

FLEXIBLE LEARNING AND INNOVATION PROJECTS BOARD TERMS OF REFERENCE



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1 ESTABLISHMENT

The MBA (Leadership) Project Board was transitioned to the Flexible Learning and Innovation Projects (FLIP) Board in March 2019 following the successful operationalisation of the MBA (Leadership) and approval for the expansion of the Be Different platform with new open courses.

The FLIP Board is therefore established to provide effective governance and executive level leadership over the development of new Be Different open courses and education innovation projects.

The Board oversees:

- the approval, development, and implementation of open courses hosted on the Be Different platform,
- education innovation projects requiring approval or operationalisation,
- transition of education innovation products from prototype to development, and
- commercialisation of products or technology initiated from education innovation.

The Board will be disbanded at such time as there is a requirement to, and agreement for, transition to alternative governance arrangements for education-related innovation projects.

2 FUNCTIONS AND RESPONSIBILITIES

The Board's functions are to:

- 2.1 Monitor the development and launch of new open courses on the Be Different platform.
- 2.2 Provide oversight for new open courses, e.g. MBA (Leadership), until such time as courses have been transitioned to their relevant School.
- 2.3 Review and/or provide advice in relation to innovative development that emerges from open course development.
- 2.4 Specifically, the Board will approve and/or make recommendations where necessary in the areas of:

- project scope and supporting project plan/s,
- project budget (subject to the University's budget approval processes),
- significant changes to the project scope and project plan/s,
- project risks and risk mitigation strategies, and
- project communication strategy.

2.5 The Board is responsible for:

- providing oversight to ensure the project/s manage their activities and resources towards the achievement of the stated project/s objectives in a timely and cost-efficient manner.
- ensuring each Project operates in the best interests of the University and complies with accepted principles of good practice in project management and project governance.
- developing the risk register for the projects and ensuring that risks are within tolerance.
- ensuring it (the Board) is provided with regular reports in order to mitigate any project risks.

3 REFERRAL OF MATTERS

In exercising its responsibilities, this Board may refer relevant matters to other committees for discussion, consideration, action, or noting as appropriate.

4 SUB-COMMITTEES

The Board may establish such sub-committees or reference groups of a standing or ad hoc nature as it deems appropriate. The Terms of Reference of each sub-committee shall be approved by this Board and shall be constructed to ensure consistency and co-ordination between the functions of all standing committees. The Board shall receive reports as required from such sub-committees and reference groups and have responsibility to monitor and evaluate activities in respect of each sub-committee's functional responsibilities.

5 MEMBERSHIP AND TERMS OF OFFICE

The membership of the Board shall be:

Ex Officio members:

- Provost (and Project Sponsor)
- Senior Deputy Vice-Chancellor (International and Services)
- Deputy Vice-Chancellor (Student Experience and Governance)
- Deputy Vice-Chancellor (Strategic Development and Growth)
- Pro Vice-Chancellor, Learning and Teaching
- Chief Information and Digital Officer
- Director, Marketing
- Director, Educational Quality and Standards
- Director, Flexible Learning and Innovation Projects
- Senior Management Accountant – Education and Research, Finance and Planning

Board members are required to:

- attend scheduled meetings,
- attend unscheduled meetings where time-critical project issues arise that require Board direction,
- review and respond to documentation/issues by email in a timely manner where a meeting is not deemed necessary, and
- appoint a nominee in the event that a primary member is unable to attend where appropriate.

Appointed members shall serve for the life of the FLIP Board.

In order to ensure continuity, each member should inform the Chair, through the Secretary to the Board, their nominee for those meetings for which they may not be able to attend.

6 RIGHTS OF AUDIENCE AND DEBATE

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

7 OBSERVERS

Observers must have received the prior permission of the Chair to attend meetings. Observers must leave the meeting if any matters are to be considered in closed session.

8 CHAIR AND DEPUTY CHAIR

The Chair will:

- lead scheduled Project Board meetings based on the meeting agenda.
- encourage member discourse and make decisions that are in the best interests of the university, its students' and other key stakeholders.
- ensure that all Project Board members are accountable for their work areas completing their project work and activities responsibly.

The Chair shall be the Project Sponsor.

The Deputy Chair shall be decided at the first Board meeting and be appointed from the members.

9 SECRETARY

The FLIP Project Officer, or delegate, will provide secretarial support to the FLIP Board.

10 QUORUM

A quorum for the Board meeting is defined as 50% of the membership, plus one. Where attention is drawn to a loss of quorum, the meeting *may* be adjourned until such time as the Chair may determine, but no more than 4 weeks from the original scheduled date.

11 CONFLICT OF INTEREST

Board members are required to bring to the attention of the Chair any conflict of interest or potential conflict they may have with any item on the Board's agenda.

If a Board member is deemed to have a real or perceived conflict of interest in a matter that is being considered at a meeting, he/she will be excused from Board discussions and deliberations on the issue where a conflict of interest exists OR must not be present for consideration of that matter.

12 MEETINGS

Board meetings may be held face-to-face, by telephone, videoconference, or other electronic means.

Board meetings shall be held every six weeks, as determined annually in advance by the Board.

Board members are required to:

- be fully prepared for each meeting
- have read the documentation in advance
- have distributed documentation for feedback as required
- make every reasonable effort to attend each meeting.

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

are entitled to vote on the resolution other than those on an approved leave of absence.

13 AGENDAS AND MINUTES

Agendas and associated documentation will be distributed five working days prior to the meeting via email. Members will be notified by email of the location and availability of material.

Except with the express permission of the Chair, late papers will not be accepted, nor will the tabling of papers. All papers must be submitted to the Secretary no later than five working days prior to the forthcoming meeting.

Members are encouraged to bring laptops, iPads or similar to the meetings and view the agenda online during the meeting. If this is not an option, the agenda documentation is easily printed from the website.

Board records are subject to the *Public Records Act 2002 Qld* and therefore must be retained in accordance with the University's records management policy. Responsibility for ensuring appropriate records management for the Board rests with the Secretary under the direction of the Chair of the Board. All Board documentation shall be retained in the University's primary electronic records management system.

Minutes are to be prepared for each Board meeting. The draft minutes and action sheet of each meeting are to be reviewed by the Chair and circulated to all Board members by the Secretary as soon as practicable. A copy of the minutes, once they have been reviewed by the Chair, will be included in agenda papers for the next Board meeting.

14 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 Provost, along with any information the Provost 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 Provost.

15 FEEDBACK

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

16 APPROVAL AND REVIEW DETAILS

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