

# Standing Orders - Academic Board and Committees

## Section 1 - Objectives

(1) These are the Standing Orders for meetings of the Academic Board and Academic Board Committees. They outline the protocols for the conduct of meetings of the Academic Board and its committees, and also set out the election procedures for various officers and the roles of elected and ex officio members of the Academic Board and its committees.

(2) Where referenced, the Academic Board shall conform to the [Standing Orders of the University of New England Council](#).

## Section 2 - Standing Orders

### Holding of Meetings

(3) The terms of reference of the Academic Board and for each of its committees indicate the number of times that governing body is expected to meet over the course of a year to undertake its functions. The Board or Committee shall meet:

- a. at the times agreed by the Board or committee, to meet the respective terms of reference;
- b. when specially called by the Secretary at the direction of the Chair or the Vice-Chancellor and Chief Executive Officer; or
- c. when specially called by the Secretary upon receipt from five members of the Board or committee, of a written requisition containing a description of the business to be discussed.

(4) Unless the Chair directs otherwise, business papers will be distributed to members and official attendees, at least seven days prior to the meeting, or such shorter period as is practicable in the circumstances. The Chair may allow additional business to be circulated with less notice, or to be tabled at the meeting. Such additional business shall not be considered if one third of those present vote that it be held over to a subsequent meeting.

(5) Any notice of motion, report, or other business, is to be submitted in writing to the Secretary seven working days before the day of the meeting. Matters submitted after this time may be accepted at the discretion of the Chair.

(6) If the Chair is of the opinion that there is not sufficient business to warrant the holding of a regular meeting, the Chair may direct that members be informed that the meeting has been cancelled.

(7) If, after the expiration of fifteen minutes (or such extended period as the Chair may determine) from the time appointed for the meeting or any adjournment thereof, a quorum is not present, the meeting shall lapse.

(8) Where a person who is an ex officio member of the Board or meeting is unable to attend, the person who is acting in that office may attend the meeting. The Secretary shall be advised of this substitution prior to the meeting. The member who will be absent is responsible for fully briefing the substitute about all relevant matters contained in the

business papers.

(9) For any elected or nominated members, who will be absent by virtue of taking an extended period of long service leave, special studies program leave or equivalent, the relevant body that they represent (e.g. faculty, professional staff) can nominate a replacement for the duration of their leave period. Such replacement shall fit the requirements of the original category of membership for the member on leave. The Secretary shall be advised of this replacement prior to the first meeting at which the replacement shall attend. The member who will be absent is responsible for fully briefing the replacement about their role as a member and about all relevant matters currently before the Board or committee.

(10) No member or observer who will be absent from a meeting may send a proxy.

(11) At the discretion of the Chair, members may attend meetings by videoconference, teleconference or electronic means where these facilities are available.

## **Quorum**

(12) A quorum is defined in Section 8.1 of the [Standing Orders for the University of New England Council](#) as a majority of the total number of members.

(13) If a quorum is present it shall be managed in accordance with Section 8.2 of the [Standing Orders for the University of New England Council](#).

(14) Where a meeting is adjourned for lack of quorum, the reconvened meeting shall normally deal only with matters listed for the original meeting.

## **Order of Business**

(15) The normal order of business for the Board or committee will be provided for with the Board or committee work plan.

(16) The Chair may alter the normal order of business unless members present resolve by majority vote that the written order of business be retained. The order of business may be altered without consent of the Chair by a vote of two thirds of the members present at the meeting.

(17) The Chair shall determine the items of business to be included in the agenda and those for debate. Items for debate shall be starred in the agenda. All unstarred items are submitted en bloc to the Board without debate; however, prior to the adoption of unstarred items, any member may request an unstarred item be starred. Once the Chair has determined that there are no further items to be starred, all unstarred items shall be moved for acceptance.

(18) No business other than that specified in the business paper shall be considered at any meeting except:

- a. where a matter has been the subject of a notice of motion which has been circulated after the formation of the agenda;
- b. where the issue arises from an oral statement without notice; or
- c. where a resolution is passed of which no notice has been given, providing that resolution is presented for ratification at the immediately subsequent meeting where notice is duly given.

## **Rules of Debate**

(19) Unless the Chair or the Board or committee by resolution otherwise requires, the meeting will conduct its business in committee and, in particular:

- a. a member may speak more than once on any question but does not have the right to do so if the Chair considers that other members are being denied the right to speak, or that the member is unduly repetitious;
- b. the sense of a motion must be expressed but the actual wording may be left to the Chair and Secretary;
- c. the Chair may 'ask approval' and in the absence of dissent assume that the matter has been approved without dissent; and
- d. the Chair shall have the discretion to determine the extent to which and the cases in which more rigid rules of debate and the principles of the following Standing Orders relating to motions and amendments are to be observed.

(20) If the Chair so rules or the members by resolution determines, the provisions of section 'Motions and Amendments' of these Orders shall be observed.

(21) If the Chair so rules or the members by resolution determines, that a matter before a meeting shall be conducted in accordance with the formal rules of debate, then the following procedures shall apply.

- a. Debate shall occur only on a formal motion before the Chair or on an amendment to such a motion. Any such motion or amendment shall be submitted in writing to the Chair but may be seconded orally.
- b. Any persons wishing to move a motion or an amendment or of taking part in any debate shall indicate by a show of hands to the Chair.
- c. The member first observed by the Chair shall be given priority in speaking.
- d. If the Chair rises during the debate, a member speaking or offering to speak shall cease speaking and the Chair shall be heard without interruption.
- e. Unless the consent of two thirds of the members present is given, no member (except the mover of a motion) may speak twice to a matter before the members except by explanation in reply to a question; a member who, without comment, seconded the motion or amendment, shall not be deemed to have spoken.
- f. A member may speak to an amendment even if that member has already spoken to the motion or a previous amendment.
- g. The mover of a motion, but not of an amendment, shall have the right to reply. The mover's reply closes the debate.
- h. A speaker shall keep to the particular matter before the meeting and shall not introduce irrelevant material.
- i. The mover of a motion may speak for a period not exceeding ten minutes and a subsequent speaker for a period not exceeding five minutes, unless an extension not exceeding five minutes is granted by a vote of two thirds of those present.
- j. The Chair may participate in the debate from the Chair.
- k. No member may speak to a motion after it has been put by the Chair and the show of hands or ballot has been taken.
- l. In the absence of a member who has given notice of motion, a motion shall lapse unless another member present is prepared to move it.
- m. A motion may be amended or withdrawn by the mover with the consent of the meeting.
- n. Any motion or amendment not seconded shall not be debated.

## **Motions and Amendments**

(22) A motion or amendment shall be couched in definite and precise language and should usually be affirmative in form.

(23) An amendment shall relate to the matter involved in the motion and not to some other matter.

(24) An amendment which is a direct negative of the motion shall be disallowed.

(25) Only one motion or amendment may normally be accepted at a time. However, a member may speak against a motion or amendment by drawing attention to a foreshadowed motion or amendment to be moved if the motion or amendment before the meeting is defeated.

(26) The following constitute motions or amendments that are considered out of order:

- a. a motion or amendment which is substantially the same as a motion or amendment that has been previously carried at the meeting;
- b. a motion or amendment which is substantially the same as a motion or amendment that has been previously defeated at the meeting; or
- c. a motion or amendment which is inconsistent with a prior motion or amendment that has been previously passed at the meeting.

(27) Debate on a motion or amendment shall be immediately suspended, even if a person is speaking, if any of the following motions is moved and seconded:

- a. that the speaker no longer be heard;
- b. that the matter be postponed;
- c. that the Board proceed to the next item of business;
- d. that the matter be referred back to the Committee which submitted the proposal;
- e. that the question not now be put;
- f. that the question now be put; or
- g. that the Board now adjourn.

(28) No person who has already spoken to the motion or to an amendment may move in terms of (c) or (e). Motions (a), (c) and (g) are not debatable save that the Chair may express the view that the matter has not been adequately debated and suggest that the procedural motion should not be carried. Motions (a), (e), (f) and (g) are carried only if at least two thirds of the members present vote in favour of the motion. If motion (f) is carried in relation to an original motion, the mover of that motion may exercise the right of reply to the substantive debate before the motion is put.

(29) The Chair may refuse to grant the mover of the motion the right to reply until it is clear to the Chair that no other member desires to speak to the motion or to move an amendment.

(30) The seconder of a motion may reserve the right to speak later, provided the seconder does not otherwise speak when seconding the motion.

(31) The mover of an amendment has no right of reply.

(32) Notwithstanding any other provision of these Standing Orders, at any time during a debate a member may foreshadow a motion or amendment provided that the member shall not at the time speak to the motion or amendment which is foreshadowed.

(33) As soon as the debate on a motion or amendment has concluded, the Chair shall put the motion or amendment.

## **Voting on Resolutions**

(34) Voting on resolutions shall be decided on the voices by the Chair calling for those in favour ('Aye') and calling for those opposed ('No') unless a show of hands is directed by the Chair or is requested by at least five members. When the result of a vote taken on the voices cannot be clearly determined, the Chair shall automatically call for a show of hands. When a vote has been taken on the voices, any five members may, by raising their hands, require that the vote be confirmed by a show of hands.

(35) The outcome of any vote on the voices or vote by show of hands shall be determined by simple majority.

## **Common Procedures for Elections**

(36) In nominating and voting for positions, the Board or Committee should encourage representation from across the University.

(37) The University Secretary will appoint a Returning Officer.

(38) A Call for Nominations for election to positions on Academic Board or committees is to be published on the UNE website and communicated directly to those persons who may be eligible to nominate. The call for nominations will include:

- a. notice of the need for an election;
- b. details of the position/role on the Board or committee, including the term of appointment (if specified) and any relevant eligibility criteria that is to be satisfied by nominees and nominators/seconders;
- c. the closing date and time for nominations (which will allow at least fourteen days before the closing date/time);
- d. the means for submitting a nomination and contact details for the Returning Officer in the event of questions; and
- e. notice that a candidate nominated for election may not withdraw nomination after the deadline for receipt of nominations.

(39) Nominations for the relevant position will be called for by the Returning Officer at least two weeks prior to the closing date/time of the call for nominations. For a nomination to be considered:

- a. there must be a separate nomination form for each candidate; and
- b. nominations must be in writing (electronic or paper as specified) and include a declaration by the nominee of their consent to stand for election, and be supported by a nominator and seconder (who are eligible to nominate for the position).

(40) The Returning Officer will consider nominations as follows:

- a. if only one nomination, meeting the eligibility criteria for the relevant position is received by the closing date and time for nominations, that nominee will be declared elected unopposed by the Returning Officer, and advice sent via email to the Board or committee members;
- b. if more than one nomination is received by the deadline, the Returning Officer will inform all voting members that a formal election will occur and indicate the names and general candidate statements of those who have been nominated. The nominees will be listed either on an electronic ballot form or a specially prepared ballot paper; and
- c. The Returning Officer must reject a nomination if the Returning Officer is satisfied that it is not complete or does not satisfy all eligibility requirements.

(41) The notice of election from the Returning Officer will:

- a. specify the manner in which the electronic voting is to be completed;
- b. outline who is eligible to vote; and
- c. state the date and time by which the completed vote must be received by the Returning Officer.

(42) When voting is undertaken between the nomination deadline and the commencement of the Board or Committee meeting, any voting member of the Board or Committee who lodges a formal apology for the meeting with the Committee Secretary, will be given the opportunity to register their absentee vote. This vote may be provided via

paper or electronic ballot, and is to be sealed and lodged with the Returning Officer, to be opened when vote counting commences. Proxy votes will not be permitted.

(43) Votes (including those properly lodged as absentee) will be made and counted according to a simple preferential system. The candidate attaining an absolute majority after distribution of preferences, will be declared elected.

(44) If once all preferences have been distributed, a tie has resulted, the Chair of the meeting shall exercise a casting vote in addition to his/her deliberative vote.

(45) Voting in elections shall be taken either electronically before the meeting or by secret ballot at the meeting.

- a. For each such election, either an appropriate electronic balloting method or a special ballot paper, signed and distributed by the Returning Officer, will be used to record all votes.
- b. Votes shall be counted by an observer in attendance either at completion of the electronic voting or at the meeting and the result reported as soon as available prior to or at the meeting.
- c. If only one person stands for any position, clause 39 will apply.
- d. If once all preferences have been distributed, a tie has resulted, the Chair of the meeting shall exercise a casting vote in addition to his/her deliberative vote.

(46) Manner of voting:

- a. A voter must place a mark in the square appearing opposite the name of each candidate for whom that voter intends to vote (not rank the candidates).
- b. A voter must not vote for more or fewer candidates than there are vacancies to be filled at the election.
- c. If a voter votes for more or fewer candidates than there are vacancies to be filled at the election, the vote is void.

(47) Voting security:

- a. Electronic voting forms are to contain the names of candidates in random order determined by lot by the Returning Officer.
- b. Only persons who are on the relevant Electoral Roll are eligible to vote and will be sent an email invitation to vote.
  - i. Eligible voters are not permitted to forward or share their voting email;
  - ii. A voter is able to vote once, and once only;
  - iii. After assessing the eligibility of the voter to vote, the identity of the voter is separated from their vote; and
  - iv. the votes are stored securely to ensure an accurate count.

(48) Counting of votes:

- a. The result of the ballot is calculated by the Returning Officer in accordance with the following provisions:
  - i. The Returning Officer must reject any votes that do not comply with the requirements of these Standing Orders.
  - ii. The Returning Officer must count the total number of votes given to each candidate.
  - iii. The candidate(s) polling the highest number of votes is to be declared elected.
  - iv. Where the number of candidates to be elected is more than one, the candidate polling the next highest number of votes after the first candidate declared elected, is also declared elected.
- b. If the total number of votes received by two or more candidates for any vacancy is equal and it is necessary to

exclude one or more of them in respect of that vacancy, then the Returning Officer must write each name on a slip of paper, fold the slips, place them in a receptacle and draw a slip out at random. The candidate whose name appears on the slip drawn out is declared elected.

### **Specific Procedure for Electing the Chair of Academic Board**

(49) The Chair of Academic Board shall be elected from the eligible members of the Academic Board, consistent with the [Terms of Reference \(Council approved\) - Academic Board](#), including section 'Election of the Academic Board Executive'.

(50) Nominators and Seconders for nominees for Deputy Chair of Academic Board must be current voting members of the Board who are also eligible to nominate as a Deputy Chair.

(51) All current members of Academic Board at the time of the election, are eligible to vote in the election of the Chair of Academic Board.

### **Specific Procedure for Electing Deputy Chair(s) of Academic Board**

(52) The Deputy Chair(s) of Academic Board shall be elected from the members of the Academic Board, consistent with the [Terms of Reference \(Council approved\) - Academic Board](#), including section 'Election of the Academic Board Executive'.

(53) Where an election of Deputy Chair(s) is required at the same time as the election of the Chair of Academic Board, the call for nominations for Deputy Chair will only commence after the election of the Chair of Academic Board has been confirmed.

(54) Nominations and Seconders for nominees for Deputy Chair of Academic Board must be current voting members of the Board [who are also eligible to nominate as a Deputy Chair].

(55) To achieve gender balance among the Academic Board Executive:

- a. If two Deputy Chairs of the same gender are to be elected, then the first two candidates achieving an absolute majority shall be declared elected.
- b. If two Deputy Chairs of different gender are to be elected, the first candidate of each gender achieving the largest number of votes shall be declared elected.

### **Specific Procedure for Electing Academic Staff Representatives from the Faculties**

(56) Electoral Roll for academic staff representatives will be determined:

- a. The Returning Officer will call for an Electoral Roll of eligible academic staff from the University's People and Culture.
- b. The eligibility criteria advised to the People and Culture will consider:
  - i. details of criteria outlined in the terms of reference for the specific member position, such as that they are deemed to be an 'academic' staff member, at the requisite level (eg. Level B/C or Level D/E or Level A/B) from a specific Faculty, where:
    - the determination of whether a person is an academic staff member for the purposes of election is to be made by the People and Culture based on the person's substantive role being substantially of an academic nature (rather than professional). A person employed under the [UNE Academic and English Language Teaching Staff Enterprise Agreement 2020-2022](#) will be considered an academic, and some limited positions under common law contracts, which are substantially academic leadership rather than operational positions, are to be considered academic roles for the purposes of elections; and

- the determination of whether a person is at the requisite level or within a specific Faculty for the purposes of election, is to be made by the People and Culture based on the substantive role of the staff member at the time of the call for nominations;
- ii. the criteria for electoral rolls within the [University of New England by-law 2005](#) relating to persons working currently employed as academic staff working at least 50% of the time.
- c. The [University of New England By-law 2005](#) criteria, relating to a person needing to have 'at least 12 months service at the University at the time of the call for nominations' will not apply to Academic Board and committee elections, except those of the Academic Board Executive.

(57) A nomination must be endorsed by the nominee and two academic staff members who are also eligible to nominate from the same Faculty as the nominee.

(58) Election and Voting:

- a. Where the number of accepted nominations of the election exceeds the number of vacancies to be filled, the Returning Officer must provide electronic voting access and notice to all persons on the specific Electoral Roll (ie. those persons eligible to nominate for the position are those who are eligible to vote).

### **Procedure for Electing Professional Staff Representatives**

(59) An Electoral Roll for professional Staff representatives will be determined:

- a. The Returning Officer will call for an Electoral Roll of eligible professional staff from the University's People and Culture.
- b. The eligibility criteria advised to the People and Culture will consider:
  - i. details of criteria outlined in the terms of reference for the specific member position, such as that they are deemed to be a 'professional' staff member, at the requisite level (eg. HEO Level 6 and above), where:
    - the determination of whether a person is a professional staff member for the purposes of elections is to be made by the People and Culture, based on the person's substantive role being that of a professional staff member. A staff member cannot be considered for election as a professional staff member if they are considered eligible to nominate or vote as an academic staff member; and
    - the determination of whether a person is at the requisite level, for the purposes of election, is to be made by the People and Culture based on the substantive role of the staff member at the time of the call for nominations;
  - ii. the criteria for electoral rolls within the [University of New England By-law 2005](#), relating to persons working currently employed as academic staff working at least 50% of the time.
- c. The [University of New England By-law 2005](#) criteria, relating to a person needing to have 'at least 12 months service at the University at the time of the call for nominations' will not apply to Academic Board and committee elections, except those of the Academic Board Executive.

(60) A nomination must be endorsed by the nominee and two professional staff members who are also eligible to nominate for election.

(61) Election and Voting:

- a. Where the number of accepted nominations of the election exceeds the number of vacancies to be filled, the Returning Officer must provide electronic voting access and notice to all persons on the specific Electoral Roll (ie. those persons eligible to nominate for the position, are those who are eligible to vote).

## **Specific Procedure for Electing Student Representatives**

(62) An Electoral Roll for student representatives will be determined:

- a. The Returning Officer will call for an Electoral Roll of eligible Students from the University's Student Experience Directorate;
- b. The eligibility criteria advised to the Executive Principal Student Experience will consider:
  - i. details of criteria outlined in the terms of reference for the specific Student member position, including:
    - the Student is determined by Student Experience to meet any specific criteria, for example, a current student proceeding to an award as an undergraduate or postgraduate coursework or postgraduate Higher Degree Research student or identifying as a person of Aboriginal and/or Torres Strait Islander descent; or
    - not eligible for consideration for election as an Academic or Professional Staff member, that is, not currently employed as an academic or professional staff member of UNE, working at 50% or more of the time.

(63) A nomination must be endorsed by the nominee and two other Students who are also eligible to nominate for election.

(64) Election and Voting:

- a. Where the number of accepted nominations of the election exceeds the number of vacancies to be filled, the Returning Officer must provide electronic voting access and notice to all persons on the specific Electoral Roll (ie. those persons eligible to nominate for the position are those who are eligible to vote).

(65) To achieve, where required, gender balance and mix of mode and system type among the Student members:

- a. where there must be an HDR Student, a postgraduate coursework Student and two undergraduate Students, gender balance and both online and off-campus experience represented,
  - i. the first HDR Student, postgraduate coursework and undergraduate Student with the largest number of votes shall be declared elected; and
  - ii. the next undergraduate Student with the next highest number of votes that also satisfies the mode and gender balance criteria, shall be declared elected.

## **Procedure for Appointment of Staff to Committees Following Expressions of Interest**

(66) Call for Expressions of Interest:

- a. The Returning Officer will co-ordinate a call for Expressions of Interest via UNE Official, and also via notice on the University website;
- b. The call for Expressions of Interest to include:
  - i. Details of the Board or committee role;
  - ii. Eligibility requirements for those persons considering a submission;
  - iii. Details of the form that the expression of interest should take; and
  - iv. Details of the closing date and time by which expressions of interest are to be received by the Returning Officer.

(67) Manner of appointment:

- a. The relevant Chair may interview candidates and, depending on the authority for the appointment, either:

- i. make the appointment; or
- ii. make a recommendation to the Board or committee; or
- iii. provide details of all candidates to the Board or committee to make the appointment via a vote. In this case, the vote may be:
  - conducted electronically out of session; or
  - candidate statements provided to the next meeting and appointment determined by a show of hands by members.

## Questions

(68) Questions relating to the affairs of the University may be put through the Chair to any member present. The Chair may disallow any question. Subject to Order 20, answers to questions may not be debated or lead to a motion at that meeting.

## The Chair

(69) The Chair shall preside over the meeting and shall:

- a. conduct the proceedings in the manner indicated by the Standing Orders and give all members present an opportunity of speaking and of voting;
- b. take care that the sense of the meeting is properly ascertained with regard to any matter before it;
- c. put motions and amendments to the vote and report the result of the vote;
- d. require a speaker who, in the Chair's opinion, is being unduly verbose or who is not keeping to the point under discussion, to cease speaking;
- e. refuse to accept motions and amendments that are not couched in clear terms;
- f. require withdrawal of offensive statements or statements which impute improper motives;
- g. preserve order and prevent interference to speakers by private talk or heckling remarks; and
- h. require a person who persists in being disorderly to withdraw from the meeting.

(70) The Chair may not adjourn the meeting to prevent its coming to a decision. The Chair may not refuse to accept an amendment that is in proper form and relates to a motion under discussion.

(71) Any member disagreeing with a ruling from the Chair may move as follows:

- a. 'That the Chair's ruling be dissented from.' No seconder is required.
- b. A dissent motion must be moved immediately after the ruling is given.
- c. Upon such a motion being moved, a Deputy Chair shall take the Chair.
- d. The question shall be put in the form: 'That the Chair's ruling be upheld'. (Those disagreeing with the ruling vote 'No'.)
- e. The member disagreeing with the ruling may speak to the matter, and the Chair may reply. Both speakers are to conclude their remarks within five minutes. The motion shall then be put and decided, the Chair shall resume presiding over the meeting and proceedings shall be continued in accordance with the will of the meeting.

## Records of Meetings

(72) Minutes of all proceedings of the Board or committees shall be stored in accordance with University record-keeping requirements. The business paper and the approved minutes of each meeting shall be recorded in the University's electronic records management system and made available to members of the University community consistent with any issues of confidentiality and instructions from the Chair. Typically records are available to staff and Students via UNE's Learning Management System and/or via request to the Secretary.

(73) The minutes shall record:

- a. the nature of the meeting, whether ordinary, special, or adjourned;
- b. the date, time and place of the meeting;
- c. the name of the person who held the chair and a record of the number of members and observers present and of persons present by invitation;
- d. a summary of the business conducted at the meeting including in the case of a motion that is carried –
  - i. a brief statement of the discussions surrounding the motion, followed by the motion as carried, and
  - ii. a statement, if appropriate, that the motion was carried nem. con.; or
  - iii. at the request of any member, a notation that he/she wished their dissent or abstention to be recorded.

(74) Unless the Chair or the Board directs otherwise, a record of the following matters need not be included:

- a. the names of the mover and seconder, if any, of a motion;
- b. any motion which is lost or withdrawn;
- c. any motion moved while the Board is conducting its business under Orders 21 and 22, which is not seconded;
- d. except where the Vice-Chancellor and Chief Executive Officer or the mover of a motion has made a formal statement for report to the Council or elsewhere, the views expressed by an individual member.

(75) A record of the matters set out in Orders 71(a) and (b) shall be kept in respect of any business of the Board conducted under Orders 21 and 22.

(76) A member may within two days after any meeting submit to the Chair through the Secretary a brief statement of the views expressed at the meeting upon any matter. Such statement may or may not be included in the minutes at the discretion of the Chair.

(77) The minutes, when confirmed, shall constitute a true record of the proceedings of the previous meeting.

## **Conduct of Members and Observers**

(78) A member shall:

- a. be confined to speak only on the matter before the Board;
- b. not make offensive statements or impute improper motives to other members;
- c. when called to order by the Chair, cease speaking and sit down until the question of order is decided;
- d. except with the permission of the Chair or the members, not remain in a meeting when any matter relating to that member personally (other than a motion that the member be censured) is under consideration.

(79) No motion that a member of the Board be censured by the Board shall be debated by the Board unless written notice of that motion, including a brief statement of the matters alleged against the member, shall have been given to the member to be censured at least five clear working days in advance of the notice of the meeting being issued, where:

- a. the member must be informed that they have the right of reply, if they so desire.
- b. the written notice of the meeting must specify the intention to move the motion of censure and must include the member's written reply (not to exceed 1000 words) if provided; and
- c. if the member elects to answer the charges during oral debate, such reply shall be the final contribution to the debate.

## Observers

(80) Meetings of the Academic Board or committees may be attended by people officially listed as observers as well as by any other person approved by the Chair to attend the meeting as an observer. Observers at an Academic Board meeting will be entitled to see and hear the proceedings of the Board and will have the right to contribute to debate at Board meetings.

(81) Observers may be required to leave the meeting by the Chair, or by majority vote of Board members, or when the Board considers any confidential business.

## Matters Considered as Confidential Business

(82) The Board shall consider the following matters as confidential business:

- a. any matter listed as confidential on the business papers or in the report of the Board;
- b. any personal matter affecting an individual staff member (confidential student matters are handled by the Academic Board Standing Committee, as described in Order 87);
- c. any business negotiation or other financial matter which the University would define as 'commercial-in-confidence' or which might allow any person to profit;
- d. any matter determined by the Chair or Vice-Chancellor and Chief Executive Officer to be best dealt with as confidential business; or
- e. any other matter agreed by a majority of the Board members.

(83) Any papers relating to a confidential matter will be placed in a separate agenda that will be circulated only to members of the Board (i.e. not to observers excepting the Director Governance and University Secretary).

(84) Discussion of confidential matters at a meeting of the Board shall occur after all non-confidential business has been concluded. Observers will depart the meeting prior to commencing discussion of the confidential matters. The Chair has discretion to ask that a specific observer remain for confidential matter discussion if their input would be relevant to the discussion.

(85) A member of the Board shall not, without the prior approval of the Chair, directly or indirectly disclose any confidential information to any person who is not a member of the Board. Any breach of this rule constitutes breach of confidence, which will be dealt with by the Chair in a manner deemed appropriate to the severity of the breach.

(86) The formal electronic-record minutes of the meeting will summarise the outcomes for matters identified as confidential but the version of the minutes to be placed on the web will have all references to confidential matters removed.

## Amendment of Standing Orders

(87) These Standing Orders may be amended only by a motion of which due notice of motion has been given by a member of the Academic Board.

## General

(88) Any matter of procedure which is not dealt with in these Standing Orders shall be determined by decision of the Chair.

(89) Any power conferred on the Chair by these Standing Orders may, in the Chair's absence, be exercised by a Deputy Chair or, in the absence of the Chair and both Deputy Chairs, by the person chairing the meeting.

(90) These Standing Orders shall apply at every meeting of the Board or committee unless the Board or Committee,

by an absolute majority of its members, resolves that any part of these Orders be suspended for the whole or any part of a meeting.

(91) The Chair and Deputy Chairs of the Academic Board shall have the right to attend as observer at all Academic Board subcommittees and working parties.

## **General Roles/Responsibilities of Elected and Ex Officio Members**

(92) In addition to the roles of members provided for in the relevant Terms of Reference, elected and ex officio members of the Academic Board and its committees, have the following roles and responsibilities:

- a. perform their role in a way consistent with the duties of members, including considering the University as a whole and declaring at the outset of a meeting of the Board, any real or potential conflict of interest they might have with any matter on the agenda;
- b. attend meetings, fully prepared, having read all relevant documents, on a regular basis;
- c. actively contribute to discussions at meetings;
- d. serve as a communication conduit to their UNE colleagues regarding actions, policies and new developments of the Board or committee; and
- e. organise for feedback to be provided on actions, policies and new developments, as and when requested by the Chair.

## **Communications by Members following Board and Committee meetings**

(93) Members of the Academic Board and of Academic Board Committees shall adhere to the following protocols when communicating about the outcomes of Academic Board and Committee meetings:

- a. Purpose:
  - i. The purpose of official communications of the Board is to record the business and decisions of the Academic Board and to advise the Council and the Vice-Chancellor and Chief Executive Officer on the key academic governance matters of the University.
  - ii. The purpose of member communications from Academic Board and Committees is to give a perspective to UNE colleagues about the outcomes of the Academic Board and Committee discussions, with a view to keeping staff and students abreast of matters relating to academic quality and integrity and changes to internal academic governance systems.
- b. Scope:
  - i. All communications about the business and outcomes of the Academic Board and Committees will be limited to those matters which are within the scope or authority of the Board or Committee:
    - as outlined in the [Academic Board and Committee Terms of Reference](#);
    - having regard to Section 6 of the [Higher Education Standards Framework \(Threshold Standards\) 2015](#), relating to Academic Governance; and
    - noting that communications on matters outside of these areas are the responsibility of management.
  - ii. Communications about the Board and Committee should follow 'Chatham House Rules' where (credit: Google Dictionary) "information disclosed during a meeting may be reported by those present, but the source of that information may not be explicitly or implicitly identified".
  - iii. Communications must not conflict with the duties of members, including:
    - duty to act in the best interests of the University;
    - duty to exercise care and diligence;
    - duty not to improperly use position;

- duty not to improperly use information; and
  - duty to disclose of material interests.
- iv. Communications must not include matters deemed confidential business (see [Standing Orders - Academic Board and Committees](#), section 82-86).
- c. Responsibility for official communications:
- i. Those communications reserved to the Chair of Academic Board or in their absence a Deputy Chair of Academic Board, include:
    - advice or report(s) from Academic Board to the UNE Council;
    - advice on behalf of the Board to the Vice-Chancellor and Chief Executive Officer;
    - notice of Board actions or resolutions;
    - formal submissions (internal or external) on academic governance matters, on behalf of the Board;
    - communications to Academic Board members; and
    - UNE officials to the University community summarising Board discussions and decisions.
  - ii. Those communications reserved to Chairs of Committees, or in their absence Acting Chairs of Committees, or a Chair or Deputy Chair of Academic Board, include:
    - Chair of Committee reports to Academic Board; and
    - communications to Committee members.
  - iii. Confirmation of meeting minutes, as the official record of the meeting, are the shared responsibility of the members of Board or Committee.
- d. Member of Board or Committee communications:
- i. Members are encouraged (consistent with clause 92 of the Standing Orders) to communicate, either verbally, in reports to colleagues, to Faculty or School or Discipline areas, on those academic governance issues presented to, discussed and/or agreed during a meeting of Academic Board or its Committees, consistent with the purpose, scope and responsibilities outlined in this section of the Standing Orders.
  - ii. Members do not have a role in communicating Board matters outside of UNE's University community unless previously agreed with the Chair of Academic Board or Academic Board Executive.

## Status and Details

|                           |  |
|---------------------------|--|
| <b>Status</b>             | Current  |
| <b>Effective Date</b>     | 7th January 2019   |
| <b>Review Date</b>        | 7th January 2024   |
| <b>Approval Authority</b> | Academic Board   |
| <b>Approval Date</b>      | 7th January 2019   |
| <b>Expiry Date</b>        | To Be Advised  |
| <b>Unit Head</b>          | Kate McNarn<br>Director Governance and University Secretary              |
| <b>Enquiries Contact</b>  | Office of the Director Governance and University Secretary<br>0267732925 |

## Glossary Terms and Definitions

**"Student"** - Is an admitted student or an enrolled student, at the relevant time: 1. an admitted student is a student who has been admitted to a UNE course of study and who is entitled to enrol in a unit of study or who has completed all of the units in the UNE course of study; 2. an enrolled student is a student who is enrolled in a unit of study at UNE.

**"Aboriginal and/or Torres Strait Islander"** - Is a person who is of Australian Aboriginal and/or Torres Strait Islander descent, identifies as an Australian Aboriginal and/or Torres Strait Islander person, and is accepted and known as an Australian Aboriginal and/or Torres Strait Islander person by the community in which he or she has lived.

**"Faculty"** - An organisational unit consisting of a group of related Schools, which is responsible for coordinating the management and quality of the teaching and research conducted by those Schools.