

## Lusófona University Governance Framework

<b>Approval</b>	Chairman of the Board COFAC, C.R.L.
<b>Approval Date   Version</b>	2020   Version 2
<b>Prepared by</b>	Quality Management System
<b>Document URL</b>	
<b>Document number</b>	
<b>Description</b>	<p>This document provides an overview of the Governance Framework of the Universidade Lusófona de Humanidades e Tecnologias (Lusófona University), which is based on:</p> <ul style="list-style-type: none"> <li>• Legal Framework for Higher Education Institutions (in Portuguese RJIES) - Law No. 62/2007, of 10 September.</li> <li>• Other legislation applicable to universities, such as Legal Framework for the Evaluation of Higher Education (in Portuguese RJAES) - Law No. 38/2007, of 16 August. Decree-Law no. 74/2006, of 24 March - Higher Education Degrees and Diplomas</li> <li>• and the rules and guidelines published under this legislation</li> </ul> <p>The Governance Framework applies to the entire University, and establishes the roles, responsibilities and composition of the University's governing bodies.</p>

## Related Legislation

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Law no. 63/2007, of 10 December – Legal Framework for Higher Education Institutions ([640244 \(dre.pt\)](#))

Law no. 38/2007, of 16 August - Legal Framework for the Evaluation of Higher Education (Amended by [Law no. 94/2019, of 4 September \( 124418383 \(dre.pt\)](#))

Decree-Law no. 74/2006, of 24 March - Higher Education Degrees and Diplomas (<https://dre.pt/application/file/671482>)

[Law no. 66/2017](#), of 9 August, Cooperative Code (CoopC2015)

Law no. 119/2015, of 31 August, which approved a new Cooperative Code (CoopC2015), amended by [Law no. 66/2017](#), of 9 August. ([Cooperative Code - CASES - Cooperativa António Sérgio para a Economia Social](#))

## Related documents

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**COFAC C.R.L Statutes | ULHT Statutes | University Council Regulation | Scientific Council Regulation | Pedagogical Council Regulation |**

## 1. Lusófona University Governance

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The Lusófona University is a higher education institution (university), founded by COFAC - Cooperativa de Formação e Animação Cultural, CRL, whose public interest is recognized by Decree-Law No. 92/98, of 14 April.

The ULHT is part of the national education system and its head office is located in Lisbon, and may, under the terms of the law, decentralize its organisational units, as well as enter into cooperation agreements with universities, polytechnic institutes or with other public or private entities, national or foreign, and award degrees and diplomas in association

The ULHT is governed by the law in force in Portugal in matters of higher education, by its statutes (Order No. 15417/2016) and by the internal regulations prepared under those texts.



The University was established under the Basic Law of the Educational System and is currently governed by Law no. 63/2007, of 10 December - Legal Framework for Higher Education Institutions that establishes the general powers and roles of the University.

As fundamental and base legislation, Law no. 62/2007 defines the powers granted to the University to achieve its objectives, and establishes the mandatory statutory bodies responsible for the governance and management of the University:

**Corporate Governance:** The responsibility for the administrative, economic and financial management of the Lusófona University lies with COFAC - Cooperativa de Formação e Animação Cultural, CRL, which, under the terms of the law and the Statutes, organises and manages its resources, without prejudice to respect for university autonomy.

**Academic Governance:** The Rector is ultimately responsible for the supervision and control of the academic affairs of the University.

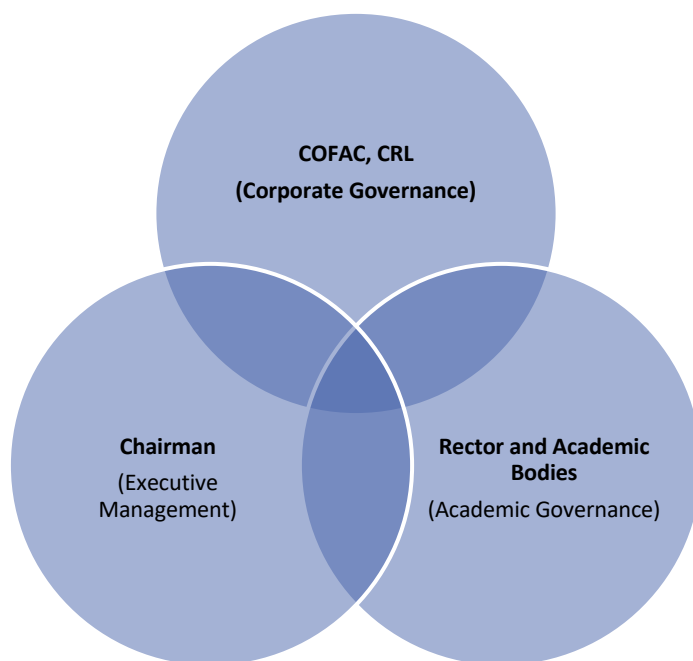
Under Law No. 62/2007, academic governance bodies are the University Council, the Scientific Council and the Pedagogical Council.

The representative model of Council members is designed to represent the interests and voice of the academic community and students, and is based on established academic governance principles, including autonomy, collegiality, consultation, peer review and broad-based representation.

The functions, powers and operation of the Councils are established by the University Statute and the respective Regulations.

**Executive University Governance** The Chairman is responsible for managing the University's affairs. The Chairman establishes the University's management structure and operational structure.

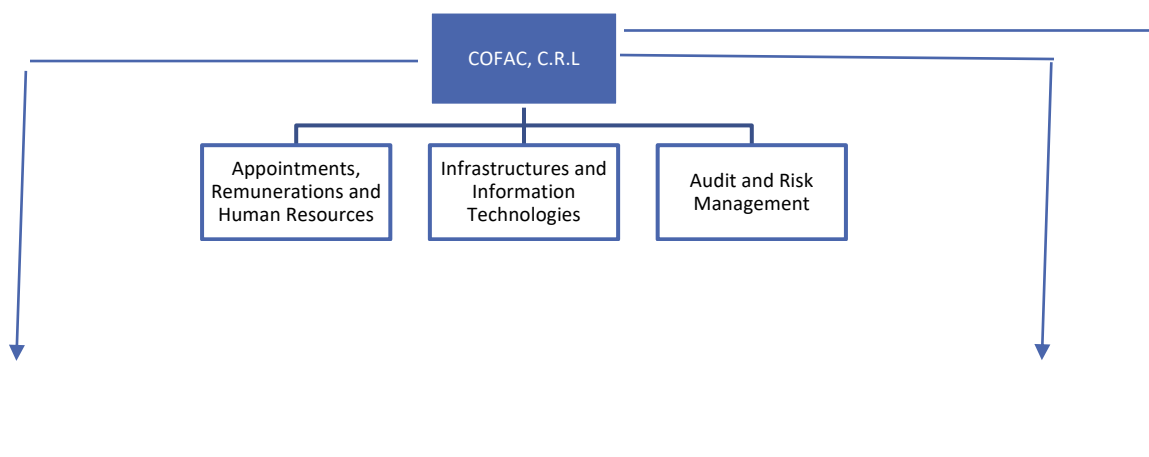
The Lusófona University has a tripartite governance structure as follows:

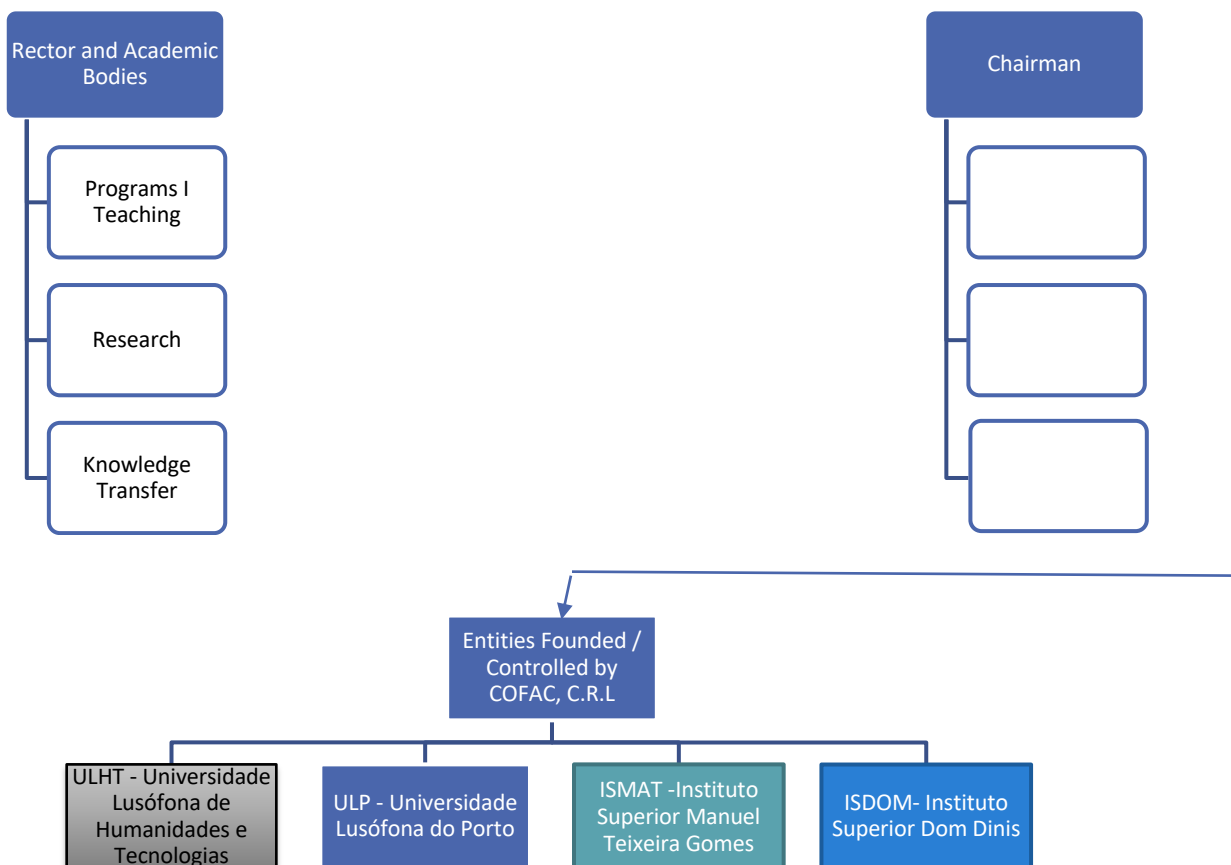


This tripartite model highlights the nature of the intersection of the different governance components and strengthens the clear autonomy and distinction between corporate governance, academic governance and management responsibilities.

## 2. Lusófona University Governance Structure

The governance relationship between the 3 components (Corporate Governance, Academic Governance and Executive Management) can be explained by the following diagram:





### 3. Corporate Governance

Corporate Governance plays an essential role in ensuring the sustainability and success of the Lusófona University. It provides a formalized structure to establish and monitor the University's objectives in an ethical, responsible and sustainable manner.

#### 3.1. Responsibilities of COFAC, C.R.L.

Under the provisions in article 7 of the Lusófona University Statutes:

1 – The responsibility for the administrative, economic and financial management of the

Lusófona University lies with COFAC - Cooperativa de Formação e Animação Cultural, C. R. L., which, under the terms of the law and the Statutes, organises and manages its resources, without prejudice to respect for university autonomy.

2 — In the management of the establishment, the founding body regularly hears the Lusófona University's bodies in which there is participation of teachers and students, in particular, the scientific and pedagogical councils.

3 — The general revenue and expenses of the Lusófona University are managed by COFAC, C. R. L., taking into account its good operation and the proper pursuit of its objectives.

4 — The exercise of disciplinary power over teaching, technical, administrative or other personnel, as well as over students, is the responsibility of the founding body, under the terms of the law, and express delegation may be made to one or more bodies of the establishment.

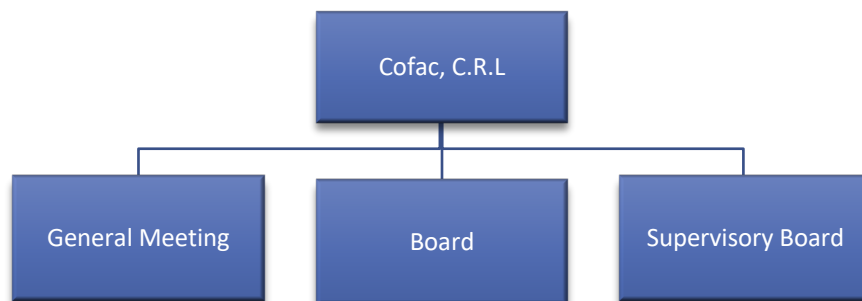
5 — Under the terms of the law, the establishment's founding body is specifically responsible for:

- a) Creating and ensuring the conditions for the normal operation of the educational establishment, ensuring its administrative, economic and financial management;
- b) Submitting the educational establishment's statutes and their amendments for consideration and registration by the supervising minister;
- c) Assigning appropriate facilities and equipment to the educational establishment, as well as the necessary human and financial resources;
- d) Maintaining a valid insurance contract or provide equity substrate to adequately cover the maintenance of material and financial resources essential to the operation of the higher education establishment;
- e) Appointing and removing, under the terms of the statutes, the members of the management body of the educational establishment;
- f) Approving the activity plans and budgets prepared by the bodies of the educational establishment;
- g) Certifying its accounts through a statutory auditor;
- h) Setting the amount of tuition fees and other charges owed by students for attending the

- cycles of studies taught at the educational establishment, after hearing its management body;
- i) Hiring teachers and researchers, on the proposal of the Rector, after hearing the Scientific Council;
  - j) Hiring non-teaching staff;
  - k) Requesting accreditation and registration of cycles of studies, after the opinion of the Scientific Council and the Rector;
  - l) Maintaining, in authenticity and security conditions, academic records that include, in particular, students applying for enrolment in the educational establishment, students admitted to the educational establishment, enrolments carried out, the final result obtained in each course unit, equivalences and recognition of qualifications awarded and the degrees and diplomas conferred and the respective grade or final qualification.

### 3.1 COFAC, C.R.L. Bodies

Under the provisions in article 21 of the COFAC, C.R.L. Statutes, the General Meeting, the Board and the Supervisory Board are the Cooperative's governing bodies.



### **3.1.1. Representativeness, Responsibilities of the General Meeting and Composition of the Board of the General Meeting**

The General Meeting represents the universality of the Cooperative members in full enjoyment of their social rights and its deliberations are mandatory for all.

Under the terms of article 25 of the COFAC, C.R.L. Statutes, the General Meeting is responsible for:

- a) Deliberating on all aspects of the Cooperative's life, namely those not provided for in the powers of other governing bodies
- b) Approving the reports of the governing bodies and commissions
- c) Proposing actions and diligences necessary for the Cooperative's operation and development
- d) Establishing the amount, means and terms of payment of the fee
- e) Deciding on capital increases
- f) Determining the creation of funds and special reserves, establishing the financial amounts that will be allocated to them
- g) Deciding on the suspension and exclusion of members
- h) Electing the holders of social positions, determining the modes and forms of performance of their duties
- i) Deciding on the Cooperative's adhesion to unions, federations or confederations
- j) Deciding on the modes and forms for the distribution of surpluses
- k) Deciding on the amendment of the statutes, dissolution and sharing of cooperative assets, with the approval of two thirds of the members in full use of their power being required for this
- l) Approving the internal rules for the normal operation of the Cooperative

Under the terms of article 28, the board of the General Meeting is composed of a Chairman, a vice-chairman and a secretary, and the chairman, or the vice-chairman in his absence or



impediment, is responsible for calling the General Meeting and preside over the meeting.

### **3.1.2 Composition and Powers of the Board**

The Board is composed of three members, one of whom is a chairman, one is a secretary and one is a treasurer.

Under the terms of article 25 of the COFAC Statutes, the Board is responsible for:

- a) Running the Cooperative in the organisational, financial and personnel functions
- b) Entering into agreements and contracts with public or private entities
- c) Implementing the deliberations emanating from the general meeting
- d) Exercising its own disciplinary action or implementing that decided by the general meeting
- e) Representing the Cooperative
- f) Preparing internal rules necessary for the normal operation of the Cooperative, which will be submitted to the General Meeting for approval
- g) Ordering the implementation of the material actions necessary for the operation of the Cooperative
- h) Submitting annually the required report to the general meeting, containing the balance sheet, the management accounts, proposals and outlooks for the following year's financial period.
- i) Requesting the call for the work of the different governing bodies and commissions, promoting the performance of actions deemed necessary
- j) Raising and supporting the achievements of users that fit the objectives of the Cooperative under the terms of the Statutes
- k) Hiring the workers necessary for the proper operation of the Cooperative

### **3.1.3. Composition and Powers of the Supervisory Board**

The Supervisory Board is composed of three members, one of whom is a chairman, one is a vice-chairman and one is a member.

Under the terms of article 33 of the Statutes, the Supervisory Board is responsible for:

- a) Submitting to the General Meeting, on an annual basis, a report containing the analysis of the period for the year ended.
- b) Supervising the Cooperative's administrative and financial activity

## 4. Academic Governance

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### 4.1. Rector

The Rector is responsible for the governance of all aspects of the University's academic mission, including teaching and learning, research and knowledge transfer. The Rector fulfils his responsibilities by monitoring and supervising academic quality, standards and results, academic and research integrity, and academic freedom.

The powers of the Rector are provided for in article 12 of the Statutes:

The Rector represents and leads the Lusófona University, being responsible for:

- a) Supervising the Lusófona University's life, guiding its teaching and research activities and ensuring the coordination of the action of the respective organisational, scientific and pedagogical units;
- b) Representing the Lusófona University before official bodies, other universities and higher education institutions and other cultural and scientific research institutions and ensuring the liaison with representatives from other universities, other higher education institutions and other educational institutions with whom the Lusófona University has cooperation agreements;
- c) Calling, under the terms of these statutes, the meetings of the bodies to which he presides;
- d) Presenting to the other institutional bodies the proposals that he considers necessary and convenient for the good operation of the Lusófona University;
- e) Preparing the annual report on

the activities of the Rectory and submit it to the appreciation and approval of the University Council;

f) Ensuring the compliance with the legal framework applicable to the ULHT, these Statutes and the internal regulations;

g) Solving all academic issues, especially the scientific and pedagogical ones, that are not legally or statutorily committed to another body or authority;

h) Appointing mission officials, with the pro-rector status, defining, in the appointment, the purpose, the temporal and material scope and the means of their performance;

i) Creating, by joint order with the Chairman, the General Strategic Council and addressing the invitation to each of the personalities that are part thereof;

j) Appointing, by joint order with the Chairman, the Student Ombudsman and the director of the general library;

k) Appointing, by joint order with the Chairman, the directors of the organisational units and the directors of the cycles of studies;

l) Appointing the members of the juries of the academic examinations, on the proposal of the Scientific Council of the respective organisational unit; m) Submitting to the founding body proposals for hiring teaching and research staff, originating from the organisational units;

m) Approving the teaching service distribution proposals presented by the directors of the organisational units;

n) Exercising the other powers conferred on him/her by law, the present statutes and by the internal regulations of the Lusófona University

## **4.2. University Council**

Under the terms of article 17 of the Statutes, the University Council is the Lusófona University's body responsible for defining the general guidelines of the Lusófona University, as well as ensuring the coordination of the corresponding actions.

### **4.2.1. Composition**

Under the terms of article 18 of the Statutes:

1 — The following are members of the University Council:

- a) The Rector, who presides, and the Vice-rectors;
- b) The Chairman;
- c) The directors of the organisational units;
- d) the directors of the department directors, if applicable;
- e) The directors of the cycles of studies;
- f) The Student Ombudsman;
- g) The pro-rectors, if applicable;
- h) A representative of the professors, another of the assistants and another of the researchers, elected by their peers, with two-year terms;
- i) The chairman of the Academic Association of the Lusófona University;
- j) One representative of the technical, administrative and auxiliary staff, elected by their peers, with a two-year term;
- k) The director of the general library.

### **4.3. Scientific Council**

Under the terms of article 21 of the Statutes, the Scientific Council is the body which, in particular, is responsible for defining the broad guidelines for scientific policies to be pursued by the Lusófona University in the fields of teaching and research.

In its relationship with the scientific councils of faculties, schools and institutes, the Scientific Council of the Lusófona University acts in accordance with the principle of autonomy of the organisational units.

#### **4.3.1 Composition**

Under the terms of article 22 of the Statutes of the Lusófona University

1 — The Rector, who presides, the Vice-Rectors and the directors of the teaching and research

organisational units are inherently members of the Scientific Council of the Lusófona University.

2 — The following are also members of the Scientific Council of the Lusófona University, elected by their peers with a two-year term:

- a) Three representatives of career teachers and researchers;
- b) Two representatives of the remaining teachers and researchers on a full-time basis, with a contract of duration of not less than one year, who hold a PhD degree;
- c) Representatives of the research units recognised and positively evaluated under the terms of the law, when they exist, making up 20% of the total of the council, unless the number of research units does not allow reaching this percentage.

#### **4.3.2. Powers and responsibilities**

Under the terms of article 23 of the Statutes, in addition to the powers and responsibilities that are defined by mandatory legal norm, and without prejudice to the powers and responsibilities of the scientific councils of the organisational units, the Lusófona University's Scientific Council is responsible for:

- a) Preparing its regulation;
- b) Analysing the institution's scientific activities plan;
- c) Giving opinion on the creation, transformation or extinction of the institution's organisational units;
- d) Giving opinion on the creation of cycles of studies and approving the study plans of the cycles of studies taught;
- e) Giving opinion on the award of titles or honorary distinctions;
- f) Giving opinion on the creation of school prizes;
- g) Giving opinion on international agreements and partnerships;
- h) Taking other steps provided for in the law, which are not conferred upon the scientific councils of the organisational units relating to teaching and research careers and the recruitment of teaching and research staff.

#### **4.4. Pedagogical Council**

The Pedagogical Council is the body that studies and analyses the teaching and learning guidelines, methods, acts and results at the Lusófona University.

In its relationship with the scientific councils of faculties, schools and institutes, the Pedagogical Council of the Lusófona University acts in accordance with the principle of autonomy of the organisational units.

##### **4.4.1. Composition, term**

Under the terms of article 25 of the Statutes:

1- The following are members of the Pedagogical Council:

- a) The rector who presides over it;
- b) Per each organisational unit, an elected representative of the teachers who hold a PhD degree;
- c) Per each organisational unit, an elected representative of the teachers who hold a Bachelor's degree or a Master's degree;
- d) The number of elected students, representing each organisational unit, necessary to guarantee equal representation to the elected members of the teaching staff; e) An elected student representative, to guarantee parity resulting from the appointment of the chairmanship of the Pedagogical Council.

2 — The members referred to in subparagraphs b), c), d) and e) of number 1 of this article, are elected by their peers with a two-year term.

3 — The election of the members referred to in subparagraphs b), c), d) and e) of number 1 of this article, follows the terms of the electoral regulation established by the founding body.

4 — The Pedagogical Council meets, ordinarily, once per semester and, extraordinarily, the times considered necessary with a view to the good operation of the Lusófona University.

5 — The meetings are always called by the Rector, the ordinary ones at his own initiative and the extraordinary ones also at initiative or at the request of at least five members of the council.

6 — The respective minutes are drawn up for each meeting, which, after being approved by the council, are signed by the chairman and the secretary appointed by the former from among its

members to draft them.

#### **4.4.1. Powers and responsibilities**

Under the provisions of article 26 of the Statutes, in addition to the powers and responsibilities that are defined by mandatory legal norm, and without prejudice to the powers and responsibilities of the pedagogical councils of the organisational units, the Lusófona University's Pedagogical Council is responsible for:

- a) Giving opinion on the pedagogical guidelines and the teaching and assessment methods;
- b) Promoting regular surveys of the pedagogical performance of the institution and their analysis and dissemination;
- c) Analysing complaints regarding pedagogical failures and proposing the necessary measures;
- d) Approving the regulations for assessing students' achievement;
- e) Giving opinion on the prescription regime;
- f) Giving opinion on the creation of cycles of studies and on the study plans of the cycles of study taught;
- g) Giving opinion on the creation of school prizes;
- h) Giving opinion on the academic calendar and the institution's assessment calendars;

## **5. University Governance / Executive Management**

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The Chairman is responsible for appointing and monitoring the performance of Universidade Lusófona and establishes the administrative framework within which the university's operations are carried out.

Under the terms of article 16 of the Statutes, the Chairman is responsible for:

- a) Ensuring the normal operation of the Lusófona University and defending its legitimate interests, in cooperation with the other institutional bodies, presiding over the meeting of

Directors - delegates when the administration and management needs so require;

b) Ensuring the liaison with the COFAC, C. R. L. Board, in order to maintain the necessary articulation between its activities and the Lusófona University's operation;

c) Preparing the Lusófona University's annual budget and activity plan, as well as the activity reports and accounts for the financial years to be submitted to the COFAC, C. R. L. Board;

d) Approving the regulations for the provision of services to the community and of school-related activities;

e) Establishing, in collaboration with the other bodies, the mechanisms for regular self-assessment of the Lusófona University's performance, in view of the national assessment and accreditation system;

f) Ensuring the good condition of facilities and equipment and all the assets;

g) Preparing the administrative and financial regulations, as well as the amendments that he/she deems appropriate;

h) Proposing to COFAC, C. R. L., acquisition and improvement of facilities, furniture, teaching material and office supplies;

i) Proposing to COFAC, C. R. L., the hiring of technical, administrative and auxiliary staff;

J) Maintaining the liaison with the student association board, ensuring the convenient support to its activities, always taking into account the prestige of the Lusófona University and the good understanding that must exist between teachers and students;

k) Exercising, by delegation of the founding body, all the powers related to the management and discipline of the technical, administrative and auxiliary staff;

l) Running the Central Support Services and approving the respective regulation;

m) Ensuring the liaison between the founding body and the institution whenever it should not be conferred upon other bodies;

n) Creating, by joint order with the Rector, the General Strategic Council and addressing the invitation to each of the personalities that are part thereof;

o) Appointing, by joint order with the Rector, the Student Ombudsman and the director of the general library;



- p) Appointing, by joint order with the Rector, the directors of the organisational units and the directors of the cycles of studies;
- q) Approving, under proposal of the Scientific Council, the creation of school prizes;
- r) Performing all other acts necessary for the Lusófona University operation and which do not fall within the competence of the other institutional bodies.

## **6. Teaching and Research Organisational Units**

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Teaching organisational units and teaching and research organisational units are called faculties, schools, institutes, departments or other legally permissible.

In these organisational units, the programs are functional units.

The faculties, schools, institutes or departments are permanent organisations that provide teaching, research and other specialised services, comprising programs with similar scientific and pedagogical interests.

The faculties, schools, institutes or departments enjoy scientific and pedagogical autonomy, within the scope of their respective responsibilities, under the terms of the law and the ULHT Statutes, and are directed by a director, appointed by joint order of the Rector and the President. The coordination of scientific and pedagogical activities is carried out by the respective scientific and pedagogical councils, whose powers and responsibilities are those legally provided for within their objective scope.

### **6.1. Responsibilities of the Organisational Unit's Scientific Council**

In particular, the organisational unit's scientific council is responsible for:

- a) preparing its regulation;
- b) analysing the unit's scientific activity plan;
- c) submitting, for homologation, to the Rector, the proposal for the distribution of the teaching service that will be presented to the founding body, under the terms of subparagraph I), of article

12 of the Statutes;

d) giving opinion on the creation of cycles of studies and approving the study plans of the cycles of studies taught;

e) proposing to the Rector the composition of the juries of exams and academic applications;

f) carrying out the acts provided for in the law relating to teaching and research career and the recruitment of teaching and research staff.

## **6.2. Responsibilities of the Organisational Units' Pedagogical Council**

In particular, the organisational unit's Pedagogical Council is responsible for:

- a) Giving opinion on the pedagogical guidelines and the teaching and assessment methods;
- b) Promoting regular surveys of the pedagogical performance of the organisational unit and their analysis and dissemination;
- c) Promoting the teachers' pedagogical performance assessment carried out by the teachers themselves and by students, and its analysis and dissemination;
- d) Analysing complaints regarding pedagogical failures and proposing the necessary measures;
- e) Giving opinion on the creation of cycles of studies and on the study plans of the cycles of study taught;
- f) Giving opinion on the academic calendar and the organisational unit's assessment calendars;
- g) Exercising any other powers that may be conferred upon it by law

### **6.3. Responsibilities of the Director of the Organisational Unit**

The Director of the Organisational Unit is responsible for:

- a) Managing and coordinating the entire activity developed in the organisational unit;
- b) Representing the organisational unit both internally and externally;
- c) Ensuring the liaison and coordination between the programs' boards that make up the organisational unit;
- d) Giving opinion on matters that are institutionally addressed to it.

### **6.4. Responsibilities of the Director of the Program**

The Director of the Program is responsible for:

- a) Giving opinion on all matters that, within its competence, are submitted to him/her for appreciation;
- b) Proposing to the organisational unit the change in the curriculum structure and the study plan;
- c) Selecting and proposing the hiring of teaching and research staff;
- d) Proposing the regime for analysing and rating students' merit;

- e) Guiding the program and ensure its proper operation, in compliance with the legal provisions in force, the provisions of these Statutes and the ULHT regulations;
- f) Representing the program with the ULHT bodies and functional units.

## 7. Controlled entities

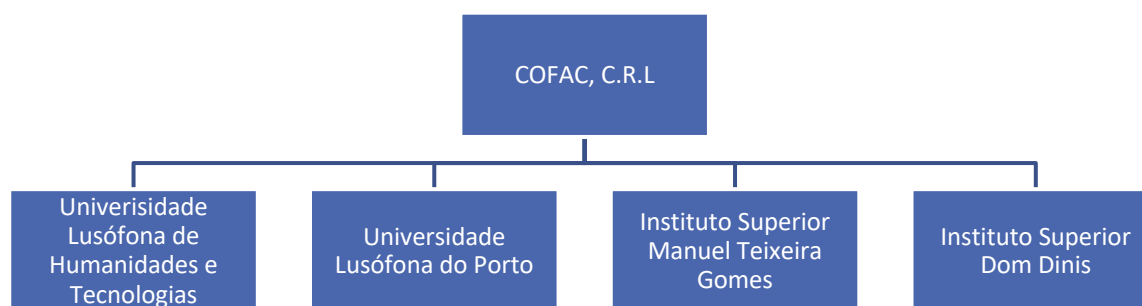
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A controlled entity is defined as an entity that COFAC, C. R.L. founded and in which it has an interest. COFAC, C.R.L. is responsible for the establishment and supervision of its controlled entities.

COFAC, C. R.L. ensures that the entity's management has the necessary powers, knowledge and experience to provide adequate management and control.

COFAC, C.R.L. is responsible for the control of the financial and commercial affairs of the controlled entities and receives regular reports on the performance.

COFAC, C. R.L. founded the following entities, as shown in the diagram below:



## 8. Delegation

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Article 13 of the Statutes establishes that the **Rector** is assisted in the performance of the respective duties by one or more Vice-Rectors, a maximum of three. Vice-rectors are appointed by the Rector and perform duties that he delegates to them. The Rector is replaced, in his absences or impediments, by the senior Vice-Rector or, when with equal seniority, by the oldest. Number 1 of article 15 of the Statutes establishes that the **Chairman** is assisted by two to five Directors-delegates appointed by him, who perform the duties that he delegates to them.

Under the terms of number 2 of the article, on the **University Council**, it is stipulated that the directors of the organisational units and the directors of the cycles of studies and research units can only be replaced in the event of not being able to be present.

Under the terms of no. 3 of the same article, the chairman of the Academic Association can only be replaced by another member of the association's board.