

Terms of Reference (Vice-Chancellor approved) Tender Committee

Section 1 - Overview

Introduction

(1) The Tender Committee is established as a Vice-Chancellor and Chief Executive Officer's Committee of the University of New England, and the Committee is delegated a number of functions in relation to procurement matters at the University.

(2) The establishment of this Committee and the delegation of powers to it are actions authorised by the Vice-Chancellor and Chief Executive Officer (under the UNE [Function of the Vice-Chancellor Rule](#)).

(3) The Tender Committee has a reporting line to the Finance Committee of Council and procurements over an agreed threshold amount require co-approval by Council via the Finance Committee of Council.

Objectives of the Committee

(4) Committee Objectives are:

- a. Overseeing the University's procurement processes and outcomes;
- b. Ensuring that University policies and procedures have been adhered to as appropriate;
- c. Ensuring that the procurement of materials and resources has been undertaken within the constraints of current budget parameters; and
- d. Providing advice and recommendations to enable the timely approval of tenders.

Section 2 - Committee Membership

Membership

(5) The members of the Committee are as follows:

- a. Vice-Chancellor and Chief Executive Officer; and
- b. Other members of the Senior Executive, excluding the Director Governance and University Secretary (who acts as General Counsel and Secretary).

In attendance

(6) Official attendees:

- a. Director Governance and University Secretary;
- b. Relevant senior managers; and
- c. Any other person invited by the Chair

Chair

(7) The Vice-Chancellor and Chief Executive Officer will act as Chair. If the Vice-Chancellor and Chief Executive Officer is unavailable to act as Chair then the Deputy Vice-Chancellor will act as Chair. If the Deputy Vice-Chancellor is unavailable to act as Chair then the Committee will elect a Chair to act during the period the Vice-Chancellor and Chief Executive Officer and Deputy Vice-Chancellor are unavailable.

Section 3 - Terms of reference

(8) The functions of the Committee are as follows:

a. Approval functions:

- i. Approve the awarding of contracts/procurement of goods, services or assets by the University where those contracts/procurements are within the threshold agreed by Council, that is <\$5m total project value. It will be the responsibility of Management to ensure the business case for the project/operational expenditure has been approved via the appropriate management and/or Council Committee, that the amount required to procure the contract/goods falls within the University's budget as approved or amended by the Finance Committee and Council in order to proceed:
 - The Vice-Chancellor, may at their discretion, request reports to the Tender Committee regarding the awarding of contracts/procurements of goods that are within Vice-Chancellor delegation; and
 - The Vice-Chancellor, may at their discretion, recommend the Committee endorse and recommend to Finance Committee for approval procurements which are outside the Tender Committee's delegation.
- ii. Approve the awarding of contracts/procurement of goods, services or assets by the University where their value exceeds \$500,000 and the procurement process used does not comply with University procurement policy.

b. Advisory functions:

- i. Endorse and recommend approval of the awarding of contracts/procurement of goods, services or assets by the University to the Finance Committee of Council, where those contracts/procurements are over the threshold of \$5m or more total project value, agreed by Council. It will be the responsibility of Management to ensure the business case for the project/operational expenditure has been approved via the appropriate management and/or Council Committee, that the amount required to procure the contract/goods falls within the University's budget as approved or amended by the Finance Committee/Council in order to proceed.

c. Monitoring functions:

- i. Monitor the effectiveness and implementation of Management's policies and procedures in relation to procurement;
- ii. Monitor the procurement activities of the University and associated risks, including monitoring of data on expenditure, suppliers used and variances between estimated and final costs; and
- iii. Monitor the strategies and forward planning by Management for the short and long term procurement requirements of the University.

d. Reporting

- i. The Chair of the Committee will provide a report to the next meeting of the Finance Committee of Council on the business conducted by the Committee. Reports will normally be made using a standard Council reporting template provided, and will include minutes of each meeting as well as detailed attachments when an approval by the Council committee is required; and
- ii. The Chair of the Committee may request via the University Secretary, that approval via Finance

Committee/Council be arranged by a special meeting or flying minute where the resolution of a matter is considered urgent.

Section 4 - Delegations

Delegation from Vice-Chancellor and Chief Executive Officer

(9) This committee has delegated authority from the Vice-Chancellor and Chief Executive Officer to perform on behalf of the Vice-Chancellor and Chief Executive Officer the approval, advice and monitoring functions set out in these terms of reference and all matters ancillary to those functions. The Vice-Chancellor and Chief Executive Officer retains the discretion to withdraw, modify or override this delegation at any time.

Section 5 - Conduct of Committee business

Meetings

(10) The Committee will meet quarterly or otherwise as required to perform its functions. Committee 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. Meetings may be cancelled should there not be any contractual/procurement matters to consider. Committee members are expected to be available on short notice, however should be given as much notice as is practicable in the circumstances of matters arising.

Business papers

(11) Business papers will be distributed to Committee members at least seven (7) days prior to the meeting, or such shorter period as is practicable in the circumstances. Business papers will also be distributed to Committee members and official attendees unless the Chair directs otherwise. Business papers must be treated confidentially by recipients. Any lawfully required disclosure of business papers should be made via the Chair or Secretary to the Committee.

Quorum

(12) A quorum shall consist of a simple majority of the members of the Committee at the time the meeting is held.

Use of technology

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

Resolutions

(14) The Committee may pass a resolution by "flying minute" provided that the resolution has been approved by a simple majority of the Committee members at the time the resolution is made.

Minutes

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

Disclosure of information

(16) Disclosure of business papers, minutes and other information received by the Committee should be made via the Chair or Secretary to the Committee.

Self-Review

(17) Once every twelve-month period, the Committee shall devote at least one part of one meeting to the review of its policies, practices and procedures over the preceding 12 months.

Secretary to Committee

(18) The Chief Legal and Governance Officer will act as secretary and provide administrative support to the Committee.

Section 6 - Definitions and interpretation

Definitions

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

- a. Current Employee means a person who is at the time an Employee;
- b. Current Student means a person who is at the time a Student and who is enrolled in one or more units;
- c. Employee means a person who is employed by the University on a continuing, fixed term, casual, contract or other basis;
- d. Lay means a person who is not a Current Employee or Current Student;
- e. Management means the Vice-Chancellor and Chief Executive Officer and their staff;
- f. Senior Executive means the Vice-Chancellor and Chief Executive Officer and their direct reports (excluding support staff);
- g. Senior Manager means staff at Head of School or Director level and above (including the Senior Executive);
- h. 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;
- i. UNE Act means the [University of New England Act 1993 \(NSW\)](#);
- j. UNE By-law means the [University of New England By-law 2005 \(NSW\)](#);
- k. Total value relating to procurements refers to the total financial value of the proposed contract/expenditure over the expected contract term; and
- l. Significant procurements are those procurement matters with a total value over the threshold delegation to the Vice-Chancellor and Chief Executive Officer's Tender Committee or referred to the Finance Committee at the discretion of the Vice-Chancellor and Chief Executive Officer.

Interpretation

(20) This document should be interpreted using the following principles:

- a. Where Committee membership is defined by reference to an office held (for example "Deputy Vice-Chancellor"), that office-bearer is a member ex-officio and has all of the same rights and responsibilities (including voting) as other Committee members whilst holding the office specified;
- b. Where a dollar amount is stipulated as an approval limit, it is to be taken as a reference to the maximum contract value or maximum financial commitment/exposure of the University, whichever is greater;
- c. This document does not override or otherwise affect:

- i. the [Authorities Retained by Council Rule](#); or
- ii. the [Vice-Chancellor Functions Rule](#),

however it operates as a delegation of certain authorities that have been retained by Council.

(21) This is a Rule made by the Vice-Chancellor and Chief Executive Officer in accordance with the [UNE Act Section 28\(1\)\(a\)](#) and [Section 6\(a\) of the Functions of the Vice-Chancellor Rule](#).

Status and Details

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