

## 2. Rules of procedure for the Karlstad University Board

Approved by the University Board on 25 September 2024.

### **2.1**            *Composition of the university board*

According to the Higher Education Ordinance, the board of a higher education institution shall comprise a chair and at most fourteen additional members.<sup>1</sup> The vice-chancellor shall be a member of the board. Teaching staff and students at the higher education institution are entitled to representation in the board by three members each, elected in a regulated manner. The chair and additional members are appointed by the government, upon nomination by a group also appointed by the government. The board shall elect one of its members as vice chair. Staff representatives have the right to be present and speak at board meetings. These representatives are appointed and dismissed by the labour unions represented at the higher education institution.

### **2.2**            *Mandate of the university board*

The university board forms the management of a public agency. The mandate of the university board is first and foremost regulated by the Higher Education Act (1992:1434) and the Higher Education Ordinance (1993:100).

*Higher Education Act, Ch. 2, Sect. 2*

The board of a higher education institution shall supervise all of its operations and be responsible for ensuring that it fulfils its mandate.

*Government Agency Ordinance, Sect. 3 (2007:515)*

The management of a public agency is accountable to the government for its operations, and shall ensure that the agency is managed effectively, in compliance with current regulations and with the obligations resulting from Swedish membership in the European Union, that the agency's financial accounting is done dependably and fairly, and that it is economical with state funding.

*Ordinance (2000:605) Concerning Annual Reports and Budget Documentation, Ch. 2, Sect. 8*

The annual financial report shall be signed by the management of the public agency. This is the management's attestation that the annual report gives a fair picture of the agency's finances, of its costs and revenues, as well as of its financial position.

*Ordinance (2000:605) Concerning Annual Reports and Budget Documentation, Ch. 2, Sect. 9*

Management of a public agency that falls under the Ordinance on Internal Management and Control (2007:603) shall, in connection with the signing of the annual report, also submit an assessment of how satisfactory the internal management and auditing systems have functioned during the period to which the annual report refers. If the assessment concludes that there have been significant deficiencies in the internal management and auditing systems, these should be reported in brief.

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<sup>1</sup> The government may, upon request of the higher education institution, decide that the university board shall consist of a chairperson and ten other members. Such a request has, however, never been made by Karlstad University.

Decision:	14/24	Reg. no.	C2024/660	Replaces:	15/19	Reg. no.	C2019/704
Applies from:	25 September 2024	until:	further notice	Officer:	Eva Rendahl		

The agency shall provide an account in the annual report of the basis for the management's assessment. The account shall also include an overall description of the agency's work with internal management and control.

*Higher Education Ordinance, Ch. 2, Sect. 2*

The board of a higher education institution shall have the responsibilities and mandate set out by Section 3 of the Government Agency Ordinance and Chapter 2, Section 8 of the Ordinance Concerning Annual Reports and Budget Documentation.

Further, the board shall decide on

1. important issues relating to the overall operational focus and organisation of the higher education institution,
2. annual reports, interim reports, budgetary and important records, and otherwise ensure that the institution has an internal management and auditing system that functions in a satisfactory manner,
3. measures resulting from audit reports and memoranda from the Swedish National Audit Office,
4. guidelines and audit routines for internal auditing, and measures resulting from observations and recommendations according to Section 10 of the Internal Audit Ordinance,
5. important issues relating to the internal allocation and monitoring of resources,
6. important issues relating matters of security,
7. questions that according to Section 15 shall be determined by a staff disciplinary board, if no staff disciplinary board has been established at the higher education institution, or if the Government Disciplinary Board for Higher Officials is not required to issue a decision, as per Chapter 4, Section 16,
8. the admissions procedure stipulated in the second paragraph of Chapter 6, Section 3,
9. rules of procedure with regulations regarding the overall organisation of the institution, the delegation of authority to make decisions, the management of matters and other operational procedures, unless provided otherwise by statutes or regulations,
10. regulations and procedures regarding appointments,
11. other important regulations, and
12. other matters of principle.

Chapter 2, Sections 8, 10 and 15 also stipulate that the board decides on the proposal of a vice-chancellor, appoints the vice-chancellor's deputy and decides on the establishment of a staff disciplinary board.

*Further provisions of the Higher Education Ordinance*

In addition, the board decides on the following:

1. regulations for the election procedure followed when teacher representatives are elected to the board (Ch. 2, Sect. 7a), and
2. the manner in which teachers, other staff and students are consulted when a new vice-chancellor is proposed (Ch. 2, Sect. 8.)

*Implementation*

The issues and matters handled by the university board shall mainly be overarching in nature, and important to the long-term development of the university. When there is doubt, the chair and vice-

chancellor decide together which matters shall be determined by the board. In fulfilling its mandate, the board collects information from representatives of different parts of the organisation.

In accordance with Chapter 2, Section 4a of the Higher Education Ordinance, the university board has tasked the chair with taking decisions on interim financial reports in consultation with the vice-chancellor.

The university board has established a staff disciplinary board to determine issues falling under Section 25 of the Government Agency Ordinance, provided that the Government Disciplinary Board for Higher Officials is not required to issue a decision, as per Chapter 4, Section 16 of the Higher Education Ordinance.

### ***2.3 Frequency of meetings***

The university board meets four to five times annually. Meetings for the coming year are at the latest scheduled in November. After consulting with the chair, the executive office distributes proposed meeting dates. Usually, whole-day meetings are scheduled.

The university board decides on extraordinary meetings and may also cancel scheduled meetings. Urgent cases may be decided by the chair, after consulting the vice-chancellor.

### ***2.4 Preparations for meetings***

#### *Agenda*

The university director is tasked with compiling the agenda in consultation with vice-chancellor and the chair. Discussion times should be specified for the points on the agenda, so that the board is prepared for the scope of each matter. The agenda should clearly distinguish decisions from informational points. A draft is presented to the chair, who then approves the agenda.

#### *Supporting documentation and distribution*

When written memoranda related to points on the agenda comprise several pages, they have to include a summary. The proposed decision should be clearly indicated. A call, including an agenda and written memoranda with proposed decisions, is sent to board members at the latest two weekends before an ordinary meeting. Complementary documentation is only sent out by way of exception.

#### *Other*

Board members unable to attend meetings shall notify the vice-chancellor's secretary ahead of the meeting. Members shall also keep the vice-chancellor's secretary informed of any changes of address.

## ***2.5 The right to attend, speak, propose, vote and make reservations against decisions***

### **2.5.1 Right to attend and speak at meetings**

- Board members
- Staff representatives
- University director
- Pro-vice-chancellors
- Vice-chancellor's secretary, who is also the secretary of the board
- Individuals invited for specific matters

### **2.5.2 Right to make proposals**

- Board members
- A rapporteur usually concludes a report by proposing a decision to the board.

### **2.5.3 Right to vote**

- Board members

### **2.5.4 Right to record a reservation (dissenting opinion)**

- Board members
- Rapporteurs and other officials who are involved in the final handling of the matter without taking part in the decision.

## ***2.6 Submission of reports***

According to Chapter 2, Section 6 of the Higher Education Ordinance, the university board shall only decide matters after the submission of reports. The chair may decide to report on a matter him/herself. The board may also specifically appoint a member to report. In other cases, the rapporteur shall be the person tasked with handling a matter by the university director. The vice-chancellor or university director may report on matters that are not to be reported by the chair or a specifically appointed board member.

The chair should be able to assume that board members have perused the distributed documentation.

The board is responsible for determining the university's long-term operational focus through its overall vision, goals, and strategies. Basic choices and priorities should be highlighted when larger issues are reported. Reports and discussions should have a clear focus on supporting and monitoring goals and strategies. The board shall have time for in-depth discussions of complex issues, and it is the responsibility of the university director to assess when this is appropriate, in consultation with the vice-chancellor and chair.

## **2.7 Decisions and minutes**

### **2.7.1 Quorum**

The university board is quorate when more than half the members are present, including the chair and vice-chancellor.

### **2.7.2 Voting**

The chair summarises the discussion and concludes each matter by proposing a clearly formulated decision. If the board is not united, matters are decided by acclamation. If voting is required, it shall be open and the decision is based on simple majority. In the event of a tie, the chair has the deciding vote.

In matters involving the exercise of public authority against an individual, board members participating in the handling of the matter have to participate in the decision. Nobody is obliged to vote for more than one proposal. The chair is always obliged to vote if his/her vote is needed to determine a matter.

### **2.7.3 Urgent matters**

If a matter is so urgent that there is no time for the board to convene to handle the issue, the matter may be decided by way of messages between the chair, the vice-chancellor and at least as many members needed so as to constitute a quorum. However, all board members have to be given the opportunity to participate in the decision. If this procedure is deemed inappropriate, the chair may decide the matter him/herself, after consultation with the vice-chancellor. The decision has to be reported at the next board meeting.

### **2.7.4 Dissenting opinion**

A board member who participated in a board decision has the right to make a reservation against the decision by having a dissenting opinion noted. A member who does not exercise this right shall be seen to have participated in the decision. Also, rapporteurs and other officials who are involved in the final handling of a matter without taking part in the decision have the right to have dissenting opinions noted. Dissenting opinions shall be recorded before the decision is dispatched or announced in another way. If the decision is not to be announced, notification of dissent shall be made at the latest when the minutes are adjusted or in equivalent order. Dissenting opinion should be announced and noted already at the meeting where the decision in question is taken. A written dissent needs to be submitted to the vice-chancellor's secretary at the latest three workdays after the meeting.

### **2.7.5 Disqualification**

The stipulations on disqualification in the Administrative Procedure Act apply to the university board. Circumstances that may lead to a conflict of interests shall voluntarily be reported to the chair or vice-chancellor before the start of the meeting.

### **2.7.6 Minutes**

Minutes are recorded by the secretary. Minutes are prepared promptly and shall be adjusted at the latest three weeks after the meeting. Minutes are adjusted by the chair and the vice-chancellor.

The minutes shall document the meeting date, the board members and other persons present, the matters handled and the decisions made in each individual matter. It shall be clear who reported matters and who only contributed to the handling of matters, without participating in the decision. Dissenting opinions, if any, need to be reported. Discussions or the opinions of individual members are not recorded in the minutes.

### **2.7.7 Dispatching decisions**

The executive office dispatches decisions made by the university board after the minutes have been adjusted.

### **2.7.8 Implementation of decisions**

It is the responsibility of the vice-chancellor to implement decisions made by the board.

## ***2.8 Monitoring university board decisions***

At the university board meetings, the minutes from the previous board meeting are reviewed. When the board expects follow-up on decisions made, a decision must also be made on how the follow-up will be conducted and when the follow-up will be reported.

At the end of each semester, the vice-chancellor reviews the minutes of board meetings with the secretary to evaluate the extent to which decisions have been implemented and to assess whether further measures need to be taken to monitor decisions. The result of this review shall be reported to the board at its first meeting the following semester.