

ACADEMIC BOARD STANDING ORDERS



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1 PREAMBLE

- 1.1 Academic Board will conduct its business in accordance with these Standing Orders and its Terms of Reference.
- 1.2 Sub-committees of Academic Board will follow the same protocols as Academic Board, as outlined in these Standing Orders. Chairs of sub-committees will have the same powers as the President, Academic Board with respect to their Committees unless otherwise stated.
- 1.3 Additional details regarding membership requirements, quorum, and meeting observers are provided in the Academic Board Terms of Reference or relevant Committee Terms of Reference.

2 CONVENING OF MEETINGS

- 2.1 The Board shall meet:
 - in accord with its meeting schedule
 - when specially called by the Secretary, Academic Board at the direction of the President, Chancellor or Vice-Chancellor and President, and
 - when specially called by the Secretary upon receipt of a written request containing a description of the business to be discussed, from five members of the Board.
- 2.2 Notice of a meeting and the agenda documentation shall be circulated by the Secretary to the Academic Board mailing list at least three working days before the meeting. The President may allow additional business to be circulated with less notice or to be tabled at the meeting.

- 2.3 Any notice of motion, report, or other business must be submitted in writing to the Secretary by the scheduled deadline. Matters submitted after this time may be accepted at the discretion of the President.
- 2.4 If the President is of the opinion that there is not sufficient business to warrant the holding of a regular meeting of the Board, the meeting may be cancelled and members informed accordingly.

3 QUORUM

- 3.1 The quorum for a Board meeting shall be specified in the Terms of Reference.
- 3.2 If quorum has not been achieved within 15 minutes (or such extended period as the President may determine) from the meeting commencement time, the meeting may lapse. If urgent matters are before the Board, the Board may agree to consider and make a recommendation on those matters. Any such recommendation made by an inquorate meeting shall be submitted to the Executive Committee of Academic Board for ratification.
- 3.3 Where a loss of quorum is identified, the meeting may be adjourned until a time the President determines. The adjournment will take place at the conclusion of the item of business currently under consideration. The agenda items not yet considered will be added to the agenda of the next scheduled meeting, or may form the agenda of an additional meeting called to deal specifically with those items.
- 3.4 If there are urgent matters before the Board, the Board may agree to consider and make a recommendation on those matters. Any matters for decision considered when the meeting is inquorate must be subsequently ratified by the Executive Committee or at the next Board meeting before those decisions can be actioned.

4 THE CHAIR

- 4.1 The President shall take the Chair and shall:
- conduct the proceedings in the manner indicated by the Standing Orders, including and giving all members present an opportunity to speak and to vote
 - take care that the sense of the meeting is properly ascertained with regard to any matter before it
 - put motions and amendments to the vote and report the result of the vote
 - require a speaker who, in the President's opinion, is being unduly verbose or who is not keeping to the point under discussion to cease speaking
 - refuse to accept motions and amendments which are not couched in clear terms
 - require withdrawal of offensive statements or the imputation of improper motives
 - preserve order and prevent interference to speakers by private talk or heckling remarks, and
 - require a person who persists in being disorderly to withdraw from the meeting.
- 4.2 The President may not adjourn the meeting to prevent its coming to a decision. The President may not refuse to accept an amendment that is in proper form and relates to a motion under discussion.
- 4.3 If any member disagrees with a ruling from the Chair, the following points apply:
- Any member disagreeing with a ruling from the Chair may move "That the President's ruling be dissented from". No seconder is required.
 - A dissent motion must be moved immediately after the ruling is given.
 - Upon such a motion being moved, the Secretary shall take the Chair.
 - The Secretary shall put a motion "That the President's ruling be upheld". Members wishing to disagree with the President's ruling should vote "No".
 - The member disagreeing with the ruling may speak to the matter for not more than five minutes. The President may reply for not more than five minutes. The motion shall then be put and proceedings shall then be resumed.

5 ORDER OF BUSINESS

- 5.1 Items of business will be considered in the order set out in the agenda unless permission is sought by the President or members to change the order at the commencement of the meeting.

6 STARRING OF AGENDA ITEMS

- 6.1 At the beginning of the meeting, the President will invite members to star any un-starred agenda items for discussion.
- 6.2 Un-starred agenda items containing recommendations will be approved without further discussion.

7 RULES OF DEBATE

- 7.1 Unless the President or the Board by resolution otherwise requires, the Board will conduct its business in committee and, in particular:
- each starred item will receive a brief introduction from the relevant member
 - following the introduction, the President will open the matter for discussion, with discussion usually informal and decisions frequently decided by consensus
 - the sense of a motion may be expressed and the actual wording may be left to the President and Secretary
 - the President may "ask approval" and in the absence of dissent assume that the matter has been approved, and
 - more rigid rules of debate and the principles of the Standing Orders relating to motions and amendments may be implemented at the President's discretion.
- 7.2 Where a member is unable to attend a meeting but has a particular interest in an item, the member may provide in writing to the President his or her views and request that those views be made known to Board during the course of consideration of the item.
- 7.3 The President may decide, and the Board may resolve, that the provisions of Orders 7.4 to 11.1 inclusive of these Standing Orders be observed.
- 7.4 If the President decides, or the Board resolves, that a matter before a meeting shall be conducted in accordance with the formal rules of debate, then the following procedures shall apply:
- Debate shall occur only on a formal motion before the President or on an amendment to such a motion. Any such motion or amendment shall be submitted in writing to the President but may be seconded orally.
 - Any persons wanting to move a motion or an amendment or to take part in any debate shall raise their hand.
 - The member first observed by the President shall be given priority in speaking.
 - If the President rises during the debate, a member speaking or offering to speak shall cease speaking and the President shall be heard without interruption.
 - 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 Board except by explanation in reply to a question or by raising a point of order; a member who, without comment, seconded the motion or amendment, shall not be deemed to have spoken.
 - A member may speak to an amendment even if that member has already spoken to the motion or a previous amendment.
 - The mover of a motion, but not of an amendment, shall have the right to reply. The mover's reply closes the debate.
 - A speaker shall keep to the particular matter before the meeting and shall not introduce irrelevant material.

- 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 members present.
- The President may participate in the debate from the Chair, or in order to speak from the floor call upon any member to take the Chair whilst the President speaks.
- No member may speak to a motion, except to raise a point of order, after it has been put by the President and the show of hands or ballot has been taken.
- 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.
- A motion may be amended or withdrawn by the mover with the consent of the meeting.
- Any motion or amendment not seconded shall not be debated.

8 MOTIONS AND AMENDMENTS

- 8.1 A motion or amendment shall be couched in definite and precise language and should usually be affirmative in form.
- 8.2 An amendment shall relate to the matter involved in the motion and not to some other matter.
- 8.3 An amendment which is a direct negative of the motion is not allowed.
- 8.4 Only one amendment may be accepted at a time. However, a member may speak against an amendment by drawing attention to a foreshadowed amendment to be moved if the amendment before the meeting is defeated.
- 8.5 If an amendment has been carried or defeated, an amendment which is substantially the same as the original motion is out of order.
- 8.6 Debate on a motion or amendment shall be immediately suspended, even if a person is speaking, if any of the following motions is moved:
- a) "that the Board proceed to the next item of business"
 - b) "that the Board does now adjourn"
 - c) "that the question be now put"
 - d) "that the speaker no longer be heard", or
 - e) "that the matter be referred back to the Committee which submitted the proposal".

Any such motion may not be moved or seconded by a person who has already spoken to the motion or to an amendment.

Any of the above motions except e) shall immediately be put without amendment or debate, except that the President may express the view that the matter has **not** been adequately debated and that the procedural motion should not be carried. Any of the above motions will be carried only if at least two-thirds of the members present vote in favour. If c) above is carried in relation to an original motion, the mover of that motion may reply before the motion is put. If e) above is moved, debate may continue on matters to which the committee's attention should be drawn.

- 8.7 The President may refuse to grant the mover of the motion the right to reply until it is clear to the President that no other member desires to speak to move an amendment.
- 8.8 The seconder of a motion may reserve the right to speak later, provided the seconder does not otherwise speak when seconding the motion.
- 8.9 The mover of an amendment has no right of reply.
- 8.10 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 foreshadowed motion or amendment.

- 8.11 As soon as the debate on a motion or amendment has concluded, the President shall put the motion or amendment.

9 POINTS OF ORDER

- 9.1 Any member may raise a point of order, which shall take precedence over other business. The point must be raised at the time the alleged irregularity occurred. A contradiction shall not constitute a point of order.

10 VOTING

- 10.1 Voting shall be decided by show of hands unless a ballot is directed by the President or is demanded by at least five members. When a vote has been taken by a show of hands, any five members may, by rising in their seats, require that the vote be confirmed by a ballot.
- 10.2 Where a ballot is taken, it shall be conducted in such manner as the President shall decide, provided that secrecy be ensured.
- 10.3 At the conclusion of the debate on any motion, a member may move that the motion be decided by online ballot. Such a motion shall be put immediately, without debate, and shall be resolved in the affirmative only if a two-thirds majority of those present is in favour.
- 10.4 If it is resolved that the original motion shall be decided by an online ballot, the ballot will be conducted by and in such manner as the Secretary may decide. The President shall take such action as may be necessary to implement the results of the ballot upon advice of the outcome from the Secretary.
- 10.5 If it be duly moved and seconded that a motion carried by online ballot be rescinded, that motion shall be submitted to online ballot without debate.

11 QUESTIONS

- 11.1 Questions relating to the affairs of the University may be put through the President to any member present. The President may disallow any question.

12 CLOSED SESSION

- 12.1 The Board will normally consider the following matters in closed session:
- any matter listed as confidential on the agenda or in the minutes of the Board
 - any personal matter affecting an individual
 - any business negotiation or other financial matter which might allow any person to profit, and
 - any other matter agreed by a majority of the Board.
- 12.2 A member of the Board should not discuss or disclose (directly or indirectly) any information regarding matters considered in closed session, without the approval of the President.
- 12.3 Any item of business before the Board, except for confidential and closed session matters, may be discussed and information made available to members of the University who are not members of the Board.

13 CONDUCT OF MEMBERS

- 13.1 A member shall:
- declare any real, perceived or potential conflict of interest in relation to any matters listed
 - be confined to speak only on the matter before the Board
 - not make offensive statements or impute improper motives to other members during the meeting
 - when called to order by the President, cease speaking until the question of order is decided
 - not disclose how other members spoke or voted on matters coming before the Board, and

- except with the permission of the President or the Board, not remain in a meeting when any matter relating to that member personally is under consideration.

14 MINUTES

14.1 Minutes of all proceedings of the Board shall be kept electronically.

14.2 The minutes shall record:

- the nature of the meeting, if ordinary, special, or adjourned
- the date and time of the meeting
- the name of the person who held the chair and a record of the members present and of persons in attendance, and
- a summary of the business conducted at the meeting, which shall include the following when a motion is carried:
 - a brief statement of the reasons advanced in support of the motion, followed by the resolution (showing the motion was carried)
 - at the request of any member, the figures where a vote is taken or, in a case where there is a clear majority, the number voting against or a statement that the motion was carried unanimously
 - at the request of any member, a noting that that member voted against the motion, and
 - at the request of any member, a noting that that member abstained from voting or simply the number of abstentions.

14.3 Unless the President 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 pursuant to Order 7.3 which is not seconded, and
- d) except in the case where the Vice-Chancellor and President 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.

14.4 A member may within two days after any meeting submit to the President 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 President.

14.5 The minutes of each meeting shall be submitted to the following meeting for confirmation. Debate on a motion that the minutes be confirmed shall be limited to the accuracy and adequacy of the minutes as presented, and the only motion which may be submitted during such debate shall be a motion that the minutes be amended to correct mis-statements or to record more adequately the proceedings of the previous meeting. Except with the permission of the President or the meeting, a member may not request that a statement attributed to himself be included. A matter decided at a previous meeting cannot be reopened during debate on a motion to confirm the minutes of that meeting.

14.6 Lengthy amendments to the minutes of a previous meeting shall be included in the minutes of the succeeding meeting. Other amendments shall be included in the confirmed minutes of that meeting.

15 RELEASE OF INFORMATION

15.1 The minutes of the Board shall be made available to all University employees, except for any items determined by the President to be confidential or any matters considered in closed session.

16 ELECTIONS

16.1 Elections will be conducted in accordance with the [Election of Members to University Committees Procedure](#).

17 AMENDMENT OF STANDING ORDERS

17.1 These Standing Orders may be amended only by a motion where due notice of the motion has been given.

18 GENERAL

18.1 Any matter of procedure which is not dealt with in these Standing Orders shall be determined by decision of the President.

18.2 Any power conferred on the President by these Standing Orders may, in the President's absence, be exercised by the Deputy President or, in the absence of both, by the person chairing the meeting.

18.3 These Standing Orders shall apply at every meeting of the Board unless the Board, 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.

19 RELATED LEGISLATION AND DOCUMENTS

[Academic Board Terms of Reference](#)

[Election of Members to University Committees Procedure](#)

20 FEEDBACK

19.1 Feedback about this document can be emailed to policy@cqu.edu.au.

21 APPROVAL AND REVIEW DETAILS

Approval and Review	Details
Approval Authority	Council
Delegated Approval Authority	N/A
Advisory Committee	Academic Board
Administrator	Director Governance
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Approval and Amendment History	Details
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Notes	