (iv) disseminate knowledge and promote scholarship and professionalism;
- (v) foster relationships by way of affiliation or association, or to link with other institutions in any place in the world; and
- (vi) partner with other institutions for purposes of offering joint courses, conducting research and for development work in accountancy and other fields.

The Council

7. There shall be a Council, which shall be the governing body of the CAS and shall consist of -

- (a) the Chairperson, elected by the Council;
- (b) **a representative of –**
 - (i) **organised business who possesses entrepreneurial skills;**
 - (ii) **the Lesotho Institute of Accountants, who shall be a chartered accountant and possess the necessary skills and experience;**
 - (iii) **an academic or professional institution in the business management sector;**
 - (iv) **CAS alumni;**
 - (v) **the Law Society of Lesotho who possess the necessary skills and experience; and**
 - (vi) **the Association of Employers and business, who possess the necessary skills and experience in human resource; and**
- (c) the following ex officio members:
 - (i) the Rector;
 - (ii) Deputy Rectors;
 - (iii) the Registrar, who shall be the Secretary;
 - (iv) the President of the Student Representative Council or his representative;
 - (v) the Principal Secretary of the Ministry responsible for finance and development planning, or his representative; and
 - (vi) the Principal Secretary of the Ministry responsible for education and training, or his representative,

Powers and functions of the Council

8. (1) Except where otherwise provided in this Act and the statutes, the Council shall manage and control all the affairs of the CAS and shall perform the functions conferred on the CAS.

(2) Without limiting the generality of subsection (1), the Council has the power to -

- (a) regulate its own procedures;
- (b) determine the policy and general direction of the CAS;
- (c) approve the annual budget, including the estimates of income and expenditure, of the CAS;
- (d) manage the finances and investments of the CAS;
- (e) acquire immovable property and to enter into lease agreements with regard to such property on behalf of the CAS with concurrence of the Minister;
- (f) approve processes of entering into, varying, carrying out or rescinding contracts on behalf of the CAS;
- (g) appoint, dismiss or remove from office, the Rector of the CAS **in accordance with the procedures stated in the statutes provided for under the Higher Education Act,2004;**
- (h) approve the appointment of the executive management, in line with recommendations from the Rector and subject to this Act;
- (i) call for, receive and consider, periodic reports on the performance of the CAS;
- (j) determine the CAS fees, after consultation with the Senate;
- (k) approve the constitution of the Student Union and any subsequent amendments to such constitution;
- (l) affiliate, associate or link with any other institution or body on

such terms and conditions as it considers fit;

- (m) establish sub-committees of Council;
- (n) establish a consultative machinery in consultation with representatives of industry, commerce and the professions, as well as other fields of employment relevant to the work of the CAS; and
- (o) approve statutes and any rules made pursuant to this Act.

(3) Where practicable, before exercising any of its powers or discharging any of its functions with respect to a matter which falls within the competence of the Senate, the Council shall seek and consider any report or recommendation from the Senate in relation to that matter, unless the Senate fails, within a reasonable time, to make the report or recommendation to the Council.

(4) In the case of emergency or urgency the Rector shall, as soon as is reasonably practicable, take action or make a decision which is in the best interest of the CAS to salvage the situation and report the action or decision to the Council for ratification.

Validity of proceedings of the Council, committees and sub-committees

9. Proceedings of the Council, committees and sub-committees shall not be invalidated by any defect or omission, including a defect in the:

- (a) appointment or election of any member; or
- (b) convening or conduct of any meeting.

Delegation by the Council

10. (1) The Council may, in relation to any matter, activity or function, delegate by an ordinary resolution to-

- (a) the Rector;
- (b) any committee appointed by the Council; or
- (c) any other relevant officer of the CAS,

any of its powers under this Act, except –

- (i) the power of delegation;
- (ii) its powers in relation to the annual adoption of a budget;
or
- (iii) the approval of the proposed distribution of funds referred to in section 26.

(2) A delegation made under this section may be varied or revoked by an ordinary resolution of the Council, and no delegation shall prevent the exercise, discharge or performance of any power, authority, function or duty by the Council.

Tenure of office

11. (1) An appointed member of the Council shall, subject to this Act, hold office for a period of four years from the date of appointment.

(2) A member, including the Chairperson, shall not serve for more than two consecutive terms.

Disqualification from office

12. (1) The following people are not qualified to be members of the Council:

- (a) an unrehabilitated insolvent, except with the leave of the High Court.
- (b) a person who has been convicted and sentenced to imprisonment without the option of a fine for any crime or offence involving dishonesty; or
- (c) is declared unfit to attend to his personal affairs by a court of competent jurisdiction.

(2) An appointed member of the Council vacates his office if he -

- (a) resigns office in writing to the Chairman;
- (b) is absent, without leave granted by the Council, for three consecutive regularly scheduled meetings of the Council;

- (c) ceases to hold the office or qualification in respect of which he was appointed;
- (d) is dismissed due to misconduct, following due process; or
- (e) is disqualified as contemplated under section 12 (1).

Council sub-committees

13. (1) The Council shall cause the establishment of the following Committees:

- (a) Audit, Finance and Risk Management Committee;
- (b) Human Resources and Remuneration Committee; and
- (c) any other sub-committees that the Council may deem necessary.

(2) The functions of the Council sub-committees established under subsection (1) shall be defined under the CAS Statutes or any other relevant legal instrument.

Senate

14. (1) There shall be a Senate, which shall be answerable to the Council.
- (2) Senate shall be responsible for the academic functions of the CAS.
- (3) Senate shall consist of -
- (a) the Rector, who shall be the Chairperson;
 - (b) the Deputy-Rector;
 - (c) the Librarian;
 - (d) Heads of programmes;
 - (e) two full time academic employees elected by the academic staff;
 - (f) one member drawn from the Council who represents the Alumni;

- (g) one member drawn from the Council who represents other academic or professional institutions in the business management sector;
- (h) two representatives of students, elected by the student body; and
- (i) a representative from the Quality Assurance Committee.

Power to co-opt

15. The Senate may co-opt such other relevant persons in addition to those listed in section 14, subject to approval by the Council.

Rector

16. (1) There shall be the Rector, who shall be the Chief Accounting Officer of the CAS.
- (2) The Rector shall be appointed by the Council.
 - (3) The term of office of the Rector shall be five years.
 - (4) The Rector shall not serve for more than two terms.
 - (5) The office of the Rector shall become vacant if -
 - (a) he resigns in writing;
 - (b) the Council, subject to approval by the Minister, removes or dismiss him for –
 - (i) the inability to perform his duties;
 - (ii) misconduct, following due process; or
 - (c) his term of office expires.

Deputy Rector

17. (1) There shall be a Deputy Rector.
- (2) The Deputy Rector shall be appointed by the Council on the recommendation of the Rector.

- (3) The term of office of the Deputy Rector shall be five years.
- (4) The functions of the Deputy Rector shall be specified under the statutes and other legal instruments.
- (5) The Office of the Deputy Rector shall be vacant -
 - (a) if he resigns;
 - (b) if the Rector, with the consent of the Council, removes him from office for -
 - (i) inability to perform his duties; or
 - (ii) misconduct, following due process;
 - (d) if his term of office expires; or
 - (e) due to operational requirements.

Registrar

- 18. (1) There shall be a Registrar.
- (2) The Registrar shall be appointed by Council on the recommendation of the Rector.
- (3) The term of office of the Registrar shall be five years.
- (4) The Registrar shall act as the secretary of the Council and its sub committees.
- (5) Other functions of the Registrar shall be stipulated by the Council under the statutes and other legal instruments.
- (6) The office of the Registrar shall be vacant if -
 - (a) he resigns;
 - (b) the Rector, with the consent of the Council, removes him from office for –
 - (i) inability to perform his duties;
 - (ii) misconduct, following due process; or

(iii) his term of office expires.

Bursar

19. (1) There shall be a Bursar.

(2) The Bursar shall be appointed by the Council on the recommendation of the Rector.

(3) The term of office of the Bursar shall be five years.

(4) The functions of the Bursar shall be specified under the statutes and other legal instruments.

(5) The office of the Bursar shall be vacant if -

(a) he resigns;

(b) the Rector, with the consent of the Council, removes him from office for –

(i) inability to perform his duties; or

(ii) misconduct, following due process; or

(c) his term of office expires.

Librarian

20. (1) There shall be a Librarian.

(2) The Librarian shall be appointed by the Council on the recommendation of the Rector.

(3) The term of office of the Librarian shall be five years.

(4) The functions of the Librarian shall be specified under the statutes and other legal instruments.

(5) The office of the Librarian shall be vacant if -

(a) he resigns;

- (b) the Rector, with the consent of the Council, removes him from office for –
 - (i) inability to perform his duties; or
 - (ii) misconduct, following due process; or
- (c) his term of office expires.

Student Representative Council

21. (1) There shall be a Student Representative Council.
- (2) The Student Representative Council shall be elected by the Student Union in terms of its constitution.
- (3) The term of office, functions and privileges of the Student Representative Council shall be determined by the Constitution of the Student Union.

Employment of staff

22. (1) The Council may delegate the power to appoint and remove staff of the CAS to the Rector.
- (2) The appointment, removal, conditions of service, privileges and functions of the staff of the CAS shall be determined by statutes and other legal instruments.
- (3) In the exercise of the function referred to in sub-section (2), the Rector shall take due cognizance of the labour laws of Lesotho.

Disciplinary matters

23. The Council shall promulgate a code of conduct and disciplinary codes of which all students and employees shall be subject to.

PART III - RESOURCES OF THE CAS

Funds and assets

24. The funds available for the purpose of enabling the CAS to perform its functions under this Act shall consist of -

- (i) money due and payable by registered students of the CAS in tuition fees and against other services as shall be authorised by the Council from time to time;
- (ii) subventions from the Government of Lesotho;
- (iii) donations from a lawful source;
- (iv) money raised by means of loans obtained in accordance with this Act;
- (v) income derived from investments made in accordance with this Act;
- (vi) money received for services rendered to any other institution or person; and
- (vii) money raised by the CAS from any other source authorised under this Act.

Application of revenue

25. (1) All money received by the CAS in accordance with section 24 shall be applied solely to the business of the CAS.

(2) The business referred to in sub-section (1) shall include the following:

- (i) the promotion and advancement of learning;
- (ii) the pursuit of studies or research by employees of the CAS at any institution approved by the CAS for that purpose;
- (iii) subscription for the membership of any affiliated body or association to which the CAS is a professional member; and
- (iv) the pursuit of social responsibility.

Power to invest

26. The Council shall have the power to -

- (i) invest funds; and
- (ii) withdraw any money invested, either in whole or in part.

Power to borrow

27. Subject to the Loans and Guarantees Act, 1967¹, the Council may, with the prior approval of the Minister, raise or borrow money from any financial institution excluding short term loans, with or without interest and on such sound commercial terms as may be agreed upon between the CAS and the financial institution.

Budget

28. The Council shall, in each financial year -

- (i) adopt for the next financial year, a budget for all funds of the CAS as specified in section 24;
- (ii) control expenditure of the CAS so that it conforms as nearly as practicable to the approved budget;
- (iii) review the funds available to the CAS by way of bequest, donation, or special grant, and shall, subject to the terms of any trust and before any expenditure is made, approve the proposed disposition of the funds;
- (iv) submit the entire budget to the Minister for approval.

Accounts

29. The Council shall provide for proper keeping of financial records in accordance with the relevant reporting framework.

Audit

30. (1) The Council shall cause the auditing of the CAS financial records each year in accordance with the Audit Act, 2016² and in line with the recognised international auditing framework.

(2) The Council shall submit audited financial statements to the Minister within 6 months after the close of the CAS financial year.

Annual report

31. (1) The Council shall submit an annual report to the Minister not later than six months after the end of each financial year.

(2) The Minister shall, within sixty days of receiving the copies of the annual audited financial statements and the annual report of the CAS, present such copies before the Parliament.

PART IV - GENERAL PROVISIONS

Statutes

32. (1) The Council shall make statutes, not inconsistent with this Act, which include the following areas:

- (i) use and custody of the common seal;
- (ii) modalities of convening meetings and procedure to be followed at meetings of all bodies of the CAS;
- (iii) terms and conditions of service;
- (iv) admission of students;
- (v) student code of conduct;
- (vi) review and approval of programmes;
- (vii) modalities of granting, withholding and cancelling of certificate;

- (viii) management and control of the CAS library; and
- (ix) the carrying into effect of any of the provisions, objects and purposes of this Act.

(2) The statutes referred to in sub-section (1) shall be made, amended or repealed by a special resolution of the Council.

(3) Every statute made under this section shall bear the CAS common seal.

(4) The statutes made in accordance with this Act shall have a binding effect.

Institutional rules

33. The Council may make institutional rules that shall not be inconsistent with this Act or the statutes made in accordance with the Act.

Non - discrimination

34. The Council shall not discriminate against any individual in the discharge of its functions on any ground.

Powers and responsibilities of the Minister

35. (1) The Minister may require or receive reports from the Council on any matter regarding the welfare of the CAS.

(2) If the reports referred to in sub-section (1) reflect contravention of this Act, the Minister may establish an investigative panel to look into the matter and shall, after considering any recommendation made by the investigative panel, direct the Council to take action in terms of this Act.

(3) If Council does not comply with the directive of the Minister under subsection (2) the Minister may:

- (i) invoke subsection (4); or
- (ii) suspend all funds allocated to the CAS until it has complied.

(4) The Minister may, **in accordance with the Higher Education Act.....**dissolve the Council and establish an interim structure that will oversee the CAS for a period not exceeding twelve months in the event of maladministration or non-compliance with this Act.

PART V - TRANSITIONAL PROVISIONS

Staff

36. Any person employed by the CAS immediately prior to the coming into operation of this Act shall, from the coming into operation of this Act, be an employee of the CAS.

Rights, liabilities and obligations

37. All rights, liabilities and obligations of the Government of Lesotho in respect of the CAS shall, from the coming into operation of this Act, be rights, liabilities and obligations of the CAS and shall be enforceable by or against the CAS.

Property and assets

38. (1) Any property or assets which, immediately prior to the coming into operation of this act, was vested in the Government of Lesotho for the purposes of the CAS shall, from the coming into operation of this Act, vest in the CAS subject to any conditions, liabilities or obligations upon or under which it was vested immediately prior to the coming into operation of the Act.

(2) Any person who, immediately prior to the coming into operation of this Act, holds any property or asset in trust on behalf of the Government of Lesotho for the benefit of the CAS shall, from the coming into operation of this Act, hold such property or asset in trust for the CAS.

(3) Notwithstanding sub-sections (1) and (2), all liabilities, rights and obligations held by any other person in relation to the CAS prior to the coming into operation of this Act shall vest in the CAS upon the coming into operation of this Act.

Pending legal proceedings

39. All actions and all suits pending by or against the CAS shall continue after the coming into effect of this Act.

¹ Act No.15 of 1967

² Act No.6 of 2016