

# Terms of Reference (Council approved) - Academic Board

## Section 1 - Overview

### Academic Board

- (1) The Academic Board is established under [Section 15 of the UNE Act](#) and [Part 5 of the UNE By-law](#).
- (2) This rule prescribes the following:
- a. the members and observers of the Academic Board ([Section 19 of the UNE By-law](#)), and the members' method of election and term of appointment;
  - b. the method of election and term of office of the members of the Academic Board Executive, and the functions of the Academic Board Executive ([Section 20 of the UNE By-law](#));
  - c. the additional functions of the Academic Board ([Section 22 of UNE By-law](#));
  - d. the terms of reference for committees established by the Academic Board ([Section 23 of the UNE By-law](#)), and
  - e. other matters in connection with the Academic Board and its functions.
- (3) The provisions of this document take effect as a Council Rule made under [Section 29 of the UNE Act](#).
- (4) The delegation of Council powers to the Academic Board under this document are actions authorised under [Section 17 of the UNE Act](#).

### Objectives

- (5) The overriding objectives of this rule are as follows:
- a. To constitute and empower the Academic Board to carry out its functions prescribed by the UNE By-law and this rule; and
  - b. To define the role of the Academic Board as a governance body for academic matters that:
    - i. monitors the work of the University's management in relation to academic matters and provides advice to the Vice-Chancellor and Chief Executive Officer on such matters, and
    - ii. reports to the University Council on academic matters and provides advice to the University Council on such matters.

## Section 2 - Academic Board Membership

### Membership

- (6) The members of the Academic Board are as follows:
- a. Ex officio members

- i. The Vice-Chancellor and Chief Executive Officer;
- ii. The Provost and Deputy Vice-Chancellor;
- iii. The Pro Vice-Chancellor (Academic Innovation);
- iv. The Deputy Vice-Chancellor Research, and
- v. The Heads of School.

b. Elected members

- i. One elected representative of levels D or E academic staff from each of the Schools, and who is not a Deputy Head of School, Chair of Teaching and Learning, or a Chair of Research;
- ii. One elected representative of levels B or C academic staff from each of the Schools, and who is not a Deputy Head of School, Chair of Teaching and Learning, or a Chair of Research;
- iii. Two undergraduate Current Students and two postgraduate Current Students (each group having one on-campus and one off-campus student), and the postgraduate students comprising one coursework student and one higher degree research student. Both genders will be represented among the four student members.
- iv. Co-opted members. Up to two members of the University's staff may be co-opted to the Academic Board by the Academic Board Executive to meet gender representation objectives and/or for additional expertise.

## In attendance

(7) The following persons have the status of Observers under [Section 19\(2\) of the UNE By-law](#):

- a. University Secretary and/or nominee;
- b. the members of the University's Senior Executive, and
- c. Any other person invited by the Chair.

## Election procedure for elected members

(8) Elections for Academic Board membership, other than to fill a casual vacancy, shall be held annually in October/November with membership starting at the first board meeting of the new calendar year. Whenever possible, elections will be rotated to ensure that there is a balance between continuity and renewal of elected board membership. The rotation shall be determined by the Secretary of the Academic Board and notified annually to the board for the ensuing three years.

(9) Elected representatives who are employed on fixed-term contracts are required to have sufficient service remaining to fulfil their period of office.

### Conduct of elections.

(10) Elections of Academic Board members will be conducted by the Secretary to the board by secret ballot as determined by the board's Standing Orders.

### Automatic vacancy of an elected representative

(11) An elected position becomes vacant automatically if:

- a. the representative is absent without prior leave from three consecutive board meetings, or
- b. the representative loses his/her original qualification for election.

## **Acting ex officio members**

(12) An ex officio member of Academic Board includes a person who has been appointed on an 'acting' basis to the role.

## **Ex officio membership**

(13) A person who vacates an ex officio position will no longer be eligible for Academic Board membership in the capacity of that position.

## **Temporary replacement of elected members**

(14) Where an elected member is granted leave of absence by the University (e.g. special studies program) or is otherwise unable to attend meetings for up to one calendar year, the Academic Board Executive has authority to arrange for the temporary vacancy to be filled by secondment from the appropriate constituency and ratified at the next board meeting after the vacancy has occurred. The temporary replacement representative shall have full voting rights.

## **Temporary substitution of elected members**

(15) Where an elected member is absent from a particular Academic Board or committee meeting, the absentee may nominate a substitute to attend the meeting on the absentee's behalf until the elected member's return. The nominee shall have observer rights for the meeting attended. The Secretary to the Board is to be notified of the nomination by the elected member before the date of the meeting of the elected member substitute's attendance.

## **Casual vacancy of elected representatives**

(16) Where an elected member resigns from the University, is granted leave of absence by the University (e.g. special studies program) or is otherwise unable to attend meetings for more than one year, or ceases to be an elected representative for any other reason, the casual vacancy will be filled for the remaining term by election according to Rule 10. The new representative shall have full voting rights.

## **Term of office**

### **Ex officio members**

(17) The ex officio members will be Academic Board members while they hold their primary office.

### **Elected members**

(18) The tenure of the Chair and Deputy Chair is two years, which is to commence and end on the day of a board meeting.

(19) Elected board staff members' tenure is three years.

(20) Elected board student members' tenure is two years.

### **Co-opted members**

(21) Members co-opted under Rule 6.b.iv shall have tenure for one year renewable to a maximum of three years.

## **Chair**

(22) The Academic Board will be chaired by the Chair of Academic Board, or in their absence, one of the two Deputy Chairs.

## Gender representation objectives

(23) Gender representation shall accord with the [Gender Representation on Decision-Making and Advisory Committees Policy](#).

## Duties of Academic Board members

(24) As a governance body reporting to the University Council, the duties that apply to Council members are deemed to apply to the members of the Academic Board when they are carrying out their Academic Board functions. Each member of the Academic Board must carry out his or her Academic Board functions subject to the duties as set out in [Schedule 2A of the UNE Act](#). These duties are as follows:

- a. duty to act in the best interests of the University;
- b. duty to exercise care and diligence;
- c. duty not to improperly use position;
- d. duty not to improperly use information; and
- e. disclosure of material interests.

# Section 3 - Academic Board Functions

## Functions

(25) The functions of the Academic Board established under [Section 21 of the UNE By-law](#) and as delegated by the Council are as follows:

## Approval functions

(26) To oversee academic governance of the University's mission including to:

- a. approve rules and policies and note procedures and guidelines relating to the admission of students to the University's academic programs, awarding of credit, English language entry requirements, pathways and articulation arrangements, assessment of students' academic performance, and academic progression, including unsatisfactory progress and graduation;
- b. approve rules and policies and note procedures and guidelines relating to programs and courses;
- c. approve quality assurance processes that maintain academic standards in education and research;
- d. approve rules and policies and note procedures and guidelines relating to research measures, including ethical research and data management;
- e. ensure that recommendations and decisions of the Academic Board are consistent with the University's academic plan and strategic direction.

(27) The University's rules, frameworks, policies, protocols, procedures and guidelines take effect when they have been approved by the Vice-Chancellor and Chief Executive Officer, except for matters reserved to Council which take effect when approved by Council. Accordingly, the rules, policies and processes referred to in this clause and that are approved by the Academic Board are subject to final approval by the Vice-Chancellor and Chief Executive Officer.

## Monitoring functions

(28) To monitor the quality of the University's academic programs, including to monitor the University's activities to:

- a. ensure courses are approved and reviewed in accordance with University policy to assure course quality and integrity;

- b. disestablish courses no longer required in accordance with University policy, and
- c. receive and review reports on the outcomes of the University's education and research activities, including reports of reviews of courses.

### **Advisory functions**

(29) To advise and/or report to Council and the Vice-Chancellor and Chief Executive Officer on academic matters, in particular on:

- a. academic aspects of the University's strategic plan, specifically with respect to new academic developments, academic priorities and academic policy-related issues;
- b. the maintenance of academic standards, including high-order conclusions arising from course reviews;
- c. compliance with the Higher Education Threshold Standards relevant to the board's academic remit and standards established under the Higher Education Standards Framework or equivalent;
- d. matters referred to the Academic Board by the Council or the Vice-Chancellor and Chief Executive Officer.

### **Communication functions**

(30) To discuss major issues bearing upon the University's academic mission and communicate with the academic community on matters relevant to the board's remit, through the provision of forums for discussion and the dissemination of appropriate information to academic units and relevant committees.

### **Authority**

(31) To seek data and information from the University through the Vice-Chancellor and Chief Executive Officer to meet the board's statutory duties and functions.

## **Section 4 - Academic Board Executive**

### **Members of Academic Board Executive**

(32) The members of the Academic Board Executive are prescribed by [Section 20 of the UNE By-law](#) and are as follows:

- a. Chair of Academic Board
- b. Two Deputy Chairs of Academic Board.

### **Function of Academic Board Executive**

(33) The function of the Academic Board Executive is to ensure that the Academic Board is constituted and carries out its functions in accordance with the [UNE Act](#), [UNE By-law](#) and these Terms of Reference.

### **Election of Academic Board Executive**

(34) The Chair of Academic Board and the two Deputy Chairs are elected by the Academic Board from among the elected board members who are Professors or Associate Professors. A Deputy Chair may stand for Chair.

(35) The election of the Chair will be held every second year at the last board meeting of that calendar year. The Chair-elect will assume office at the beginning of the first scheduled board meeting of the new calendar year.

(36) The election of one Deputy Chair shall be held each year at the first board meeting of the calendar year and will assume office immediately upon election.

(37) Once elected, the Chair and Deputy Chairs remain board members for the duration of their terms of office (provided they remain University employees) irrespective of any changes after election to the status that originally entitled them to board membership.

(38) Both genders and three different Schools must be represented among the Chair and two Deputy Chairs.

### **Term limitation of the Chair**

(39) The office of Chair or Deputy Chair of the Academic Board may not be held by one person for more than three consecutive terms. However, this limit shall not apply to a Deputy Chair who is elected as the Chair, who may serve a maximum of three consecutive terms in either or both offices.

### **Chair's responsibilities**

(40) The Chair is the University academic spokesperson to the Vice-Chancellor and to the Council and represents the academic community on the Council as an ex officio member and on the committees of the University Senior Executive as the Vice-Chancellor and Chief Executive Officer determines.

(41) The Academic Board may empower the Chair to act on its behalf on routine matters.

### **Deputising for Chair and Deputy Chair**

(42) If the Chair of Academic Board is unavailable or unable to act for a period of time, then the Chair must appoint one of the Deputy Chairs of Academic Board to act as Chair.

(43) The Chair must appoint from the elected members of the Academic Board:

- a. an acting Chair when the Chair and both Deputy Chairs are absent;
- b. an acting Deputy Chair when both Deputy Chairs are absent.

(44) If the office of Chair is vacant, or the Chair does not appoint one of the Deputy Chairs to act as Chair, then the Chancellor must appoint one of the Deputy Chairs to act as Chair.

(45) An acting Chair has the same powers and obligations as the Chair.

### **Temporary vacancy through the Special Studies Program**

(46) Where the Chair or Deputy Chair is absent for up to six months on Special Studies Program leave, the Chair will be replaced for this period by a Deputy Chair. Similarly, a Deputy Chair will be replaced for the same period by a temporary Deputy Chair elected from among the elected membership of the Academic Board by secret ballot.

### **Relationships with chairs of other universities' boards and senates**

(47) The Academic Board Executive will maintain a working relationship with the Committee of Chairs of Academic Boards/Senates in NSW and the Federated Territories, and the national group of Chairs of Academic Boards and Senates, for purposes of benchmarking and keeping abreast of developments and changes in Academic Board activities at both the state and national level.

## **Section 5 - Elected Academic Board Members' Role**

### **Elected Academic Board members**

(48) Elected members are encouraged to:

- a. engage in the Academic Board as representatives of the academic community rather than delegates of their constituencies;
- b. exercise their own judgement in Academic Board discussions and decisions rather than present exclusively the views and recommendations of their constituencies, and
- c. facilitate communication between the Academic Board and the academic community.

## **Section 6 - Related Committees**

### **Standing Committee of Academic Board**

#### **Establishment of Standing Committee**

(49) There is to be a Standing Committee of Academic Board.

(50) The terms of reference for the Standing Committee of Academic Board are set out in the Annex of this rule.

#### **Relationship to Academic Board**

(51) The Standing Committee of Academic Board is a committee established by the Academic Board under [UNE By-Law 23](#).

(52) The Standing Committee of Academic Board reports to the Academic Board.

### **University Teaching and Learning Committee**

#### **Establishment of University Teaching and Learning Committee**

(53) There is to be a University Teaching and Learning Committee.

(54) The terms of reference for the University Teaching and Learning Committee are set out in a separate University Rule.

#### **Relationship to Academic Board**

(55) The University Teaching and Learning Committee reports to the Vice-Chancellor and Chief Executive Officer on operational and management matters.

(56) The University Teaching and Learning Committee reports to the Academic Board on matters that fall within the Academic Board's functions.

### **University Research Committee**

#### **Establishment of University Research Committee**

(57) There is to be a University Research Committee.

(58) The terms of reference for the University Research Committee are set out in a separate University Rule.

#### **Relationship to Academic Board**

(59) The University Research Committee reports to the Vice-Chancellor and Chief Executive Officer on operational and management matters.

(60) The University Research Committee reports to the Academic Board on matters that fall within the Academic Board's functions.

## **University Academic Program Committee**

### **Establishment of University Academic Program Committee**

(61) There is to be a University Academic Program Committee.

(62) The terms of reference for the University Academic Program Committee are set out in a separate University Rule.

### **Relationship to Academic Board**

(63) The University Academic Program Committee reports to the Vice-Chancellor and Chief Executive Officer on operational and management matters.

(64) The University Academic Program Committee reports to the Academic Board on matters that fall within the Academic Board's functions.

## **Section 7 - Delegations**

### **Delegation from Council**

(65) The Academic Board has delegated authority from the UNE Council to perform on behalf of Council the approval, advisory, monitoring and communication functions set out in the terms of reference above and all matters ancillary to those functions.

## **Section 8 - Conduct of Academic Board Business**

### **Reporting to Council**

(66) The Chair of the Academic Board will report to Council regularly on the business conducted by the Academic Board.

### **Meetings**

(67) The Academic Board will meet bimonthly, or otherwise as required in order to perform its functions. Academic Board members should be given at least seven days' notice of a meeting, or such shorter notice period as is practicable where the matter is urgent.

### **Business papers**

(68) Unless the Chair directs otherwise, Academic Board business papers will be distributed to Academic Board members and official attendees, at least seven days prior to the meeting, or such shorter period as is practicable in the circumstances.

(69) Public disclosure of business papers, minutes and other information received by the Academic Board should be made via the Chair or Secretary to the Academic Board.

### **Quorum**

(70) At any meeting of the Academic Board or its committees, one half of the voting membership plus one constitutes a quorum.



## Use of technology

(71) For its business papers, meetings and otherwise to conduct its business, the Academic Board and its members may use technology including telephone, video-conferencing, telepresence, email and internet as arranged by the Chair and/or University Secretary.

## Resolutions

(72) The Academic Board or its committees may pass a resolution by 'flying minute' provided that the resolution has been approved by a simple majority of the Academic Board members at the time the resolution is made.

## Confirmation of minutes

(73) Draft minutes will normally be circulated to members for comment promptly after each meeting. Next the minutes (with any necessary changes) will be circulated for adoption by the Academic Board. The minutes will be finalised and adopted when they have been approved by a majority of the members that were present at the relevant meeting. Alternatively, the minutes may be included in the business papers for the next Academic Board meeting and considered/adopted by the Academic Board at that meeting.

## Self-review

(74) Once in every twelve-month period, the Academic Board shall devote at least one part of one meeting to the review of its policies, practices and procedures over the preceding twelve months.

## Secretary to Academic Board

(75) The University Secretary and/or nominee will provide secretarial and administrative support to the Academic Board.

## Standing Orders

(76) The Academic Board may make standing orders relating to the way it conducts its meetings and business generally. To the extent of any inconsistencies between these Terms of Reference and the Academic Board's Standing Orders, these Terms of Reference prevail.

# Section 9 - Definitions and Interpretation

## Definitions

(77) Words and phrases used in this document have the following meanings, unless the context requires otherwise:

- a. Current Student means a person who is at the time a Student and who is enrolled in one or more units.
- b. Senior Executive means the Vice-Chancellor and his/her direct reports above Director level.
- c. Student means a person who has been accepted into a course at the University and is entitled to enrol in units for the purposes of that course.
- d. UNE Act means the University of New England Act 1993 (NSW).
- e. UNE By-law means the University of New England By-law 2005 (NSW).

## Interpretation

**This document should be interpreted using the following principles.**

(78) Where Academic Board membership is defined by reference to an office held (e.g. 'Chair of Academic Board'),

that office-bearer is a member ex officio and has all of the same rights and responsibilities (including voting) as other Academic Board members whilst holding the office specified.

(79) This document does not override or otherwise affect:

- a. the Authorities Retained by Council Rule; or
- b. the Functions of the Vice-Chancellor Rule.
- c. However, it operates as a delegation of certain authorities that have been retained by Council.

## **Academic Board documents**

(80) The existing Academic Board terms of reference, Constitution and any other documents governing the Academic Board at the time these new Terms of Reference are approved are replaced and have no further operation.

## Status and Details

<b>Status</b>	Historic
<b>Effective Date</b>	20th January 2016
<b>Review Date</b>	20th September 2018
<b>Approval Authority</b>	Council
<b>Approval Date</b>	27th November 2015
<b>Expiry Date</b>	31st May 2018
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