

ACADEMIC BOARD TERMS OF REFERENCE



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1 ESTABLISHMENT

Academic Board is established by section 40 of the [Central Queensland University Act 1998](#) (Qld), and is a sub-committee of the Council of Central Queensland University.

Academic Board constitutes the University's senior academic governance body and is the primary forum for discussing and resolving all matters relating to and affecting the University's education, training and research activities. Academic Board provides academic advice and recommendations, where appropriate, to Council and the Vice-Chancellor and President on all academic matters, including academic priorities and policies, academic aspects of the University's strategic plan, policies concerning the conditions of appointment and employment of academic staff, the maintenance of academic standards, and any academic matters it considers to be of strategic importance.

2 FUNCTIONS AND RESPONSIBILITIES

Under the [Central Queensland University Act](#), the Board's functions are to:

- 2.1 Advise the Council about teaching, scholarship and research matters concerning the University.
- 2.2 Formulate proposals for the academic policies of the University.
- 2.3 Monitor the academic activities of the University.
- 2.4 Promote and encourage scholarship and research at the University.

The Board is responsible for:

- 2.5 Providing advice on matters relating to academic strategic directions, activities and practices referred to it by the Council, the Vice-Chancellor or other University officers.
- 2.6 Developing, approving, monitoring, reporting on, and deciding academic policies and procedures. While Academic Board retains approval authority, it may delegate the formulation, review and expiry of academic policies and procedures.
- 2.7 Assuring the quality and compliance of all education, training and research activities along with the teaching, scholarship, and research training of the University while co-ordinating and maintaining an overview of academic activities.
- 2.8 Leading the University's academic activities, through undertaking initiatives and measures to promote the communication of academic issues and the coordination of academic activities across the University.

3 RESERVED AUTHORITIES

The Council reserves the authority to:

- approve the annual reporting schedule for Academic Board, and
- receive an annual report from Academic Board against the approved reporting schedule.

4 DELEGATED AUTHORITIES

Apart from matters reserved for Council approval above, Council charges Academic Board with responsibility for the academic governance of the University.

This delegation includes the authority to exercise the University's self-accrediting status to accredit all higher education courses and units. While Academic Board retains approval authority, it may delegate the accreditation, review and termination of higher education courses and vocational qualifications.

5 REFERRAL OF MATTERS

The Board may refer any item to the Council for discussion, consideration and/or action, and may refer relevant matters for action or noting to other committees or officers as appropriate.

6 SUB-COMMITTEES

The Board may establish standing or ad hoc sub-committees and approve their Terms of Reference, which must be constructed to ensure consistency and coordination between the functions of all sub-committees. The Board may co-opt staff to serve on its sub-committees and/or working parties.

The Board shall receive reports from its sub-committees and be responsible for monitoring and evaluating each sub-committee's activities against their functions and responsibilities.

7 MEMBERSHIP AND TERMS OF OFFICE

The Board shall comprise:

Appointed members:

- President of Academic Board (as appointed by the Council)
- Deputy President/s of Academic Board (as appointed by the Council)
- An external member of the University Council (as appointed by the Council).

Ex-officio members:

- Vice-Chancellor and President
- Provost

- Deputy Vice-Chancellors
- University Secretary
- Pro Vice-Chancellors
- Chairs, Academic Board sub-committees
- Deans of School
- Associate Dean, School of Access Education

Elected members:

- One Academic Professor¹ (not including adjunct, emeritus or honorary professors) from each School, elected by and from academic staff of the School including academic professors but not including adjunct, emeritus or honorary professors
- One academic staff² member from each School, elected by and from academic staff of the School
- One VET educational employee³ from each School, elected by and from the VET educational employees of the School
- Three enrolled student members, one vocational, one undergraduate, and one postgraduate, elected by the enrolled students.

Nominated members:

- One nominee of the Student Representative Council, nominated by the Student Representative Council.

Co-opted members:

- Such other members co-opted by the Chair to ensure representation consistent with the Board's university-wide responsibilities.

All members are expected to represent their full constituency and maintain effective communications between their school/division/unit and the Board, as appropriate.

An ex-officio member may hold more than one ex-officio position on the Board, but will only carry one vote. Ex-officio members may send a nominee when unable to attend a meeting, or nominate a standing nominee.

To ensure continuity of Board operations, the term of office of one half of the elected members shall conclude each year, providing a rolling membership.

The Board's membership must include appropriate gender representation.

Terms of Office

The external member of Council shall serve for a term of two years.

Elected and nominated staff members shall serve for a term of two years. To ensure continuity of Board operations, one half of the elected members shall initially serve for a term of one year, with all elected members subsequently serving for a term of two years.

Elected and nominated student members shall serve for a term of one year, commencing in March of the calendar year. A student member, from any of the student member categories, may serve no more than two terms of office on Academic Board. To retain membership, the student members must maintain their enrolment with the University.

¹ Academic Professor is defined as a person whose primary responsibilities are teaching and research, teaching scholar or principal researcher.

² Academic staff are defined as academic staff who are either full-time permanent academic staff of the University, or an academic staff member of the University on fractional full-time appointments of 0.5 and above, or an academic staff member on contract that runs for at least as long as the term of office of each Board, i.e. two years.

³ VET Educational Employees are defined as VET educational employees who are either full-time permanent staff of the University, or a VET educational employee of the University on fractional full-time appointments of 0.5 and above, or a VET educational employee on contract that runs for at least as long as the term of office of each Board, i.e. two years.

Leave of Absence

Where a member is aware that they will be absent from the University and unable to attend Board meetings for an extended period of time, the member may apply to the President for leave of absence for the period. For the purpose of calculating membership and quorum, the membership will be reduced by the number of members on leave of absence at the time of the meeting.

8 RIGHTS OF AUDIENCE AND DEBATE

The Board may extend rights of audience and debate on a standing or ad hoc basis.

Those holding the following or equivalent positions (or their nominee) shall have standing rights of audience and debate at meetings:

- Members of the Vice-Chancellor's Advisory Committee
- Student Ombudsman
- Members of the University Council.

Staff and external stakeholders may request the opportunity to address the Board at any time. The Chair will consider and determine these requests.

9 CHAIR AND DEPUTY CHAIR

The [Central Queensland University Act](#) requires the Council to decide who is to be the President of the Academic Board. The Council will also decide the Deputy President/s of the Board.

At any Board meeting held before Council appoints the President and Deputy President/s, Board members present at the meeting shall elect from their number a member to chair the meeting.

The Chair's duties are set out in the [Academic Board Standing Orders](#).

The President and Deputy President shall serve for a term of office of three years with a maximum of two consecutive terms, unless otherwise specifically agreed by Council.

The Chair shall nominate an alternate Deputy Chair if the Chair and Deputy Chair are unable to attend a scheduled meeting.

10 SECRETARY

The Director, Governance, or nominee, shall be Secretary to the Board, and shall provide support and advice to the President and Deputy President/s of the Board.

The Secretary to the Board may appoint a Minutes Secretary to the Board.

11 EXECUTIVE COMMITTEE

The Board shall have an Executive Committee, empowered to act between meetings where urgent business arises, and to form ad hoc sub-committees if required. The Executive Committee may also assist in the development of the Board's Reporting Schedule, including focus item topics, and initiating position papers on major issues of academic and educational importance arising from the work of Academic Board and its sub-committees and from outside the University for consideration by the Board. Executive Committee decisions will be reported to the Board at its next scheduled meeting.

The Executive Committee of Academic Board shall comprise:

Ex-officio members:

- President of Academic Board
- Deputy President of Academic Board

- Provost
- Chair, Learning and Teaching Committee
- Chair, Research Committee
- Chair, Research Higher Degrees Committee
- Chair, Education Committee
- University Secretary.

Appointed members:

- One of the elected academic staff members
- One of the election VET educational employees
- One of the elected Academic Professors.

Appointed members shall serve until the first Academic Board meeting of the following year subsequent to the expiration of their Board membership, ensuring continuity and a full membership for any additional meetings that may be required. A member may hold more than one position on the Committee, but will only carry one vote.

12 CASUAL VACANCIES

A casual vacancy shall be filled in accordance with the [Election of Members to University Committees Procedure](#).

13 REMOVAL OF A MEMBER FROM OFFICE

The Board may terminate a person's membership for misconduct by a vote of two-thirds of those present at a Board meeting called in accordance with these terms of reference and the [Academic Board Standing Orders](#), and for which due notice of the motion to terminate the person's membership has been given.

Where an elected or nominated member does not attend three consecutive meetings without adequate cause, that person's membership may be terminated. A person whose membership has been terminated may apply to the Executive Committee to have their membership reinstated.

14 QUORUM

The quorum for a Board meeting shall be 50% of the membership, plus one.

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.

Where a loss of quorum is identified, the meeting may be adjourned until a time the Chair 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. 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.

15 CONFLICT OF INTEREST

Board members are required to declare to the Chair any real, perceived or potential conflict of interest they may have with any item on the Board's agenda.

If the Chair or the Board deems a member to have a conflict of interest in a matter before the Board, the member will be excused from Board discussions and deliberations on that matter.

Further details on identifying and dealing with a conflict of interest are provided in the [Conflict of Interest Policy and Procedure](#).

16 MEETINGS

Board meetings may be held face-to face, by telephone, videoconference, or other electronic means. Board meetings shall be held at least five times per year. The Chair, the Chancellor or Vice-Chancellor may call a special meeting of the Board.

Board decisions may be made at a duly called and constituted meeting, or by a resolution in writing to all members and physically or electronically signed by at least a quorum of members.

Board members are required to fully prepare for each meeting, read the documentation in advance, and make every reasonable effort to attend each meeting.

17 ACCESS TO RESOURCES

External Board members will be provided with access to the Board's website and any other resources they reasonably require to fulfil their duties as a member.

18 OBSERVERS

Observers are welcome with the Chair's prior permission and provided they advise the Secretary in advance.

Observers are entitled to see and hear the proceedings of the meeting but have no voting rights and no right to speak at meetings, unless invited to do so by the President. Observers must leave the meeting when requested by the President, or if any matters are to be considered in closed session.

19 AGENDAS AND MINUTES

Agendas and associated documentation will be distributed three working days before the meeting, via the Committee Page on StaffNet. Members and CQUniversity staff will be notified by email of the location and availability of material. Members are encouraged to bring laptops, iPads or similar to the meetings and view the agenda online during the meeting.

Only with the Chair's permission will late papers or the tabling of papers be accepted. All papers must be submitted to the Secretary by the specified submission deadline.

Board records are subject to the Queensland [Public Records Act 2002](#) and must be retained by the Secretary in accordance with the University's [Records Management Policy and Procedure](#).

Minutes are to be prepared from each meeting. The Chair will review the draft minutes and action sheet of each meeting, after which the Secretary will circulate the documents to all Board members and include them in the agenda papers for the next meeting.

20 EVALUATION AND REVIEW

To ensure the Board is fulfilling its duties, it will undertake an annual self-assessment of its performance against these terms of reference and provide that information to the Council, along with any information the Council requests to facilitate its review of the Board's performance and its membership.

The Administrator shall review these terms of reference every two years, in conjunction with the Board, and provide a report, including any recommendations, to the Council.

An external review of the Board and the University's academic governance processes shall be undertaken at least every seven years, as required by, and in compliance with, the [Higher Education Standards Framework \(Threshold Standards\) 2015](#) (Cwlth). The outcomes of the external review shall be considered by the Board and the Council. Implementation of the agreed actions arising from the review outcome will be monitored by the Board and the Council.

21 FEEDBACK

University staff and students may provide feedback about this document by emailing policy@cqu.edu.au.

22 APPROVAL AND REVIEW DETAILS

Approval and Review	Details
Approval Authority	Council
Advisory Committee to Approval Authority	Academic Board
Administrator	Director, Governance
Next Review Date	6/12/2018

Approval and Amendment History	Details
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Notes	