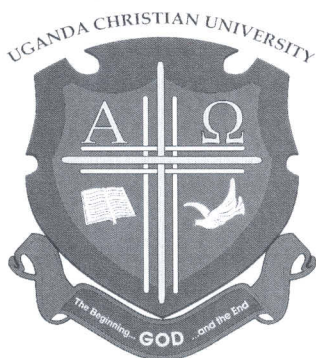


# UGANDA CHRISTIAN UNIVERSITY

## STATUTE ON UCU HOLDINGS



A Centre of Excellence in the Heart of Africa

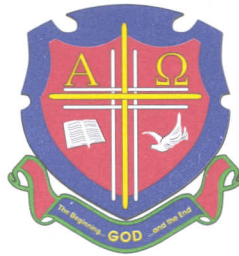
### Statute schedule

Statute Title	Statute on UCU Holdings
Statute Lead Contact	Chair, University Council
Date of approval	22 May 2008
First Revision	28 May 2009
Second Revision	26 Nov 2009
This version No.	
Policy linkage	
Review interval	
Chair, University Council Signature	

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DEPUTY VICE CHANCELLOR (FINANCE AND ADMINISTRATION)

25<sup>th</sup> February 2011

**The Chairman  
All Members  
Finance Board**

## RE: STATUTE ON UCU HOLDINGS

Greetings in the name of our Lord Jesus Christ!

Please find attached, for your information, the Statute on UCU Holdings, Ltd as per your request during the Finance Board meeting held on 11<sup>th</sup> February 2011.

Thank you.

Yours faithfully,

DR FLORENCE BAKIBINGA SAJJABI (MRS)  
**Deputy Vice Chancellor  
(Finance & Administration)**

## **STATUTE ON UCU HOLDINGS, LTD.**

This Statute provides for the following areas under the Articles of Association of UCU Holdings, Ltd. (UCUH) and the Charter of Uganda Christian University (UCU).

### **1. Representation at the UCUH AGM**

The University's share interest shall be represented at the Annual General Meeting or special General Meetings of UCUH by the Chairman of the University Council. If unable to attend, the Chairman may designate a proxy in writing for that meeting.

### **2. Representative Directors**

"Representative Directors" are elected or appointed (in the case of the Archbishops' appointee) in order to protect and maintain the interest of Uganda Christian University and the Church of Uganda in UCU Holdings, Ltd.

The UCUH Articles of Association (Article 43, as amended on 11 December 2009) specify that "Representative Directors" shall be "drawn from among University Council members representing the Church of Uganda.

Under this Article, the following University Council members shall be qualified for election as "Representative Directors":

1. A person or persons elected by the Provincial Assembly to the University Council;
2. A bishop; or
3. The Provincial Secretary or Provincial Education Coordinator; or

The Archbishop's designated Director, if there be one, shall be considered a "Representative Director."

"Representative Directors" shall be chosen by the University Council in the following ways:

1. The University Council shall nominate a qualified person or persons as a UCU Representative Director or Directors to be elected by the UCUH shareholders.
2. The University Council shall designate, with his or her consent, a sitting Director to serve for another term as a UCU Representative Director and this action shall be approved by the UCUH Shareholders.

UCU Representative Directors shall be responsible to the Company in all fiduciary respects but will have a special responsibility to see that the Company fulfills its objectives "to work for the development of Uganda Christian University" and to remain a Church of Uganda Company. They shall weigh the various advantages to the University and Church of Uganda, including financial, academic, social and religious. UCU Representative Directors are not required to vote en bloc in matters before the Board except where the Articles specifically provide.

The University Council may at any time revoke the status of a UCU Representative Director. Unless the Director has another share interest, he or she shall be obliged to resign forthwith from the Board of Directors in accordance with Article 43. Unless their status is revoked,

Representative Directors whose terms on the University Council expire shall continue to serve on the Board until their term on the UCUH Board of Directors expires. [Likewise, those designated Representative Directors prior to the amendment of this Statute shall continue to serve on the Board until their term expires.]

### **3. UCUH Board Chairman**

In accordance with article 43, the University Council shall from time to time designate the Board Chairman of UCU Holdings, Ltd. The Board Chairman shall be a UCU Representative Director currently seated on the University Council. In the case of his or her resignation or expiry of term between regular meetings of the University Council, the Chairman of the UCU University Council shall appoint an acting chairman from among the Representative Directors to serve until the next meeting of the University Council.

*Approved by University Council 22 May 08; revised 28 May 2009; and 26 Nov 2009.*