

# Terms of Reference (Council approved) - Academic Board Standing Committee - Annex A to Academic Board Terms of Reference

## Section 1 - Overview

### Academic Board Standing Committee

- (1) The Academic Board Standing Committee is established under [Section 23 of the UNE By-law](#).
- (2) This Annex to the Terms of Reference of the Academic Board prescribes the following:
  - a. the members and observers of the Academic Board Standing Committee, and the members' method of election and term of appointment;
  - b. the functions and terms of reference of the Academic Board Standing Committee, and
  - c. other matters in connection with the Academic Board Standing Committee and its operation.
- (3) The provisions of this Annex take effect under the authority of Council delegated to the Academic Board.
- (4) The delegation of Council powers to the Academic Board under this Annex are actions authorised under [Section 17 of the UNE Act](#).

### Objectives

- (5) The overriding objectives of this Annex are as follows:
  - a. To constitute and empower the Academic Board Standing Committee to carry out its functions prescribed under delegated authority to the Academic Board and Council, and
  - b. To define the role of the Academic Board Standing Committee as a governance body for academic matters that:
    - i. acts on behalf of the Academic Board on urgent and routine matters, and monitors the work of the Academic Board, and
    - ii. reports to the Academic Board on academic matters and provides advice to the Academic Board and Council on such matters.

## Section 2 - Academic Board Standing Committee Membership

### Membership

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

- i. Deputy Vice-Chancellor;
  - ii. Chair of the Teaching and Learning Committee;
  - iii. Chair of the Curriculum Committee;
  - iv. Chair of the Research Committee;
  - v. Chair of Academic Board; and
  - vi. The two Deputy Chairs of Academic Board.
- b. Elected members
- i. Three elected Academic Board members (one academic staff member from each of the Faculties); and
  - ii. One elected Academic Board member from the student representatives.

## **In attendance**

(7) The Academic Board Standing Committee can co-opt members in order to achieve or maintain gender diversity. At the discretion of the Chair, the committee can also invite individuals as non-voting observers to attend individual meetings, provide appropriate expertise as necessary, and contribute to discussion upon invitation by the Chair.

## **Election procedure for elected members**

(8) Elected members of Academic Board Standing Committee are elected from the elected membership of Academic Board at such times when a vacancy on the Academic Board Standing Committee occurs.

(9) The term of an elected member's tenure on Standing Committee continues until the end of their current term on Academic Board. Re-elected members of Academic Board may seek re-election to the Standing Committee.

## **Conduct of elections**

(10) Elections of Academic Board elected representatives to the Standing Committee will be conducted by the Secretary to the Academic Board by secret ballot as determined by the Academic 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 the Chair from three consecutive Academic Board Standing Committee meetings, or
- b. the representative loses his/her original qualification for election.

(12) An automatic vacancy shall be filled similarly to the provisions of Clause 8 of this Annex.

## **Ex officio members**

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

(14) In the event that the University [Emergency Management Plan](#) is activated, ex officio members (excluding the Chair and Deputy Chairs) shall have the right to nominate a delegate to attend on their behalf with the permission of the Chair. The Secretary shall be advised of this substitution prior to the meeting. The nominee will have full voting rights and will be counted towards quorum.

## **Temporary replacement of elected members**

(15) Where an elected member is granted leave of absence by the University (e.g. special studies program), or is

otherwise unable to attend meetings due to conflicting duties, for up to one year, the Academic Board Executive has authority to arrange for the temporary vacancy on Academic Board Standing Committee to be filled for the duration of the leave of absence by secondment of another elected Academic Board member from an appropriate constituency and ratified at the next Academic Board meeting after the vacancy has occurred. The temporary replacement will have full voting rights. When the elected member's leave of absence and remaining term on Standing Committee is more than one calendar year, the member must resign and the vacancy on Academic Board Standing Committee will be filled according to the provisions of clause 8 of this Annex.

### **Temporary substitution of elected members**

(16) Where an elected member is absent from a particular Academic Board Standing Committee meeting, the absentee may nominate a substitute to attend the meeting on the absentee's behalf. The nominee shall have observer rights for the meeting attended. The Secretary to Academic Board must be notified of the nomination by the elected member before the meeting at which substitution is sought.

### **Term of office**

#### **Ex officio members**

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

#### **Elected members**

(18) The term of office of an elected Academic Board staff member on Academic Board Standing Committee is a maximum of three years, and finishes when their current term as an elected member of Academic Board expires. Elected members may stand for re-election to Academic Board Standing Committee.

#### **Co-opted members**

(19) Members co-opted under clause 7 of this Annex will have tenure for one year, renewable to a maximum of three years.

### **Chair**

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

### **Gender representation objectives**

(21) Gender representation shall accord with the [Gender Representation on Decision Making and Advisory Committees Policy](#). The objective will be to ensure, so far as is practicable, that the membership of the Academic Board Standing Committee includes at least two members of each gender.

## **Section 3 - Academic Board Standing Committee Functions**

### **Functions**

(22) The functions of the Academic Board Standing Committee are to act on behalf of the Academic Board in accordance with its policies between meetings, to hear confidential matters, and report to the next Academic Board meeting on all actions and decisions taken.

## **Approval functions**

(23) To conduct urgent and routine business on behalf of the Academic Board between full board meetings.

(24) To approve urgent matters on behalf of the Academic Board or governance Committees reporting to Academic Board and report to the Committees, Board and Council as appropriate.

## **Monitoring functions**

(25) To refer emerging issues to the Board or to act accordingly.

(26) To refer risks to the Board that might arise in relation to the University's academic policies, programs and interests.

## **Advisory functions**

(27) To submit recommendations on academic policy, academic quality assurance, academic governance and academic risk issues for consideration by the Academic Board or the Committees that report to the board.

(28) To act on behalf of the Academic Board and make recommendations on confidential academic and student matters.

(29) To advise the Chair of Academic Board on the forthcoming meeting agendas and items.

(30) To consider and report on any matter referred to it by the Academic Board.

## **Communication functions**

(31) To report to Academic Board and Council, as appropriate, on the Committee's decisions and advice.

## **Authority**

(32) To seek data and information from the University through the Vice-Chancellor to meet the Academic Board Standing Committee's duties and functions.

# **Section 4 - Delegations**

## **Delegation from Academic Board and Council**

(33) The Academic Board Standing Committee has delegated authority from the UNE Council and Academic Board to perform on behalf of both bodies the approval, advisory, monitoring and communication functions set out in the Terms of Reference above and all matters ancillary to those functions.

# **Section 5 - Conduct of Academic Board Standing Committee Business**

## **Reporting**

(34) The Chair of the Academic Board Standing Committee will report to Academic Board regularly, and where necessary to Council, on the business conducted by the Academic Board Standing Committee.

## **Meetings**

(35) The Academic Board Standing Committee will meet up to seven times per year or otherwise as required in order to perform its functions.

## **Business papers**

(36) Unless the Chair directs otherwise, Academic Board Standing Committee 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.

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

## **Quorum**

(38) At any meeting of the Academic Board Standing Committee, one half of the voting membership plus one constitutes a quorum.

## **Use of technology**

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

## **Resolutions**

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

## **Confirmation of minutes**

(41) 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 Standing Committee. 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 Standing Committee meeting and considered and adopted by the Committee at that meeting.

## **Self-review**

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

## **Secretary to Academic Board**

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

## **Standing Orders**

(44) The Standing Orders of Academic Board relate to the conduct of meetings and business of the Academic Board Standing Committee. To the extent of any inconsistencies between these Terms of Reference and the Standing Orders, the Terms of Reference prevail.

# Section 6 - Definitions and Interpretation

## Definitions

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

- a. UNE Act means the [University of New England Act 1993 \(NSW\)](#).
- b. [UNE By-law](#) means the [University of New England By-law 2005 \(NSW\)](#).

## Interpretation

(46) This document should be interpreted using the following principles.

- a. Where Academic Board Standing Committee membership is defined by reference to an office held (for example 'Chair of Academic Board'), that office-bearer is an ex officio member and has all of the same rights and responsibilities (including voting) as other Academic Board Standing Committee members whilst holding the office specified.
- b. This document does not override or otherwise affect:
  - i. the [Authorities Retained by Council Rule](#); or
  - ii. the [Vice-Chancellor Functions Rule](#).
- c. However, it operates as a delegation of certain authorities that have been retained by Council.

## Academic Board Standing Committee documents

(47) The existing Terms of Reference and any other documents governing the Academic Board Standing Committee at the time these new Terms of Reference are approved are replaced and have no further operation.

## Status and Details

<b>Status</b>	Current
<b>Effective Date</b>	2nd December 2021
<b>Review Date</b>	2nd December 2022
<b>Approval Authority</b>	Council
<b>Approval Date</b>	26th November 2021
<b>Expiry Date</b>	To Be Advised
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## Glossary Terms and Definitions

**"UNE Act"** - Is the University of New England Act 1993 (NSW).