

# UNE Governance Framework

## Section 1 - Overview

(1) The University is a body corporate established under the UNE Act. The object of the University is the promotion, within the limits of the University's resources, of scholarship, research, free inquiry, the interaction of research and teaching, and academic excellence. The principal functions of the University for the promotion of its object are set out in the UNE Act.

(2) The University is a not-for-profit institution and does not have shareholders. The members of the University are the members of the University Council, Convocation, academic staff, non-academic staff, graduates and students.

(3) Under the UNE Act the University Council is the governing authority of the University and has the control and management of the affairs and concerns of the University.

(4) The Vice-Chancellor is the Chief Executive Officer of the University and has the functions conferred or imposed by or under the UNE Act, including the authority delegated to the Vice-Chancellor by the University Council. The University Council has delegated to the Vice-Chancellor the authority for the management and operations of the University, subject to matters over which authority has been retained by the University Council.

(5) Under this structure the University Council is the governing body, analogous to a board or directors, and the Vice-Chancellor and Chief Executive Officer is responsible for the management and operations of the University.

(6) The purpose of this Rule is to provide a framework outlining the way in which the University is governed, and to explain the connections between the components of governance at the University.

(7) At UNE Governance is categorised into the following components:

- a. Planning and communication;
- b. Levels of authority;
- c. Policy framework;
- d. Compliance framework;
- e. Risk management; and
- f. Performance evaluation.

## Section 2 - Scope

(8) This Framework takes effect as a Council Rule under Section 29 of the University of New England Act, 1993. The Framework is intended to support and ensure good governance at UNE. It has been informed by external legislation, best practice benchmarking and compliance requirements.

(9) This Framework is binding for all UNE Representatives, as well as the University's decision-making and advisory bodies.

## Section 3 - Framework

(10) Each of the components of the Governance Framework are outlined below:

### Planning and Communication

(11) The University adopts a tiered approach to its planning and communication, from the UNE Act that outlines its object and functions and public statements that outline and expand on its mission, vision and key priorities to the expectations and behaviours of staff and students who comprise the University. The approach is outlined below:

- a. UNE Strategic Plan: Documents UNE's strategic direction and outlines UNE's key priorities, its mission, vision, values and the enablers that assist it to meet its goals.
- b. UNE Business Plan: Annual plan for the implementation of the UNE Strategic Plan, which includes specific activities and measurable targets.
- c. Portfolio Plans: Describes the scope and actions of each of the University's key Senior Executive portfolio areas in implementing the UNE Strategic and Business Plans.
- d. Operational Unit Plans: Operationalises the Strategic and Business Plans for UNE Directorates and Schools.
- e. Group plans: Implements the Unit plan for teams and groups within operational units.
- f. Position statements for individual roles: Outlines the expectations, duties and responsibilities of individuals that enable them to ultimately meet the goals and objectives of UNE.

### Levels of authority

(12) To ensure that UNE Representatives understand what they are to do, for whom, when and to what level, clearly defined levels of authority are assigned to each level of the University's structure.

(13) Levels of authority flow from the University of New England Act 1993 through its Council, to the management of the University:

#### UNE Act:

(14) The Act establishes UNE, its object and functions, the Council as the governing authority of the University, and the powers of the Council. Part 3 of the Act describes the Council, authorities and officers of the University. This Section explains that "there is to be a Council of the University" and that "the Council is the governing authority of the University and has the functions conferred or imposed on it by or under this [the] Act".

(15) Web links to pages:

- a. [UNE Act](#)

#### UNE Council:

(16) As the governing authority of the University, the Council may delegate all or any of its functions to a member or committee of Council or to any authority or officer of the University. This is operationalised through the establishment and application of by-laws and Council Rules, as outlined in Part 6(25) of the University of New England By-law 2005.

(17) Web links to pages:

- a. [University of New England By-law 2005](#)
- b. Council webpages
- c. [Authority Retained by Council Rule](#)

- d. [University Secretary Rule](#)
- e. [Delegations](#)

(18) Committees of Council: The Council may establish committees to assist it in connection with the exercise of any of its functions. The authority is given to a Committee of Council via an approved Terms of Reference, established as a Council Rule under Section 29 of the University of New England Act 1993. The following, represent committees related to Council:

- a. Standing Committee of Council
- b. Audit and Risk Committee
- c. Finance Committee
- d. Infrastructure Committee
- e. Honorary Degrees, Titles and Tributes Committee
- f. Nominations Committee
- g. Remuneration Committee

(19) The Standing Committee of Convocation is a committee of the University established under the UNE Act 1993 NSW.

(20) Web Links to the Committees:

- a. [Committees of Council](#)
- b. [Standing Committee Terms of Reference](#)
- c. [Remuneration Committee Terms of Reference](#)
- d. [Audit and Risk Committee Terms of Reference](#)
- e. [Tender Committee Terms of Reference](#)
- f. [Infrastructure Committee Terms of Reference](#)
- g. [Nominations Committee Terms of Reference](#)
- h. [Finance Committee Terms of Reference](#)
- i. [Honorary Degrees, Titles and Tributes Committee Terms of Reference](#)
- j. [Standing Committee of Convocation Terms of Reference](#)

#### **Vice-Chancellor/Chief Executive Officer (CEO):**

(21) The University of New England Act 1993 establishes the Vice-Chancellor as the Chief Executive Officer of the University with functions conferred under the UNE Act and via the Council delegations set out in the "Functions of the Vice-Chancellor Rule" and other Council Rules.

(22) Web Links to pages:

- a. [VC page](#)
- b. [Functions of the Vice-Chancellor Rule](#)

#### **Academic Board:**

(23) The Academic Board is established via Section 15 of the University of New England Act 1993, with the constitution and functions of the Academic Board prescribed in Part 5 of the University of New England By-law 2005. Section 21 of the University of New England By-law 2005, explains that the primary function of the Academic Board "is to report to the Council and advise the Council and the Vice-Chancellor on all developments and initiatives relating to and affecting the University's teaching and research activities and its educational programs".

(24) Committees of Academic Board: The following, are committees related to the Academic Board, as outlined in the 'Terms of Reference for Academic Board':

- a. Standing Committee of Academic Board
- b. University Teaching and Learning Committee
- c. University Research Committee
- d. University Academic Program Committee (APC)

(25) Web Links to Academic Board:

- a. [Academic Board page](#)
- b. [Terms of reference of the Academic Board as prescribed in the By-law \(at Part 5\)](#)

### **UNE Management Structure:**

(26) Authorities associated with positions identified within the UNE management structure, are established by authority of approved delegation Rules (and associated schedules).

(27) Web Links to pages:

- a. [UNE's Organisational Chart](#)
- b. [University's Financial Delegations Rule](#)

### **Policy framework**

(28) The Policy framework outlines the University's principles and standards for its business practices. The framework and its components underpin and give authority to the decisions made by UNE Representatives on a day-to-day basis. The components can be broken down as follows:

- a. Principles: Overarching Acts, legislation, University values and strategic objectives that set a high order framework for the way UNE aims to undertake its core business.
- b. Rules: Rules are made pursuant to the University of New England Act. All University Representatives are legally bound to observe Rules in relation to University matters.
- c. Policy: Policies are approved by Council or Vice-Chancellor and classified according to approving body, responsible Unit, key themes and terms.
- d. Protocol: Operational instructions, mandatory to the application of a policy (only as required). Depending upon the policy application and environment, protocols are approved by Council or the Vice-Chancellor.
- e. Procedure: These are steps taken to operationalize a policy, University-wide. Procedures are approved by a Policy Administrator.
- f. Process Guidelines: These are developed at a local level by Senior Managers to ensure best practice and consistency of application.

(29) The making of Rules and other instruments:

- a. The Council makes Rules/Policies and Protocols according to the 'Authority Retained by Council Rule';
- b. The Vice-Chancellor makes Rules/Policies and Protocols according to the authority bestowed upon the role, as outlined within Section 6 of the 'Functions of the Vice-Chancellor Rule'; and
- c. Academic Board approves Rules/Policies and Protocols according to its approval functions outlined within Section 15.1 of the Terms of Reference of Academic Board.

(30) The University's Policies and Rules are reviewed, developed and implemented in accordance with the cycle outlined below. [Click here for the Policy Cycle](#)

(31) Web link to the University's Policy webpage

## Compliance framework

(32) Effective compliance management is a vital contributor to the protection of the University's integrity and reputation, and is a key enabler to assist and support the University in achieving its mission and strategic priorities. This obligation is recognised at UNE within the University of New England Act 1993 as a function of Council and incorporated within the Authority Retained by Council Rule.

(33) The Compliance Management Framework implements the principles of the Compliance Rule using AS3806-2006 as the principle benchmark. It illustrates the relationship between:

- a. the compliance program;
- b. compliance and risk management; and
- c. underlying compliance benchmarks

(34) The framework defines the roles and responsibilities of UNE Representatives in relation to compliance.

(35) Web links to pages:

- a. [Compliance Rule](#)
- b. [University of New England Act 1993](#)
- c. [Authority Retained by Council Rule](#)
- d. [Compliance Management Framework and Procedures](#)
- e. [Compliance webpage](#)

## Risk Management

(36) Being 'risk aware' and managing risk is critical to responsible governance and management. This obligation is recognised at UNE under Section 16 of the University of New England Act 1993, which mandates the oversight of risk management and risk assessment (and the approval and monitoring of systems of control and accountability in order to address risk) as a primary function of its Council. Its function is operationalised through the incorporation of risk management as an integral component of UNE's strategic and operational decision-making.

(37) The Vice-Chancellor and managers at all levels of the University, are responsible for ensuring that the commitment to effective risk management and assessment is fully realised. Council and its committees are kept informed and regularly updated by management in relation to risk.

(38) Web links to pages:

- a. [Corporate Risk Management Rule Framework](#)
- b. [Risk Management Framework and Procedures](#)
- c. [UNE Act](#)

## Performance evaluation

(39) Performance evaluation, management and reporting, represents a set of methodologies enabling organisations to define and execute their strategy, and to evaluate performance in order to inform strategic decision-making and learning. Continuous monitoring and evaluation ensures that the University and the individuals that work to support it,

are working towards achieving the University's intended purpose, its strategic and business goals. To ensure a culture of quality focused performance evaluation, UNE utilises a range of tools that include (but are not limited to):

- a. External benchmarking and reporting;
- b. Periodic analysis of performance against the UNE Strategic Plan and other plans referred to in Section 1 of this Framework;
- c. UNE driven reviews, including at the School, course, discipline unit and business area; and
- d. Staff performance and professional development reviews, incorporating staff self-review and reflection as well as supervisor driven performance feedback.

(40) Web links to pages:

- a. [Performance Planning, Development and Review Policy](#)
- b. [Performance Planning, Development and Review Procedures](#)

## Authorisation

(41) The University's Chief Legal & Governance Officer is authorised to administer this Framework and to coordinate the creation of any procedures that may apply in its application.

## Compliance

(42) This Rule takes effect as a rule of Council pursuant to Section 25 of the By-law. To the extent this Rule conflicts with the Act or By-law, the Act or By-law prevails to the extent of the conflict and this Rule must be read down accordingly. This rule operates as a delegation by Council under Section 17 of the Act.

(43) All UNE Representatives must comply with this Framework. A failure to comply with this Framework may amount to misconduct/serious misconduct and/or unsatisfactory performance.

# Section 4 - Definitions

(44) Policy Administrator means the Senior Manager who is primarily responsible for the relevant policy area. If there is any confusion or dispute as to who the appropriate Policy Administrator should be, or if the Vice-Chancellor wishes to nominate a particular Senior Manager, then Policy Administrator will be the Senior Manager nominated by the Vice-Chancellor.

(45) Senior Executive means the direct reports to the Vice-Chancellor, excluding persons of Director level and below.

(46) Senior Manager means a Head of School, Director or other head of a business unit at UNE and includes a member of the Senior Executive.

(47) UNE or the University means the University of New England established under the UNE Act.

(48) UNE Act means the University of New England Act 1993 NSW.

(49) UNE Representative: means a University employee (casual, fixed term and permanent), student, contractor, agent, appointee, UNE Council member and any other person engaged by the University to undertake some activity for or on behalf of the University. It includes corporations and other bodies falling into one or more of these categories.

## Status and Details

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